

CLARK HILL

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Office of Proceedings
August 6, 2015
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238990

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August 5, 2015

VIA FEDEX

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street SW
Washington, DC 20024



Re: New England Central Railroad, Inc. -
Acquisition and Operation Exemption -
Claremont Concord Railroad Corp.
STB Docket No. FD 35938

Dear Ms. Brown:

Enclosed for filing are the original and 10 copies of a Notice of Exemption being filed on behalf of New England Central Railroad, Inc. Also enclosed is a check in the amount of \$1,800.00 representing the filing fee for this Notice.

Please time stamp the extra copy of the Notice provided herewith to indicate receipt of all of the foregoing, and return it to me in the stamped self-addressed envelope provided for your convenience.

203159914

FEE RECEIVED
August 6, 2015
SURFACE
TRANSPORTATION BOARD

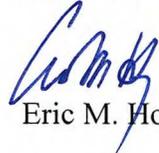
FILED
August 6, 2015
SURFACE
TRANSPORTATION BOARD

August 5, 2015
Page 2

Please let me know if there are any questions regarding this filing.

Respectfully,

CLARK HILL PLC



Eric M. Hocky

EMH/dml
Encls.

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB DOCKET NO. FD 35938



**NEW ENGLAND CENTRAL RAILROAD, INC.
- ACQUISITION AND OPERATION EXEMPTION -
CLAREMONT CONCORD RAILROAD CORP.**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 U.S.C. §10902**

ERIC M. HOCKY
CLARK HILL PLC
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-8500
ehocky@clarkhill.com

Dated: August 5, 2015

Attorneys for
New England Central Railroad, Inc.

August 5, 2015
Page 2

Please let me know if there are any questions regarding this filing.

Respectfully,

CLARK HILL PLC



Eric M. Hocky

EMH/dml
Encls.

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB DOCKET NO. FD 35938



**NEW ENGLAND CENTRAL RAILROAD, INC.
- ACQUISITION AND OPERATION EXEMPTION -
CLAREMONT CONCORD RAILROAD CORP.**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 U.S.C. §10902**

New England Central Railroad, Inc. (“NECR”), a Class III railroad, files this Notice of Exemption under 49 USC § 10902 to exempt from regulation, NECR’s acquisition from Claremont Concord Railroad Corp. (“CCRR”) its rights in the two rail lines located in Claremont, NH between MP 0.29 and MP 2.1, and in West Lebanon, NH between MP 141.00 and MP 142.78 +/- (the “Lines”).¹ The Lines are approximately 25 miles apart and total approximately 4.0 +/- miles in the aggregate. The Lines connect to NECR indirectly at White River Junction and directly at Claremont Junction, NH. A map of the Lines is attached as Exhibit A.

Notice

In accordance with 49 C.F.R. §1150.43, NECR hereby provides the following information:

(a) The full name and address of Applicant are: New England Central Railroad, Inc., 400 Meridian Centre, Suite 330, Rochester, NY 14618.

¹ CCRR owns the line in Claremont, and leases the line in West Lebanon from the State of New Hampshire (Department of Transportation).

(b) The name, address and telephone number of the representative of NECR who should receive correspondence are: Eric M. Hocky, Clark Hill PLC, One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.

(c) NECR and CCRR entered into an Asset Purchase Agreement dated July 6, 2015, for the purchase and sale of CCRR's interests in the Lines.

(d) The full name and address of current operator of the Lines are: Claremont Concord Railroad Corp., P.O. Box 848, Columbia, PA 17512.

(e) Brief Summary of the Proposed Transaction:

NECR is acquiring the two lines of railroad operated by CCRR in New Hampshire. NECR currently connects with the Lines indirectly at White River Junction and directly at Claremont Junction. NECR will be acquiring CCRR's ownership of the Claremont line, and will be taking over CCRR's lease of the West Lebanon line. The acquisition will give NECR direct access to the transload locations and other customers served by CCRR. Eliminating a carrier from the route should increase the efficiency of operations and benefit CCRR's shippers. Further, NECR believes it will be able to use its greater resources to grow the business on the Lines.

(1) The name and address of the railroad transferring the Lines: CCRR, P.O. Box 848, Columbia, PA 17512.

(2) The acquisition is expected to close on or about September 8, 2015, after the effective date of this Notice of Exemption (thirty days after filing), and more than sixty days after NECR certified to the Board that the notice to labor was posted.

(3) The mileposts of the Lines are between MP 0.29 and MP 2.1 in Claremont, Sullivan County, NH, and between MP 141.00 +/- and MP 142.78² in West Lebanon, Grafton County, NH.

(4) The total route miles to be acquired and operated are approximately 4.0+/- miles.

(f) Attached as Exhibit A to this Notice of Exemption is a map of the Lines.

(g) NECR certifies that its projected revenues as a result of the transaction will not result in the creation of a Class II or Class I rail carrier.

(h) NECR certifies that the acquisition does not impose or include an interchange commitment.

Labor Notice Certification

In addition to the information set forth above, NECR certifies that its total annual revenues after the transaction will exceed \$5,000,000. Accordingly, in accordance with the requirements of 49 C.F.R. 1150.42(e), NECR posted a notice to the employees of CCRR, and filed a letter with the Board on July 7, 2015, certifying that the posting was complete.³ A copy of the certification to the Board is attached hereto as Exhibit B.

Labor Protection

NECR is a Class III carrier, and pursuant to 49 U.S.C. §10902(d), approval of this transaction may not be subjected to labor protection conditions.

² CCRR has recently obtained authority to discontinue the 0.97 miles of rail line between approximately MP 140 and MP 141. *See Claremont Concord Railroad Corporation – Discontinuance of Service Exemption – in Grafton County, NH*, Docket No. AB 1120 (Sub-No. 1X), served February 12, 2015. NECR is not acquiring any rights with respect to the portion of the rail line over which service is being discontinued.

³ The employees of CCRR are not represented so copies of the notice were not sent to the national offices of any unions.

Environmental and Historic Reports

This is an acquisition of rail lines for continued rail operations that will not result in changes in carrier operations that will exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (5). Further Board approval is required for NECR to discontinue or abandon service, or to dispose of or alter properties subject to the Board's jurisdiction that are 50 years old or older. Accordingly, no environmental or historic documentation is required. *See* 49 C.F.R. §1105.6(c)(2); 49 C.F.R. §1105.8(b)(1).

Caption Summary

Attached hereto as Exhibit C is the caption summary required by 49 C.F.R. §1150.44.

Conclusion

Accordingly, NECR requests that the Board issue a notice permitting the transaction to close at any time after the later of thirty days from the filing of this notice of exemption and sixty days after the certification of posting of the labor notice.

Respectfully submitted,



ERIC M. HOCKY
CLARK HILL PLC
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-8500

Attorneys for
New England Central Railroad, Inc.

Dated: August 5, 2015

VERIFICATION

I hereby verify on behalf of New England Central Railroad, Inc., under penalty of perjury, that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verification.

Executed on August 4, 2015.

A handwritten signature in black ink, appearing to read "Dave Ebbrecht". The signature is written in a cursive style with a large initial "D".

Dave Ebbrecht, President

EXHIBIT A

MAP

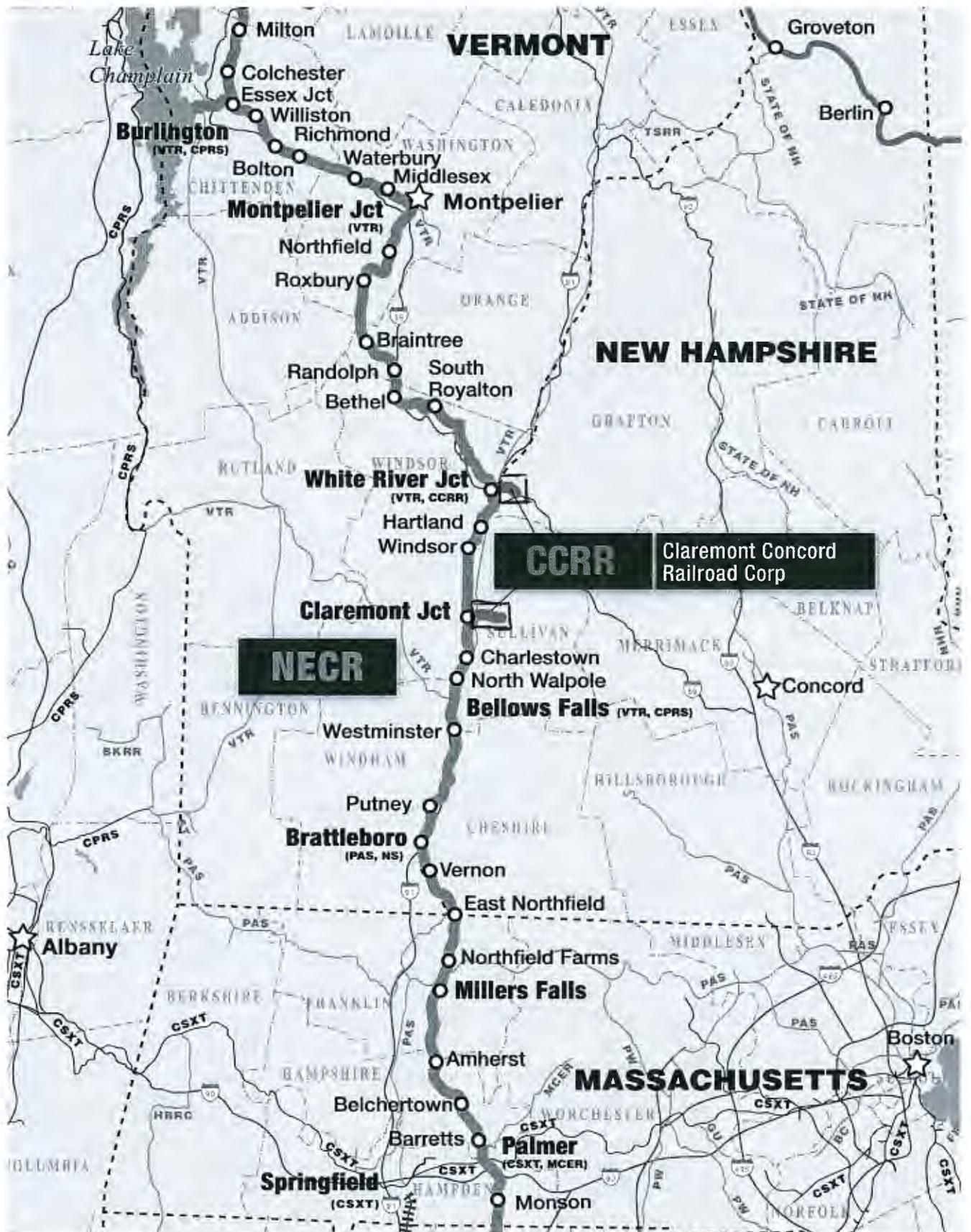


EXHIBIT B

CERTIFICATION OF LABOR NOTICE POSTING

238758

CLARK HILL

ENTERED
Office of Proceedings
July 8, 2015

Part of
Public Record

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clarkhill.com

July 7, 2015

VIA E-FILING

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20024

Re: New England Central Railroad, Inc. -
Acquisition and Operation Exemption -
Claremont Concord Railroad Corp.
STB Docket No. FD 35938

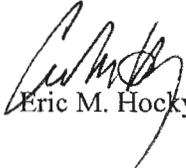
Dear Ms. Brown:

New England Central Railroad, Inc. ("NECR") hereby certifies that on July 6, 2015, copies of the enclosed Notice of Intent were posted at the following workplaces of Claremont Concord Railroad Corp. ("CCRR") as shown on the certificate also enclosed: Claremont, NH and West Lebanon, NH. A copy of the Notice was delivered individually to the sole employee of CCRR located in Columbia, PA.

Because the employees of CCRR are not represented by any labor unions, NECR is not serving a copy of this letter or the enclosed Notice on the national offices of any labor unions.

Respectfully,

CLARK HILL PLC


Eric M. Hocky

EMH/e
Enclosures

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Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. FD 35938

**NEW ENGLAND CENTRAL RAILROAD, INC.
- ACQUISITION AND OPERATION EXEMPTION -
CLAREMONT CONCORD RAILROAD CORP.**

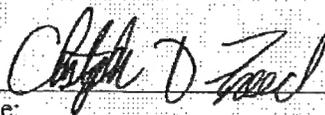
**CERTIFICATE OF
CLAREMONT CONCORD RAILROAD CORP.**

The attached Notice of Intent was posted at Claremont, NH and West
Lebanon, NH on July 7, 2015.

* * * *

I, Christopher D. Freed, the President
of Claremont Concord Railroad Corp. certify under penalty of perjury that the foregoing is true
and correct. Further, I certify that I am qualified and authorized to execute this certificate.

Executed on July 7, 2015.

Name: 

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. FD 35938

**NEW ENGLAND CENTRAL RAILROAD, INC.
- ACQUISITION AND OPERATION EXEMPTION -
CLAREMONT CONCORD RAILROAD CORP.**

**NOTICE OF INTENT DIRECTED TO EMPLOYEES OF
CLAREMONT CONCORD RAILROAD CORP.**

Pursuant to the regulations of the Surface Transportation Board (the "Board") at 49 CFR §1150.42(e), New England Central Railroad, Inc. ("NECR") hereby gives notice of its intent to acquire from Claremont Concord Railroad Corp. ("CCRR") the two rail lines located in Claremont, NH and West Lebanon, NH that are 25 miles apart and total five (5) miles in the aggregate. The acquisition is intended to be effective as of the later of September 8, 2015, or 60 days after NECR certifies to the Board that this notice has been posted.

As a result of the transaction, NECR preliminarily estimates that the following jobs will be available at the starting hourly rates of pay indicated:

<u>Jobs</u>	<u>Starting Rates of Pay</u>
2 Engineers/Conductors	\$18.34 - \$24.45 based on experience

The number and types of positions listed represent NECR's current good faith estimate of the positions it expects to have available. The number of positions may change.

NECR employees will be provided with railroad retirement, medical insurance, holidays, vacation and other benefits consistent with the benefits currently provided to employees of NECR.

NECR is an equal opportunity employer. NECR employees will be selected based upon their experience and suitability of the jobs that may be offered. Successful applicants will be required to pass a standard background check, pre-employment drug and alcohol screen, complete a medical questionnaire, and take a physical exam. Employees subject to Federal Railroad Administration certification qualifications will be required to provide proof that their certifications are current.

Any CCRR employee interested in obtaining further information concerning positions that NECR may have available, should contact Bridget Shepard HR Director, at bshepard@gwrr.com.

Applications for employment should be made by sending a cover letter and resume stating the applicant's experience, in chronological order, and providing references for any employment held during the last five (5) years and any rail industry employment held at any time. The applicant may apply for multiple job opportunities and must be sure to list those job opportunities, in order of interest, in his/her cover letter. The applicant must be available to start work on the effective date of the acquisition.

Cover letters and resumes should be sent by regular or electronic mail to NECR as follows:

Bridget Shepard
HR Director
New England Central Railroad, Inc.
400 Meridian Centre, Suite 330
Rochester, NY 14618
bshepard@gwrr.com

New England Central Railroad, Inc.

Dated: July 6, 2015

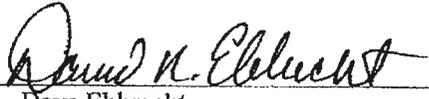
By: 
Dave Ebbrecht
President

EXHIBIT C
CAPTION SUMMARY

1

SURFACE TRANSPORTATION BOARD

STB DOCKET NO. FD 35938

**NEW ENGLAND CENTRAL RAILROAD, INC.
- ACQUISITION AND OPERATION EXEMPTION -
CLAREMONT CONCORD RAILROAD CORP.**

New England Central Railroad, Inc. (“NECR”) has filed a Notice of Exemption to exempt its acquisition of two unconnected rail lines located in Claremont, NH between MP 0.29 and MP 2.1, and in West Lebanon, NH between MP 141.00 and MP 142.78 +/- (the “Lines”). The Lines are located in Sullivan County and Grafton County, New Hampshire, respectively. The current operator is Claremont Concord Railroad Corp.

Comments must be filed with the Board and served on NECR’s representative, Eric M. Hocky, Esquire, Clark Hill PLC, One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.

The Notice is filed under 49 C.F.R. §1150.41. If the Notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. §10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.