



KAPLAN KIRSCH ROCKWELL

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March 5, 2010

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Part of
Public Record

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

Re: *Regional Transportation District – Acquisition Exemption – BNSF Railway Company, In Jefferson County, Colorado, STB Finance Docket No. 35358*

Dear Ms. Brown:

I am enclosing an original and ten (10) copies of the Notice of Exemption of the Regional Transportation District (“RTD”) in the above-captioned proceeding for the acquisition of a line of railroad known as the Golden Subdivision from BNSF Railway Company. An additional copy is enclosed for date stamp and return to our messenger. Please note that a compact disk containing an electronic copy of the Notice is enclosed with this document.

I am enclosing a form effecting payment by credit card of the \$1800.00 filing fee required for a Notice of Exemption under 49 CFR § 1002.2(f)(14)(ii). However, RTD is seeking a waiver of the filing fee based on the fact that it is a local government entity filing the request on behalf of the general public pursuant to 49 CFR § 1002.2(e) and STB Ex Parte No. 542 (Sub-No. 6) – *Regulations Governing Fees For Services Performed In Connection With Licensing and Related Services – Policy Statement* (Served December 6, 2000). RTD is a “state or local government entity” and is a non-carrier. A separate letter requesting a waiver of the filing fee is attached.

Sincerely,

Allison I. Fultz

Enclosures

cc: All Parties of Record

Attorneys at Law
Denver • New York • Washington, DC

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CONTAINS COLOR MAPS

**Before the
Surface Transportation Board**

Finance Docket No. 35358

**REGIONAL TRANSPORTATION DISTRICT
- ACQUISITION EXEMPTION -
BNSF RAILWAY COMPANY
IN JEFFERSON COUNTY, COLORADO**

VERIFIED NOTICE OF EXEMPTION

Dated: March 5, 2010

Communications with respect to this document
should be addressed to:

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Counsel for Regional Transportation District

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Before the
Surface Transportation Board



Finance Docket No. 35358

**REGIONAL TRANSPORTATION DISTRICT
– ACQUISITION EXEMPTION –
BNSF RAILWAY COMPANY
IN JEFFERSON COUNTY, COLORADO**

VERIFIED NOTICE OF EXEMPTION

The Regional Transportation District (“RTD”), a political subdivision of the State of Colorado organized under Title 32, Article 9 of the Colorado Revised Statutes, hereby submits this Notice that on or about April 5, 2010, it intends to purchase from the BNSF Railway Company (“BNSF”) a segment of the property commonly known as the “Golden Subdivision” in Jefferson County, Colorado. The subject line extends from MP 6.3 in Utah Junction, CO, to the end of the line at approximately MP 15.85 in Golden, CO. RTD will acquire the Golden Subdivision in two separate but contiguous segments: the Gold Corridor East Portion (MP 6.3 to MP 10.83) and Gold Corridor West Portion (MP 10.83 to MP 15.85). The Golden Subdivision is shown on the map that is attached at Exhibit 1 hereto.¹

BNSF will retain an exclusive freight easement for the trackage on the Golden Subdivision. BNSF will retain the exclusive right to operate freight service on the entire line,

¹ In conjunction with its acquisition of the Golden Subdivision, RTD will also acquire an easement over a portion of BNSF’s Front Range Subdivision from MP 0 to approximately MP 6.3 for the operation of passenger commuter rail service. BNSF will retain its fee interest in the Front Range Subdivision and will continue its existing freight operations on that line. According to long-established STB precedent, RTD’s acquisition of an easement for passenger operations over BNSF’s existing freight line will not be subject to the Board’s jurisdiction. *So. Pac. Transp. Co. – Abandonment Exemption – Los Angeles County, CA*, 9 I.C.C. 385, 390 (1993) (Board will not assert jurisdiction over the ability of a railroad to allow non-carriers to conduct non-jurisdictional activities, such as constructing track or providing rail commuter service, on such railroad’s right of way where regulated rail service will not be affected).

and that right will not be affected by the transactions described in this Notice. Although BNSF and RTD will share the corridor, each will operate on its own track. Accordingly, pursuant to the terms and conditions of the freight railroad easement, BNSF will retain all present rights to provide freight rail service over the line.

RTD will acquire no right or obligation to provide freight service on the Golden Subdivision, and is acquiring the property for the purpose of providing wholly intrastate passenger commuter rail operations. RTD is a political subdivision of the State of Colorado with legal authority only to operate mass transportation services pursuant to C.R.S. §§ 32-9-103(7)(a) and 32-9-107.

This Notice of Exemption is filed under 49 C.F.R. § 1150.41.² Because RTD will not acquire either rights or obligations that implicate in any way the existing freight common carrier operations that remain attached to the Golden Subdivision, and thus will not become a rail carrier providing transportation subject to the jurisdiction of the Board, RTD will separately file a Motion to Dismiss this Notice of Exemption.

In accordance with the requirements of 49 C.F.R. § 1150.43, RTD submits the following information:

- (a) *The full name and address of the applicant, 49 C.F.R. § 1150.43(a)*

Regional Transportation District
1600 Blake Street
Denver, CO 80202-1399

² RTD filed a Notice of Exemption with respect to its acquisition from Union Pacific Railroad Company (“UPRR”) of property interests in a line of railroad on which UPRR has retained an easement for provision of freight service. The exemption became effective on September 23, 2009. *Regional Transportation District – Acquisition Exemption – The Union Pacific Railroad Company – In the Counties of Adams, Boulder, Broomfield and Weld, Colorado*, STB Finance Docket No. 35252 (Service Date Sept. 2, 2009). In view of the rights UPRR retained in that transaction, RTD filed a Motion to Dismiss that Notice of Exemption. Because the Board has not yet ruled on that Motion, RTD submits this Notice pursuant to 49 C.F.R. § 1150.41, rather than 49 C.F.R. Part 1150.31 *et seq.*

- (b) *The name, address and telephone number of the representative of the applicant who should receive correspondence, 49 C.F.R. § 1150.43(b)*

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- (c) *A statement that an agreement has been reached or detail about when an agreement will be reached, 49 C.F.R. § 1150.43(c)*

RTD and BNSF anticipate that they will execute the following agreements in connection with this transaction shortly before consummating the transfer of property from BNSF to RTD: (a) Purchase and Sale Agreement; (b) Relocation and Construction Agreement to govern the rights and obligations of the parties while each of BNSF and RTD constructs facilities for their respective operations; and (c) Joint Corridor Use Agreement to govern the respective rights and obligations of BNSF and RTD following the consummation of the transaction and completion of construction of improvements on the line. The parties are currently completing their negotiation of the material terms and conditions of these agreements and will provide copies of the executed agreements to the Board on or prior to the effective date of this exemption.

BNSF will transfer the Golden Subdivision to RTD in two segments by means of quitclaim deeds. Each of the two conveyances will include a reservation for BNSF of an exclusive, perpetual railroad easement for the purpose of permitting BNSF to continue providing freight service on the line. RTD will provide copies of the deeds upon execution of the above-described agreements. At no time will RTD have the right to interfere with BNSF's ability to fulfill its common carrier freight obligation.

- (d) *The operator of the property, 49 C.F.R. § 1150.43(d)*

According to the terms of the quitclaim deeds by which both segments of the Golden Subdivision will be transferred to RTD, BNSF is retaining a perpetual, exclusive easement for freight railroad purposes on the entire rail line. BNSF therefore has the ongoing exclusive obligation to provide freight service on the Golden Subdivision.

- (e) *A brief summary of the proposed transaction, 49 C.F.R. § 1150.43(e)*
- (1) *The name and address of the railroad transferring the subject property, 49 C.F.R. § 1150.43(e)(1)*
- BNSF Railway Company
2500 Lou Menk Drive
Fort Worth, TX 76131
- (2) *The proposed time schedule for the consummation of the transaction, 49 C.F.R. § 1150.43(e)(2)*
- The transaction between RTD and BNSF will be consummated on or about April 5, 2010.
- (3) *The mile-posts of the subject property, including any branch lines, 49 C.F.R. § 1150.43(e)(3)*
- The Golden Subdivision railroad main track corridor extends from MP 6.3 at Utah Junction in Jefferson County, CO, to the end of the line at approximately MP 15.85 in Golden in Jefferson County, CO.
- (4) *The total route miles being acquired, 49 C.F.R. § 1150.43(e)(4)*
- The total mileage of the lines to be acquired is approximately 9.55 miles.
- (f) *A map that clearly indicates the area to be served, including origins, terminals, stations, cities, counties and states, 49 C.F.R. § 1150.43(f)*
- See **Exhibit 1**. No new service is proposed. BNSF's existing operations will continue and BNSF will retain the exclusive right to provide freight service on the line.
- (g) *A certificate that applicant's projected revenues do not exceed those that would qualify it as a Class III carrier, 49 C.F.R. § 1150.43(g)*
- See Verification and Certification, attached.
- (h) *Interchange agreements, 49 C.F.R. § 1150.43(h)*
- No interchange agreements and no limitation on any future interchange agreements are being imposed in connection with the subject transaction.

Under § 1105.6(c)(2), RTD's proposed acquisition of the Golden Subdivision is exempt from environmental reporting requirements because the railroad operations on the line segment

that is subject to the Board's jurisdiction will not be affected by the acquisition by RTD. *See* 49 C.F.R. § 1105.6(c)(2).

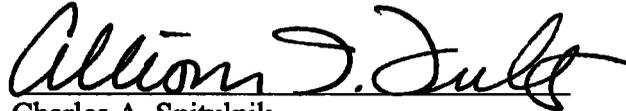
Similarly, under 49 C.F.R. § 1105.8(b)(1), RTD's proposed acquisition of the Golden Subdivision is exempt from historic preservation reporting requirements. The proposed acquisition and Joint Corridor Use Agreement are for the purpose of continuing the status quo with respect to freight rail operations. Further Board approval would be required for BNSF to discontinue or abandon any freight service that BNSF currently offers on the line.

In addition, this acquisition is part of the RTD's regional FasTracks program, which is projected to create a regional network of ten commuter rail corridors in the region. FTA issued a Record of Decision in November 2009 (the "ROD") for construction of RTD's Gold Line on the Golden Subdivision and other corridors not the subject of this proceeding. Attached to the ROD is Appendix A, the Section 106 Memorandum of Agreement among FTA, RTD and the Colorado State Historic Preservation Officer (the "MOA"). The ROD and MOA will guide RTD's historic preservation reporting once construction activities trigger the requirements of 49 C.F.R. § 1105.8(b)(1). Although the entire Gold Line project will encompass areas of Denver, Adams and Jefferson County, the proposed transaction only involves the acquisition of property in Jefferson County. A copy of the ROD and MOA are attached hereto as **Exhibit 2**.

A proposed caption summary for publication in the Federal Register is attached as

Exhibit 3.

Respectfully submitted,



Charles A. Spitulnik

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Emails: cspitulnik@kaplankirsch.com

afultz@kaplankirsch.com

Counsel for the Regional Transportation District

Dated: March 5, 2010

VERIFICATION AND CERTIFICATION

I, Marla Lien, General Counsel of the Regional Transportation District, verify under penalty of perjury that the facts recited in the foregoing Notice of Exemption are true and correct. Further, I certify that I have personal knowledge of the facts stated therein and that I am authorized to verify these facts stated in this Verified Notice of Exemption.

In addition, this is to certify, as required by 49 C.F.R. § 1150.43(g) that, because the Regional Transportation District will conduct no freight operations on the line segments being acquired, its revenues from freight operations will not result in the creation of a Class I or Class II carrier.



Marla Lien
General Counsel
Regional Transportation District

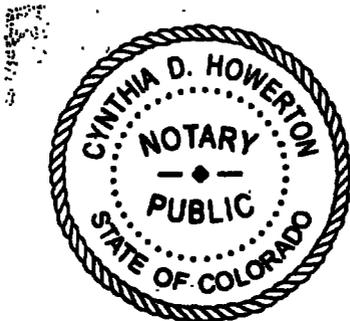
STATE OF COLORADO)
 CITY AND)
COUNTY OF DENVER)

Subscribed and sworn to before me this 5th day of March, 2010.



Notary Public

My commission expires: September 15, 2013

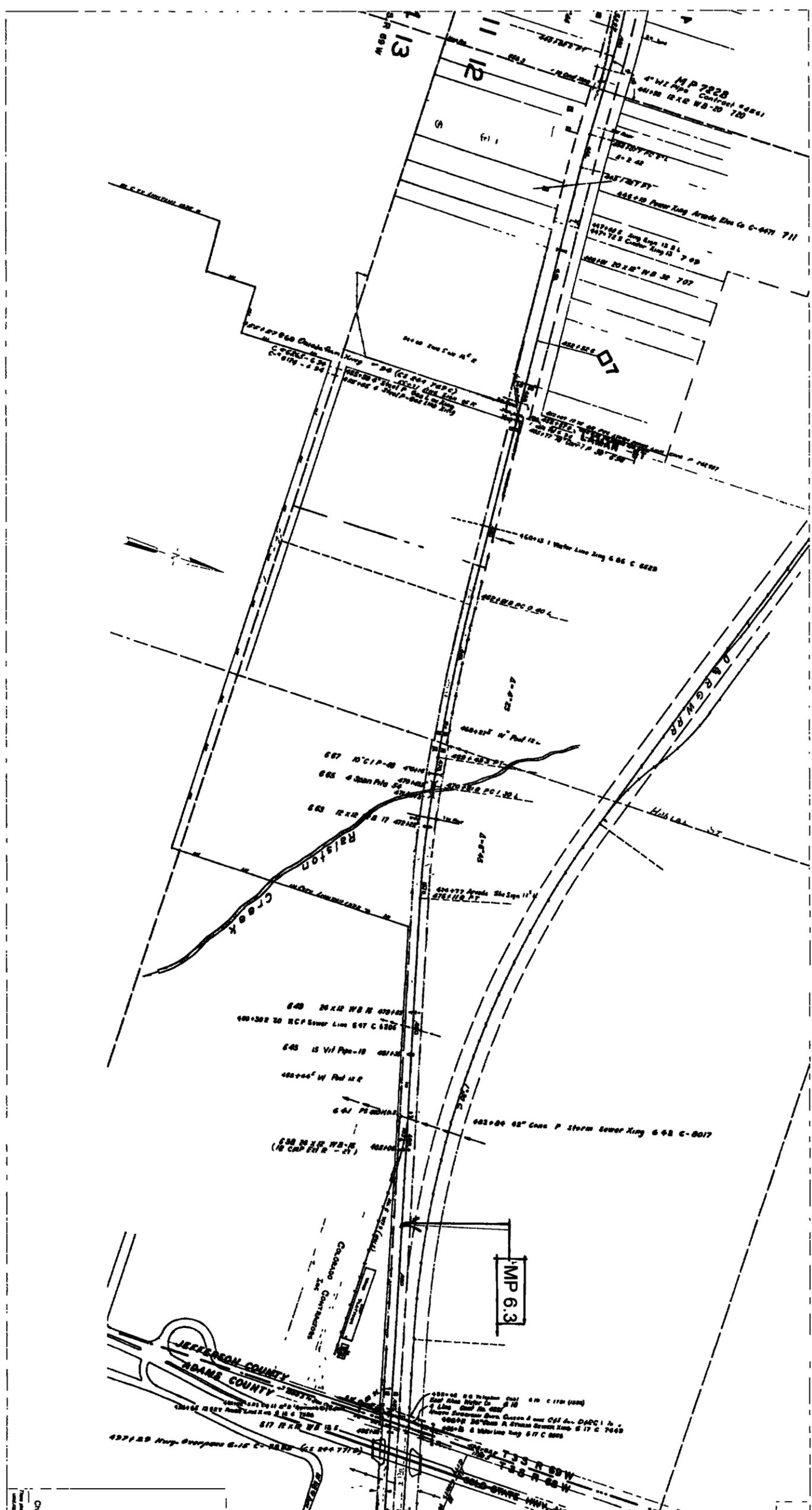


My Commission Expires 9/15/2013

Exhibit 1

Map of the Line

[attached hereto]



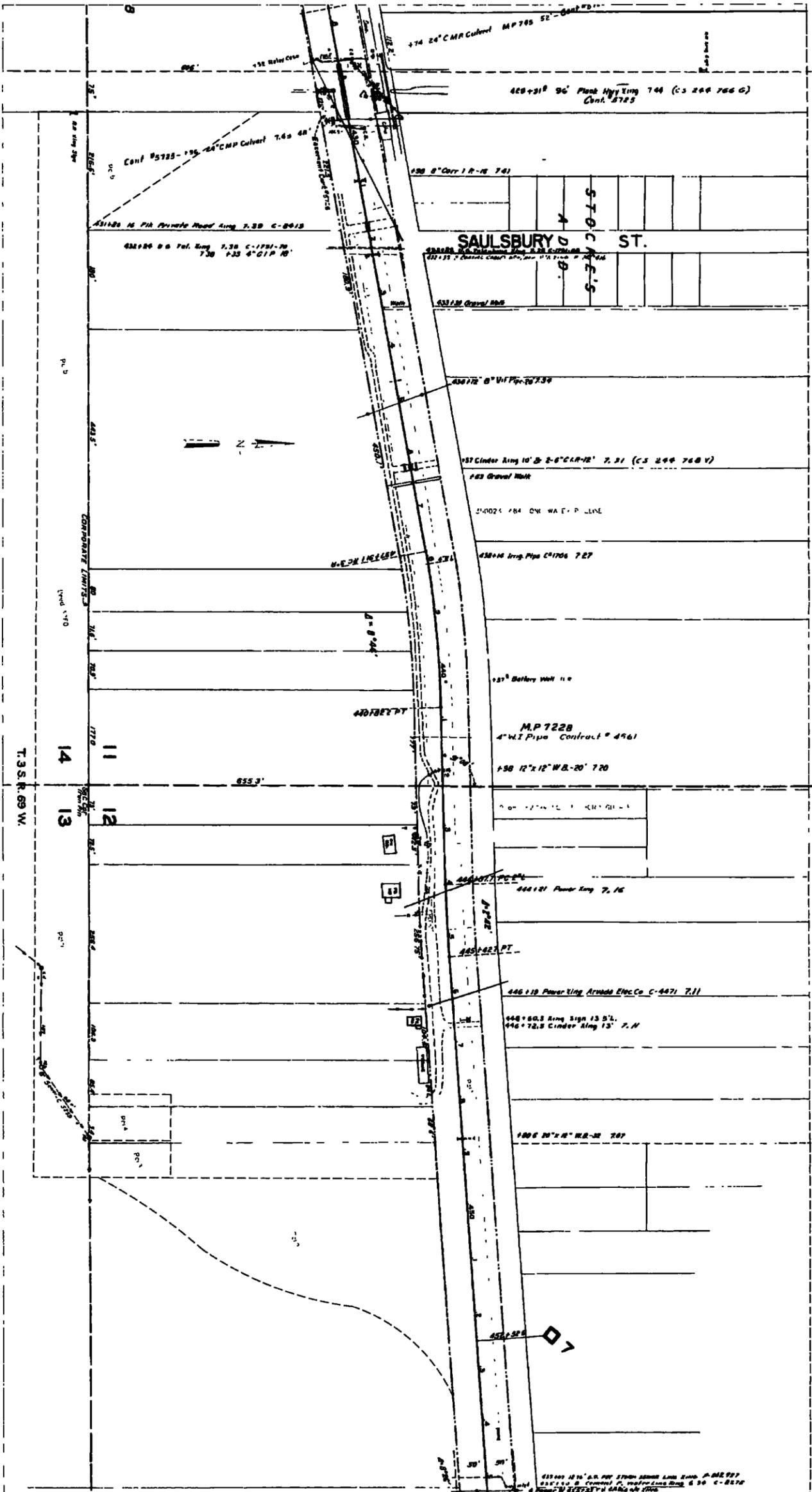
SHEET 10 OF 12

MATCH MARK

BNSF RAILWAY
 Right of Way and Track Map
 Line Segment 0482
 M & S to MP 13
 Final 7/5/07



Chief Engineer's Office Sheet 1 of 1 C.E. 633A2
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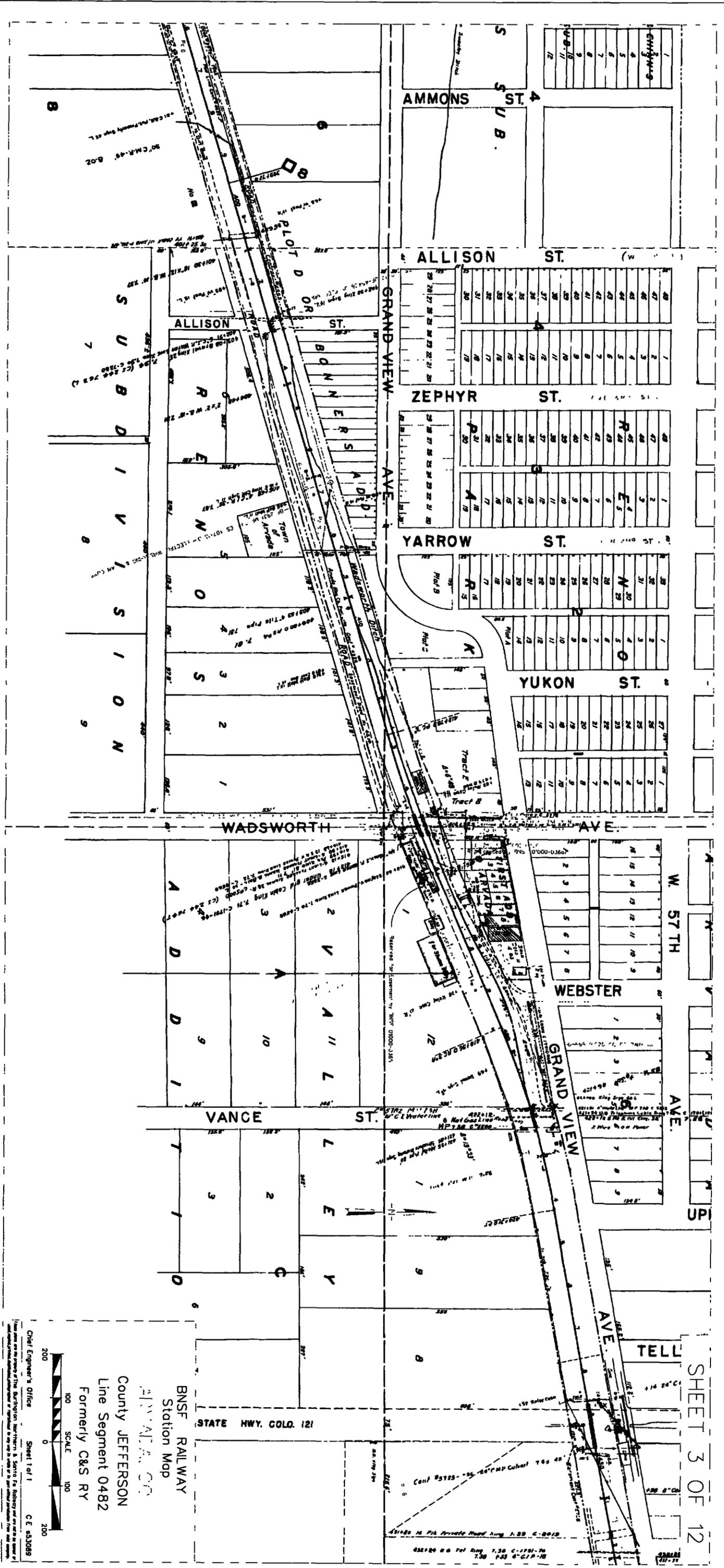
STATE HWY COLO. 72 EAST BY LAMAR ST. (C.S. 244 766 G)

Revised: 06-29-2007



Chief Engineer's Office
 BNSF RAILWAY COMPANY
 Station Map
 ARVADA, CO
 County JEFFERSON
 Line Segment 0482
 Formerly C&S RY

CE 453088



Revised 06/29/2007

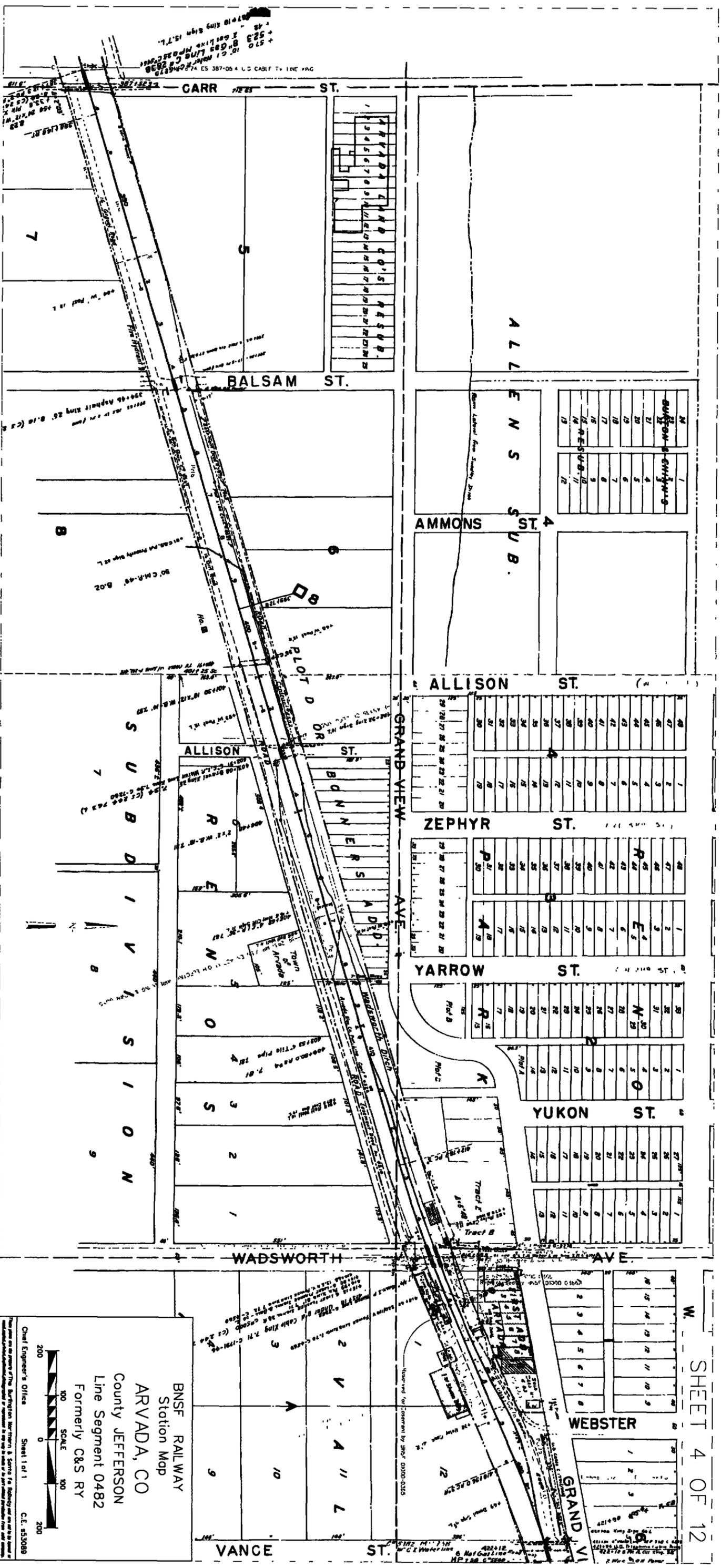


Chief Engineer's Office
 BNSF RAILWAY
 Station Map
 ANADATA CO
 County JEFFERSON
 Line Segment 0482
 Formerly C&S RY
 Sheet 1 of 1
 CE 433089

STATE HWY. COLO. 121

SHEET 3 OF 12

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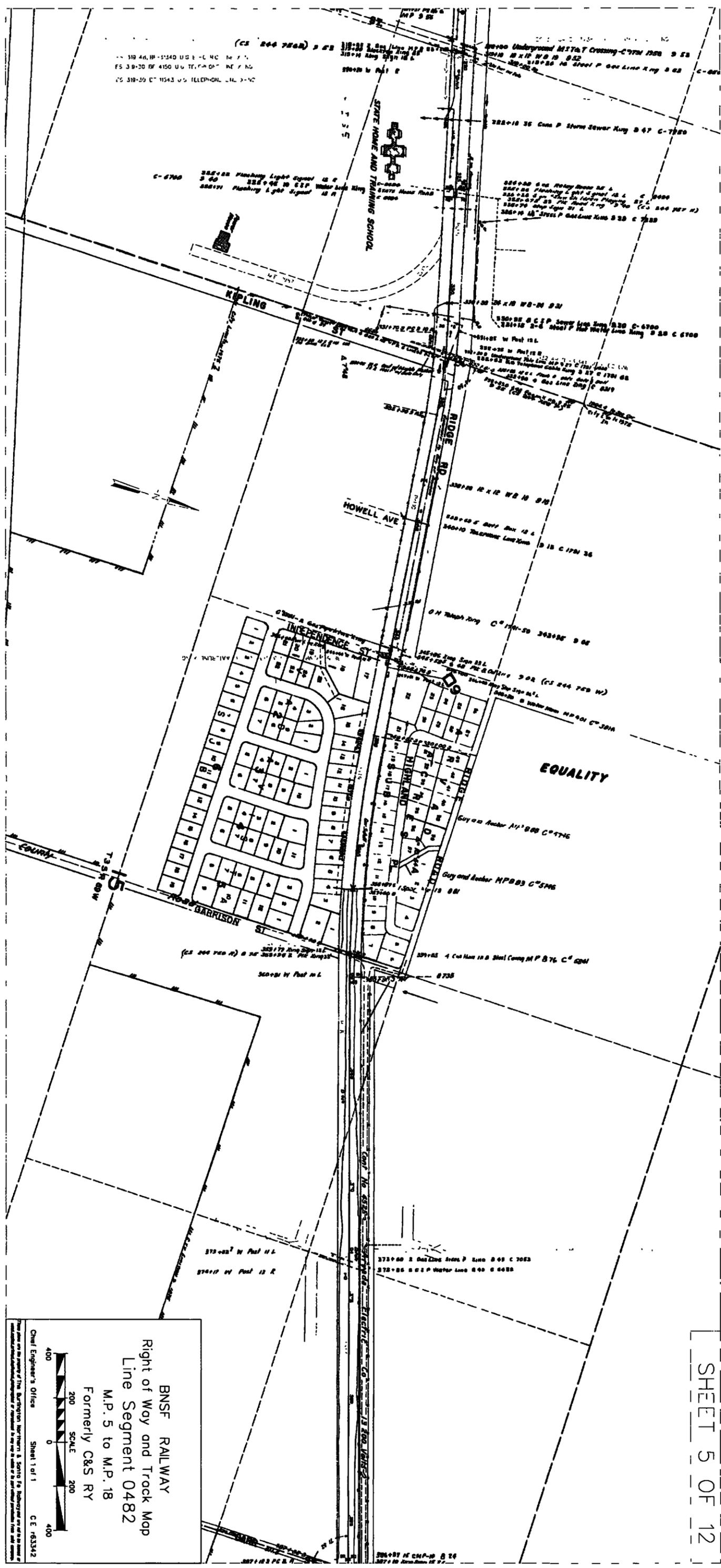


Chief Engineer's Office
 Sheet 1 of 1
 C.E. 533089
 Revised: 06/29/2007

BNSF RAILWAY
 Station Map
 ARVADA, CO
 County JEFFERSON
 Line Segment 0482
 Formerly C&S RY

SCALE
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W. SHEET 4 OF 12



SHEET 5 OF 12

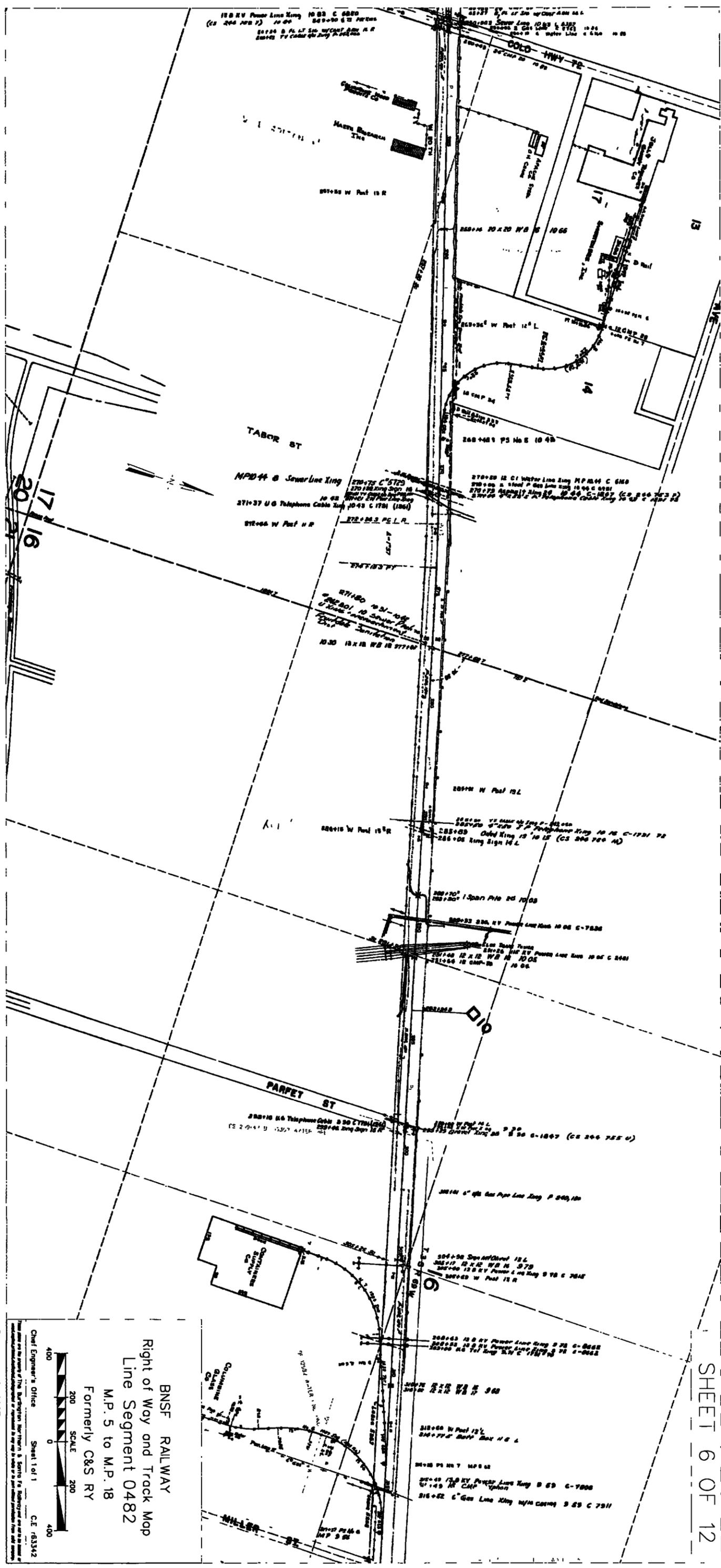
BNSF RAILWAY
 Right of Way and Track Map
 Line Segment 0482
 M.P. 5 to M.P. 18
 Formerly C&S RY

Chief Engineer's Office
 Sheet 1 of 1
 CE 163342

Revised: 12/21/2007

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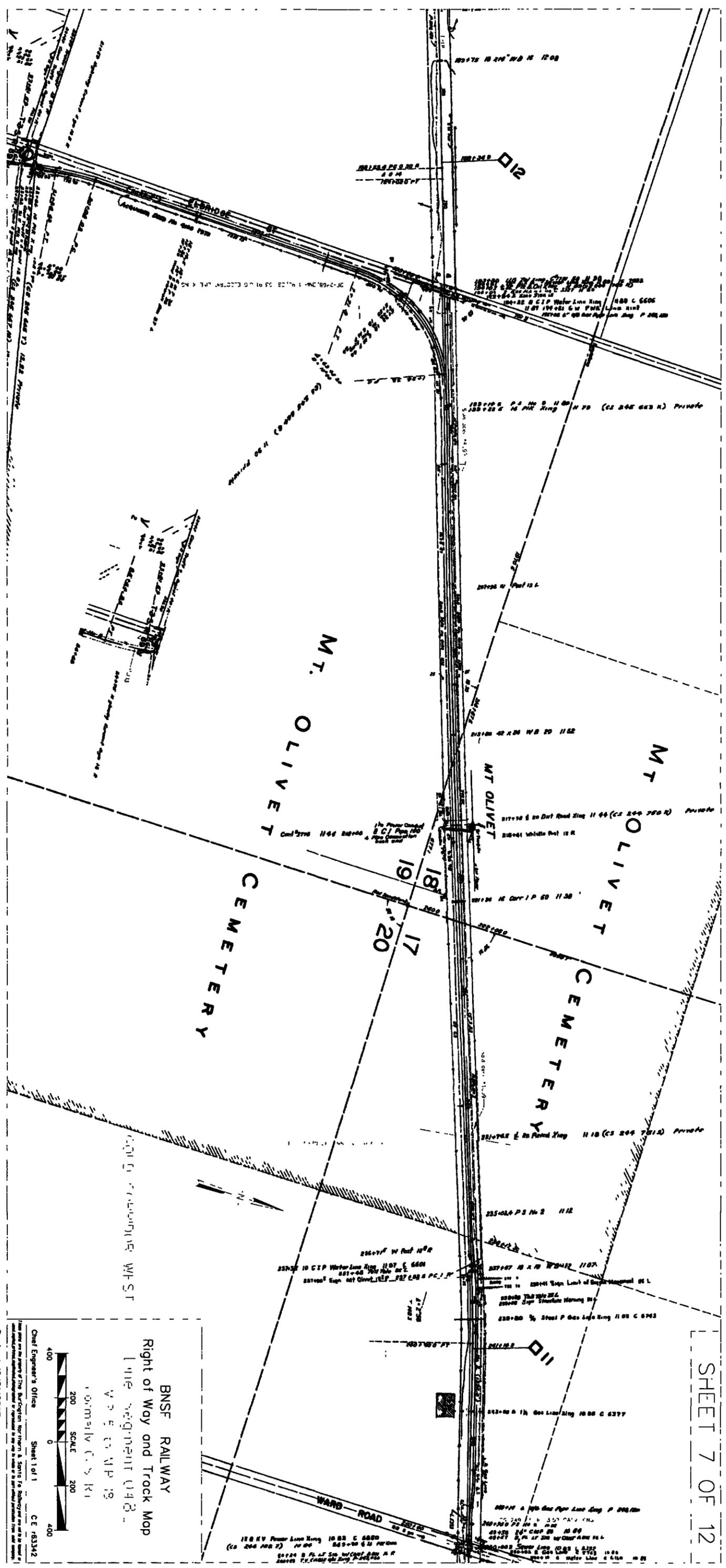


BNSF RAILWAY
 Right of Way and Track Map
 Line Segment 0482
 M.P. 5 to M.P. 18
 Formerly C&S RY

Chief Engineer's Office Small lot 1 C.E. 153342
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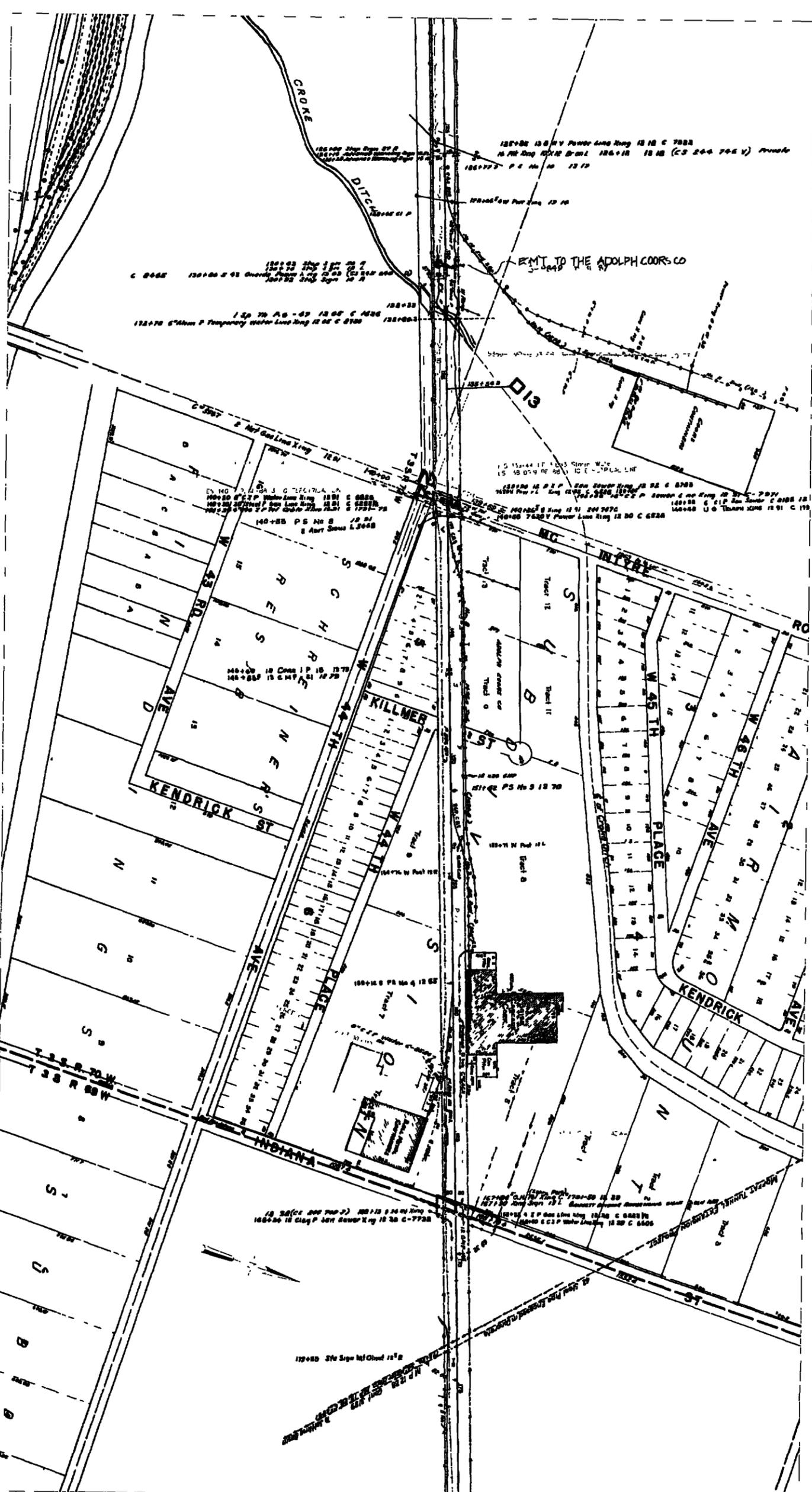


BNSF RAILWAY
Right of Way and Track Map
Line Segment 048
W 2 E to MP 19
COMPILED BY S. K. I.

Chief Engineer's Office Sheet 1 of 1 CE 183142
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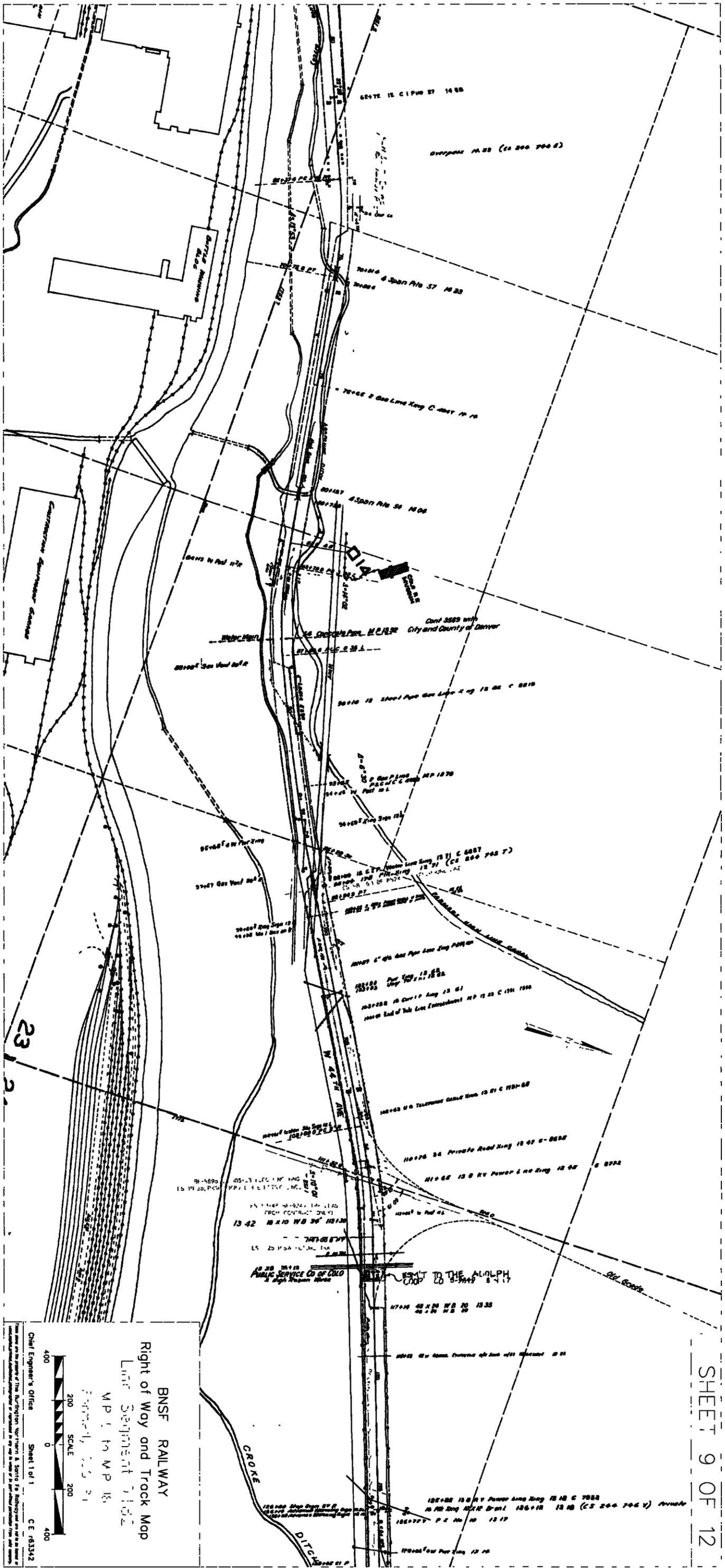
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SHEET 7 OF 12



BNSF RAILWAY
 Right of Way and Track Map
 L.A.S. DISTRICT
 FORMERLY C.S. 57
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 Chief Engineer's Office Sheet 1 of 1 C.E. 783342
 Revised 12/21/2007

SHEET 8 OF 12



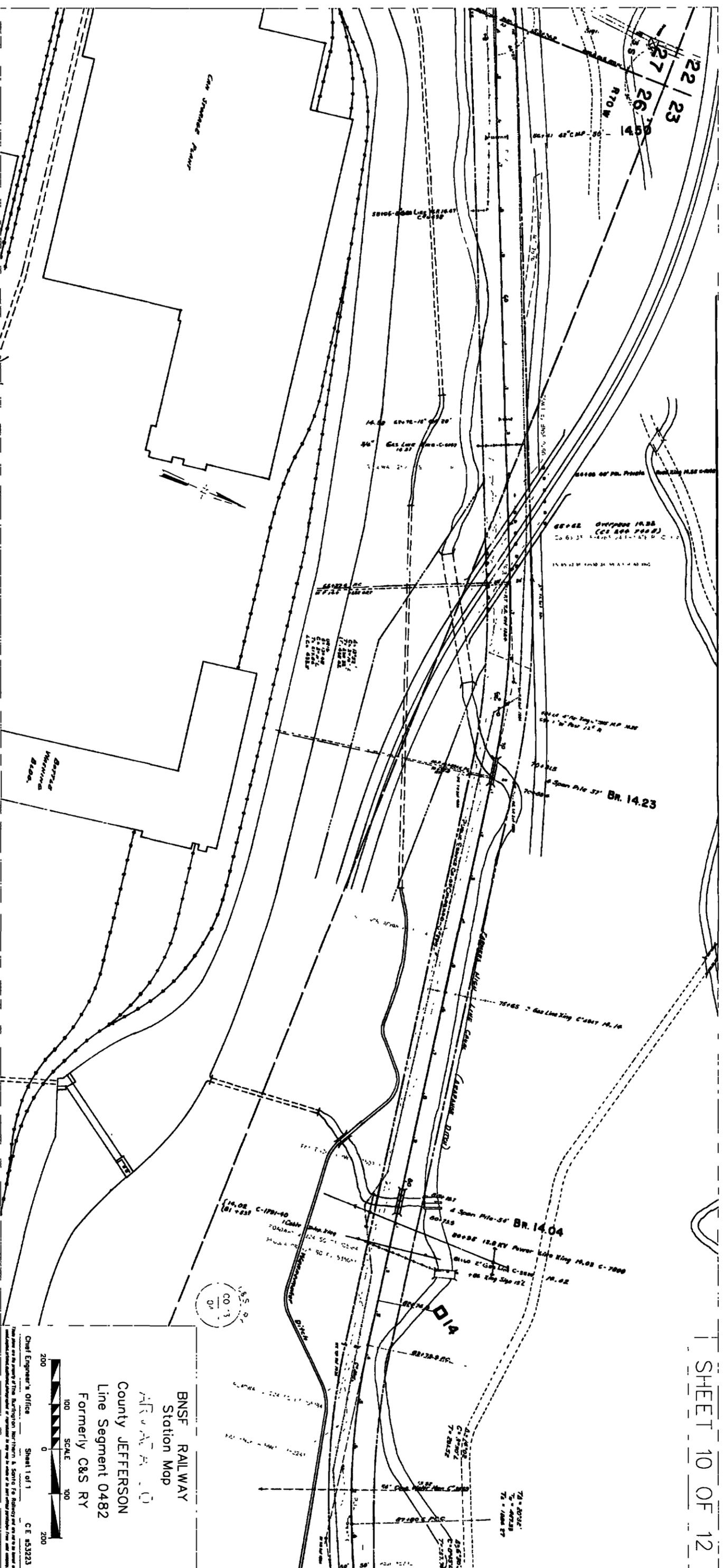
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BNSF RAILWAY
Right of Way and Track Map
 Line Segment 7102
 MP 1 to MP 16
 Engineering 2005-21

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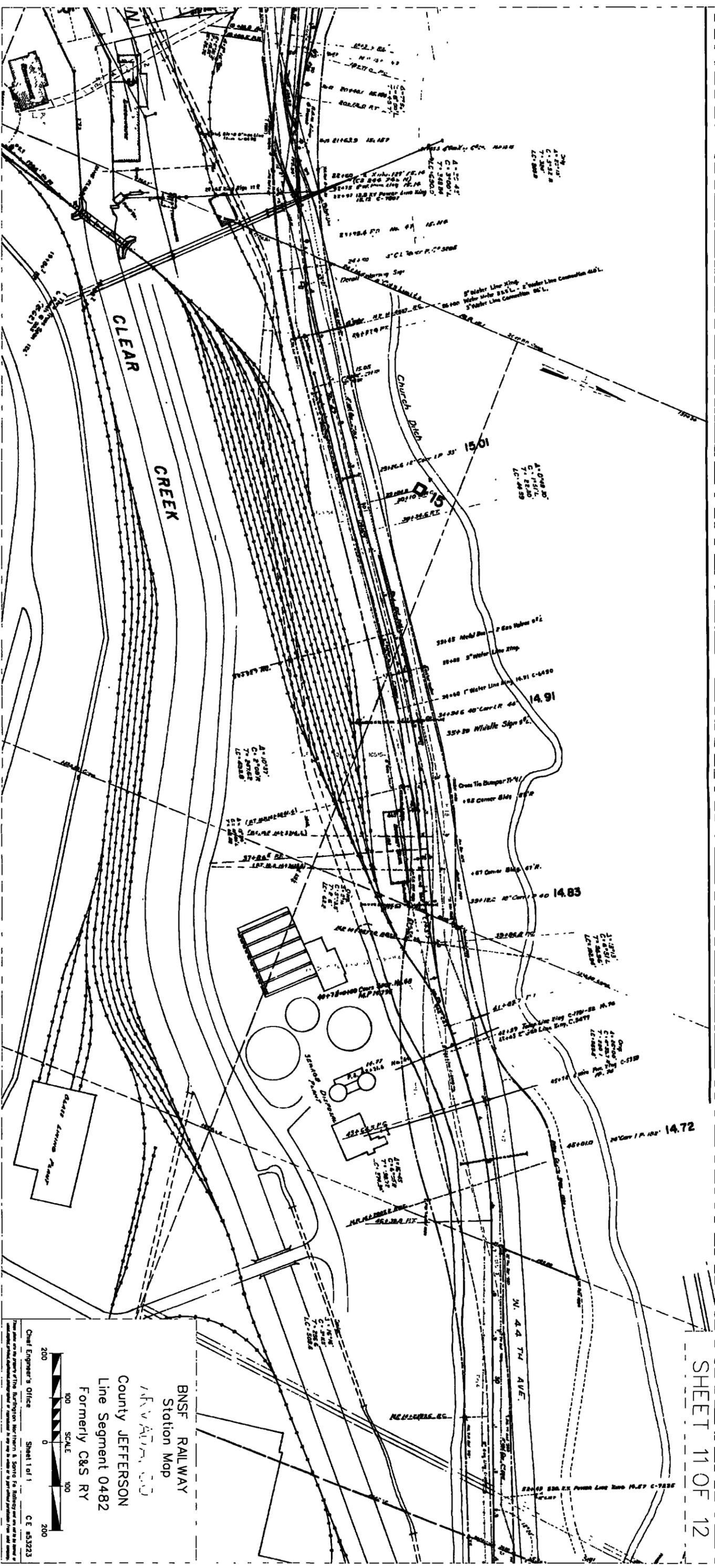
SHEET 9 OF 12



BNSF RAILWAY
Station Mop
 COUNTY JEFFERSON
 Formerly C&S RY

Chief Engineer's Office Sheet 1 of 1 CE 453223
 Revised: 06/29/2007

SCALE
 0 100 200



SHEET 11 OF 12

BNSF RAILWAY
Station Map
 AFWA 0482
 County JEFFERSON
 Line Segment 0482
 Formerly C&S RY

Chief Engineer's Office Sheet 1 of 1 CE 453223
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 Revised 06/29/2007

Exhibit 2

**FTA Record of Decision and Section 106 Memorandum of Understanding among FTA,
RTD and Colorado State Historic Preservation Officer**

[attached hereto]

RECORD OF DECISION

Gold Line Corridor Project

**Denver, Arvada, Wheat Ridge, Adams
County, Jefferson County, Colorado**

November 2009

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Figure

Figure 1: Preferred Alternative

Tables

Table 1: Station Characteristics

Table 2: Preferred Alternative Service Frequency and Headways

Table 3: Property Impacts that have been updated or added since the FEIS

Table 4: Property Impacts that have been removed from the FEIS

Appendices

A. FTA, RTD and SHPO Section 106 Memorandum of Agreement

B. Impacts and Mitigation of the Preferred Alternative

Acronym List

Btu	British thermal unit
CMP	Construction Mitigation Plan
CO	carbon monoxide
CPTED	Crime Prevention through Environmental Design
CRMF	Commuter Rail Maintenance Facility
CWA	Clean Water Act
DEIS	Draft Environmental Impact Statement
DMU	diesel multiple unit
DRCOG	Denver Regional Council of Governments
DUS	Denver Union Station
EIS	Environmental Impact Statement
EMU	Electric Multiple Unit
FEIS	Final Environmental Impact Statement
FRA	Federal Railroad Administration
FTA	Federal Transit Administration
HASP	Health and Safety Plan
HMMP	Hazardous Materials Management Plan
LRT	light rail transit
MBTA	Migratory Bird Treaty Act
MOA	Memorandum of Agreement
MOW	maintenance-of-way
MS4	Municipal Separate Storm Sewer System
MSE	mechanically stabilized earth
NAAQS	National Ambient Air Quality Standards
NEPA	National Environmental Policy Act
NO _x	nitrogen oxide
NPDES	National Pollutant Discharge Elimination System
PM ₁₀	particulate matter of 10 microns in diameter or smaller
pnR	park-n-Ride
ROD	Record of Decision

ROW	right-of-way
RTD	Regional Transportation District
RTP	Regional Transportation Plan
SAFETEA-LU	Safe, Accountable, Flexible, Efficient Transportation Act – A Legacy for Users
SEA	Supplemental Environmental Assessment
SHPO	State Historic Preservation Officer
SPCC	Spill, Prevention, Control, and Countermeasure Plan
SU&DP	sewer use and drainage permits
SWMP	Stormwater Management Plan
USACE	United States Army Corps of Engineers
VOC	volatile organic compound

Decision

The Federal Transit Administration (FTA), pursuant to 23 CFR 771 and 774 and 40 CFR Parts 1500-1508 has determined that the requirements of the National Environmental Policy Act (NEPA) have been met for the Gold Line Corridor project proposed by the Regional Transportation District (RTD). This FTA decision applies to the Preferred Alternative, which is described and evaluated in the Gold Line Corridor Final Environmental Impact Statement (FEIS) prepared by the RTD and the FTA and signed on August 21, 2009.

The FTA has considered the information contained in the public record, including the Gold Line Draft Environmental Impact Statement (DEIS), the FEIS, regulatory and resource agency coordination, public hearing and public meeting comments, and agency review comments on the environmental documents. This Record of Decision (ROD) summarizes FTA's decisions regarding compliance with relevant environmental requirements, describes the mitigation measures to be included in the project, summarizes public outreach and agency coordination efforts, responds to substantive comments, and presents the Section 4(f) determination for the project.

The Preferred Alternative consists of an 11.2-mile Electric Multiple Unit (EMU) commuter rail system operating between Denver Union Station (DUS) in downtown Denver and Ward Road in Wheat Ridge with seven stations. The Gold Line Preferred Alternative alignment will operate primarily on a double-track system (with the exception of one single track segment of approximately 1.5 miles in the western end of the corridor, designed to avoid significant impacts, as described in the Preferred Alternative section below) dedicated to commuter rail with no track being shared with freight rail operations. The Preferred Alternative from DUS to the CRMF, shares the alignment with all of the FasTracks Commuter Rail corridors (East, North Metro, and Northwest Rail) for vehicle service at the CRMF. Passenger service for the Gold Line and Northwest Rail share the alignment from DUS to Pecos Street. West of Pecos Street to Ward Road, the Preferred Alternative alignment separates from the Northwest Rail project and travels on its own alignment separate from the freight railroad to Ward Road.

Because it is required as a supporting component of the Preferred Alternative, the Commuter Rail Maintenance Facility (CRMF) is also included in this project. A Supplemental Environmental Assessment (SEA) to support the Gold Line and East Corridor DEIS documents was prepared for the CRMF and is incorporated herein by reference (FTA, 2009). Content and comments from that document are incorporated into this ROD.

Neither the FEIS nor this ROD constitutes an FTA commitment to provide financial assistance for the construction of the project. In this instance, RTD is seeking funding under FTA's Major Capital Investments ("New Starts") program. FTA will decide whether to commit New Starts funds to the project in accordance with applicable Federal law including, but not limited to, the New Starts evaluation procedures codified at 49 U.S.C. Section 5309.

Basis for Decision

The environmental record for the Gold Line project includes the 2008 Gold Line DEIS, the 2009 CRMF SEA, and the 2009 Gold Line FEIS, comments received on these documents and responses to those comments. The FEIS includes a review of the purpose and need for the project; goals and objectives, consideration of alternatives, environmental impacts and measures to minimize harm.

Background

Planning studies conducted for the Denver metropolitan area have shown that population and employment is anticipated to increase approximately 54 percent by the year 2030 (according to the 2030 Regional Transportation Plan [RTP]). Automobile and bus travel times are anticipated to increase by approximately 35 percent in the same period. In response to this anticipated growth and to improve mobility options throughout the Denver metropolitan area, the region has explored several transportation mode solutions including bus, rail, and HOV lanes to help relieve expected congestion, address air quality issues, and offer additional transportation options to citizens within the region.

In November 2004, voters in metropolitan Denver's RTD approved the FasTracks initiative, which is intended to expand and improve public transit service to metropolitan Denver communities over a 12-year period. The FasTracks comprehensive plan calls for the construction and operation of rail lines as well as improved bus service and park-n-Rides (pnR) throughout the region. The Gold Line Final Environmental Impact Statement (FEIS) addresses the project in the central western area of the Denver metropolitan region that is part of the RTD FasTracks Plan. The FEIS examined a range of alternatives, their respective environmental consequences, and mitigation measures to provide fixed-guideway transit service in the Gold Line study area.

Alternatives Considered

The Gold Line FEIS evaluated more than 20 alternatives and other iterations of those alternatives to meet the Purpose and Need for the corridor. Alternatives were developed and evaluated to address the travel markets in the Gold Line study area, to minimize environmental impacts, and in response to the input from the agency and public involvement process.

As a result of the alternatives analysis process during the NEPA process, a Preferred Alternative was selected. The Preferred Alternative was found to be the environmentally preferred alternative. Avoidance and minimization measures that were taken to reduce the impacts of the Preferred Alternative have served to further reduce the environmental consequences associated with its construction and operation.

During the initial phases of the NEPA process, the freight railroads (UP and BNSF) adopted policies that disallow sharing of their ROWs with technologies such as light rail transit (LRT), which do not comply with Federal Railroad Administration (FRA) standards for crash-worthiness. As a result, the LRT alternative chosen by previous planning studies had to be dropped from further consideration. Instead, heavier commuter rail technologies (both electric and diesel powered) that could operate within the freight railroad ROW were evaluated. LRT was evaluated only on alignments that either parallel the freight rail ROW or are on city streets. Streetcar technology was also evaluated because it provided an alternative to LRT that is easier to construct, and with fewer impacts, in an urban environment.

Several conceptual-level alignments for the EMU, diesel multiple unit (DMU), LRT, and streetcar were developed to determine the best routes for each technology from DUS to Ward Road.

These technologies and alignments were then evaluated through a 5-level screening process following FTA, NEPA, and SAFETEA-LU requirements.

Based on FTA's "*Procedures and Technical Methods for Transit Project Planning*", the alternatives progressed through the five screening levels; the number of alternatives decreased

while being subjected to an increasing level of detailed analysis, including engineering, environmental, and community impact criteria.

No Action Alternative

The No Action Alternative was also evaluated in the DEIS and FEIS and included several roadway and transit projects from the Denver Regional Council of Government's (DRCOG) fiscally constrained 2030 RTP. The No Action Alternative roadway network in the region (including roadways within the Gold Line study area) was assumed to be the roadway projects included in the DRCOG 2030 RTP. These included:

- Reconfiguration of the I-70/SH 58 interchange
- Reconstruction of the I-70/Kipling interchange
- Addition of new lanes on Wadsworth Boulevard between 46th Avenue and 36th Avenue.

Transit improvements include bus service changes and committed bus service enhancements that are planned to occur in the next 1 to 5 years, as well as committed bus service enhancements that will occur between 2006 and 2030. It also assumes that no additional transit facilities would be constructed in the Gold Line study area and that the Ward Road and Olde Town pnR exist in the same locations as today and would not be expanded.

Baseline Alternative

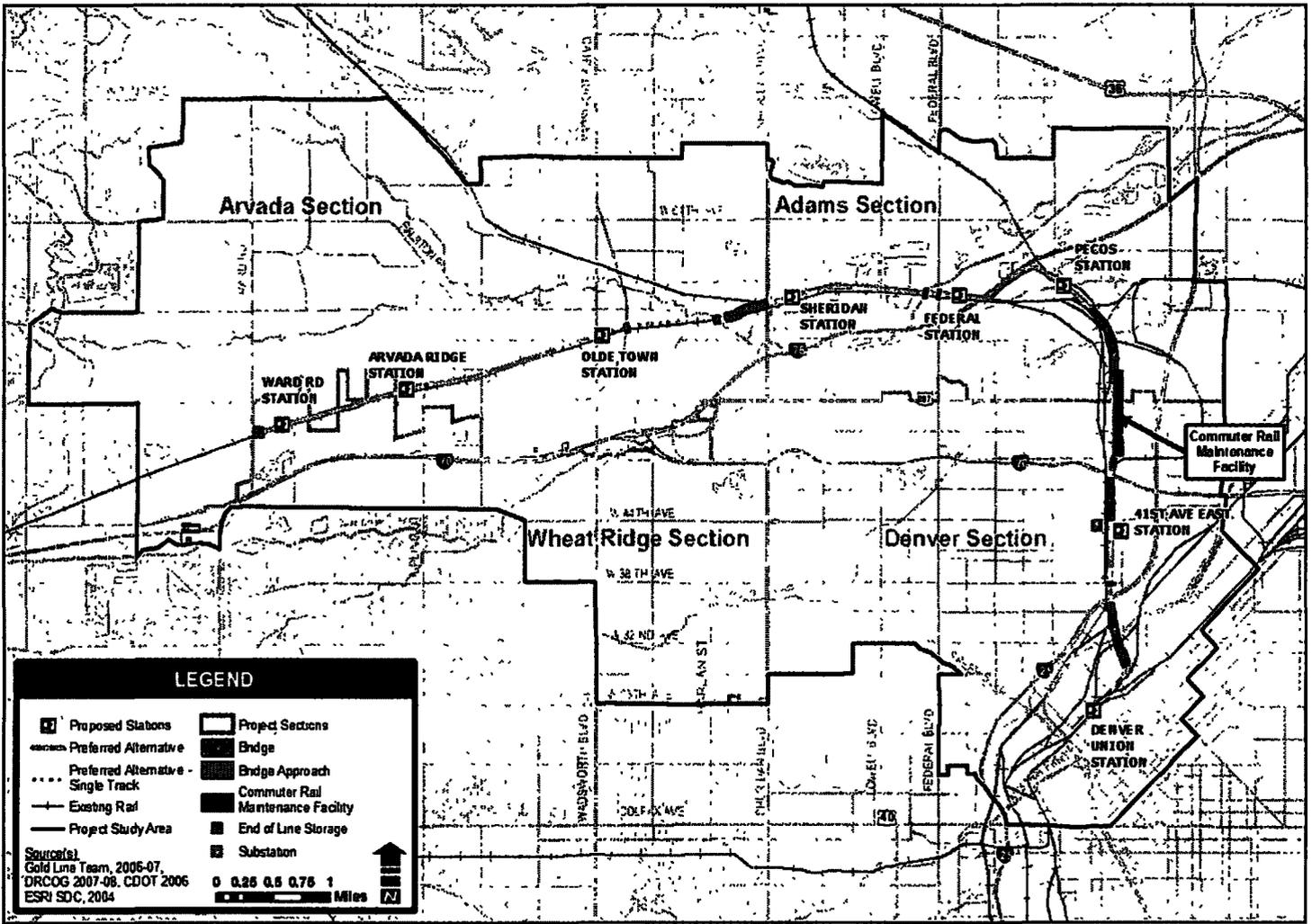
A Baseline Alternative was also developed to represent the "best that can be done" without implementing a major capital investment such as rail transit. The Baseline Alternative was included for financial and mobility comparisons in the FEIS (in Chapter 4, Transportation Systems and in Chapter 5, Evaluation of Alternatives). Because the Baseline Alternative did not meet the Purpose and Need for the project it was not evaluated for environmental impacts in the DEIS or FEIS.

Preferred Alternative

Alignment

The Preferred Alternative (EMU-BNSF/UP) will begin at DUS, share the alignment with the Northwest rail project from DUS to Pecos Street, and terminate at Ward Road in Wheat Ridge (Figure 1 below).

FIGURE 1: PREFERRED ALTERNATIVE



Beginning at DUS, the alignment will operate on a double-track system dedicated to commuter rail. The first station north of DUS is the 41st Avenue East Station located at 41st Avenue and Fox Streets in Denver.

The next station will be constructed in Adams County at Pecos Street. West of the Pecos Station, the Preferred Alternative will separate from the Northwest Rail project and travel on its own alignment for the remaining 7.7 miles to Ward Road. Between the Pecos Station and Ward Road, the following five stations will be constructed: the Federal Station in Adams County, the

Sheridan, Olde Town, and Arvada Ridge Stations in the City of Arvada, and the Ward Road Station located in the City of Wheat Ridge.

To avoid impacts in areas of constrained ROW, the alignment will have a section of single track beginning at Ralston Road and returning to double track west of Olde Town. The single-track section is approximately 1.5 miles long.

Traction Power

Electric power for the EMU trains will be provided by one substation powered from the existing local electrical grid, located immediately west of the existing Xcel Argo substation near West 43rd Avenue and Inca Street in Denver (this is required for operations of all of the commuter rail corridors traveling to the CRMF). There may also be a paralleling substation located in the Sheridan Station area.

End of Line Facilities

Two additional tracks are provided for vehicle storage at the western end of the Gold Line. Up to six trains may be stored on this track overnight to begin the morning service.

Transit Stations

Seven transit stations will be constructed along the Gold Line corridor. The characteristics of those transit stations are shown in Table 1.

The Gold Line FEIS evaluated 7.5 minute headways in the peak period, therefore the impacts disclosed in the FEIS represented the maximum impacts from an environmental perspective and mitigations are proposed accordingly in the FEIS and in this ROD.

The FEIS also identified that peak headways may be reduced to 15 minutes. That reduction in peak train frequencies would decrease parking demand, and other environmental impacts, in the horizon year of 2030.

An updated, FTA approved, model was used to evaluate the effects of the 15 minute peak headways after the release of the FEIS. The model was updated to include a new regional transit survey recently completed (showing transit patron travel patterns), revised model inputs (including new land use assumptions) and overall model improvements. Because of these model changes care must be taken in directly comparing the results of the 7.5 and 15 minute peak headway scenarios.

For example, although it may seem somewhat counterintuitive, on opening day (2015) there is a demand for 50 additional parking spaces for the 15 minute peak headway scenario over the 7.5 minute peak headway scenario. However, the total overall parking demand for the horizon year of 2030 is significantly less in the 15 minute peak headway scenario than in the 7.5 minute peak headway scenario.

Approximately 2,250 to 2,300 parking spaces will be provided on opening day, with capacity for an additional 590 to 1,880 spaces by the horizon year 2030 (depending on the peak headways assumed). Total parking required for the Gold Line project (2030) would be 2,890 spaces (assuming 15 minute peak headways) up to 4,130 spaces (assuming 7.5 minute peak headways).

Table 1 below shows the parking results for both 7.5 minute peak headway and 15 minute peak headway scenarios.

TABLE 1: TRANSIT STATION CHARACTERISTICS

Stations	Description	Pedestrian Structure	Parking Spaces		
			Opening Day, 2015 (7.5 minute peak headways/15 minute peak headways)	Spaces Added by 2030 (7.5 minute peak headways/15 minute peak headways)	Total Parking Spaces by 2030 (7.5 minute peak headways/15 minute peak headways)
41st Avenue East	Located on one private industrial property; a four-level parking structure is proposed in 2030	Yes	500/500	500/270	1,000/770
Pecos	Located east of Pecos Street, south of I-76 and north of the proposed alignment	Yes	300/300	225/0	525/300
Federal	Located just east of Federal Boulevard and north of the proposed alignment	No	300/280	275/90	575/370
Sheridan	Located east of Sheridan Boulevard and north of the proposed alignment	No	300/330	100/0	400/330
Olde Town	Located east of Vance Street	No	500 ¹ /400	100/0	600/400
Arvada Ridge	Located in the southwest quadrant of the intersection of the proposed alignment and Kipling Street	Yes	150/200	180/80	330/280
Ward Road	Located north of the proposed alignment and east of Ward Road	No	200/290	500/150	700/440
Total			2,250/2,300	1,880/590	4,130/2,890

Source: Gold Line Team, 2008/2009

¹ Includes 200 existing parking spaces at the Olde Town Arvada pnr

Commuter Rail Maintenance Facility

The EMU vehicles for all the FasTracks commuter rail projects will be serviced at a central CRMF, located immediately north of 48th Avenue on what is referred to as the Fox North Site. The CRMF will include a maintenance shop, an EMU rail storage yard, DMU rail storage yard, employee facilities, administrative offices, employee parking facilities, a maintenance-of-way (MOW) building, and a lay-down yard. The facility will service the following fleets:

- Gold Line—12 (15 minute peak headways) to 22 (7.5 minute headways) EMU's
- Northwest Rail—22 DMUs
- East Corridor—30 EMUs
- North Metro Corridor—22 DMUs or EMUs

Train movements will occur throughout the day with 229 movements scheduled for between 7 a.m. and 10 p.m. and 87 movements between 10 p.m. and 7 a.m. The CRMF environmental analysis (based on these 229 movements) includes the maximum number of vehicles as above (i.e. 22 for the Gold Line project). Train movements within the CRMF will occur at night. The operation of the CRMF will be ongoing 24 hours per day, 7 days per week. Maintenance activities need to occur during times when trains are not in revenue service. Night movements to and from the CRMF shop will be conducted in the same manner as daytime movements.

Rail Operations Plan

The Preferred Alternative will operate between 4:00 a.m. and 12:30 a.m. The trains will operate 365 days a year on either a weekday or a weekend/holiday schedule. The frequency of service for the Gold Line Preferred Alternative is summarized in Table 2 below.

TABLE 2: PREFERRED ALTERNATIVE SERVICE FREQUENCIES AND HEADWAYS

Hours of Operation	Service Frequency	Headway
Morning and Evening Peak Period Service – Weekdays (6:00 a.m. to 9:00 a.m. and 3:00 p.m. to 6:30 p.m.)	Eight/Four trains per hour	7.5 minutes/15 minutes
Off-peak service – Weekdays (9:00 a.m. to 3:00 p.m.)	Four trains per hour	15 minutes
Early morning (4:00 a.m. to 6:00 a.m.) and Late Evening Service (6:30 p.m. to 12:30 a.m.)	Two trains per hour	30 minutes
Weekend/Holidays (8:00 a.m. to 6:30 p.m.)	Four trains per hour	15 minutes
Weekend/Holidays (4:00 a.m. to 8:00 a.m. and 6:30 p.m. to 12:30 a.m.)	Two trains per hour	30 minutes

Source: RTD, 2008/2009

The operations plan will be optimized as the design progresses such that the project minimizes operational costs while maximizing ridership. The most likely change to the operations plan for the Preferred Alternative would be the reduction of train service frequencies and headways from 8 trains per hour to 4 trains per hour and from 7.5 minutes to 15 minutes in the peak period as previously noted. Reduced train frequencies would reduce traffic, parking, and noise impacts in the horizon year of 2030. Therefore, the train frequencies of 7.5 minutes during the peak, and 15 minutes in the off peak, assumed in the FEIS and the proposed mitigation measures in the FEIS and this ROD represents the “worst case” from an environmental impact perspective.

Avoidance and Minimization of Impacts from the Preferred Alternative

The Regional Transportation District will design and incorporate into the project all mitigation measures included in the FEIS for the Preferred Alternative and those measures identified during final design. FTA will require in any future funding agreement on the project and as a condition of any future grant or Letter of No Prejudice for the project, that all committed mitigation be implemented in accordance with the FEIS and ROD. FTA will require that RTD periodically submit written reports on its progress in implementing the mitigation commitments. FTA will monitor this progress through quarterly review of final engineering and design, land acquisition for the project, and construction of the project. The measures to minimize harm are fully described in the FEIS.

Public Opportunity to Comment

Public opportunities to review the Gold Line project have included meetings and workshops for all Safe, Accountable, Flexible, and Efficient Transportation Act – A Legacy for Users (SAFETEA-LU) milestones including:

- ✓ **Scoping Meeting** – including: Purpose and Need, Range of Alternatives, Study Area, Initial Evaluation Criteria, Potential Environmental Issues, and Milestone Schedule
- ✓ **Conceptual Screening** – including: Methodologies, Screening Criteria, Alternative Descriptions, Cost-Effectiveness Measures, Potential Environmental Impacts, and Public and Agency Comments
- ✓ **Detailed Evaluation** – including: Detailed Evaluation Criteria, Descriptions of Alternatives, Cost-Effectiveness Measures, Potential Environmental Impacts, and Public and Agency Comments
- ✓ **Selection of the Preferred Alternative** –including: Cost-Effectiveness Measures, Environmental Impacts, and Public and Agency Comments
- ✓ **Preliminary Results of the DEIS** –including: Purpose and Need, Alternatives Evaluated, Environmental Consequences, Transportation Impacts, and Public and Agency Comments
- ✓ **Preferred Alternative Refinement** – including: Improvements to the Preferred Alternative including alignment and station design options
- ✓ **DEIS Hearings** –including: Open House, Presentation of DEIS Results, and Public Hearings
- ✓ **FEIS Hearings** – including: Open House, Presentation of FEIS Results, and Public Hearings

Public involvement has included 16 public workshops, 55 listening sessions on specific topics, 23 issue focus teams, and public hearings for the DEIS and the FEIS. A project website was maintained that was viewed more than 70,000 times, and more than 34,000 newsletters and scoping booklets were sent to members of the public, agencies, and others.

The RTD Board of Directors adopted the Gold Line Preferred Alternative in July of 2007. The RTD Board of Directors then approved the release of the DEIS in June of 2008 and the FEIS in July of 2009. The FTA and RTD released the Gold Line DEIS on July 18, 2008 for a 45-day comment period ending on September 1, 2008. Public hearings for the DEIS were held on August 6 and August 7, 2008. During the public comment period for the DEIS, 163 comments were received and were responded to in the FEIS. The FTA and RTD released the Gold Line FEIS on August 21, 2009 for a 30-day review period ending on September 21, 2009. Public hearings for the FEIS were held on September 9 and 17, 2009. During that timeframe, a total of 40 individuals and agencies submitted approximately 217 comments in writing or orally at the public hearing.

Comments and Responses during the NEPA Process

DEIS Comments

During the DEIS comment period from July 18, 2008 to September 2, 2008, 80 organizations and individuals submitted 163 comments on the DEIS. These comments were generally related to the design of stations, operations, bicycle and pedestrian access, costs and funding, aesthetics, environmental issues, property acquisition, praise for the public involvement process, noise and vibration impacts, and transit technology. All of these comments were addressed in Volume II of the FEIS.

CRMF SEA Comments

An additional 154 comments were submitted on the SEA for the CRMF. Most of these comments addressed concerns regarding the potential loss of jobs at the Owens Corning Denver Roofing and Asphalt Plant located on the proposed CRMF site. These comments were mitigated through a reconfiguration of the site that offset the need to acquire the Owens Corning plant.

FEIS Comments

During the comment period on the FEIS from August 21, 2009 to September 21, 2009, 217 comments were received. Of these, 12 were received verbally at the two Public Hearings, with the remaining 205 being submitted in writing.

At the Public Hearings, nine comments were from the public and three from private businesses. Eight of the comments praised the EIS process and one addressed concerns about funding. The business comments related to property acquisition.

Of the written comments received, 16 were from the public, six from regulatory agencies, and three from private businesses.

The majority of the written comments received were from the cities of Denver, Wheat Ridge, and Arvada, who posted 16, 146, and 14 comments, respectively. Adams County submitted one comment. Most of the comments from the local municipalities pertained to design elements of the project that will be addressed in final design.

All public and agency comments have been responded to individually and can be found on the project website at www.rtdgoldline.com.

The comments received on the FEIS are summarized below.

The common themes of the FEIS comments included:

- *Quiet Zones as noise mitigation.* A number of comments were submitted that were supportive of the use of quiet zones as noise mitigation as proposed for this project. Some of these comments expressed a desire to see the quiet zones implemented as soon as possible in the development of the project.
 - *Response:* RTD will pass on to the selected contractor the agency and community desire to implement the Quiet Zone as early as is feasible in the project development process. RTD will also continue to work with local

governments in the application process for the Quiet Zone and is committed to providing the grade crossing improvements necessary to qualify for the Quiet Zone as indicated in the mitigation measures for noise impacts from this project.

- **Visual and Aesthetics.** Some comments appreciated the fencing options that were developed as sensitive to the surrounding land uses. Some comments expressed a desire for changes to station area aesthetics and/or fencing types, and a desire to screen electric substations.
 - **Response:** Comments were made on the Gold Line DEIS about concerns regarding project aesthetics both related to station areas and to fencing. As a result, between the DEIS and FEIS, the Gold Line team held a series of agency and public workshops to address these issues. The results of those workshops can be found in the FEIS; pages 2-45 and 2-46 describes the station architectural style process and results and pages 2-60 to 2-62 describes the alignment fencing selection process.

RTD has committed to fencing options, station aesthetics and screening the electric substation in the mitigation table in the FEIS and in this ROD (Appendix B in the Visual and Aesthetic mitigation section) that were the results of the public outreach efforts.

- **Alternatives Considered.** There were a few comments expressing the opinion that a diesel train would be preferable to an electric train mostly based on cost. There were two comments from the same commenter expressing the desire for a bus over a rail alternative. There were two comments (from the potentially impacted business) indicating that the 41st Avenue East Station should be moved and there were several comments supporting the 41st Avenue East Station location indicating that the station should be built as early as possible in the project development process. There was one comment expressing support for the Preferred Alternative.
 - **Response regarding diesel versus electric vehicles:** RTD did an extensive evaluation of the costs of diesel versus electric commuter rail vehicles. The results of that evaluation were; while the up-front capital costs for electric vehicles and electrification are more than diesel, the operational and life cycle costs showed a savings for electric vehicles. The Gold Line project was shown to “pay back” the original capital cost for electric vehicles in a relatively short amount of time. Additionally, diesel vehicles have greater noise impacts than electric vehicles (due to engine noise which they are accelerating) and had less public and agency support overall.
 - **Response regarding the process for selecting rail:** The Gold Line team evaluated a number of modal options in the EIS and in previous planning studies. Bus alternatives were eliminated due to the environmental impacts related to the alternative and a lack of public and agency support. Throughout the EIS process, there has been considerable support for a rail alternative and little/no support for a bus alternative.
 - **Response to the comment to move the 41st Avenue station to avoid impacts to a property owner:** The Gold Line team evaluated a number of station alternatives over the 3 year process in the 38th Avenue area. The criteria for the evaluation of these stations included: spatial and geometric considerations, expandability,

ease of access for bicycles, pedestrians, buses and vehicles, compatibility with existing and future land use plans, acquisitions required for implementation, proximity to major activity centers and minimization of environmental impacts. There were a number of station selection public meetings with opportunities to comment. The 41st/Fox station was selected with significant agency and public support.

- *Land Acquisition, Displacements and Relocation of Existing Uses.* There were three property owner comments expressing concern about the potential need for their properties to implement the project.
 - *Response to the comments about property acquisitions:* A major goal of the Gold Line environmental process was to minimize environmental impacts, including property acquisitions. This resulted in no full residential acquisitions required and 16 business acquisitions required. RTD will follow the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, as amended, and the Fifth Amendment of the United States Constitution. This will include relocation assistance and the provision of just compensation for properties required to implement the Gold Line (Appendix B mitigation measures under Land Acquisition, Displacements and Relocations of Existing Uses).
- *Community Enhancements.* There were local government comments which expressed the desire for additional sidewalks, improved drainage, local roadway improvements, additional parking at stations, and the like.
 - *Response to local government requests for community enhancements:* The Gold Line team will continue to coordinate with local governments to provide the best project possible considering real financial constraints. RTD will provide the local government design comments to the bidders on the project for their consideration as well.
- *Positive statements about the EIS and public involvement process.*
 - *Response:* Comment noted.

Determinations and Findings

Section 106 Compliance

FTA has determined, in coordination with the Colorado State Historic Preservation Officer (SHPO), that the Preferred Alternative will result in an adverse effect to the Denver West Side Line (5DV3512.3); the Denver Utah Pacific Railroad, Chicago Burlington Quincy Siding & Spur (Waterworks Sales Co, J.M. Warner Co, & Richardson Lumber Spur) (5AM1888 and 5DV6243); and the Allen-Rand Ditch (5JF4454.1). Mitigation measures have been identified and are described in a Memorandum of Agreement among FTA, RTD, and SHPO dated July of 2009 (Appendix A).

Section 4(f) Determination

FTA determined through the Section 4(f) analysis that there are no feasible and prudent avoidance alternatives, as defined in 23 CFR 774.17, to the use of the Denver West Side Line (5DV3512.3); the Denver Utah Pacific Railroad, Chicago Burlington Quincy Siding & Spur (Waterworks Sales Co, J.M. Warner Co, & Richardson Lumber Spur) (5AM1888 and 5DV6243);

and the Allen-Rand Ditch (5JF4454.1). FTA also determined that the project incorporates all possible planning to minimize harm, as defined in 23 CFR 774.17 that results from the use of those resources.

In addition, FTA has determined that the use of the Jim Baker Reservoir, including any measures to minimize harm (such as avoidance, minimization, mitigation, or enhancement measures) committed to will have a *de minimis* impact on the property. Adams County, the official with jurisdiction, concurred that the impacts to Jim Baker Reservoir meet the *de minimis* requirements. In addition, the City and County of Denver, Adams County, and the City of Arvada concurred with the proposed trail detours during construction activities as identified in the mitigation measures for Parklands, Open Space and Recreational Resources in Appendix B of this ROD.

Conformity with Air Quality Plans

On the basis of the determinations made in compliance with relevant provisions of federal law, FTA finds that the Gold Line project satisfies the requirements of NEPA, the Clean Air Act of 1970, and the U.S. Department of Transportation Act of 1966, as amended. The project is identified in the conforming Long Range Transportation Plan and in the conforming Transportation Improvement Program for the Denver metropolitan region.

Floodplains

100-year floodplains associated with the South Platte River, Clear Creek, and Ralston Creek would be affected by the implementation of the project. Bridge construction would require the placement of piers within the 100-year floodplain of all three water-courses.

Bridge span lengths were widened to avoid placement within the normal channel flow of the South Platte River at an additional cost to the project to minimize impacts to the riparian system and flood elevations. Nonetheless, two piers remain within the 100-year floodplain. Modeling of the new bridge suggests a maximum rise of 100-year flood elevation of 0.19 foot just upstream of the bridge.

The bridge spans at Clear Creek were designed to mirror the spans of the existing UPRR Bridge immediately upstream and to avoid impacts to wetlands. Modeling of the new bridge suggests a maximum rise of 100-year flood elevation of 0.58 foot, just upstream of the existing bridge.

At Ralston Creek, a new seven-span bridge with new pier locations mirroring those of the existing BNSF Railway Company Bridge would be installed resulting in a modeled rise of the 100-year elevation of 0.15 foot. Alternatives to the recommended bridge design at Ralston Creek were considered but found infeasible as the use of longer spans required an increase of the structural depth of the bridge deck, and/or raising the bridge. Raising the commuter rail bridge resulted in the need to demolish the existing Ralston Road Bridge (which passes over the commuter rail alignment) and is not cost effective. If the bridge is not raised and the deck depth is increased to accommodate longer spans, there would be insufficient clearance under the bridge for the existing pedestrian/bicycle path paralleling Ralston Creek resulting in a 4(f) impact. Additionally, the bottom cord of the bridge would be submerged by the 100-year floodwaters resulting in a greater impact to flood elevations than the proposed design.

Wetlands and Other Water Features

The Preferred Alternative will result in impacts to 0.15 acres of jurisdictional wetlands and 0.19 acres of other water features. A Nationwide Permit request has been approved by the United States Army Corps of Engineers (USACE), and the contractor will comply with all requirements of the Nationwide Permit (wetlands will be replaced per USACE and United States

Environmental Protection Agency requirements for jurisdictional wetlands). Additionally RTD has committed to 1:1 mitigation for non-jurisdictional wetlands as noted in the mitigation table in Appendix B.

Changes from the Final Environmental Impact Statement

The following changes have occurred since the FEIS was released:

- Property Acquisitions. Due to additional survey information, the property acquisitions required for the Preferred Alternative have decreased slightly.
- Pecos Station Option A from the FEIS (only required if Adams County did not complete the Pecos Grade Separation project) is no longer under consideration since Adams County is currently preparing for construction of the Pecos Grade Separation. The design of the main Pecos Station option, included in the Preferred Alternative described in the FEIS and this ROD, is consistent with the implementation of the grade separation.
- Two mitigation measures were refined due to agency and stakeholder comments.
- Peak hour headways are likely to be reduced from 7.5 minutes to 15 minutes. This potential change was disclosed in the FEIS. This change would result in a decrease in impacts previously reported.

In addition to these changes, minor corrections to typographical errors in the FEIS can be found in the response to comments on the project website.

Land Acquisition, Displacement, and Relocation of Existing Uses

Based on additional survey information received since the release of the FEIS, modifications to property acquisitions were identified. These changes slightly decrease the total acres of private property to be acquired from 128.2 acres to 127.5 acres. In addition, these changes decrease the number of partial residential impacts from 13 to eight.

Table 3 summarizes new property impacts that were identified or revised impact acreages from the survey data. New or modified impacts, noted in this ROD, will not result in any additional business relocations or any residential relocations.

TABLE 3: PROPERTY IMPACTS THAT HAVE BEEN UPDATED OR ADDED SINCE THE FEIS

Parcel ID and Property Owner	Property Type	Acres Acquired	Percent Impact	Business Relocations	Comments
Gold Line Alignment and Stations					
0227300092000 City and County of Denver Park Avenue West Maintenance Facility	Industrial	1.18	14 (Partial)	0	Impacts to parcel 0227300092000 were included in the municipal total in the FEIS, but the City and County of Denver requested that impacts to this parcel be documented individually.
215300070000 Owens-Coming Fiberglas Corporation	Industrial	0.08	16 (Partial)	0	Owens Coming representatives requested that impacts be recalculated with additional survey information.
182515204006 Owens-Coming Fiberglas Corporation	Industrial	1.92	16 (Partial)	0	Owens Coming representatives requested that impacts be recalculated with additional survey information.

Parcel ID and Property Owner	Property Type	Acres Acquired	Percent Impact	Business Relocations	Comments
182510300003 Koppers Industries Inc.	Industrial	0.23	5	0	Impacts were modified as a result of additional survey information.
182510300004 Koppers Industries Inc.	Industrial	<0.01	<1	0	Impacts were documented as a result of additional survey information.
0182515205008 Mountain States Packaging	Industrial	0.01	<1 (Partial)	0	Impacts were documented as a result of additional survey information.
0182509400026 Newman Polly c/o Robert Pierce	Industrial	<0.01	<1 (Partial)	0	Impacts were documented as a result of additional survey information.
182509104012 EP Investment LLC	Industrial	6.61	100 (Full)	0	Impacts to 182509104012 increased as a result of revised parcel records which documented that parcel 182509104007 no longer exists.
3912399003 Lykou Family LLC	Commercial	0.04	9 (Partial)	0	Impacts were documented as a result of additional survey information.
Commuter Rail Maintenance Facility					
215300070000 Owens-Coming Fiberglas Corporation	Industrial	0.06	12 (Partial)	0	Owens Coming representatives requested that impacts be recalculated with additional survey information.
182515204006 Owens-Coming Fiberglas Corporation	Industrial	1.19	10 (Partial)	0	Owens Coming representatives requested that impacts be recalculated with additional survey information.

Source: Gold Line Team, 2009

The parcels identified in Table 4 below were documented as impacted in the FEIS, but based on additional survey information will not be permanently impacted.

TABLE 4: PROPERTY IMPACTS THAT HAVE BEEN REMOVED SINCE THE FEIS

Parcel ID and Property Owner	Property Type	Acres Acquired	Percent Impact	Business Relocations	Comments
182509400053 Broderick Investment Company	Other	1.04	2 (Partial)	0	Based on additional survey information this area is owned by Adams County. Therefore the total acres of all municipal impacts will increase from 13.92 to 14.96 acres.

Parcel ID and Property Owner	Property Type	Acres Acquired	Percent Impact	Business Relocations	Comments
182509104007 EP Investment LLC	Industrial	4.35	100 (Full)	0	Impacts to parcel 182509104007 are removed from the impacts and were added to parcel 182509104012 as noted in Table 3 above, based on revised parcel records for the Pecos station which indicate that parcel 182509104007 no longer exists
182508300013 Lynetta King	Commercial	0.06	4 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3912300071 Gilbert Dunn	Industrial	0.02	3 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3912300072 Family Precision LLC	Commercial	0.08	10 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3912300075 Lectra Products Co	Commercial	0.02	2 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3915212014 Geoffrey Bruce	Residential	0.03	15 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3916406005 Arvada Ridge Market Place LLC	Commercial	0.11	8 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3916406013 Arvada Ridge Market Place LLC	Commercial	<0.01	<1 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3916406006 Arvada Ridge Market Place LLC	Commercial	<0.01	<1 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3916406014 Arvada Ridge Market Place LLC	Other	0.07	9 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3917403013 Spencer Clark	Residential	0.03	11 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3917403001 Gary Gosik	Residential	0.03	8 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.
3917403014 The Martin Family Trust	Residential	0.02	6 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.

Parcel ID and Property Owner	Property Type	Acres Acquired	Percent Impact	Business Relocations	Comments
3917403012 Ronald Yelick	Residential	0.01	3 (Partial)	0	Based on additional survey information permanent impacts to this parcel will be avoided.

Source: Gold Line Team, 2009

In addition, parcel 0227801017000 (Combined Fishman Properties) was documented as a partial acquisition in Table 3.3-2 and as a full acquisition in Table 3.3-3 of the FEIS. Impacts to this property will result in a full acquisition as was documented in Table 3.3-3 of the FEIS.

Refined Mitigation Measures Based on Comments

Based on comments from stakeholders, two mitigation measures were modified from the FEIS. These two changes are summarized below and are included in Appendix B.

- The provisions of Migratory Bird Treaty Act (MBTA) are applicable year-round; most migratory bird nesting activity in eastern Colorado occurs during the period between April 1 and August 31 (in the FEIS the nesting period was documented as between April 1 and August 15).
- The intersection at Ward Road and 50th Place will be signalized when a traffic signal is warranted (in the FEIS the signal was recommended if Ward Road was improved to six lanes).

Finding

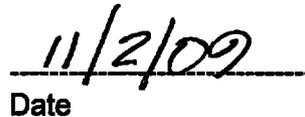
FTA has determined that the environmental documentation prepared for the Preferred Alternative satisfies the statutory and regulatory requirements of NEPA and fully evaluates the potential environmental impacts of the Project. The environmental documents represent the detailed statement required by NEPA regarding:

- The environmental impacts of the proposed project;
- Adverse environmental effects which cannot be avoided should the proposed project be implemented;
- Alternatives to the proposed project; and
- Irreversible and irretrievable commitments of resources, which would be involved if the, proposed project is implemented.

Having carefully considered the environmental record noted above, the mitigation measures as required in Appendix B herein, and the written and oral comments offered by other agencies and the public on this record, the FTA has determined that adequate opportunity was afforded for the presentation of views by all parties with a significant economic, social or environmental interest, and consideration has been given to the preservation and enhancement of the environment and to the interest of the community in which the project is located; and all reasonable steps have been taken to minimize adverse environmental effects of the proposed project and, where adverse environmental effects remain, there exists no feasible and prudent alternative to avoid or further minimize such effects.



Terry J. Rosapep
Regional Administrator, Region 8
Federal Transit Administration



Date

Appendix A

***FTA, RTD, and SHPO
Section 106 Memorandum of Agreement***

MEMORANDUM OF AGREEMENT REGARDING THE GOLD LINE PREFERRED ALTERNATIVE

IMPACTS TO:

5DV3512: DENVER WEST SIDE LINE – UNION PACIFIC DENVER & GULF RAILROAD (COLORADO & SOUTHERN AND CHICAGO BURLINGTON & QUINCY)

5AM1888 AND 5DV62435: DENVER UTAH PACIFIC RAILROAD, CHICAGO BURLINGTON QUINCY SIDING & SPUR (WATERWORKS SALES CO, J.M. WARNER CO, & RICHARDSON LUMBER SPUR)

5JF4454: ALLEN-RAND DITCH

The Parties to this Memorandum of Agreement (MOA) are the Federal Transit Administration (FTA), the Colorado State Historic Preservation Officer (SHPO), and the Denver Regional Transportation District (RTD), a regional transit authority organized and existing under the laws of the State of Colorado.

WHEREAS, Section 106 of the National Historic Preservation Act, 16 USC 470 *et seq.* requires Federal Agencies to take into account the effects of their undertakings on historic properties and afford the ACHP a reasonable opportunity to comment on such undertakings; and

WHEREAS, the proposed federally assisted undertaking is the construction and operation of the Gold Line Preferred Alternative, for which the National Environmental Policy Act (NEPA) process is currently underway; and

WHEREAS, FTA has determined that construction of the Gold Line Preferred Alternative in Denver and Arvada, Colorado, will have adverse effects on historic properties (5DV3512; 5AM1888; 5DV62435) which are included on or have been determined to be eligible for inclusion on the National Register of Historic Places, and has consulted with the SHPO and the ACHP pursuant to 36 CFR Part 800, regulations implementing Section 106 of the National Historic Preservation Act (16 USC 470f); and

WHEREAS, the SHPO is authorized to enter into this MOA in order to fulfill its role of advising and assisting Federal agencies in carrying out their Section 106 responsibilities under the following federal statutes: Section 101 and 106 of the National Historic Preservation Act of 1966, as amended, 16 U.S.C. § 470f, and pursuant to 36 CFR Part 800, regulations implementing Section 106 at §§ 800.2(c)(1)(i) and 800.6(b); and

WHEREAS, in accordance with 36 CFR 800.6(a)(1), FTA has notified ACHP of its adverse effect determination by providing the documentation specified in Sec. 800.11(e), and ACHP has declined to participate in the consultation; and

WHEREAS, the Gold Line Preferred Alternative consists of the construction of an Electric Multiple Unit (EMU) commuter rail line that will begin near 21st and Wewatta

Streets in downtown Denver and extend along the Burlington Northern Santa Fe (BNSF) Railway Company/Union Pacific (UP) alignments. The Gold Line Preferred Alternative passes through the City and County of Denver, Adams County, the City of Arvada, and terminates just east of Ward Road in the City of Wheat Ridge. The Gold Line Preferred Alternative extends a total distance of approximately 11.2 miles; and

WHEREAS, 36 CFR 800.6(b)(iv) provides that if the agency official and the SHPO/THPO agree on how the adverse effects will be resolved, they shall execute an MOA; and

WHEREAS, RTD has participated with the FTA in the consultation with the SHPO and has been invited to concur in the MOA to reflect its commitment to the measures described in this agreement;

NOW THEREFORE, FTA, SHPO, and RTD hereto agree to a resolution of the adverse effects of the undertaking to be implemented in accordance with the following stipulations:

STIPULATIONS

FTA shall ensure that the following measures are implemented:

I. MITIGATION

A. ARCHIVAL DOCUMENTATION

FTA has determined in consultation with the SHPO that the construction of the Gold Line Preferred Alternative (that includes with Commuter Rail Maintenance Facility within the Gold Line study area and consultation with the SHPO and Consulting Parties) will have an adverse effect on the following resources:

5DV3512: Denver West Side Line – Union Pacific Denver & Gulf Railroad (Colorado & Southern and Chicago Burlington & Quincy) - Construction of the Gold Line Preferred Alternative would impact segment 5DV3512.3 of this linear resource. Construction of the 41st Avenue East station would require movement of the existing freight rail, resulting in an adverse effect to the entire linear resource.

5AM1888 AND 5DV62435: Denver Utah Pacific Railroad, Chicago Burlington Quincy Siding & Spur (Waterworks Sales Co, J.M. Warner Co, & Richardson Lumber Spur) - Construction of the Gold Line Preferred Alternative would directly impact segments 5AM1888.5 and 5DV6243 7 of the linear resources. Construction of the Commuter Rail Maintenance Facility would require removal of a portion of the existing freight rail siding, resulting result in an adverse effect to the entire linear resources.

5JF4454: Allen-Rand Ditch - The Gold Line Preferred Alternative would impact segment 5JF4454.1 of this linear resource. Construction of the commuter rail tracks would result in movement of approximately 2,500 feet of the resource approximately 10 to 15 feet north of its current location. Movement of this segment would result in an adverse effect to the entire linear resource.

The parties have developed the following mitigation measures to reduce or mitigate the identified adverse effects on the properties:

1. Prior to commencing construction, RTD will conduct Colorado Historical Society, Office of Archaeology and Historic Preservation (OAHP) Level II documentation to accurately record the features of each impacted segment of the historic linear resources identified above.
2. RTD shall ensure that this historic resource is documented in accordance with the guidance for Level II documentation found in *OAHP form #1595, Historical Resource Documentation: Standards for Level I, II, III Documentation*. RTD shall consult with the SHPO to determine appropriate Level II recordation measures.
3. RTD shall ensure that all documentation activities will be performed or directly supervised by, architects, historians, photographers, and/or other professionals meeting the qualification standards for their field in the Secretary of Interior's Professional Qualifications Standards (36 CFR 61, Appendix A).
4. RTD shall provide originals of all documents resulting from the documentation to the SHPO and to a local library or archive.

B. REVIEW AND COMMENT

RTD shall afford the SHPO thirty (30) days from the date of transmittal to review and respond to any reports, plans, specifications or other documentation provided for review pursuant to this MOA.

II. DURATION

This MOA shall be null and void if its terms are not carried out within five (5) years from the date of its execution. Prior to such time, FTA may consult with the other signatories to reconsider the terms of the MOA and amend it in accordance with Stipulation V below. This MOA shall be effective upon signing by all parties (FTA, ACHP, SHPO, and RTD).

III. POST-REVIEW DISCOVERIES

In the event that one or more historic properties, other than those discussed in this MOA, are discovered or that unanticipated effects on historic properties are found during the implementation of this MOA, the FTA shall follow the procedure specified in 36 C.F.R 800.13.

This stipulation specifies procedures to be followed by all RTD employees and all RTD contractors and subcontractors should and archeological, historic, or paleontological resources be discovered during construction of the project.

- A. Immediately suspend construction operations in the vicinity of the discovery if a suspected historic, archeological, or paleontological item, feature, prehistoric dwelling site or artifact of historic or archeological significance is encountered.
- B. Notify the RTD Project Manager for the project verbally of the nature and exact location of the discovery.

- C. The RTD Project Manager for the project immediately will contact the SHPO and will consult with a qualified historian or archeologist to advise SHPO and RTD regarding the significance and recommended disposition of the discovery. The RTD Project Manager for the project will protect the discovered objects from damage, theft, or other harm while the procedures of this stipulation are being carried out.

IV. MONITORING AND REPORTING

Each year following the execution of this MOA until it expires or is terminated, RTD, on behalf of FTA, shall provide all parties and signatories to this MOA a summary report detailing work undertaken pursuant to its terms. Such report shall include any scheduling changes proposed, any problems encountered, and any disputes and/or objections received regarding RTD and FTA's efforts to carry out the terms of this MOA. Failure to provide such summary report may be considered noncompliance with the terms of this MOA pursuant to Stipulation V, below.

V. DISPUTE RESOLUTION

Should any signatory to this MOA, including the invited signatory, object at any time to any actions proposed or the manner in which the terms of this MOA are implemented, FTA and SHPO shall consult and attempt to resolve the dispute. If FTA determines, within 30 days, that the dispute cannot be resolved, FTA, may:

- A. Forward all documentation relevant to the dispute to ACHP in accordance with 36 CFR 800.2(b)(2). Upon receipt of adequate documentation, ACHP shall review and advise FTA on the recommended resolution of the dispute within 30 days. Any comment provided by the ACHP shall be taken into account by FTA in reaching a final decision regarding the dispute.
- B. If ACHP does not provide comments regarding the dispute within 30 days after receipt of adequate documentation pursuant to 36 CFR 800.11, FTA may render a decision regarding the dispute. In reaching its decision, FTA shall take into account all comments from other signatories regarding the dispute.
- C. FTA's responsibility is to carry out all other actions subject to the terms of this MOA, that are not the subject of the dispute, remain unchanged. FTA shall notify the SHPO of its decision in writing before implementing that portion of the undertaking subject to dispute under this Stipulation. FTA's decision shall be final.

VI. AMENDMENTS AND NONCOMPLIANCE

If any signatory to this MOA, including the invited signatory, determines that its terms shall not or cannot be carried out or that an amendment to its terms must be made, that party shall immediately consult with the other parties to develop an amendment to this MOA pursuant to 36 CFR 800.6(c)(7) and 800.6(c)(8). The amendment shall be effective on the date a copy signed by all of the original signatories is filed with ACHP. If the signatories cannot agree to appropriate terms to amend the MOA, any signatory may terminate the MOA in accordance with Stipulation VII, below.

VII. TERMINATION

If the MOA is not amended following the consultation set out in Stipulations V and VI above, it may be terminated by any signatory. Within 30 days following the termination, the FTA shall notify the SHPO whether or not it shall initiate consultation to execute a new MOA under 36 CFR 800.6(c)(1) or request the comments of ACHP under 36 CFR 800.7(a) and proceed accordingly.

Execution of this MOA by FTA, SHPO, ACHP and the other parties and submission of this MOA to ACHP pursuant to 36 CFR 800.6(b)(1)(iv) prior to FTA's approval of this undertaking, and implementation of its terms evidence that FTA has taken into account the effects of this undertaking on historic properties and afforded ACHP an opportunity to comment.

SIGNATORIES:

FEDERAL TRANSIT ADMINISTRATION, REGION VIII

By: Terry J. Rosapep Date: 7/21/09
Terry J. Rosapep, Regional Administrator

COLORADO STATE HISTORIC PRESERVATION OFFICER

By: Edward C. Nichols Date: 7/20/09
Edward C. Nichols, SHPO

INVITED SIGNATORIES:

REGIONAL TRANSPORTION DISTRICT

By: Clarence W. Marsella Date: 7/31/09
for Clarence W. Marsella, General Manager

Exhibit 3

Proposed Caption Summary

**Before the
Surface Transportation Board**

Finance Docket No. 35358

**REGIONAL TRANSPORTATION DISTRICT
– ACQUISITION EXEMPTION –
BNSF RAILWAY COMPANY
IN JEFFERSON COUNTY, COLORADO**

CAPTION SUMMARY

The Regional Transportation District (“RTD”) has filed a notice of exemption to purchase from the BNSF Railway Company (“BNSF”) a segment of the property commonly known as the “Golden Subdivision” in Jefferson County, CO. This line of railroad main track corridor extends from MP 6.3 in Utah Junction, CO, to approximately MP 15.85 in Golden, CO. RTD will acquire the real property and fixtures associated with the Golden Subdivision. BNSF will retain an exclusive operating easement to continue to provide freight rail service over the entire line. Because RTD is a political subdivision of the State of Colorado with legal authority only to provide mass transportation services and will not acquire either rights or obligations that implicate in any way the freight common carrier operations that remain attached to the Golden Subdivision, and thus will not become a rail carrier providing transportation subject to the jurisdiction of the Board, RTD will shortly file a Motion to Dismiss this Notice of Exemption.

Comments must be filed with the Board and served on Charles A. Spitulnik, Kaplan Kirsch & Rockwell LLP, 1001 Connecticut Avenue, NW, Suite 800, Washington, DC 20036, (202) 955-5600.

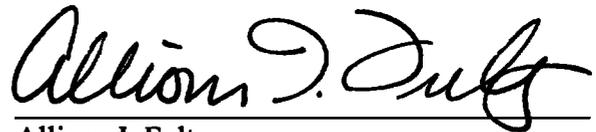
The notice is filed under 49 C.F.R. § 1150.41. If the notice contains false or misleading information, the exemption is void *ab initio*. The filing of a petition to revoke will not automatically stay the transaction.

Certificate of Service

I hereby certify that I have this day caused a copy of the foregoing Notice of Exemption of the Regional Transportation District to be served by first class mail, properly addressed and with postage prepaid, upon the following:

David Rankin, Esq.
Kristy D. Clark, Esq.
BNSF Railway Company
2500 Lou Menk Drive, AOB-3
Fort Worth, TX 76131

Karl Morell, Esq.
Ball Janik LLP
1455 F Street N.W.
Suite 225
Washington, DC 20005

A handwritten signature in black ink, reading "Allison I. Fultz", written in a cursive style. The signature is positioned above a horizontal line.

Allison I. Fultz

Dated: March 5, 2010