



**SOUTH TEXAS LIQUID TERMINAL, INC.**

THE COLONNADE, SUITE 795  
9901 IH-10 WEST  
SAN ANTONIO, TEXAS 78230  
(210) 690-1956



**August 21, 1998**

**UPS NEXT DAY AIR**

**#N 175 4601 41 6**

**ENTERED  
Office of the Secretary**

**AUG 24 1998**

**Part of  
Public Record**

*J*

SAN ANTONIO TERMINAL  
(210) 226-3274  
DALLAS TERMINAL  
(214) 630-5094  
CLOVIS TERMINAL  
(505) 762-3361

**The Honorable Vernon A. Williams, Secretary  
Surface Transportation Board  
1925 K Street N.W.  
Washington, D.C. 20423**

**RE: Finance Docket No. 32760  
BNSF's Petition for Enforcement of Merger Condition  
BNSF-84, filed August 4, 1998**

**Dear Mr. Williams:**

I am the Vice-President and a major shareholder of South Texas Liquid Terminal, Inc. (STLT). My duties include overseeing the operations of STLT. STLT transloads high fructose corn syrup from railroad cars to trucks (truckload quantities) and then arranges for the delivery of the truckloads to food processors.

We are writing this letter to request that Burlington Northern Santa Fe (BNSF) be permitted access to serve our transloading facility in San Antonio, Texas. A tremendous volume of railcars moves into our facility, or has moved into our facility, prior to the Union Pacific's (UP) inability to serve our facility on a punctual basis. In fact, UP's inability to deliver and return railroad cars in a timely manner has resulted in one of our two shippers (Minnesota Corn Processors) terminating shipment by railcar to San Antonio this spring, and to rely on truck deliveries instead. We have lost the opportunity to handle this business because of UP's inadequate service.

We had expectations that BNSF would be allowed to provide services to STLT, however, we understand UP has blocked the expected rail service.

We support BNSF's petition to serve our transloading facility in San Antonio, Texas and request that you approve their petition. Thank you.

**Sincerely,**

**Mark Holland  
Vice-President**



STB

FD

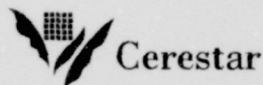
32760

8-20-98

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190609



August 19, 1998

ENTERED  
Office of the Secretary

AUG 20 1998

Part of  
Public Record

J

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Suite 711  
1925 K. Street, N.W.  
Washington, DC 20423-0001

Re: Finance Docket 32760; BNSF's Petition For Enforcement of Merger Condition,  
BNSF-84, Filed August 4, 1998

Dear Secretary Williams:

My name is Robert A. Sieffert, and I am Manager of Transportation/Distribution for Cerestar USA, Inc. My company is in the corn refining business, and we make syrups, starches, and feed from corn. We have manufacturing plants in Alabama, Indiana, and Texas, and we ship or receive more than 20,000 rail cars per year. We also have numerous distribution facilities where product is brought in by rail and transloaded to truck for local distribution. These facilities are very similar to the South Texas Liquid Terminal (STL) in San Antonio, Texas, which is the subject of the above referenced finance Docket 32760. Since most of our products are shipped in bulk over long distances, Cerestar is heavily dependent upon rail transportation.

This letter is being written in support of BNSF's petition to the Surface Transportation Board for an order stating that BNSF has access to STL under the agreement between BNSF and Union Pacific established during the UP/SP merger proceeding (BNSF Agreement).

Cerestar has been in touch with STL in an attempt to develop potential business in the San Antonio area. This contact was made as a result of correspondence received from BNSF indicating that Union Pacific specifically agreed that STL was open to BNSF (copy attached). Cerestar's Texas plant should have an advantage in San Antonio over other corn plants located in the Midwest. However, Cerestar's plant is served by BNSF, and Union Pacific has no incentive to "short-haul" itself by establishing a competitive joint line rate for us with BNSF. For this reason, Cerestar cannot presently reach San Antonio competitively, even though we have a geographic advantage. Since BNSF is not handling any traffic to STL in San Antonio now, giving BNSF access, as intended in the BNSF Agreement, would allow Cerestar to reach San Antonio competitively. Our only alternative at this point is to truck product into San Antonio from Cerestar's bulk transfer facility in Houston, Texas, and this cannot be accomplished competitively. Cerestar

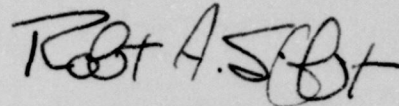
Honorable Vernon A. Williams  
August 19, 1998  
Page 2

estimates the potential for our company in the San Antonio market is 300 to 350 rail cars annually.

It is wrong for any carrier to be able to determine where a company can or cannot do business. This is exactly what Union Pacific is doing to Cerestar in San Antonio. I urge the STB to order Union Pacific to open STL in San Antonio, Texas to BNSF.

I, Robert A. Sieffert, state under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified to file this statement on behalf of Cerestar USA, Inc. Executed on August 19, 1998.

Sincerely,

A handwritten signature in dark ink, appearing to read "Robert A. Sieffert", written in a cursive style.

Robert A. Sieffert  
Manager of Transportation/  
Distribution

RAS:ed  
Attachment:



**BNSF**

DELANE D. FINKE  
Account Manager

Burlington Northern Santa Fe

1700 East Golf Road, 4th Floor

Schaumburg, IL 60173  
Phone: 847-995-4883

CC Bill  
Elaine

Mr. Robert A. Sieffert  
Manager of Transportation  
Cerestar USA, Inc.  
141 W. Jackson Blvd., Suite 3900  
Chicago, IL 60604

May 22, 1997

Dear Bob:

Burlington Northern Santa Fe has been working with the Union Pacific for clarification of access to transload facilities in locations which BNSF now serves due to conditions of the UP/SP merger.

BNSF and UP now agree that public transload facilities are open to BNSF. These facilities do not qualify as 2 for 1 industries for the purpose of opening existing contracts to bid but the facilities are open to BNSF bid on new business.

The UP has specifically agreed that South Texas Liquid Terminal in San Antonio is open to BNSF. This is the facility now used by ADM to service Coca Cola, however, this is not an ADM exclusive facility. It may be in Cerestar's best interest to contact South Texas Liquid Terminal as an option in your study for accessing the San Antonio market. Detail on South Texas Liquid Terminal is as follows:

South Texas Liquid Terminal  
3131 N. PanAm Expressway  
San Antonio, TX 78219  
Contact: Mark Holland, Co-owner  
Phone: 210-690-1956 Fax: 210-690-1735

You are probably familiar with their location - basically at I-35 and Colesium Road. The Coke facility is less than 2 miles south on Colesium Road, on Coke Place and Houston.

Please keep me advised should you pursue the South Texas Liquid Terminal option.

Sincerely,  
*Delane Finke*  
Delane D. Finke  
Account Manager

cc: Ken Williams, BNSF, Ft. Worth, TX  
Mike Wood, BNSF, Ft. Worth, TX

STB

FD 32760

7-29-98

J





Office of the Chairman

**Surface Transportation Board**  
Washington, D.C. 20423-0001

FILE IN DOCKET

70-32760

July 29, 1998

Mr. Neil E. Dorgan  
2121 Douglas Street #1603  
Omaha, NE 68102-1282

Dear Mr. Dorgan:

This responds to your letter regarding your transfer from Southern Pacific Real Estate Enterprises (SPREE) in San Francisco, CA, to Union Pacific's Omaha, NE facilities that resulted from the merger of Southern Pacific Transportation Company (SP) and Union Pacific Railroad Company (UP). According to your letter, you have been forced to accept a lower level position with reduced compensation. You state that, in 1978, you became a company officer and that, since that time, you have had "paper transfers" to sub-organizations of SP, including most recently, a transfer to SPREE. You also state that your original labor union, the Association of Railway Technical Employees, refuses to represent your interests.

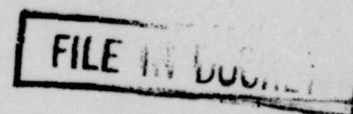
The Surface Transportation Board approved the SP/UP merger in Finance Docket No. 32760 and imposed the employee protective conditions of New York Dock Ry.--Control--Brooklyn Dist., 360 I.C.C. 60, 84-90 (1979) (New York Dock) for employees who were adversely affected by the merger. The labor protection conditions of New York Dock apply only to employees, as distinguished from supervisors or managers. Accordingly, these conditions would not seem to apply to you if you were in a supervisory or managerial position with SP or its affiliates. You may have recourse to other legal remedies, but it does not appear that the employee protective conditions of New York Dock apply to your situation. Your employment history and the various allegations that you have made suggest that you may wish to retain an attorney to represent your interests.

I have placed your letter in the public docket of Finance Docket No. 32760.

Sincerely,

*Linda J. Morgan*  
Linda J. Morgan

Neil E. Dorgan  
2121 Douglas Street #1603  
Omaha, NE 68102-1282  
(402) 997-3622



May 17, 1998

U.S. CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

Linda Morgan  
Chairman, Surface Transportation Board  
1925 K Street Northwest - Room 715  
Washington, D.C. 20423

RECEIVED  
SURFACE TRANSPORTATION  
BOARD  
MAY 26 2 45 PM '98  
OFFICE OF  
CHAIRMAN MORGAN

Dear Ms. Morgan:

I have an ongoing problem resulting from the Union Pacific/Southern Pacific merger. The enclosed letters will explain the details of the unresolved dilemma. Attached are copies of -

- My letter of March 24, 1998 to all fifteen Union Pacific Corporation Board of Directors. ( Not one reply was received.)
- Union Pacific Human Resources Department letter of April 13, 1998 in response to my March 24, 1998 letter.
- My letter dated May 10, 1998 with questions raised by UP Human Resources Department letter of April 13, 1998. (This letter was sent to Ms. Schaefer, with copies to all UP Board of Directors, and has not yet been answered.)

Any help, direction, or advice that you can give me will be appreciated. Perhaps you could ask Ms. Schaefer for a copy of the answers to the questions that I posed, when she has Union Pacific's *official response* completed? Please contact me if further information or details are needed.

Respectfully,

Neil E. Dorgan



Neil E. Dorgan  
2121 Douglas Street #1603  
Omaha, NE 68102-1282  
(402) 997-3622

March 24, 1998

{Named Fifteen Board Members}  
Board of Directors  
Union Pacific Corporation  
1717 Main Street, Suite 5900  
Dallas, TX 75201-4605

Dear Mr. {        }:

I am a former SP Real Estate Department employee who has been relocated to Omaha. This will be a very brief summary of what has taken place.

When filling out the required merger related 'Employee Profile', I indicated that I would relocate, but would have restrictions on my willingness, and would prefer an *early retirement*, if offered. After my interviews, I was told by the Senior VP of SP Real Estate that I was to be given a *buy out* because UP was going to discontinue the Branch Line Sales program which was my specialty. Instead, I was later informed that I had been *drafted* to fill an empty 'Organizational Chart' entry level position in the Track Contracts Group. Repeated pleas to the UP Real Estate Department to at least be retained at my rank in my field of expertise were ignored (I was by far the leading producer of sales on the SP system!)

Realizing that I was not to receive equal or fair treatment, I notified my former Labor Union (Assoc. of R.R. Technical Employees) that I intended to return to my craft under Rule 29 for the *buy out* that they were to receive when disbanded. Before this matter could be resolved, I was told to relocate/report in Omaha on a specific near future date or else! Shortly thereafter I discovered that the Union and Railroad had conspired to take away my union seniority without even informing me that this had occurred!

Being directed by a California divorce court, I was told that *if my only option was a relocated job offer, I must take it*. My relocation was in and of itself a horror story, but the details would be too long to explain in this writing.

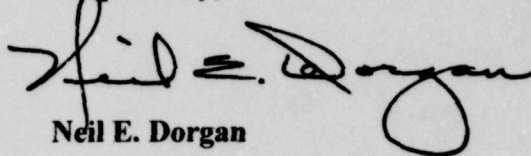
While I am serving in an area in which I have no interest, background, knowledge, tools, or skills, I have watched at least nine RE Sales jobs that were created by the SP merger go to *outside new hires, and UP employees* - most of which have no real estate sales experience.

I was told by UP's VP of Human Relations that *by policy* all of Southern Pacific's Departments and Employees were treated *equally and fairly*; eight requests for a copy of that *policy* have been ignored. It has been one year now that I have attempted good faith (at least on my part) negotiations first with the Union, UP's Ombudsman, UP Legal, Human Relations, Real Estate, and Labor Relations. This effort produced only 'Department passing' and stalling.

In summary, I am in my 60th year of life and have a loyal, unbroken and untarnished thirty-four year career with the railroad. I deserve more than the following choice: (1) Forced relocation to Omaha to work at a reduced rank with greatly reduced compensation while being under utilized on a desk-bound, entry level, "keyboard input clerk" job, or (2) **TO BE FIRED!**

I feel that my situation is unique and can still be solved to mutual satisfaction without setting a precedent. It is my sincere desire that this matter will not have to be resolved by a San Francisco court.

Respectfully,

A handwritten signature in black ink, appearing to read "Neil E. Dorgan". The signature is fluid and cursive, with a large loop at the end of the last name.

Neil E. Dorgan

# UNION PACIFIC CORPORATION

BARBARA W. SCHAEFER  
Senior Vice President  
Human Resources

1416 Dodge Street  
Room 305  
Omaha, Nebraska 68179



April 13, 1998

Mr. Neil E. Dorgan  
2121 Douglas Street #1603  
Omaha, Nebraska 68102

Dear Neil,

Dick Davidson has asked me to respond to your letter of March 24, 1998 relative to your concerns regarding how you were treated in the UP/SP Merger Assessment Process.

From the time the merger of the Union Pacific and Southern Pacific Railroads was announced, we advised our nonagreement employees that it was our intention to offer them either "a good job or a good severance". As you know, in some departments there was an excess of employees, and we were able to honor the stated preferences of many of those who indicated that they did not wish to be employed by the combined organization. In other departments, we had a need to employ the vast majority of the employees of both organizations, thereby limiting our ability to offer severance to all employees who indicated that preference.

In reviewing your situation, you clearly indicated a desire to be employed by the merged organization on the Employee Profile that you completed. When you were not selected for a position in the Sales portion of the Real Estate organization, you were considered for available positions in other areas of Real Estate. Your previous experience in the SP Engineering department, along with your overall real estate background, provided an excellent combination to be considered for positions in the Contracts area of our Real Estate department. You were ultimately offered, and accepted, the position of Contracts Representative. The base salary for his position was the same as your prior base salary with SPREE. Additionally, it is my understanding that you were provided a merit increase of approximately 6% earlier this year.

With regard to your seniority with A.R.T.E., I am advised that you forfeited your seniority in that organization in 1995 when you failed to pay your union dues after you were transferred from SP Railroad to SPREE. Hence, you no longer had any rights under the A.R.T.E. agreement since that date and were not eligible for a buyout under the negotiated agreement with that union.

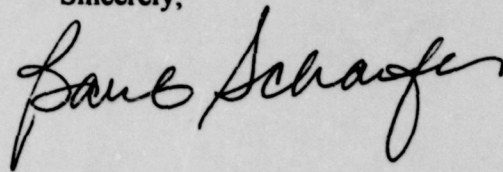
With regard to the selection of individuals for vacancies in the UP Real Estate organization post-merger, all of these positions were included in the Company's electronic job posting system (CNET) and, where qualified internal applicants were not identified, we considered outside



applicants. Our records indicate that you did not indicate your interest in any of these positions at the time they were posted. Therefore, you were not formally considered a candidate for these jobs, which again were filled after the UP/SP Merger Assessment process was completed.

I am confident that your continued employment with Union Pacific on your current assignment will be both challenging and rewarding. At the same time, you are fully vested under our Pension Plan and have the right to elect to initiate your retirement at any time. You are also free to express interest in other positions in your department or in the Company through the CNET system. However, the Company is not in a position to offer you a lump sum severance program at this time, and I am not able to foresee whether such a program may be made available to our employees in the future.

Sincerely,

A handwritten signature in cursive script, reading "Paul Schaefer". The signature is written in dark ink and is positioned below the word "Sincerely,".

cc: Mr. Dick Davidson

Neil E. Dorgan  
2121 Douglas Street #1603  
Omaha, NE 68102-1282  
(402) 997-3622

May 10, 1998

Barbara W. Schaefer  
Senior Vice President - Human Resources  
Union Pacific Corporation  
1416 Dodge Street - Room 305  
Omaha, NE 68179

Dear Ms. Schaefer;

I was very delighted to find that Mr. Davidson asked you to respond to my letter of March 24, 1998. I was, however, quickly saddened when I found that your reply did little to address the issues that I had raised. My first letter was a 'brief summary' of what has taken place. This letter will be in the form of direct questions.

Question #1: In your second paragraph, you said . . . "From the time the merger of the Union Pacific and Southern Pacific Railroads was announced, we advised our nonagreement employees that it was our intention to offer them either "a good job or a good severance" . . . Since "good job" is a subjective or value description, does it mean as opposed to a "bad job," "wrong job," or does it mean a "job good enough" for an SP employee that could be used to fill a vacant entry level position?

Question #2: Since I was *by far* the leading producer of RE sales on the SP system, why was I denied one of the nine open positions in my field? Your later assertion that *had I only applied on the CNET* for the same positions that I had been refused in interviews and numerous pleading phone calls - it would have some how made a difference - is absurd!

Question #3: You stated . . . "when you were not selected for a position in the Sales portion of the Real Estate organization, you were considered for available positions in other areas of Real Estate. Your previous experience in the SP Engineering department, along with your overall real estate background, provided and excellent combination to be considered for positions in the Contracts area of our Real Estate department" . . . Let me try to figure this out; I had "overall real estate background" (but not good enough to be given a position in which I excelled), coupled with my SP Engineering (I was once a M of W materials scheduler) made me an excellent choice for an entry level position in the Track Contracts group? Why not just shorten the 'justification stretch' to something like - "you worked for the SP; they had railroad tracks; you therefore know of tracks; you have been selected to work on track contracts!" As you know, SP's Contracts groups were *not* in the Real Estate department and it follows that I had *no* experience 'in a contract group'.



When UP reneged on the 'buy out' they had stated I would receive, UP's Contracts Director called me to inform me that I had been 'selected' to fill a bottom level position in the Contracts Group. He stated that he had openings in Wire Line, Road Crossing, Pipe Line, and Track. When I said that I didn't know the first thing about any one of them, he said "I know that, but pick one, or I'll pick one for you." Nice, huh?

Question #4: Since SP *did* have people (not in the Real Estate Department) whose jobs were in Contracts, with all the knowledge, skill and related background, why were these people not given (or forced on) these "good jobs?"

Question #5: How many UP Real Estate sales people were told that they would have to go from a Manager position to a lower Representative position in the contracts group - or lose their jobs? Or, were any UP Real Estate people told that they were being transferred to San Francisco - Monterey Park - Dallas for assignment in 'Special Properties', or lose their jobs? Were *any* UP Real Estate people 'hurt' or 'demoted' in the UP/SP merger?

Question #6: You stated that . . . "in some other departments there was an excess of employees, and we were able to honor the stated preferences of many of those who indicated that they did not wish to be employed by the combined organization. In other departments, we had a need to employ the vast majority of the employees of both organizations, hereby limiting our ability to offer severance to all the employees who indicated that preference . . . "Since RE was one of the departments in which the "*vast majority*" was needed, why was *not one* Black American, Mexican, Filipino, Oriental, known Homosexual, or person with a 'prior heart attack' record, retained in service, brought back to Omaha and given a vacant "good job?" (Names on request.)

Question #7: If you will read my merger Employee Profile again you will find that I stated that I (A.) would accept employment with the merged UP/SP (B.) would relocate if necessary (C.) *but would have reservations on my willingness to relocate.* That Profile was signed on October 24, 1996, back in at a time when the people of SP were assured by our most senior management that we would be treated fairly in the merger. We were told that we would be given 'like jobs', Managers would continue at Manager levels, our bonus would be included in new salaries, all jobs would be in Omaha, etc. It was three months later when the details of the job offers were released, I found that none of this information was true. It was at this time that my *willingness* ceased. Were we lied to by our SP senior management, or did UP's senior management lie to them?

Question #8: During our phone conversation early in 1997, you referred to UP's *policy of fair and equal treatment* that would be used during the merger for all of Southern Pacific's Departments and Employees. Since none of UP's departments have been able to produce it, does such a written policy really exist? If so, please consider this, my ninth request for a copy.

Question #9: In my last full working year (1996) with SP - that was unaffected by UP - my base salary, plus well an earned bonus, and paying only on Social Security gave me an

equivalent income of more than \$65K. My first full year with UP (1997) my base salary, no bonus, and returned again to paying into Rail Road Retirement, equivalent income \$52.5K. You mentioned a 6% raise given me (actual 5.7%) three months into 1998, with no bonus, which will be approximately \$54K this year (and 'capped' on a grade 16 position). This will bring me back up to, I believe, my 1993 or 1994 level of income! Does this still look like I am getting equal compensation?

**Question #10:** Before the questions, some definitions. You mentioned the ARTE and SPREE. I would like to define/explain these terms to you. The ARTE (Association of Railway Technical Employees) is the Union I have belonged to since my first month at Southern Pacific Company in 1964 (later to be called Southern Pacific Transportation Company). Note that I *did not* resign from first to go to second; it was simply a paper transfer. In 1978 I left the ARTE (with rights to exercise seniority if ever necessary) to become a company officer. Under Rule 29 of the ARTE Agreement this was clearly allowed and it *did not* require any payments of union dues to be retained on the ARTE rooster. I have served faithful and unbroken\* time in various positions as a SP Company Officer from that time in 1978 until the UP/SP merger. This Unbroken\* time actually includes several months that I was *transferred*, on paper, to work on the St. Louis Southwestern Railway Company in 1981 (again I *did not* resign from the SPTCo to work for the SSW, it was simply a paper transfer into that company and then a transfer back). Other officers (names on request) have *left and returned* the SPTCo to work in other Southern Pacific 'sub-companies' such as SP Land Company (under the Social Security System). Their names were never removed from the ARTE rooster, nor was there any reason to, as they were in reality *still RR employees!*

SPREE (Southern Pacific Real Estate Enterprises) was originally created for a special interest in SP real estate development (which was never made clear) and was set up and granted U.S. Government approval for exactly three people! In about November of 1994, our management announced that all but a select few of SP's Real Estate employees were to be *transferred* into SPREE. Yes, it was now time for the very people that had allowed the cash starved SP to survive for the last score of years, to be double crossed. It was told to us that the *only* reason this transfer was to put us on the Social Security System instead of the Railroad Retirement System which would save the SP hundreds of thousands of dollars every year by escaping the '16.1% of Tier II' company portion contributions to Railroad Retirement!

Protests abounded, but to not follow this 'scheme' was to lose your job! Employees with near ten years service would lose all Railroad Retirement benefits. Others with long service years would now never achieve the 'magic' thirty year requirement, etc. Sensing extreme dissatisfaction, the Company made a few concessions. The people who were within a very short time going to reach a 10 or 30-year mark were (by some coincidence!) the ones allowed to stay in the SPTCo portion of the new group structure. More confusing was the new dual Organizational Chart depicting all SPREE personal reporting to the President or Vice President of SPREE, with the personal left is SPTCo reporting to an Assistant Vice President that reported to no one? In truth, all personal reported to SPREE and all equipment, facilities, clerical help, access to or use of other SPTCo departments, etc. were used interchangeable. After all, we were just Railroad Personnel doing the same Railroad



jobs that we were doing yesterday, weren't we? The only thing that really changed was the payroll accounting, as required for the appearance of separation!

Those *forced* into SPREE, were given a written statement three months later by SPREE's Assistant Vice President & General Manager, *on Southern Pacific Lines stationary no less*, (copy on request) stating that we were INVOLUNTARILY SEPARATED from the 'Railroad', but our 'Current Railroad Connection' would be kept? We were told in various meetings that 'Management' could at their whim or discretion transfer employees, as needed, back and forth between SPREE and SPTCo.

We were also given (to quell most other protests) a letter signed by SPREE's President (copy on request) assuring us . . . "existing benefits and personnel policies currently available to you as an SPTCo employee will be carried forward and made available for SPREE employees. This will include, but not necessarily be limited to existing medical, dental, pension, vacation, sick leave, long term disability, meritorious sick leave, compensation plan participation, etc. The only significant change resulting from this reorganization will be substitution of Social Security for Railroad Retirement". . .

Some of the employees of SPREE with 'seniority rights' in ARTE overheard rumors that Union Leaders may try to use this *transfer* to make changes adversely affecting their status, but with a signed letter from the President of SPREE stating "**NO CHANGES**," believed the letter and felt reassured that it meant just what it said. Apparently such trust was again unfounded. From what can now be gathered, the General Chairman of ARTE (G. E. Jones) did approach a low level manager in Labor Relations (R. M. Winkenbach) in secret meeting, without the knowledge or representation of the Officers affected, and entered into an agreement allowing the ARTE to assess the Officers in SPREE "Retention of Seniority Fees." This is what appears to be yet another Company double-cross. If the 'Officer' pays the fees, the Union wins, if the 'Officer' does not, the Company wins (by telling the Union to remove his name from the Seniority Roster). It is not known whether any SPREE Management was involved in this conspiracy, but it is known that no one to be affected was either invited, attended or had knowledge of what had taken place. Mr. Jones did have a "Duty of Fair Representation" for all ARTE members, but did not have the authority to seek changes in status of ARTE members absented on Rule 29 without their knowledge [This would require a change in the ARTE Charter!] Also, Mr. Winkenbach had no authority to enter into secret agreements with Mr. Jones affecting Union rights of Officers of another Company (he was not a member of SPREE, nor was he authorized to represent SPREE's Officers interests).

To add injury to insult, I was never notified by the ARTE (Mr. Jones) that any such "agreement" had taken place! He insisted that he *attempted* several times to notify me by Registered U.S. Mail (seems strange since I lived in the same house since 1968 and worked in the same SP building since 1964?), but has admitted, in writing, that he had failed to do so (copy on request).

So Ms. Schaefer, as you can see, my situation is more complicated than you attempt to portray. I HAVE NOT forfeited my seniority in the ARTE, nor do I feel that I owe the ARTE any "*retention of seniority fees*" (not *union dues* as you erroneously stated). It was not until I knew I would not receive fair employment with UP, and had exercised my seniority with ARTE in April of 1997 (copy on request), that I was made aware that my



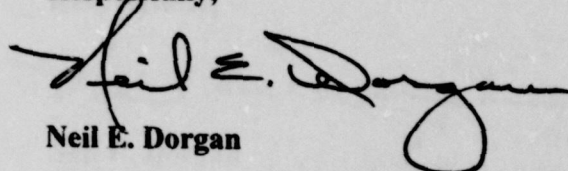
name had (without my knowledge) been removed from the Seniority Rooster. I was told it was because I was no longer with the Railroad, but the facts are that I had already been TRANSFERRED (where have you heard that word before?) back into the UP Railroad and was again under Railroad Retirement! My immediate attempts to resolve this problem were road blocked when UP's Senior Labor Relations Officials (Messrs. Naro and Watts) would not return my urgent phone calls, but would simply pass the messages down to Mr. Winkenbach (the same low level manager that made the blunders in the first place)! At this time - as you know from my first letter - UP's Real Estate Department ordered me to show up in Omaha on a certain near future date - *or be fired!*

Now we have come a full circle, and finally the questions. Why, if such a question exists about my rights to return to my Union, was I never given a fair hearing to decide what should be done. If it *could be* determined that I was delinquent in some fees that I had no way of knowing about, why was I not just allowed to back pay them? If SPREE caused this problem to take place, why doesn't SPREE pay whatever payments are *owed*? Why is not Mr. Winkenbach's negotiating error corrected so the Union would have no claim? I have heard from reliable sources that the UP has simply **ABOLISHED** the ARTE, without even informing the Officers who hold seniority rights; is this true?

The best solution, of course, would be to request a full audit of SPREE from the U.S. Railroad Retirement Board by their Inspector General for Investigations. When the U.S. Railroad Retirement Boards Division of Audit and Compliance exposes SPREE for the fraud that is was, (A) SPREE (now UP) would pay back the millions of dollars not paid into Tier II for its Railroad employees (B) The hard working SP Railroad Real Estate employees would have all their lost time in Railroad Retirement reinstated (C) There would be no question as to whether the people in my situation would have their seniority rights!

I ended my first letter with the following statement . . . "I am in my 60th year of life and have a loyal, unbroken and untarnished thirty-four career with the railroad. I deserve more than the following choice: (1) Forced relocation to Omaha to work at a reduced rank with greatly reduced compensation while being under utilized on a desk-bound, entry level, 'keyboard input clerk' job, or (2) **TO BE FIRED!**" In your response you stated that Union Pacific *intended* to offer me . . . "a good job or a good severance." Since it is too late for the 'good job', please reconsider either the Officer buy out that I was first promised, or the requested Union buy out that I deserved.

Respectfully,

A handwritten signature in dark ink, appearing to read "Neil E. Dorgan". The signature is fluid and cursive, with a large loop at the end of the last name.

Neil E. Dorgan

STB

FD 32760

7-7-98

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Office of the Chairman

**Surface Transportation Board**  
Washington, D.C. 20423-0001

FILE IN DOCKET

70-32760

July 7, 1998

Mr. Timothy J. Travis  
President and CEO  
Eaton Metal Products Company  
4800 York Street  
P.O. Box 16405  
Denver, CO 80216

Re: Rail Service Provided By UP/SP

Dear Mr. Travis:

Thank you for your letter regarding the quality of service provided by the Union Pacific/Southern Pacific Railroad (UP/SP). In your letter, you note that, after having experienced some initial confusion after the merger of the UP and the SP systems, your company is now receiving improved service, and is seeing the benefits of the merger.

Too often, we only hear about problems, and so I really do appreciate your letter. In approving the merger, the Surface Transportation Board concluded that important transportation benefits would result. However, the merger is still being implemented, and thus, we have heard from many businesses that are concerned that they have not yet experienced the benefits envisioned by the merger. I am glad to hear that your experience has been a positive one, and I hope that UP will continue to make the necessary improvements in operations and investments in infrastructure and personnel, so that the kind of service enhancements envisioned by the merger can be realized.

Again, thank you for your letter. If I can be of assistance to you in this or any other matter, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan



FILE IN DOCKET

**EATON METAL PRODUCTS COMPANY**

4800 York Street  
P.O. Box 16405  
Denver, CO 80216

**TIMOTHY J. TRAVIS**  
PRESIDENT

(303) 296-5700  
FAX (303) 296-5736

April 27, 1998

Ms. Linda J. Morgan  
Chairman  
Surface Transportation Board  
1925 K Street N.W.  
Washington, DC 20423

RECEIVED  
SURFACE TRANSPORTATION  
BOARD  
APR 30 4 46 PM '98  
OFFICE OF  
CHAIRMAN MORGAN

Dear Ms. Morgan:

With all of the negatives that continue to flow about the Southern Pacific/Union Pacific merger, I felt compelled to write to you with some good news.

Eaton Metal Products Company is a steel plate fabricator with manufacturing facilities in Denver, Colorado, Salt Lake City, Utah and Pocatello, Idaho. All are on the Union Pacific.

We ship most of our in-bound material from U.S. Steel in Gary, Indiana and Lukens Steel in Coatesville, Pennsylvania.

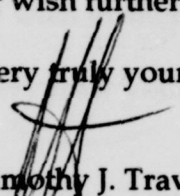
After the expected confusion of merging two huge operations, we are now getting the benefits we were promised when asked to support the merger.

The transit time we are experiencing is now 14 days or less, and that is the best time we have ever enjoyed in our 80-year history.

Hopefully, you are receiving other positive responses because we couldn't be the only one benefiting from this combination.

Please feel free to contact me directly should you have any questions or wish further explanation.

Very truly yours,

  
Timothy J. Travis  
President & CEO

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MOCH





Office of the Chairman

**Surface Transportation Board**  
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-32760

June 29, 1998

The Honorable Bill Redmond  
U.S. House of Representatives  
Washington, D.C. 20515

Dear Congressman Redmond:

Thank you for sending me a copy of your letter to Mr. Jerry Davis, President of the Union Pacific Railroad (UP), regarding UP's plans to close its Tucumcari terminal. I also have received a copy of Mr. Davis' response indicating that discussions are underway in this matter. I look forward to hearing of the outcome.

Sincerely,

*Linda J. Morgan*  
Linda J. Morgan

**BILL REDMOND**

THIRD DISTRICT, NEW MEXICO

COMMITTEE ON BANKING AND FINANCIAL SERVICES

COMMITTEE ON NATIONAL SECURITY

COMMITTEE ON VETERANS' AFFAIRS

2268 RAYBURN HOUSE OFFICE BUILDING  
WASHINGTON, DC 20515  
(202) 225-6190



**Congress of the United States**  
**House of Representatives**

**Washington, DC**

May 18, 1998

DISTRICT OFFICES:

1494 S. ST. FRANCIS DRIVE  
SANTA FE, NM 87505  
(505) 988-7230

931 CONNELLY, P.O. BOX 1108  
CLOVIS, NM 88102  
(505) 769-1223

800 MUNICIPAL DRIVE  
FARMINGTON, NM 87401  
(505) 599-1460

3900 SOUTHERN BLVD. #101-C  
RIO RANCHO, NM 87124  
(505) 892-0901

**FILE IN DOCKET**

Mr. Jerry Davis  
President and Chief Operating Officer  
Union Pacific Railroad Company  
1416 Dodge Street, Rm. 1230  
Omaha, NE 68179-1230

Dear Mr. Davis:

I am writing on behalf of Tucumcari, New Mexico, which is currently home to a Union Pacific (UP) railroad depot. Officials there have sought my assistance in urging UP to maintain its current presence in their community.

I understand that, since the acquisition of Southern Pacific Railroad, UP is considering changes in the locations of its depots and crew change points for railroad crews.

To that end, I have reviewed a suggestion offered by Tucumcari officials which indicates that UP's New Mexico operations may be best suited by such a crew change point in Carrizozo, NM. Carrizozo lies near the midpoint between Tucumcari and El Paso, TX, and would allow crews to remain based in these two depot locations.

Tucumcari officials have briefed me on UP's current plan, however, which would relocate UP's Tucumcari employees to Dalhart, TX, with a crew change point in Vaughn, NM. Essentially, this would provide UP with over 350 miles of track through New Mexico without a railroad crew based within the state. I know you share my concern for the welfare of our rural communities, and I therefore urge you to select a course of action for UP which would prevent such an injustice for New Mexico and which would protect the city of Tucumcari.

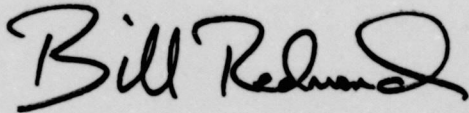
For example, the proposal which identifies Carrizozo as a potential crew change point appears to address both UP's needs (equalizing the distance between depots and crew change points) and the needs of Tucumcari and El Paso (maintaining UP employee presence). Indeed, I have learned that this solution was identified previously by UP's strategic planners as a possible alternative. I again urge you to consider it carefully.

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BOARD  
MAY 28 5 21 PM '98  
OFFICE OF  
CHAIRMAN MORGAN

Mr. Jerry Davis

Thank you for your time and consideration. I extend to you an invitation to meet personally about this issue should you have any questions or additional concerns.

Yours sincerely,

A handwritten signature in black ink that reads "Bill Redmond". The signature is fluid and cursive, with the first name "Bill" being more prominent than the last name "Redmond".

Bill Redmond  
Member of Congress

BR/djr

cc: Honorable Charlie Maciel  
Mayor of Tucumcari

✓ Honorable Linda Morgan, Chair  
Surface Transportation Board

STB

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32760

6-29-98

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MOCs





Office of the Chairman

**Surface Transportation Board**  
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-32760

June 29, 1998

The Honorable Jeff Bingaman  
United States Senate  
Washington, D.C. 20510-3102

Dear Senator Bingaman:

Thank you for sending me a copy of your letter to Mr. Jerry Davis, President of the Union Pacific Railroad (UP), regarding UP's plans to close its Tucumcari terminal. I also have received a copy of Mr. Davis' response indicating that discussions are underway in this matter. I look forward to hearing of the outcome.

Sincerely,

*Linda J. Morgan*

Linda J. Morgan



JEFF BINGAMAN  
NEW MEXICORECEIVED  
SURFACE TRANSPORTATION  
BOARD703 HART SENATE OFFICE BLDG.  
WASHINGTON, DC 20510-3102  
(202) 224-5521  
IN NEW MEXICO--1-800-443-0858  
TDD (202) 224-1792  
senator\_bingaman@bingaman.senate.gov

## United States Senate

May 12 4 00 PM '98

FILE IN DOCKET

OFFICE OF  
CHAIRMAN MORGAN

May 12, 1998



Mr. Jerry Davis  
President  
Union Pacific Railroad  
1416 Dodge St.  
Omaha, Nebraska 68179

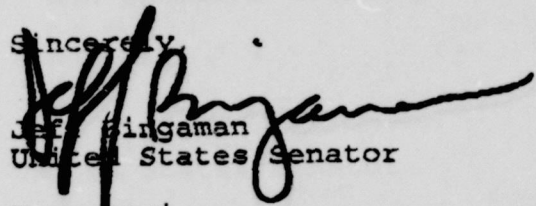
Dear Mr. Davis:

It has come to my attention that Union Pacific Railroad is planning to close permanently its terminal located in Tucumcari, New Mexico. As you can imagine, I am very concerned that the closure likely will have a devastating economic effect on Tucumcari and the surrounding community. Additionally, it has been suggested that prior to its merger with the Southern Pacific Railroad, Union Pacific may not have communicated effectively its short- and long-term plans to the railroad employees' representatives. Thus I would like to meet with you or your designee, a representative from the Surface Transportation Board, and possibly Mayor Maciel of Tucumcari at your earliest convenience to discuss Union Pacific's plans.

While I understand that one of the reasons for closure is to equalize the distance traveled by train crews between Dalhart and El Paso, I am told there may be other alternatives Union Pacific has yet to consider. Thus I am forwarding to you (by regular mail) the report which Tucumcari has prepared that addresses the closure and presents several alternatives.

If you have any questions, please do not hesitate to contact me or my Legislative Assistant, Ken Gonzales at 224-5521.

Sincerely,

  
Jeff Bingaman  
United States Senator

xc: Charlie Maciel, Mayor of Tucumcari  
Linda Morgan, Chair, U.S. Surface Transportation Board

JB/kg

STB FD 32760

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Office of the Chairman

**Surface Transportation Board**  
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-32760

June 29, 1998

Mr. Jerry Davis  
President  
Union Pacific Railroad  
1416 Dodge St.  
Omaha, NE 68179

Dear Mr. Davis:

Recently, Senator Jeff Bingaman and Congressman Bill Redmond, both of New Mexico, wrote to you regarding plans by Union Pacific to close its Tucumcari terminal. I have received copies of the letters you sent in reply to each of them. I would appreciate your keeping me informed of the discussions in this matter, and I look forward to hearing of the ultimate outcome.

Sincerely,

*Linda J. Morgan*

Linda J. Morgan

JERRY DAVIS  
PRESIDENT AND  
CHIEF OPERATING OFFICER

## UNION PACIFIC RAILROAD COMPANY

1416 DODGE STREET  
ROOM 1230  
OMAHA, NEBRASKA 68179-1230



FILE IN DOCKET

May 19, 1998

**Via Fax -- 202-224-2852**

The Honorable Jeff Bingaman  
United States Senate  
703 Hart Senate Office Building  
Washington DC 20510-3102

Dear Senator Bingaman:

Thank you for your letter of May 12 concerning the proposal in our merger application with the Southern Pacific Railroad to move our crew change point from Tucumcari, New Mexico, to Vaughn, New Mexico. This change will affect about 40 employees in the Tucumcari area.

We have been working with the City Manager of Tucumcari, and we are arranging to have a meeting with our team and the City of Tucumcari in the very near future. This meeting will provide an opportunity to address all the points contained in the attachment to your letter. At this time, I believe that we should go forward with that meeting and then reevaluate whether you and I need a face-to-face meeting on this issue.

As background, this crew change point was part of our November 30, 1995, merger application filed with the Surface Transportation Board and with all the states affected. All of our Railroad union representatives had access to this information. In fact, the national unions representing trainmen and engineers endorsed our application. Previously, the Southern Pacific Railroad had envisioned making this change but, for one reason or another, did not pursue it prior to the merger.

The logic for both UP and SP is simple. Our crews operate between Dalhart and Tucumcari, a distance of some 94 miles, and then from Tucumcari to El Paso, which is over 325 miles. Essentially, what happens is that the Dalhart runs are usually accomplished in fairly short order, even though we are required under our union contracts to pay full days' wages for those movements. Conversely, the runs between El Paso and Tucumcari are, many times, not completed within the Federal Hours of Service requirements; therefore, our employees must operate the trains for 12 hours straight and then be relieved at some place short of Tucumcari or El Paso and driven to their tie-up point before they can begin their rest period.

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SURFACE TRANSPORTATION  
BOARD  
MAY 26 2 45 PM '98  
OFFICE OF  
CHAIRMAN MORGAN



Our plan, as outlined in the merger application, is to move the crew change point to Vaughn, New Mexico, which would make operations from Dalhart to Vaughn much more efficient for the Railroad and which should make the trips between El Paso and Vaughn workable within the 12-hour Federal Hours of Service safety requirement. Vaughn will be an "away from home" crew change point with rest facilities for our crews who work out of El Paso and Dalhart. As you can see, this decision is based purely on the distances between the various points and is no reflection on the City of Tucumcari or anyone else.

We have similar activities going on across the entire merged system and have now put them in place or are working through them as quickly as we can. However, we do not anticipate being able to complete the necessary negotiations with our labor unions representing the impacted crewmen until very late in 1998 or into the first quarter of 1999. In the meantime, we continue to make the arrangements necessary to accommodate this change once we can finalize negotiations with our unions.

I hope this is responsive to your concerns.

Sincerely,  
*Jerry Davis*

**Copies:**

*Via Fax -- 505-461-2049*

The Honorable Charlie Maciel  
Mayor of Tucumcari  
City Hall  
215 E. Center, P.O. Box 1188  
Tucumcari, NM 88401

*Via Fax -- 202-565-9004*

The Honorable Linda Morgan  
Chairman  
Surface Transportation Board  
1925 K Street, NW  
Washington DC 20423-0001

STB FD 32760

6-16-98

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FD 3276 0  
End.

June 6, 1998



To: Surface Transportation Board  
1925 K Street  
Washington, D.C. 20423

Dear Sir or Madam:

We are writing to you to express our deep concern over the problem of unmanned Union Pacific train cars idling on the tracks near our home in the Allandale neighborhood of north-central Austin, Texas, just east of MoPac Boulevard. In the past year, it has become all too common to see, hear, and smell cars on the tracks virtually all day: they simply stand for hours, rumbling, hissing, and producing exhaust fumes so strong that it is unpleasant to be outdoors. Their constant presence is decreasing our property value; the noise is annoying; and the fumes (not to mention the possibility of toxic spills from some of the tanker cars) have us worried about bad effects on our health. Security is another concern: since the cars are unstaffed, they attract vagrants. Some of our neighbors have seen transients apparently using empty and idling boxcars as motels.

We understand from previous telephone conversations with the Railroad Commission that the train engines cannot be turned off without releasing the brakes as well. However, polluting the air and disturbing nearby residents all day is unacceptable. If the mechanical system cannot allow unmoving cars to sit on the tracks without idling, a less centrally located and populous "resting area" must be found for them.

Please let us hear how you intend to resolve this issue. Thank you for your consideration.

Yours truly,

Rebecca W LaBrum & Eric S Mallin  
3106 White Rock Drive  
Austin, TX 78757  
(512) 453-6562

OFFICE OF COMPLIANCE  
AND ENFORCEMENT  
DIRECTOR'S OFFICE

JUN 9 9 09 AM '98

RECEIVED  
SURFACE TRANSPORTATION  
BOARD



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FD 32760

6-11-98

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JERRY DAVIS  
PRESIDENT AND  
CHIEF OPERATING OFFICER

# UNION PACIFIC RAILROAD COMPANY



1416 DODGE STREET  
ROOM 1230  
OMAHA, NEBRASKA 68179-1230

FILE IN DOCKET

June 3, 1998

The Honorable Bill Redmond  
U.S. House of Representatives  
2268 Rayburn House Office Building  
Washington, DC 20515-3103

Dear Congressman Redmond:

Thank you for your letter of May 18 concerning the proposal in our merger application with the Southern Pacific Railroad to move our crew change point from Tucumcari, New Mexico to Vaughn, New Mexico. This change will affect about 40 employees in the Tucumcari area.

We have been working with the City Manager of Tucumcari, and we are going to have a meeting with the City of Tucumcari in the very near future. This meeting will provide an opportunity to address all the points raised by the City.

As background, this crew change point was part of our November 30, 1995 merger application filed with the Surface Transportation Board and with all the states affected. Previously, the Southern Pacific Railroad had envisioned making this change, but for one reason or another did not pursue it prior to the merger.

The logic for both UP and SP is simple. Our crews operate between Dalhart and Tucumcari, a distance of some 94 miles, and between Tucumcari and El Paso, which is over 325 miles. Essentially, what happens is that the Dalhart runs are usually accomplished in short order, even though we are required under our union contracts to pay full days' wages for those movements. Conversely, the runs between El Paso and Tucumcari are, many times, not completed within the Federal Hours of Service requirements; therefore, our employees must operate the trains for 12 hours straight and then be relieved at some place short of Tucumcari or El Paso and driven to their tie-up point before they can begin their rest period.

The proposal to establish an additional crew change point at Carrizozo is not cost effective compared to our current plans and does not address the issue of the short trip between Dalhart and Tucumcari.

OFFICE OF  
CHAIRMAN MORGAN  
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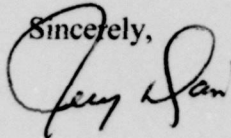
RECEIVED  
SURFACE TRANSPORTATION  
BOARD

Our plan, as outlined in the merger application, is to move the crew change point to Vaughn, New Mexico, which would make operations from Dalhart to Vaughn much more efficient and should make the trips between El Paso and Vaughn workable within the 12-hour Federal Hours of Service safety requirement. Vaughn will remain an "away-from-home" crew change point with rest facilities for our crews who work out of El Paso and Dalhart. As you can see, this decision is based purely on the distances between the various points and is no reflection on the City of Tucumcari or anyone else.

We have similar activities going on across the entire merged system and have now put them in place or are working through them as quickly as we can. However, we do not anticipate being able to complete the necessary negotiations with our labor unions representing the impacted crewmen in Tucumcari until very late in 1998 or into the first quarter of 1999. In the meantime, we continue to make the arrangements necessary to accommodate this change once we can finalize negotiations with our unions.

I hope this is responsive to your concerns.

Sincerely,



**Copies:**

The Honorable Charlie Maciel  
Mayor of Tucumcari  
City Hall  
215 E. Center  
P.O. Box 1188  
Tucumcari, NM 88401

The Honorable Linda Morgan  
Chairman  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001





STB

FD 32760

5-12-98

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MOCSS

SAM BROWNBACK  
KANSAS

(202) 224-6521 PHONE  
(202) 228-1265 FAX

# United States Senate

WASHINGTON, DC 20510-1604

May 8, 1997

COMMITTEES:  
COMMERCE, SCIENCE,  
AND TRANSPORTATION  
FOREIGN RELATIONS  
GOVERNMENTAL AFFAIRS  
JOINT ECONOMIC COMMITTEE

Dan King  
Acting Director, Congressional Affairs  
Surface Transportation Board  
1925 K Street, NW  
Washington, D.C. 20423-0001

CHAIRMAN MORGAN

MAY 12 3 04 PM '97

RECEIVED  
SURFACE TRANSPORTATION

Dear Mr. King,

Attached is a letter written by a constituent regarding the abandonment of railroad lines by the Union Pacific Railroad. His letter has raised concerns that I felt should be looked at by the STB. Please take his views into consideration when making a decision on this matter.

Thank you for your time and attention on this issue.

Sincerely,



Sam Brownback  
United States Senator

Holly, K 2 67740  
Jan 7, 97

Senator elect Pat Roberts,  
1323 Longworth House  
Office Bld. I  
Washington D.C. 20515  
Dear Senator

#101775 TRAS HOLLY

Send: Dan King  
Acting Dir. Cong. Off.  
STB  
1925 K St NW  
WDC 20423-  
0001

STB  
Rail Section  
Abandoned Railroad  
565-1592 Dan King

The Union Pacific Railroad has abandoned  
a stretch of their line from Colby, KS to  
Plainville. Kyle is slightly interested  
in buying it or leasing it. If this issue  
should come to your attention I hope you will  
support the idea and do all you can to help  
continue service through this section of this  
line.

It is alleged Union Pacific is not too  
interested in serving the grain shipments. If they  
should abandon the grain industry it would  
greatly hurt the grain industry of the Nation.

I hope you will lend us your  
support on this issue. Urgent Issue Dept of Trans  
Office of Asst Sec 1 Bill Norton

C.L. Sen Brownback

Respectfully,  
Elmer Corder

366-9714



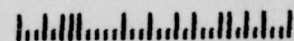
United States Senate

WASHINGTON, DC 20510-1604

OFFICIAL BUSINESS

*Sam Rainsback*  
U.S.S.

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5-7-98

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FILL IN DOCKET

70-32760

The Premium Express Route  
for intermodal traffic  
between the ports of the Pacific Northwest  
and The Gulf Coast  
is being abandoned.

This Route  
avoids the coal fields of Wyoming  
and Colorado  
where rail lines are loaded to capacity  
with slow moving coal.

This Route  
is three hundred miles shorter  
than The California alternative  
which is also seriously congested.

This Route  
should be jointly operated by  
The Santa Fe and The Union Pacific

This Route  
is a National Asset

This Route  
should not be abandoned

James Burke  
11-20-97

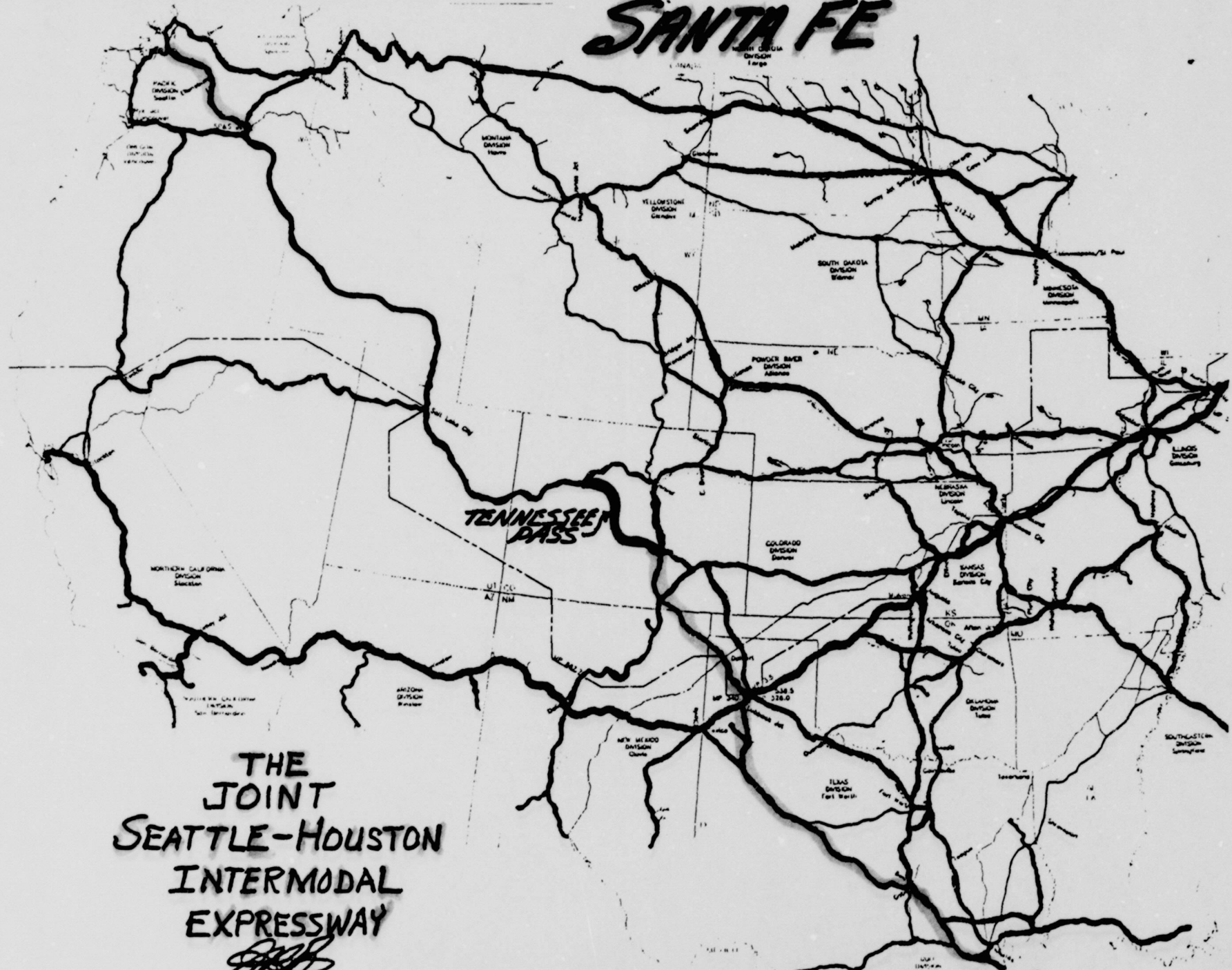
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CHAIRMAN MORGA

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# SANTA FE

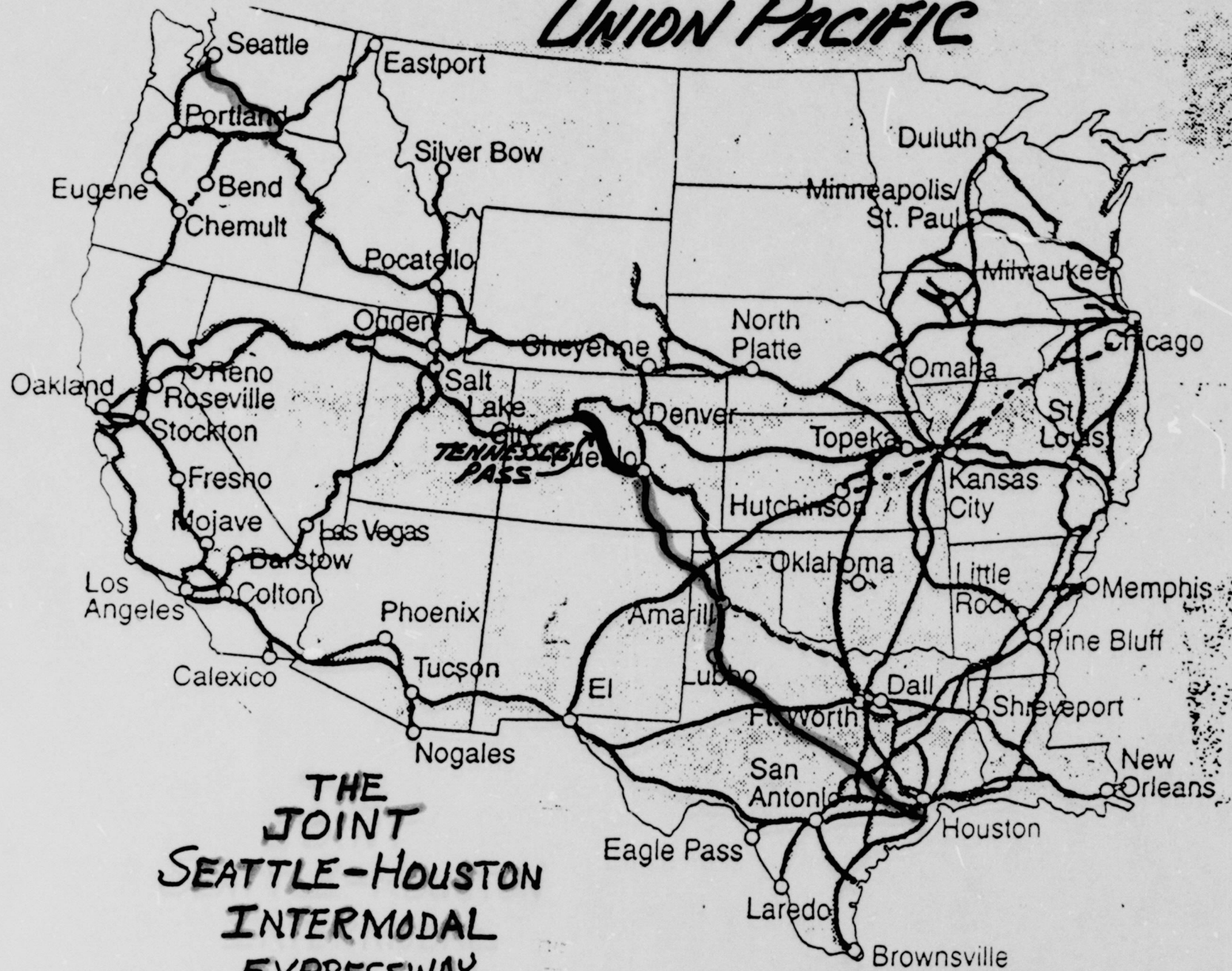


THE  
JOINT  
SEATTLE-HOUSTON  
INTERMODAL  
EXPRESSWAY

*[Signature]*

THE COMMON CAUSEWAY

# UNION PACIFIC



THE  
JOINT  
SEATTLE-HOUSTON  
INTERMODAL  
EXPRESSWAY

*and*

THE COMMON CAUSEWAY

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Office of the Chairman

**Surface Transportation Board**  
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-32760

April 14, 1998

Ms. Leanna Gaskins  
2426 Bush St.  
San Francisco, CA 94115

Dear Ms. Gaskins:

Thank you for your letter regarding the implementation of the merger of the Union Pacific (UP) and Southern Pacific (SP) railroad systems. In particular, you express concern that UP is taking action that will result in the irretrievable loss of the Modoc route in California and the Tennessee Pass route in Colorado.

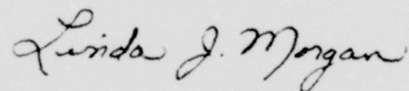
As you may know, the Surface Transportation Board (Board) approved the merger application of the UP and SP in a decision issued on August 12, 1996. As part of that process, the Board granted an exemption petition for the abandonment of a portion of the SP Modoc Subdivision line, subject to public use and trail use/rail banking conditions. While the public use condition for that line has expired, negotiations are continuing between UP and a trail use proponent that would preserve, or rail bank, the right-of-way so that rail service may be reactivated over that corridor should the need arise in the future.

With regard to the Tennessee Pass route, the Board denied, specifically in response to capacity concerns, abandonment authority sought for two segments of that line. Instead, the Board granted discontinuance authority so that the line would be preserved intact until UP/SP can demonstrate that overhead traffic on that line has been successfully rerouted.

In addition to the many mitigation measures imposed by the Board to address harms that otherwise would have resulted from the merger, the Board has provided for a 5-year oversight process to focus on whether the conditions it imposed have effectively addressed those harms. The Board has now entered the second year of its oversight process, which is docketed at the agency as STB Finance Docket No. 32760 (Sub-No. 21). You may become a party to that proceeding and participate formally in the oversight process.

I hope that this information is helpful to you. I certainly share your concern over present and future capacity and infrastructure needs of our Nation's railroads and assure you that the Board will continue to monitor these areas closely.

Sincerely,

A handwritten signature in cursive script that reads "Linda J. Morgan". The signature is fluid and elegant, with the first letters of each word being capitalized and prominent.

Linda J. Morgan

2426 Bush St.  
San Francisco, CA 94115

February 19, 1998

Office of the Chairman  
Surface Transportation Board  
1925 K St., N.W.  
Washington, DC 20423-0001

Dear Madame Chairman:

I am writing to express my profound concern about the actions being taken by the Union Pacific Railroad in abandoning and dismantling major portions of the former Southern Pacific Railroad system. My understanding is that your oversight of the merger of these two railroads includes the power to revisit any and all decisions that have been made in the merger, and I would like to ask you to consider putting a halt to the destruction of the Southern Pacific system.

There are two major reasons for my concern. First, it grows more and more clear that Union Pacific is not able to accurately forecast the needs of its customers or its own railroad operations. And second, it is also growing clear that Union Pacific had a hidden agenda with its acquisition of Southern Pacific, and that was primarily to remove the Southern Pacific as a competitor. This purpose is reflected in Union Pacific's inordinate haste to abandon and dismantle whole sections of the Southern Pacific system.

Union Pacific's performance since the merger was completed has convinced most observers that the company failed overwhelmingly to take into account the complexity of the task of integrating a system as large and varied as Southern Pacific. Since they have demonstrated such a dangerous lack of understanding of the consequences of their actions, it seems to me the only prudent course is to halt all abandonments and forbid the dismantling of any portions of the Southern Pacific until it can be determined that this merger will in fact succeed. If Union Pacific is allowed to destroy Southern Pacific, it will no longer be possible to revisit the merger decisions or to reverse what may be very serious mistakes.

When the Burlington Northern Railroad closed its Stampede Pass line, the company had the foresight to recognize a possible future need for that route. Although portions were sold to another company, none of the rail was removed. Thus, when the need to re-open the route became apparent, it was still possible to do so, albeit at quite a lot of expense. But if whole routes are abandoned and the rails taken up, how can those routes ever be returned to service again?

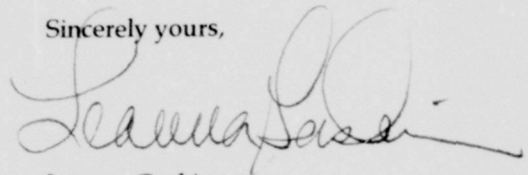
My specific immediate concern is with the Modoc route in California and the Tennessee Pass route in Colorado, as well as its eastward continuation over the former Missouri Pacific. These are potentially critical outlets, which have been needed in the recent past and will almost certainly be needed again. In view of the kind of congestion Union Pacific has created in Texas and the neighboring areas, with its catastrophic effect on shipping throughout the country, it seems shortsighted to assume any potential connecting route is surplus. If Union Pacific is allowed to destroy these routes irretrievably, I believe it will be a major error that their company and our country will soon regret.



So, my plea is that you will consider taking action to prevent the hasty abandonment and removal of any major portion of the Southern Pacific system. At least, Union Pacific should solve their other very serious problems and demonstrate that they understand the system they are trying to run before being allowed to tear up sections of it.

Thank you very much for your attention to this matter.

Sincerely yours,

A handwritten signature in dark ink, appearing to read 'Leanna Gaskins', with a large, stylized initial 'L' and a long, sweeping horizontal stroke at the end.

Leanna Gaskins

STB

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11-20-95

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• 60320

Item No. \_\_\_\_\_

Page Count 2

Nov. # 7

60320

SENATE  
STATE OF LOUISIANA

"Serving the Citizens of the North and South Shores"



JOHN J. HAINKEL, JR.  
State Senator  
District 6  
Tangipahoa  
St. Tammany  
Orleans  
Jefferson

Office of the Secretary

NOV 02 1995

October 27, 1995

6069 Magazine Street  
New Orleans, LA 70118  
(504) 899-5506

110 N. Oak Street  
Hammond, LA 70401  
(504) 543-4990

COMMITTEES

Select Committee on Crime & Drugs,  
Chairman  
Environmental Quality  
Insurance  
Labor & Industrial Relations,  
Vice Chairman

The Honorable Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
Twelfth Street and Constitution Avenue, N.W.  
Room 2215  
Washington, D.C. 20423



RE: Finance Docket No. 32760, Union Pacific Corporation, et al--Control & Merger--Southern Pacific Rail Corporation, et al

Dear Mr. Williams:

Kindly consider this communication and indication of my support for the merge application of Union Pacific and Southern Pacific railroads. It would be my hope that this merger will result in strengthening the railroad transportation service in Louisiana.

I am aware of the announcement that the Union and Southern Pacific have concluded an arrangement, as a condition to the merger, that would grant the large Burlington Northern-Santa Fe Railroad rights to serve from New Orleans to Lake Charles in our Louisiana southern rail corridor. This will maintain a strong rail presence here for our rail users and offer some new opportunities for improved service.

New Orleans to California service will be improved as Union Pacific's lines east of Houston will be utilized and upgrading the Southern Pacific tracks west of El Paso will assure the strongest available route for shippers. It is expected that the New Orleans to St. Louis-Chicago rail corridor will be improved through greater coordination of rail terminals. Service opportunities will increase in the north-south traffic as shipments can move directly over Union Pacific routes rather than having to be routed over Southern Pacific's lines to Houston.

There are cost savings expected to Louisiana shippers as a result of reduced overhead, more efficient usage of equipment, rail facility consolidations and shorter routes. Additionally, it is anticipated that a new New Orleans-Dallas-Amarillo-Denver-Pacific Northwest service will be initiated linking the Port of New Orleans to those points and beyond. We expect that Louisiana service improvements and efficiencies will provide new marketing

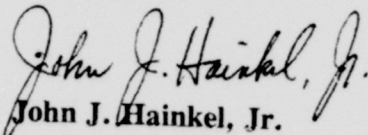


The Honorable Vernon A. Williams  
October 27, 1995  
Page 2

opportunities for our rail customers and increase their competitive positions with their products.

I would believe the merger approval would result in those benefits set out above.

With best regards,

  
John J. Hainkel, Jr.

JJH,JR.:csm

STB

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11-6-95

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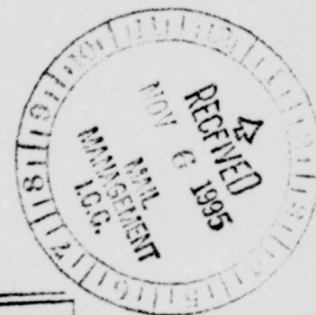


Item No. \_\_\_\_\_

60349

Page Count 3

ALV # 22



October 25, 1995

Mr. Vernon Williams  
Interstate Commerce Commission  
Room 3315  
12th and Constitution, N.W.  
Washington, D.C. 20423-001

ENTERED  
Office of the Secretary

NOV 27 1995

3 Part of  
Public Record

RE: Finance Docket No. 32760, Union Pacific Corp., et al. - Control &  
Merger-Southern Pacific Rail Corp., et al.

Dear Mr. Williams:

Our company is in the business of exporting US feed grain commodities by rail to Mexico. We originate most of our grain products in South Texas and depend on the Tex Mex Railroad as our main carrier for our Mexican market. The proposed merger between the Union Pacific and the Southern Pacific will seriously reduce, if not eliminate, the competitive alternative for rail service available to our company.

Our company originates most of its grain during the harvest in South Texas and ships it to Mexico during its peak demand season. Thanks to the NAFTA treaty, demand in Mexico is growing and will continue to grow steadily in the coming years.

One will think that thanks to its proximity to Mexico the South Texas grain producers and exporters will logically be the ones to benefit most from such demand. Ironically, due to its short distance or "short haul" to Mexico, the Union Pacific Railroad and the Southern Pacific railroad refuse to service their own line elevators with rail cars during harvest and Mexican peak buying season. Instead, they give preference to the Mid West grain, "long haul" shippers over the South Texas shippers. Thus, making it difficult for the South Texas exporters to compete or service their Mexico business.

The only rail alternative available for the South Texas shipper is the Tex Mex Railroad. It is totally committed in supplying cars from the Corpus Christi-Laredo grain belt area to Mexico. In addition to serving its short line customers to the Laredo export market, the Tex Mex Railroad has been able to give us access to Mid West grain rail cars ( when grain is unavailable in South Texas)- thru its Corpus Christi- Laredo connections with the Southern Pacific-Burlington Northern Santa Fe Railways . This gives us an opportunity to originate grain in the Mid West when the Union Pacific rail car pool or quota to Mexico has been exhausted or simply when the UP cars are not available to ship to Mexico.

- If the UP-SP merger goes thru, it threatens to eliminate this competition and thus jeopardize the traffic service and the supply of rail cars available to the Mexican market. This merger will monopolize the rail roads, and hurt economically the short line railroads such as the Tex Mex Railroad, thus violate the Sherman Anti-Trust Laws.

One possible and practical solution that can make this merger work successfully for all grain shippers and customers is for the Union Pacific and the Southern Pacific railroads to give full access to their tracks to the Tex Mex Railroad that connects the Mid West railroads-Burlington Northern Santa Fe and the Kansas City Southern Railroad- points at Houston-Galveston with their Houston-Corpus Christi-Laredo tracks. This connection will improve the access to rail cars that originate from the Mid West grain terminals and elevators.

In order to improve the fair access for rail cars to the South Texas elevators that the Union Pacific and Southern Pacific are not willing to serve because they consider such short haul service unprofitable, they can authorize the Tex Mex Railroad full access or trackage right to their line elevators by permitting the Tex Mex Railroad to supply their cars to the present UP-SP tracks from south of Houston to Brownsville, and access to their Rio Grande Valley tracks that connect to Brownsville, Texas.





These steps will increase the volume of grain that is presently traded and improve the present competition between the short line railroads and the truckers thus helping keep costs down and make South Texas grain shippers just as competitive with Mid West grain shippers.

Preserving competitive access to rail service is an important function of the Interstate Commerce Commission. Here it is possible to do so while furthering the national goal of promoting international trade.

Yours truly,

*Abel Gonzalez Jr*  
Abel Gonzalez, Jr

STB

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11-3-95

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Item No. \_\_\_\_\_

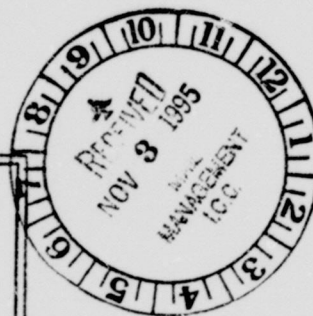
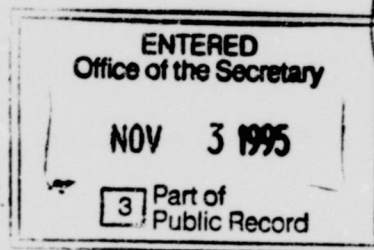
Page Count 2  
Nov 12 #12

BANQUETE GRAIN & ELEVATOR COOP ASSOC.  
P.O. BOX 340  
BANQUETE, TEXAS 78339

60329

October 31, 1995

Mr. Vernon Williams  
Interstate Commerce Commission  
Room 3315  
12th and Constitution, N.W.  
Washington, D.C. 20423-0001



RE: Finance Docket No. 32760, Union Pacific Corp., et al.- Control & Merger  
-Southern Pacific Rail Corp., et al.

Dear Mr. Williams:

Our company has facilities served by the Tex Mex Railroad. The proposed merger between the Union Pacific and the Southern Pacific will seriously reduce, if not eliminate, the competitive alternatives for rail service to our company.

Our company depends on competition to keep prices down and to spur improvements in products and service. The only two U . S. carriers connecting with the Tex Mex are the Union Pacific at laredo and the Southern Pacific at Corpus Christi. For many years the Union Pacific and the Southern Pacific have competed to handle our shipments to and from the Tex Mex, resulting in substantial cost savings and service improvements. A merger of those two railroads will eliminate that competition. Although these railroads have recently agreed to give certain trackage rights to the new Burlington Northern Santa Fe Railroad, we do not believe the BNSF, as the only other major rail system remaining in the Western United States, will be an effective competitive replacement for an independent Southern Pacific on this important route. I therefore anticipate significant price increases and service deterioration for that portion of our rail service needs beyond Tex Mex.

In addition, Tex Mex itself has historically relied on international traffic interlined with the Sp for much of its traffic base. Since the UP/SP merger is likely to eliminate most, if not all, of this traffic, this loss of traffic volume is likely to cause reduced train frequencies on Tex Mex and thus slow down my shipments. There is even a serious question whether Tex Mex will be able to survive with this loss of international traffic.

These price increases and service reduction will seriously reduce our ability to compete both domestically and internationally.

I understand there is an alternative that will preserve effective competition in this corridor. Tex Mex has indicated a willingness to operate over trackage rights from Corpus Christi to Houston, Texas (or purchase trackage where possible) and to connect with the Kansas City Southern Railroad and other rail carriers at Houston. Trackage rights operating in such a way as to allow Tex Mex to be truly competitive are essential to maintain the competition at Laredo that would otherwise be lost in the merger. Thus I urge the Commissioners to correct this loss of competition by conditioning this merger with a grant of trackage rights to Tex Mex allowing service to Houston.

Preserving competitive access to rail service is an important function of the Interstate Commerce Commission. Here it is possible to do so while furthering the national goal of promoting international trade.

Yours truly,

Hayne R. Taylor



STB

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3-11-95

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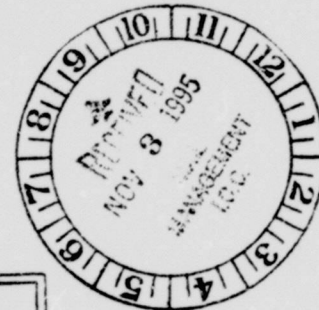
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Nov #16

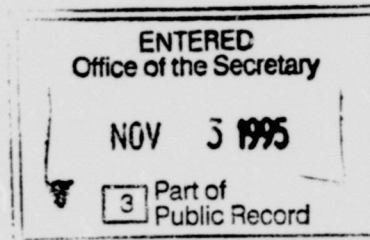


60324



October 31, 1995

The Honorable Vernon A. Williams, Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue  
Washington, D.C. 20423



RE: Finance Docket 32760

Van Wert County Chamber of Commerce is concerned about the competitive aspects on area businesses as a result of the proposed acquisition of the Southern Pacific Lines (SP) by the Union Pacific Railroad (UP). While we are familiar with the proposed agreement between UP and the Burlington Northern-Santa Fe (BNSF), intended to remedy those effects, we are not persuaded that this arrangement will produce effective competition for rail traffic in the Mid-South region of the United States. This is of concern to the Chamber of Commerce of Van Wert County in Ohio.

We also have reviewed Conrail's proposal to acquire a significant portion of the SP's eastern lines in connection with the merger, especially the lines running from Chicago and St. Louis, to Arkansas, Texas, and Louisiana. We find this proposal to be more appropriate and far more effective in addressing the above-stated concerns. The Conrail proposal calls for ownership of the lines, whereas the UP-BNSF agreement mainly involves the granting of trackage rights. We believe that trackage rights provide only limited benefits and limited guarantees which can be easily lost if railroads disagree over whose traffic has priority and who is in charge of operations of the line. Further, we believe an owning railroad is in a far better position than a renter to encourage economic development activities on its lines.

Another reason we favor Conrail's proposal is that it would provide efficient service for rail customers in our area for movement of goods and raw materials to and from the Mid-South and Texas Gulf. Conrail's proposed one-line service to these markets would be the fastest and most direct and would involve the fewest car handlings.

We are extremely concerned about the recent railroad merger trend in the United States. This trend seems to be leading our nation toward a few giant railroads. Clearly, mega-railroads will further limit competition and reduce productivity.

For all of the reasons above, we are actively opposing the UP-SP merger at the ICC unless it is conditioned upon acceptance of Conrail's proposal.

Sincerely,

Richard R. Shultz, President/CEO  
Van Wert County Chamber and Development Center

RRS/jah

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Item No. \_\_\_\_\_

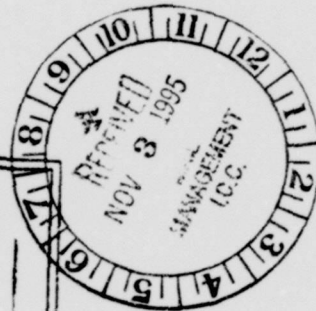
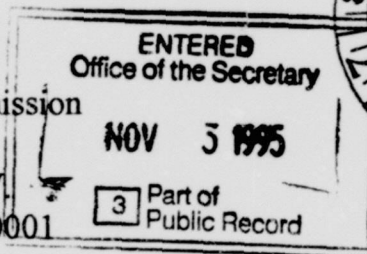
Page Count 2

NOV #15

60325

October 31, 1995

Mr. Vernon Williams  
Interstate Commerce Commission  
Room 3315  
12th and Constitution, N. W.  
Washington, D. C. 20423-0001



Re: Finance Docket No. 32760, Union Pacific Corp., et al.  
-- Control and Merger -- Southern Pacific Rail Corp., et al.

Dear Mr. Williams:

Volkswagen of America has previously supported the UP/SP merger with a verified statement with the proviso that competition not be eliminated, especially into and out of Mexico. We believe that further explanation of our position in this matter needs to be presented to you.

The TexMex has identified, and rightfully so, some distinct advantages of the Laredo gateway that should not go unnoticed. We think by allowing access to Laredo from major markets enhances competition and is in the best interest of the shipping public.

Our company has been a major user of rail service for transportation between the United States and Mexico. The Laredo/Nuevo Laredo gateway is our preferred route for shipments between the two countries for the majority of our international traffic. This gateway also possesses the strongest infrastructure of customs brokers for cross-border operations. It also provides the shortest routing between our plant in Puebla, Mexico and our major markets in the Midwest and Eastern United States.

Our company depends on competition to keep prices down. For many years the Union Pacific and Southern Pacific have competed for our traffic via Laredo, resulting in substantial cost savings and a number of service innovations. The TexMex has been Southern Pacific's partner in reaching Laredo in competition with the Union Pacific, as Southern Pacific does not reach Laredo directly.



We believe that a merger of the Union Pacific and Southern Pacific may seriously reduce our competitive alternatives via the Laredo gateway. Although these railroads have recently agreed to give certain trackage rights to the new Burlington Northern Santa Fe Railroad, we are uncertain the BNSF as the only other major rail system remaining the Western United States, will be an effective competitive replacement for an independent Southern Pacific on this important route.

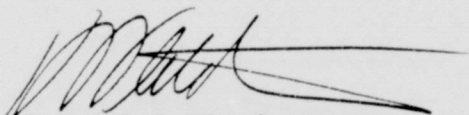
Conrail has also suggested they purchase the old Cotton Belt (they call it the SP East) portion of the SP to allow them competitive access into Mexico to and from the Northeastern United States. This idea is a positive alternative. TexMex has suggested they be given trackage rights (or purchase trackage where possible) from Corpus Christi to Houston to connect with other carriers in Houston to serve all major markets in the United States.

Volkswagen of America strongly urges the Interstate Commerce Commission to address this competition issue in the proposed UP/SP merger by granting TexMex trackage rights allowing them to service Houston. We also submit that the Commissioners consider the Conrail proposal to purchase the old Cotton Belt in essence gaining access to Mexico, firstly via Laredo in conjunction with the TexMex over Houston and secondly, via Eagle Pass directly.

The TexMex puts it best when they say that economical access to international trade routes should not be jeopardized when the future prosperity of both countries depends so strongly on international trade.

We hope this clarification of our position on the UP/SP merger is accepted in the context in which it is offered.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'K. Fletcher', with a long horizontal flourish extending to the right.

Kenneth S. Fletcher  
Traffic and Transportation  
Volkswagen of America

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Item No. \_\_\_\_\_

Page Count 2

NOV #14



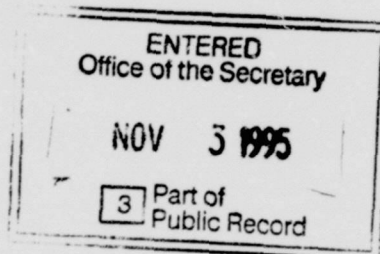
LOUISIANA HOUSE OF REPRESENTATIVES

60324  
CHARLES D. LANCASTER, JR.  
District 80

Kathy Eldridge  
Legislative Assistant

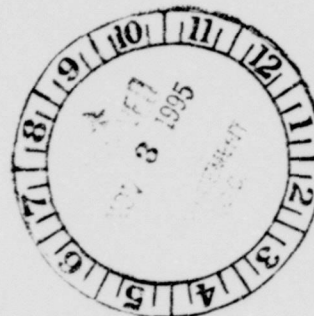
Phone (504) 837-4477  
Fax (504) 837-4478  
Suite 200  
2201 Veterans Blvd.  
Metairie, LA 70002

COMMITTEES  
Ways & Means  
House & Governmental Affairs  
Labor & Industry  
Capital Outlay



October 25, 1995

The Honorable Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
• Twelfth Street and Constitution Ave., NW  
Room 2215  
Washington, D.C. 20423



RE: Finance Docket No. 32760, Union Pacific Corporation,  
et al -- Control & Merger --  
Southern Pacific Rail Corporation, et al

Dear Mr. Williams:

This is to communicate my support for the merger application of the Union Pacific and Southern Pacific railroads which I believe will strengthen our rail transportation service in Louisiana.

I am aware of the announcement that the Union Pacific have concluded an arrangement, as a condition to the merger, that would grant the large Burlington Northern-Santa Fe Railroad rights to serve from New Orleans to Lake Charles in our Louisiana southern rail corridor. This will maintain a strong rail presence here for our rail users and offer some new opportunities for improved service.

New Orleans to California service will be improved as Union Pacific's lines east of Houston will be utilized and upgrading the Southern Pacific tracks west of El Paso will assure the strongest available route for shippers. It is expected that the New Orleans to St. Louis-Chicago rail corridor will be improved through greater coordination of rail terminals. Service opportunities will increase in the north-south traffic as shipments can move directly over Union Pacific routes rather than having to be routed over Southern Pacific's lines to Houston.

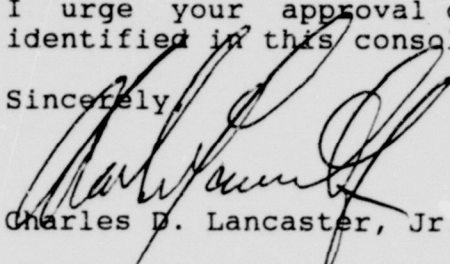
There are cost savings expected to Louisiana shippers as a result of reduced overhead, more efficient usage of

The Honorable Vernon A. Williams  
October 25, 1995  
Page Two

equipment, rail facility consolidations and shorter routes. Additionally, it is anticipated that a new New Orleans-Dallas-Amarillo-Denver-Pacific Northwest service will be initiated linking the Port of New Orleans to those points and beyond. We expect that Louisiana service, improvements and efficiencies will provide new marketing opportunities for our rail customers and increase their competitive positions with their products.

I urge your approval of the merger to obtain the benefits identified in this consolidation of these two companies.

Sincerely,



Charles D. Lancaster, Jr.

CDL/kfe



STB

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11-3-95

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• 60323

Item No. \_\_\_\_\_

Page Count 1

Nov. #17

60323

# TY of VAN WERT

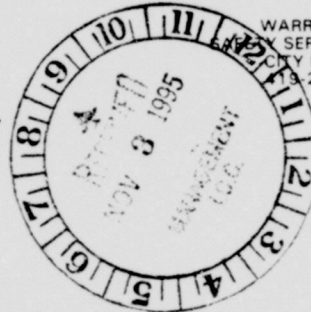
"Vincit Amor Patriae"

515 EAST MAIN STREET • VAN WERT, OHIO 45891

The Love of Country Conquers

EUGENE BAGLEY  
MAYOR  
419-238-0308

October 27, 1995



WARREN L. FOY  
SERVICE DIRECTOR  
CITY ENGINEER  
419-238-1237

The Honorable Vernon A. Williams, Secretary  
Interstate Commerce Commission  
12TH Street and Constitution Avenue  
Washington, D.C. 20423

RE: **Finance Docket 32760**

I am extremely concerned about the competitive aspects on area businesses as a result of the proposed acquisition of the Southern Pacific Lines (SP) by the Union Pacific Railroad (UP). While I am familiar with the proposed agreement between UP and the Burlington Northern-Santa Fe (BNSF), intended to remedy those effects, I am not persuaded that this arrangement will produce effective competition for rail traffic in the Mid-South region of the United States. This is of concern to the City of Van Wert.

I also have reviewed Conrail's proposal to acquire a significant portion of the SP's eastern lines in connection with the merger, especially the lines running from Chicago and St. Louis, to Arkansas, Texas, and Louisiana. I find this proposal to be more appropriate and far more effective in addressing the above-stated concerns. The Conrail proposal calls for ownership of the lines, whereas the UP-BNSF agreement mainly involves the granting of trackage rights. I believe that trackage rights provide only limited benefits and limited guarantees which can be easily lost if railroads disagree over whose traffic has priority and who is in charge of operations of the line. Further, I believe an owning railroad is in a far better position than a renter to encourage economic development activities on its lines.

Another reason I favor Conrail's proposal is that it would provide efficient service for rail customers in our area for movement of goods and raw materials to and from the Mid-South and Texas Gulf. Conrail's proposed one-line service to these markets would be the fastest and most direct and would involve the fewest car handlings.

I am extremely concerned about the recent railroad merger trend in the United States. This trend seems to be leading our nation toward a few giant railroads. Clearly, mega-railroads will further limit competition and reduce productivity.

For all of the reasons above, I am actively opposing the UP-SP merger at the ICC unless it is conditioned upon acceptance of Conrail's proposal.

Sincerely,

Charles R. Langdon  
Traffic Engineer

CRL/gh

ENTERED  
Office of the Secretary

NOV 3 1995

3 Part of  
Public Record

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• 32760

11-3-95

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• 60322



Item No. \_\_\_\_\_

Page Count 1

Nov. #13

60322

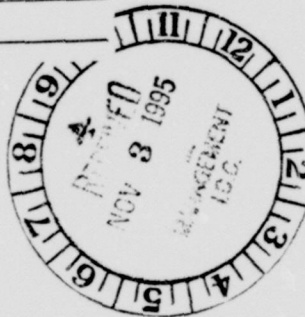
**City of Boulder City**

401 CALIFORNIA AVENUE  
BOULDER CITY, NEVADA 89005

**Mailing Address**

P.O. BOX 61350

BOULDER CITY, NEVADA 89006-1350



October 26, 1995

The Honorable Vernon A. Williams  
Secretary, Interstate Commerce Commission  
Twelfth Street and Constitution Avenue, N.W.  
Room 2215  
Washington, D.C. 20423

Dear Mr. Williams:

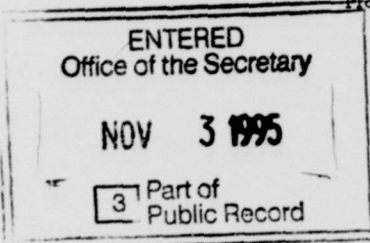
RE: FINANCE DOCKET NO. 32760, UNION PACIFIC CORPORATION, ET-AL  
CONTROL & MERGER--SOUTHERN PACIFIC RAIL CORP., ET-AL

This is a letter of support for the merger of the Union Pacific Railroad and the Southern Pacific Railroad. This merger will dramatically improve service and many shippers will benefit from conditions that provide BN/Santa Fe with access to various routes and points in Nevada. In addition, this merger will alleviate many of Southern Pacific's service, finance and capital constraint problems. This will result in Southern Pacific's customers being assured of long-term, top-quality services from a financially sound railroad.

I encourage the Interstate Commerce Commission to act favorably on the request for the merger of the Union Pacific Corporation and the Southern Pacific Rail Corp.

Sincerely,

*Eric Lundgaard*  
Eric Lundgaard  
Mayor





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• 32760

11-3-95

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• 60321

# Wyoming State Legislature

213 State Capitol / Cheyenne, Wyoming 82002 / Telephone 307 / 777-7881

60321



House of Representatives

REPRESENTATIVE GORDON L. PARK

House District 49 - Uinta County  
212 Toponce Avenue  
Evanston, Wyoming 82930

Committees:

Revenue

Minerals, Business & Economic Development

October 31, 1995

The Honorable Vernon A. Williams

Secretary

Interstate Commerce Commission

Twelfth St. and Constitution Av. N.W.

Room 8215

Washington D.C. 20423

ENTERED  
Office of the Secretary

NOV 3 1995

3 Part of  
Public Record

Re: Finance Docket No. 32760, Union Pacific Corp, et al  
Control & Merger - Southern Pacific Rail Corp., et al.

Dear Secretary Williams

I am writing to encourage the Commission's approval of the Union Pacific / Southern Pacific merger.

The combining of assets of these two fine Railroads will strengthen the competition opportunities for Wyoming products. I believe the rail services of the two Railroads will improve as a result of the merger and thus improve the competitive transportation environment here in Wyoming. The faster and more direct single-line service will open new access to Wyoming imports and exports.

The approval of the Union Pacific / Southern Pacific merger should provide significant benefits to Wyoming's economy. Your approval would be appreciated.

Gordon L. Park

Item No.

Page Count

Nov. #8

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Item No. \_\_\_\_\_

Page Count 1

Nov. #4

ASHVILLE, IL 62263  
18/327-4440

SPRINGFIELD OFFICE  
L-1 STRATTON BLDG.  
SPRINGFIELD, IL 62706  
217/782-1018

ILLINOIS HOUSE OF REPRESENTATIVES



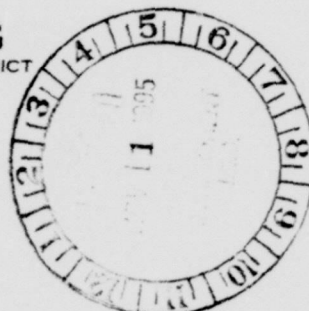
60318

COMMITTEES:  
SPOKESMAN  
PERSONNEL &  
PENSIONS  
MEMBER:  
AGRICULTURE &  
CONSERVATION  
ENERGY &  
ENVIRONMENT  
ELECTIONS &  
STATE GOVERNMENT

FD-32760

**TERRY W. DEERING**  
STATE REPRESENTATIVE - 116TH DISTRICT

October 30, 1995



Secretary Williams  
Interstate Commerce Commission  
12th Street and Constitution Avenue  
Washington, D.C. 20423

Dear Secretary Williams:

Recently, I became aware of a proposal by the Union Pacific to acquire the Southern Pacific Railroad.

As a legislator who represents a number of Illinois shippers and rail communities, I have some concerns about the merger and its effect on competition in Illinois. In short, a merger of the UP and SP gives the UP control of the two major lines running between Chicago and St. Louis. This could impair competitive pricing for local and national freight rail customers, and ultimately affect the transportation of goods along the eastern lines of the SP.

I understand that Conrail has proposed a solution for preserving competition along the SP-East line by offering to purchase the lines from the UP. I also understand the UP has tried to address the competition issue by establishing a partnership with Burlington Northern-Sante Fe.

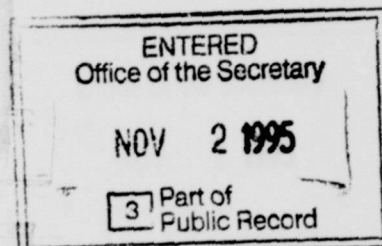
Communities with strong transportation and freight rail alternatives are attractive to businesses, which in turn fuel economies. I encourage you to take the time to thoroughly review both the Conrail and UP proposals and make a decision that ensures fair competition and provides the higher level of quality and service for the shippers, customers, and communities we represent.

Thank you for your attention.

Sincerely,

*Terry W. Deering*  
Terry W. Deering  
State Representative  
116th District

TWD:jg





STB

FD

• 32760

11-1-95

J

• 60317

## COMMITTEES

BANKING  
BUDGETLOCAL GOVERNMENT  
REVENUE AND TAX

Item No. \_\_\_\_\_

Page Count 2Nov. # 6

Assembly

## California Legislature

THOMAS M. HANNIGAN

MEMBER OF THE ASSEMBLY  
EIGHTH DISTRICT

Office of the Secretary

NOV 01 1995

October 26, 1995

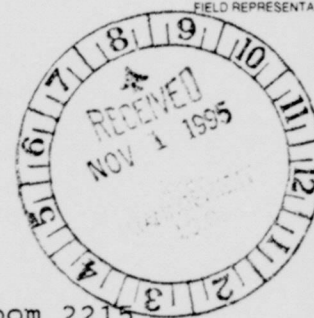
60317

STATE CAPITOL  
P.O. BOX 942849  
SACRAMENTO, CALIFORNIA 94249-0001  
(916) 445-8368

DISTRICT OFFICE  
844 UNION AVENUE, SUITE A  
FAIRFIELD, CALIFORNIA 94533  
(707) 429-2383  
(916) 753-0367  
1-800-YOLO-SOL

MARTIN TUTTLE  
PRINCIPAL ASSISTANT

ELIZABETH HUBER  
COLIN R. WALTER  
FIELD REPRESENTATIVES



The Honorable Vernon Williams, Secretary  
Interstate Commerce Commission  
Twelfth Street and Constitution Avenue, N.W. Room 2215  
Washington, DC 20423

RE: Finance Docket No. 32760, Union Pacific Corporation -  
Control and Merger - Southern Pacific Rail Corporation

Dear Secretary Williams:

I am writing in support of the proposed merger of the Union Pacific (UP) and Southern Pacific (SP) railroads.

My Assembly District includes a portion of the SP tracks connecting the San Francisco Bay Area to Chicago. The use of these tracks would give the new UP/SP the most direct route between these two major markets, likely resulting in more competitive and reliable freight schedules. Improved rail freight service is certainly desirable for shippers and from the standpoint of moving long distance truck haulers off busy Interstate 80.

I am also hopeful the merged UP/SP will better facilitate the development of regional rail passenger service. The portion of SP tracks from San Jose to Roseville known as the 'Capitol Corridor' had passenger service restored in 1991. The service is operated by Amtrak and subsidized by the State of California. There are currently three daily round trips, and trains average only 40 mph over the 134 miles, reflecting a lack of investment in track and signaling.

In 1990, California's voters approved bonds that included funds to upgrade the Capitol Corridor for faster speeds and increased capacity -- benefiting both freight and passenger trains. However, as of this writing, SP and the state, represented by the Governor's Secretary of the Business, Transportation and Housing Agency, have been unable to reach an agreement on the terms of the improvements. I hope the merged UP/SP will recognize the broad benefits of these improvements and be more cooperative in executing the agreement.




The Honorable Vernon Williams  
October 26, 1995  
Page 2

The future mobility of the Interstate 80 corridor in Northern California requires a wide range of transportation improvements. Improved freight and passenger rail service is an integral part of that strategy. Thus, I hope the Interstate Commerce Commission will act favorably on the merger proposal.

Thank you for your attention to this important issue.

Sincerely,



Thomas M. Hannigan

TMH:mtl

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11-1-95

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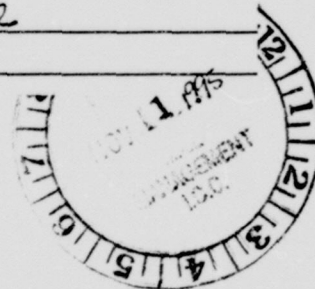
The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423

Item No. \_\_\_\_\_

Page Count 2

Nov #1

60316



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

*Garry D. Gifford*

S/S

709 N. Maine

Eads CO 81036

Office of the Secretary

NOV 11 1995

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

*Carla Gifford*

S/S

709 N Maine

Eds CO 81036

Office of the Secretary

NOV 11 1995

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• 32760

11-1-95

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• 60315

60315

# United States Senate

WASHINGTON, DC 20510-0605

Item No. \_\_\_\_\_

Page Count 5

Nov. #2

Oct. 25, 1995

OFFICE OF  
CHAIRMAN MORGAN

NOV 29 9 41 AM '95

INTERNAL SECURITY

Gail C. McDonald, chairperson  
Interstate Commerce Commission  
12th Street and Constitution Avenue  
Washington, D.C. 20423

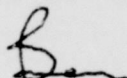
Dear Chairperson McDonald:

I received the enclosed letters from constituents representing both the town of Eads, Colo., and Kiowa County, Colo. The town board and county commissioners expressed a number of concerns about a petition/application to abandon the rail line through their respective locales.

One of their chief concerns is the potential loss of a substantial amount of tax revenue. However, they also point out the varied devastating effects the loss of such a vital transportation system would have on their farmers, grain elevators, rail employees and economies in general. If the hearing has not already taken place, I would appreciate it if the Commission would consider the above points during its deliberation. If a decision has already been reached that is unfavorable to the communities' interests, I would appreciate any information regarding the possible appeal process.

I respectfully request that your office review the enclosed materials and apprise me of the status of the application. Please address your written response to my Fort Collins district office, attention: Keith Johnson, District Director. The address is listed below.

Sincerely,



Ben Nighthorse Campbell  
U.S. Senator

BNC:kj

Enclosures

CC: The Honorable Federico F. Pena  
Department of Transportation  
400 Seventh Street S.W.  
Washington, D.C. 20590



# Kiowa County Commissioners

Commissioners  
J.D. Wilson  
Theridan Lake, Colorado  
John Elkenberg  
Haswell, Colorado  
Cardon Berry  
Eads, Colorado

1305 GOFF  
P.O. BOX 591  
EADS, COLORADO 81036  
(719) 438-5810  
(719) 438-5615  
FAX (719) 438-5327

Commissioners Meet  
Twice Monthly

September 12, 1995

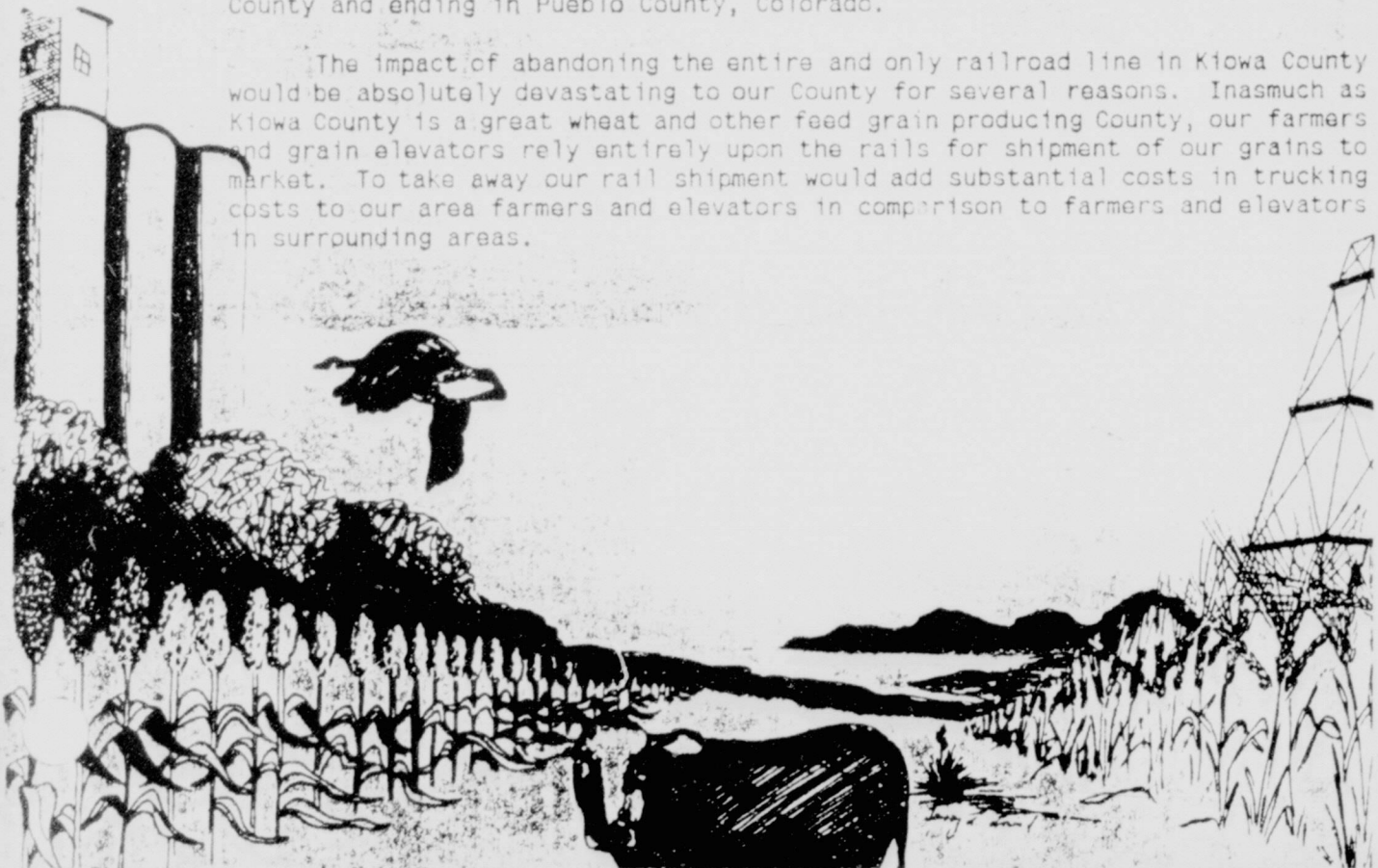
Case - (call if any  
Q's - DB)

U.S. Senator Ben Nighthorse Campbell  
720 North Main  
Suite 400  
Pueblo, CO 81003

Please be advised that recently it came to the attention of the Board of County Commissioners of Kiowa County, Colorado that a petition or application was recently, filed before the Interstate Commerce Commission in Washington, D.C. by Union Pacific Railroad Company and its rail affiliate, Missouri Pacific Railroad Company, and Southern Pacific Transportation Company and its affiliate, St. Louis Southwestern Railway Company, SPCSL Corporation and The Denver and Rio Grande Western Railroad Company, in ICC Finance Docket No. 32760.

Of particular concern to our County is that notice has been published in our local newspaper as well as newspapers in surrounding counties, publishing notice of an abandonment of the railroad line commencing at a point in western Kansas and continuing westward into and throughout Kiowa County, through Crowley County and ending in Pueblo County, Colorado.

The impact of abandoning the entire and only railroad line in Kiowa County would be absolutely devastating to our County for several reasons. Inasmuch as Kiowa County is a great wheat and other feed grain producing County, our farmers and grain elevators rely entirely upon the rails for shipment of our grains to market. To take away our rail shipment would add substantial costs in trucking costs to our area farmers and elevators in comparison to farmers and elevators in surrounding areas.



In checking our records approximately twenty-percent of our taxes are derived from our railroad lines and usage. In light of Amendment 1 and other statutory restraints in raising taxes, to lose one-fifth of our taxes would severely cripple our County operations as well as those of our local school districts.

Given our sparse population in Southeast Colorado to abandon this railroad line could have the potential of laying off approximately 125 rail employees as well as a myriad of related employees in spin-off and service or support industries.

Clearly, given the damaging effect such a proposal would present to our County, farmers, grain elevators, rail employees and the general taxpayers, any help you could extend to us on this matter would be greatly appreciated.

Please advise should you have any questions or comments you may have on this matter.

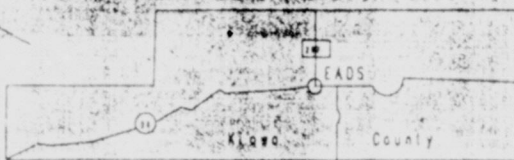
Sincerely,

Cardon G. Berry  
Cardon G. Berry - Chairman

J. D. Wilson  
J. D. Wilson - Commissioner

Dutch Eikenberg  
Dutch Eikenberg - Commissioner





## Town of Eads

P. O. Box 8 - 110 W. 13th Street  
Eads, CO 81036  
(719) 438-5590  
FAX (719) 438-5652



**Mayor:**

*Lester Williams*

**Trustees:**

*Pamela L. Batterton*

*Janice M. King*

*Terry L. Laird*

*Larry D. Michael*

*John R. Phipps*

*Christopher M. Sorensen*

**Director of Public Works:**

*Van H. Brown, Jr.*

**Town Clerk:**

*Dora B. Pearcey*

September 13, 1995

The Honorable Ben Nighthorse Campbell  
United States Senator  
380 Russell Senate Office Building  
Washington, D.C. 20510

Recently it came to the attention of the Mayor and Board of Trustees of the Town of Eads, Colorado, by a notice published in our local newspaper that a petition or application was recently filed before the Interstate Commerce Commission in Washington, D. C. by Union Pacific Railroad Company and its rail affiliate, Missouri Pacific Railroad Company, and Southern Pacific Transportation Company and its affiliate, St. Louis Southwestern Railway Company, SPCSL Corporation and the Denver and Rio Grande Western Railroad Company, in ICC Finance Docket No. 327.60, to abandon the Railroad thru Eads, Colorado. We understand that this abandonment will commence at a point in Western Kansas and continue westward into and throughout Kiowa County, through Crowley County and ending in Pueblo County, CO.

This abandonment affects everyone in Kiowa County. It is the only rail line thru Kiowa County and it will be absolutely devastating to our Town and County. Our economy is extremely low in this area now from hail, drought, and deteriorating cattle prices. Farming and ranching are the two main incomes in Kiowa County and if they have to truck all of their products for longer distances, it will cut their profits; if there are any left. Also losing approximately twenty percent of our taxes which are derived from our railroad lines and usage will severely cripple our Town, County, and local School Districts.

This proposal to abandon the railroad would have very damaging effects on our County, farmers, grain elevators, rail employees, Town, and the taxpayers. Any help you can give us in this matter will be greatly appreciated.

If further information is needed, please advise.

Sincerely,

TOWN OF EADS MAYOR AND BOARD OF TRUSTEES

*Lester Williams*

Lester Williams  
Mayor

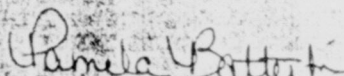
*Larry D. Michael*

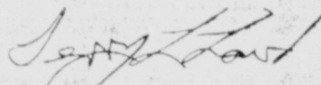
Larry D. Michael  
Mayor Pro Tem

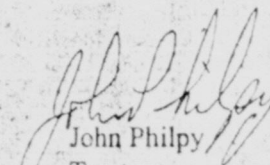
*Janice M. King*

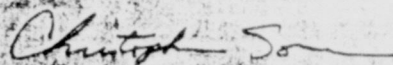
Janice M. King  
Trustee

The Honorable Ben Nighthorse Campbell - 2- September 13, 199

  
Pamela Batterton  
Trustee

  
Terry L. Laird  
Trustee

  
John Philpy  
Trustee

  
Christopher Sorensen  
Trustee



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• 60304

**CWT CON-WAY TRUCKLOAD SERVICES**  
Con-Way Transportation Services, Inc.

J. RONALD LINKOUS  
President and Chief Executive Officer

October 24, 1995

The Honorable Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
12th and Constitution Avenues  
Room 2215  
Washington, DC 20423

FD-32760

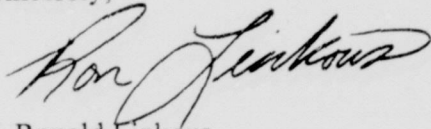
Dear Mr. Secretary:

On behalf of Consolidated Freightways, Inc. family of companies, for whom we purchase annually nearly \$180 million of container stack train and rail piggyback linehaul services as their intermodal operations provider, let me express our support for review and approval without delay of the significant rail merger and acquisition now before you and your colleagues on the Commission.

Con-Way Truckload Services is an asset-based, multi-modal truckload services provider and intermodal marketing company. We are a major customer of Class 1 rail carriers, including the Atchison, Topeka and Santa Fe, Burlington Northern and Union Pacific.

The current merger proposal before the Commission, specifically the UP/SP proposal, deserves timely review and expeditious approval. We are in favor of the merger because we believe it will create more efficient and service-sensitive national rail services. Delay of these market-driven business activities creates uncertainty among the rail shipping public and can result in unacceptable service deterioration to the detriment of rail customers and the consumer public. We ask that the Commission employ every resource to expedite the approval process.

Sincerely,



J. Ronald Linkous  
President & CEO

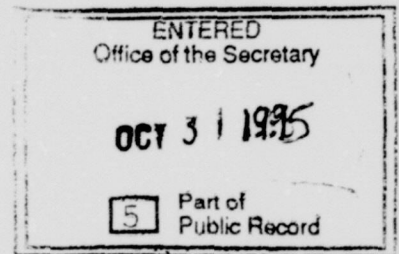
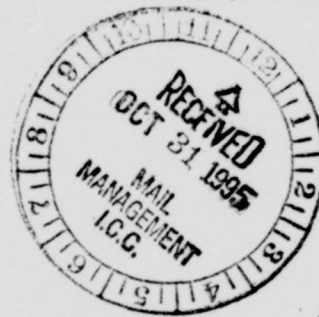
JRL/dlf

cc: Bob Robertson, CTS  
Jim Shattuck, Union Pacific  
Jerry Davis, Southern Pacific  
Norm Kirsch, Southern Pacific

Item No. 60304

Page Count 1

Oct 31 1995



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• 32760

10-31-95

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• 60303



EUGENE BAGLEY  
MAYOR  
419-238-0308

# CITY of VAN WERT

515 EAST MAIN STREET • VAN WERT, OHIO 45891

"Vincit Amor Patriae"

The Love of Country Conquers

October 27, 1995

The Honorable Vernon A. Williams, Secretary  
Interstate Commerce Commission  
12TH Street and Constitution Avenue  
Washington, D.C. 20423

RE: Finance Docket 32760

I am extremely concerned about the competitive aspects on area businesses as a result of the proposed acquisition of the Southern Pacific Lines (SP) by the Union Pacific Railroad (UP). While I am familiar with the proposed agreement between UP and the Burlington Northern-Santa Fe (BNSF), intended to remedy those effects, I am not persuaded that this arrangement will produce effective competition for rail traffic in the Mid-South region of the United States. This is of concern to the City of Van Wert.

I also have reviewed Conrail's proposal to acquire a significant portion of the SP's eastern lines in connection with the merger, especially the lines running from Chicago and St. Louis, to Arkansas, Texas, and Louisiana. I find this proposal to be more appropriate and far more effective in addressing the above-stated concerns. The Conrail proposal calls for ownership of the lines, whereas the UP-BNSF agreement mainly involves the granting of trackage rights. I believe that trackage rights provide only limited benefits and limited guarantees which can be easily lost if railroads disagree over whose traffic has priority and who is in charge of operations of the line. Further, I believe an owning railroad is in a far better position than a renter to encourage economic development activities on its lines.

Another reason I favor Conrail's proposal is that it would provide efficient service for rail customers in our area for movement of goods and raw materials to and from the Mid-South and Texas Gulf. Conrail's proposed one-line service to these markets would be the fastest and most direct and would involve the fewest car handlings.

I am extremely concerned about the recent railroad merger trend in the United States. This trend seems to be leading our nation toward a few giant railroads. Clearly, mega-railroads will further limit competition and reduce productivity.

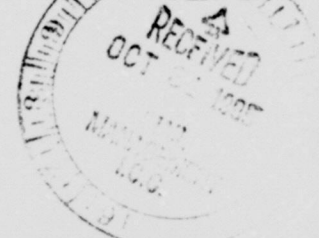
For all of the reasons above, I am actively opposing the UP-SP merger at the ICC unless it is conditioned upon acceptance of Conrail's proposal.

Sincerely,

*Eugene Bagley*  
Eugene Bagley  
Mayor

EB/gh

WARREN L. FOY  
SAFETY SERVICE DIRECTOR  
CITY ENGINEER  
419-238-1237



ENTERED  
Office of the Secretary

OCT 31 1995

5 Part of  
Public Record

Item No. \_\_\_\_\_

Page Count 1

*Oct 31 1995*



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• 32760

10-31-95

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• 60302



# CITY of VAN WERT

515 EAST MAIN STREET • VAN WERT, OHIO 45891

Item No. 60302

Page Count 1

Oct #173

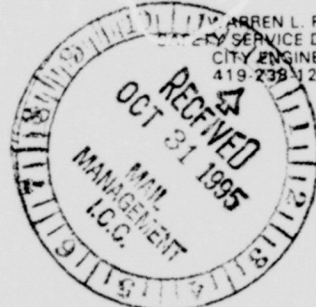
VIRGIL MITHR PATRIAE

The Love of Country Conquers

EUGENE BAGLEY  
MAYOR  
419-238-0308

October 27, 1995

The Honorable Vernon A. Williams, Secretary  
Interstate Commerce Commission  
12TH Street and Constitution Avenue  
Washington, D.C. 20423



WARREN L. FOY  
SAFETY SERVICE DIRECTOR  
CITY ENGINEER  
419-238-1237

RE: Finance Docket 32760

I am extremely concerned about the competitive aspects on area businesses as a result of the proposed acquisition of the Southern Pacific Lines (SP) by the Union Pacific Railroad (UP). While I am familiar with the proposed agreement between UP and the Burlington Northern-Santa Fe (BNSF), intended to remedy those effects, I am not persuaded that this arrangement will produce effective competition for rail traffic in the Mid-South region of the United States. This is of concern to the City of Van Wert.

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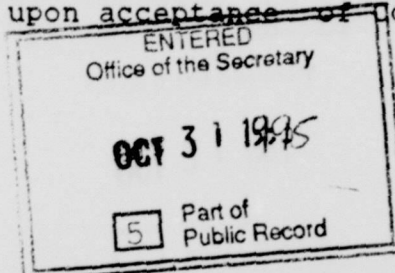
I am extremely concerned about the recent railroad merger trend in the United States. This trend seems to be leading our nation toward a few giant railroads. Clearly, mega-railroads will further limit competition and reduce productivity.

For all of the reasons above, I am actively opposing the UP-SP merger at the ICC unless it is conditioned upon acceptance of Conrail's proposal.

Sincerely,

*Warren L. Foy*

Warren L. Foy  
Safety-Service Director



WLF/gh

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10-31-95

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Item No. \_\_\_\_\_

60300

Page Count 1

October 27, 1995

Interstate Commerce C

% Vernon Williams

Room 2215

12th St. & Constitution Ave., N. W.

Washington, DC 20423

Oct # 171



FD-32760

Dear Sir:

The Arkansas Valley Chambers of Commerce decided at their meeting on Wednesday, October 18, 1995, to add their opposition to the proposed abandonment of the railroad line which runs through Kiowa, Crowley, and Pueblo counties in the Arkansas Valley.

AVCC members, who are presidents of chambers of commerce and commercial clubs in the six counties in the Arkansas Valley, realize the importance of having good mass transportation linking all communities in an economic entity. The six counties--Baca, Bent, Crowley, Kiowa, Otero and Prowers--have major railroads running through each one. Each railroad brings with it mass freight hauling, and on the Santa Fe line an Amtrak train which hauls passengers.

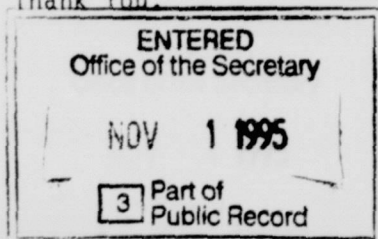
In the Valley, each railroad helped to develop the towns, farming areas, schools, etc., and are counted on to help in the economic picture by providing employment, paying taxes, providing facilities to haul grain products to major market areas, haul coal to electricity plants, roadbuilding gravel, etc.

In our town, Holly, we experience several coal-hauling trains each day which are very long. At our meeting Wednesday, it was pointed out that if the railroads did not haul this coal, there would be required a whole fleet of trucks to do so. At present our town experiences something like 600 to 1000 trucks a day coming through our town. Sometimes there are as high as 10 trucks in a line hauling cattle, gravel, wheat, milo, pigs, or other freight. We're not complaining about this, just the fact that if the railroads were abandoned, then the highways would be busier than ever.

In the case with the Missouri-Pacific line which runs through Kiowa, Crowley and Pueblo counties which is rumored to be abandoned in the near future; there would be much more truck traffic to haul the coal and crops which these trains haul. Not only that, but Kiowa County alone would lose about \$600,000 in taxes which the railroad pays each year. This would place quite a hardship on this sparsely-populated county. This county also grows quite a lot of wheat and milo, much of which is shipped by rail. If the railroad is abandoned, then there would be more trucks required to haul these farm products. At present highway 287 is a busy truck highway. It is maintained pretty well. But the other highway, 96, which runs east and west through these counties, is a much narrower road, not a major highway, but yet would get a greater amount of truck traffic. This would require more roadbuilding and maintenance. Thus we hope that the ICC will not approve the abandonment of this railroad in these three counties--nor the abandonment of any railroad which serves the lower Arkansas Valley in Colorado.

The CC's making up the AVCC include the Chambers of Commerce in Springfield, Eads, Lamar, Las Animas, LaJunta, Rocky Ford, Fowler, and Crowley County, and the Commercial Club of Holly.

Thank You.



Sincerely,

*Fred D. Pottorf, Jr.*  
Fred D. Pottorf, Jr.,

1995 president AVCC

President Holly Commercial Club



STB

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• 32760

10-30-95

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60292

Item No. 60292

Page Count 1  
163

Eads, CO 10-17-95

The Honorable Vernon Williams  
Interstate Commerce Commission  
Washington DC

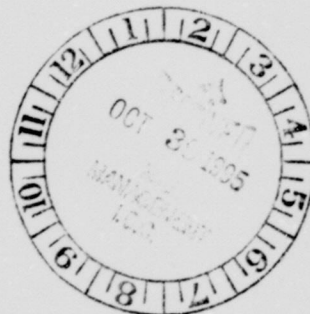
RE: Financial Docket No. 32760

Dear Mr. Williams,

I am a resident of Kiowa County, Colorado and I want to express my concerns about the abandonment of rail service by the Union Pacific and Southern Railroads. Kiowa County is a rural county depending on the rail service for the shipment of grain and other products. We also rely on the tax revenues from the railroad property. I worked for this railroad when it was the Missouri Pacific Railroad. I retired in 1979 but am still very much interested in the railroad. I was in a cafe not long ago and counted the number of cars carrying coal. There were 95 to 100 cars. If shipped on the highway this would be an equal number of trucks on the highways. If these were shipped by highway, you can realize the damage to the highways. Also that much more traffic would be dangerous. I know the two railroads are thinking of more revenue and less expense but they are not thinking of the damage to the road and the hardship of the people involved. The highways are not in too good of condition anyway. I ask you to deny the merger of these two railroads, and deny the application, or to place restrictions which will give our county and the neighboring counties time to respond to the loss of the service and revenue.

Respectfully,

*Emelyn F. Barrett*  
P.O. Box 784  
Eads, Colo 81036



Office of the Secretary

OCT 31 1995

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• 32760

10-30-95

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• 60291

# WASHINGTON MILLS ELECTRO MINERALS CORP.

P.O. BOX 423 • 1801 BUFFALO AVENUE • NIAGARA FALLS, NEW YORK 14302

TEL (716) 278-5600

TELEX 6711292

FAX (716) 278-6650



60291

October 26, 1995

FD-32760

ENTERED  
Office of the Secretary

OCT 30 1995

☒ Part of  
Public Record



Mr. William Snyder  
Conrail Corporation

Dear Bill:

Washington Mills is extremely concerned about the competitive effects on us of the proposed acquisition of Southern Pacific by the Union Pacific. While we have reviewed the proposed agreement between the Union Pacific and the Burlington Northern/Santa Fe Railroads, which is intended to remedy those effects, we are far from presumed that it will produce effective competition for Washington Mills traffic.

We have also considered the possibility that Conrail would acquire some of the Southern Pacific's Eastern lines in connection with the merger, especially the lines running from Chicago and St. Louis to Texas and Louisiana. We find this possibility to be much more appropriate and effective in addressing our concerns. We think your proposal is better because it involves your ownership of the lines, whereas most of the UP-BN/Santa Fe deal involves only trackage rights. We have learned that the benefits of the trackage rights are uncertain in that they can be easily lost, if the railroads argue about whose traffic has priority, who is in charge of operations on the line, and so forth.

Another reason Washington Mills favors Conrail's proposal is that it would provide the best service for our company. To the extent that our shipments go to the Northeast and Midwest markets, Conrail service would be the fastest and most direct and would involve the fewest handlings. This is important to us given the nature of our products.

Finally, we think your proposal helps to assure that we and other rail customers will have multiple rail options. We are extremely concerned about the trend toward only a few giant railroads. This is definitely not in the customer's interest.

Item No. \_\_\_\_\_

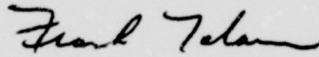
Page Count 2

Oct # 162



For all these reasons, Washington Mills will actively oppose the UP-SP merger at the ICC, unless it is conditioned on acceptance of Conrail's proposal.

Regards,



Frank Talarico  
Traffic Manager

FT/PN  
0455P

CC: Mr. Barry Williamson, Chairman  
Texas Railroad Commission

Honorable Vernon A. Williams, Sec.  
ICC

Mr. Drew Lewis, Chairman/CEO  
Union Pacific Corporation

STB

FD

• 32760

10-30-95

J

• 60290

Item No. 60240

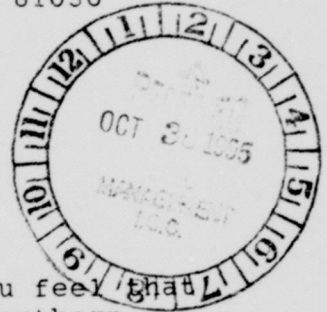
Page Count 1

Oct #161

Kiowa County Farm Bureau  
P.O. Box 25  
Eads, Co. 81036

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423

Re: ICC Finance Docket No. 32760



WHEREAS: The members of the Kiowa County Farm Bureau feel the abandonment of the Union Pacific and Southern Pacific Railroads in Kiowa County would cause the following problems to us and to our neighbors:

1. Higher expense in shipping agriculture products.
2. More damage to our roads and highways, due to more heavy truck traffic.
3. Loss of property tax revenue which would hurt our school and road funds.

Voted on at the Annual Meeting October 23, 1995.

*Donald Oswald*

Donald Oswald, President



STB

FD

• 32760

10-30-95

J

• 60289



Item No. 60289

Page Count 1

Oct # 160

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

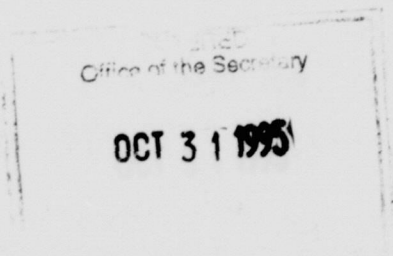
Respectfully,

*Brenda Fickenscher*

S/S

71313 CR W

Sheridan Lake Co  
81071



STB FD • 32760 10-27-95 J • 60282

60282

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

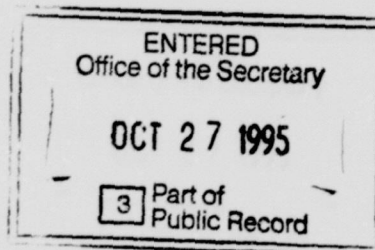
Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

*Christina Anderson*

S/S



Item No. \_\_\_\_\_

Page Count 1

*Oct. # 153*

STB

FD

• 32760

10-27-95

J

• 60281



Mr. Vernon Williams  
Interstate Commerce Commission  
October 23, 1995, Page 2

is dependent on Tex-Mex, there is a serious question as to whether Tex-Mex will be able to survive with this loss of international traffic. Price increases and service reduction will seriously reduce Skyeagle railroad's ability to compete both domestically and internationally.

It is my understanding from Tex-Mex representatives that there is an alternative that will preserve competition in this corridor. It is Skyeagle's understanding that Tex-Mex is indicating a willingness to operate over trackage rights from Corpus Christi to Houston, Texas or to purchase trackage, where possible, to ultimately connect Tex-Mex with the Kansas City Southern Railroad and other rail carriers at Houston, Texas. These trackage rights would operate in such a way as to allow Tex-Mex to be truly competitive.

Please consider this notice as Skyeagle railroad's formal opposition to the merger of Union Pacific and Southern Pacific railroads. Should the merger be allowed, then the Interstate Commerce Commission should provide to Tex-Mex Railroad linkage to the Houston area and Kansas City Railroad. Thank you for your attention to this request.

Sincerely,

A handwritten signature in black ink, appearing to read "K. L. Berry", with a long, sweeping horizontal line extending to the right.

K. L. Berry  
President

cc: Mr. Larry Fields  
Texas-Mexican Railway

Mr. Robert Morris  
Nicolas, Morris & Gilbreath

60284

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

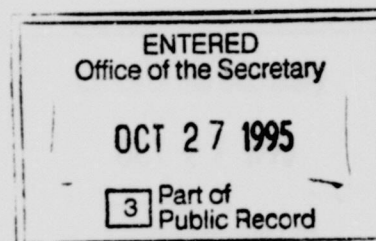
Respectfully,

*Mrs. Mrs. Carroll Walker*

S/S

*PO Box 393*

*Each, CO 81036*



Item No. \_\_\_\_\_

Page Count 1

*Oct # 152*

STB

FD

• 32760

10-27-95

J

• 60280

60280

## FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

*Pauline E. Lanthorn*

S/S

PO Box 425

Addr. CO81036-0425



Item No. \_\_\_\_\_

Page Count 1

Oct. # 151



STB

FD

• 32760

10-25-95

J

• 60274

60274

## FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams  
 Interstate Commerce Commission  
 12th and Constitution Aves. NW  
 Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

*Handa J. Smith*

S/S *Box 193*

*Eads, CO 81036-8193*

Office of the Secretary

OCT 25 1995

Item No. \_\_\_\_\_

Page Count 1

*Oct # 145*

STB

FD

• 32760

10-24-95

J

• 60266

60244

# PEPPER, HAMILTON & SCHEETZ

ATTORNEYS AT LAW

PHILADELPHIA, PENNSYLVANIA  
NEW YORK, NEW YORK  
DETROIT, MICHIGAN  
HARRISBURG, PENNSYLVANIA  
BERWYN, PENNSYLVANIA

1300 NINETEENTH STREET, N.W.  
WASHINGTON, D.C. 20036-1685  
202-828-1200  
TELEX CABLE ADDRESS: 440653 (ITT)  
FAX: 202-828-1665

WILMINGTON, DELAWARE  
WESTMONT, NEW JERSEY  
LONDON, ENGLAND  
MOSCOW, RUSSIA

WRITER'S DIRECT NUMBER

(202) 828-1415

October 24, 1995

VIA HAND-DELIVERY

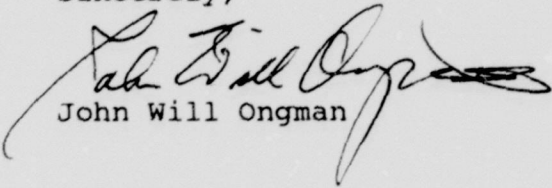
Hon. Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, D.C. 20423

Re: Finance Docket 32760

Dear Secretary Williams:

Enclosed are the original and 20 copies of the Notice of Appearance of Geneva Steel Corporation (GS-1) for filing in this proceeding.

Sincerely,

  
John Will Ongman

/rme

Enclosures

cc: Arvid E. Roach, II  
Paul A. Cunningham  
Hon. Jerome Nelson

ENTERED  
Office of the Secretary

OCT 24 1995

☒ Part of  
Public Record

Item No. \_\_\_\_\_

Page Count 3

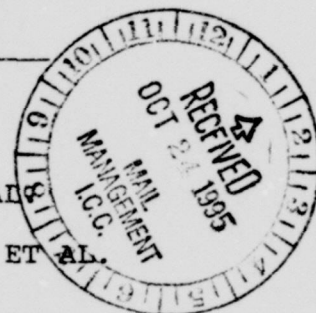
Oct. # 137



BEFORE THE  
INTERSTATE COMMERCE COMMISSION

FINANCE DOCKET NO. 32760

UNION PACIFIC CORPORATION, ET AL.  
-- CONTROL AND MERGER --  
SOUTHERN PACIFIC RAIL CORPORATION, ET AL.



NOTICE OF APPEARANCE OF  
GENEVA STEEL COMPANY

Please enter the appearance of Geneva Steel Company ("GS") and include it on the service list to be prepared. Copies of all pleadings, notices, orders and decisions should be served upon:

ENTERED  
Office of the Secretary

OCT 24 1995

Part of  
Public Record

Kenneth C. Johnsen  
Vice President and General Counsel  
Geneva Steel Company  
P.O. Box 2500  
Provo, Utah 84603  
(801) 227-9321

John Will Ongman  
Pepper, Hamilton & Scheetz  
1300 Nineteenth Street, N.W.  
Washington, D.C. 20036  
(202) 828-1200

A copy of this Notice has been served upon counsel for Applicants.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "John Will Ongman".

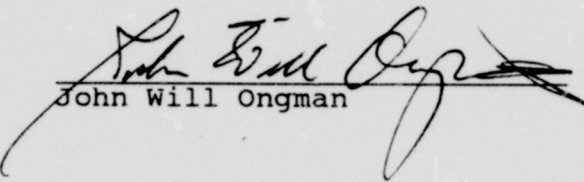
John Will Ongman  
Pepper Hamilton & Scheetz  
1300 Nineteenth Street, N.W.  
Washington, D.C. 20036  
(202) 828-1200

CERTIFICATE OF SERVICE

I certify that a copy of the foregoing Notice (GS-1)  
was served on the following persons via first class mail:

Paul A. Cunningham  
Richard B. Herzog  
James M. Guinivan  
Harkins Cunningham  
1300 Nineteenth Street, N.W.  
Washington, D.C. 20036

Arvid E. Roach, II  
J. Michael Hemmer  
Michael L. Rosenthal  
Covington & Burling  
1201 Pennsylvania Ave. N.W.  
Washington, D.C. 20044

  
John Will Ongman

October 24, 1995

STB

FD

• 32760

10-23-95

J

• 60249

## FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423

Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

S/S

Daniel Pizinger

Office of the Secretary

OCT 24 1995

Office

Secretary

OCT 24 1995



STB

FD

• 32760

10-23-95

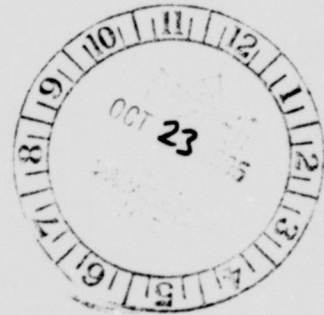
J

• 60248

60248

## FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

S/S

*Dolores Victor*

*Box 621*

*Coals. 6081036*

Office of the Secretary

OCT 24 1993

Item No. \_\_\_\_\_

Page Count 1

*EN. # 119*

STB

FD

32760

10-20-95

J

60240

Item No. 60240  
Page Count 1  
Oct. # 111

MR & MRS CHARLES BOWEN  
50311 COUNTY RD Y  
CHIVINGTON CO 81036-9708

*Oct. 17, 1995*

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

*Charles B. Bowen*

S/S *Frances R. Bowen*

*Chivington Co. 81036*  
*50311 Co. Rd Y*

Office of the Secretary

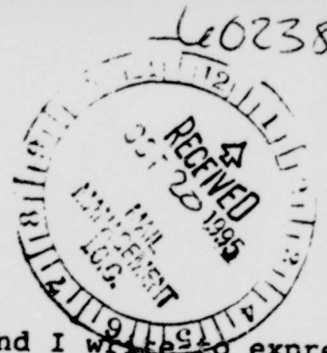
OCT 20 1995



STB FD • 32760 10-20-95 • J 60238

Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423

Re: ICC Finance Docket No. 32760



Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

*James A. O'Fallon*  
S/S

Office of the Secretary

OCT 23 1995

Item No. \_\_\_\_\_

Page Count 1

*Oct # 109*

STB

FD

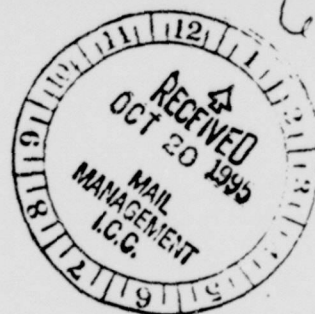
32760

10-20-95

J

60237

The Honorable Vernon Williams  
Interstate Commerce Commission  
12th and Constitution Aves. NW  
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

*Dorothy E. Offill*  
Eads, Colorado 81036  
S/S

Secretary  
OCT 23 1995

Item No. \_\_\_\_\_

Page Count 1

Oct. # 108