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January 7, 2015

HAND DELIVERY

Director William Huneke
Office of Economics
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

RE: Finance Docket No. 32760 (Sub-No. 46)
BNSF Railway Company - Terminal Trackage Rights - Kansas City
Southern Railway Company and Union Pacific Railroad Company
Waybill Data Access Request

Dear Director Huneke:

Pursuant to 49 CFR §1244.9(b)(4), Baker & Miller PLLC ("B&M"), which is outside counsel for The Kansas City Southern Railway Company ("KCSR"), in the above referenced proceeding, respectfully requests access to 100% waybill data for UP, KCSR, and BNSF for all terminations and originations in Lake Charles, Louisiana (1995 BEA #86) for each of the years from 1996 through 2013. The purpose for this request is to allow KCSR's counsel and its consultants to prepare verified statements in the above proceeding regarding the competitive effectiveness of the Board's remedies imposed in the original UP/SP proceeding. Usage of the 100% waybill data is the only avenue available for KCSR's counsel and consultants to evaluate these issues and prepare verified statements, especially because BNSF has refused to provide any relevant traffic data and the data that KCSR and UP can provide only goes back three years.

At this time, access is being requested for B&M, Dr. Curtis Grimm, and the Brattle Group, particularly Dr. Robert J. Reynolds. Dr. Grimm and Dr. Reynolds will serve as testifying witnesses on behalf of KCSR in this proceeding. If additional consultants or counsel are retained, we will amend our request to add such individuals. Any strategic reports generated by B&M, Dr. Grimm, or the Brattle Group will not be disclosed to any party unless aggregated to at least the three FSAC rule in accordance with 49 CFR §1244.9(f).

As stated previously, the purpose for which the data is requested is to prepare verified statements in this proceeding. This type of waybill access is routinely granted in proceedings such as this one. The specific waybill data needed, for all geographical areas, are:

- Origin (Railroad, Station, and SPLC)
- Termination (Railroad, Station, and SPLC)
- Interchange points (Railroads and Rule 260 Junction codes)
- Number of Carloads (Expanded and non-expanded)
- Number of Trailers or Containers (Expanded and non-expanded)
- Net Tons (Expanded and non-expanded)
- Revenue fields (Expanded and non-expanded)
- AAR Car Type
- Tare Weight
- TOFC/COFC Plan
- Commodity Code (With and without HAZMAT codes)
- PTNM network Node Numbers
- Junction Frequency
- Estimated total distance
- Short Line Miles
- Estimated Segment Distances
- Expansion Factor
- Transit Code
- Waybill number, Waybill date, and Accounting period
- Equipment Initial and Number (Car, Trailer, and Container)
- Import/Export Flag
- Rebill Flag
- Type Move via Water

Other fields that can be calculated or obtained from the above fields, such as, Mileage Rate, Deregulation flag and date, BEA, Freight area, Freight territory, and URCS variable cost.

We understand the limitations of the Waybill files regarding revenues and accuracy. We also understand that the data includes confidential shipper and carrier information. We will treat this data as highly confidential, and we will make the data available only to certain of our attorneys and members of our staff in accordance with 49 CFR §1244.9(b)(4). Any Waybill data disclosed to any other party not specifically covered herein, however, will be aggregated to the three FSAC rule according to 49 CFR §1244.9(f).

We will undertake all efforts to ensure that all those with access to the Waybill data will comply with the confidentiality requirements established in the regulations. We understand that we will be required to sign an agreement before any Waybill data may be used. We will comply with the Board's confidentiality requirements, and no person, other than those listed here, will be entitled to access and review the raw data contained within the Waybill sample.

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I have enclosed a check in the amount of \$297.00 to cover the filing fee pursuant to 49 CFR §1002.2(f)(98)(i). Your prompt attention to this request is appreciated.

Sincerely yours,



William A. Mullins
Attorney for Kansas City Southern Railway

Enclosure

cc: Dr. Curtis Grimm
Dr. Robert J. Reynolds