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SEC

SERVICE DATE - JUNE 19, 1997

SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 32760 (Sub-No. 21)

UNION PACIFIC CORPORATION, UNION PACIFIC RAILROAD COMPANY,
AND MISSOURI PACIFIC RAILROAD COMPANY--CONTROL AND MERGER--
SOUTHERN PACIFIC RAIL CORPORATION, SOUTHERN PACIFIC
TRANSPORTATION COMPANY, ST. LOUIS SOUTHWESTERN RAILWAY
COMPANY, SPCSL CORP., AND THE DENVER AND RIO GRANDE
WESTERN RAILROAD COMPANY

[OVERSIGHT]

(Decision No. 2)

Dated: June 19, 1997

NOTICE TO THE PARTIES:

In Decision No. 1, served and published in the *Federal Register* on May 7, 1997 (62 FR 20514), the Surface Transportation Board instituted a proceeding to implement the oversight condition imposed in *Union Pacific Corporation, Union Pacific Railroad Company, and Missouri Pacific Railroad Company--Control and Merger--Southern Pacific Rail Corporation, Southern Pacific Transportation Company, St. Louis Southwestern Railway Company, SPCSL Corp., and The Denver and Rio Grande Western Railroad Company (UP/SP)*, Finance Docket No. 32760, Decision No. 44 (STB served Aug. 12, 1996), and to set dates for comments and replies from interested parties on the effects of the merger on competition and the implementation of the conditions to address competitive harms. The Board also requested that parties intending to participate in the oversight proceeding notify the Board of their intent to participate by May 27, 1997.

The attached service list has been compiled from the notices of intent to participate submitted in accordance with the requirements of Decision No. 1. Copies of decisions, orders, and notices will be served only on those persons who are designated as Party of Record (POR), Member of Congress, or Governor on the official service list. Copies of filings must be served on all parties who are designated as POR.

Interested persons may obtain copies of filings without being on the service list, pursuant to 49 CFR 1180.4(a)(3), which provides that “[a]ny document filed with the [Board] (including applications, pleadings, etc.) shall be promptly furnished to interested persons on request, unless subject to a protective order.” In addition, the Board’s copy contractor, DC News & Data, Inc. (DC News), will also provide copies of filings and served Board decisions, orders, and notices, upon request. DC News will handle the collection of charges and the mailing

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and/or faxing of documents to persons who request this service. For persons wishing to obtain further information regarding these procedures, the telephone number for DC News is (202) 289-4357.

An original plus 25 copies¹ of all documents, referring to STB Finance Docket No. 32760 (Sub-No. 21), must be sent to the Office of the Secretary, Case Control Unit, ATTN: STB Finance Docket No. 32760 (Sub-No. 21), Surface Transportation Board, Mercury Building, 1925 K Street, N.W., Washington, DC 20423-0001. All future filings must each have a certificate of service indicating that all PORs have been properly served with a copy of the filing. Parties are requested also to submit all pleadings, and any attachments, on a 3.5-inch diskette that is formatted for WordPerfect 7.0 (or formatted so that it can be converted into WordPerfect 7.0) and clearly labeled with the identification acronym and number of the pleading contained on the diskette. *See* 49 CFR 1180.4(a)(2). The computer data contained on the computer diskettes submitted to the Board will be subject to the protective order granted in Decision No. 2, *UP/SP*, Finance Docket No. 32760 (ICC served Sept. 1, 1995).

As the Board indicated in Decision No. 1, the applicants--Union Pacific Corporation, Union Pacific Railroad Company (UPRR), Southern Pacific Rail Corporation, Southern Pacific Transportation Company, St. Louis Southwestern Railway Company, SPCSL Corp. and The Denver and Rio Grande Western Railroad Company²--and The Burlington Northern and Santa Fe Railway Company (BNSF), are required to serve their July 1, 1997 progress report on all PORs on the attached service list, and any other interested person who submits a written request to applicants and/or BNSF.

As explained in further detail in Decision No. 1, the oversight effort is intended to allow the Board to determine whether any problems have developed with respect to implementation of the merger conditions addressing competitive harms that require the Board to take further action. The Board fully expects that the information presented by applicants in their July 1 progress report will be more extensive than their prior filings, and include specific details as to how each condition has been met. Regarding BNSF's July 1 progress report, the Board expects BNSF to provide more detailed information regarding its efforts to be an effective competitor to the applicants. The due date for parties to submit comments on effects of the merger on competition and implementation of the conditions imposed to address competitive harms is August 1, 1997. Replies

¹ In order for a document to be considered a formal filing, the Board must receive an original plus 25 copies of the document, which must show that it has been properly served. Documents transmitted by facsimile (FAX), as in the past, will not be considered formal filings and thus are not encouraged because they will result in unnecessarily burdensome, duplicative processing.

² On January 1, 1997, applicant Missouri Pacific Railroad Company merged into applicant UPRR.

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are due on August 20, 1997. The Board will review the comments and replies, and will then determine what further action is appropriate.

Parties may submit filings, as appropriate, under seal marked “Confidential” or “Highly Confidential” pursuant to the protective order granted in Decision No. 2, *UP/SP*, Finance Docket No. 32760 (ICC served Sept. 1, 1995).

Vernon A. Williams
Secretary