



## Massachusetts Bay Railroad Enthusiasts, Inc.

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October 11, 2016

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Chairman Daniel R. Elliott III  
Surface Transportation Board  
395 E Street S.W.  
Washington, DC 20423

ENTERED  
Office of Proceedings  
October 11, 2016  
Part of  
Public Record

RE: Genesee & Wyoming Inc. - Acquisition of Control Exemption - Providence & Worcester Railroad Company, Docket Number 36064

Dear Chairman Elliott:

The Massachusetts Bay Railroad Enthusiasts, Inc. has watched with interest the proposed acquisition of the Providence & Worcester Railroad by Genesee & Wyoming, Inc.

Beginning with the operation of what is generally recognized as the first "railfan trip" in the United States by our predecessor organization in 1934, Mass Bay RRE has sponsored hundreds of train excursions on rail lines throughout New England. Indeed, there are very few rail lines, existing or now-abandoned, that have not been traversed by a Mass Bay RRE excursion at some time. Today, with over 1,000 members, Mass Bay RRE continues to organize specially-chartered train excursions in cooperation with railroads throughout the Northeast. Four or more trips are generally operated each year, carrying hundreds of railfans and members of the general public.

The Providence & Worcester Railroad has been a vital element in our excursion program since shortly after the P&W's re-establishment as an independent operating entity in 1973. In the past decade Mass Bay RRE has operated at least one charter excursion with the P&W each year over various portions of their system. Over the years, due to line abandonments and railroad managements hostile to operating passenger trains, our excursion possibilities have dwindled to a handful of tourist railroads and regional freight roads, most notably the Vermont Rail System and the Providence & Worcester. The current P&W management, from the top down, has been extremely supportive of our charter excursions on the P&W, respecting us as a valued customer. For this reason, Mass Bay RRE is especially concerned by the potential impact of the proposed G&W acquisition on the future of the P&W's charter passenger service.

In addition to Mass Bay RRE and a few other clients, the Blackstone Valley Tourism Council is a major user of the P&W's charter passenger train service, accounting for some 19 charter dates this year alone. Mass Bay RRE works closely with the BVTC to coordinate our charter schedules and to cross-promote our excursions. Given the (increasing) number of charter trains operated by the P&W and the fees charged, we assume that the passenger train operations are profitable for the P&W.

Furthermore, the Boston Surface Railroad Company's proposed commuter train service on the P&W's Worcester-Providence main line, currently being developed with the support of P&W management, offers the additional potential for increased excursion opportunities due to the availability of a larger equipment pool, should it come to fruition.

For these reasons, I respectfully request that the Board grant G&W's petition only contingent on its continuing to offer charter contract passenger train service on terms and conditions similar to those currently offered.

Sincerely,

A handwritten signature in black ink, appearing to read "David W. Brown", with a long horizontal flourish extending to the right.

David W. Brown  
President,  
Massachusetts Bay Railroad Enthusiasts, Inc.

Cc: Parties of Record via Email