

BEFORE THE
SURFACE TRANSPORTATION BOARD

238119

ENTERED
Office of Proceedings
April 2, 2015
Part of
Public Record

CONSUMERS ENERGY COMPANY

Complainant,

v.

CSX TRANSPORTATION, INC.

Defendant.

Docket No. NOR 42142

MOTION TO COMPEL

CSX Transportation, Inc. ("CSXT") respectfully submits this Motion to Compel, which is necessitated by Consumers Energy Company's ("Consumers") categorical refusal to provide three classes of information in response to CSXT's discovery requests. First, Consumers refuses to provide any information related to its use of water transportation options to deliver coal to Consumers facilities located near the issue destination (*i.e.*, Consumers' J. H. Campbell Generating Complex at Port Sheldon, Michigan ("Campbell facility")), despite the plain relevance of such information to assessing both the feasibility and the cost of water transportation to the Campbell facility. Second, Consumers refuses to produce any studies of the feasibility of alternative transportation made prior to 2008 (or even disclose whether such studies exist), despite the limited scope and clear relevance of such studies, {{

}} Third, Consumers refuses to produce any forecasts relating to Consumers facilities other than the Campbell plant, even though Consumers' plans and expectations for its overall electricity generating system will have a material effect on future generating needs at the Campbell plant and thus future coal needs at that plant.

In each instance, CSXT's discovery requests are narrowly tailored and directed at information that is plainly relevant to either qualitative market dominance or the Stand Alone Cost analysis. In this case Consumers already has itself posed over 620 discovery requests (including subparts), leaving no basis upon which to refuse responding to CSXT's reasonable requests and limited document production. Pursuant to 49 C.F.R. § 1114.31, CSXT respectfully requests that the Board compel Consumers to respond to these requests.

I. BACKGROUND

Consumers filed its complaint on January 13, 2015 after it and CSXT were unable to agree on terms for a renewed contract. Consumers' complaint challenges CSXT's rate for the transportation of coal between a Chicago interchange point and Consumers' J. H. Campbell Generating Complex located in Port Sheldon, Michigan. As the enclosed map illustrates, the Campbell facility is located next to Pigeon Lake on the shoreline of Lake Michigan. *See* Exhibit 1 (excerpted below). The Campbell facility's easy access to the Great Lakes is a characteristic shared by several other Consumers coal plants, including the B.C. Cobb facility, which is located just 25 miles north of the Campbell facility. *See id.* Indeed, the Cobb facility currently receives all of its coal requirements via Great Lakes water transportation.

On February 13, 2015, CSXT filed its first set of discovery requests. *See* CSXT's First Set of Discovery Requests ("CSXT Requests") (attached as Exhibit 2). Most of CSXT's discovery requests were directed at two areas: (1) qualitative market dominance requests seeking information relevant to assessing the effectiveness of potential competitive alternatives to CSXT rail service; and (2) forecast-related requests seeking information relevant to determining the most likely volumes of coal that might be consumed by the Campbell facility during the Stand-Alone Cost ("SAC") analysis period.

CSXT's market dominance requests included both inquiries about Consumers' actual use of water transportation to plants similarly situated to the Campbell plant and requests for any analyses of alternative transportation to Campbell. As Consumers itself has admitted, it has used water transportation to deliver coal to other Consumers facilities located near the Campbell facility.¹ As mentioned, Consumers' B.C. Cobb facility, which is located just 25 miles north of the Campbell facility, receives all its coal deliveries via water transportation. Information on the logistics of those water transportation operations, the facilities Consumers has used for such operations, and the costs of such operations are highly relevant to determining the feasibility of using similar operations to supply the nearby Campbell generating facility. CSXT therefore directed several discovery requests at Consumers' use of alternatives to rail transportation for other Consumers facilities, including requests to identify occasions since 2012 when it has used transportation other than rail service to transport coal, to explain the costs and circumstances of such transportation,² and to produce any studies and proposals for transporting coal via means other than rail service.³

These discovery requests are all highly relevant to assessing market dominance in this case. Indeed, Consumers' internal assessments of its water transportation options {

¹ See Consumers Responses and Objections to CSXT's Discovery Requests at 6 ("Consumer Responses") (attached as Exhibit 3) ("Consumers admits that the B.C. Cobb generating facility receives coal via water transportation during certain months of the year."); *id.* at 8 (admitting that "[Consumers'] Weadock station has received shipments of coal via water vessel in the past, and is expected to do so in the future").

² See CSXT Interrogatories 11 and 13; Requests for Production 4 and 5.

³ See CSXT Interrogatories 14-17.

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} CSXT therefore

asked Consumers to identify and produce such studies for the time frame of 1988 to the present.⁴

CSXT's requests made clear that this extended time scope would apply only to those two narrow

requests for studies of alternative transportation. *See* CSXT Requests at 8 (providing in

⁴ *See* CSXT Interrogatory 18; Request for Production 3.

Instruction 15 of “Instructions for All Discovery Requests” that “[u]nless otherwise indicated, the time period covered by these Discovery Requests includes the period from January 1, 2012 through the present”).

In addition to these market-dominance-related requests, several of CSXT’s discovery requests seek information on Consumers’ forecasts. The SAC analysis will be significantly affected by the total volumes of coal transported to the issue plant, and thus by the overall coal needs of the Campbell facility over the decade-long SAC analysis period. CSXT’s requests therefore seek Consumers’ forecasts relating to future production needs, coal requirements, and factors that could affect future coal needs.⁵ The Campbell facility is just one part of Consumers’ network of generating facilities, which includes three other coal-burning facilities and multiple other hydroelectric, natural gas, and pumped storage plants. Because the coal requirements of the Campbell facility are necessarily a function of Consumers’ overall strategy for its generating network, CSXT asked Consumers for system-wide forecast information.

Consumers served written objections and responses to CSXT’s discovery requests on March 13, 2014. Among other things, Consumers objected to CSXT’s discovery requests for information on facilities other than the Campbell plant because such information was “relevant solely or principally to indirect competition (*i.e.*, product or geographic competition).”

Consumers Responses at 1-2 (General Objection 1). Consumers cited this general objection for several of its specific discovery responses in which CSXT sought information for Consumers Facilities in addition to Campbell. *See, e.g.*, Consumers Responses to Interrogatories 15-18, 24 and Request for Production 16. Consumers also objected to CSXT’s targeted requests for studies of alternative transportation from 1988 to the present on the grounds that the time scope of those

⁵ *See* CSXT Interrogatories 25, 27, 28; Requests for Production 16 and 19.

requests was unduly burdensome. Consumers stated that it intended to produce only such studies that had been generated since 2008. *See* Consumers Responses to Interrogatory 18 and Request for Production 3.

In an attempt to resolve the parties' differences, CSXT responded to Consumers' request with a letter clarifying that CSXT had no interest in seeking discovery on indirect competition. *See* M. Warren Letter to K. Dowd at 2 (March 20, 2015) (Exhibit 4). CSXT further explained that its discovery requests that seek information about Consumers facilities other than the issue plant are directed at discovery of information concerning either "the feasibility of direct intermodal competition for the issue movement" or other SAC issues such as projected volumes of coal that will be transported over the issue route or the potential stand-alone railroad ("SARR") network during the SAC analysis period. *See id.*

CSXT also asked Consumers to reconsider its objections to studies of alternative transportation prior to 2008. *See id.* CSXT reminded Consumers of the {
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observed that such documents were "one of the most relevant types of information in this case." *Id.* CSXT further explained that "[i]dentification of this narrow category of documents should not be unduly burdensome or difficult." *Id.*

Consumers responded with a letter to CSXT indicating that it would not withdraw its objections and that it did not intend to produce either information related to non-Campbell facilities or studies of alternative transportation prior to 2008. *See* K. Dowd Letter to M. Warren (Mar. 23, 2015) (Exhibit 5). Consumers asserted without explanation that information regarding Consumers' use of water transportation to deliver coal to nearby Consumers power plants was

not relevant to the feasibility of such transportation to the Campbell plant.⁶ Consumers also claimed that the relevance of pre-2008 studies of alternative transportation and of information on overall Consumers forecasts did not justify the burden of producing that information. *Id.*

However, Consumers did not specify why or how such production would be unduly burdensome.

II. THE BOARD SHOULD COMPEL CONSUMERS TO PRODUCE INFORMATION RELATED TO NON-RAIL TRANSPORTATION CONSUMERS HAS USED FOR OTHER MICHIGAN COAL PLANTS.

Consumers' refusal to produce information related to its use of non-rail alternatives for the transportation of coal to facilities other than the Campbell plant is not reasonable, for such information is highly relevant to Consumers' ability to use similar methods for transporting coal to the Campbell facility. Consumers' actual experience with coal transportation by water at its other Great Lakes coal plants should shed light on nearly every issue related to the effectiveness of a potential water delivery option for Campbell. Consumers' experience at other plants is relevant to evaluating the sort of equipment and facilities that would be needed for water delivery at Campbell; to identifying potential logistical issues and solutions for water delivery; and to quantifying the costs of a water delivery option.

Consumers has not justified or supported its claim that its actual use of water delivery for other coal plants is not relevant to the potential use of such options for Campbell, and it is difficult to imagine what justification it could give. The previous use of a transportation alternative is plainly relevant to both the feasibility of a potential alternative and to the cost of such an alternative. This is particularly true here, where the coal plants at issue have near-identical geographic characteristics. As the below excerpt from the Exhibit 1 map demonstrates,

⁶ *Id.* at 1 (stating only that "we do not agree that documents and information concerning actual coal transportation arrangements for coal deliveries to Consumers' B.C. Cobb and Weadock Stations are relevant to the question whether hypothetical water transportation represents an effective, competitive alternative to CSXT for coal deliveries to the Campbell Station").

water delivery operations at the Cobb plant have obvious relevance to the feasibility and cost of similar operations at the Campbell facility located just 25 miles to the south.

EXCERPT FROM EXHIBIT 1



Nor does Consumers have any other legitimate reason to resist discovery on this issue. Its claim that CSXT’s requests target information that is relevant “solely or principally” to indirect competition is plainly wrong (and indeed Consumers all but abandoned that claim in the March 23 letter). CSXT made clear that it was not seeking information on other facilities to support a claim of geographic competition, but rather was seeking information on those facilities’ experience with water transportation in order to illuminate the potential for Consumers to use a similar method of transportation at Campbell.

Consumers also has no argument that the requests are unduly burdensome. Consumers operates only three coal-fired facilities other than Campbell: the B.C. Cobb facility in Muskegon, MI; the J. C. Weadock plant at Essexville, MI; and the J.R. Whiting facility in Erie, MI. It is not

unduly burdensome to ask Consumers to produce information on alternative coal transportation for such a limited subset of facilities.

Finally, Consumers' argument that it will be producing documents related to its consideration of a hypothetical water transportation alternative for Campbell is beside the point. Consumers cannot avoid discovery of relevant information by claiming that it will be producing a more limited set of information that it deems to be sufficient. *See* 49 CFR 1114.21(a)(1) (parties are entitled to discovery of any non-privileged matter that is relevant to the subject of a proceeding); *Seminole Elec. Coop., Inc. v CSX Transp., Inc.*, STB Docket No. NOR 42110, at 2 (served Feb. 17, 2009) ("*SECI v. CSXT*") (party seeking discovery "is entitled to all relevant and potentially admissible information . . . not only the information that [the responding party] believes is sufficient").

For these reasons, Consumers should be directed to fully respond to CSXT's requests for information on its actual use of transportation other than rail service to deliver coal. *See* CSXT Interrogatories 11 and 13; Requests for Production 4 and 5. Consumers also should be directed to respond to CSXT's Interrogatories 14-17 seeking any other information in Consumers' possession related to the potential for transporting coal via means other than rail service.

III. THE BOARD SHOULD COMPEL CONSUMERS TO PRODUCE HISTORICAL STUDIES OF ALTERNATIVES TO RAIL TRANSPORTATION AT CAMPBELL.

Consumers' refusal to produce any historical studies of alternative transportation options for Campbell dating before 2008 is not well-founded, and Consumers should be compelled to produce this narrow category of highly relevant documents. {

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Consumers' conclusory assertions that the burden of producing such highly relevant documents would outweigh their relevance are meritless.

Whether Consumers has effective competitive options to CSXT's rail service is a threshold jurisdictional question in this case. One of the most relevant categories of information to assessing that question is a party's actual study and consideration of alternative transportation. Prior studies not prepared in anticipation of litigation are important sources of information for the parties and the Board.⁷ A complainant's prior study of a transportation alternative likely would shed light on issues that relate to the feasibility or cost of that alternative. It might contradict claims made by the complainant in litigation, either by proposing solutions to alleged obstacles or by providing different assessments of the costs of such transportation. And it might substantially reduce the cost and effort of a defendant's analysis of the feasibility and cost of alternative transportation to know what issues have already been analyzed fully and what avenues might be foreclosed.

For these reasons, studies of the feasibility or cost of alternative transportation are unusually relevant in a rate reasonableness case such that it is appropriate to apply a wider date range in requests for such studies than would be typical for other requests. Moreover, any study of the feasibility or cost of alternative transportation is relevant in a rate reasonableness case – not just studies that are more recent or that a complainant now arbitrarily claims are more reliable than others. Different studies may analyze different aspects of the potential alternative and may reach different conclusions. And comparing studies to each other (or to a litigant's current claims) often will add valuable context and perspective. Thus, there is no merit

⁷ Cf. Oral Arg. Tr., *Seminole Elec. Coop. v. CSX Transp., Inc.*, STB Docket No. NOR 42110, at 11, 17, 25 (June 30, 2010) (discussing relevance of complainant's internal pre-litigation study of transportation alternative).

whatsoever to Consumers' assertion that production of a more recent study it conducted of water transportation alternatives obviates the need for it to produce earlier studies that it alleges were "subsume[d] and/or supersede[d]" by the more recent study. Ex. 5 at 1. The made-for-litigation-claim that a more recent study "supersedes" conclusions from an earlier study—implying that the studies' analyses may differ in some ways—is all the more reason for all the studies to be produced. If Consumers wishes to argue that one of its studies is more reliable than another, it is free to do so in its evidence. But it is not free to restrict discovery to its preferred study or set of studies while withholding others. CSXT is entitled to discovery of all relevant non-privileged information that is reasonably calculated to lead to the discovery of admissible evidence (*see* 49 C.F.R. § 1114.21(a)), not merely such information as Consumers subjectively deems "sufficient" or non-redundant. *See SECI v. CSXT* at 2.

CSXT notes that Consumers itself has not limited its request for studies of alternative transportation to studies conducted since 2008. Consumers' Request for Production 2 asks CSXT to produce "any studies, analyses and other documents in CSXT's possession from January 1, 2002 to the present regarding the transportation of coal to Destination from Origin (a) by a rail carrier(s) other than CSXT; and (b) by any mode of transportation other than rail." *See* Exhibit 8 at 16 (CSXT Responses to Consumers Discovery Requests). In response to this Request, CSXT will produce non-privileged, responsive studies in its possession covering the full time scope of Consumers' request.⁸ Consumers should do the same for CSXT's requests for studies of alternative transportation.

⁸ While CSXT did object to Consumers Request for Production No. 3 as unduly burdensome, in part because of its time scope, CSXT did not indicate that it would be withholding documents subject to that objection. CSXT reaffirms that it will produce studies for the full time scope of Consumers Request for Production No. 3 to the extent that such studies can be located in a reasonable search.

Finally, Consumers utterly fails to support its claim of undue burden, making only a conclusory claim that the burden of searching for and producing prior studies would outweigh the relevance of those studies. Such conclusory, boilerplate invocations of burden are insufficient to overcome Consumers' obligation to respond to relevant discovery requests.⁹ The Board should be particularly vigilant in enforcing this rule where—as here—the discovery sought goes to the core questions of market dominance and whether the agency has jurisdiction to consider the rate challenge.

Consumers offers no explanation of why it would be difficult or pose any extraordinary burden to identify and produce studies or analyses of transportation alternatives prior to 2008. Indeed, it is difficult to envision that this relatively narrow and discrete category of documents and information would be difficult to either locate or produce. {

} If those studies exist, Consumers is obliged to produce them in this proceeding.

In sum, Consumers has not demonstrated either that the core market dominance information and evidence CSXT seeks is irrelevant or that it would be unduly burdensome to produce that information. Accordingly, Consumers is obliged to produce all of the information CSXT has requested regarding studies or analyses of alternatives for the transportation of coal to the Campbell facility. *See* CSXT Interrogatory 16; CSXT Requests for Production 1, 3.

⁹ *See Arizona Elec. Power Coop., Inc. v. Burlington N. & Santa Fe Ry. Co. & Union Pac. R.R. Co.*, STB Docket No. 42058, at 4 (served Sept. 11, 2002) (“*AEPCO v. BNSF & UP*”) (rejecting “objections relating to burden [which] are conclusory and unpersuasive”); *Trailer Bridge, Inc. v. Sea Star Lines, LLC.*, STB Doc. No. WCC-104, 2000 STB Lexis 627, at *19 (served Oct. 27, 2000) (“Failure to answer or boilerplate, generalized responses are not sufficient to satisfy a party’s discovery obligations.”); *Minnesota Power, Inc. v. DM&IR Ry. Co.*, 4 S.T.B. 64, 74 (1999) (rejecting “boilerplate objections of vagueness, relevance, or burden”).

IV. THE BOARD SHOULD COMPEL CONSUMERS TO PRODUCE INFORMATION ON FORECASTS FOR ITS OVERALL GENERATING NETWORK.

Finally, Consumers should be compelled to respond to CSXT's discovery requests seeking forecasts for its entire electrical generation network. CSXT Interrogatories 25, 27, and 28 and CSXT Requests for Production 16 and 19 asked Consumers to identify and produce forecasts relating to future production needs, fuel requirements, and factors that could affect the future mix of production across Consumers' generating network. Such information is critical to assessing the reasonableness of any projections that Consumers might make in its SAC analysis for volumes of the issue movement during the SAC analysis period. Because the information CSXT seeks is relevant and not unduly burdensome to produce, Consumers should be compelled to produce it.

Projected volumes of issue traffic are important in any Stand Alone Cost Analysis. But they will be critical here. {

} Moreover, in the current economic climate projections of energy demand—and particularly coal demand—are volatile and affected by a number of factors, including crowding out by other power generation sources and potential environmental compliance issues. The ultimate coal needs at Campbell over the SAC analysis period thus will be affected by these multiple factors, as well as by Consumers' overall strategy for its generating network and plans to expand or reduce capacity on different parts of its network. Simply put, Consumers' projections for its other coal facilities and for its non-coal facilities will have a material impact on what reasonably might be projected for the Campbell facility.

Consumers nonetheless refuses to produce forecasts for any facility other than Campbell, claiming that the impact of Consumers' other plans is somehow "incorporated" into its Campbell

forecasts. *See* Exhibit 5 at 1. In other words, Consumers plans to produce only forecasts for its Campbell facility and expects CSXT and the Board to simply accept those forecasts as gospel without Consumers producing any documents that might contradict them. But once again, Consumers cannot legitimately resist a request for relevant information by claiming that it will produce a smaller set of information that it unilaterally deems to be sufficient. *See SECI v. CSXT* at 2.

Consumers' argument that production of forecasts for other facilities will be unduly burdensome is once again doomed by its failure to specify any particular burden that would be caused by searching for this one discrete category of documents—let alone an “undue” burden. In the first instance, a mere unsupported claim that responding to discovery would be “burdensome” or “unduly burdensome” is insufficient to overcome the presumption favoring broad and liberal discovery.¹⁰ Moreover, forecasts are typically not complex to produce or difficult to locate. CSXT has requested production of an easily-defined category of documents that Consumers uses for regular business purposes, and there is nothing burdensome about asking Consumers to produce them.

SAC case discovery is properly broad and liberal, and Consumers has not remotely approached the showing necessary to be excused from the discovery obligations imposed on all

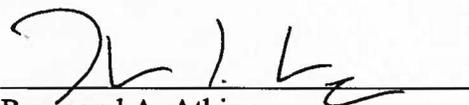
¹⁰ *See, e.g. AEPCO v. BNSF & UP* at 4 (rejecting “objections relating to burden [which] are conclusory and unpersuasive”); *Canadian Pac. Ry. Co. et al. – Control – Dakota, Minnesota & Eastern R.R. Co.*, STB Docket No. FD 35081, at 3 (served Feb. 20, 2008) (requiring a party to appear for a deposition where “applicants [] failed to demonstrate that [the] deposition . . . would be oppressive, or unduly burdensome or expensive” despite evidence filed by the resisting party to the contrary); *see also Chubb Integrated Sys., Ltd. v. Nat’l Bank of Wash.*, 103 F.R.D. 52, 59-60 (D.D.C. 1984) (“An objection must show specifically how an interrogatory is overly broad, burdensome or oppressive, by submitting affidavits or offering evidence which reveals the nature of the burden.”).

parties to SAC cases. The Board should direct Consumers to produce all relevant responsive, non-privileged forecasts sought by CSXT in these discovery requests.

CONCLUSION

For the reasons stated above, the Board should issue an Order compelling Consumers to respond in full to CSXT's Discovery Requests concerning alternatives to CSXT's transportation of coal to the Campbell Facility (including but not necessarily limited to producing all non-privileged, relevant, information responsive to CSXT Interrogatories 15, 16, 17, 18, and 25, and CSXT Requests for Production 1 and 3). And the Board should also compel Consumers to produce generating forecasts for production needs, fuel requirements, and factors that could affect the future mix of production for its entire electrical generation network, as those forecasts may have a material effect on future generating and coal needs at the Campbell plant (including, but not limited to, all non-privileged, relevant information responsive to CSXT Interrogatories 25, 27, and 28 and CSXT Requests for Production 16 and 19).

Respectfully submitted,



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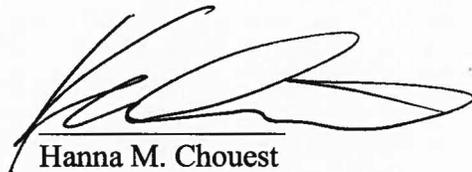
April 2, 2015

CERTIFICATE OF SERVICE

I hereby certify that on this 2nd day of April, 2015, I caused a copy of the foregoing CSX Transportation, Inc.'s Motion to Compel to be served on the following parties by first class mail, postage prepaid or more expeditious method of delivery:

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Hanna M. Chouest

EXHIBIT 1

to

CSXT Motion to Compel

STB Docket No. NOR 42142

MAP OF CONSUMERS COAL GENERATING FACILITIES

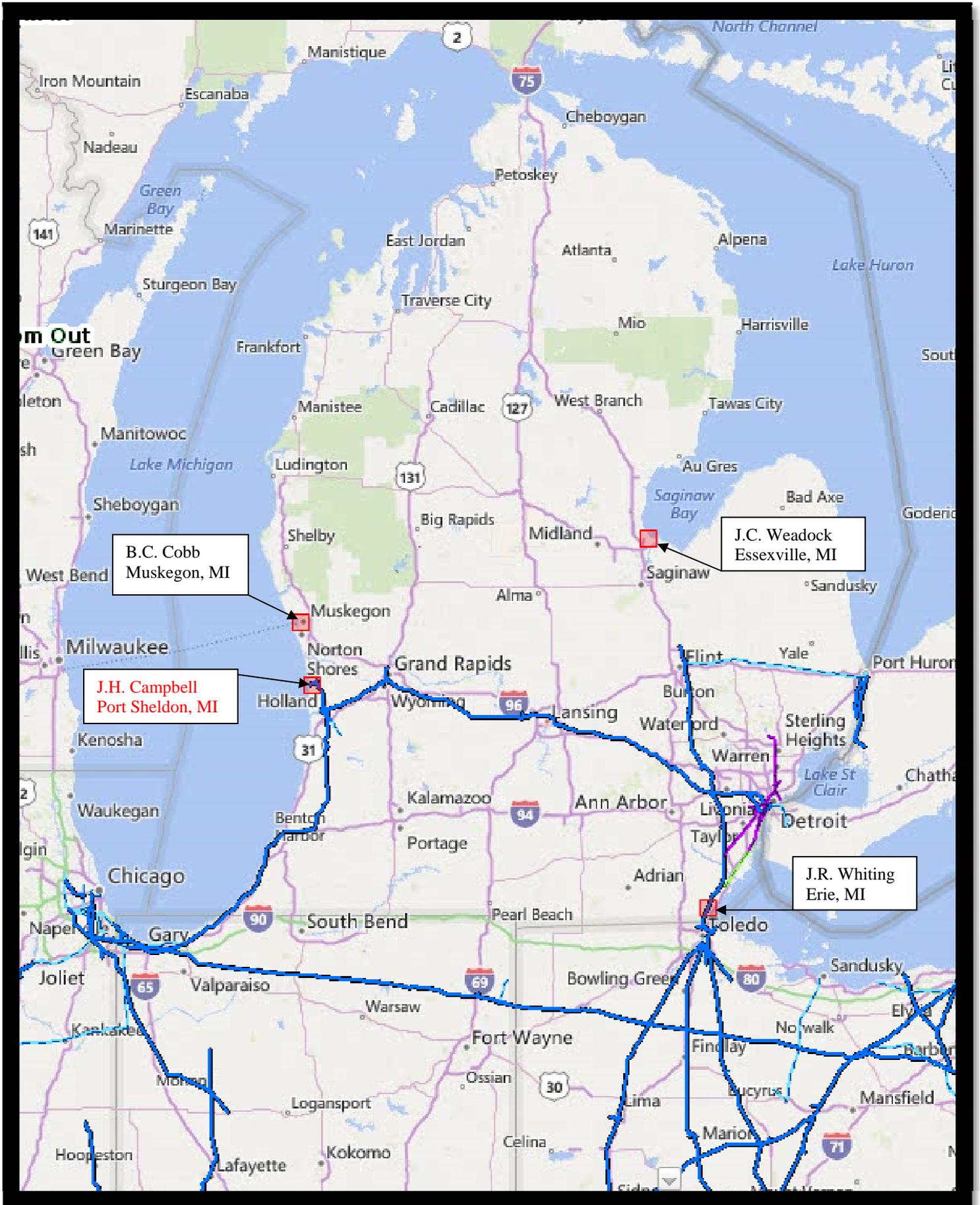


EXHIBIT 1

EXHIBIT 2

to

CSXT Motion to Compel

STB Docket No. NOR 42142

BEFORE THE
SURFACE TRANSPORTATION BOARD

CONSUMERS ENERGY COMPANY Complainant v. CSX TRANSPORTATION, INC. Defendant	Docket No. NOR 42142
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**DEFENDANT’S FIRST SET OF REQUESTS FOR ADMISSION, INTERROGATORIES,
AND REQUESTS FOR PRODUCTION OF DOCUMENTS**

Pursuant to 49 C.F.R. Part 1114, Defendant CSX Transportation, Inc. (“CSXT”) hereby requests that Complainant Consumers Energy Company (“Consumers”) respond to the following Requests for Admission, Interrogatories, and Requests for Production of Documents (collectively, “Discovery Requests”). Consumers’ answers or responses to these Discovery Requests (including any objections) should be delivered to CSXT’s undersigned counsel at the offices of Sidley Austin, LLP, 1501 K Street, N.W., Washington, D.C. 20005. Consumers’ answers or responses should be served within 30 days from the date these Requests are served on Consumers, unless otherwise agreed by the parties.

CSXT will cooperate with Consumers to facilitate expeditious production of documents and information responsive to these Discovery Requests with the minimum practicable burden. CSXT requests that Consumers promptly contact CSXT’s counsel should there be any questions concerning the meaning or scope of any of the Requests, the nature of the information and documents responsive to them, or the procedure for producing responsive material.

The Definitions in Part I and the Instructions in Part II apply to the Discovery Requests in Part III.

I. DEFINITIONS

1. “All” or “any” means each and every, whichever has the broadest scope and encompasses more documents, information, or data.

2. “Alternative Transportation” means transportation of the Issue Movement by modes or methods of transportation other than (i) CSXT direct rail service, or (ii) joint-line rail service in which one of the participating carriers is CSXT. Alternative Transportation includes truck transportation; barge or vessel transportation; rail transportation by one or more rail carriers other than CSXT; intermodal transportation; and any combination of the above.

3. “Campbell Facility” means Consumers’ J. H. Campbell Generating Complex in West Olive, Michigan.

4. “Cobb Facility” means Consumers’ B.C. Cobb generating facility in Muskegon, Michigan.

5. “Communication” means the transmittal or exchange of information of any kind regardless of form or format, including without limitation, transmittal, receipt or exchange of information or data in oral, written, graphic, magnetic, audio, video or electronic form.

6. “Complaint” means the Complaint filed by Consumers with the Surface Transportation Board in STB Docket Number NOR 42142, dated January 13, 2015.

7. “Consumers” means Complainant Consumers Energy Company and any and all of its affiliates, subsidiaries, parents, predecessors and successors, and any and all of their present or former controlling shareholders, officers, directors, agents, counsel, employees, advisors, consultants, divisions, departments, representatives, subsidiaries and affiliates, and all other persons acting (or who have acted) on behalf of any of them. All requests for Consumers documents encompass requests for documents in the possession, custody, or control of each of these entities and persons.

8. “Consumers Facility(ies)” means any and all plants and facilities in the United States that are owned or operated in whole or in part by Consumers, including the previously-defined Campbell Facility; the previously-defined Cobb Facility; the D.E. Karn/J.C. Weadock Generating Complex located in Hampton Township, MI; the Ludington Pumped Storage Power Plant near Ludington, MI; the J.R. Whiting Generating Complex in Erie, MI; the Zeeland Generating Station in Zeeland, MI; any of Consumers’ hydroelectric facilities or combustion turbine stations; and any individual unit within a Consumers Facility.

9. “CSXT” means CSX Transportation, Inc., its present or former officers, directors, agents, counsel, employees, advisors, consultants, divisions, departments, subsidiaries and affiliates, and all other persons acting (or who have acted) on behalf of any of them.

10. “Document” is used in its broadest sense as defined by 49 C.F.R. § 1114.30(a)(1) and includes, without limitation, the following items, whether printed, or recorded, or reproduced by hand or any other mechanical, magnetic, or electronic process, and whether or not claimed to be privileged or confidential or personal: agreements; communications; correspondence; telegrams; e-mail; electronically stored information; computer disks or files; back-up computer disks or files; memoranda; summaries or records of telephone conversations; summaries or records of personal conversations; diaries, forecasts, statistical statements; graphs; plans; drawings; samples; prototypes and tangible things; photographs, films, pictures and videotapes; minutes or records of conferences; expressions or statements of policy; lists of persons attending meetings or conferences; reports and/or summaries of interviews or investigations; opinions or reports of consultants; opinions of counsel; records, reports or summaries of negotiations; brochures; pamphlets; advertisements; circulars; trade letters; packaging material; press releases; things; original or preliminary notes; and marginal comments appearing on any document. A

comment or notation appearing on any document, and not a part of the original text, is to be considered a separate “document.”

11. “Forecast” means any forecast, projection or estimate of the future level, change, or rate of change in an indicated measure, metric, or data, including without limitation economic or financial measures, studies, analyses, estimates, engineering studies, marketing studies, and any projections or estimates prepared in connection with public statements or filings, internal budgets or plans, or other business or corporate purposes.

12. “Identify” means:

- a) when used with respect to a natural person, to state the person’s full name, present or last known business address, the person’s present or last known business telephone number, the person’s present or last known place of employment, position or business affiliation, and the person’s present and former relationship to Consumers.
- b) when used with respect to a person other than a natural person, to state the entity’s full business or organizational name, the address of entity’s principal place of business, the entity’s State of incorporation or formation, and the identity of person(s) who acted on behalf of the entity with respect to the subject matter of the requested document, information or thing.
- c) when used with respect to a document, either to produce the document itself or to state the name or title of the document, the type of document, the date of the document, the person(s) who authored and/or signed the document, the person(s) to whom the document was addressed, sent, and/or received, the general subject matter of the document, and the present location and present custodian of the document. If any such document was but is no longer in the possession, custody or control of Consumers, state what disposition was made of it and explain the circumstances surrounding, and the authorization for, such disposition, and state the date or approximate date of such disposition.
- d) when used with respect to a non-written communication, to state the identity of every natural person making or receiving the communication, such person’s respective principal(s) or employer(s) at the time of the communication, the date, manner and place of the communication, and the topic or subject matter of the communication.
- e) when used with respect to an act, occurrence, decision, statement, review, inspection, negotiation, communication or other conduct (collectively, “act”), to state what transpired at or the events constituting the act, the subject matter of the act, the outcome, and the place and date thereof, and to identify the person(s) present and the person(s) involved.

13. “Including” means “including, but not limited to.”

14. “Issue Destination” means the previously defined Campbell Facility in West Olive, Michigan.

15. “Issue Interchange” means the Chicago interchange point between BNSF Railway Company and CSXT of Issue Movement trains bound for the Issue Destination.

16. “Issue Movement” means the movement whose rail transportation rates are challenged in Consumers’ Complaint in STB Docket No. NOR 42142; specifically, the movements of coal between Chicago and Consumers’ Campbell facility in West Olive, Michigan.

17. “Issue Rate” means the CSXT rate challenged in the Complaint.

18. “Person” means any natural person, corporation, corporate division, partnership, association, cooperative, proprietorship, joint venture or trust, and any government entity, department, administration, agency, bureau or political subdivision thereof, and every other type of organization or entity.

19. “Relating to” means concerning, referring to, describing, evidencing, or constituting.

20. “You” and “your” means Consumers, as defined above.

II. INSTRUCTIONS

A. Instructions For All Discovery Requests

1. The Instructions in this Part II.A. apply to all Discovery Requests.

2. These Discovery Requests encompass all information and documents that are in your possession, custody, and control or that are available or accessible to you, including information and documents available to (1) all business entities you own or control; (2) any of

your agents, consultants, attorneys (to the extent not privileged), experts, investigators, representatives, or any other person or persons acting for you or on your behalf; and (3) other third parties from whom you may obtain such information.

3. The present tense shall be construed to include the past tense and the past tense shall be construed to include the present tense as necessary to bring within the scope of these Discovery Requests any information that might otherwise be construed to be outside of their scope.

4. The singular shall be construed to include the plural and the plural shall be construed to include the singular as necessary to bring within the scope of these Discovery Requests any information that might otherwise be construed to be outside their scope.

5. “And” or “or” shall be construed disjunctively or conjunctively as necessary to make these Discovery Requests inclusive rather than exclusive.

6. If Consumers contends that any of the following Discovery Requests are objectionable in whole or in part, Consumers shall state with particularity each objection, the basis for it and the categories of information and documents and things to which the objection applies, and Consumers shall respond to the Discovery Request insofar as it is not deemed objectionable. Any ground for objection not stated with particularity shall be deemed to have been waived.

7. If Consumers refuses to answer any portion of a Discovery Request on the ground that it requests disclosure of privileged information or is otherwise improper, Consumers is to answer so much of the Discovery Request as is believed proper and is further to state the basis for its contention that the remainder of the Discovery Request calls for privileged information or is improper.

8. If you refuse to answer any of the following Discovery Requests (including refusal to produce any responsive document or information) in whole or in part, based on a claim of privilege, you shall provide a statement, signed by an attorney representing you, setting forth as to each such Discovery Request the nature of the privileged information and the justification for the claim of privilege in sufficient detail to assess whether the assertion of privilege is valid. If you refuse to produce a responsive document because of an assertion of privilege or other protection from discovery, this statement from your attorney shall include, at a minimum, for each such withheld document: (1) the author or originator; (2) each addressee or recipient of the document or any copy thereof; (3) the date the document bears, or if it bears no date, the date on which it was made; (4) the title or subject matter of the document and a general description of its contents; (5) the nature of the document (*e.g.*, memorandum, email, chart, etc.); and (6) the basis for the claim of privilege.

9. If any document has been lost, destroyed, or discarded and that document would have provided information responsive to any Discovery Requests, please identify such document and set forth the circumstances of its loss or destruction including the identity of the person who lost or destroyed the document, the identity of any person who ordered or directed its destruction, the date and location of its destruction, and any policy or procedure which relates to, allows, or explains such destruction.

10. If you are unable to answer or respond fully to any Discovery Request, answer or respond to the extent possible and specify the reasons for your inability to answer or respond in full.

11. If you withhold or do not produce documents or information in your possession, custody, or control that are responsive to the Discovery Requests for any reason other than those

specified in the preceding paragraphs, you shall state, expressly and with particularity, the basis upon which you are withholding (or otherwise not producing) the documents or information.

12. If precise data or information cannot be supplied in answering any Request that calls for a numerical response, Consumers should provide its best estimate of the data requested, indicate that this has been done by notation (“est.”) in conjunction with the response, and describe the basis on which the estimate was derived. In addition, Consumers should state where the precise underlying information can be found, including identification of each knowledgeable person and of all documents which contain the precise information or from which it can derived.

13. If in answering any of these Requests Consumers encounters any ambiguity in construing such Request, or a definition or instruction relevant to the inquiry contained within such Request, Consumers should set forth the matter deemed ambiguous and set forth the construction it has chosen or used in answering the Request.

14. These Discovery Requests, and your response obligations, are continuing in nature. Answers to these Discovery Requests are to be supplemented to the full extent required by 49 C.F.R. § 1114.29, and each Discovery Request shall be construed to encompass a request for any supplemental information, knowledge, documents or data responsive to these Discovery Requests that later is discovered.

15. Unless otherwise indicated, the time period covered by these Discovery Requests includes the period from January 1, 2012 through the present.

B. Instructions For Requests for Admission

1. Each Request for Admission is to be answered separately and specifically.
2. Requests for Admission are to be answered with reference to all information available to you, to any and all business entities you own or control, and to any of your employees, officers, directors, agents, consultants, attorneys (to the extent not privileged),

experts, investigators, contractors, representatives, any other person or persons acting for you or on your behalf; or other third parties from which you may obtain such information.

3. If you deny any of these Requests for Admission, you shall specifically deny the matter or set forth in detail the reasons why you cannot truthfully admit or deny the matter. Any denial shall fairly meet the substance of the Request for Admission, and when good faith requires that you qualify an answer or deny only a part of the matter for which an admission is requested, you shall specify so much of it as is true and qualify or deny the remainder.

4. You may not give lack of information or knowledge as a reason for failure to admit or deny unless you state that you have made reasonable inquiry and that the information known or readily obtainable by you is insufficient to enable you to admit or deny.

5. If you believe that a matter for which an admission has been requested presents a genuine issue for hearing, you may not, on that ground alone, object to the Request for Admission.

C. Instructions For Interrogatories

1. Interrogatories are to be answered with reference to all information available to you, to any and all business entities you own or control, and to any of your employees, officers, directors, agents, consultants, attorneys (to the extent not privileged), experts, investigators, contractors, representatives, any other person or persons acting for you or on your behalf; or other third parties from which you may obtain such information.

2. If you cannot answer any Interrogatory in full, answer to the extent possible and specifically identify the reason for your inability to answer.

3. Whenever an Interrogatory calls for the identification or the identity of a person, the identification should include his or her full name and present or last known business address and current telephone number. If a business address is not known, provide a home address. The

identification also should include the person's most recent known occupation (including title and job description) and most recent known employer. Whenever the person identified is a business entity or a governmental entity, state the full name of the entity or firm and the address of its principal place of business.

4. Whenever an Interrogatory calls for the identification of a document, the answer shall set forth its date, title, author, recipient and other information sufficient to identify the document.

5. Whenever an Interrogatory calls for the identification of a written communication, the answer shall set forth its date, the author, the recipient, and a description of the content of the communication. Whenever an Interrogatory calls for the identification of an oral communication, the answer shall set forth its date, the speaker, the recipient, the persons present during the communication, a description of the content of the communication, and whether the communication is reflected in any document.

D. Instructions For Requests for Production

1. Each Request for Production calls for production of all Documents in the possession, custody or control of Consumers, including documents that Consumers (a) owns in whole or in part; (b) has a right by contract, statute or otherwise to use, inspect, examine, or copy such document or thing on any terms, (c) has an understanding, express or implied, that it may use, inspect, examine or copy such document or thing on any terms, or (d) has, as a practical matter, been able to use, inspect, examine or copy such document when it has sought to do so.

2. Documents shall be produced as they are kept in the usual course of business or shall be organized and labeled to correspond to the Request to which they are responsive.

3. Documents shall be produced in a manner that clearly indicates the source of the document and the custodian of the document.

4. If any Documents cannot be produced in full, produce to the extent possible and state the reason you are unable to produce the remainder.

5. Where Consumers has Documents responsive to these Requests for Production that are stored in any electronic format (“Electronically Stored Information”), such information should be produced in that format whether or not it also exists in paper or other non-electronic format. Responsive Electronically Stored Information shall be produced in a form or forms in which it is ordinarily maintained or in a reasonably usable form. Electronically Stored Information shall be produced with original metadata intact. If any instructions, codes, or explanations are necessary for CSXT to access, understand, and interpret Electronically Stored Information (including but not limited to definitions and descriptions of database fields, files used to derive the produced data, record parameters, and instructions for unzipping or unpacking data), Consumers shall produce such instructions, codes, or explanations along with the Electronically Stored Information. CSXT reserves its right to request further instructions, codes, or explanations after reviewing any Electronically Stored Information produced by Consumers.

III. DISCOVERY REQUESTS

A. Requests For Admission

Request for Admission 1. Admit that the Campbell Facility is located on Pigeon Lake, which has direct water access to Lake Michigan.

Request for Admission 2. Admit that the Campbell Facility has received deliveries of materials via vessel or other water transportation.

Request for Admission 3. Admit that Consumers’ B.C. Cobb generating facility in Muskegon, Michigan receives coal via vessel or other water transportation.

Request for Admission 4. Admit that Consumers' J.C. Weadock generating facility in Essexville, Michigan receives coal via vessel or other water transportation.

Request for Admission 5. Admit that you have discussed the potential for the Campbell plant to receive coal via vessel or other water transportation during contract negotiations with CSXT, including but not limited to negotiations on Contract CSXT-C-55391 entered effective January 1, 1990.

Request for Admission 6. Admit that during the period from 1988 through the present you have studied the potential for the Campbell plant to receive coal via vessel or other water transportation.

B. Interrogatories

Interrogatory 1. If your response to Request for Admission No. 1 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Interrogatory 2. If your response to Request for Admission No. 2 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Interrogatory 3. If your response to Request for Admission No. 3 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Interrogatory 4. If your response to Request for Admission No. 4 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Interrogatory 5. If your response to Request for Admission No. 5 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Interrogatory 6. If your response to Request for Admission No. 6 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Interrogatory 7. Identify all facts that support your allegation in Paragraph 13 of the Complaint that “neither motor carriage nor water vessel transportation represents a practical and economically viable alternative to unit train rail service” with respect to the Issue Movement.

Interrogatory 8. Identify all facts that support your allegation in Paragraph 13 of the Complaint that “CSXT does not face effective competition for the transportation of coal to Campbell.”

Interrogatory 9. Identify and describe with specificity all Alternative Transportation that Consumers has considered, studied, analyzed, or is aware of, which it might use to transport coal to the Campbell Facility (including intermodal or multimodal transportation, and including options that would or could require the construction of additional infrastructure or facilities such as truck transloading facilities, rail buildouts, or barge or vessel docks), and identify and describe with specificity any Document(s) and/or Communication(s) relating thereto.

Interrogatory 10. Identify and describe with specificity all transportation options other than rail service that Consumers has considered, analyzed, studied, reviewed, is aware of, or has used to transport coal between any origin and any destination.

Interrogatory 11. Identify all occasions since January 1, 2012 when Consumers has used a form of transportation other than rail service to transport coal between any origin and any destination, including: the specific mode or type of transportation; the identity of the person or entity that provided that transportation; the date(s) Consumers used such other mode(s) of transportation; the circumstances or reasons surrounding the use of the other mode(s) of transportation; and the cost to Consumers for that alternative transportation.

Interrogatory 12. Identify all occasions since January 1, 2010 when Consumers has received any products or materials at the Campbell facility via vessel, barge, or other water transportation, including: the specific mode or type of transportation; the identity of the person or entity that provided that transportation; the date(s) Consumers used such other mode(s) of transportation; the circumstances or reasons surrounding the use of the other mode(s) of transportation; and the cost to Consumers for that alternative transportation.

Interrogatory 13. Identify all occasions since January 1, 2012 when Consumers has received coal at any Consumers Facility via vessel, barge, or other water transportation, including: the specific mode or type of transportation; the volume of coal delivered; the identity of the person or entity that provided that transportation; the date(s) Consumers used such other mode(s) of transportation; the circumstances or reasons surrounding the use of the other mode(s) of transportation; and the cost to Consumers for that alternative transportation.

Interrogatory 14. Identify and describe with specificity all solicitations, proposals, offers or bids received by or communicated to you relating to Alternative Transportation of all or any part of the Issue Movement (including the rate or price offered or proposed for such transportation and all other material terms of any such offer, proposal or bid).

Interrogatory 15. Identify and describe with specificity all studies, analyses, projections, communications, and documents relating to the potential to ship coal by truck, including references to any alleged obstacles to transporting coal by truck.

Interrogatory 16. Identify and describe with specificity all studies, analyses, projections, communications, and documents relating to the potential to ship coal to any Consumers Facility via water transportation, including references to any real, potential, or alleged obstacles to transporting coal by barge, ship, or vessel.

Interrogatory 17. Identify and describe with specificity all studies, analyses, projections, communications, and documents relating to the potential to ship coal to any Consumers Facility via rail transportation on rail carriers other than CSXT, including references to any real, potential, or alleged obstacles to constructing rail infrastructure between the Consumers Facility and the lines of another rail carrier.

Interrogatory 18. For the period January 1, 1988 through the present, identify and describe with specificity all studies, analyses, projections, communications, and documents relating to the potential to ship coal to the Campbell Facility via water transportation, including references to any real, potential, or alleged obstacles to transporting coal by barge, ship, or vessel.

Interrogatory 19. Identify and describe with specificity any discussions, negotiations, or other communications between Consumers and any rail carrier other than CSXT concerning or related to provision (or potential provision) of transportation service for the Issue Movement, including without limitation: possible options to “build-in” (or “build out”) a line of a railroad from another carrier’s rail line; or possible use of “trackage” or “haulage” rights or some other arrangement whereby another rail carrier would use CSXT’s rail line.

Interrogatory 20. Identify and describe with specificity all data regarding truck traffic to and from the Campbell Facility from 2010 to the present including:

- a) number of trucks;
- b) loaded truck weights;
- c) origins and destinations of truck shipments;
- d) volumes shipped to each such origin and destination;
- e) commodities, products or freight delivered or shipped; and
- f) any applicable weight, traffic type or volume restrictions or limitations on roads, highways, or streets within a 75-mile radius of the Campbell Facility that might be used by trucks moving freight to or from the Campbell Facility.

Interrogatory 21. Identify and describe with specificity the land ownership and surface easement rights held by you in the area within a ten-mile radius of the Issue Interchange, the Issue Destination, and the Cobb Facility.

Interrogatory 22. State whether Consumers has contracts or agreements with carriers other than CSXT either for the non-CSXT segment of the Issue Movement or for the entire movement, and identify all such contracts or agreements.

Interrogatory 23. Do you contend that the Issue Rate materially affects the profitability, productivity, output, or economic viability of any Consumers Facility? If so, for each such Facility, provide information sufficient to show the financial condition of that Facility for the period from January 2010 to the present, including, without limitation, gross revenues, net revenues, costs of goods sold, operating expenses, fixed expenses, gross income, net income, historical and expected capital expenditures, labor expenses, projected revenues and costs, relevant market forecasts and projections, and business unit plans and forecasts.

Interrogatory 24. Do you contend that the Issue Rate will or may cause the closure of any Consumers Facility? If so, for each such Facility, provide information sufficient to show the financial condition of that Facility for the period from January 2010 to the present, including,

without limitation, gross revenues, net revenues, costs of goods sold, operating expenses, fixed expenses, gross income, net income, historical and expected capital expenditures, labor expenses, projected revenues and costs, relevant market forecasts and projections, and business unit plans and forecasts.

Interrogatory 25. Identify and describe with specificity each production unit, plant or facility (referred to herein as “unit”) included in or comprising the Consumers Facility. For each such unit:

- a) Identify the date on which construction of the unit was commenced, the date on which construction of the unit was completed, and the date on which the unit was placed into service;
- b) Identify (i) the original expected service life of the unit, and, if different, (ii) the current expected service life of the unit, including the date on which operations at the unit currently are expected or anticipated to end;
- c) Identify any future planned, contemplated or anticipated construction or modification of facilities at the unit that might affect the service life of the unit;
- d) Identify the production capacity of the unit, including the date, amount and causes of any change in such capacity since the original construction of the unit;
- e) Identify any anticipated future change in the production capacity of the unit and the date, amount and causes of such change;
- f) Describe in detail the operations and organization of the unit;
- g) Describe in detail how supplies, inputs, and raw or intermediate materials are transported and delivered to the unit;
- h) Describe in detail all transportation, loading and unloading facilities (including rail, truck and/or handling facilities) for the delivery of supplies to the unit;
- i) Identify the total net production of the unit during each calendar month from January 1, 2012 to the present;
- j) Identify the total operation and maintenance expenses of the unit during each calendar month from January 1, 2012 to the present;
- k) Identify the date, time and duration (in hours) of each scheduled outage or shutdown of the unit during each calendar month from January 1, 2012 to the present;

- l) Identify the date, time and duration (in hours) of each actual outage or shutdown of the unit during each calendar month from January 1, 2012 to the present; and
- m) Identify any future planned, contemplated or anticipated construction or modification of facilities at the unit that might affect the type and/or volume or amount of production in the unit, and how such construction or modification of facilities would affect the type and/or volume or amount of production in the unit.

Interrogatory 26. Identify and describe in detail Consumers' current policies and procedures for handling and shipment of coal from or to any Consumers Facility.

Interrogatory 27. Identify all Forecasts prepared by or for Consumers or in Consumers' possession, custody or control during the period from January 1, 2012 to the present relating to the level, volume or rate of change in any of the following:

- a) The expected or anticipated production capacity of any unit, plant or facility (referred to herein as "unit") included in or comprising any Consumers Facility by calendar month, year, or other time period;
- b) The expected or anticipated total net production by any Consumers Facility, unit or facility, by calendar month, year, or other time period;
- c) The expected or anticipated production requirements or commitments of any Consumers Facility by calendar month, year, or other time period;
- d) The expected or anticipated volume of demand for electricity produced or sold by any Consumers Facility, by calendar month, year, or other time period;
- e) The expected or anticipated number of tons or volume of coal to be transported by, for or to any Consumers Facility, by calendar month, year, or other time period;
- f) The expected or anticipated level or rate of change in the Rail Cost Adjustment Factor (with or without an adjustment for railroad productivity) published by the Surface Transportation Board ("STB"), or any other measure of the level or rate of change in the costs of providing rail freight transportation services, by calendar month, year or other time period.

Interrogatory 28. For each Forecast identified in response to Interrogatory 27, identify and describe in detail the methodology used to develop or prepare the Forecast including all assumptions utilized in preparing or developing such Forecast, all data and information used

or relied upon to develop or prepare such Forecast, and the sources of all such data or information.

Interrogatory 29. State whether Consumers has conducted, caused to be conducted, or has access to any studies, reports or other documents analyzing the costs of utilizing privately owned or leased rail cars for the Issue Movement or the costs of maintaining privately owned or leased rail cars for the Issue Movement. If the answer to this Interrogatory is affirmative, identify and describe in detail the scope of each such study, report, analysis, or other document, the methodology utilized therein and the specific results and conclusions of each such study, report, analysis, or document.

Interrogatory 30. For each rail car owned or leased by Consumers, and for each of the calendar years 2012 to the present, identify the following:

- a) The owner or lessee of the car;
- b) The location(s) from which the hoppers or gondolas are assigned;
- c) Car initial and number;
- d) Source of car;
- e) Car model or type;
- f) Tare weight;
- g) Date of purchase or lease;
- h) Original cost plus additions and betterments;
- i) Description of financing vehicle (e.g., equipment trust);
- j) Debt rate as a percent;
- k) Finance terms (in years);
- l) Annual depreciation;
- m) Accrued depreciation;
- n) If leased, whether capital or operating lease;
- o) If capital lease, the capitalized value of the lease by car or car group. If group of cars, identify the number (by initial and number) and aggregate dollars;

- p) If an operating lease, the quarterly, semi-annual, or annual lease payment by car or car group covering the term of the lease. If a group of cars, identify the number (by initial and number) and aggregate dollars;
- q) The movement history of each car, including location, miles traveled between stations (loaded and empty), and the time and date of arrival at each station; and
- r) The history (on a year-to-year basis) of mileage allowance payments or other compensation received by Consumers (or other owner or lessor) for the use of each car.

Interrogatory 31. For each of the cars identified in response to Interrogatory 30, identify maintenance and/or repair expenses by individual car initial and number (owned and leased), incurred by Consumers for each of the calendar years 2012 to the present.

Interrogatory 32. For each of the cars identified in response to Interrogatory 30, identify the total car unit-miles corresponding to the maintenance and repair expenses identified in Interrogatory 31 (*i.e.*, by individual car initial and number, or car type or car series) for each of the calendar years 2012 to the present.

C. Requests for Production

Request for Production 1. Produce all documents, data, or information identified or referenced in your responses to CSXT's Interrogatories, and all documents or other information you reviewed, consulted, considered, or relied upon in developing or preparing those responses.

Request for Production 2. Produce all documents that underlie, support, analyze, explain, relate to, or concern your claim that CSXT possesses "market dominance" with respect to the Issue Movement, including the allegations in Paragraph 13 of the Complaint.

Request for Production 3. For the period from January 1, 1988 to the present, produce all documents relating to transportation options or alternatives for the Issue Movement, including all documents relating to:

- a) The costs and feasibility of transporting coal using Alternative Transportation, including all comparisons of the costs and feasibility of those transportation alternatives with those of CSXT's rail transportation service;
- b) The cost and feasibility of constructing a dock for unloading vessels or barges at the Campbell Facility;
- c) The feasibility of using particular types of vessels or barges for delivery to the Campbell Facility;
- d) Any environmental issues that could be implicated by water transportation deliveries of coal to the Campbell Facility or by constructing a dock for unloading vessels or barges at the Campbell Facility;
- e) Any correspondence with any potential carriers of coal by truck, barge, vessel, ship, or other mode of transportation; or
- f) All analyses, studies, or reviews performed by or for you (including analyses conducted by consultants) to identify, analyze, assess or compare Alternative Transportation, including the costs and/or feasibility of any and all such Alternative Transportation.

Request for Production 4. For the period from January 1, 2012 to the present, produce all bills, invoices, bills of lading, waybills, or other billing documents issued to, or received by, Consumers for transportation of coal to any Consumers Facility using vessel, barge, or other water transportation.

Request for Production 5. For the period from January 1, 2012 to the present, produce all bills, invoices, bills of lading, waybills, or other billing documents issued to, or received by, Consumers for transportation of coal to any Consumers Facility using truck transportation.

Request for Production 6. Produce all contracts and agreements related to transportation of coal to any Consumers Facility using vessel, barge, or other water transportation that were in effect at any time between January 1, 2012 and the present. This request includes, but is not limited to, contracts and agreements with (1) docks and terminals (including the KCBX Terminal in Chicago and the Midwest Energy Resources Company terminal in Superior, Wisconsin); (2) providers of water transportation (including lake vessels

and barges); and (3) other rail carriers as part of an intermodal movement that involves vessel, barge, or other water transportation.

Request for Production 7. Produce maps or diagrams showing any land ownership, access or easement rights or licenses, and other rights to real property, facilities or improvements held by (or usable by) Consumers in the area within a 10-mile radius of the Campbell Facility, the Interchange Point, or the Cobb Facility.

Request for Production 8. Produce all documents relating to the Campbell Facility's ability to receive products via vessel, barge, or other water transportation, including the following:

- a) Existing facilities that could be used for access by water transportation, including docks, slips, and unloading equipment;
- b) Studies or plans of potential facilities that could be used for access by water transportation, including docks, slips, and unloading equipment;
- c) Documents relating to channel depth, past dredging activity, and future potential dredging activity;
- d) Documents relating to Coast Guard or other regulatory requirements for vessel, barge, or other water transportation.

Request for Production 9. Produce detailed maps or diagrams showing the Campbell Facility, including any storage and handling facility or equipment location(s) and capabilities.

Request for Production 10. For the period from January 1, 2012 to the present, produce all documents relating to any review, assessment, or analysis of CSXT rail transportation rates that you (including your agents or consultants) conducted or performed, including any comparisons of rates charged or offered by CSXT with rates offered or charged by other transportation providers; analysis of the cost of rail transportation as a proportion of Consumers' overall costs; and all presentations you made to CSXT during the course of transportation contract negotiations between the parties (including all data, information, calculations, and analyses underlying or supporting such documents or presentations).

Request for Production 11. Produce each study or analysis, and all workpapers and other supporting documents, calculations, and data, prepared by or on behalf of Consumers during the time period from January 1, 2012 to the present, referring to the reasonableness of the rates charged (or proposed to be charged) by CSXT or to the stand-alone costs of service for the transportation of the Issue Movement. For each such study or analysis, produce all underlying workpapers and source documents, including all computer-readable data containing inputs to or the results of such study or analysis.

Request for Production 12. Produce any and all rail transportation contracts, agreements, circulars, or other rail pricing arrangements between Consumers and rail carriers other than CSXT that (1) are or were in effect at any time from January 1, 2012 to the present; and (2) applied or could apply to all or any part of any interline or joint line movement that involved CSXT and one or more other carriers, including all contracts or other rail rate authorities or pricing documents covering the non-CSXT portion of the Issue Movement.

Request for Production 13. Produce any and all truck, barge, vessel, multimodal, or intermodal transportation contracts, agreements, circulars, or other pricing arrangements between Consumers and carriers other than CSXT that (1) are or were in effect at any time from January 1, 2012 to the present; and (2) applied or could apply to all or any part of the movement of coal.

Request for Production 14. Produce all documents referring to any sale or acquisition of land (improved or unimproved) or any interest in land (including easements or licenses) located within a 10 mile radius of the Campbell Facility, the Cobb Facility, or the Interchange Point and completed by Consumers during the period from January 1, 2012 to the present including documents showing the location of the parcel, size of the parcel, sale or acquisition

price, a description of any improvements to the parcel, date of sale, and any characteristics of the parcel such as land use, utilities, access, and topography.

Request for Production 15. Produce all appraisals or other land valuations prepared by or for Consumers, or in Consumers' possession, custody or control, at any time during the period from January 1, 2008 to the present, for any real property or real estate parcels located within a 10 mile radius of the Campbell Facility, the Cobb Facility, or the Interchange Point.

Request for Production 16. Produce each Forecast, study or analysis, and all workpapers and other supporting documents and data, prepared by or on behalf of Consumers during the time period from January 1, 2012 to the present, which refer to, or are related to, the impact or potential impact of Consumers' compliance with applicable state and federal environmental laws, regulations, or requirements (including any requirements or obligations imposed by court order, litigation settlement, or contract) on any of the following:

- a) Consumers;
- b) Any Consumers Facility;
- c) The volume or amount of coal consumed at, or shipped to any Consumers Facility; or
- d) The relative costs to generate or produce electricity at different Consumers Facilities.

Request for Production 17. To the extent not produced in response to other discovery requests, produce documents relating to the Campbell Facility identifying, or that could be used to identify, the following:

- a) Track capacity in feet;
- b) Schematics showing the trackage configuration with both the track that CSXT owns and the track that Consumers owns;
- c) Weeks per year, days per week, and hours per day of coal unloading operations;
- d) Storage capacity;
- e) Loading capacity; and

Request for Production 22. Produce all documents related to the dredging of Pigeon Lake or the Pigeon Lake Inlet (whether by Consumers or by other parties), including permits, studies, future plans or proposals relating to dredging, and documents relating to the disposal of dredge spoil.

Request for Production 23. Produce all documents you submitted at any time to federal, state, or local agencies or regulatory authorities (including the U.S. Army Corps of Engineers, the Michigan Public Service Commission, and the U.S. Environmental Protection Agency) in connection with the construction of the Campbell Facility or any expansions or improvements to that facility that mention or otherwise relate to the potential for the Campbell Facility to receive deliveries via water transportation.

Respectfully submitted,



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Counsel to CSX Transportation, Inc.

Dated: February 13, 2015

CERTIFICATE OF SERVICE

I hereby certify that on this 13th day of February, 2015, I caused CSX Transportation, Inc.'s First Set of Requests for Admission, Interrogatories, and Requests for Production to be served by hand delivery and electronic mail on the following counsel for Complainant Consumers Energy Company:

Kelvin J. Dowd
Daniel M. Jaffe
Christopher A. Mills
Slover & Loftus LLP
1224 Seventeenth St., N.W.
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I also caused CSX Transportation, Inc.'s First Set of Requests for Admission, Interrogatories, and Requests for Production to be served by overnight delivery on the following counsel for Complainant Consumers Energy Company:

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Senior Vice President and General Counsel
Kimberly C. Wilson
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Consumers Energy Company
One Energy Plaza
Jackson, Michigan 49201

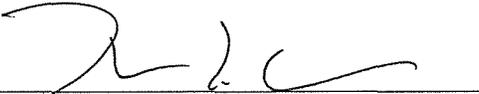

Matthew J. Warren

EXHIBIT 3

to

CSXT Motion to Compel

STB Docket No. NOR 42142

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March 13, 2015

BY HAND DELIVERY AND VIA ELECTRONIC MAIL

G. Paul Moates, Esq.
Sidley Austin LLP
1501 K Street, N.W.
Washington, D.C. 20005

Re: *Consumers Energy Company v. CSX Transportation, Inc.*
Docket NOR 42142

Dear Mr. Moates:

Enclosed are the Consumers Energy Company's Responses and Objections to CSX Transportation Inc.'s First Set of Requests for Admission, Interrogatories and Requests for Production of Documents.

Sincerely,


Katherine F. Waring

cc: Peter J. Shudtz, Esq.
Paul R. Hitchcock, Esq.
John P. Patelli, Esq.
CSX Transportation Inc.
500 Water Street
Jacksonville, FL 32202

Enclosures

BEFORE THE
SURFACE TRANSPORTATION BOARD

CONSUMERS ENERGY COMPANY)	
)	
Complainant,)	
)	
v.)	Docket No. 42142
)	
CSX TRANSPORTATION, INC.)	
)	
Defendant.)	

COMPLAINANT’S RESPONSES AND OBJECTIONS
TO DEFENDANT’S FIRST SET OF DISCOVERY REQUESTS

Complainant Consumers Energy Company (“Consumers”) pursuant to 49 C.F.R. Part 1114, hereby responds to the First Set of Requests for Admission, Interrogatories, and Requests for Production of Documents served on February 13, 2015 by Defendant CSX Transportation, Inc. (“CSXT”).

GENERAL OBJECTIONS

In addition to the specific objections raised below in response to individual Requests for Admission, Interrogatories and Requests for Production of Documents, Consumers generally objects to CSXT’s discovery requests as follows:

1. Product and/or Geographic Competition. Consumers objects to the discovery requests on grounds of relevance, burden and overbreadth to the extent that they seek information that is relevant solely or principally to the subject of indirect competition (*i.e.*, product and/or geographic competition) for CSXT’s service to the

Campbell Generating Station. *See Market Dominance Determinations -- Product and Geographic Competition*, Ex Parte No. 627 (STB Decisions served December 21, 1998, July 2, 1999 and April 6, 2001). Assuming *arguendo* that documents or information requested by CSXT that relate principally to the foregoing also might be marginally relevant to an issue actually in dispute in this case, the burden of producing the documents or information would outweigh their evidentiary value.

Notwithstanding General Objection No. 1, it is likely that Consumers will produce documents or provide information to CSXT that includes information arguably related to product and/or geographic competition. Consumers objects on the ground of burden to identifying which information may be responsive to the CSXT discovery requests that may relate to product and/or geographic competition. The foregoing is consistent with the approach endorsed by the Board, *e.g.*, in *Duke Energy Corp. v. Norfolk Southern Railway*, Docket No. 42069 (STB served July 26, 2002).

2. Non-Waiver. Consumers' willingness to provide information in response to a particular discovery request should not be interpreted either as a waiver of Consumers' objections or as an admission that the information in question is relevant to this case. For example, Consumers generally will not seek to redact portions of documents that may be produced in lieu of an answer to an Interrogatory that may contain non-responsive information or other information that is not relevant to issues involved in this proceeding, which would be unduly burdensome. Similarly, the production by Consumers of documents or information that pre-date January 1, 2012 shall not be construed as an agreement by Consumers to produce other documents or

information that pre-date January 1, 2012 in response to the same or other discovery requests, to which Consumers objects on grounds of burden and relevance. Consumers hereby reserves all rights to contest the relevance or admissibility of any information produced or generated in discovery. Moreover, the assertion of certain objections by Consumers is not intended to, and shall not waive any other objections not expressly asserted herein. Consumers states that while a reasonable review of Consumers' files for documents and information responsive to CSXT's Interrogatories has been conducted, Consumers' review is ongoing, and because of this fact, Consumers reserves the right to assert other objections, or to otherwise amend or revise its objections and responses as necessary or appropriate.

3. Burden. Consumers objects to the Definitions and Instructions contained in CSXT's discovery requests to the extent that they would impose burdens or obligations on Consumers exceeding those specified in applicable provisions of the Board's Rules of Practice at 49 C.F.R. Part 1114, as those provisions have been applied in previous proceedings under the *Coal Rate Guidelines*.

4. Privilege. Consumers objects to CSXT's discovery requests to the extent that they seek documents or information protected by the attorney-client privilege and/or subject to the attorney work-product protection. It is Consumers' intent that all information or documents being produced by Consumers will be non-privileged materials, such that the production of any document or information that may appear to CSXT to be eligible for attorney-client privilege or attorney-work product protection should be presumed to have been produced inadvertently, and counsel for CSXT is

requested to consult with counsel for Consumers regarding same. In addition, Consumers objects to CSXT Instruction No. A.8 on the ground of burden insofar as it requests the assembly and production of a detailed privilege log.

5. Confidentiality. Consumers objects to CSXT's discovery requests to the extent that they seek documents or information that themselves are confidential or commercially sensitive, or contain confidential or commercially sensitive data or information; or documents or information that cannot be produced without violating prior obligations to third parties, or can only be produced after full compliance with such obligations. Subject to and without waiver of the foregoing objections, Consumers is willing to produce confidential documents or information, or documents or information subject to third party obligations, following entry of an appropriate and acceptable protective order by the Board to properly limit access and use, and to safeguard the confidentiality of such documents or information.

6. Special Studies. Consumers objects to CSXT's discovery requests as overbroad and unduly burdensome to the extent that they would require Consumers to conduct a special study or analysis in order to produce the information sought.

7. Availability. Consumers objects to CSXT's discovery requests as unduly burdensome to the extent that they seek information which is in CSXT's own possession, or is readily available from public sources, including but not limited to materials on public file with any court or government agency, or from the public media or trade press.

8. Definition of Possession, Custody or Control. Consumers objects to CSXT's Definitions as beyond the scope of permissible discovery, and unduly burdensome and overbroad to the extent that such Definitions request discovery of information outside the possession, custody or control of Consumers, including but not limited to information in the possession of its outside counsel, consultants, shareholders or advisors. Any information/documents being produced by Consumers in response to individual discovery requests are materials in the possession, custody, or control of Consumers.

9. Definition of "Consumers". Consumers objects to CSXT's Definition No. 7 on grounds of overbreadth, burden, relevance and being beyond the scope of permissible discovery, to the extent that it may be interpreted to request information or documents that are not in the possession, custody or control of Consumers.

10. Scope of Interrogatories. Consumers objects to CSXT's Definitions, Instructions and Interrogatories on grounds of overbreadth and undue burden to the extent that they request production or identification of all documents or information that provide the source or basis of, or back-up for information sought in particular Interrogatories.

REQUESTS FOR ADMISSION

Request for Admission 1. Admit that the Campbell Facility is located on Pigeon Lake, which has direct water access to Lake Michigan.

Response: Consumers denies that the Campbell Facility is located “on Pigeon Lake,” as Consumers understands the phrase. Consumers admits that Pigeon Lake has direct water access to Lake Michigan via a narrow inlet, for limited types and sizes of vessels.

Request for Admission 2. Admit that the Campbell Facility has received deliveries of materials via vessel or other water transportation.

Response: Consumers admits that the Campbell station has received irregular shipments of large components of specialized power plant emissions control and other equipment via water and motor transportation. No other “materials,” including but not limited to coal, have been transported to Campbell by water vessel.

Request for Admission 3. Admit the Consumers’ B.C. Cobb generating facility in Muskegon, Michigan receives coal via vessel or other water transportation.

Response: Consumers admits that the B.C. Cobb generating facility receives coal via water transportation during certain months of the year.

Request for Admission 4. Admit that Consumers’ J.C. Weadock generating facility in Essexville, Michigan receives coal via vessel or other water transportation.

Response: Denied.

Request for Admission 5. Admit that you have discussed the potential for the Campbell plant to receive coal via vessel or other water transportation during contract negotiations with CSXT, including but not limited to negotiations on Contract CSXT-C-55391 entered effective January 1, 1990.

Response: Consumers admits that between January 1, 2008 and December 31, 2014, on occasions Consumers representatives discussed with representatives of CSXT the possibility that Consumers would consider whether feasible and competitively effective alternatives to CSXT existed for coal transportation to the Campbell station.

Request for Admission 6. Admit that during the period from 1988 through the present you have studied the potential for Campbell plant to received coal via vessel or other water transportation

Response: Consumers admits that on occasion between the years 2008 and 2014, it studied whether it would be physically possible and both operationally and economically feasible to transport coal to the Campbell station via water vessel. The result of such consideration was the conclusion that water transportation does not represent an effective competitive alternative to CSXT rail service for coal deliveries to Campbell.

INTERROGATORIES

Interrogatory 1. If your response to Request for Admission No. 1 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Response: The Campbell station is not located “on Pigeon Lake.” The coal unloading and handling facilities at Campbell are located more than 1,000 feet from the nearest unoccupied point on the shore line of Pigeon Lake. *See also* General Objection No. 10.

Interrogatory 2. If your response to Request for Admission No. 2 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Response: See Consumers' Response to Request for Admission 2. See also

General Objection No. 10.

Interrogatory 3. If your response to Request for Admission No. 3 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Response: See Consumers' Response to Request for Admission 3. See also

General Objection No. 10.

Interrogatory 4. If your response to Request for Admission 4 was anything other than an unqualified admission, please explain in detail the basis for response, provide all facts you relied on for your response, and identify all documents that support your response.

Response: The J.C. Weadock generating facility in Essexville, Michigan does not currently receive coal via water transportation. The Weadock station has received shipments of coal via water vessel in the past, and is expected to do so in the future. However, it has and continues to receive the significant majority of its annual coal shipments via rail delivery. See also General Objection No. 10.

Interrogatory 5. If your response to Request for Admission No. 5 was anything other than an unqualified admission please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Response: See Consumers' Response to Request for Admission 5. See also

General Objection No. 10.

Interrogatory 6. If your response to Request for Admission No. 6 was anything other than an unqualified admission, please explain in detail the basis for your response, provide all facts you relied on for your response, and identify all documents that support your response.

Response: See Consumers' Response to Request for Admission 6. See also General Objection No. 10.

Interrogatory 7. Identify all facts that support your allegation in Paragraph 13 of the Complaint that "neither motor carriage nor water vessel transportation represents a practical and economically viable alternative to unit rail service" with respect to the Issue Movement.

Response: Consumers objects to this Interrogatory as premature and inconsistent with the Board's procedural rules regarding cases under the *Coal Rate Guidelines*. See, e.g., *Minnesota Power, Inc. v. Duluth, Missabe & Iron Range Ry.*, Docket No. 42038 (STB served May 11, 1999).

Interrogatory 8. Identify all facts that support your allegation in Paragraph 13 of the Complaint that "CSXT does not face effective competition for the transportation of coal to Campbell."

Response: Consumers incorporates its Response to Interrogatory 7.

Interrogatory 9. Identify and describe with specificity all Alternative Transportation that Consumers has considered, studied, analyzed, or is aware of, which it might use to transport coal to the Campbell Facility (including intermodal or multimodal transportation, and including options that would or could require the construction of additional infrastructure or facilities such as truck transloading facilities, rail buildouts, or barge or vessel docks), and identify and describe with specificity any Document(s) and/or Communication(s) relating thereto.

Response: Consumers has considered whether it would be operationally and economically feasible to deliver coal originating in the Powder River Basin of Wyoming to the Campbell station via rail or water vessel transportation without any participation by or approval of CSXT. Consistent with the Board's Rules of Practice and the established

practices of parties to proceedings under the *Coal Rate Guidelines*, Consumers will search for and produce non-privileged documents which contain information sought in the Interrogatory.

Interrogatory 10. Identify and describe with specificity all transportation options other than rail service that Consumers has considered, analyzed, studied, reviewed, is aware of, or has used to transport coal between any origin and any destination.

Response: Consumers objects to this Interrogatory on grounds of overbreadth, undue burden and relevance, to the extent that it seeks information other than that related to Alternative Transportation, as defined in CSXT's discovery requests. Subject to and without waiver of the foregoing objection, Consumers incorporates its Response to Interrogatory 9.

Interrogatory 11. Identify all occasions since January 1, 2012 when Consumers has used a form of transportation other than rail service to transport coal between any origin and any destination, including: the specific mode or type of transportation; the identity of the person or entity that provided that transportation; the date(s) Consumers used such other mode(s) of transportation; the circumstances or reasons surrounding the use of the other mode(s) of transportation; and the cost to Consumers for that alternative transportation.

Response: Consumers objects to this Interrogatory on grounds of overbreadth, undue burden and relevance, to the extent that it seeks information other than that related to Alternative Transportation, as defined in CSXT's discovery requests. Subject to and without waiver of the foregoing objection, see Consumers' Responses to Requests for Production 4 and 5.

Interrogatory 12. Identify all occasions since January 1, 2010 when Consumers has received any products or materials at the Campbell facility via vessel, barge, or other water transportation, including: the specific mode or type of transportation; the identity of the person or entity that provided that transportation; the date(s) Consumers used such

other mode(s) of transportation; the circumstances or reasons surrounding the use of the other mode(s) of transportation; and the cost to Consumers for that alternative transportation.

Response: Consistent with the Board's Rules of Practice and the established practices of parties to proceedings under the *Coal Rate Guidelines*, Consumers will search for and produce non-privileged documents which contain information sought in this Interrogatory.

Interrogatory 13. Identify all occasions since January 1, 2012 when Consumers has received coal at any Consumers Facility via vessel, barge or other water transportation, including: the specific mode or type of transportation; the volume of coal delivered; the identity of the person or entity that provided that transportation; the date(s) Consumers used such other mode(s) of transportation; the circumstances or reasons surrounding the use of the other mode(s) of transportation; and the cost to Consumers for that alternative transportation.

Response: Consumers incorporates its Response to Interrogatory 11.

Interrogatory 14. Identify and describe with specificity all solicitations, proposals, offers or bids received by or communicated to you relating to Alternative Transportation of all or any part of the Issue Movement (including the rate or price offered or proposed for such transportation and all other material terms of any such offer, proposal or bid).

Response: Consumers incorporates its Response to Interrogatory 12.

Interrogatory 15. Identify and describe with specificity all studies, analyses, projections, communications, and documents relating to the potential to ship coal by truck, including references to any alleged obstacles to transporting coal by truck.

Response: Consumers incorporates its Response to Interrogatory 10. *See also*

General Objection No. 1.

Interrogatory 16. Identify and describe with specificity all studies, analyses, projections, communications, and documents relating to the potential to ship coal to any Consumers Facility via water transportation, including references to any real, potential, or alleged obstacles to transporting coal by barge, ship or vessel.

Response: Consumers incorporates its Response to Interrogatory 10. *See also*

General Objection No. 1.

Interrogatory 17. Identify and describe with specificity all studies, analyses, projections, communications, and documents relating to the potential to ship coal to any Consumers Facility via rail transportation on rail carriers other than CSXT, including references to any real, potential, or alleged obstacles to constructing rail infrastructure between the Consumers Facility and the lines of another rail carrier.

Response: Consumers incorporates its Response to Interrogatory 10. *See also*

General Objection No. 1.

Interrogatory 18. For the period January 1, 1988 through the present, identify and describe with specificity all studies, analyses, projections, communications, and documents relating to the potential to ship coal to the Campbell Facility via water transportation, including references to any real, potential, or alleged obstacles to transporting coal by barge, ship, or vessel.

Response: Consumers objects to this Interrogatory on grounds of overbreadth, burden and relevance, to the extent that it seeks information related to time periods prior to January 1, 2008. Subject to and without waiver of the foregoing objections, Consumers incorporates its Response to Interrogatory 12. *See also* General Objection No. 1.

Interrogatory 19. Identify and describe with specificity any discussions, negotiations, or other communications between Consumers and any rail carrier other than CSXT concerning or related to provision (or potential provision) of transportation service for the Issue Movement, including without limitation: possible options to “build-in” (or “build out”) a line of a railroad from another carrier’s rail line; or possible use of “trackage” or “haulage” rights or some other arrangement whereby another rail carrier would use CSXT’s rail line.

Response: Consumers incorporates its Response to Interrogatory 12.

Interrogatory 20. Identify and describe with specificity all data regarding truck traffic to and from the Campbell Facility from 2010 to the present including:

- a) number of trucks;
- b) loaded truck weights;
- c) origins and destinations of truck shipments;
- d) volumes shipped to each such origin and destination;
- e) commodities, products or freight delivered or shipped; and
- f) any applicable weight, traffic typed or volume restrictions or limitations on roads, highways, or streets within a 75-mile radius of the Campbell Facility that might be used by trucks moving freight to or from the Campbell Facility.

Response: Consumers incorporates its Response to Interrogatory 12.

Interrogatory 21. Identify and describe with specificity the land ownership and surface easement rights held by you in the area within a ten-mile radius of the Issue Interchange, the Issue Destination, and the Cobb Facility.

Response: Consumers incorporates its Response to Interrogatory 12.

Interrogatory 22. State whether Consumers has contracts or agreements with carriers other than CSXT either for the non-CSXT segment of the Issue Movement or the entire movement, and identify all such contracts or agreements.

Response: Yes. For further response, Consumers incorporates its Response to Interrogatory 12.

Interrogatory 23. Do you contend that the Issue Rate materially affects the profitability, productivity, output, or economic viability of any Consumers Facility? If so, for each such Facility, provide information sufficient to show the financial condition of that Facility for the period from January 2010 to the present, including, without limitation, gross revenues, net revenues, cost of goods sold, operating expenses, fixed expenses, gross income, net income, historical and expected capital expenditures, labor expenses, projected revenues and costs, relevant market forecasts and projections, and business unit plans and forecasts.

Response Consumers objects to this Interrogatory on grounds of overbreadth, burden and relevance. Subject to and without waiver of these objections, the Issue Rate materially affects the productivity and output of the Campbell station. For further response, Consumers incorporates its Response to Interrogatory 12.

Interrogatory 24. Do you contend that the Issue Rate will or may cause the closure of any Consumers Facility? If so, for each such Facility, provide information sufficient to show the financial condition of that Facility for the period from January 2010 to the present, including, without limitation, gross revenues, net costs of goods sold, operating expenses, fixed expenses, gross income, net income, historical and expected capital expenditures, labor expenses, projected revenues and costs, relevant market forecasts and projections, and business unit plans and forecasts.

Response: Consumers objects to this Interrogatory on grounds of overbreadth, burden and relevance, and on the ground that the term “may cause” is vague and undefined. Subject to and without waiver of the foregoing objections, Consumers does not contend that the Issue Rate will cause the closure of any Consumers Facility, as defined in CSXT’s discovery requests.

Interrogatory 25: Identify and describe with specificity each production unit, plant or facility (referred to herein as “unit”) included in or comprising the Consumers Facility. For each unit:

- a) Identify the date on which construction of the unit was commenced, the date on which construction of the unit was completed, and the date on which the unit was placed into service;
- b) Identify (i) the original expected service life of the unit, and, if different, (ii) the current expected service life of the unit, including the date on which operations at the unit currently are expected or anticipated to end;
- c) Identify any future planned, contemplated or anticipated construction or modification of facilities at the unit that might affect the service life of the unit;
- d) Identify the production capacity of the unit, including the date, amount and causes of any change in such capacity since the original construction of the unit;
- e) Identify any anticipated future change in the production capacity of the unit and the date, amount and causes of such change;
- f) Describe in detail the operations and organization of the unit;

- g) Describe in detail how supplies, inputs, and raw or intermediate materials are transported and delivered to the unit;
- h) Describe in detail all transportation, loading and unloading facilities (including rail, truck and/or handling facilities) for the delivery of supplies to the unit;
- i) Identify the total net production of the unit during each calendar month from January 1, 2012 to the present;
- j) Identify the total operation and maintenance expenses of the unit during each calendar month from January 1, 2012 to the present;
- k) Identify the date, time and duration (in hours) of each scheduled outage or shutdown of the unit during each calendar month from January 1, 2012 to the present;
- l) Identify the date, time and duration (in hours) of each actual outage or shutdown of the unit during each calendar month from January 1, 2012 to the present; and
- m) Identify any future planned, contemplated or anticipated construction or modification of facilities at the unit that might affect the type and/or volume or amount of production in the unit, and how such construction or modification of facilities would affect the type and/or volume or amount of production in the unit.

Response: Consumers objects to this Interrogatory on grounds of overbreadth, burden and relevance. *See also* General Objection No. 1. Subject to and without waiver of the foregoing objections, Consumers will produce non-privileged documents sufficient to show the forecasted or projected coal volumes for the Campbell station in the years 2015 through 2025.

Interrogatory 26. Identify and describe in detail Consumers' current policies and procedures for handling and shipment of coal or to any Consumers Facility.

Response: Consumers incorporates its Response to Interrogatory 12.

Interrogatory 27. Identify all Forecasts prepared by or for Consumers or in Consumers' possession, custody or control during the period from January 1, 2012 to the present relating to the level, volume or rate of change in any of the following:

- a) The expected or anticipated production capacity of any unit, plant or facility (referred to herein as "unit") included in or comprising any Consumers Facility by calendar month, year, or other time period;
- b) The expected or anticipated total net production by any Consumers Facility, unit or facility, by calendar month, year, or other time period;
- c) The expected or anticipated production requirements or commitments of any Consumers Facility by calendar month, year, or other time period;
- d) The expected or anticipated volume of demand for electricity produced or sold by any Consumers Facility, by calendar month, or other time period;
- e) The expected or anticipated number of tons or volume of coal to be transported by, for or to any Consumers Facility, by calendar month, year, or other time period;
- f) The expected or anticipated level or rate of change in the Rail Cost Adjustment Factor (with or without an adjustment for railroad productivity) published by the Surface Transportation Board ("STB"), or any other measure of the level or rate of change in the costs of providing rail freight transportation services, by calendar month, year or other time period.

Response: Consumers incorporates its Response to Interrogatory 25.

Interrogatory 28. For each Forecast identified in response to Interrogatory 27, identify and describe in detail the methodology used to develop or prepare the Forecast including all assumptions utilized in preparing or developing such Forecast, all data and information used or relied upon to develop or prepare such Forecast, and the sources of all such data or information.

Response: Consumers incorporates its Response to Interrogatory 25.

Interrogatory 29. State whether Consumers has conducted, caused to be conducted, or has access to any studies, reports or other documents analyzing the costs of utilizing privately owned or leased rail cars for the Issue Movement or the costs of maintaining privately owned or leased rail cars for the Issue Movement. If the answer to this Interrogatory is affirmative, identify and describe in detail the scope of each study,

report, analysis, or other document, the methodology utilized therein and the specific results and conclusions of each study, report, analysis, or document.

Response: Consumers has not conducted or caused to be conducted any studies analyzing the costs of utilizing or maintaining privately-owned or leased rail cars for the Issue Movement during the time period to which this Interrogatory applies.

Interrogatory 30. For each rail car owned or leased by Consumers, and for each of the calendar years 2012 to the present, identify the following:

- a) The owner or lessee of the car;
- b) The location(s) from which the hoppers or gondolas are assigned;
- c) Car initial and number;
- d) Source of car;
- e) Car model or type;
- f) Tare weight;
- g) Date of purchase or lease;
- h) Original cost plus additions and betterments;
- i) Description of financing vehicle (e.g., equipment trust);
- j) Debt rate as a percent;
- k) Finance terms (in years);
- l) Annual depreciation;
- m) Accrued depreciation;
- n) If leased, whether capital or operating lease;
- o) If capital lease, the capitalized value of the lease by car or car group. If group of cars, identify the number (by initial and number) and aggregate dollars;

- p) If an operating lease, the quarterly, semi-annual, or annual lease payment by car or car group covering the term of the lease. If a group of cars, identify the number (by initial and number) and aggregate dollars;
- q) The movement history of each car, including location, miles traveled between stations (loaded and empty), and the time and date of arrival at each station; and
- r) The history (on a year-to-year basis) of mileage allowance payments or other compensation received by Consumers (or other owner or lessor) for the use of each car.

Response: Consumers objects to this Interrogatory on grounds of overbreadth, burden and relevance. Subject to and without waiver of the foregoing objections, Consumers incorporates its Response to Interrogatory 12.

Interrogatory 31. For each of the cars identified in response to Interrogatory 30, identify maintenance and/or repair expenses by individual car initial and number (owned and leased) incurred by Consumers for each of the calendar years 2012 to the present.

Response: Consumers does not retain the information sought in the Interrogatory on a per car basis in the ordinary course of business for all cars leased by Consumers, and thus cannot respond to the Interrogatory as propounded. Consumers also objects to the Interrogatory on the ground of relevance. Subject to and without waiver of the foregoing objections, Consumers incorporates its Response to Interrogatory 12.

Interrogatory 32. For each of the cars identified in response to Interrogatory 30, identify the total car unit-miles corresponding to the maintenance and repair expenses identified in Interrogatory 31 (*i.e.*, by individual car initial and number, or car type or car series) for each of the calendar years 2012 to the present.

Response: Consumers incorporates its Responses to Interrogatory 31.

REQUESTS FOR PRODUCTION OF DOCUMENTS

Request for Production 1. Produce all documents, data, or information identified or referenced in your responses to CSXT’s Interrogatories, and all documents or other information you reviewed, consulted, considered, or relied upon in developing or preparing those responses.

Response: Consumers objects to this Request on grounds of overbreadth, burden and relevance, particularly that portion which seeks “all documents” that were “reviewed, consulted, considered, or relied upon” in the preparation of Consumers’ Responses to CSXT’s Interrogatories. Subject to and without waiver of the foregoing objections, Consumers will produce non-privileged documents that are referenced specifically in said Responses.

Request for Production 2. Produce all documents that underlie, support, analyze, explain, relate to, or concern your claim that CSXT possesses “market dominance” with respect to the Issue Movement, including the allegations in Paragraph 13 of the Complaint.

Response: Consumers incorporates its Response to CSXT’s Interrogatory 7.

Request for Production 3. For the period from January 1, 1988 to the present, produce all documents relating to transportation options or alternatives for the Issue Movement, including all documents relating to:

- a) The costs and feasibility of transporting coal using Alternative Transportation, including all comparisons of the costs and feasibility of those transportation alternatives with those of CSXT’s rail transportation service;
- b) The cost and feasibility of constructing a dock for unloading vessels or barges at the Campbell Facility;
- c) The feasibility of using particular types of vessels or barges for delivery to the Campbell Facility;

- d) Any environmental issues that could be implicated by water transportation deliveries of coal to the Campbell Facility or by constructing a dock for unloading vessels or barges at the Campbell Facility;
- e) Any correspondence with any potential carriers of coal by truck, barge, vessel, ship, or other mode of transportation; or
- f) All analyses, studies, or reviews performed by or for you (including analyses conducted by consultants) to identify, analyze, assess or compare Alternative Transportation, including the costs and/or feasibility of any and all such Alternative Transportation.

Response: Consumers objects to this Request on grounds of overbreadth, burden and relevance, in that it seeks documents created prior to January 1, 2008. Subject to and without waiver of the foregoing objections, Consumers will search for and produce non-privileged documents for the period January 1, 2008 to the present that contain information responsive to this Request.

Request for Production 4. For the period from January 1, 2012 to the present, produce all bills, invoices, bills of lading, waybills, or other billing documents issued to, or received by, Consumers for transportation of coal to any Consumers Facility using vessel, barge, or other water transportation.

Response: Consumers objects to this Request on grounds of overbreadth and burden, in that it seeks “all” documents described therein. Subject to and without waiver of the foregoing objections, Consumers will search for and produce non-privileged documents that contain information responsive to this Request.

Request for Production 5. For the period from January 1, 2012 to the present, product all bills, invoices, bills of lading, waybills, or other billing documents issued to, or received by, Consumers for transportation of coal to any Consumers Facility using truck transportation.

Response: Consumers incorporates its Response to Request for Production 4.

Request for Production 6. Produce all contracts and agreements related to transportation of coal to any Consumers Facility using vessel, barge, or other water transportation that were in effect at any time between January 1, 2012 and the present. This request includes, but is not limited to, contracts and agreements with (1) docks and terminals (including the KCBX Terminal in Chicago and the Midwest Energy Resources Company terminal in Superior, Wisconsin); (2) providers of water transportation (including lake vessels and barges); and (3) other rail carriers as part of an intermodal movement that involves vessel, barge, or other water transportation.

Response: Consistent with the Board's Rules of Practice and the established practices of parties to proceedings under the *Coal Rate Guidelines*, Consumers will search for and produce non-privileged documents that are responsive to this Request.

Request for Production 7. Produce maps or diagrams showing any land ownership, access or easement rights or licenses, and other rights to real property, facilities or improvements held by (or usable by) Consumers in the area within a 10-mile radius of the Campbell Facility, the Interchange Point, or the Cobb Facility.

Response: Consumers incorporates its Response to Request for Production 6.

Request for Production 8. Produce all documents relating to the Campbell Facility's ability to receive products via vessel, barge, or other water transportation, including the following:

- a) Existing facilities that could be used for access by water transportation, including docks, slips, and unloading equipment;
- b) Studies or plans or potential facilities that could be used for access by water transportation, including docks, slips, and unloading equipment;
- c) Documents relating to channel depth, past dredging activity, and future potential dredging activity;
- d) Documents relating to Coast Guard or regulatory requirements for vessel, barge, or other water transportation.

Response: Consumers incorporates its Response to Request for Production 4.

Request for Production 9. Produce detailed maps or diagrams showing the Campbell Facility, including any storage and handling facility or equipment location(s) and capabilities.

Response: Consumers incorporates its Response to Request for Production 6.

Request for Production 10. For the period from January 1, 2012 to the present, produce all documents relating to any review, assessment, or analysis of CSXT rail transportation rates that you (including agents or consultants) conducted or performed, including any comparisons of rates charged or offered by CSXT with rates offered or charged by other transportation providers; analysis of the cost of rail transportation as a proportion of Consumers' overall costs; and all presentations you made to CSXT during the course of transportation contract negotiations between the parties (including all data, information, calculations, and analyses underlying or supporting such documents or presentations).

Response: Consumers incorporates its Response to Request for Production 6.

Request for Production 11. Produce each study or analysis, and all workpapers and other supporting documents, calculations, and data, prepared by or on behalf of Consumers during the time period from January 1, 2012 to the present, referring to the reasonableness of the rates charged (or proposed to be charged) by CSXT or to the stand-alone costs of service for the transportation of the Issue Movement. For each such study or analysis, produce all underlying workpapers and source documents, including all computer-readable data containing inputs to or the results of such study or analysis.

Response: After conducting a reasonable search, Consumers has determined that there are no non-privileged documents that are responsive to this Request.

Request for Production 12. Produce any and all rail transportation contracts, agreements, circulars, or other rail pricing arrangements between Consumers and rail carriers other than CSXT that (1) are or were in effect at any time from January 1, 2012 to the present; and (2) applied or could apply to all or any part of any interline or joint line movement that involved CSXT and one or more other carriers, including all contracts or other rail rate authorities or pricing documents covering the non-CSXT portion of the Issue Movement.

Response: Consumers incorporates its Response to Request for Production 6.

Request for Production 13. Produce any and all truck, barge, vessel, multimodal, or intermodal transportation contracts, agreements, circulars, or other pricing arrangements between Consumers and carriers other than CSXT that (1) are or were in

effect at any time from January 1, 2012 to the present; and (2) applied or could apply to all or any party of the movement of coal.

Response: Consumers objects to this Request on grounds of vagueness and overbreadth, in that it seeks documents that “could apply” to the movement of Consumers’ coal. Subject to and without waiver of the foregoing objections, Consumers incorporates its Response to Request for Production 6.

Request for Production 14. Produce all documents referring to any sale or acquisition of land (improved or unimproved) or any interest in land (including easements or licenses) located within a 10-mile radius of the Campbell Facility, the Cobb Facility, or the Interchange Point and completed by Consumers during the period from January 1, 2012 to the present including documents showing the location of the parcel, size of the parcel, sale or acquisition price, a description of any improvements to the parcel, date of sale, and any characteristics of the parcel such as land use, utilities, access, and topography.

Response: Consumers incorporates its Response to Request for Production 6.

Request for Production 15. Produce all appraisals or other land valuations prepared by or for Consumers, or in Consumers’ possession, custody or control, at any time during the period from January 1, 2008 to the present, for any real property or real estate parcels located within a 10-mile radius of the Campbell Facility, the Cobb Facility, or the Interchange Point.

Response: Consumers objects to this Request on grounds of overbreadth and relevance, to the extent that it seeks documents prepared prior to January 1, 2012. Subject to and without waiver of the foregoing objections, Consumers incorporates its Response to Request for Production 6.

Request for Production 16. Produce each Forecast, study or analysis, and all workpapers and other supporting documents and data, prepared by or on behalf of Consumers during the time period from January 1, 2012 to the present, which refer to, or are related to, the impact or potential impact of Consumers' compliance with applicable state and federal environmental laws, regulations, or requirements (including any requirements or obligations imposed by court order, litigation settlement, or contract) on the any of the following:

- a) Consumers;
- b) Any Consumers Facility;
- c) The volume or amount of coal consumed at, or shipped to any Consumers Facility; or
- d) The relative costs to generate or produce electricity at different Consumers Facility.

Response: Consumers objects to this Request on grounds of overbreadth and relevance, to the extent that it seeks documents related to electric generation facilities other than the Campbell station. *See also* General Objection No. 1. Subject to and without waiver of the foregoing objections, Consumers incorporates its Response to Request for Production 6.

Request for Production 17. To the extent not produced in response to other discovery requests, produce documents relating to the Campbell Facility identifying, or that could be used to identify, the following:

- a) Track capacity in feet;
- b) Schematics showing the trackage configuration with both the track that CSXT owns and the track that Consumers owns;
- c) Weeks per year, days per week, and hours per day of coal unloading operations;
- d) Storage capacity;

- e) Loading capacity; and
- f) Docks, slips, and other facilities for barge or vessel access.

Response: Consumers incorporates its Response to Request for Production 6.

Request for Production 18. Produce any photographs, videos, site plans, or schematics for docks, barge slips, and facilities necessary to load or unload barges, vessels, or other watercraft at the Campbell Facility and the Cobb Facility.

Response: Consumers objects to this Request on grounds of vagueness and overbreadth in that it seeks “any” of the described documents. Subsequent to and without waiver of the foregoing objections, Consumers incorporates its Response to Request for Production 6.

Request for Production 19. To the extent not produced in response to other discovery requests, produce all studies and communications relating to factors that might affect future coal needs at the Campbell plant, including:

- a) Environmental compliance or regulatory actions that could impact future production at the Campbell Facility;
- b) The substitution of non-coal fuel sources at the Campbell Facility;
- c) The use of coal originating in the Illinois Basin or other origins other than the Powder River Basin at the Campbell Facility;
- d) Planned construction of new Consumers generating facilities or expansion of existing Consumers generating facilities that could reduce the need for the Campbell Facility;
- e) Relative economic competitiveness and profitability of the Campbell Facility as compared to other generating facilities;
- f) Alternative uses for the Campbell Facility’s property; and
- g) Decommissioning costs for the Campbell Facility.

Response: Consumers incorporates its Response to Interrogatory 25.

Request for Production 20. Produce all documents related to compliance with state and federal environmental laws at the Campbell Facility, including the following:

- a) All environmental compliance plans for the Campbell plant, including plans for air, water, solid waste, and ash disposal.
- b) All environmental complaints, notices of violation, investigations, or other regulatory actions involving Campbell Facility.
- c) Any analyses studies, or communications regarding state or federal regulatory requirements that could impact coal usage at the Campbell Facility at any time between January 1, 2015 and January 1, 2025.

Response: Consumers incorporates its Response to Interrogatory 25.

Request for Production 21. Produce all documents related to the construction and maintenance of the Port Sheldon Jetties at Pigeon Lake, including permits, studies, and future plans or proposals relating to the jetties.

Response: Consumers incorporates its Response to Request for Production 6.

Request for Production 22. Produce all documents related to the dredging of Pigeon Lake or the Pigeon Lake Inlet (whether by Consumers or by other parties), including permits, studies, future plans or proposals relating to dredging, and documents relating to the disposal of dredge soil.

Response: Consumers incorporates its Response to Request for Production 6.

Request for Production 23. Produce all documents you submitted at any time to federal, state, or local agencies or regulatory authorities (including the U.S. Army Corps of Engineers, the Michigan Public Service Commission, and the U.S. Environmental Protection Agency) in connection with the construction of the Campbell Facility or any expansions or improvements to that facility that mention or otherwise relate to the potential for the Campbell Facility to receive deliveries via water transportation.

Response: Consumers objects to this Request on grounds of overbreadth and burden, in that it seeks “all” documents described therein, and seeks documents prepared prior to January 1, 2008. Subject to and without waiver of the foregoing objections, Consumers incorporates its Response to Request for Documents 6.

Catherine M. Reynolds
Senior Vice President and General Counsel
Eric V. Luoma
Assistant General Counsel
Consumers Energy Company
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OF COUNSEL:

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Dated: March 13, 2015

Attorneys for
Consumers Energy Company

EXHIBIT 4

to

CSXT Motion to Compel

STB Docket No. NOR 42142



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DALLAS	NEW YORK	TOKYO
GENEVA	PALO ALTO	WASHINGTON, D.C.

FOUNDED 1866

March 20, 2015

By First Class Mail and Email

Kelvin J. Dowd
Slover & Loftus LLP
1224 Seventeenth Street, NW
Washington, DC 20036-3003

Re: *Consumers Energy Company v. CSX Transportation, Inc.*, STB Docket No. NOR 42142

Dear Kelvin:

We are writing regarding Consumers Energy Company's ("Consumers's") responses to CSX Transportation, Inc.'s ("CSXT's") First Set of Requests for Admission, Interrogatories, and Requests for Production of Documents, which were served on February 13, 2015 ("CSXT's Discovery Requests"). While Consumers has not yet produced any documents in response to those requests, we trust that Consumers will begin its document production shortly.

The written Responses and Objections to CSXT's Discovery Requests that Consumers served on March 13, 2015 assert a number of objections, but it is not clear at this time whether Consumers intends to withhold any information pursuant to these objections. Consumers's General Objection 2 indicates that some information within the scope of a Consumers objection nevertheless will be produced, and Consumers's discovery responses often pair an asserted objection with a general statement that Consumers will produce responsive documents. CSXT therefore intends to wait to review what information Consumers does produce before burdening the Board with a motion to compel that may prove unnecessary.¹

Moreover, CSXT believes that it is important for the parties to make every effort to resolve discovery disputes between themselves. CSXT was disappointed that Consumers chose to file a motion to compel earlier this week without making any efforts whatsoever to discuss the

¹ CSXT notes that 49 C.F.R. § 1114.31(a)'s requirement to file a motion to compel within ten days does not apply to requests for production and only applies to interrogatories in the narrow circumstance when a party "fails to answer or gives evasive or incomplete answers to written interrogatories." The completeness of Consumers's answers to CSXT's interrogatories obviously cannot be assessed until Consumers produces the documents that it indicates will provide responses to CSXT's interrogatories.



Kelvin J. Dowd
March 20, 2015
Page 2

claims made in that motion with CSXT, and we suggest that in the future the parties' practice be to engage with one another to discuss discovery issues before filing motions to compel.

In that spirit, CSXT notes that two of Consumers's objections appear to misunderstand the nature and relevance of some of CSXT's discovery requests. First, Consumers asserts that some of CSXT's Discovery Requests "seek information that is relevant solely or principally to the subject of indirect competition (i.e., product and geographic competition)." Consumer Responses to CSXT's Discovery Requests at 1. This is not the case. None of CSXT's Discovery Requests are directed toward either product or geographic competition. While certain of CSXT's Discovery Requests ask for information relating to Consumers Facilities other than the Campbell Facility, these requests are directed either toward the feasibility of direct intermodal competition for the issue movement or toward important issues in the SAC analysis. For example, Consumers has admitted that "the B.C. Cobb generating facility receives coal via water transportation" and that "[t]he Weadock station has received shipments of coal via water vessel in the past, and is expected to do so in the future." *Id.* at 6, 8. The extent to which Consumers has used water transportation to deliver coal to other facilities, the logistics of such water transportation, and the facilities used for such water transportation are all highly relevant to the feasibility and cost of water transportation of coal to Campbell. Moreover, the SAC analysis in this case likely will be affected significantly by the total volume of coal that will be transported to Campbell over the issue route over the coming years. Consumers's overall projections and forecasts for all its energy production facilities are highly relevant to assessing future coal needs at Campbell. For these reasons, the limited information CSXT has requested on Consumers Facilities other than Campbell should be produced.

Second, Consumers has objected to the time scope of two CSXT discovery requests that seek production of studies and analyses of the potential for Consumers to transport coal to the Campbell Facility via water transportation. *See* CSXT Interrogatory 18; CSXT Request for Production 3. These two requests are narrowly tailored to one of the most relevant types of information in this case: analyses by Consumers of transportation options or alternatives to the Issue Movement. CSXT's request that Consumers produce any such analyses created since 1988 is reasonable and not overbroad, because Consumers represented to CSXT in negotiations on the parties' 1990 contract that Consumers was actively studying alternatives to rail transportation for the Campbell Facility. Identification of this narrow category of documents should not be unduly burdensome or difficult. Those highly relevant documents—and any other analyses of alternative transportation that Consumers has undertaken since then—should be produced.

We trust that this clarifies the plain relevance of the information that these Consumers objections might be invoked to exclude. If Consumers nevertheless intends to withhold some documents subject to these objections, Consumers should clearly state that intent and explain its



Kelvin J. Dowd
March 20, 2015
Page 3

grounds for doing so. We look forward to amicably resolving these and any other discovery issues that may arise during the course of this litigation.

Sincerely,

A handwritten signature in black ink, appearing to read "M. J. Warren". The signature is fluid and cursive, with a large initial "M" and a distinct "J" and "W".

Matthew J. Warren

EXHIBIT 5

to

CSXT Motion to Compel

STB Docket No. NOR 42142

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March 23, 2015

VIA FIRST CLASS MAIL AND E-MAIL

Matthew J. Warren, Esq.
Sidley Austin LLP
1501 K Street, N.W.
Washington, DC 20005

Re: STB Docket No. NOR 42142, *Consumers Energy Company v. CSX Transportation, Inc.*

Dear Matt:

This responds to your letter of March 20, 2015, regarding Consumers' Responses and Objections to Defendant's First Set of Discovery Requests in the referenced proceeding. Consumers has been diligent in searching for non-privileged documents that are responsive to CSXT's First Requests, and we expect to begin production later this week. In the meantime, we will respond to your comments concerning two (2) of Consumers' objections to CSXT's discovery requests.

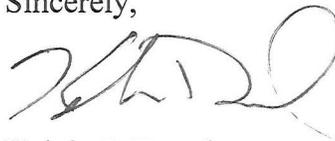
First, we do not agree that documents and information concerning actual coal transportation arrangements for coal deliveries to Consumers' B.C. Cobb and Weadock Stations are relevant to the question whether hypothetical water transportation represents an effective, competitive alternative to CSXT for coal deliveries to the Campbell Station. Consumers will be producing documents related to its *consideration* of that hypothetical alternative for Campbell, in response to CSXT's requests. Likewise, Consumers will be producing data and documents sufficient to show projected coal consumption, and thus future rail transportation volumes for Campbell, in response to other CSXT requests. Since data concerning coal use at Cobb and Weadock that is relevant to coal consumption at Campbell already is incorporated in the Campbell forecasts that will be provided, the burden associated with searching for and producing the information sought for those other plants is not justified.

Matthew J. Warren, Esq.
March 23, 2015
Page 2

Second, because Consumers will be producing documents related to its consideration of potential transportation alternatives to CSXT for coal deliveries to Campbell dating back to 2008, we reiterate our objection to CSXT's requests for similar information and documents from as long ago as 1988. In response to CSXT's Request for Admission Nos. 5 and 6, Consumers acknowledged that between 2008 and 2014, Consumers' representatives on occasion discussed with their CSXT counterparts the possibility that Consumers would consider whether a feasible and effective alternative to CSXT existed for Campbell, and that Consumers in fact did study the question (before affirming previous conclusions that water transportation does not represent an effective competitive option). Documents to be produced by Consumers that relate to that study subsume and/or supersede any information that might have been generated in earlier years on the same subject, so the burden of searching for and producing such outdated or redundant information clearly outweighs any arguable relevance.

Please call at your convenience if you have questions or would like to confer further.

Sincerely,

A handwritten signature in black ink, appearing to read "K. Dowd", written in a cursive style.

Kelvin J. Dowd

KJD:lad

EXHIBIT 6

Highly Confidential - Redacted

CSXT Motion to Compel

STB Docket No. NOR 42142

EXHIBIT 7

Confidential - Redacted

CSXT Motion to Compel

STB Docket No. NOR 42142

EXHIBIT 8

to

CSXT Motion to Compel

STB Docket No. NOR 42142

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

CONSUMERS ENERGY COMPANY

Complainant,

v.

CSX TRANSPORTATION, INC.

Defendant.

Docket No. NOR 42142

**DEFENDANT'S RESPONSES AND OBJECTIONS TO COMPLAINANT'S FIRST
REQUESTS FOR ADMISSION, INTERROGATORIES, AND REQUESTS FOR
PRODUCTION OF DOCUMENTS**

Pursuant to 49 C.F.R. Part 1114 and other applicable rules and authority, CSX Transportation, Inc. ("CSXT"), through undersigned counsel, responds as follows to Complainant Consumers Energy Company's ("Consumers") First Requests for Admission, Interrogatories, and Requests for Production of Documents (the "Discovery Requests").

GENERAL OBJECTIONS

CSXT's General Objections, as set forth herein, are to be considered objections to each of the specific interrogatories and document requests (including subparts) that follow. CSXT's objections shall not waive or prejudice any objections that it may later assert.

1. CSXT objects to producing any confidential or highly confidential information or documents to Consumers until the Surface Transportation Board has entered an appropriate Protective Order. CSXT will commence production of such documents on a rolling basis once a Protective Order has been entered.

2. CSXT objects to any and all definitions and/or instructions to the extent that the definitions and instructions either seek to expand upon or conflict with 49 C.F.R. Part 1114,

Subpart B. Further, CSXT objects to these Discovery Requests to the extent that they seek to impose obligations on CSXT that are greater than or otherwise inconsistent with those imposed under 49 C.F.R. Part 1114, Subpart B.

3. CSXT objects to each and every Discovery Request to the extent that it seeks information protected by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privilege, exemption, or protection from discovery or disclosure. In the event that any such information is inadvertently produced or provided, and such information is the proper subject of the attorney-client privilege, the attorney work-product doctrine and/or other applicable privilege, exemption, or protection, such disclosure is not to be construed as a waiver of any of these privileges, exemptions, or protections. CSXT reserves the right to demand that such inadvertently produced privileged information be returned to it and that all copies in Consumers' possession, and that of its counsel, consultants, subsidiaries or other agents, be destroyed.

4. CSXT objects to each and every Discovery Request to the extent that it seeks production of information or data that is not relevant to the subject matter at issue in this proceeding and/or not reasonably calculated to lead to the discovery of admissible evidence.

5. CSXT objects to each and every Discovery Request requesting that CSXT produce "all" responsive information. For those requests to which it is obliged to respond, CSXT will produce such responsive non-privileged information or documentation as it is able to locate or identify in a reasonable search.

6. CSXT objects to each and every Discovery Request to the extent that it would require CSXT to perform a "special study" to identify or derive the requested information. *See, e.g., Entergy Ark., Inc. v. Union Pac. R.R. Co.*, STB Docket No. 42104 (May 19, 2008).

7. CSXT objects to each and every Discovery Request to the extent that it is: (a) overly broad; (b) vague or ambiguous; (c) fails to describe with reasonable particularity the information sought; or (d) imposes undue burdens that outweigh any probative value the information sought may have in this proceeding.

8. CSXT objects to each and every Discovery Request that requests information that is already in the possession of Consumers or that is readily available or accessible to Consumers.

9. CSXT objects to each and every Discovery Request to the extent that it purports to request information and data that is sensitive security information (“SSI”), classified or otherwise prohibited from disclosure, or documents whose public release could jeopardize the safety of the public and/or CSXT employees. Subject to and without waiving this objection, CSXT will only produce SSI information to the extent authorized by law and in the manner authorized by law, including the procedures set forth in FRA SSI Order 2011-06-FRA-01 (July 29, 2011).

10. CSXT objects to Consumers’ demand that copies of any responsive documents be delivered to the offices of Consumers’ counsel, which is inconsistent with the Board’s rule that a party producing documents may do so by making them available for inspection. *See* 49 C.F.R. § 1114.30(a)(1). Several of Consumers’ requests call for documents or data so voluminous that CSXT may need to make such documents or data available for inspection by Consumers counsel or consultants rather than delivering copies to Consumers. CSXT reserves its right to designate requests for which it will make documents available for inspection rather than delivering copies.

11. CSXT objects to Definition 11 of the Discovery Requests to the extent that it defines CSXT to include all subsidiaries of CSXT, on the grounds that such definition is overbroad and unduly burdensome. CSXT specifically objects to producing data and information

for non-wholly owned subsidiaries and for switching and terminal railroad subsidiaries, on the ground that producing responsive information for these entities, to the extent such information exists, would be unduly burdensome and would have little to no relevance to the issues in this proceeding.

12. CSXT objects to Consumers' Definition 15 defining "Document" to the extent it seeks to impose obligations broader than, or inconsistent with, those imposed by 49 C.F.R. Part 1114. CSXT particularly objects to Consumers' demand that CSXT produce documents in its "prior possession, custody and control." It is both unreasonable and illogical to demand that CSXT produce documents that are not in its current possession, custody, or control. CSXT further objects to the definition of "Document" to the extent it seeks information or data that is privileged, protected by the work product doctrine, or otherwise protected, exempted, or excluded from discovery or disclosure by an applicable privilege, protection, rule, or doctrine. In these Responses, CSXT will interpret the term "Document" to exclude any data or information that is protected from discovery or disclosure by such privilege, protection, doctrine, or rule.

13. CSXT objects to Consumers' Definition 18 defining "'Identify' when referring to a document" to the extent it seeks to impose obligations or requirements beyond, in addition to, or inconsistent with discovery obligations under 49 C.F.R. Part 1114. CSXT has no duty to search for, gather, and catalog every document possibly implicated by an interrogatory with the multiple pieces of information specified as required by the definition. This definition would impose an undue burden that outweighs any relevance or probative value the information sought may have in this proceeding. CSXT will respond to any interrogatory asking it to "identify" particular documents as if it were a request for production of those documents and respond in accordance with 49 C.F.R. § 1114.30.

14. CSXT objects to Consumers' Definition 23 defining "possession, custody, or control" to the extent it seeks to impose obligations or requirements beyond, in addition to, or inconsistent with CSXT's discovery obligations under 49 C.F.R. Part 1114.

15. CSXT objects to Consumers' Definition 25 defining "related," "related to," and "relating to" on the grounds that such definition is overbroad and unduly burdensome.

16. CSXT objects to Instruction 1(a)(i) to provide the "name and description of the source database or other file" from which computer readable information is provided to Consumers. CSXT has no duty to undertake to catalog and document its internal systems, because such a request would constitute a "special study" that CSXT is not required to perform. Moreover, such information would be unduly burdensome to create and is not relevant to any issue in this proceeding, nor is such information necessary to enable Consumers to use any information to be provided.

17. CSXT objects to Instruction 1(a)(ii) to provide "[a] description of how the records in the file produced were selected" as seeking information protected by the attorney-client privilege and/or work-product doctrine. Furthermore, such information would be unduly burdensome to create and is not relevant to any issue in this proceeding or necessary to enable Consumers to use any information to be provided by CSXT.

18. CSXT objects to Instruction 1(a)(iii) as seeking to impose obligations or requirements beyond, in addition to, or inconsistent with discovery obligations under 49 C.F.R. Part 1114. CSXT has no duty to undertake to catalog and document its internal systems, because such a request would constitute a "special study" that CSXT is not required to perform. Such information would be unduly burdensome to create and is not relevant to any issue in this proceeding, nor is such information necessary to enable Consumers to use any information to be

provided. Moreover, CSXT has no obligation to provide Consumers with any “intermediate file[s]” created by CSXT in its effort to provide Consumers with responsive information.

Production of such files would be duplicative of the information in “final files.” Moreover, any “intermediate files[s]” used to create files produced in this litigation are protected by the work-product doctrine.

19. CSXT objects to Instruction 1(a)(iv) as seeking to impose obligations or requirements beyond, in addition to, or inconsistent with discovery obligations under 49 C.F.R. Part 1114. CSXT further objects to the instruction to produce “[a] relational diagram defining relationships amongst tables, with all fields. . .” on the grounds that CSXT has no duty to undertake to catalog and document its internal systems as such a request would constitute a “special study.” Such information would be unduly burdensome to create and is not relevant to any issue in this proceeding, nor is such information necessary to enable Consumers to use any information to be provided.

20. CSXT objects to Instruction 1(b) as seeking to impose obligations or requirements beyond, in addition to, or inconsistent with discovery obligations under 49 C.F.R. Part 1114. CSXT has no duty to undertake to catalog and document all computer-readable information provided to Consumers in the unduly complex format specified by Consumers. Responsive information provided in computer-readable format will be described to the extent necessary for Consumers to use such information.

21. CSXT objects to Consumers’ Instructions 2, 5, and 6 to the extent they attempt to impose obligations or requirements beyond, in addition to, or inconsistent with CSXT’s discovery obligations under 49 C.F.R. Part 1114. CSXT’s duties in responding to Consumers’

discovery requests are governed by the Board's rules, and Consumers cannot change or expand those duties by propounding "Instructions."

22. CSXT objects to Consumers' failure to limit certain of its requests to a reasonable time period as overbroad and unduly burdensome. Subject to, and without waiving this objection, unless otherwise indicated, CSXT's responses will cover the period from 2012 to 2014.

23. CSXT does not concede the relevance, materiality, competency, or admissibility as evidence of documents or information requested in the Discovery Requests. CSXT reserves its right to object on any ground to the use of the responses herein in this proceeding or in any subsequent appeal, proceeding, action or trial.

SPECIFIC OBJECTIONS AND RESPONSES

In addition to its General Objections (which apply in full to each and every Discovery Request, without further enumeration), below CSXT sets forth Specific Objections and Responses to each Request for Admission, Interrogatory, and Request for Production. CSXT preserves all of its General Objections set forth above, and none of the following Specific Objections shall waive its General Objections. Nor shall any of CSXT's specific objections limit the scope, breadth, generality, or applicability of those General Objections.

I. REQUESTS FOR ADMISSION

REQUEST FOR ADMISSION NO. 1

Admit that CSXT faces no effective intramodal competition for the transportation of coal from Origin to Destination.

Response: CSXT objects to this Request for Admission for the reasons set forth in its General Objections. CSXT also specifically objects to this Request for Admission because it calls for CSXT to perform a special study to assess rail competition between Origin and Destination. CSXT also objects because this Request for Admission prematurely and

inappropriately demands that CSXT disclose its litigation position before the submission of opening evidence. CSXT further objects to this Request for Admission as calling for a legal conclusion to which no response is necessary. To the extent a response is required, CSXT denies Request for Admission No. 1.

REQUEST FOR ADMISSION NO. 2

Admit that CSXT faces no effective intermodal competition for the transportation of coal from Origin to Destination.

Response: CSXT objects to this Request for Admission for the reasons set forth in its General Objections. CSXT also specifically objects to this Request for Admission because it calls for CSXT to perform a special study to assess intermodal competition between Origin and Destination. CSXT also objects because this Request for Admission prematurely and inappropriately demands that CSXT disclose its litigation position before the submission of opening evidence. CSXT further objects to this Request for Admission as calling for a legal conclusion to which no response is necessary. To the extent a response is required, CSXT denies Request for Admission No. 2.

II. INTERROGATORIES

INTERROGATORY NO. 1

If CSXT's response to Request for Admission No. 1 is anything other than an unqualified admission, please describe in detail the effective intramodal competition that Defendant claims exists for the transportation to which the Challenged Rates apply, the annual volume of coal subject to such competition, the rate reductions or other consideration that Defendant has offered to Consumers in response to such competition, and why such competition is effective.

Response: CSXT objects to this Interrogatory for the reasons set forth in its General Objections. CSXT also specifically objects to this Interrogatory because it calls for CSXT to perform a special study to assess the effectiveness of rail competition between Origin and Destination. CSXT also objects because this Interrogatory prematurely and inappropriately demands that CSXT disclose its litigation position before the submission of opening evidence.

Subject to and without waiving these objections and the General Objections, CSXT responds that it will provide evidence of the effectiveness of competition for the transportation to which the Challenged Rates apply at the appropriate time.

INTERROGATORY NO. 2

If CSXT's response to Request for Admission No. 2 is anything other than an unqualified admission, please describe in detail the effective intermodal competition that Defendant claims exists for the transportation to which the Challenged Rates apply, the annual volume of coal subject to such competition, the rate reductions or other consideration that Defendant has offered to Consumers in response to such competition, and why such competition is effective.

Response: CSXT objects to this Interrogatory for the reasons set forth in its General Objections. CSXT also specifically objects to this Interrogatory because it calls for CSXT to perform a special study to assess the effectiveness of intermodal competition between Origin and Destination. CSXT also objects because this Interrogatory prematurely and inappropriately demands that CSXT disclose its litigation position before the submission of opening evidence. Subject to and without waiving these objections and the General Objections, CSXT responds that it will provide evidence of the effectiveness of competition for the transportation to which the Challenged Rates apply at the appropriate time.

INTERROGATORY NO. 3

Provide a description of the movement of Consumers' trains by CSXT from Origin to Destination and from Destination to Origin, including but not limited to a description of all transportation-related activities (including placing and/or interchanging trains with other railroads, holding loaded or empty trains in transit, providing notifications to Consumers or other railroads, inspecting trains, changing crews and other related activities) at Origin, at Destination, and at intermediate stations or other points between Origin and Destination.

Response: CSXT specifically objects to this Interrogatory as overbroad and unduly burdensome to the extent it requires a description of “all transportation-related activities” at Origin, Destination, and “at intermediate stations or other points between Origin and Destination.” CSXT further objects to this Interrogatory to the extent it requires a special study that CSXT is not required to conduct. Subject to and without waiving these objections and the

General Objections, CSXT responds that it will produce business records or other documents from which information responsive to this Interrogatory can be derived or ascertained. *See* 49 C.F.R. § 1114.26(b).

INTERROGATORY NO. 4

To the extent that the information is not included in your response to Interrogatory No.3, please describe:

- a. The location and length (route miles) of each crew district (identified by "from and to" stations) traveled by the Consumers trains when operated by CSXT;
- b. The location(s) where the locomotives on the Consumers trains are fueled by CSXT and the fueling method used (e.g., DTL);
- c. If distributed power is used, please describe the distributed power configuration used for locomotives on the Consumers trains;
- d. The locations where 1,000-mile or 1,500-mile inspections are performed on the Consumers trains by CSXT;
- e. The operations involved in interchanging the Consumers trains with BNSF in the vicinity of Chicago, Illinois, including but not limited to operations involving the removal, placement and/or re-positioning of locomotives on the trains;
- f. Any run-through locomotive power arrangements between CSXT and BNSF in effect between 2011 and the present which apply to the Consumers trains interchanged in the vicinity of Chicago, Illinois;
- g. The operations in delivering loaded trains to, placing loaded trains for unloading at, and removing empty trains subsequent to unloading from, the railcar unloading facilities at Destination, including but not limited to operations involving the removal, placement and/or repositioning of locomotives or railcars;
- h. Identify any other carriers tracks, personnel or facilities used to perform any activities for Consumers' trains moving between Origin and Destination; and
- i. Identify any third-party contractors that perform any services on behalf of CSXT for Consumers' trains moving between Origin and Destination.

Response: CSXT objects to this Interrogatory to the extent it requires a special study that CSXT is not required to conduct. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce business records or other documents from which information responsive to this Interrogatory can be derived or ascertained, to the extent that such documents exist and can be located in a reasonable search. *See* 49 C.F.R. § 1114.26(b).

INTERROGATORY NO. 5

Please identify the location and name of each intermodal terminal, Automotive Distribution Center, bulk transfer facility or yard located on CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT objects to this Interrogatory to the extent it requires a special study that CSXT is not required to conduct. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce business records or other documents from which information responsive to this Interrogatory can be derived or ascertained, to the extent that such documents exist and can be located in a reasonable search. *See* 49 C.F.R. § 1114.26(b).

INTERROGATORY NO.6

For each calendar year from 2002 through 2014, please provide:

- a. The total amount of corporate debt incurred or assumed by CSXT or by CSX Corp. on behalf of CSXT, including principal and all accrued interest, that was outstanding as of the first day of such year;
- b. The total principal amount of new corporate debt incurred or assumed by CSXT or by CSX Corp. on behalf of CSXT, during such year;
- c. The total amount of corporate debt for which CSXT or CSX Corp. on behalf of CSXT was responsible for repayment, including principal and all accrued interest, which remained outstanding as of the last day of such year.

As used in this Interrogatory, "corporate debt" refers to all types of commercial (as distinguished from personal or residential) indebtedness, including, but not limited to, bonds, notes, debentures, equipment trust certificates, conditional sales agreements and capitalized leases whether secured or unsecured and regardless of the source of the borrowing.

Response: CSXT objects to this Interrogatory because it is not reasonably calculated to lead to the discovery of admissible evidence. CSXT further objects because information about CSXT's corporate debt can be derived from SEC filings that are public and readily available to Consumers. *See Duke Energy v. Norfolk So. Co.*, STB Docket Nos. 42069, 42070 (July 26, 2002) ("[I]t is unduly burdensome to require a party to produce information that is available

from public records or through less intrusive means.”). CSXT also objects because this interrogatory is not limited to a reasonable period of time.

INTERROGATORY NO.7

For each calendar year from 2002 through 2014, separately for CSXT and CSX Corp., please provide:

- a. The total number of shares of common stock and total number of shares of preferred stock (by class, if applicable) that were issued and outstanding as of the first day of the year;
- b. The total number of shares of common stock and total number of shares of preferred stock (by class) that were repurchased by CSXT or CSX Corp. during such year;
- c. The total amounts expended (stated separately for common and preferred stock) to make the repurchases described in Subpart b; and
- d. The sources (stated separately by source and amount) of the funds used to make the repurchases described in Subpart b.

Response: CSXT objects to this Interrogatory because it is not reasonably calculated to lead to the discovery of admissible evidence. CSXT further objects because information about CSXT’s outstanding shares and share repurchases can be derived from SEC filings that are public and readily available to Consumers. *See Duke Energy v. Norfolk So. Co.*, STB Docket Nos. 42069, 42070 (July 26, 2002) (“[I]t is unduly burdensome to require a party to produce information that is available from public records or through less intrusive means.”). CSXT also objects because this interrogatory is not limited to a reasonable period of time.

INTERROGATORY NO. 8

Please (a) explain the meaning of the term "Rail Cost Adjustment Factor- All Inclusive Less Fuel" as used in Item No. 7 on page 3 of Tariff CSXT-13952 Amendment 1, a copy of which was attached as Exhibit A to Consumers' Complaint; (b) identify the document or publicly available source where it can be found; and (c) provide an example of its application to the Challenged Rates.

Response: Subject to and without waiving the General Objections, CSXT responds that it will produce business records or other documents from which information responsive to this

Interrogatory can be derived or ascertained, to the extent that such documents exist and can be located in a reasonable search. *See* 49 C.F.R. § 1114.26(b).

INTERROGATORY NO. 9

Please identify any computer programs or models that are currently being used or have been used by CSXT in the past three years to (a) download locomotive, train and/or car event or similar data from locomotives, trains, and/or cars along any line segment on CSXT Lines in Illinois, Indiana, or Michigan, including, but not limited to, the Event Recorder Automated Download system or any successor thereto and/or (b) process locomotive event data for purposes of determining locomotive throttle position and/or fuel consumption.

Response: CSXT objects to this Request to the extent that it requires CSXT to share “computer programs or models,” which may violate the terms of applicable software licenses or agreements, as well as applicable copyright and patent laws. CSXT also objects because Consumers’ request that CSXT produce computer programs or models is not reasonably calculated to lead to the discovery of admissible evidence, and is overbroad and unduly burdensome.

INTERROGATORY NO. 10

Please identify each Short Line Railroad and describe the arrangements between CSXT and each Short Line Railroad identified in response to this Interrogatory regarding all movements handled in whole or in part by CSXT:

- a. Whether CSXT sets all rates, fees and surcharges, including the portion of the movement handled by each identified Short Line Railroad, and if not, identify who sets the rates, fees and surcharges;
- b. Whether the CSXT revenues reported in the traffic and revenue data provided in response to Request for Production No. 8 include or exclude the monies paid to each identified Short Line Railroad as compensation for its portion of each movement;
- c. Whether a physical interchange of traffic takes place between CSXT and each identified Short Line Railroad, and if so, identify the interchange locations(s);
- d. Whether each identified Short Line Railroad provides its own locomotive power for its portion of each movement or if CSXT power is used; and
- e. Whether each identified Short Line Railroad provides its own train crew personnel for its portion of each movement or if CSXT train crew personnel are used.

Response: CSXT objects to this Interrogatory as overly broad and unduly burdensome to the extent it requests information regarding “all movements.” CSXT further objects to this Interrogatory to the extent it requires a special study that CSXT is not required to conduct. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce business records or other documents from which information responsive to this Interrogatory can be derived or ascertained, to the extent that such documents exist and can be located in a reasonable search. *See* 49 C.F.R. § 1114.26(b).

INTERROGATORY NO. 11

Please describe how hazardous materials are handled by CSXT in each of the yards identified in response to Interrogatory No. 5, and specifically describe the procedures used by CSXT to classify railcars containing hazardous materials and if such classification occurs in a separately designated portion of the yards.

Response: CSXT specifically objects to this Request for Production to the extent it calls for disclosure of Security Sensitive Information (“SSI”). Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce business records or other documents from which information responsive to this Interrogatory can be derived or ascertained, to the extent that such documents can be located in a reasonable search and can be produced consistent with CSXT’s legal obligations to safeguard SSI. *See* 49 C.F.R. § 1114.26(b).

INTERROGATORY NO. 12

Please identify CSXT affiliates that provide services to CSXT in Illinois, Indiana and Michigan. Describe the services provided by these affiliates. Also provide a description of payments made to affiliates, equity contributions made to affiliates, distributions from affiliates, and other financial or accounting transactions between CSXT and affiliate.

Response: CSXT objects to the vague and undefined terms “affiliate” and “financial and accounting transactions” and to Consumers’ failure to limit Interrogatory 12 to a reasonable time scope. Subject to and without waiving these objections and the General Objections, CSXT

responds that it will produce business records or other documents from which information responsive to this Interrogatory can be derived or ascertained, to the extent that such documents exist and can be located in a reasonable search. *See* 49 C.F.R. § 1114.26(b).

INTERROGATORY NO. 13

Please describe the use of one-man crews on trains operated by CSXT or its affiliates. Also describe efforts made by CSXT to reduce train crews to one person.

Response: CSXT objects to the vague and undefined term “affiliate” and to Consumers’ failure to limit Interrogatory 13 to a reasonable time scope. CSXT further objects to the second sentence of the Interrogatory’s request for information regarding “efforts made by CSXT to reduce train crews to one person” as not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce business records or other documents from which information responsive to the first sentence of this Interrogatory can be derived or ascertained, to the extent that such documents exist and can be located in a reasonable search. *See* 49 C.F.R. § 1114.26(b).

III. DOCUMENT PRODUCTION REQUESTS

REQUEST FOR PRODUCTION NO. 1

Please produce all documents related to the establishment of the Challenged Rates, including but not limited to all documents used and/or relied upon in determining any formula or other methodology used for calculating the rates.

Response: CSXT specifically objects to this Request because it is not reasonably calculated to lead to the discovery of admissible evidence. The question in this proceeding is whether the rates CSXT charges for the transportation at issue are reasonable under a stand-alone cost analysis under the Constrained Market Pricing principles established in *Coal Rate Guidelines*, 1 I.C.C.2d 520 (1985). The process by which a railroad calculates its rates has no relevance in a SAC analysis. Here, therefore, how CSXT “establish[ed]” its rates or

“determin[ed]” the “formula or other methodology for calculating the rates” are not relevant.

CSXT further objects to the request for production of “all” documents as overbroad and unduly burdensome. CSXT also objects to the request to the extent that it requests documents protected by the attorney client privilege or the work product privilege.

REQUEST FOR PRODUCTION NO.2

Please produce any studies, analyses and other documents in CSXT's possession from January 1, 2002 to the present regarding the transportation of coal to Destination from Origin (a) by a rail carrier(s) other than CSXT; and (b) by any mode of transportation other than rail. If no such documents exist, please confirm same in the response to this Request.

Response: CSXT specifically objects to the request for the production of “any studies, analyses or other documents” on the ground it is overbroad and unduly burdensome. CSXT also objects to this Request to the extent it calls for information protected by the work product doctrine. CSXT further objects to this Request as overbroad and unduly burdensome in that it requests studies “from January 1, 2002 to the present” and is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO.3

Please provide the density information described below for CSXT's entire system for each year or partial year 2013 to the present in a computer readable database or electronic spreadsheet, including all record layouts, all field descriptions, data definitions and data dictionaries/decoders required to utilize the data. The density database should include, at a minimum, the following data:

- a. Identification of the unique railroad divisions, subdivisions, and individual line segments for each unique density segment;
- b. Station name and SPLC at the beginning of a unique density segment and at the end of a unique density segment;
- c. Beginning and ending milepost for each unique density segment;
- d. Rail and track mileage for each unique density segment;

- e. (i) Total density (both directions including empty and loaded trains) by segment expressed in net ton-miles, or in the alternative, (ii) total density (both directions including empty and loaded trains) by segment expressed in gross ton-miles plus appropriate factors that can be used to convert gross ton-miles to net ton-miles on each unique density segment; and
- f. Density information (i) for segments that CSXT utilizes via trackage rights (or other joint facility or joint use agreements) on another railroad, (ii) for segments where another railroad(s) operates by trackage rights (or other joint facility or joint use agreements) over CSXT segments and (iii) an identification of such densities in (i) and (ii) that are included in the total densities provided in response to subpart e. above.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO.4

Please produce density charts and/or maps for the CSXT system for the period 2013 to the present.

Response: Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO.5

Please produce documents sufficient to show the maximum permissible gross weight on rail ("GWR") per railcar for all CSXT Lines in Illinois, Indiana and Michigan, and for all segments having a GWR less than 286,000 lbs. per railcar, please produce documents sufficient to show the items and factors that limit the GWR for the identified segments.

Response: Subject to and without waiving the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO.6

For each CSXT line segment and for any other railroad's line segments which CSXT utilizes via trackage rights agreements in Illinois, Indiana or Michigan, please produce documents, in a computer-readable database or spreadsheet format to the extent available, which contain operating statistics and density data (including but not limited to train miles, train hours, locomotive unit miles, loaded car-miles, empty car- miles, net ton-miles, gross ton-miles (both including and excluding locomotives), number of trains, etc.) for all traffic by commodity for each year or partial year 2013 to the present.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 7

For each Road Train operating in Illinois, Indiana or Michigan, please produce documents sufficient to show:

- a. CSXT's train identifier or designation and/or symbol of each identified Road Train and the beginning and end points served by each of the identified Road Trains;
- b. Whether the crews are assigned or in pool service;
- c. The home and away-from-home terminals for each crew district;
- d. The scheduled on-duty and off-duty locations for each crew assigned to the identified Road Trains;
- e. The number of crew members assigned per shift to each of the identified Road Trains;
- f. The number and type of locomotives assigned to each of the Road Trains;
- g. The number and type of loaded and empty cars assigned to each of the Road Trains;
- h. The trailing length for each of the identified Road Trains;
- i. The trailing weight for each of the identified Road Trains;
- j. The scheduled frequency of service for each identified Road Train; and
- k. The scheduled time of departure and arrival at stations served by each of the identified Road Trains.

Response: CSXT objects to this Request to the extent it requires a special study that CSXT is not required to conduct. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO.8

Please produce the databases, data warehouses and computer programs (with all documentation related to these databases and computer programs and associated selection criteria), in a computer-readable format, that include the information listed below for each movement handled by CSXT as originating, terminating, overhead or single-line carrier that traveled on CSXT Lines in Illinois, Indiana or Michigan for each year or partial year 2013 to the present. To the extent this data is contained in separate tables, please provide the appropriate fields to correctly link the separate tables. Please also include appropriate fields required to correctly link this data to the car event data requested in Request for Production No.9, including any "foreign key(s)" CSXT uses in the normal course of business to link the data sets.

- a. The name of the consignee, shipper, payee, and customer for each shipment record;
- b. Commodity (seven-digit Standard Transportation Commodity Code "STCC");
- c. Toxic Inhalation Hazard/Poisonous Inhalation Hazard ("TIH/PIH") Commodity Identifier;
- d. Origin station and State;
- e. Destination station and State;
- f. For shipments that originated on CSXT's system(s), the date and time the shipment was originated;
- g. For shipments CSXT received in interchange, the on-junction location station, State, Standard Point Location Code ("SPLC"), Freight Station Accounting Code ("FSAC"), and milepost;
- h. For shipments CSXT received in interchange, the road received from;
- i. For shipments CSXT received in interchange, the date and time the shipment was interchanged;
- j. For shipments given in interchange, off-junction location station, State, SPLC, FSAC, and milepost;
- k. For shipments given in interchange, the railroad given to;
- l. For shipments given in interchange, the date and time the shipment was interchanged;

- m. For shipments terminated on CSXT's system, the date and time the shipment was terminated;
- n. Origin FSAC;
- o. Destination FSAC;
- p. Origin SPLC;
- q. Destination SPLC;
- r. Number of rail cars;
- s. Number of intermodal containers or trailers;
- t. Tons (Net);
- u. Rail car tare weight;
- v. Intermodal container or trailer tare weight
- w. Total freight revenues from origin to destination, or CSXT's share of the total freight revenues in the event that CSXT was not the sole carrier for a particular movement, including any adjustments thereto, along with a description of the adjustment (*i.e.*, add to or subtract from gross revenue);
- x. Total revenues from surcharges (including but not limited to fuel surcharges), and whether such revenue from surcharges is included in the total freight revenues and CSXT's division thereof provided in response to Subpart (w) above;
- y. The contract, agreement, tariff, or other pricing authority that the shipment is billed under including the amendment and item numbers;
- z. Unique Waybill number and date;
- aa. TOFC/COFC plan;
- bb. Car/trailer/container initial for each car/trailer/container used to move the shipment (for intermodal movements provide both the railcar and container/trailer initial);
- cc. Car/trailer/container number for each car/trailer/container used to move the shipment (for intermodal movements provide both the railcar and container/trailer number);
- dd. The unique train identification initial and number of all trains used to move the shipment;
- ee. The number of locomotives, by train identification, by segment, used to move the shipment;
- ff. The total horsepower, by train identification, by line segment, used to move the shipment;
- gg. The station, State and SPLC where the traffic was interchanged between trains;
- hh. Total loaded movement miles;

- ii. Total loaded miles on CSXT's system;
- jj. The predominant route of movement for each shipment on CSXT's system that is associated with the loaded movement miles;
- kk. AAR car-type code;
- ll. provider of car and container/trailer (CSXT-owned, CSXT-leased, shipper or foreign road);
- mm. Total empty movement miles;
- nn. Total empty miles on CSXT's system;
- oo. Miles used to derive applicable fuel surcharges;
- pp. Applicable fuel surcharge rate;
- qq. Intermodal service plan code and the intermodal line of business code for each intermodal shipment;
- rr. Length, width and height for each car/container/trailer used to move the shipment; and
- ss. Number of articulated wells included (where applicable) in an individual railcar used to move an intermodal (or other) shipment.

Response: CSXT objects to this Request to the extent that it requires CSXT to share “computer programs or models,” which may violate the terms of applicable software licenses or agreements, as well as applicable copyright and patent laws. CSXT also objects because Consumers’ request that CSXT produce computer programs or models is not reasonably calculated to lead to the discovery of admissible evidence, and is overbroad and unduly burdensome. CSXT further objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT also specifically objects to the requests in subparts w and x, hh, and mm as irrelevant and unduly burdensome to the extent they seek non-CSXT information. CSXT also specifically objects to the requests in subparts oo, pp, rr and ss as unduly burdensome since they are not available in the CSXT traffic and revenue data. Subject to and without waiving these specific objections or the General

Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO.9

Please produce documents, in a computer-readable format to the extent available, which contain complete information (including all events) tracking and describing car, trailer/container, and locomotive movements (including yard and hub operations) from origin to destination for each car, trailer/container, and locomotive moving on CSXT Lines in Illinois, Indiana or Michigan for each year or partial year 2013 to the present. Please include appropriate fields required to correctly link this data to the waybill data described in Request for Production No. 8 and the train event data discussed in Request for Production No. 10, including any "foreign key(s)" CSXT uses in the normal course of business to link the data sets. The car event information requested includes, but not is limited to, the following information:

- a. Car Initial;
- b. Car Number;
- c. Car Owner (System, Foreign, Private);
- d. Tare weight;
- e. Lading weight;
- f. Number of intermodal units on flat cars;
- g. Event Sequence Number;
- h. Year;
- i. Month;
- j. Day;
- k. Unique Train Identification Symbol and/or Number;
- l. Train Date;
- m. Unique Waybill Number;
- n. Waybill Date;
- o. Load/Empty Indicator;
- p. Unique Shipment Identification Number;
- q. Actual event date/time stamp for nodal events (if movement link data are provided, provide timestamps for both car departure from line segment begin node and car arrival at line segment end node);
- r. Time zone indicator (of the Event date/time stamp);
- s. Event type indicator specifying if the event was an arrival, a departure, an intermediate switching/handling event, or an instantaneous time as in the case of a non-dwell event (e.g., passing a scanner);

- t. Unique System/Network Location Identifier (if movement link data are provided, provide for both line segment begin and end nodes). Include the following:
 - i. Station name;
 - ii. City or metropolitan name;
 - iii. State/ Province name;
 - iv. SPLC;
 - v. Engineering milepost; and,
 - vi. Transportation milepost.
- u. Trackage Rights Indicator;
- v. Switching Type indicator (specifying if the event is classifying a car onto a train, classifying the car off a train, or intermediate switching);
- w. Line segment name (for movement link data);
- x. Direction of travel (for movement link data please also indicate whether the car movement was from line segment begin node-to-end node or end node-to-begin node);
- y. Interchange Indicator specifying if the car was received or delivered in interchange;
- z. Identification of interchange railroad;
- aa. Industry Handling Indicator specifying if the car was pulled from origin or placed at destination;
- bb. Time elapsed at event location;
- cc. Time elapsed between event locations; and
- dd. Miles between event locations.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT also specifically objects to the requests in subparts u and x as unduly burdensome since they are not available in the CSXT car movement data. Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 10

Please provide documents that record complete train movement data (including all events and intermediate stations) in a computer readable format to the extent available, from origin to destination for all CSXT train movements (including yard and hub operations) to, from, within or through CSXT Lines in Illinois, Indiana or Michigan for each year or partial year 2013 to the present. Please include the appropriate fields required to correctly link this data to the car event data described in Request for Production No.9, including any "foreign key(s)" CSXT uses in the normal course of business to link the data sets. The train movement information requested includes, but is not limited to, the following information:

- a. Unique Train Identification Symbol and/or Number;
- b. Train Date;
- c. Train Type (intermodal, unit, merchandise, foreign, etc.);
- d. Event Sequence Number;
- e. Year;
- f. Month;
- g. Day;
- h. Event date/time stamp;
- i. Time zone indicator (of the Event date/time stamp);
- j. Event type indicator specifying if the event was an arrival, a departure, an intermediate handling event, or an instantaneous time as in the case of a non-dwell event (e.g., passing a scanner);
- k. Unique System/Network Location Identifier (if for movement data, provide for both line segment begin and end nodes). Include the following:
 - i. Station name;
 - ii. City or metropolitan name;
 - iii. State/Province name;
 - iv. SPLC;
 - v. Engineering milepost; and,
 - vi. Transportation milepost.
- l. Trackage Rights Indicator;
- m. Number of loaded cars arriving at station;
- n. Number of loaded cars departing from station;
- o. Number of loaded intermodal units arriving at station;
- p. Number of loaded intermodal units departing from station;
- q. Number of empty cars arriving at station;

- r. Number of empty cars departing from station;
- s. Number of empty intermodal units arriving at station;
- t. Number of empty intermodal units departing from station;
- u. Trailing net tons arriving at station;
- v. Trailing net tons departing from station;
- w. Trailing gross tons arriving at station;
- x. Trailing gross tons departing from station;
- y. Length of train arriving at station;
- z. Length of train departing from station;
- aa. Number of active locomotives arriving at station;
- bb. Number of active locomotives departing from station;
- cc. Horsepower of active locomotives arriving at station;
- dd. Horsepower of active locomotives departing from station;
- ee. A flag indicating if the location was turn station;
- ff. Unit Train Loading/Unloading Indicator (for unit trains indicate if the cars were loaded or unloaded at station);
- gg. Switching Indicator (indicate if the train was picking up or dropping off cars);
- hh. Number of cars switched onto train;
- ii. Number of cars switched out of train;
- jj. Number of cars repositioned on train;
- kk. Train Crew Change Indicator;
- ll. Train Fueling Indicator;
- mm. Meet/Pass Indicator;
- nn. Line segment name;
- oo. Direction of travel (for movement link data please also indicate whether the car movement was from line segment begin node-to-end node or end node-to-begin node);
- pp. Interchange Indicator specifying if the train was received or delivered in interchange;
- qq. Identification of Interchange Railroad;
- rr. Industry Handling Indicator specifying if the train pulled cars from origin or placed cars at destination;
- ss. Time elapsed at event location;

- tt. Time elapsed between event locations; and
- uu. Miles between event locations.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT also specifically objects to the requests in subparts j, l, jj, ll and mm as unduly burdensome since they are not available in the CSXT train movement data. CSXT further objects to this Request because it is overbroad and unduly burdensome, to the extent it calls for CSXT to produce data that is not readily accessible in a computer readable format. Subject to and without waiving these objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 11

Please provide all documents, including computer programs, definitions, decoders, and instructions, necessary to utilize, evaluate and link the data produced in response to Request for Production No.8, Request for Production No.9, and Request for Production No. 10. Please include with this production a description of the relationship between the databases (*e.g.*, whether there is a 1:1 ratio between databases, or whether one can expect to link 100% of the records in one file to another file). Please also indicate which data fields are common (and may be used to link) to the provided databases.

Response: CSXT objects to this Request to the extent that it requires CSXT to share “programs . . . decoders, and instructions,” which may violate the terms of applicable software licenses and agreements. CSXT further objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing “decoders” or devising means to “link” data. CSXT also objects to this Request because it is overbroad and unduly burdensome. Subject to and without waiving these specific objections or the General Objections, CSXT responds that

it will provide information necessary for Consumers' consultants to access and read the data CSXT produces, to the extent that CSXT maintains such information.

REQUEST FOR PRODUCTION NO. 12

Please produce documents sufficient to show the relationship(s) among, and the scope of, all databases used to record, monitor, track and invoice trains and/or cars on CSXT's system, including, but not limited to, graphical representations of such systems.

Response: CSXT objects to this Request because it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. A complete accounting of "all databases" that have any role in monitoring traffic on CSXT's system is massively overbroad, unduly burdensome, and utterly unnecessary. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will provide information necessary for Consumers' consultants to access and read the data CSXT produces, to the extent that CSXT maintains such information.

REQUEST FOR PRODUCTION NO. 13

For each database identified in response to Request for Production No. 12, please produce documents sufficient to show the fields in each database and the type of data in each field (*i.e.*, a detailed field description and decoder for each unique entry in each field).

Response: CSXT refers Consumers to CSXT's Response to Request for Production No. 12.

REQUEST FOR PRODUCTION NO. 14

For each database identified in response to Request for Production No. 12, please produce documents sufficient to show the standard reports (including a description of the report) that are produced from data contained in the databases, including reports that rely on multiple databases. "Standard reports" include regularly recurring reports and commonly requested ad-hoc reports.

Response: CSXT refers Consumers to CSXT's Response to Request for Production No. 12.

REQUEST FOR PRODUCTION NO. 15

Please produce all transportation contracts, including amendments and supplements thereto (or letters of understanding with appendices or attachments), and all tariffs, common carrier pricing authorities or other documents containing common carrier rate and service terms (collectively "pricing authorities"), entered into, agreed to or established or provided by CSXT which govern or governed shipments handled by CSXT as originating, terminating, overhead or single-line carrier on CSXT Lines in Illinois, Indiana and Michigan for each year or partial year 2013 to the present. For each pricing authority, please provide the traffic volumes and revenues associated with the movement of traffic under each pricing authority by traffic group (e.g., coal, agriculture, intermodal, etc.) for each year or partial year 2013 through the present.

Response: CSXT objects to this Request as unduly burdensome and overbroad. CSXT has had thousands of common carrier prices and contracts in effect since the beginning of 2013. The burden of producing tariffs and common carrier authorities is particularly undue because current tariff information is public and readily available to Consumers. *See Duke Energy v. Norfolk So. Co.*, STB Docket Nos. 42069, 42070 (July 26, 2002) (“[I]t is unduly burdensome to require a party to produce information that is available from public records or through less intrusive means.”). And, the request for production of “all” contracts creates a significant burden on CSXT both to identify those contracts with provisions requiring notification of the customer before the contract may be disclosed in discovery and to provide appropriate notice to such customers. Subject to and without waiving these objections or the General Objections, CSXT responds that production of “all” contracts and pricing authorities is unduly burdensome, unreasonable, and unlikely to be of use to Consumers in this litigation. However, CSXT will make relevant contracts available to Consumers. CSXT first will produce significant contracts relating to traffic in Illinois, Indiana, and Michigan, and then will give Consumers the opportunity to select additional contracts for production. Specifically, the traffic files that CSXT will produce will contain a field identifying the pricing authority for each movement, which should enable Consumers to select particular contracts for production. In addition, information

on millions of current CSXT common carrier pricing rates is available to Consumers on CSXT's website at <http://www.csx.com/index.cfm/customers/prices-tariffs-fuel-surcharge/>.

REQUEST FOR PRODUCTION NO. 16

Please produce all forecasts and all documents related to forecasts or projections prepared by or for CSXT from 2012 through the present, or in CSXT's possession and relate to that time period, of future traffic volumes and/or revenues for all freight traffic by traffic group (including any breakdown of any such forecasts or projections whether by commodity classification, geographic regions, line segment, or any other category) moving over CSXT's system and/or CSXT Lines located in Illinois, Indiana or Michigan, including but not limited to traffic projections prepared in connection with engineering studies, authorizations for expenditures or other road property investments, marketing studies, operating expense budgets, capital budgets, human resource planning, or mergers with or acquisition of other carriers.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to the request for production of "all" documents as overbroad and unduly burdensome. CSXT also objects to Consumers' overbroad and unduly burdensome request for all documents "related to" forecasts. CSXT further objects to Consumers' request for outdated forecast data as irrelevant and unduly burdensome. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce its most recent non-privileged, responsive forecasts.

REQUEST FOR PRODUCTION NO. 17

To the extent that such documents are not produced in response to Request for Production No. 16, please produce copies of all computer programs and databases used by CSXT from 2012 through the present to forecast or project volumes and/or revenues for all traffic moving over any portion of the CSXT system and/or CSXT Lines located in Illinois, Indiana or Michigan.

Response: CSXT objects to this Request because it requires CSXT to produce computer programs in potential violation of applicable licensing agreements and copyright laws. CSXT further objects to this request as not reasonably calculated to lead to the discovery of admissible

evidence. What is potentially relevant in this case are actual forecasts that CSXT will produce in response to Request for Production No. 16; underlying “programs” and “databases” are not relevant.

REQUEST FOR PRODUCTION NO. 18

Please produce any studies or analyses of transit and/or cycle times for any CSXT train movements originating, terminating, within or passing through CSXT Lines in Illinois, Indiana or Michigan for each year or partial year from 2011 to the present. Included in this Request are documents containing the following information for each movement, in a computerized format to the extent available.

- a. Waybill number and date;
- b. Car/trailer initial and number;
- c. Origin location, *i.e.*, city, State, FSAC and SPLC;
- d. Destination location, *i.e.*, city, State, FSAC and SPLC;
- e. Transit time from origin to destination and (if applicable) return from destination to origin;
- f. Location (*i.e.*, city, State, FSAC and SPLC) where shipment enters the States identified above;
- g. Location (*i.e.*, city, State, FSAC and SPLC) where shipment departs from or terminates in the States identified above; and
- h. Cycle time while movement is within the States identified above.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 19

Please provide documents, in a computer-readable format to the extent available, sufficient to show the projected and actual transit and/or cycle times, and the standard or expected or contractual transit and/or cycle time for each CSXT movement originating, terminating, within or passing through CSXT Lines in Illinois, Indiana or Michigan for each year or partial year 2011 to the present.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects that, to the extent there is a “contractual” cycle time for particular movements, Consumers could determine that by reviewing applicable contracts and price authorities. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 20

Please provide the following CSXT Geographic/Geospatial Information System ("GIS") data for the States of Illinois, Indiana and Michigan. The GIS data should be viewable, readable, and writable with no access limitations. The GIS data should be able to be read using current off the shelf(COTS) software, using either ESRI ArcView (ArcGIS) or Mapinfo Pro (Mapinfo/ PitneyBowes):

- a. Map Projections defined per layer;
- b. GIS files associated with and/or created by the GIS software system, to include:
 1. In their original vector, or other, file format to include file types such as:
For ESRI application software:
 - a) .shp (shape files, feature geometry)
 - b) .shx (shape file indexes)
 - c) .dbf (attribute format)
 - d) .prj (projection format)
 - e) .sbn, .sbx (spatial indexes of features)
 - f) .fbn, .fbx (spatial index of features)
 - g) .ixs (geocoding indexes)
 - h) .mxs (geocoding indexes)
 - i) .atx (attribute index)

- j) .shp.xml (metadata in xml)
 - k) .cpg (code page)
2. For MapInfo application software:
- a) .dat (attribute data)
 - b) .tab (MapInfo table, stores types of data)
 - c) .id (stores links to graphic and database information)
 - d) .map (stores graphic and geographic information)
 - e) .ind (index files)
3. For other GIS systems: provide native files.
- c. Map data geocoded to a standard available coordinate system;
 - d. Map data associated to latitude and longitude coordinates without limits placed on decimal accuracy; and
 - e. Map Layers (either separate object layers, or in layers with each object having attributes defining the item's entity type and attributes)
 - 1. Track detail
 - a) Rail stations and/or nodes (an entity with all attributes)
 - b) Rail segments and/or links between nodes (an entity with all attributes)
 - c) Siding (an entity with all attributes)
 - d) Grade (an entity, or attributes associated to track)
 - e) Curves (an entity, or attributes associated to track)
 - f) Mileposts (an entity, with a unique identifier, milepost name, milepost code, latitude and longitude coordinates with no limits on geocoded coordinate decimal values) that match the mileposts in the transactional "Event" data provided in response to Request For Production Nos. 7 and 8
 - g) Elevation in feet above sea level per rail node/milepost
 - h) Time tables
 - i) Signals
 - 2. Mileage between track nodes;
 - 3. Land parcels; and,
 - 4. Terminals (including, but not limited to, CSXT rail yards, Automotive Distribution Facilities, Bulk Transfer Facilities and intermodal facilities).

Response: CSXT objects to this overbroad demand that CSXT produce system-wide GIS data that accords with Consumers' exacting data specifications. Subject to this objection and the General Objections, CSXT will produce non-privileged, responsive data in its possession, to the extent that it can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 21

Please produce current operating timetables (including special instructions and/or operating rule books), station lists, station books, and track charts (including a legend for the track chart markings) covering CSXT's rail system. Please provide the requested documents in their native format to the extent available (including all necessary documentation). If current versions of any of the requested documents are not available, please produce the most recent versions that are available.

Response: Subject to and without waiving the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 22

To the extent such information is not produced in response to Request for Production No. 21, please produce track charts and "condensed profiles" (including schematics which provide the number, length, and ownership status (*i.e.*, whether railroad-owned or privately-owned) of the tracks at the origins and destinations), which are applicable to all CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT objects to the request for "condensed profiles," which is not a term used by CSXT. Subject to and without waiving this objection or the General Objections, CSXT responds that it will produce non-privileged, responsive track chart documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 23

Please produce the track chart information contained within the Optram designed CSXT Track Chart and Engineering System discussed in the September 10, 2000 paper titled "CSX Track Chart and Engineering Information System" in spreadsheet or database format along with the fields required to link this data to timetable data for the CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT objects to this Request because it requires CSXT to produce software in potential violation of applicable software licensing agreements and copyright laws. CSXT also objects to this Request because it calls for production of commercially available software or equivalents of such software that can be acquired from other sources. CSXT further objects because Consumers' request that CSXT produce software is not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving these objections or the General Objections, CSXT responds that it will produce non-privileged, responsive data in its possession, to the extent that it can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 24

Please produce detailed track diagrams of all tracks in the vicinity of Chicago, Illinois that are utilized for the interchange of trains between CSXT and BNSF, including but not limited to the track layout, the length of each track, the ownership of each track and descriptions of the existing facilities.

Response: Subject to and without waiving the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 25

Please provide the CSXT mileage chart and/or table-based mileage matrix and/or routing table that identifies the CSXT rail mileage between any two points on the CSXT rail system based upon a predominant or expected route of movement.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT specifically objects that the request for a mileage chart providing mileages between each and every pair of points on the CSXT system, uniformly and entirely "based upon a predominant or expected route of movement" would require a special study. CSXT further objects to this request as overbroad and unduly burdensome to the extent that it requests documents identifying rail mileage between

“any two points” on CSXT’s system. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they exist. At this time CSXT does not believe that any such mileage chart exists.

REQUEST FOR PRODUCTION NO. 26

Please produce documents, in a computer-readable format to the extent available, that show the following for CSXT Lines in Illinois, Indiana and Michigan:

- a. The gradient or grade profile for each line segment;
- b. The elevation and elevation changes (in feet above sea level) for each line segment; and
- c. The locations of all curves on each line segment and all information maintained by CSXT pertaining to such curves, including but not limited to the beginning milepost, ending milepost, and degree of curvature.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to the overbroad and unduly burdensome request for “all” information about “all” curves. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 27

Please produce documents which provide the following information for all CSXT helper services operated on CSXT Lines in Illinois, Indiana and Michigan, separately for each helper service location, for each year or partial year 2011 to the present:

- a. "From" and "To" stations and mileposts where trains are actually helped;
- b. Number and type of locomotives (model and horsepower) involved per help;
- c. Round-trip mileage each locomotive travels per help;
- d. Number of total trains helped per crew assignment;
- e. Minimum train size/weight requiring helper service; and

f. Crew size per crew assignment.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 28

Please produce documents or data, in a computer-readable format to the extent available, which provide the following information for each CSXT crew district in Illinois, Indiana and Michigan:

- a. Each crew district identified by "from" and "to" stations;
- b. The route miles in each such crew district; and
- c. The number of locomotive units per train by train type (*i.e.*, coal, general freight, automotive, intermodal, etc.) and the extent to which the locomotive units are in a distributed power train configuration.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 29

Please produce documents which contain the following information for CSXT for each year or partial year 2011 to present:

- a. The location(s) where car inspectors inspect trains in Illinois, Indiana and Michigan, and the location(s) where inspections occur on the CSXT Lines between Origin and Destination;
- b. A description of the procedures followed by the car inspectors in preparing for and inspecting the trains;
- c. The total number of car inspections per tour of duty (by day of the week) and the total number of trains inspected per tour of duty (by day of the week), separated between coal trains and other than coal trains, for each location identified in response to (a) above;
- d. The number of car inspectors inspecting each train at each location identified in response to (a) above and the time spent by each inspector during each inspection;
- e. The daily or hourly rates of pay, including all additives, for the inspectors identified in response to (d) above;
- f. The number of trains each car inspector identified in response to (a) above inspects during his tour of duty;
- g. The other duties performed by the car inspectors identified in response to (d) above while on duty and not inspecting trains;
- h. The percentage of time the car inspectors identified in response to (d) above spend inspecting trains versus other assignments during their tour of duty;
- i. The materials and supplies used by the car inspectors at each of the locations identified in response to (a) above;
- j. The purchase price of each item identified in response to (i) above; and
- k. The total number of trains and cars inspected at each location identified in response to (a) above.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 30

Please produce all studies or analyses conducted by CSXT from January 1, 2011 to the present which model and evaluate rail operations over all or any part of the CSXT Lines in Illinois, Indiana or Michigan using the Rail Traffic Controller ("RTC") computer model. In addition to the results of such studies or analyses, please produce documents sufficient to show the following information for each study or analysis:

- a. The version of the RTC model utilized in each study or analysis;
- b. All electronic files input into the RTC model, including track input files, train input files, Form A and Form B files (or similar files showing track, operating or other outages or failures that affected train operations); and
- c. All electronic files generated as output from the RTC model for each study or analysis.

Response: CSXT specifically objects to this Request as overbroad to the extent that it requires CSXT to produce RTC studies funded and/or owned by third parties, including governmental authorities. Such studies are the proprietary information of the third parties who funded and instigated them. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce a list of non-privileged, responsive documents related to RTC studies that were funded and owned by CSXT, from which Consumers may select a reasonable number for production.

REQUEST FOR PRODUCTION NO. 31

Please produce the train list(s) and train profile(s) showing the scheduled horsepower per ton ("HPT") for (a) all CSXT trains operating between Origin and Destination, and (b) all other CSXT trains operating to, from, within or through Illinois, Indiana or Michigan. If the train list(s) or train profile(s) are not available, please provide other documents sufficient to show the scheduled HPT for the trains identified in (a) and (b) above.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period

of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 32

Please produce copies of the following documents:

- a. Documents sufficient to show the locomotive tonnage ratings (*e.g.* horsepower per trailing ton) by line segment for CSXT Lines between Origin and Destination; and
- b. Tractive effort tables or other documents sufficient to show the tractive effort produced by the locomotives used to transport trains through all or any portion of CSXT Lines in Illinois, Indiana or Michigan.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 33

Please produce all records from January 1, 2011 through the present related to CSXT's use of BNSF locomotives in the provision of service between Origin and Destination.

Response: CSXT objects to this Request as overbroad and unduly burdensome to the extent that it requests "all" records. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 34

Please produce all locomotive and/or railcar spare margin studies performed by or for CSXT from January 1, 2008 to the present that include (in whole or in part) locomotives used

(a) in CSXT coal service and/or (b) in other service to, from, within or through CSXT Lines in Illinois, Indiana or Michigan.

Response: CSXT specifically objects to the vague, ambiguous, and undefined term “locomotive and/or railcar spare margin.” CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 35

Please produce documents, in a computer-readable format to the extent available, sufficient to show the dispatch priority given by CSXT to each train type (e.g., doublestack, priority intermodal, through, general freight, coal, *etc.*) and, to the extent applicable, special dispatch priority given to any train within a grouping based on train type.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 36

Please produce documents sufficient to show unplanned track-related and operating-related incidents or outages that affected CSXT train operations on CSXT Lines in Illinois, Indiana and Michigan in 2012-2014, including the cause of the incidents or outages, the duration of the incidents or outages, the location of the incidents or outages, and the train IDs of any trains impacted by the incidents or outages.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 37

To the extent such information is not produced in response to Request for Production No. 33, please produce documents for each year or partial year 2011 to the present which list by initial and unit number: (a) locomotives used in the Consumers service between Origin and Destination, and in any other coal service between Origin and any destination or used by CSXT in providing transportation service, including switching services, on CSXT Lines and yards in Illinois, Indiana or Michigan; and (b) if such locomotives were drawn from a pool(s), all the locomotives in the pool(s) from which the locomotives used in the Consumers or other coal service are drawn.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by identifying the particular locomotives used in Illinois, Indiana, and Michigan, and compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 38

Please produce documents, in a computer-readable format to the extent available, which provide the following information for each of the locomotives contained in each of the listings produced in response to Request for Production No. 37, to the extent that the information is in CSXT's possession or is available to CSXT upon request:

- a. The locomotive initial and number;
- b. The manufacturer, if purchased;
- c. The lessor, if leased or rented, or provider, if used in run-through service;
- d. Model or type (e.g., SD-40-2);
- e. Horsepower;
- f. Capacity of its fuel tanks (gallons);
- g. Weight;
- h. Date of purchase or lease;
- i. Date first placed into service;
- j. The original cost plus the cost of any additions and betterments;
- k. Financing vehicle (e.g., equipment trust);
- l. Debt rate as a percent;
- m. Financing terms (in years);
- n. Annual depreciation;
- o. Annual depreciation as a percent;
- p. Current salvage value as a percent;
- q. Accrued depreciation;
- r. If leased, the type of lease (i.e., capital, operating, "power by the hour", etc.);
- s. If a capital lease, the capitalized value of the lease by locomotive or group of locomotives (if a group of locomotives, the number of locomotives (by initial and number) and aggregate dollars);
- t. If an operating lease, the quarterly, semi-annual, etc., lease payment by locomotive or group of locomotives covering the term of the lease (if a group of locomotives, the number of locomotives (by initial and number) and aggregate dollars);
- u. If leased or rented under a short-term or "power by the hour" agreement, the minimum annual fixed payment and the use payment (e.g., per kilowatt/hour, per diesel unit mile, etc.) per locomotive, the average annual payment per locomotive, and the annual locomotive unit-miles for each such locomotive, stated separately for coal service and other service; and
- v. The diesel unit-miles traveled each year or partial year from 2011 to the present in all types of service.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by identifying the particular locomotives used in the SARR States and compiling or organizing data and documents in a manner different from how those data and documents are

kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 39

Please produce all lease or rental agreements, including all supplements and copies of all billings, applicable to each leased or rented locomotive identified in response to Request for Production No. 37 and Request for Production No. 38.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by identifying the particular locomotives used in the SARR States and compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to the request for “all billings” as unduly burdensome and overbroad. CSXT also objects to the request to the extent it calls for production of confidential agreements that may require CSXT to provide notice to other parties before disclosure to Consumers. CSXT further objects to the request for “all” lease or rental agreements as overbroad and unduly burdensome. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce data from which Consumers can select a reasonable number of lease or rental agreements for production.

REQUEST FOR PRODUCTION NO. 40

Please produce all locomotive maintenance and repair records and/or reports and related documents for each year or partial year 2011 to the present, which provide CSXT locomotive maintenance, repair and overhaul expenses by locomotive or locomotive type or series (or by other basis in which records are kept) and the total locomotive unit-miles corresponding to these maintenance, repair and overhaul expenses for the locomotives identified in response to Request for Production No. 37. To the extent that these records and/or reports do not include all locomotive repair, maintenance and overhaul amounts reported in R-1 Schedule 410, please identify those expenses that are not included.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 41

Please produce all locomotive maintenance agreements, including all supplements, attachments, exhibits and schedules, with outside contractors and provide, for each year or partial year 2011 to the present for all locomotives in CSXT's fleet under such maintenance agreements, (a) the amount paid for each locomotive or by locomotive type in total and broken down by each service performed under the agreement and (b) the number of locomotive unit miles corresponding to the amounts listed above.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT also objects to the request to the extent it calls for production of confidential agreements that may require CSXT to provide notice to other parties before disclosure to Consumers. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 42

Please produce documents sufficient to show the following information for CSXT for the most recent 12 calendar months:

- a. The location(s) where locomotives are fueled on CSXT Lines in Illinois, Indiana and Michigan;
- b. The actual amount of fuel used by the locomotives identified in response to Request for Production No. 37, by individual locomotive;
- c. The total number of diesel unit miles generated by the locomotives for which fuel consumption data was provided in response to (b) above during the same time period used in response to (b) above;
- d. The method by which CSXT accounts for or records fuel usage for locomotives;
- e. Computer-readable versions (both compiled and non-compiled), including all supporting databases and necessary documentation, of any and all computer programs in CSXT's possession used to estimate the fuel usage of locomotives; and
- f. The same information for all road and switch locomotives on the CSXT system in the same format as that given in the responses to (b), (c), and (e) above.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to the request in subpart (e) for “computer programs or models,” which may violate the terms of applicable software licenses or agreements, as well as applicable copyright and patent laws. CSXT also objects because Consumers’ request that CSXT produce computer programs or models is not reasonably calculated to lead to the discovery of admissible evidence, and is overbroad and unduly burdensome. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 43

For the locomotive fueling locations identified in response to Request for Production No. 42, please produce documents sufficient to show the following information with respect to locomotive fueling at each location:

- a. The source(s) of the fuel, including the name and location of the vendor(s) who provide the fuel to CSXT and the refinery(ies) or other location from which the fuel is obtained;
- b. The method and cost of transporting and dispensing the fuel from the refinery(ies) or other locations from which the fuel is obtained to the location where the fueling of locomotives is performed;
- c. The method by which fuel is dispensed into locomotives, *i.e.* from fixed fueling facilities or by direct-to-locomotive (tanker truck) service; and
- d. A description of all facilities and equipment (including but not limited to fuel storage tanks) at each location where CSXT has fixed fueling facilities; and
- e. The cost per gallon paid (including any applicable taxes) on a weekly basis in 2013, and in 2014 to the extent available.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 44

Please produce copies of all contracts/agreements with third parties related to the performance of locomotive fueling functions for all locomotives that are used on CSXT Lines in Illinois, Indiana and Michigan.

Response: Subject to and without waiving the General Objections, CSXT responds that it will produce non-privileged, responsive documents in CSXT's possession, to the extent that they exist. CSXT will produce data from which contracts with third parties for locomotive fueling can be identified by Consumers for production.

REQUEST FOR PRODUCTION NO. 45

Please produce all studies, analyses and related documents, in a computer-readable format to the extent available, pertaining to the fuel consumption or the measurement of the fuel consumption by CSXT's trains (or the locomotives used on CSXT's trains) moving over any portion of the CSXT Lines in Illinois, Indiana or Michigan during the period from January 1, 2011 to the present.

Response: CSXT specifically objects to Consumers' overbroad and unduly burdensome request for "all" documents and to the vague and ambiguous term "related documents." CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 46

Please produce documents, in a computer readable format to the extent available, which show locomotive utilization and locomotive performance (e.g., locomotive unit-miles, locomotive hours running, locomotive hours switching, locomotive hours out-of-service for repairs and locomotive hours stored useable) for each locomotive that CSXT owned or leased for each year or partial year 2011 to the present and that CSXT used in providing transportation service on CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT specifically objects to the vague, ambiguous, and undefined term "locomotive utilization." CSXT also objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 47

Please produce documents for each year or partial year 2011 to the present which contain the following, in a computer readable format, for each freight car purchased or leased by CSXT (including freight cars currently on order and privately- owned freight cars leased by CSXT that maintain the private owner's car initial and number) that CSXT has in providing transportation service in Illinois, Indiana or Michigan:

- a. Initial and number;
- b. Manufacturer;
- c. Lessor, if leased;
- d. AAR car type;
- e. Tare weight;
- f. Purchase or order date, if purchased;
- g. Lease or order date, if leased;
- h. Total purchase price, if purchased;
- i. If leased, the type of lease (e.g., capital, operating, etc.) and term;
- j. If leased, the amount and frequency of lease payments;
- k. If purchased, the AFE applicable to each purchased freight car; and
- l. If leased, the lease agreement including all supplements, amendments, exhibits and applicable schedules.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome. CSXT also objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search. Also subject to its objections, CSXT will produce a list of responsive leased freight cars, from which Consumers may select a reasonable number of leases it wishes to review.

REQUEST FOR PRODUCTION NO. 48

Please produce all railcar repair and maintenance records, reports, databases and related documents which include or record rail car repair and maintenance expenses for each year or partial year 2011 to the present, including but not limited to all input data to schedules 415 and 755 of CSXT's R-1, and the total rail car-miles corresponding to these repair and maintenance expenses, in a computer readable format to the extent possible, for all freight cars in CSXT's system. To the extent that these records, reports and databases do not include all car repair and maintenance amounts reported in R-1 Schedule 410, please identify the expenses that are excluded.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to the request for production of “all” records as overbroad and unduly burdensome. CSXT also objects to Consumers’ overbroad and unduly burdensome request for all “related documents.” CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 49

Please produce documents for each year or partial year 2011 to the present that contain the following, in a computer readable format, for each trailer (chassis) or container purchased or leased by CSXT, CSXI, or another affiliate of CSXT (including trailers/containers currently on order and privately-owned trailers and containers leased by CSXT or CSXI or an affiliate):

- a. Initial and number;
- b. Lessor, if leased;
- c. Tare weight;
- d. Purchase or order date, if purchased;
- e. Lease or order date, if leased;
- f. Total purchase price, if purchased;

- g. If leased, the type of lease (e.g., capital, operating, etc.) and term;
- h. If leased, the amount and frequency of lease payments;
- i. If purchased, the AFE applicable to each purchased trailer or container; and
- j. If leased, the lease agreement including all supplements, amendments, exhibits and applicable schedules.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome. CSXT also objects to the request for CSXI trailers and containers because CSXI no longer exists. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search. Also subject to its objections, CSXT will produce a list of responsive leased trailers and containers, from which Consumers may select a reasonable number of leases it wishes to review.

REQUEST FOR PRODUCTION NO. 50

Please produce documents for each year or partial year 2011 to the present, that contain the following, in a computer readable format if available, for each Auto Rack Car and/or Auto Rack which attaches to a flat car purchased or leased by CSXT, CSXI or another affiliate of CSXT (including privately-owned Auto Rack Cars leased by CSXT, CSXI or an affiliate, and Auto Rack Cars currently on order):

- a. Initial and number;
- b. Lessor, if leased;
- c. Tare weight;
- d. Purchase or order date, if purchased;
- e. Lease or order date, if leased;
- f. Total purchase price, if purchased;
- g. If leased, the type of lease (e.g., capital, operating, etc.) and term;
- h. If leased, the amount and frequency of lease payments;

- i. If purchased, the AFE applicable to each purchased trailer or container; and
- j. If leased, the lease agreement including all supplements, amendments, exhibits and applicable schedules.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by gathering, compiling and organizing data, documents, or information in a manner different from how they are kept in the ordinary course of business. CSXT also objects to the request for CSXI auto rack cars because CSXI no longer exists. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search. Also subject to its objections, CSXT will produce a list of responsive leased auto rack cars, from which Consumers may select a reasonable number of leases it wishes to review.

REQUEST FOR PRODUCTION NO. 51

Under *Alternative Methods of Accounting for Railroad Track Structures*, 367 I.C.C. 157, 180 (1983), CSXT is required to submit a standard "unit of property" that distinguishes between when a certain cost should be expensed or capitalized. Please produce CSXT's most recent, STB approved, property units and the supporting information and data for those units.

Response: CSXT specifically objects to Consumers' request for "supporting information and data" as vague, ambiguous, and not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession sufficient to show CSXT's capitalization policy.

REQUEST FOR PRODUCTION NO. 52

Please produce a copy of CSXT's rules and instructions pertaining to train handling, including but not limited to measures for conserving fuel.

Response: CSXT specifically objects to the vague and undefined term “train handling.” CSXT further objects to the undefined term “pertaining to” as vague, ambiguous, and potentially overbroad. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 53

For each year or partial year 2011 to the present, please produce documents which contain the following information (in a computer-readable format, if available) with respect to each shipper-owned and shipper-leased railcar and each intermodal and automotive railcar provided by a third party moving over any part of CSXT's Lines in Illinois, Indiana and Michigan:

- a. Identification number of the car;
- b. The type of the car;
- c. The length and tare weight of the car (for intermodal and automotive cars only);
- d. The cost to CSXT for use of the car;
- e. The terms of any mileage allowance agreement covering the car;
- f. Whether the car is subject to a zero-based mileage agreement;
- g. Whether the car hire paid on the car is subject to refund of the payments under certain contractual conditions; and
- h. The year of manufacture of the car.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT also objects to this Request as overbroad and unduly burdensome. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from

January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 54

Please produce all railcar maintenance agreements with outside contractors, including all supplements, attachments, exhibits and schedules, in effect during all or any portion of each year or partial year 2011 to the present, for all the cars on CSXT's Lines in Illinois, Indiana and Michigan, and documents providing (a) the amount paid for each car or by car or by car type total and broken down by each service performed under the agreement, and (b) the number of car-miles corresponding to the amounts referenced in (a).

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT also objects to this Request as overbroad and unduly burdensome. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce a list of maintenance agreements from which Consumers can select agreements for production.

REQUEST FOR PRODUCTION NO. 55

Please produce copies of all contracts/agreements with third parties (including but not limited to shippers or receivers) in effect during all or any portion of the period from January 1, 2011 to the present related to the performance of car inspection functions with respect to (a) CSXT coal trains and (b) other CSXT trains traversing all or a portion of CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT objects to this Request as overbroad and unduly burdensome. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 56

Please produce the following for all joint ownership, joint facility or joint use agreements, including but not limited to trackage rights agreements, joint or common ownership agreements and lease agreements, between CSXT and another rail carrier or other entity applicable to any of the railroad lines and/or facilities in Illinois, Indiana and Michigan (including but not limited to any agreement(s) between CSXT and Norfolk Southern Railway ("NS") and/or Norfolk Southern Corporation that allows CSXT to operate over the NS line segment between Pine Junction and Porter, Indiana via Portage, Indiana), and that were in effect during all or any portion of the period from January 1, 2011 to the present:

- a. Copies of all agreements (including amendments and supplements);
- b. Copies of all bills and/or payments from 2011 to the present (including all supporting documents and data), including but not limited to all payments made by CSXT to NS for use of the NS line segment between Pine Junction and Porter, Indiana for each month, quarter and/or annual period from 2011 to the present; and
- c. Density data and operating statistics (including but not limited to train miles, train hours, locomotive unit miles, loaded car-miles, empty car-miles, net ton-miles, gross ton-miles (both including and excluding locomotives), and number of trains) separately for CSXT and all other carriers using the facility for each year or partial year for the period from 2011 to the present.

Response: CSXT specifically objects to Consumers' request for production of "all" agreements and bills as unduly burdensome and overbroad. CSXT also objects to the request to the extent it calls for production of confidential agreements that may require CSXT to provide notice to other parties before disclosure to Consumers. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will make a reasonably limited number of joint facility or joint use agreements available to Consumers. CSXT will produce data from which Consumers can select particular joint facility and joint use agreements for production.

REQUEST FOR PRODUCTION NO. 57

Please produce all documents related to any lease of CSXT Lines in Michigan by the Michigan Shore Railroad ("MSRR"), including but not limited to the following for each such arrangement:

- a. All lease agreements, including amendments or other modifications;

- b. All correspondence or other communications between CSXT and MSRR with respect to the terms of any leases or the condition of the leased premises;
- c. All documents related to any actual or proposed additions or betterments to the leased premises, separately for those made or proposed by CSXT and those made or proposed by MSRR;
- d. All payments (including but not limited to rental payments) made by MSRR to CSXT in consideration of MSRR's use of the leased premises;
- e. All documents related to traffic transported or proposed by MSRR to be transported over the leased premises;
- f. All documents related to rates, operating rules or other conditions applicable to MSRR operations over the leased premises;
- g. All documents related to CSXT's own use of or control over the use of the leased premises; and
- h. All pleadings, other filings or other documents related to any regulatory approvals or exemptions by the STB or other regulatory authority of MSRR's lease of and operation over the leased premises.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to Consumers' request for production of "all" documents related to the lease of CSXT lines by the MSRR as unduly burdensome and overbroad. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 58

For each year or partial year 2011 to the present, please produce CSXT's detailed annual and quarterly Wage Forms A and B that support the summary Wage Forms A and B provided to the STB.

Response: CSXT objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged,

responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 59

Please provide documents sufficient to show the amounts paid by CSXT for training employees and the number of employees trained, including but not limited to training employees hired for the following positions, in each of the year 2011 to the present:

- a. Experienced locomotive engineers;
- b. Experienced locomotive conductors;
- c. Locomotive conductors training to become engineers;
- d. Novice conductors;
- e. Train dispatchers;
- f. Crew callers;
- g. Information technology programmers;
- h. Supervisors of maintenance operations;
- i. Maintenance of way employees; and
- j. Equipment inspectors.

The training information requested includes, but is not limited to, wages paid during classroom training, wages paid during field or on the job training, fringe benefits paid during classroom training, fringe benefits paid during field or on the job training, costs for classroom training, costs for on the job training or field training, expenses for room and board during classroom training and during field training, the number of weeks of classroom training required for each type of employee, and the number of weeks of on the job or field training required for each type of employee.

Response: CSXT objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 60

Please produce documents sufficient to show the amount(s) paid by CSXT to a recruitment firm or firms for executive search services in each year or partial year 2011 to the present. The documents should include the amount paid by individual, the position of the individual hired and the basis for the recruitment firm's fee schedule. As used in this Request,

the term "executive" means those employees so defined or grouped in CSXT's Wage Forms A and B.

Response: CSXT objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 61

Please produce documents sufficient to show the applicable wage rates for CSXT's maintenance of way employees by job classification for each year or partial year 2011 to the present.

Response: CSXT objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 62

Please provide documents sufficient to show CSXT's existing maintenance-of-way plan and staffing in Illinois, Indiana and Michigan, including maintenance-of-way districts and/or crews employed by CSXT to maintain the (a) track, (b) signals and communications facilities, and (c) bridges and (d) all other facilities and structures in Illinois, Indiana and Michigan, the number of CSXT employees by job classification presently assigned to each maintenance-of-way district or crew on both a permanent and a seasonal basis, and any changes in the maintenance districts, crews, and number and classification of employees that have occurred since January 1, 2011.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT also objects to this Request as vague and ambiguous to the extent that it calls for "any changes." CSXT will

interpret this Request as calling for information about significant general changes to the designations of the maintenance and crew districts, including the numbers and classifications of employees assigned to these districts, to the extent such changes to classifications are specified in the district designations. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 63

Please produce documents sufficient to show the maintenance-of-way equipment owned or leased by CSXT whose value per unit exceeded \$5,000 when acquired, and how such equipment is assigned to the respective maintenance-of-way districts identified in response to Request for Production No. 62. In addition, please provide documents sufficient to show the unit costs for such equipment, if purchased, or the annual lease cost if leased, and the annual cost of ownership including information on maintenance and fueling costs during each year or partial year 2011 to the present.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 64

For maintenance of way and/or construction for CSXT Lines in Illinois, Indiana and Michigan performed by contractors for the period from 2011 to the present, please produce copies of all bills for services, documents which contain a description of the line location of

the contract repairs and/or construction, and the details of the work performed, including labor and materials. If CSXT does not maintain copies of these documents, produce whatever documents CSXT does maintain or have available to it describing the costs incurred by CSXT and the details of the work performed, in a computer readable form if available (including all necessary decoders or other explanatory documentation).

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome to the extent the Request calls for “copies of all bills for services.” CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce a reasonably limited number of maintenance of way or construction bills for the period between January 1, 2012 and December 31, 2014. CSXT will produce data from which Consumers can select particular maintenance of way or construction bills for production.

REQUEST FOR PRODUCTION NO. 65

Please produce documents for each year or partial year from 2011 to the present sufficient to show (a) the frequency of ultrasonic rail testing and track geometry testing and (b) the costs per mile, or other applicable unit of measure, incurred by CSXT for ultrasonic rail testing and track geometry testing for CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by gathering, compiling and organizing data, documents, or information in a manner different from how they are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 66

Please produce documents sufficient to show the frequency of rail grinding as well as the cost per mile, or other applicable unit of measure, incurred by CSXT for rail grinding for CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by gathering, compiling and organizing data, documents, or information in a manner different from how they are kept in the ordinary course of business. Subject to and without waiving this objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 67

Please produce documents sufficient to show the transaction costs incurred by CSXT, by service unit, for electronic data interchange services with Railinc (or other applicable service providers) during each of the years 2011 to the present.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 68

Please produce documents for each year or partial year 2011 to the present which provide CSXT's loss and damage costs and annual tonnage separately for each commodity that CSXT carries on its system.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 69

Please produce documents, including, but not limited to, tax returns filed with the States and all supporting schedules and attachments, showing the ad valorem taxes that CSXT paid to each of the States of Illinois, Indiana and Michigan for each year or partial year 2011 to the present, together with documents showing the total route-miles and total track-miles CSXT owned or owns in the State for each year 2011 to the present.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 70

Please produce all documents relating to any contribution by any governmental or quasi-governmental entity (including, without limitation, Amtrak, CREATE, or other passenger or commuter rail entities) to the construction, upgrading, maintenance and/or operating expenses on any CSXT Lines in Illinois, Indiana or Michigan.

Response: CSXT specifically objects to this Request as overbroad and unduly burdensome in that it seeks “all” documents without any date limitation. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce a reasonably limited number of agreements with governmental or quasi-governmental entities responsive to this request.

REQUEST FOR PRODUCTION NO. 71

Please produce an unredacted copy of CSXT's Positive Train Control ("PTC") Implementation Plan filed with the Federal Railroad Administration as required under 49 C.F.R. Part 236, as well as any amendments or supplements thereto.

Response: CSXT specifically objects to this Request to the extent it calls for disclosure of Sensitive Security Information (“SSI”). CSXT further objects to this Request as unduly burdensome because the non-SSI information indicated by the request is publicly available to Consumers. Subject to and without waiving these objections and the General Objections, CSXT states that it will produce unredacted portions of its PTC Implementation Plan only to the extent authorized by law and in the manner authorized by law.

REQUEST FOR PRODUCTION NO. 72

Please produce documents sufficient to show CSXT's actual costs to implement its PTC program, including but not limited to all input data to schedules PTC 330, PTC 332, PTC 335, PTC 352B, PTC 410, PTC 700, PTC 710, PTC 710S, PTC 720 and PTC Supplement: Grants of CSXT's R-1 from 2013 to present. To the extent that these records, reports and databases do not include all cost amounts reported in the R-1 Schedules, please identify the expenses that are excluded.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 73

Please produce copies of the most current land valuation maps for CSXT Lines in Illinois, Indiana and Michigan, and all documents (including but not limited to deeds or other instruments of grant or conveyance) related to the parcels identified on those maps.

Response: CSXT objects to this Request as overbroad and unduly burdensome, as it calls for production of voluminous land valuation maps as well as “all” documents “related to” identified parcels. Subject to and without waiving this objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 74

Please produce documents sufficient to show all donated rights of way and/or land grants (including easements) obtained by CSXT's and/or CSXT's predecessors in connection with the construction of any rail lines or facilities located on CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT objects to this Request as overbroad and unduly burdensome, as it calls for production of documents identifying “all” donated rights of way and easements. Subject to and without waiving this objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 75

Please produce all documents related to any sale, appraisal, abandonment or acquisition of land (improved and unimproved) that CSXT completed on CSXT Lines in Illinois, Indiana or Michigan since 2011, including but not limited to documents showing the location of the parcel, size of the parcel, the valuation of the parcel by CSXT, the sale or acquisition price, CSXT land transaction cost, a description of any improvements to the parcel, the date of sale, and any characteristics of the parcel such as land use, utilities, access and topography.

Response: CSXT specifically objects to this Request as overbroad and unduly burdensome in that it seeks “all” documents “related to” any sale, appraisal, abandonment or acquisition. CSXT further objects to this Request as overbroad and unduly burdensome in that it

is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 76

Please produce documents sufficient to show the following with respect to grading construction activities undertaken or proposed at any time by CSXT or its predecessors, or currently ongoing, on any CSXT Lines in Illinois, Indiana or Michigan:

- a. Number of cubic yards of excavation of:
 - i. Common earth;
 - ii. Loose rock;
 - iii. Solid rock; and
 - iv. Unclassified material.
- b. Number of cubic yards of embankment of:
 - i. Common earth;
 - ii. Loose rock;
 - iii. Solid rock; and
 - iv. Unclassified material.
- c. Number of cubic yards of borrow of:
 - i. Common earth;
 - ii. Loose rock;
 - iii. Solid rock; and
 - iv. Unclassified material.
- d. Grading construction data for each construction specification measured by CSXT including without limitation, roadbed width, side slope ratio, track center distance, presence of access roads, impact of grading activities on right-of-way width, use of geotextiles, use of water, soil stabilization, and width and depth of side ditches;
- e. Number of route miles, separated between single track main, double track main, triple track main, etc., corresponding to the cubic yard information described in paragraphs (i) through (iv) of Subparts (a), (b) and (c) of this Request;
- f. Number of track-miles corresponding to the cubic yards in paragraphs (i) through (iv) of Subparts (a), (b) and (c) of this Request;

- g. All of the different types of equipment (and the associated tasks) used to:
 - i. Excavate common earth;
 - ii. Excavate loose rock;
 - iii. Excavate solid rock;
 - iv. Excavate unclassified material; and
 - v. Obtain borrow material.
- h. Linear feet of pipe installed for lateral drainage;
- i. Number of cubic yards of rip-rap placed for the protection of the roadway;
- j. Location, type and quantity of retaining walls;
- k. Construction method, including but not limited to the number of cubic yards of masonry or other similar material used for retaining walls;
- l. Number of acres cleared;
- m. Number of acres grubbed; and
- n. Number of acres seeded.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it seeks documents related to any grading construction activities “undertaken or proposed” at “any time.” Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession for the period from January 1, 2011 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 77

Please produce documents sufficient to show the costs that CSXT incurred during each year 2011 to the present for the following:

- a. Cost per cubic yard of excavation for:
 - i. Common earth;
 - ii. Loose rock;
 - iii. Solid rock; and
 - iv. Unclassified material.

- b. Number of cubic yards of embankment of:
 - i. Common earth;
 - ii. Loose rock;
 - iii. Solid rock; and
 - iv. Unclassified material.
- c. Cost per cubic yard of borrow for:
 - i. Common earth;
 - ii. Loose rock;
 - iii. Solid rock; and
 - iv. Unclassified material.
- d. Cost per cubic yard of rip-rap (installed), separated between material and labor;
- e. Cost for each material used for retaining walls, separated between material and labor;
- f. Gross cost per acre for clearing timber and any credits reflecting the sale of timber;
- g. Cost per acre for grubbing;
- h. Cost per acre for seeding;
- i. Cost per acre for weed spray (including necessary chemicals);
- j. Cost per hour or per mile for brush cutting;
- k. Cost per square yard for geotextile fabric;
- l. Cost per linear foot for yard drainage facilities. Request for Production No. 78
- m. Please produce documents sufficient to show culvert/drainage pipe locations (*i.e.*, railroad milepost), size (diameter), length, height of cover, number of tracks crossed, type, and cost of material and installation for each, for CSXT Lines in Illinois, Indiana and Michigan.

Response: Subject to and without waiving the General Objections, CSXT incorporates by reference its response to Request for Production No. 76.

REQUEST FOR PRODUCTION NO. 78

Please produce documents sufficient to show culvert/drainage pipe locations (*i.e.*, railroad milepost), size (diameter), length, height of cover, number of tracks crossed, type, and cost of material and installation for each, for CSXT Lines in Illinois, Indiana, and Michigan.

Response: Subject to and without waiving the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 79

Please produce documents sufficient to show the following for construction projects that CSXT has undertaken since January 1, 2011:

- a. Standard construction project specifications, including but not limited to: track structures and designs; bridges; culverts; yard and roadway buildings; fueling facilities; maintenance facilities and waste water treatment facilities;
- b. Whether or not the project was performed "under traffic", (*i.e.*, traffic continued to move through the construction area);
- c. Standard estimating procedures for track construction projects; and
- d. Standard estimating procedures for non-track construction projects.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce a list of AFEs from which Consumers can select a reasonable number of AFEs for projects which exceeded \$2,000,000 for production.

REQUEST FOR PRODUCTION NO. 80

Please produce all of CSXT's price list books governing prices for construction and maintenance materials (including but not limited to weights of rail from 115 to 141 pounds per yard, turnouts, ties, fasteners, lubricators, plant and field welds, fencing, roadway signs, track geometry cars, hot bearing and dragging equipment detectors, and related tools), or other documents utilized by CSXT's engineering personnel for estimating costs of maintenance and construction projects for each year or partial year 2011 to the present. To the extent that the charges for transportation and delivery of materials are not included in the prices shown, please produce documents sufficient to show such charges for all materials.

Response: CSXT specifically objects to this Request as overbroad and unduly burdensome in it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 81

Please produce documents sufficient to show the following information with respect to rail purchased by CSXT and used on CSXT Lines in Illinois, Indiana or Michigan for each year or partial year 2011 to the present:

- a. The average cost per linear foot and/or ton by weight of rail for both new and relay rail;
- b. The source of the rail;
- c. The average cost per ton-mile to transport the rail on CSXT;
- d. The average cost per ton to handle the rail, categorized by the length of and weight of rail, including the cost for a specialized rail train if applicable, on CSXT;
- e. The average cost per ton-mile, by carrier, to transport the rail on a foreign carrier by carrier; and
- f. The average cost per ton to handle the rail, categorized by length and weight of rail, including the cost for a specialized rail train if applicable, on a foreign carrier by carrier.
- g. Any haulage agreements between CSXT and a foreign carrier that applied or could apply to the transportation of rail over either carriers rail lines in Illinois, Indiana or Michigan.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession

covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 82

Please produce documents sufficient to show the following information with respect to ballast or sub-ballast used on CSXT Lines in Illinois, Indiana or Michigan for each year or partial year 2011 to the present:

- a. The average cost per cubic yard for ballast, by type;
- b. The average cost per cubic yard for the transportation and handling of ballast;
- c. The average length of haul represented by the value(s) in (b) above;
- d. The average cost per cubic yard for sub-ballast, by type;
- e. The average cost per cubic yard for transportation and handling of sub-ballast;
- f. The average length of haul represented by the value(s) in Subpart (e)
- g. above;
- h. The names and locations of all quarries supplying such ballast or sub-ballast; and
- i. The unit prices from all quarries listed in response to Subpart (g).

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in part because it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 83

Please produce documents sufficient to show the tunnels or former tunnels that have been constructed or removed (by daylighting or other means) by CSXT or its predecessors, detailing location (line segment and milepost), length, number of tracks in the tunnel, method and time period of construction, and the cost per linear foot to construct or remove the tunnel, for any tunnels located on CSXT Lines in Illinois, Indiana or Michigan. If no cost data is

available for any such tunnels, please produce documents sufficient to show the cost per linear foot of any tunnel construction or removal performed anywhere on CSXT's system since January 1, 2011.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving this objection and the General Objections, CSXT responds that the only two tunnels on the CSXT System in the three SARR States are in southern Indiana and not on the typical route of movement for the issue traffic. CSXT will produce documents sufficient to show the location of these tunnels, but production of cost data is not relevant or necessary in this case.

REQUEST FOR PRODUCTION NO. 84

Please produce bridge lists or other documents detailing location (milepost, division and subdivision), number of spans, type(s) of spans, length of each span, load rating, a description of what is being crossed (*e.g.*, name of body of water, highway or road (including name or number), navigable waterway *etc.*), whether or not it is a movable bridge, whether or not it is in service, type, length, number of tracks, clearance, height, curvature and skew (if any) for all bridges located on CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they exist.

REQUEST FOR PRODUCTION NO. 85

For each of the types of bridges identified in the documents produced in response to Request for Production No. 84, please produce documents sufficient to show the standard design for the bridge type and the unit costs (*e.g.*, cost per foot or other appropriate measure), for single track open deck and ballast deck construction and double track open deck and ballast deck construction, from 2011 to the present.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 86

Please produce documents sufficient to show the following information related to the construction or replacement, in part or in whole, of each bridge on CSXT's Lines in Illinois, Indiana and Michigan from 2011 to the present:

- a. The location of the bridge, by line segment and milepost;
- b. An itemized listing of the bridge components being constructed or replaced (including quantities);
- c. The estimated cost, by component, for each of the components (identified in response to Subpart (b) above) being constructed or replaced; and
- d. The actual cost, by component, for each of the components (identified in response to Subpart (b) above) being constructed or replaced;
- e. The design for each bridge;
- f. The total cost of the bridge;
- g. The total length of the bridge;
- h. Whether the project was new construction or rehabilitation;
- i. Whether or not the project was performed "under traffic", i.e. traffic continued to move through the construction area;
- j. All costs incurred as a function of performing the project under traffic, e.g., flagging costs, temporary signal costs, realignments, delays and all other costs that would not be incurred if the bridge was new construction;
- k. The construction documents and contracts for the construction and/or rehabilitation; and
- l. Any cost sharing between CSXT and another entity.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome, in part because it is not limited to a reasonable period of time. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce a list of AFEs from which Consumers can select a reasonable number of AFEs related to bridge construction or replacement for production.

REQUEST FOR PRODUCTION NO. 87

Please produce documents (in computer readable format to the extent available) that identify and list the location and type of communications and signals systems/facilities used for train operations by milepost, division, and subdivision on the CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 88

Please produce documents listing the items, the cost of each item and the quantity of each item installed on CSXT's system related to the construction and (during each year or partial year 2011 to the present) operation of the centralized traffic control signal system(s) or any other traffic control system in use on the CSXT system (including hot bearing and dragging/failed equipment detectors). Please indicate whether the costs include additional services such as installation, design planning, electrical drops for utilities, and/or transportation. If the costs for additional services are not included, please provide each cost separately for each additional service.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different

from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome, in part because it is not limited to a reasonable period of time. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce a list of AFEs from which Consumers can select a reasonable number of AFEs related to traffic control systems for production.

REQUEST FOR PRODUCTION NO. 89

Please produce documents containing the following information for each CSXT communications site (defined as a location with a microwave tower, a land mobile radio ("LMR") tower, a tower used for both purposes, or a location where communications equipment (microwave or LMR) is located that does not include a tower) located on or near CSXT Lines in Illinois, Indiana or Michigan:

- a. The number of microwave towers, LMR towers, combined towers, or other communications equipment location (shown separately for each category);
- b. The latitude and longitude coordinates of each tower or other communications equipment location;
- c. The height of each tower in (i) feet above the ground and (ii) feet above sea level;
- d. The number of microwave antennae on each tower and the status of each antenna (*i.e.*, whether it is operational);
- e. The number of LMR antennae on each tower and the status of each antenna (*i.e.*, whether it is operational);
- f. The latitude and longitude coordinates of other communications sites that can link via microwave or radio from this site or a topological map of the communication system; and
- g. The acres of land owned or leased by CSXT for these sites and the cost of purchase or lease.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 90

Please produce documents sufficient to show:

- a. CSXT's specifications for the construction of communications sites (as defined in Request for Production No. 87 above);
- b. The total number of CSXT route miles on CSXT Lines in Illinois, Indiana and Michigan that are covered by microwave communications;
- c. The total number of CSXT route miles on CSXT Lines in Illinois, Indiana and Michigan that are not covered by microwave communications;
- d. The cost, manufacturer and model number of each item and the quantities used for the construction and operation of the microwave radio and/or land mobile radio communications system(s) on the CSXT system during each of the years 2011 to the present; and
- e. The annual spot maintenance costs incurred by CSXT for the microwave and/or land mobile radio tower communications system per tower and by device type, on CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 91

Please produce documents sufficient to describe the specifications, functions, operation and costs, during each year or partial year 2011 to the present, of any communications system equipment other than microwave towers used to transmit data from devices such as mobile two-way radios, portable (hand-held) two-way radios, FEDs, AEI scanners and EOTDs across all or any part of the CSXT system(s).

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different

from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 92

Please produce documents sufficient to show:

- a. The locations and quantities of fiber optic cabling installed on CSXT rights-of-way in Illinois, Indiana and Michigan;
- b. The bandwidth capacity of the fiber optic cabling identified in Subpart (a);
- c. The entity that owns and operates the fiber optic cabling identified in Subpart (a);
- d. The costs to CSXT, if any, for installing the fiber optic cable identified in Subpart (a);
- e. Whether CSXT is permitted to use the fiber optic cable identified in Subpart (a);
- f. The amount, if any, that CSXT pays the carriers for use of the fiber optic cable identified in Subpart (e); and
- g. The revenues or other payments that CSXT receives from the carriers for the use of the railroad's right-of-way for fiber optic cable.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 93

If CSXT utilizes the fiber optic cable(s) identified in response to Request for Production No. 92, please provide documents sufficient to show:

- a. The total number of CSXT route miles on CSXT Lines in Illinois, Indiana and Michigan that are covered by fiber optic communications;
- b. The cost, manufacturer and model number of each item and the quantities used for the construction and operation of the fiber optic communications system on the CSXT system(s) during each of the years 2011 to the present; and
- c. The annual spot maintenance costs incurred by CSXT for the fiber optic communications system and by device type, on CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 94

Please produce documents sufficient to show the location, size (including square footage, number and lengths of tracks, capacity, etc.), components (such as equipment and machinery), and original cost of each facility located on CSXT Lines in Illinois, Indiana and Michigan that falls within each of the following categories of facilities:

- a. Roadway maintenance facilities;
- b. Locomotive maintenance facilities;
- c. Locomotive servicing facilities (including fueling facilities);
- d. Administrative facilities;
- e. Rail yards;
- f. Dispatch centers;
- g. Freight car repair and maintenance facilities;
- h. Scales;

- i. Wastewater treatment plants;
- j. Landslide/rockslide detection/protection devices or facilities;
- k. Snowshed facilities; and
- l. Train, yard and engineman facilities.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it seeks information on “original cost” without any date limitation. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 95

For each year or partial year 2011 to the present, please produce documents which contain the following information with regard to CSXT highway and railroad at-grade crossings:

- a. The various sizes, compositions and costs per linear foot (installed) of a one-lane private road crossing over a single line of track;
- b. The various sizes, compositions and costs per linear foot (installed) of a two-lane public highway crossing over a single line of track;
- c. The various sizes, compositions and costs per linear foot (installed) of a four-lane public highway crossing over a single line of track;
- d. The installed cost of signs for a private road crossing (if necessary);
- e. The installed cost of signs for a public highway crossing;
- f. The installed cost of each of the different types of protective devices identified in the response to Subpart (g) below;
- g. A list identifying each component required for an automatic type interlocking (assuming a diamond crossing);
- h. The cost of each of the components identified in response to Subpart (g) above and the cost of installation for each year or partial year 2008 to the present;
- i. The costs for a 16-foot and 24-foot cattle guard and the cost of installation for each year or partial year 2011 to the present; and
- j. Any additional costs incurred.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to subpart (h) of this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time and instead seeks information since 2011. Subject to and without waiving this objection and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession dated from 2012 to the present, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 96

Please produce documents in a computer readable format, to the extent available, containing the following information for each CSXT at-grade and grade-separated road crossing on CSXT Lines in Illinois, Indiana and Michigan:

- a. Geographic location, *i.e.*, city, county and State;
- b. Rail location, *i.e.*, railroad, line name and milepost;
- c. Whether public or private;
- d. Name of road crossed;
- e. Width;
- f. Length;
- g. Type of construction;
- h. Number of tracks;
- i. Type of protective devices;
- j. Date of initial installation at the location;
- k. Total cost of the initial installation and the amount borne by CSXT, if any; and
- l. Identification of the party responsible for ongoing maintenance of any such structures.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further

objects to this Request as overbroad and unduly burdensome in that it seeks information on “cost” and “date of initial installation” without any date limitation. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 97

For each grade-separated, highway crossing identified in Request for Production No. 96, please provide documents sufficient to show, separately for each crossing:

- a. The total construction cost of the highway crossing;
- b. The percentage of the total cost incurred by CSXT;
- c. Any monies received by CSXT from any other party to compensate CSXT for the use of the crossing, including, but not limited to, maintenance and easement payments.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome, in part because it seeks information without any date limitation. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession from January 1, 2012 to December 31, 2014 that can be located after a reasonable search.

REQUEST FOR PRODUCTION NO. 98

Please produce documents sufficient to show the location, linear feet, and type of fencing (*e.g.*, snow fence) for all fencing currently in place on CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different

from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as unduly burdensome. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 99

Please produce all documents relating to any contribution by any governmental or quasi-governmental entity (including, without limitation, Amtrak, CREATE, or other passenger or commuter rail entities) to the construction or maintenance of at-grade or grade separated crossings of CSXT Lines in Illinois, Indiana and Michigan.

Response: CSXT specifically objects to this Request as overbroad and unduly burdensome in that it seeks “all” documents without any date limitation. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will make a reasonably limited number of agreements with governmental or quasi-governmental entities responsive to this request available to Consumers. CSXT will produce data from which Consumers can select particular agreements for production.

REQUEST FOR PRODUCTION NO. 100

Please produce documents sufficient to show the following for each construction and rehabilitation project which exceeded \$2,000,000 in cost and was completed by CSXT, or an outside contractor acting on CSXT's behalf, since January 1, 2011:

- a. The date the project was started;
- b. The date the project was completed;
- c. Whether the project was new construction or rehabilitation;
- d. Whether or not the project was performed "under traffic", (*i.e.*, traffic continued to move through the construction area);
- e. A complete copy of the Authorization For Expenditure ("AFE") and description of all columns and data contained with the AFEs;
- f. A complete copy of the Roadway Completion Report or any successor document;
- g. All invoices underlying each AFE and/or Roadway Completion Report;
- h. Engineering and/or construction plans;

- i. Progress reports;
- j. Photographs, if available; and
- k. Construction contracts.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome, in part because it is not limited to a reasonable period of time. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce a list of AFEs from which Consumers can select a reasonable number of AFEs for projects which exceeded \$2,000,000 for production.

REQUEST FOR PRODUCTION NO. 101

Please produce documents, including but not limited to AFEs, construction plans, engineering estimates, bid tabs, contractor invoices, and construction specifications, for any projects that a carrier other than CSXT has undertaken on CSXT Lines in Illinois, Indiana or Michigan for which CSXT paid for some or all of the project cost since 2011.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome, in part because it is not limited to a reasonable period of time. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce a list of AFEs from which Consumers can select a reasonable number for production.

REQUEST FOR PRODUCTION NO. 102

Please provide documents identifying each electrical connection in Illinois, Indiana, and Michigan that is used to provide power to devices including, but not limited to, the CTC system and other signal devices, hot box detectors, failed equipment detectors, powered road crossings, warning devices and power switches, and provide the following for each such connection:

- a. The location of the connection by line segment and milepost;

- b. The source of the electricity;
- c. The amount CSXT paid for each connection and the date; and
- d. CSXT's costs for each billing period from 2008 to the present.

Response: CSXT specifically objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT also objects to this Request as overbroad and unduly burdensome in that it seeks documents dating from 2008. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 103

Please produce documents (in computer readable format to the extent available) that depict individual tracks, connections to the main line, turnouts, communications, signals and elevations for all yards on the CSXT system which are located in Illinois, Indiana, and Michigan.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 104

Please produce all inflation and/or rail cost adjustment estimates or calculations in CSXT's possession or that CSXT prepared or caused to be prepared or purchased for each year or partial year 2011 to the present, including, but not limited to, any estimates relating to:

- a. The cost of acquiring equity;
- b. The cost of acquiring debt;
- c. General expenses, including, but not limited to, asset, equipment, materials and supplies, fuel and labor expense;
- d. Railroad productivity, including but not limited to commodity-specific productivity, asset productivity and expense productivity;
- e. Gross Domestic Product/Implicit Price Deflator;
- f. Producer Price Index - All Commodities;
- g. The U.S. Department of Energy's U.S. average price of Retail On- Highway Diesel Fuel; and,
- h. Land values along or adjacent to CSXT's right of way for CSXT Lines in Illinois, Indiana, or Michigan.

Response: CSXT specifically objects to this Request as vague and ambiguous, particularly as to the requests for estimates relating to “the cost of acquiring equity” and the “cost of acquiring debt.” CSXT further objects to this Request as unduly burdensome in that it asks CSXT to provide documents relating to publicly available data and information that Consumers can access readily. *See Duke Energy v. Norfolk So. Co.*, STB Docket Nos. 42069, 42070 (July 26, 2002) (“[I]t is unduly burdensome to require a party to produce information that is available from public records or through less intrusive means.”). CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time.

REQUEST FOR PRODUCTION NO. 105

Please provide documents related to the amount of Bonus Depreciation claimed by CSXT Corp. separately for 2011, 2012, 2013 and 2014 on CSXT Corp.'s Federal Tax Returns in Schedule 4562. The amount should be separated by asset class and include the historical cost recorded for the assets related to the claimed bonus depreciation, including all schedules and worksheets showing the calculation and development of bonus depreciation allowed under the Economic Stimulus Act of 2008, the American Reinvestment and Recovery Act, the American Taxpayer Relief Act and the Tax Increase Prevention Act.

Response: CSXT objects to this Request as overbroad, unduly burdensome and not reasonably calculated to lead to the discovery of admissible evidence. CSXT’s federal tax returns contain sensitive commercial information and are not relevant to a Stand Alone Cost

analysis. CSXT further objects to this Request as overbroad and unduly burdensome in that it requests “all schedules and worksheets.” Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search. CSXT assumes that Request for Production 105’s reference to “CSXT Corp.” is intended to refer to CSX Corp.

REQUEST FOR PRODUCTION NO. 106

Please provide copies of CSXT Corp.'s 2011 and 2012 State income tax returns for Illinois, Indiana and Michigan, including all State tax credit worksheets.

Response: CSXT objects to this Request as overbroad, unduly burdensome and not reasonably calculated to lead to the discovery of admissible evidence. CSXT’s state tax returns contain sensitive commercial information and are not relevant to a Stand Alone Cost analysis. CSXT further objects to this Request as overbroad and unduly burdensome in that it requests “all schedules and worksheets.” Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search. CSXT assumes that Request for Production 106’s reference to “CSXT Corp.” is intended to refer to CSX Corp.

REQUEST FOR PRODUCTION NO. 107

Please produce all studies or analyses conducted by or for CSXT, or purchased by CSXT, from January 1, 2011 to the present addressing the utilization and/or consumption of coal by electric generating facilities in States included within the region managed by the Mid-continent Independent System Operator.

Response: CSXT objects to this request as not reasonably calculated to lead to the discovery of admissible evidence. CSXT further objects to this Request as overbroad and unduly burdensome because it seeks “all” studies or analyses for a region spanning fifteen states and a

Canadian province. CSXT also objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time.

REQUEST FOR PRODUCTION NO. 108

Please produce copies of all documents, including agreements and/or understandings and all amendments and supplements thereto between CSXT and each Short Line Railroad identified in response to Interrogatory No. 10, which refer or relate to the pricing and handling of all commodities, including but not limited to:

- a. Agreements or understandings pertaining to CSXT's payments to any identified Short Line Railroad of a revenue factor, division, flat rate or other type of compensation for the Short Line Railroad's portion of a movement;
- b. Locomotive run-through power or power sharing agreements or arrangements;
- c. Train crew run-through or train crew sharing agreements or arrangements;
- d. Any other agreements or arrangements pertaining to rates, surcharges, revenue sharing or operations;
- e. Any operating timetables (including special instructions and/or operating rule books), station lists, station books, track charts and "condensed profiles" for any of the identified Short Line Railroads; and
- f. Copies of all bills or invoices from 2011 to the present (including all supporting documents and data) rendered between CSXT and any identified Short Line Railroad pursuant to each of the agreements and/or understandings produced in response to this Request for Production No. 108.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 109

For each intermodal terminal, Automotive Distribution Center, bulk transfer or yard facility located on CSXT Lines in Illinois, Indiana and Michigan (as identified in response to Interrogatory No. 5), please provide the following:

- a. Documents containing descriptions of the existing facilities;
- b. Documents sufficient to show the track layout, the length of each track and the ownership of each track;
- c. Copies of all agreements (including amendments and supplements) between CSXT and any other entity pertaining to services provided by such entity and charges incurred by CSXT for such services from 2011 to the present;
- d. Copies of all invoices, bills, etc. (including all supporting documents and data) received by CSXT for services provided from 2011 to the present;
- e. Document sufficient show the services that CSXT or any other entity provides at each facility;
- f. Documents sufficient to show the components (e.g., land, track, specific buildings, loading or unloading facilities, etc.) that are owned and/or operated by CSXT or by any other entity. In the event that an entity other than CSXT owns and/or operates any identified facility, please produce documents sufficient to show any applicable lift or other charges incurred by CSXT for such services; and
- g. Documents sufficient to show the security procedures and measures employed and the entity responsible for providing and paying for security.

Response: CSXT objects to this Request to the extent it requires a special study that CSXT is not required to conduct. CSXT further objects to subpart (g) to the extent it calls for disclosure of Sensitive Security Information (“SSI”). CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-SSI, non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 110

For each yard identified in Interrogatory No. 5, please produce documents sufficient to show:

- a. The type of yard, (*i.e.*, electronically controlled hump yard or flat switch yard);
- b. The number of shifts operated at each yard, and the average number of cars handled over each yard per day;
- c. The yard layout, yard signaling, yard switching, and the yard connection to mainline track;
- d. The average number of hazardous material cars handled at each yard on a daily basis that by-pass the hump;
- e. The scheduled switch crew assignments on a daily basis (including the name or designation of each assignment) and the respective duties of each assignment (e.g., switching job, bowl job, hump job, industrial job, etc.);
- f. For each of the switch assignments identified in response to subpart e above, the typical number of switch crew members and the number and type of locomotives assigned to each switch service; and the typical number of hours worked by switch crews in performing their assigned tasks;
- g. For each individual industrial switch job identified in response to parte, above:
 - i. The name or designation of each individual industrial switch job;
 - ii. The number of crew members assigned to each identified industrial switch job;
 - iii. Number and type of locomotives assigned to each identified industrial switch job;
 - iv. The industries served by each identified industrial switch job; and
 - v. The frequency of service of each identified industrial switch job.
- h. For each Local Train, that originates or terminates in each of the yards:
 - i. CSXT's train identification or designation of each Local Train;
 - ii. The number of crew members assigned to each identified Local Train;
 - iii. The number of loaded and empty cars assigned to each Local Train;
 - iv. The trailing length of each identified Local Train;
 - v. The trailing weight of each identified Local Train;
 - vi. The number and type of locomotives assigned to each Local Train;
 - vii. The route of service for each identified Local Train, and if the Local or Road Train is a turn crew or straight-away crew;
 - viii. The industries served by each identified Local Train; and
 - ix. The frequency of service of each Local Train.

Response: CSXT objects to this Request as vague and ambiguous because the term “yard” is not defined. CSXT will interpret “yard” as a railroad facility where a yard crew and/or

locomotive has been assigned. CSXT also objects to this Request to the extent it requires a special study that CSXT is not required to conduct. CSXT further objects to this Request as overbroad and unduly burdensome. Subject to and without waiving these objections and the General Objections, CSXT responds that it will produce non-privileged responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 111

For all locations on CSXT Lines in Illinois, Indiana and Michigan where CSXT interchanges railcars and/or trains with another railroad, please provide documents that:

- a. Identify the location of the interchange (by milepost and/or yard name);
- b. Describe the interchange procedures at each location;
- c. Identify the tracks (and length of each track) used for interchange purposes;
and
- d. Identify the ownership of each track used for interchange purposes.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 112

For each track construction project that CSXT has undertaken since 2011 to the present, provide documents showing the following:

- a. How the disposal of excess excavation quantities was handled; and
- b. All costs associated with the disposal of such excess excavation quantities.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to

this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession covering the period from January 1, 2012 to December 31, 2014, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 113

Please provide documents sufficient to show the elapsed times and locations where CSXT trains were delayed due to foreign railroads crossing CSXT at at-grade railroad crossings, including crossing diamonds, in Illinois, Indiana and Michigan for the time period from 2012 through 2014.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 114

Please produce documents sufficient to show the amount of annual depreciation expense shown in Column (c) of CSXT's 2013 and 2014 Schedule PTC 335, Accumulated Depreciation-Road and Equipment Owned and Used that is associated with bonus depreciation allowed under the American Tax Payer Relief Act, including any supporting schedules.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 115

Please provide documents sufficient to show to the amount of dividends paid from affiliated companies as shown in CSXT's Annual Report Form R-1, Schedule 210, Line 25(a) separately for years 2011, 2012, 2013 and 2014. The amounts should be separated by the affiliated companies paying the dividends in the respective years.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as seeking information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence.

REQUEST FOR PRODUCTION NO. 116

Please provide copies of the Comparative Statement of Financial Position (Balance Sheet), the Results of Operations (Income Statement) and the Statement of Cash Flows for CSXT affiliated companies The Belt Railway Company of Chicago and TTX.

Response: CSXT objects to this Request as seeking information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. Financial reports of the Belt Railway and TTX have no relevance to any of the issues in this litigation.

REQUEST FOR PRODUCTION NO. 117

Please produce for each CSXT territory or division located in Illinois, Indiana, or Michigan organization charts which show each CSXT management and/or supervisory position, the number of personnel in each position and the relationship or reporting authority and relative rank of each position. Please include organizational charts which include, but are not limited to, positions related to train operations, yard operations, maintenance of way, maintenance of equipment, engineering, and general and administrative functions. Also, include the relationship and reporting authority from each CSXT territory or division to CSXT senior management.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to the extent that this Request is overbroad and unduly burdensome by requesting organization

charts that encompass virtually every CSXT employee in Illinois, Indiana, and Michigan.

Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 118

Please produce for each year or partial year 2012 to the present documents (in a computer readable format) which show for each CSXT individual locomotive engineer, conductor, dispatcher and equipment inspector, the number of shifts worked per year, their length of employment, and their annual compensation.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as calling for sensitive, highly confidential, and private information about individuals' compensation. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 119

Please produce for each year or partial year 2012 to the present documents (in a computer readable format) which show for CSXT employees by position the amount spent for travel including but not limited to transportation, meals, entertainment, lodging and the corresponding number of travelers.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce

non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 120

Please produce for each year or partial year 2012 to the present, documents (in a computer readable format) which show for CSXT contracts with lodging companies for use of CSXT personnel when traveling.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 121

Please produce for each year or partial year 2010 to the present documents (in a computer readable format) which show the actual attrition rate for CSXT employees by position including age group and years of service.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome in that it is not limited to a reasonable period of time and instead seeks information since 2010. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession dating from January 1, 2012 to December 31, 2014, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 122

Please produce documents sufficient to show the applicable wage rates for CSXT's maintenance of way employees by job classification for each year 2012 to the present.

Response: CSXT objects to this request on the grounds that it is duplicative of Request for Production 61. Subject to and without waiving the General Objections, CSXT responds that in response to RFP 61 it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 123

Please provide any studies or databases showing dwell times in yards for shipper-provided and foreign cars.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 124

Please provide a copy of any CSXT operating rules related to the special handling of hazardous materials (provide the requested information by class of hazardous material), including, but not limited to, rules related to:

- a. Placement of cars containing hazardous materials in a train;
- b. The number and location of buffer cars required, if any, when handling hazardous materials in trains; and
- c. Special routing instructions for trains containing hazardous materials.

Response: CSXT specifically objects to this Request for Production to the extent it calls for disclosure of Sensitive Security Information (“SSI”). Subject to and without waiving this objection and the General Objections, CSXT states that it handles hazardous materials in accordance with all applicable regulations, including FRA and PHMSA regulations. CSXT will produce non-privileged, responsive documents in its possession that do not contain SSI, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 125

For each CSXT rail yard referred to in Interrogatory No. 5, please produce documents sufficient to identify switch crew assignments, hump crew assignments, Local Train assignments, the number of cars handled over each hump yard per day and the number of hazardous material cars handled at each hump yard per day which by-pass the hump operation at each yard.

Response: CSXT specifically objects to this Request for Production to the extent it calls for disclosure of Security Sensitive Information (“SSI”). Subject to and without waiving this objection and the General Objections, CSXT will produce non-privileged, responsive documents in its possession that do not contain SSI, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 126

Please produce copies of any documents, reports, analyses or studies provided to any Federal or State agencies which discuss or describe CSXT's compliance with regulations for handling, routing or proposed routing of hazardous materials.

Response: CSXT specifically objects to this Request for Production to the extent it calls for disclosure of Sensitive Security Information (“SSI”). CSXT further objects to this Request as seeking information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. Consumers’ vague request for any “documents, reports, analyses or studies” created at any time that discuss or describe CSXT’s compliance with federal regulations has no conceivable relevance to the issues in this case.

REQUEST FOR PRODUCTION NO. 127

Please produce documents for each year or partial year 2012 to the present, that contain the following, in a computer readable format if available, for each freight car purchased or leased by TRANSFLO (including privately-owned freight cars leased by TRANSFLO and freight cars currently on order):

- a. Initial and number;
- b. Lessor, if leased;
- c. Tare weight;
- d. Purchase or order date, if purchased;

- e. Lease or order date, if leased;
- f. Total purchase price, if purchased;
- g. If leased, the type of lease (e.g., capital, operating, etc.) and term;
- h. If leased, the amount and frequency of lease payments;
- i. **If** purchased, the AFE applicable to each purchased trailer or container; and
- j. If leased, the lease agreement including all supplements, amendments, exhibits and applicable schedules.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by gathering, compiling and organizing data, documents or information in a manner different from how they are kept in the ordinary course of business. CSXT also objects to this Request as unduly broad and burdensome. Subject to and without waiving these specific objections or its General Objections, CSXT states that TRANSFLO does not own or lease freight rail cars.

REQUEST FOR PRODUCTION NO. 128

Please provide information related to any liability expense incurred as a result of CSXT's handling hazardous materials for each year 2012 to the present. For each liability expense incurred, please provide the following:

- a. The total amount of the liability expense;
- b. The STCC of hazardous material involved with the incurrence of the expense;
- c. The number of rail cars involved with the incurrence of the expense; and
- d. Any reimbursement of all or a portion of the liability expense, or other reimbursement which offset all or a portion of the liability expense received by CSXT from any third party.

Response: Subject to the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession from January 1, 2012 to December 31, 2014 that can be located after a reasonable search.

REQUEST FOR PRODUCTION NO. 129

Please provide information related to any additional operating or administrative expenses incurred by CSXT for each year from 2012 to the present as a result of handling hazardous materials, including, but not limited to, items such as switching expenses,

insurance expenses, station clerical, car cleaning expenses, accident clean-up expenses and/or billing expenses. For each expense identified, please provide:

- a. The total amount of the annual expense for each year;
- b. The class or classes of hazardous material to which the expense applies; and
- c. The number of annual carloads handled each year to which the expense applies.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. CSXT further objects to this Request as overbroad and unduly burdensome. Subject to and without waiving these specific objections or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession that can be located after a reasonable search.

REQUEST FOR PRODUCTION NO. 130

Please produce documents identifying and explaining the procedures by which CSXT develops the bills or invoices to CSXI, TDSI and TRANSFLO for rail-related transportation services. For each component of each CSXT bill or invoice, please identify and produce documents identifying the STB accounts in which CSXT records the payments received from CSXI, TDSI and TRANSFLO, as well as the following information for CSXI, TDSI and TRANSFLO for each year or partial year 2012 to the present:

- a. Total revenues;
- b. Amounts received to cover transloading costs;
- c. Amounts received to cover payments for costs associated with other transportation modes, e.g., over-highway truck costs, water vessel costs, etc.;
- d. Amounts paid to CSXT;
- e. Overhead and administrative costs; and
- f. Margin or profit.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by gathering, compiling and organizing data, documents, or information in a manner different from how they are kept in the ordinary course of business. CSXT also objects to the Request for documents “explaining the procedures by which CSXT develops the bills or invoices” as vague and ambiguous. CSXT further objects to the unduly burdensome nature of

this Request which instructs CSXT to inspect “each component of each CSXT bill or invoice” to provide additional information to Consumers. CSXT also specifically objects to subpart (a) as irrelevant to matters at issue in this case. Furthermore CSXT objects to subparts (b), (c), (e), and (f) of this Request as unduly burdensome and irrelevant to the extent that they request detailed financial and internal cost data on non-CSXT operations. Any potential relevance of the requested information is outweighed by the burden that would be incurred in attempting to find the detailed information requested in the records of affiliated companies. CSXT further objects to subparts (b), (c), and (e) as vague and ambiguous. For purposes of responding to this Request, CSXT will construe subparts (b) and (c) as seeking information concerning the costs to the respective affiliate for loading and unloading, and the respective affiliate’s costs associated with over-highway trucks or water vessels. CSXT finally objects on the grounds that CSXI no longer exists. Subject to and without waiving these specific objections or its General Objections, CSXT responds that it will produce non-privileged documents that are responsive to subparts (a) through (d) to the extent they exist and can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 131

For any company other than CSXT that provides the development, implementation and/or maintenance of computer systems, software and associated documentations for the day-to-day operations of CSXT, please produce documents sufficient to show the services outsourced, the fees paid for the outsourced services, and the analyses which developed the estimated and/or actual savings realized by CSXT and each of its subsidiaries from such outsourcing.

Response: CSXT specifically objects to this Request for the “analyses which developed the estimated and/or actual savings realized by CSXT and each of its subsidiaries from such outsourcing” as irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving this objection and the General Objections, CSXT

responds that it will produce non-privileged, responsive documents in its possession, to the extent that they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 132

For each of the following companies listed on page 103 in CSXT's 2013 R-1 Schedule PTC 330, CSX Technology, Meteorcomm LLC, and PTC-220 LLC, please produce documents sufficient to show CSXT's percent ownership or relationship to each company, the services provided to CSXT by each company, and the fees paid by CSXT to each company for the services provided.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession, to the extent they can be located in a reasonable search.

REQUEST FOR PRODUCTION NO. 133

Please produce documents that show in detail all items of expense and the associated dollar amount of each expense item included in CSXT's R-1 Annual Report to the STB Schedule 410, Column (c) (Materials, Tools, Supplies, Fuels and Lubricants), Line 202 (Locomotive Repair and Maintenance), Line 403 (Train Crews) and Line 411 (Servicing Locomotives), for years 2012 to the present.

Response: CSXT objects to this Request to the extent that it requires CSXT to perform a special study by compiling or organizing data and documents in a manner different from how those data and documents are kept in the ordinary course of business. Subject to and without waiving this specific objection or the General Objections, CSXT responds that it will produce non-privileged, responsive documents in its possession to the extent that they can be located in a reasonable search.

Respectfully submitted,



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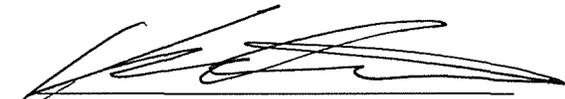
Counsel to CSX Transportation, Inc.

Dated: March 6, 2015

CERTIFICATE OF SERVICE

I hereby certify that on this 6th day of March, 2015, I caused a copy of the foregoing Responses and Objections of CSX Transportation, Inc. to Complainant's First Requests for Admission, Interrogatories, and Requests for Production of Documents to be served on the following parties by first class mail, postage prepaid or more expeditious method of delivery:

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