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Office of the Secretary

AUG 03 2001

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August 3, 2001

Mary Gabrielle Sprague
Mary_Gay_Sprague@aporter.com

202.942.5773
202.942.5999 Fax

555 Twelfth Street, NW
Washington, DC 20004-1206

BY HAND DELIVERY – Original and 25 Copies

The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423



Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company – Control and Operating Leases/Agreements – Conrail Inc. and Consolidated Rail Corporation –

Petition for Extension of Time for Completion of Compliance with Environmental Condition 11

Dear Secretary Williams:

Pursuant to Environmental Condition 11 of Appendix Q of Decision No. 89 in the above proceeding, Applicants are required, with the written concurrence of the responsible local governments, to mitigate train wayside noise at the locations identified in the table entitled "Receptors that Meet Wayside Noise Mitigation Criteria." Environmental Condition 11 further provides that the specific requirements of the condition "shall not apply to those communities that have executed Negotiated Agreements with Applicants that satisfy the communities' environmental concerns." In Decision No. 166 (served August 22, 2000), the Board granted CSX and Conrail a one-year extension of the original compliance date and established an amended compliance date of August 22, 2001. CSX Corporation and CSX Transportation, Inc. hereby request a further six-month extension, until February 22, 2002, to complete their compliance with Environmental Condition 11. At the request of Conrail, we are also requesting a six-month extension for Conrail to complete its compliance with Environmental Condition 11.

CSX has worked diligently during the past three years to implement Environmental Condition 11. CSX has submitted to the Board 31 Negotiated Agreements under Environmental Condition 11, all of which have been approved by the Board. Nine of these Negotiated Agreements were accomplished during the past year. Significantly, the Negotiated Agreements cover all of the eligible receptors identified in Environmental Condition 11 that are located in Indiana and Ohio. CSX also entered into Negotiated Agreements with nine responsible local governments in Pennsylvania. Only Elizabeth

625665

Washington, DC

New York

Los Angeles

Century City

Denver

London

Northern Virginia

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Hon. Vernon A. Williams

August 3, 2001

Page 2

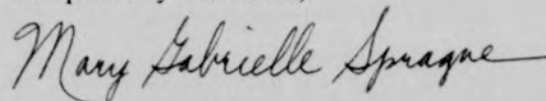
Township and Rostraver Township informed CSX that they wished CSX to contact individual property owners. There are 28 structures eligible for noise mitigation in these townships. CSX has contacted the individual property owners as requested, and, to date, has entered into agreements with all but six property owners. Thus CSX has satisfied Environmental Condition 11 with respect to almost 99% of the structures eligible for noise mitigation under that Condition.

Conrail has also worked diligently to comply with Environmental Condition 11 with respect to the eligible receptors located in the Detroit Shared Assets Area. Conrail entered into Negotiated Agreements with two responsible local governments, both of which were approved by the Board. However, Allen Park, MI, Ash Township, MI and Lincoln Park, MI informed Conrail that they wished Conrail to contact individual property owners. There are 8 structures eligible for noise mitigation in these communities. Conrail has contacted the individual property owners as requested, and, to date, has entered into an agreement with one property owner.

CSX and Conrail are continuing to confer with the owners of the remaining structures. If an agreement is not reached with a property owner in the near future, CSX and Conrail will promptly evaluate feasible alternatives for implementing Environmental Condition 11 with respect to that structure. In order to complete its negotiations with the owners of the eligible structures or to implement Environmental Condition 11 through alternative means, CSX and Conrail believe that a six-month extension of the deadline for compliance with Environmental Condition 11 will be useful and is warranted.

For these reasons, we respectfully request that the time for completion of compliance with Environmental Condition 11 be extended until February 22, 2002.

Respectfully submitted,



Mary Gabrielle Sprague
*Counsel for CSX Corporation and
CSX Transportation, Inc.*

cc: Victoria J. Rutson, SEA

Neil Ferrone, Chief Environmental and Safety Officer, Conrail



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FD-33388

7-2-01

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ENVIRONMENTAL DOCUMENT

SURFACE TRANSPORTATION BOARD
Washington, DC 20423

Section of Environmental Analysis

July 3, 2001

Bruno Maestri
Vice President Public Affairs
Norfolk Southern Corporation
1500 K Street, N.W. Suite 375
Washington, D.C. 20002

Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc.,
Norfolk Southern Corporation and Norfolk Southern Railway Company —
Control and Operating Leases/Agreements — Conrail Inc. and Consolidated
Rail Corporation (Conrail Acquisition).

Dear Mr. Maestri:

This letter responds to your request for the Section of Environmental Analysis's (SEA) assistance in verifying the locations of eligible individual sensitive noise receptors in several communities in Virginia without Negotiated Agreements. You state that remaining for resolution of the mitigation requirements established by Condition 11 of Appendix Q (Environmental Conditions) of the Surface Transportation Board's Decision No. 89 are the individual noise receptor locations identified along portions of the Norfolk Southern (NS) Riverton Junction, Virginia to Roanoke, Virginia (N-100) line segment where local governments have informed NS that the mitigation should be addressed by NS with the individual receptors (residences), or where discussions between NS and the local governments continue but have not yet resulted in Negotiated Agreements or requests to NS to initiate individual noise receptor contact. Specifically, you ask that SEA retain the consulting firm, Public Affairs Management (PAM), to conduct field verification of the locations of the sensitive receptors along N-100 in communities that do not have Negotiated Agreements with NS.

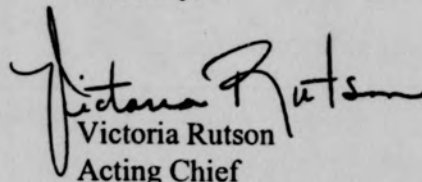
In response to your request, SEA will retain PAM, at NS' expense, to conduct field verifications at locations along the N-100 line segment without Negotiated Agreements to identify all sensitive receptors along that are located in the established 70 db (decibel) noise contour. PAM will verify the use of each identified receptor within the noise contour, as well as the location (record the distance of the receptor from the center line of the track) of the sensitive receptor relative to the rail line. The width of the 70 db noise contour for the N-100 line is 146 feet, or 73 feet on either side of the rail line. The noise contour was established in the 1998 Final Environmental Impact Statement for the Conrail Acquisition. As previously agreed, PAM will

also identify all visible residences within 20 feet of the 70 db noise contour and record the structure as located outside of the noise contour. This related task will assist the Board in responding to public inquiries regarding the distance of nearby residences which are located outside of the established noise contour.

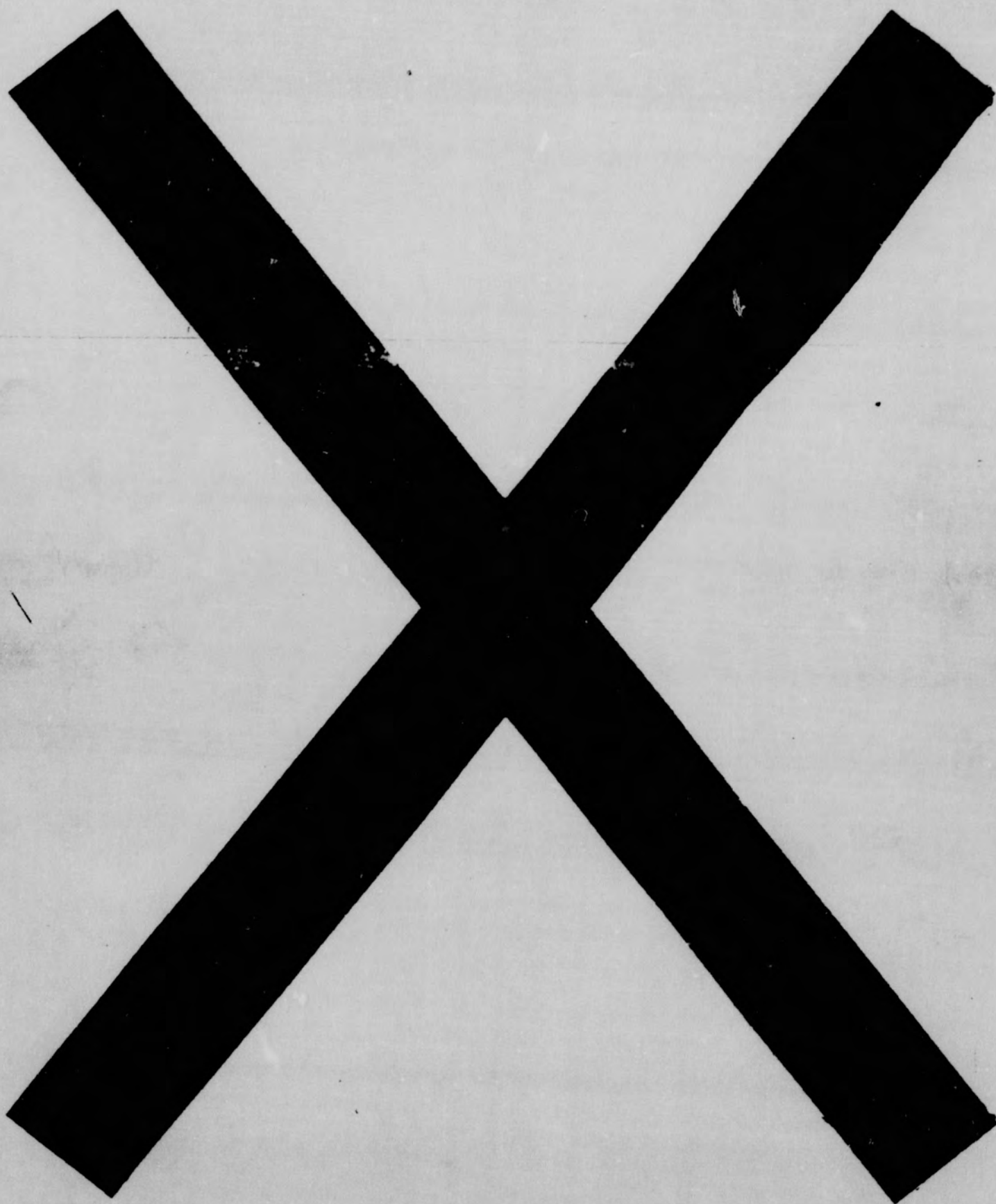
Once SEA is satisfied that all sensitive receptors within the 70 db noise contour have been identified, SEA will provide NS with a final list of sensitive receptors that are eligible for noise mitigation. NS will be responsible for the mitigation of train wayside noise (locomotive engine and wheel/rail noise) at noise-sensitive receptor locations on N-100 within the established noise contour that do not have Negotiated Agreements that satisfy the communities environmental concerns. The Board encourages railroads and communities to negotiate private solutions to environmental issues. As we discussed, NS may enter into Negotiated Agreements with communities along the N-100 line segment and request that Environmental Condition No. 11 be amended to reflect the parties' Negotiated Agreement.

If you have any further questions, please feel free to contact Ms. Phillis Johnson-Ball, the Board's environmental project manager for this proceeding at (202) 565-1530.

Sincerely,

A handwritten signature in cursive script, appearing to read "Victoria Rutson".

Victoria Rutson
Acting Chief
Section of Environmental Analysis



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FD-33388

10-27-00

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SIDLEY & AUSTIN

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

CHICAGO
DALLAS
LOS ANGELES
NEW YORK
SEATTLE

200 109

1722 EYE STREET, N.W.
WASHINGTON, D.C. 20006
TELEPHONE 202 736 8000
FACSIMILE 202 736 8711

FOUNDED 1866

HONG KONG
LONDON
SHANGHAI
SINGAPORE
TOKYO

WRITER'S DIRECT NUMBER
(202) 736-8071

ENTERED
Office of the Secretary

OCT 27 2000

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Public Record

WRITER'S E-MAIL ADDRESS
csadler@sidley.com

October 27, 2000

By Hand Delivery – Original and 25 Copies

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423



**Re: Finance Docket No. 33388--CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company--Control and Operating Leases/Agreements--Conrail, Inc. and Consolidated Rail Corporation:
Negotiated Agreement with Town of Stanley, Virginia**

Dear Secretary Williams:

Norfolk Southern Corporation and Norfolk Southern Railway Company hereby submit a Negotiated Agreement with the Town of Stanley, Virginia pursuant to Environmental Condition 11 of Decision no. 89 (slip op. at 401-02). This Negotiated Agreement effectuates the Board's preference for privately negotiated solutions stated in Decision No. 89 (slip op. at 153): "[To] give effect to privately negotiated solutions whenever possible, we clarify that negotiated agreements will remain available as an alternative to the local and site-specific mitigation imposed here (for example, specific grade crossing upgrade mitigation, real time monitoring for emergency response delay, or noise mitigation)." Environmental Condition 11 similarly provides that the specific terms of the condition may be superseded by a Negotiated Agreement with the responsible local government that satisfies that community's environmental concerns.

As stated in the enclosed Negotiated Agreement, the parties request that Environmental Condition 11 be amended by deleting the Town of Stanley receptors from those identified on the Riverton Junction, VA to Roanoke, VA line segment and that Environmental Condition 51 be amended by adding this Negotiated Agreement with the Town of Stanley, dated October 13, 2000, to the list of Negotiated Agreements entered into by Norfolk Southern.

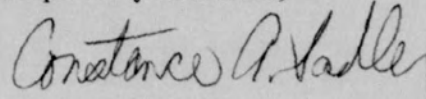
SIDLEY & AUSTIN

WASHINGTON, D.C.

The Honorable Vernon A. Williams
October 27, 2000
Page 2

Thank you for your assistance in this matter. Please contact me at (202) 736-8071 should you have any questions about this submission.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Constance A. Sadler".

Constance A. Sadler

Enclosure

cc: Elaine K. Kaiser
Stanley Town Manager Martha M. Graves



Norfolk Southern Corporation
325 Old City Hall
1001 East Broad Street
Richmond, Virginia 23219-1932
804 649-2485
804 649-3447 FAX

W. Bruce Wingo
Resident Vice President
Public Affairs

September 8, 2000

Ms. Martha M. Graves
Town Manager
Town of Stanley
278 East Main Street
Stanley, VA 22851

Re: Negotiated Agreement Relating to NS/CSX Acquisition of Conrail

Dear Ms. Graves:

Thank you for the time you dedicated to discuss with Norfolk Southern ("NS") the opportunities and environmental issues associated with the Norfolk Southern Shenandoah Line, and in particular the environmental effects identified by the Surface Transportation Board of increased train traffic, including wayside noise, through the Town of Stanley.

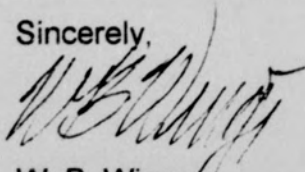
NS and the Town of Stanley have jointly developed this Negotiated Agreement to satisfy the Town of Stanley's environmental concerns. NS will pay the Town of Stanley the sum of \$30,000.00. The Town of Stanley agrees to utilize the settlement amount in its sole discretion for the benefit of the citizens of the Town of Stanley for appropriate public purposes including noise mitigation.

This Negotiated Agreement will be filed with the Surface Transportation Board to document satisfaction with Environmental Condition 11 of the Surface Transportation Board's decision authorizing the NS/CSX acquisition of Conrail with respect to the Town of Stanley, and is intended to supersede any other obligations of NS under Environmental Condition 11.

Upon signature below by the authorized representative for the Town of Stanley, this Negotiated Agreement shall serve as the parties' joint request to the Surface Transportation Board that this Negotiated Agreement be incorporated into Environmental Condition 51 of Finance Docket No. 33388, Decision No. 89. This Negotiated Agreement will become effective upon an order of the Surface Transportation Board accepting this Agreement.

Please countersign this letter to indicate your agreement.

Sincerely,



W. B. Wingo
Resident Vice President

ACCEPTED AND AGREED TO BY:

Town of Stanley
Name: Martha M. Krause
Title: Town Manager
Address: P.O. Box 220
Stanley, VA 22851

Town of Stanley

P.O. BOX 220

STANLEY, VIRGINIA 22851

TELEPHONE 703-778-3454

October 13, 2000

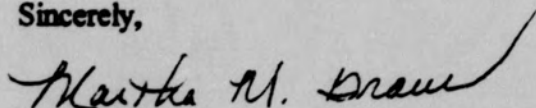
W. B. Wingo
Resident Vice President
Norfolk Southern Corporation
325 Old City Hall
1001 East Broad Street
Richmond, Virginia 23219-1932

Dear Mr. Wingo:

Please find enclosed the executed agreement relating to NS/CSX Acquisition of Conrail.

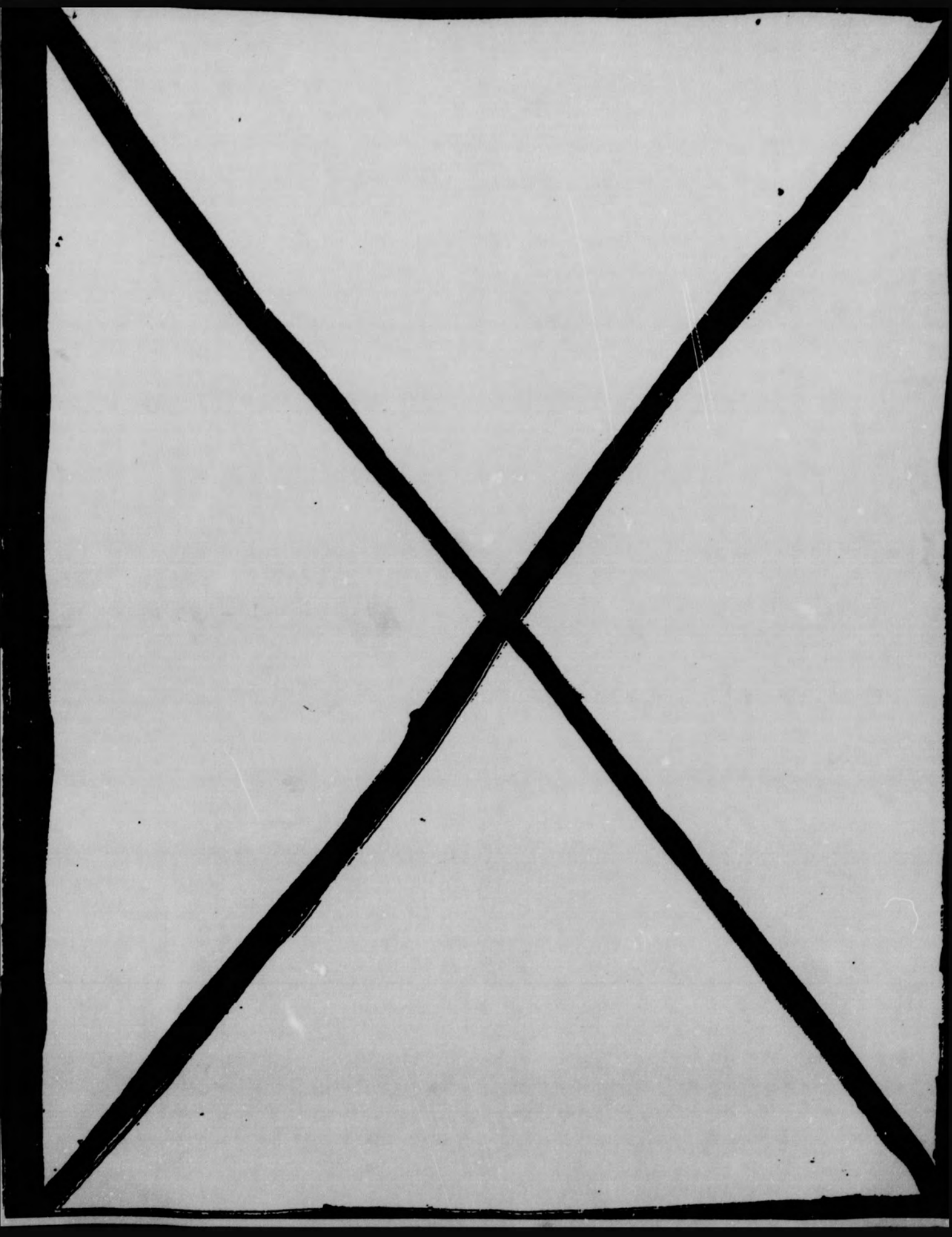
We have appreciated your assistance in this matter and it has been a pleasure to work with you.

Sincerely,



Martha M. Graves
Town Manager

Enclosure



STB

FD-33388

10-27-00

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CHICAGO
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1722 EYE STREET, N.W.
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FACSIMILE 202 736 8711

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SHANGHAI
SINGAPORE
TOKYO

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WRITER'S DIRECT NUMBER (202) 736-8071
ENTERED Office of the Secretary

WRITER'S E-MAIL ADDRESS
csadler@sidley.com

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October 27, 2000

By Hand Delivery – Original and 25 Copies

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423



**Re: Finance Docket No. 33388--CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company--Control and Operating Leases/Agreements--Conrail, Inc. and Consolidated Rail Corporation:
Negotiated Agreement with Town of Elkton, Virginia**

Dear Secretary Williams:

Norfolk Southern Corporation and Norfolk Southern Railway Company hereby submit a Negotiated Agreement with the Town of Elkton, Virginia pursuant to Environmental Condition 11 of Decision no. 89 (slip op. at 401-02). This Negotiated Agreement effectuates the Board's preference for privately negotiated solutions stated in Decision No. 89 (slip op. at 153): "[To] give effect to privately negotiated solutions whenever possible, we clarify that negotiated agreements will remain available as an alternative to the local and site-specific mitigation imposed here (for example, specific grade crossing upgrade mitigation, real time monitoring for emergency response delay, or noise mitigation)." Environmental Condition 11 similarly provides that the specific terms of the condition may be superseded by a Negotiated Agreement with the responsible local government that satisfies that community's environmental concerns.

As stated in the enclosed Negotiated Agreement, the parties request that Environmental Condition 11 be amended by deleting the Town of Elkton receptors from those identified on the Riverton Junction, VA to Roanoke, VA line segment and that Environmental Condition 51 be amended by adding this Negotiated Agreement with the Town of Elkton, dated September 29, 2000, to the list of Negotiated Agreements entered into by Norfolk Southern.

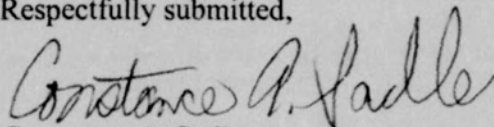
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WASHINGTON, D.C.

The Honorable Vernon A. Williams
October 27, 2000
Page 2

Thank you for your assistance in this matter. Please contact me at (202) 736-8071 should you have any questions about this submission.

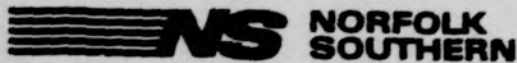
Respectfully submitted,



Constance A. Sadler

Enclosure

cc: Elaine K. Kaiser
The Honorable M. Lee Dearing



Norfolk Southern Corporation
325 Old City Hall
1001 East Broad Street
Richmond, Virginia 23219-1932
804 649-2485
804 649-3447 FAX

W. Bruce Wingo
Resident Vice President
Public Affairs

September 22, 2000

Hon. M. Lee Dearing
Mayor
Town of Elkton
173 West Spotswood Avenue
Elkton, VA 22827

Re: Negotiated Agreement Relating to NS/CSX Acquisition of Conrail

Dear Mayor Dearing:

Thank you for the time you dedicated to discuss with Norfolk Southern ("NS") the opportunities and environmental issues associated with the Norfolk Southern Shenandoah Line, and in particular the environmental effects identified by the Surface Transportation Board of increased train traffic, including wayside noise, through the Town of Elkton.

NS and the Town of Elkton have jointly developed this Negotiated Agreement to satisfy the Town of Elkton's environmental concerns. NS will pay the Town of Elkton the sum of \$40,000.00. The Town of Elkton agrees to utilize the settlement amount in its sole discretion for the benefit of the citizens of the Town of Elkton for appropriate public purposes including noise mitigation.

This Negotiated Agreement will be filed with the Surface Transportation Board to document satisfaction with Environmental Condition 11 of the Surface Transportation Board's decision authorizing the NS/CSX acquisition of Conrail with respect to the Town of Elkton, and is intended to supersede any other obligations of NS under Environmental Condition 11.

Upon signature below by the authorized representative for the Town of Elkton, this Negotiated Agreement shall serve as the parties' joint request to the Surface Transportation Board that this Negotiated Agreement be incorporated into Environmental Condition 51 of Finance Docket No. 33388, Decision No. 89. This Negotiated Agreement will become effective upon an order of the Surface Transportation Board accepting this Agreement.

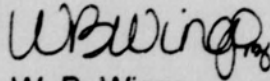
Hon. M. Lee Dearing

- 2 -

September 22, 2000

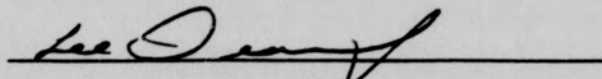
Please countersign this letter to indicate your agreement.

Sincerely,



W. B. Wingo
Resident Vice President

ACCEPTED AND AGREED TO BY:

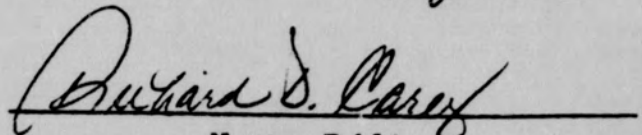

Name: LEE DEARING
Title: MAYOR
Address: 173 W. SPOTSWOOD AVE
ELKTON, MD 22827

Certificate of Acknowledgment

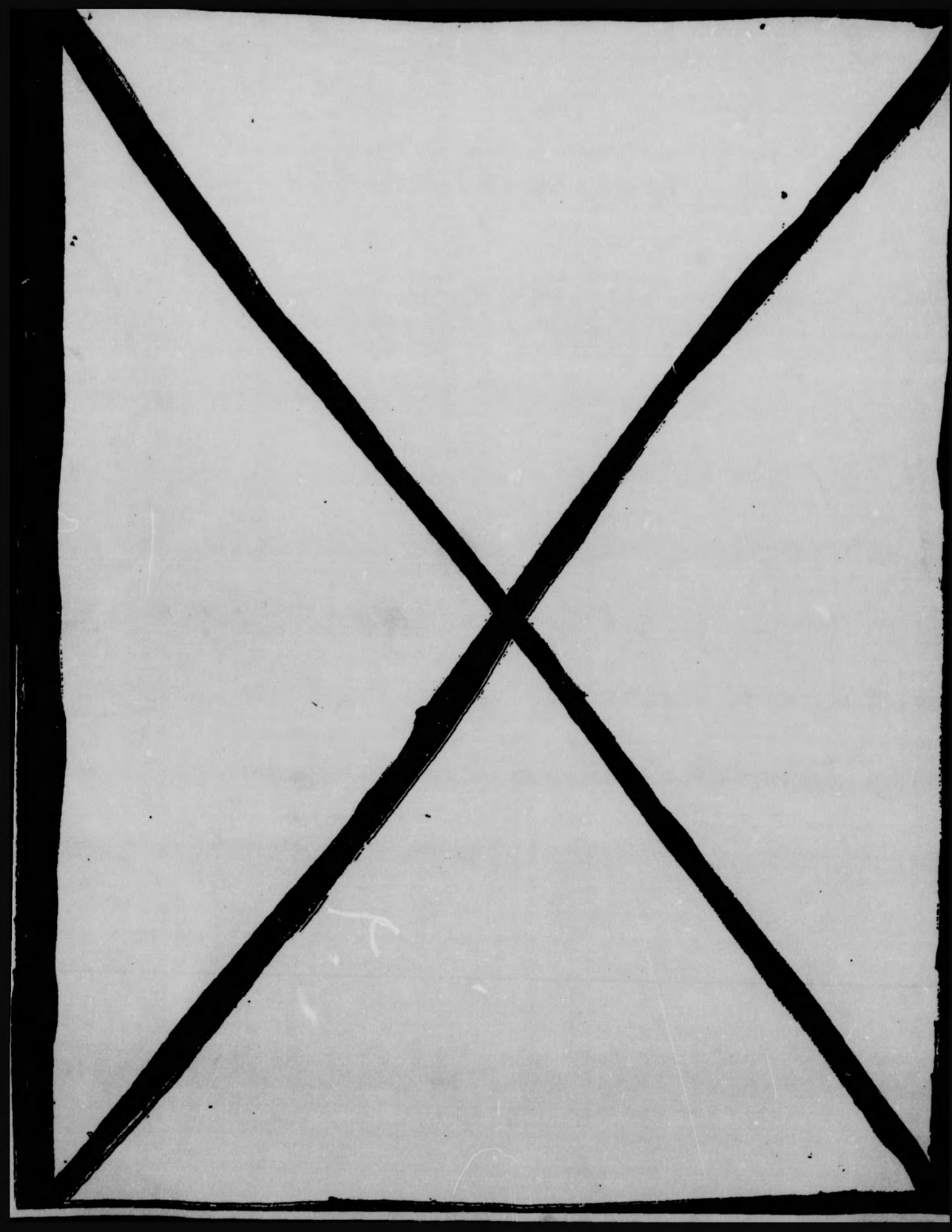
City/County of Rockingham

Commonwealth of Virginia

The foregoing instrument was acknowledged before me on this 29th day of September, 2000 by M. LEE DEARING.


Notary Public

My commission expires: Oct. 31, 2002



STB

FD-33388

10-5-00

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199916

STEPTOE & JOHNSON LLP

ATTORNEYS AT LAW

1330 Connecticut Avenue, NW
Washington, DC 20036-1795

Telephone 202.429.3000
Facsimile 202.429.3902
www.steptoel.com

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Office of the Secretary

OCT - 6 2000

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DAVID H. COBURN
(202) 429-8063
dcoburn@steptoel.com

October 5, 2000



BY HAND DELIVERY – Original and 25 Copies

The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423

Re: *Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company – Control and Operating Leases/Agreements – Conrail Inc. and Consolidated Rail Corporation*
Negotiated Agreement with Rochester, Ohio

Dear Secretary Williams:

CSX Corporation and CSX Transportation, Inc. hereby submit a Negotiated Agreement with Rochester, Ohio pursuant to Environmental Condition 11 of Decision No. 89 (slip op. at 401-02). This Negotiated Agreement effectuates the Board's preference for privately negotiated solutions stated in Decision No. 89 (slip op. at 153): "[To] give effect to privately negotiated solutions whenever possible, we clarify that negotiated agreements will remain available as an alternative to the local and site-specific mitigation imposed here (for example, specific grade crossing upgrade mitigation, real time monitoring for emergency response delay, or noise mitigation)." Environmental Condition 11 similarly provides that the specific terms of the condition may be superseded by a Negotiated Agreement with the responsible local government that satisfies that community's environmental concerns.

As stated in the enclosed Negotiated Agreement, the parties request that Environmental Condition 11 be amended by deleting Rochester, Ohio on the Berea, OH to Greenwich, OH line segment from the list of communities and that Environmental Condition 51 be amended by adding this Negotiated Agreement with Rochester, Ohio dated July 26, 2000, and accepted by Rochester on August 28, 2000, to the list of Negotiated Agreements entered into by CSX.

WASHINGTON

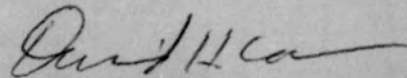
PHOENIX

LOS ANGELES

The Honorable Vernon A. Williams
October 5, 2000
Page 2

Thank you for your assistance in this matter. Please contact me (202-429-8063) if you have any questions about this submission.

Sincerely,



David H. Coburn
Counsel for CSX Corporation and CSX
Transportation, Inc.

DHC:dj

Enclosure

cc: Elaine K. Kaiser
Mayor Brian T. Hodgkin

July 26, 2000

The Honorable Brian T. Hodgkin
Mayor, Village of Rochester
104 E. North Street
Rochester, Ohio 44090

Re: Negotiated Agreement Relating to CSX/NS Acquisition of Conrail

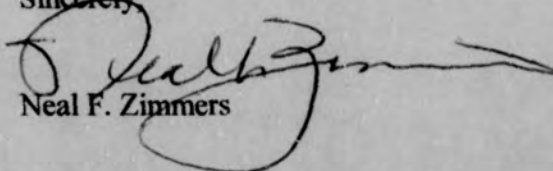
Dear Mayor Hodgkin:

Thank you for the time you dedicated to the opportunities and environmental issues associated with CSX's proposed operations through your community. CSX consulted with the Village of Rochester regarding the environmental effects identified by the Surface Transportation Board of increased train traffic, including wayside noise, through the Village of Rochester. The Village of Rochester and CSX have jointly developed this Negotiated Agreement to satisfy the Village of Rochester's environmental concerns. CSX will pay the Village of Rochester \$210,000.00. The Village of Rochester agrees to utilize the settlement amount in its sole discretion for the benefit of the citizens of the Village of Rochester, for appropriate public purposes, including noise mitigation.

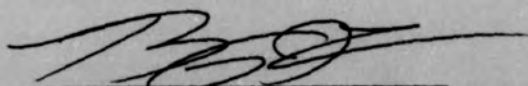
This Negotiated Agreement will be filed with the Surface Transportation Board to document satisfaction of Environmental Condition 11 with respect to the Village of Rochester, and is intended to supersede any other obligations under Environmental Condition 11. The parties jointly request the Board's approval by requesting that this Negotiated Agreement be incorporated into Environmental Condition 51 of Finance Docket No. 33388, Decision 89. This Negotiated Agreement will become effective upon an order of the Board accepting this agreement.

Please countersign this letter to indicate your agreement.

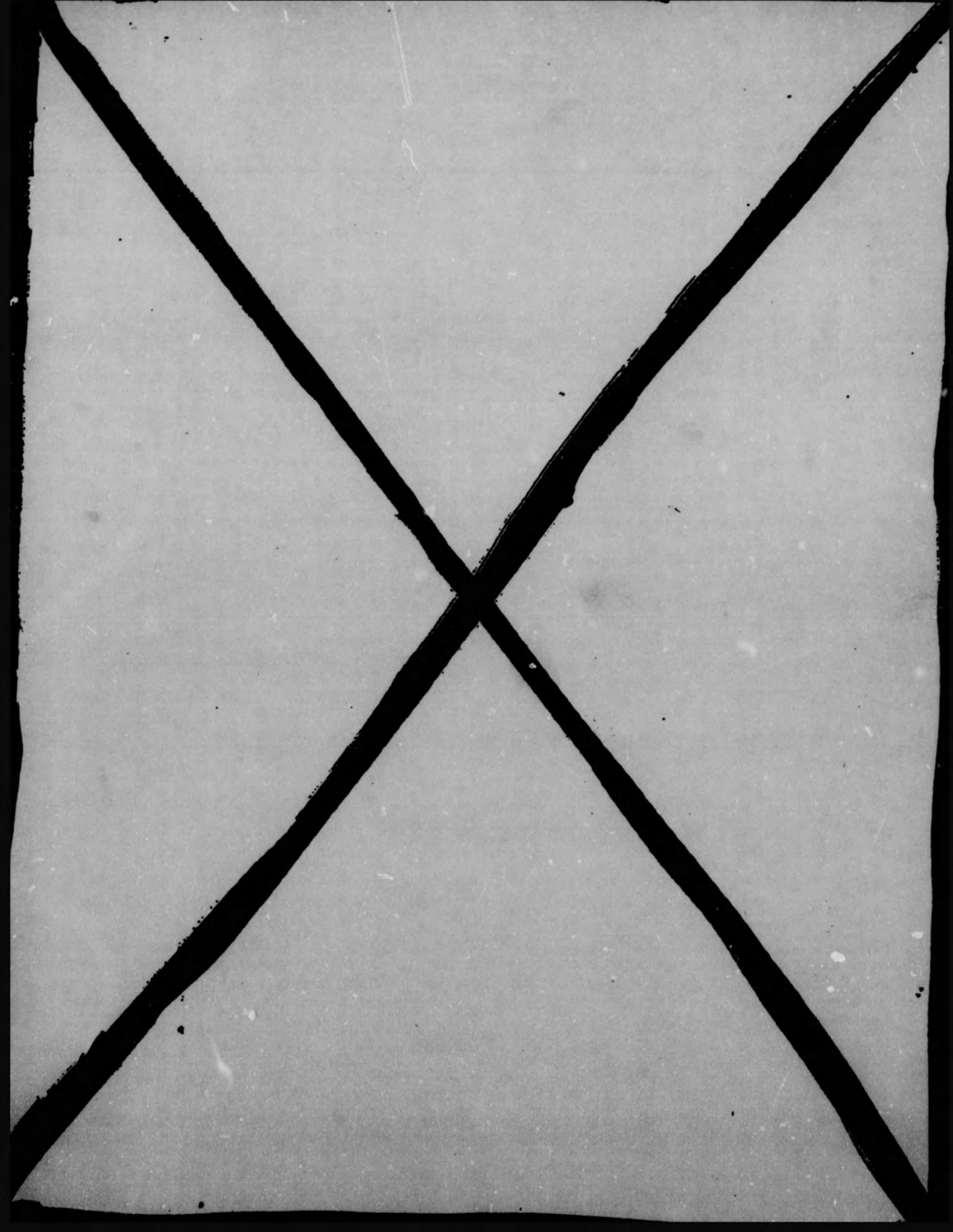
Sincerely,


Neal F. Zimmers

Accepted and Agreed to:


Village of Rochester

Date: Aug 29th, 2000



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12-16-99

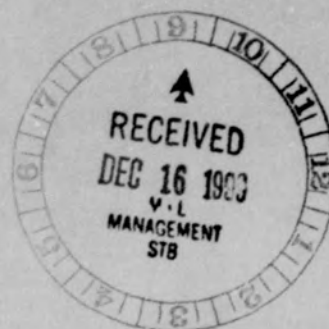
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CONRAIL

December 14, 1999

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



RE: STB Finance Document No. 33388 (Service Date - July 23, 1998): CSX and NS - Control and Acquisition of Conrail

Subject: Certification of Conrail Shared Assets Compliance with Environmental Condition 8(A)

Dear Secretary Williams:

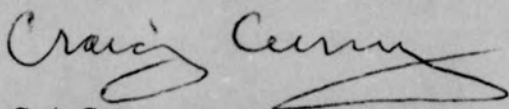
Enclosed please find twenty-five (25) hard copies and one electronic copy for the subject environmental condition certifying compliance in accordance with STB Decision No. 89.

If you have any questions regarding this submission, I can be reached at the following address and phone number:

Conrail, Environmental and Safety Department
Room 432
1000 Howard Boulevard
Mount Laurel, NJ 08054

Phone number 856-231-2008

Sincerely,



Craig Curry
Chief Environmental and Safety Officer

cc: Ms. Elaine Kaiser (5 copies)
Mr. Bob Allen - CSX
Mr. Bruno Maestri - NS

Mr. Timothy T. O'Toole
Ms. Cheryl Cook

ENTERED
Office of the Secretary

DEC 16 1999

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**SURFACE TRANSPORTATION BOARD
STB FINANCE DOCUMENT NO. 33388**

**CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
--CONTROL AND OPERATING LEASE AGREEMENTS--
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION**

**Decision 89, as Amended by Decision 96
Appendix Q, Environmental Conditions
I. General Environmental Conditions
Condition 8(A): Safety/Rail At-grade Crossings**

**Certification for
Conrail Inc. and Consolidated Rail Corporation**

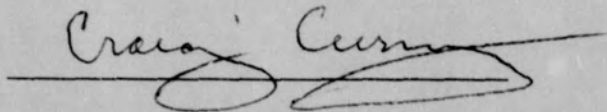
December 14, 1999

CERTIFICATION OF PROJECT COMPLETION

In accordance with Environmental Condition 8(A) set forth in Appendix Q to decision No. 89 of the Surface Transportation Board in Docket No. 33388, Conrail and Consolidated Rail Corporation (Conrail) hereby certify that Conrail has compiled with the requirements of Condition 8(A).

The Pennsylvania Road, Wayne Taylor, Michigan rail at-grade crossing warning protection was upgraded from flashing lights to gates. (Rail Line Segment ID S-020, FRA ID #511027V) The work to improve crossing warning protection this location was successfully completed on November 16, 1999.

Certified by:

A handwritten signature in cursive script, appearing to read "Craig Curry", written over a horizontal line.

Craig Curry
Conrail - Chief Environmental and Safety Officer

Date: December 14, 1999

STB

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33388

12-13-99

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196245

196245

ARNOLD & PORTER

555 TWELFTH STREET, N.W.
WASHINGTON, D.C. 20004-1202

(202) 942-5000
FACSIMILE: (202) 942-5999

MARY GABRIELLE SPRAGUE
(202) 942-5773

NEW YORK
DENVER
LOS ANGELES
LONDON



December 13, 1999

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The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
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Public Record

**Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company -- Control and Operating Leases/Agreements -- Conrail Inc. and Consolidated Rail Corporation --
Negotiated Agreement with Township of Washington, Ohio**

Dear Secretary Williams:

CSX Corporation and CSX Transportation, Inc. hereby submit a Negotiated Agreement with the Township of Washington pursuant to Environmental Condition 11 of Decision No. 89 (slip op. at 401-02). This Negotiated Agreement effectuates the Board's preference for privately negotiated solutions stated in Decision No. 89 (slip op. at 153): "[To] give effect to privately negotiated solutions whenever possible, we clarify that negotiated agreements will remain available as an alternative to the local and site-specific mitigation imposed here (for example, specific grade crossing upgrade mitigation, real time monitoring for emergency response delay, or noise mitigation)." Environmental Condition 11 similarly provides that the specific terms of the condition may be superseded by a Negotiated Agreement with the responsible local government that satisfies that community's environmental concerns.

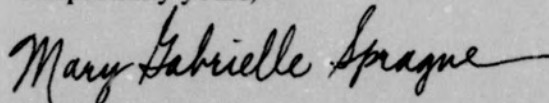
As stated in the enclosed Negotiated Agreement, the parties request that Environmental Condition 11 be amended by deleting the Township of Washington receptors from those identified on the Deshler, OH to Toledo, OH line segment and that Environmental Condition 51 be amended by adding this Negotiated Agreement with the Township of Washington, dated November 16, 1999, to the list of Negotiated Agreements entered into by CSX.

ARNOLD & PORTER

Hon. Vernon A. Williams
December 13, 1999
Page 2

Thank you for your assistance in this matter. Please contact me (202-942-5773) if you have any questions about this submission.

Respectfully yours,

A handwritten signature in cursive script that reads "Mary Gabrielle Sprague". The signature is fluid and includes a long horizontal flourish at the end.

Mary Gabrielle Sprague
*Counsel for CSX Corporation and
CSX Transportation, Inc.*

Enclosure

cc: Elaine K. Kaiser
William F. Heiman, Clerk, Township of Washington

November 16, 1999

William F. Heiman, Clerk
Washington Township, Wood County
Box 211
Tontogany, Ohio 43565-0211

Re: Negotiated Agreement Relating to CSX Acquisition of Conrail

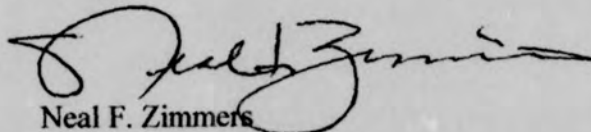
Dear Mr. Heiman.

Thank you for the time you dedicated to the opportunities and environmental issues associated with CSX's operations through your community. CSX consulted with the Township of Washington regarding the environmental effects identified by the Surface Transportation Board of increased train traffic, including wayside noise, through the Township of Washington. The Township of Washington and CSX have jointly developed this Negotiated Agreement to satisfy the Township of Washington's environmental concerns. CSX will pay the Township of Washington \$20,000.00. The Township of Washington agrees to utilize the settlement amount in its sole discretion for the benefit of the citizens of the Township of Washington, for appropriate public purposes including noise mitigation.

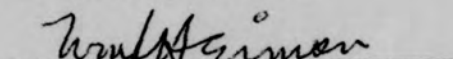
This Negotiated Agreement will be filed with the Surface Transportation Board to document satisfaction of Environmental Condition 11 with respect to the Township of Washington, and is intended to supersede any other obligations under Environmental Condition 11. The parties jointly request the Board's approval by requesting that this Negotiated Agreement be incorporated into Environmental Condition 51 of Finance Docket No. 33388, Decision No. 89. This Negotiated Agreement will become effective upon an order of the Board accepting this agreement.

Please countersign this letter to indicate your agreement.

Sincerely,


Neal F. Zimmers

Accepted and Agreed to:


Township of Washington

Date 11-16-99

STB

FD

33388

11-19-99

K

196081

196081

ARNOLD & PORTER

555 TWELFTH STREET, N.W.
WASHINGTON, D.C. 20004-1202

MARY GABRIELLE SPRAGUE
(202) 942-5773

(202) 942-5000
FACSIMILE: (202) 942-5999

NEW YORK
DENVER
LOS ANGELES
LONDON

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NOV 22 1999

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November 19, 1999



BY HAND DELIVERY - Original and 25 Copies

The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423

**Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company -- Control and Operating Leases/Agreements -- Conrail Inc. and Consolidated Rail Corporation --
Negotiated Agreement with Etna Green, Indiana**

Dear Secretary Williams:

CSX Corporation and CSX Transportation, Inc. hereby submit a Negotiated Agreement with the Town of Etna Green, Indiana pursuant to Environmental Condition 11 of Decision No. 89 (Appendix Q). This Negotiated Agreement effectuates the Board's preference for privately negotiated solutions stated in Decision No. 89 (slip op. at 153): "[To] give effect to privately negotiated solutions whenever possible, we clarify that negotiated agreements will remain available as an alternative to the local and site-specific mitigation imposed here (for example, specific grade crossing upgrade mitigation, real time monitoring for emergency response delay, or noise mitigation)." Environmental Condition 11 similarly provides that the specific terms of the condition may be superseded by a Negotiated Agreement with the responsible local government that satisfies that community's environmental concerns.

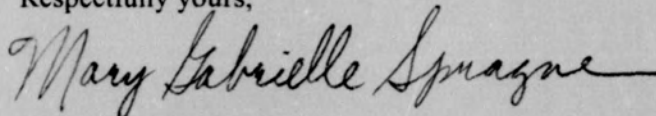
As stated in the enclosed Negotiated Agreement, the parties request that Environmental Condition 11 be amended by deleting Etna Green from the list of communities on the Warsaw, IN to Tolleston, IN line segment and that Environmental Condition 51 be amended by adding the Negotiated Agreement with the Town of Etna Green, IN, dated November 9, 1999, to the list of Negotiated Agreements entered into by CSX.

ARNOLD & PORTER

Hon. Vernon A. Williams
November 19, 1999
Page 2

Thank you for your assistance in this matter. Please contact me (202-942-5773) if you have any questions about this submission.

Respectfully yours,

A handwritten signature in cursive script that reads "Mary Gabrielle Sprague". The signature is fluid and extends to the right with a long horizontal stroke.

Mary Gabrielle Sprague
Counsel for CSX Corporation and
CSX Transportation, Inc.

Enclosure

cc: Elaine K. Kaiser
Laura Baker, Clerk-Treasurer, Town of Etna Green



Stephen L. Watson
Regional Vice President - State Relations

October 27, 1999

320 Harrison Building
143 West Market Street
Indianapolis, IN 46204
(317) 267-3003
FAX (317) 267-3005

Ms. Laura Baker
Clerk-Treasurer
Town of Etna Green
P. O. Box 183
Etna Green, IN 46524-0183

Re: Negotiated Agreement Relating to CSX/NS Acquisition of Conrail

Dear Ms. Baker:

Thank you for the time you dedicated to the opportunities and environmental issues associated with CSX's proposed operations over the Warsaw to Tolleston line segment. CSX consulted with the Town of Etna Green regarding the environmental effects identified by the Surface Transportation Board of increased train traffic, including wayside noise, through the Town of Etna Green. The Town of Etna Green and CSX have jointly developed this Negotiated Agreement to satisfy the Town of Etna Green's environmental concerns. CSX will pay the Town of Etna Green \$10,000.00. The Town of Etna Green agrees to utilize the settlement amount in its sole discretion for the benefit of the citizens of the Town of Etna Green, for appropriate public purposes including necessary noise mitigation.

This Negotiated Agreement will be filed with the Surface Transportation Board to document satisfaction of Environmental Condition 11 with respect to the Town of Etna Green, and is intended to supersede any other obligations under Environmental Condition 11. The parties jointly request the Board's approval by requesting that this Negotiated Agreement be incorporated into Environmental Condition 51 of Finance Docket No. 33388, Decision No. 89. This Negotiated Agreement will become effective upon an order of the Board accepting this Agreement.

Please countersign this letter to indicate your agreement.

Sincerely,

Stephen L. Watson

Accepted and Agreed to:

Town of Etna Green, Indiana
Andrew L. Cook, Town Council President

Date: 11-9-99

196081

ARNOLD & PORTER

555 TWELFTH STREET, N.W.
WASHINGTON, D.C. 20004-1202

NEW YORK
DENVER
LOS ANGELES
LONDON

MARY GABRIELLE SPRAGUE
(202) 942-5773

ENTERED
Office of the Secretary

(202) 942-5000
FACSIMILE: (202) 942-5999

NOV 22 1999

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Public Record

November 19, 1999



BY HAND DELIVERY – Original and 25 Copies

The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423

**Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company – Control and Operating Leases/Agreements – Conrail Inc. and Consolidated Rail Corporation –
Negotiated Agreement with Etna Green, Indiana**

Dear Secretary Williams:

CSX Corporation and CSX Transportation, Inc. hereby submit a Negotiated Agreement with the Town of Etna Green, Indiana pursuant to Environmental Condition 11 of Decision No. 89 (Appendix Q). This Negotiated Agreement effectuates the Board's preference for privately negotiated solutions stated in Decision No. 89 (slip op. at 153): "[To] give effect to privately negotiated solutions whenever possible, we clarify that negotiated agreements will remain available as an alternative to the local and site-specific mitigation imposed here (for example, specific grade crossing upgrade mitigation, real time monitoring for emergency response delay, or noise mitigation)." Environmental Condition 11 similarly provides that the specific terms of the condition may be superseded by a Negotiated Agreement with the responsible local government that satisfies that community's environmental concerns.

As stated in the enclosed Negotiated Agreement, the parties request that Environmental Condition 11 be amended by deleting Etna Green from the list of communities on the Warsaw, IN to Tolleston, IN line segment and that Environmental Condition 51 be amended by adding the Negotiated Agreement with the Town of Etna Green, IN, dated November 9, 1999, to the list of Negotiated Agreements entered into by CSX.

ARNOLD & PORTER

Hon. Vernon A. Williams
November 19, 1999
Page 2

Thank you for your assistance in this matter. Please contact me (202-942-5773) if you have any questions about this submission.

Respectfully yours,

A handwritten signature in cursive script that reads "Mary Gabrielle Sprague". The signature is written in dark ink and has a long, horizontal flourish at the end.

Mary Gabrielle Sprague
Counsel for CSX Corporation and
CSX Transportation, Inc.

Enclosure

cc: Elaine K. Kaiser
Laura Baker, Clerk-Treasurer, Town of Etna Green



Stephen L. Watson
Regional Vice President - State Relations

320 Harrison Building
143 West Market Street
Indianapolis, IN 46204
(317) 267-3003
FAX (317) 267-3005

October 27, 1999

Ms. Laura Baker
Clerk-Treasurer
Town of Etna Green
P. O. Box 183
Etna Green, IN 46524-0183

Re: Negotiated Agreement Relating to CSX/NS Acquisition of Conrail

Dear Ms. Baker:

Thank you for the time you dedicated to the opportunities and environmental issues associated with CSX's proposed operations over the Warsaw to Tolleston line segment. CSX consulted with the Town of Etna Green regarding the environmental effects identified by the Surface Transportation Board of increased train traffic, including wayside noise, through the Town of Etna Green. The Town of Etna Green and CSX have jointly developed this Negotiated Agreement to satisfy the Town of Etna Green's environmental concerns. CSX will pay the Town of Etna Green \$10,000.00. The Town of Etna Green agrees to utilize the settlement amount in its sole discretion for the benefit of the citizens of the Town of Etna Green, for appropriate public purposes including necessary noise mitigation.

This Negotiated Agreement will be filed with the Surface Transportation Board to document satisfaction of Environmental Condition 11 with respect to the Town of Etna Green, and is intended to supersede any other obligations under Environmental Condition 11. The parties jointly request the Board's approval by requesting that this Negotiated Agreement be incorporated into Environmental Condition 51 of Finance Docket No. 33388, Decision No. 89. This Negotiated Agreement will become effective upon an order of the Board accepting this Agreement.

Please countersign this letter to indicate your agreement.

Sincerely,

Stephen L. Watson

Accepted and Agreed to:

Town of Etna Green, Indiana
Andrew L. Cook, Town Council President

Date: 11-9-99

STB

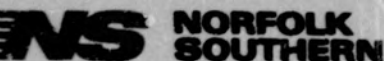
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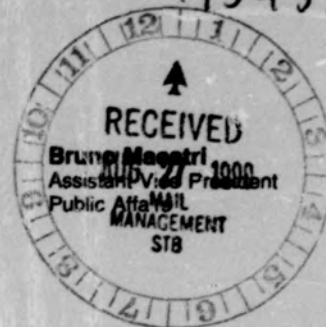
8-27-99

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195435



Norfolk Southern Corporation
1500 K Street, N.W., Suite 375
Washington, D.C. 20005
202 383-4166
202 383-4425 (Direct)
202 383-4018 (Fax)



August 27, 1999

By Hand Delivery -- Original and 25 Copies

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

ENTERED
Office of the Secretary
AUG 27 1999
Part of
Public Record

Re: STB Finance Docket No. 33388 (Service Date - July 23, 1998)
CSX and NS - Control and Acquisition of Conrail

Subject: Certification of Norfolk Southern Compliance with Environmental Condition
1(A)

Dear Secretary Williams:

Enclosed please find twenty-five (25) hard copies and one electronic copy of a certification by Norfolk Southern of compliance with Environmental Condition 1(A), in accordance with STB Decision No. 89.

Yours very truly,

Bruno Maestri

Enclosures

cc: Ms. Elaine K. Kaiser (5 copies)

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ENTERED
Office of the Secretary

AUG 27 1999

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Public Record

SURFACE TRANSPORTATION BOARD
STB FINANCE DOCKET NO. 33388



CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
-- CONTROL AND OPERATING LEASE AGREEMENTS --
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

Decision 89, as Amended by Decision 96
Appendix Q, Environmental Conditions
I. General Environmental Conditions
Condition 1(A): Highway/Rail At-Grade Crossings

Certification for
Norfolk Southern Corporation and
Norfolk Southern Railway Company

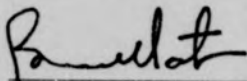
August 27, 1999

CERTIFICATION OF PROJECT COMPLETION

In accordance with Environmental Condition 1(A) set forth in Appendix Q to Decision No. 89 of the Surface Transportation Board in Docket No. 33388, Norfolk Southern Corporation and Norfolk Southern Railway Company ("Norfolk Southern") hereby certify that Norfolk Southern has complied with the requirements of Condition 1(A) for affected at-grade crossings on the following rail line segments:

Rail Line Segment	Segment Description
N-033	Tilton, IL to Decatur, IL
N-040	Alexandria, IN to Muncie, IN
N-041	Butler, IN to Ft. Wayne, IN
N-044	Ft. Wayne, IN to Peru, IN
N-045	Lafayette Jct., IN to Tilton, IL
N-046	Peru, IN to Lafayette Jct., IN
N-061	Ebenezer Jct., NY to Buffalo, NY
N-070	Buffalo FW, NY to Ashtabula, OH
N-071	Bucyrus, OH to Bellevue, OH
N-072	Vermilion, OH to Bellevue, OH
N-073	Fairgrounds (Columbus), OH to Bucyrus, OH
N-074	Cleveland (Cloggsville), OH to CP-190, OH
N-075	Ashtabula, OH to Cleveland (Cloggsville), OH
N-077	Oak Harbor, OH to Miami, OH
N-079	Oak Harbor, OH to Bellevue, OH
N-081	White, OH to Cleveland, OH
N-084	Alliance, OH to White, OH
N-085	Bellevue, OH to Sandusky Dock, OH
N-086	Miami, OH to Airline, OH
N-293	CP-190, OH to Berea, OH
N-090	Rutherford, PA to Harrisburg, PA
N-091	Harrisburg, PA to Riverton Jct., VA
N-100	Riverton Jct., VA to Roanoke, VA

Certified by:



Bruno Maestri
Assistant Vice President
Public Affairs

Date: August 27, 1999

STB

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CONRAIL

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On... RECORDED
Secretary

AUG 26 1999

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Public Record



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August 22, 1999

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

RE: STB Finance Document No. 33388 (Service Date - July 23, 1998): CSX and NS - Control and Acquisition of Conrail

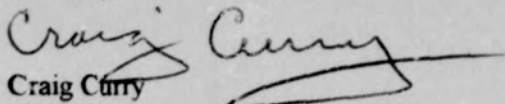
Subject: Certification of Conrail Shared Assets Compliance with Environmental Condition Number 6

Dear Secretary Williams:

Enclosed please find twenty-five (25) hard copies and one electronic copy for the subject environmental condition certifying compliance in accordance with STB Decision No. 89

If you have any questions regarding this submission, I can be reached at phone number 609-231-2008.

Sincerely,



Craig Curry
Chief Environmental and Safety Officer

cc: Ms. Elaine Kaiser (5 copies)
Mr. Bob Allen - CSX
Mr. Bruno Maestri - NS

Mr. Timothy T. O'Toole
Ms. Cheryl Cook



**SURFACE TRANSPORTATION BOARD
STB FINANCE DOCUMENT NO. 33388**

**CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
--CONTROL AND OPERATING LEASE AGREEMENTS--
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION**

**Decision 89, as Amended by Decision 96
Appendix Q, Environmental Conditions
I. General Environmental Conditions
Condition 6: Safety: Hazardous Materials Transport**

**Certification for
Conrail Inc. and Consolidated Rail Corporation**

August 22, 1999

CERTIFICATION OF PROJECT COMPLETION

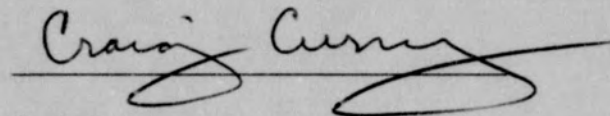
In accordance with Environmental Condition 6 set forth in Appendix Q to decision No. 89 of the Surface Transportation Board in Docket No. 33388, Conrail and Consolidated Rail Corporation (Conrail) hereby certify that Conrail has complied with the requirements of Condition 6.

A formal Failure Mode and Effects Analysis program designed to identify and prevent potential causes of accidents or hazardous material releases was completed on August 20, 1999 for the following Conrail locations:

Greenwich Yard, Philadelphia, Philadelphia County, PA - Site ID # SY01

Portside Intermodal Facility, Elizabeth, Union & Essex County, NJ - Site ID # SM01

Certified by:

A handwritten signature in cursive script, appearing to read "Craig Curry", written over a horizontal line.

Craig Curry
Conrail - Chief Environmental and Safety Officer

Date: August 22, 1999

STB

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8-23-99

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145408



Robert V. Allen
General Manager-
Safety, Environmental & Opr. Practices

500 Water Street - J305
Jacksonville, FL 32202
(904) 359-7502
(FAX) (904) 359-4889

K

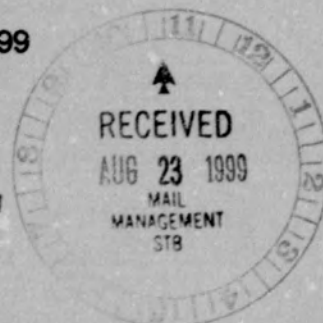
August 20, 1999

The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, NW
Washington, DC 20423

ENTERED
Office of the Secretary

AUG 23 1999

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STB Finance Docket No. 33388, (Service Date - July 23, 1998):
CSX Corporation (CSX) and Norfolk Southern Corporation (NS) -
Control and Acquisition of Conrail. Certification of CSX Compliance with
Environmental Condition No. 6.

Dear Secretary Williams:

Enclosed please find twenty-five (25) hard copies and one electronic copy for the subject environmental conditions certifying compliance in accordance with STB Decision No. 89.

Respectfully yours,

RV Allen
Robert V. Allen

cc:
Ms. Elaine K. Kaiser (5 copies)

ENTERED
Office of the Secretary

AUG 23 1999

Part of
Public Record



**SURFACE TRANSPORTATION BOARD
STB FINANCE DOCKET 33388**

**CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
-CONTROL AND OPERATING LEASE AGREEMENTS-
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION**

Decision 89, as Amended by Decision 96
Appendix Q, Environmental Conditions
II. Regional Environmental Conditions
Condition No. 6: Safety: Hazardous Materials Transport

Certification for
CSX Corporation and
CSX Transportation, Inc.

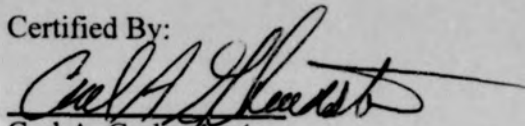
CERTIFICATION OF PROJECT COMPLETION

In accordance with Environmental Condition 6 set forth in Appendix Q to Decision No. 89, of the Surface Transportation Board in Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc. ("CSX") hereby certify that CSX has complied with the requirements of Condition 6 with respect to the following facilities:

Rail Yard and Intermodal Facilities that Warrant Hazardous Material (FMEA) Mitigation

Proposed Owner	Facility	Location (City)	County	State	Site ID
Rail Yards					
CSX	Boyles	Birmingham	Jefferson	Alabama	CY01
CSX	Curtis	Gary	Lake	Indiana	CY02
CSX	Rougemere	Detroit	Wayne	Michigan	CY03
CSX	Stanley	Toledo	Wood	Ohio	CY04
CSX	Leewood	Memphis	Shelby	Tennessee	CY05
Intermodal Facilities					
CSX	Hulsey	Atlanta	Fulton	Georgia	CM01
CSX	59 th St.	Chicago	Cook	Illinois	CM02
CSX	Little Ferry	Little Ferry	Bergen	New Jersey	CM03
CSX	South Kearny	South Kearny	Hudson	New Jersey	CM04
CSX	Greenwich	Philadelphia	Philadelphia	Pennsylvania	CM05

Certified By:


Carl A. Gerhardstein
Director Environmental Engineering

Date: August 20, 1999

STB

FD

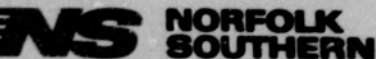
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8-20-99

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195403



Norfolk Southern Corporation
1500 K Street, N.W., Suite 375
Washington, D.C. 20005
202 383-4166
202 383-4425 (Direct)
202 383-4018 (Fax)



Bruno Maestri
Assistant Vice President
Public Affairs

August 20, 1999

By Hand Delivery – Original and 25 Copies

ENTERED
Office of the Secretary

AUG 20 1999

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Public Record

K

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

Re: STB Finance Docket No. 33388 (Service Date – July 23, 1998):
CSX and NS – Control and Acquisition of Conrail

Subject: Certification of Norfolk Southern Compliance with Environmental Condition
8(A)

Dear Secretary Williams:

Enclosed please find twenty-five (25) hard copies and one electronic copy of Quarterly Report Number 4 for the subject environmental condition certifying compliance in accordance with STB Decision No. 89.

Yours very truly,

A handwritten signature in cursive script, appearing to read "Bruno Maestri".

Bruno Maestri

Enclosures

cc: Ms. Elaine K. Kaiser (5 copies)



**SURFACE TRANSPORTATION BOARD
STB FINANCE DOCKET NO. 33388**

**CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
-- CONTROL AND OPERATING LEASE AGREEMENTS --
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION**

**Decision 89, as Amended by Decision 96
Appendix Q, Environmental Conditions
III. Local or Site-Specific Environmental Conditions
Condition 8(A): Highway/Rail At-Grade Crossings**

**Quarterly Report Number 4 for
Norfolk Southern Corporation and
Norfolk Southern Railway Company**

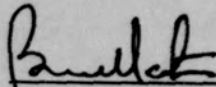
August 20, 1999

CERTIFICATION OF PROJECT COMPLETION

In accordance with Environmental Condition 8(A) set forth in Appendix Q to Decision No. 89 of the Surface Transportation Board in Docket No. 33388, Norfolk Southern Corporation and Norfolk Southern Railway Company ("Norfolk Southern") hereby certify that Norfolk Southern has complied with the requirements of Condition 8(A) with respect to the following locations:

State	Crossing Name, County, and City	FRA ID	Rail Line Segment ID	Current Warning Device	Proposed Post-Acquisition Device	In Service Date
IN	CR 700 N., Tippecanoe, Colburn,	484269R	N-046	Passive	Gates	8/12/99
IN	CR 900 N., Tippecanoe, Colburn	484267C	N-046	Passive	Gates	7/13/99

Certified by:



Bruno Maestri
Assistant Vice President
Public Affairs

Date: August 20, 1999

STB

FD

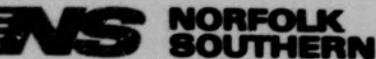
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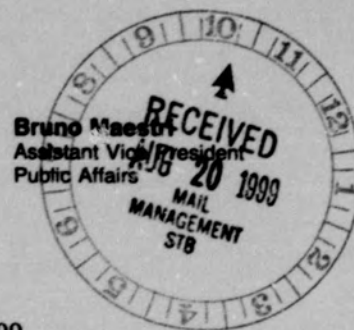
8-20-99

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195404



Norfolk Southern Corporation
1500 K Street, N.W., Suite 375
Washington, D.C. 20005
202 383-4166
202 383-4425 (Direct)
202 383-4018 (Fax)



August 20, 1999

By Hand Delivery – Original and 25 Copies

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

ENTERED
Office of the Secretary

AUG 20 1999

Part of
Public Record

Re: STB Finance Docket No. 33388 (Service Date – July 23, 1998):
CSX and NS – Control and Acquisition of Conrail

Subject: Certification of Norfolk Southern Compliance with Environmental Condition 6

Dear Secretary Williams:

Enclosed please find twenty-five (25) hard copies and one electronic copy of a certification by Norfolk Southern of compliance with Environmental Condition 6. This certification is submitted in accordance with STB Decision No. 89.

Yours very truly,

Bruno Maestri

Enclosures

cc: Ms. Elaine K. Kaiser (5 copies)



**SURFACE TRANSPORTATION BOARD
STB FINANCE DOCKET NO. 33388**

**CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
-- CONTROL AND OPERATING LEASE AGREEMENTS --
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION**

**Decision 89, as Amended by Decision 96
Appendix Q, Environmental Conditions
II. Regional Environmental Conditions
Condition 6: Failure Mode Effects Analysis**

**Certification for
Norfolk Southern Corporation and
Norfolk Southern Railway Company**

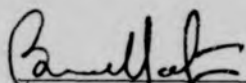
August 20, 1999

CERTIFICATION OF PROJECT COMPLETION

In accordance with Environmental Condition 6 set forth in Appendix Q to Decision No. 89 of the Surface Transportation Board in Docket No. 33388, Norfolk Southern Corporation and Norfolk Southern Railway Company ("Norfolk Southern") hereby certify that Norfolk Southern has complied, effective August 22, 1999, with the requirements of Condition 6 with respect to the following rail yards and intermodal facilities:

Facility	Location (City)	County	State	Site ID
NS Rail Yards				
Doraville	Doraville	DeKalb	Georgia	NY01
Colehour	Chicago	Cook	Illinois	NY02
Ft. Wayne	Ft. Wayne	Allen	Indiana	NY03
Luther	St. Louis	St. Louis	Missouri	NY04
Bison	Buffalo	Erie	New York	NY05
Conneaut	Conneaut	Ashtabula	Ohio	NY06
Homestead	Toledo	Lucas	Ohio	NY07
Airline	Toledo	Lucas	Ohio	NY08
Harrisburg	Harrisburg	Dauphin	Pennsylvania	NY09
NS Intermodal Facilities				
Inman	Atlanta	Fulton	Georgia	NM01
Landers	Chicago	Cook	Illinois	NM02
47 th Street	Chicago	Cook	Illinois	NM03
Buechel	Louisville	Jefferson	Kentucky	NM04
Oliver	New Orleans	Orleans	Louisiana	NM05
E. Lombard St.	Baltimore	Baltimore	Maryland	NM06
Melvindale	Detroit	Wayne	Michigan	NM07
Voltz	Kansas City	Clay	Missouri	NM08
Luther	St. Louis	St. Louis	Missouri	NM09
E-Rail	Elizabeth	Union	New Jersey	NM10
Sandusky	Sandusky	Erie	Ohio	NM11
Discovery Park	Columbus	Franklin	Ohio	NM12
New AmeriPort/South Philadelphia	Philadelphia	Philadelphia	Pennsylvania	NM13
Allentown	Allentown	Lehigh	Pennsylvania	NM14
Rutherford	Harrisburg	Dauphin	Pennsylvania	NM15
Morrisville	Morrisville	Bucks	Pennsylvania	NM16
Pitcairn	Pittsburgh	Allegheny	Pennsylvania	NM17
Forrest	Memphis	Shelby	Tennessee	NM18

Certified by:



Bruno Maestri
Assistant Vice President
Public Affairs

Date: August 20, 1999

STB

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1331 Pennsylvania Ave., NW
Suite 560
Washington, DC 20004

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August 5, 1999

BY HAND DELIVERY – Original and 25 Copies

The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423

**Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company – Control and Operating Leases/Agreements – Conrail Inc. and Consolidated Rail Corporation –
Report on Environmental Condition 3**

Dear Secretary Williams:

Pursuant to Environmental Condition 3 of Decision No. 89 (served July 23, 1998) and as part of the ongoing dialogue among CSX Transportation, Inc. ("CSXT"), the Federal Railroad Administration ("FRA"), and the passenger railroads operating over CSXT lines, CSXT has consulted during the past year with FRA, Amtrak, MARC and Virginia Railway Express ("VRE") regarding the safety of passenger trains operating over CSX rail lines, including the five line segments specified in Environmental Condition 3. Environmental Condition 3 specified that the "consultation shall be consistent with FRA's Final Rule on Passenger Train Emergency Preparedness, issued on May 4, 1998 (49 CFR Parts 223 and 239)."

The Passenger Train Emergency Preparedness Plans prepared by Amtrak, MARC (operated by CSXT) and VRE (operated by Amtrak) have all received "conditional approval" from the FRA (that is, they have been accepted by the FRA subject to audit). The American Association of Railroads ("AAR") has taken the lead for the freight railroads in supporting the passenger agencies in the development of the Plans, and CSXT has been an active participant in that process. CSXT's primary role in the implementation of the Plans for Amtrak, MARC and VRE is the training of dispatchers. This training is presently underway at the Jacksonville, FL dispatching center (which dispatches trains on the five rail line segments specified in Environmental Condition 3).

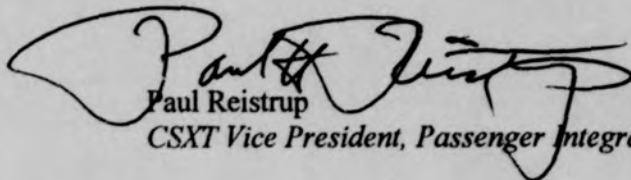
The Honorable Vernon A. Williams
August 5, 1999
Page 2

With respect to the Washington, DC to Point of Rocks, MD line segment, CSXT has also undertaken two capital improvement projects that enhance passenger safety on this line segment. First, CSXT, in cooperation with MARC, is installing two crossovers, one near Point of Rocks and one near PEPCO. The crossovers enhance passenger safety by allowing passenger trains to get around other trains in order to access the preferred platforms in the passenger stations on this line segment, and allow freight trains to move out of the path of commuter trains. Second, CSXT has also installed switch heaters on all power switches used by MARC on this line segment.

With respect to the Fredericksburg, VA to Potomac Yard, VA line segment, CSXT has also completed four capital improvement projects that enhance passenger safety on this line segment. First, in February 1999, CSXT converted the Cab signal system to the 100 Hz system used by Amtrak and VRE (at a cost of \$3.7 million). This project enhances passenger safety by facilitating maintenance of the Cab signals through standardization. Second, in June 1999, CSXT, in cooperation with VRE, completed the extension of the Amtrak Auto-train lead track at Lorton, VA. This project enhances passenger safety by allowing the Auto-train to be assembled clear of the main track. Third, in late 1998, CSXT installed two VRE-funded crossovers at Featherstone, VA which enhance passenger safety by allowing VRE trains to access the preferred platforms in the passenger stations on this line segment. Fourth, CSXT replaced air switches at Hamilton and North Possum Point with VRE-funded more reliable electric switches.

Please contact me if you have any questions regarding this status report.

Sincerely,



Paul Reistrup
CSXT Vice President, Passenger Integration

cc: Edward English, FRA
Ron Scolaro, Vice President-Operations, Amtrak
Kathy Waters, MARC
Steven Roberts, Director-Operations, VRE

STB

FD

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6-24-99

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194571

ARNOLD & PORTER

555 TWELFTH STREET, N.W.
WASHINGTON, D.C. 20004-1202

(202) 942-5000
FACSIMILE: (202) 942-5999

MARY GABRIELLE SPRAGUE
(202) 942-5773

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June 24, 1999



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BY HAND DELIVERY – Original and 25 Copies

The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423

K

**Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company – Control and Operating Leases/Agreements – Conrail Inc. and Consolidated Rail Corporation –
Negotiated Agreement with New London, Ohio**

Dear Secretary Williams:

CSX Corporation and CSX Transportation, Inc. hereby submit a Negotiated Agreement with the Village of New London, Ohio pursuant to Environmental Condition 11 of Decision No. 89 (Appendix Q). This Negotiated Agreement effectuates the Board's preference for privately negotiated solutions stated in Decision No. 89 (slip op. at 153): "[To] give effect to privately negotiated solutions whenever possible, we clarify that negotiated agreements will remain available as an alternative to the local and site-specific mitigation imposed here (for example, specific grade crossing upgrade mitigation, real time monitoring for emergency response delay, or noise mitigation)." Environmental Condition 11 similarly provides that the specific terms of the condition may be superseded by a Negotiated Agreement with the responsible local government that satisfies that community's environmental concerns.

As stated in the enclosed Negotiated Agreement, the parties request that Environmental Condition 11 be amended by deleting New London from the list of communities on the Berea, OH to Greenwich, OH line segment and that Environmental Condition 51 be amended by adding the Negotiated Agreement with the Village of New London, OH, dated May 26, 1999 and accepted by New London on June 15, 1999, to the list of Negotiated Agreements entered into by CSX.

ARNOLD & PORTER

Hon. Vernon A. Williams

June 24, 1999

Page 2

Thank you for your assistance in this matter. Please contact me (202-942-5773) if you have any questions about this submission.

Respectfully yours,

A handwritten signature in cursive script that reads "Mary Gabrielle Sprague".

Mary Gabrielle Sprague
Counsel for CSX Corporation and
CSX Transportation, Inc.

Enclosure

cc: Elaine K. Kaiser

Mayor Dorothy J. Sholes, Village of New London



Thomas G. Drake
Regional Vice President-State Relations

12780 Levan Road
Livonia, MI 48150
(734) 464-4948

May 26, 1999

Ms. Dorothy J. Sholes
Mayor, Village of New London
115 E. Main Street
New London, Ohio 44851-1201

Re: Negotiated Agreement Relating to CSX/NS Acquisition of Conrail

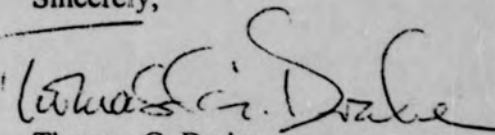
Dear Mayor Sholes:

Thank you for the time you dedicated to the opportunities and environmental issues associated with CSX's proposed operations over the existing Conrail line through your community. CSX consulted with the Village of New London regarding the environmental effects identified by the Surface Transportation Board of increased train traffic, including wayside noise, through the Village of New London. The Village of New London and CSX have jointly developed this Negotiated Agreement to satisfy the Village of New London's environmental concerns. CSX will pay the Village of New London \$450,000.00. The Village of New London agrees to utilize the settlement amount in its sole discretion for the benefit of the citizens of the Village of New London, for appropriate public purposes including noise mitigation.

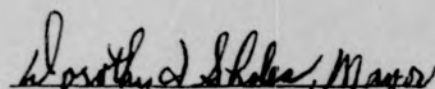
This Negotiated Agreement will be filed with the Surface Transportation Board to document satisfaction of Environmental Condition 11 with respect to the Village of New London, and is intended to supersede any other obligations under Environmental Condition 11. The parties jointly request the Board's approval by requesting that this Negotiated Agreement be incorporated into Environmental Condition 51 of Finance Docket No. 33388, Decision No. 89. This Negotiated Agreement will become effective upon an order of the Board accepting this agreement.

Please countersign this letter to indicate your agreement.

Sincerely,


Thomas G. Drake

Accepted and Agreed to:


Village of New London, Ohio

Date: 6-15-99

STB

FD-33388

ID-CITIES

8-6-97

K

METRO REGIONAL TRANSIT AUTHORITY
416 Kenmore Boulevard
Akron, Ohio 44301
330/762-7267
330/762-0854 FAX

ENVIRONMENTAL
DOCUMENT



August 4, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

Attn: Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing

METRO Regional Transit Authority (METRO) is the designated recipient of federal transit fund in Summit County, Ohio. METRO wishes to provide the following comments on the proposed Scope of the Surface Transportation Board's Environmental Impact Statement (EIS) regarding the CSX/Norfolk-Southern acquisition of Conrail. As a transit provider, we feel this merger should maintain and preserve rail infrastructure for possible passenger rail service. We, in conjunction with several other agencies, are attempting to establish a commuter rail service in Northeast Ohio. This effort includes the Stark Area Regional Transit Authority (SARTA), the Greater Cleveland Regional Transit Authority (GCRTA), the Akron Metropolitan Area Transportation Study (AMATS), the Northeast Ohio Areawide Coordinating Agency (NOACA), the Stark County Area Transportation Study (SCATS), and the Ohio Department of Transportation (ODOT). METRO feels the following sections of the proposed EIS scope should be modified:

1. Safety:

The EIS will:

- C. Address potential effects of increased freight traffic on commuter and intercity passenger service operations.

2. Transportation System

The EIS will:

- A. Describe the system-wide effects of the proposed operational changes, constructions, and rail line abandonments and evaluate potential environmental impacts on commuter rail service and interstate passenger service.

METRO suggests the following language be added to these sections:

1. C. Address the potential effects of increased freight traffic on ***ALL EXISTING, PROPOSED, OR PLANNED*** commuter and ***INTERSTATE*** passenger rail service operations ***THAT HAS RECEIVED FEDERAL TRANSIT ADMINISTRATION FUNDING.***
2. A. Describe ***THE TRANSPORTATION*** system-wide effects of the proposed operational changes, constructions, and rail line abandonments and evaluate potential impacts on ***ALL EXISTING, PROPOSED, OR PLANNED*** commuter rail service and ***INTERCITY*** passenger service ***THAT RECEIVED FEDERAL TRANSIT ADMINISTRATION FUNDING IN FY 1996.***

Additionally, METRO proposes item (D) be added to the EIS under section (3.) Land Use

3. Land Use:

- D. ***DESCRIBE THE POSSIBLE UTILIZATION OF THE PROPOSED RAIL LINE CONSTRUCTION OR ABANDONMENT FOR EXISTING, PROPOSED, OR PLANNED COMMUTER OR INTERCITY PASSENGER RAIL.***

The Akron, Ohio, area has suffered a dramatic change in the local economy caused by the loss of several major employers that are dependent on rail transportation. The Akron area's use of the rail system has declined because of the loss of three major tire manufacturers--Goodyear, Firestone, and Goodrich. In the 1970's, 58,000 people were employed by the rubber industry compared with 3,000 presently. Economic shifts like this has caused many rail lines to be abandoned. Once the rail rights-of-way are gone, they may never return. A rail system is needed for a local area to attract and retain industry.

These recommendations are being offered because extensive public investment made throughout the county by the Federal Transit Administration (FTA) will be affected by the proposed transaction of the Applicants. Locally, rail infrastructure has been preserved for the possible use of commuter rail service. Approximately \$10.7 million in FTA funding has been expended or authorized to date in the Akron area for the preservation of rail infrastructure. This includes \$7.7 million for the purchase of the CSX Sandyville Local between Canton and Akron. These federal funds were appropriated with the understanding that implementation requires access to one or more of the Conrail lines to be acquired by CSX or Norfolk-Southern.

According to the Report on Funding Levels and Allocation of Funds for Transit Major Capital Investments (March 1997, U.S. DOT), 85 projects received \$814.28 million of

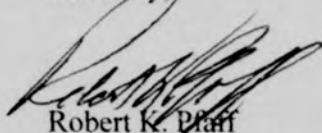
FTA funding for construction, design, planning of passenger rail projects in FY 1997. This single FTA investment represents nearly ten percent of the value of this proposed \$10 billion transaction. The majority of these projects (52) are in the planning stages. Additionally, the following publicly funded actions regarding rail passenger service on routes affected by the proposed transaction have been conducted:

1. Analyses and recommendations produced by the United States Railway Association (USRA) and the Rail Services Planning Office of the ICC as part of the process of creating the Consolidated Rail Corporation/Conrail.
2. Analyses and recommendations produced by various agencies of the State of Ohio, beginning prior to Conrail's creation and continuing the present, regarding the introduction of state-funded intercity rail passenger services. These services are to operate on a variety of routes directly affected by the proposed transaction.
3. The on-going Northeast Ohio Commuter Rail Study being conducted by the NOACA. This study was a line item in the 1991 Intermodal Surface Transportation Efficiency Act (ISTEA).

Passenger rail--present or future--requires the use of existing rail rights-of-way. Alternative modes of transportation will become increasingly important as fossil-fuels become scarce. Mass transit is more fuel efficient and produces less pollution than other forms of vehicular transportation.

Careful consideration of these comments will be appreciated. If you have any questions, please contact myself or Kirt Conrad, Planner, at (330)762-7267.

Sincerely,



Robert K. Plaff

General Manager, Secretary-Treasurer

cc: C. Veillette, Congressman Regula
J. Shapiro, Congressman Sawyer
R. Tober, GCRTA
J. Bell, SARTA
C. Cefaratti, ODOT
K. Hanson, AMATS
H. Maier, NOACA
P. Jaeger, SCATS
Jerry Bryan, METRO
Kirt Conrad, METRO

ENVIRONMENTAL DOCUMENT



Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001



Attention: Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing

Dear Ms. Kaiser:

This letter is in response to your July 3, 1997 letter to our General Manager which transmitted the Surface Transportation Board's (STB) Notice of Intent to Prepare an Environmental Impact Statement (EIS) and Request for Comments on the Proposed EIS Scope in the above docket. The Washington Metropolitan Area Transit Authority's (WMATA) Metrorail rapid transit system shares approximately 32 miles of corridor with the CSXT Railroad and approximately two (2) miles of corridor with the Norfolk Southern Railroad. Thus we are interested in any actions which could potentially impact railroad operations within our common corridors. Our interest relative to the proposed control of Conrail by CSXT and Norfolk Southern focuses primarily on safety.

We are concerned that the proposed action will increase railroad traffic in the Washington, D.C. metropolitan area and thus increase our exposure to incidents on the common corridors due to railroad operations. Not only is this a concern to us from an operations and passenger safety perspective, but the increased exposure would also have long-term financial implications due to our agreements with CSXT and its predecessors. These agreements require WMATA to bear the costs of all liability insurance and to indemnify the railroad within the common corridors.

To address our concerns, it is requested that the EIS Scope address the increased railroad traffic from a safety perspective in terms of the additional trains, increased train lengths and higher train speeds which may result from this action. Our opinion is that increased railroad traffic increases the

**Washington
Metropolitan Area
Transit Authority**

600 Fifth Street, NW
Washington, D.C. 20001
202/962-1234

*By Metrorail:
Judiciary Square-Red Line
Gallery Place-Chinatown
Red, Green and
Yellow Lines*

*A District of Columbia,
Maryland and Virginia
Transit Partnership*

probability and potential severity of catastrophic rail accidents and increases our risk exposure and the associated costs of liability insurance and indemnification.

Our review of the railroad's Environmental Report and the proposed EIS scope has generated the following revisions and comments on the scope:

Environmental Impact Analysis (page 8)

Insert the following new proposed activity after 3.

4. Anticipated changes in level of operations on rail lines that are in common corridors with rapid rail operations.

It is recommended that STB expand its threshold for addressing environmental impacts from the current increase of eight (8) trains per day on the rail lines to consider also increased train lengths and higher train speeds as well since all three factors will affect the safety of the rapid rail operations in the common corridor.

STB should also define a distance threshold for addressing environmental impacts within common corridors. For instance, the distance between the centerlines of WMATA's Red Line and CSX in some corridors is as close as 20 feet. As part of the analysis, the STB's EIS should identify all locations of common corridors within the above distance threshold by tabular listings and by maps.

Impact Category 1. Safety (page 9)

Insert the following new impact category after C.

- D. Address potential effects of increased freight traffic, such as additional trains, increased train lengths and higher train speeds, on rapid rail operations in common corridors.

The STB's EIS should evaluate the increased probability and then the potential severity of catastrophic rail accidents between rail line and rapid rail operations within common corridors due to the additional trains, increased train lengths and higher train speeds which may result from this action. This information was not included in the Environmental Report.

Mitigation

Among the possible mitigation measures to offset the possible increased

Elaine K. Kaiser
Surface Transportation Board
Page 3

probability and higher risk exposure of accidents between rail line and rapid rail operations within common corridors, WMATA requests that the EIS consider the following requirements:

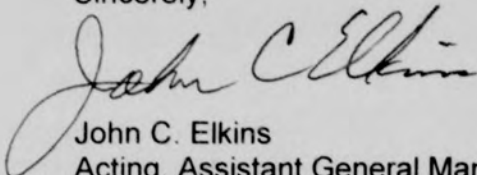
- A. The railroads will conduct an inventory of the safety devices and monitors currently in operation within the corridors shared with WMATA. The railroads will require written concurrence from WMATA for any addition, deletion or modification of these safety devices and monitors.
- B. To offset the potential financial burden that the increased freight traffic would have on WMATA, the railroads will reimburse WMATA for the additional incremental costs of liability insurance and indemnification of the common corridor due to the increased risk.

Addressing the above safety related issues in the EIS will provide a basis for determining the appropriate course of action, if any, necessary to mitigate the potential impacts.

In addition to the above comments, we request that your mailing list be revised for the name of our General Manager, Mr. Richard A. White.

We look forward to working with the Surface Transportation Board during this EIS process. If you have any questions regarding our comments and proposals, please feel free to contact Mr. Richard Bochner, Acting Manager of Project Development. Mr. Bochner may be reached at (202) 962-1252.

Sincerely,



John C. Elkins
Acting, Assistant General Manager
Department of Transit System Development

STB

FD-33388

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8-6-97

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MASS TRANSIT ADMINISTRATION

MARYLAND DEPARTMENT OF TRANSPORTATION

Parris N. Glendening, Governor • David L. Winstead, Secretary • Ronald L. Freeland, Administrator

August 6, 1997

ENVIRONMENTAL
DOCUMENT

Ms. Elaine K. Kaiser
Chief - Section of Environmental Analysis
Environmental Filing
Office of the Secretary, Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N. W.
Washington, D.C. 20423-0001

Subject: Comments on Proposed EIS Scope, STB Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company - Control and Operating Leases/Agreements - Conrail, Inc. and Consolidated Rail Corporation

Dear Ms. Kaiser:

Thank you for the opportunity to comment on the Proposed EIS Scope for the above referenced STB Finance Docket No. 33388, which is generally referred to as the CSX and Norfolk Southern purchase of Conrail.

The Maryland Mass Transit Administration (MTA) of the Maryland Department of Transportation (MDOT) has reviewed the Proposed EIS Scope and has the following comments to offer:

- Based on information contained in the Application, it is our understanding that there will not be any significant new track construction or abandonments planned in Maryland. There will be some improvements made to existing yards, tracks, and other facilities. With this understanding, we anticipate limited potential impact to the environment in Maryland.
- The proposed scope sets thresholds for increases in freight rail operations, i.e. increases in the average trains per day, at levels consistent with 49 CFR 1105.7. It is your intention to conduct appropriate environmental analyses for regions in Maryland effected by increased freight rail movement. In particular, we note proposed increases in freight traffic of more than eight additional trains between Washington and Point of Rocks and between Hagerstown and Harrisburg and of more than three trains in the designated air quality non-attainment areas between Washington and Baltimore.
- Maryland has two major metropolitan areas which are designated non-attainment areas for air quality. The Washington region is designated as "serious" and the Baltimore region is designated as "severe". In addition, Cecil County, Maryland is part of the Wilmington region and is designated as a "severe" non-attainment area. Because of these designations, we understand the lower threshold levels for air quality analysis will be used.
- We expect that the EIS will include the appropriate level of information consistent with the federal regulations for all eleven categories noted in the proposed scope.

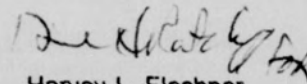
My phone number (410) 767-8787 FAX number (410) 333-0489 TTY (410) 539-3497
Environmental Analysis [DR] KA

William Donald Schaefer Tower • 6 Saint Paul Street • Baltimore, Maryland 21202-1614

- Regarding transportation system evaluation, in addition to the analysis of potential environmental impacts on commuter rail service, the EIS should also review effects of the transaction on the operation or expansion of commuter rail service that may have an environmental impact.

Again, thank you for the opportunity to comment on the proposed scope of the EIS. We look forward to reviewing the draft EIS. Please change your mailing list to delete Kenneth Goon and direct future mailings to my attention. If you have any questions, please contact me at the number below.

Sincerely,



Harvey L. Flechner
Director

Office of Planning and Programming

HLF:ER

~~DOCUMENT #~~
~~REC'D:~~
~~ADMINISTRATIVE UNIT~~



**NC Department of Transportation
Rail Division**

P.O. Box 25201
Raleigh, North Carolina 27611
919-733-4713 Phone
919-733-1391 Fax
www.bytrain.org

Date: 08/05/97

**To: Ms. Elaine K. Kaiser
Office of the Secretary
Surface Transportation Board
Chief, Section of Environmental Analysis
1925 K Street, NW
Washington, DC 20423-0001
FAX: 202 565-9000**

**From: Patrick B. Simmons
Director
919 733-4713, ext. 263**

Re: Conrail - Environmental Scoping Request

enclosure: one page memo (two pages total)



CENTRAL ADMINISTRATIVE UNIT
REC'D: 8/6/97
DOCUMENT # 8797 8:42:00 AM

STATE OF NORTH CAROLINA
DEPARTMENT OF TRANSPORTATION

JAMES B. HUNT JR.
GOVERNOR

RAIL DIVISION
P.O. BOX 25201, RALEIGH, N.C. 27611-5201

GARIAND B. GARRETT JR.
SECRETARY

August 5, 1997

ENVIRONMENTAL
DOCUMENT

TO: Ms. Elaine K. Kaiser
Office of the Secretary
Surface Transportation Board
Chief, Section of Environmental Analysis
1925 K Street, NW
Washington, DC 20423-0001

FR: Patrick B. Simmons
Director, Rail Division

RE: Response to EIS Scoping Request

Please note that you will be receiving our comments regarding the EIS scoping request within the next two days. Unfortunately, we were unable to ensure your receipt of our comments by August 6 due to interdepartmental communication problems between the relevant North Carolina agencies. We apologize for any inconvenience this delay may cause. If you have any questions, please contact me at (919) 733-4713, ext. 263.



**ENVIRONMENTAL
DOCUMENT**

BEFORE THE
SURFACE TRANSPORTATION BOARD

PA-2



Finance Docket No. 33388

CSX CORPORATION AND CSX TRANSPORTATION, INC., NORFOLK SOUTHERN
CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY

-- CONTROL AND OPERATING LEASES/AGREEMENTS --

CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

COMMENTS OF COMMONWEALTH OF PENNSYLVANIA,
GOVERNOR THOMAS J. RIDGE AND
PENNSYLVANIA DEPARTMENT OF TRANSPORTATION
ON PROPOSED SCOPE OF
ENVIRONMENTAL IMPACT STATEMENT

The Commonwealth of Pennsylvania, Governor Thomas J. Ridge, and the Pennsylvania Department of Transportation (collectively, "the Commonwealth") respectfully submit these comments on the proposed Draft Scope of EIS set forth in the Board's decision served July 3, 1997 in this docket, 62 Fed. Reg. 36332 (July 7, 1997).

The Commonwealth believes that the scope of the EIS should be expanded in several respects. First, the Board should address the issue of the environmental contamination of present facilities, because the proposed transactions may have effects on the financial ability of the proposed residual Conrail entity to vigorously and effectively address the cleanup of sites. Second, the Board should examine the environmental effects not only of rail line constructions or

abandonments, but also of the expansion of facilities, including intermodal terminals and rail yards. Third, the Board should expand its examination of detrimental environmental effects that could result from possible interference with commuter and passenger rail operations.

The issue of the contamination of present facilities is of particular immediate concern to the Commonwealth. In order to underscore the significance of this issue, we provide first some factual background.

I. Environmental Contamination of Current Facilities

A. Background

Conrail currently owns or operates numerous railroad facilities throughout the Commonwealth. Conrail inherited many of these sites in 1976 from several bankrupt Northeast railroads, including the former Penn Central Transportation Company. As a result of decades of rail operations and uncertain environmental practices, there may be pervasive environmental contamination at these rail facilities.

The Commonwealth has interacted with Conrail for a number of years to address what were believed to be the most serious of the environmental concerns at a number of rail facilities, most notably the release of petroleum products into the environment as a result of ongoing rail operations. Recently, however, the Commonwealth has become increasingly concerned regarding the possible extent and seriousness of environmental problems associated with Conrail properties and the actual or potential threat contaminants at these facilities pose to public health and the environment.

For example, during the week of June 23, 1997, agents from the Pennsylvania Office of Attorney General conducted a search of Conrail's Hollidaysburg Reclamation Plant. This search revealed the presence of numerous buried drums, both intact and crushed, suspected of having contained or currently containing hazardous substances and other contaminants. Areas of visibly contaminated soil were also discovered.

The Commonwealth therefore seeks to ensure that these environmental problems are not ignored as a result of the acquisition of Conrail by NS and CSX.

B. Proposed Scope of EIS

As currently proposed, the EIS would not address existing or suspected environmental problems associated with Conrail facilities. Rather, the STB states it "will evaluate only the potential impacts of operational and physical changes that are directly related to the proposed transaction" and "will not consider environmental impacts relating to existing rail operations and existing railroad facilities." 62 Fed. Reg. 36332-33 (July 7, 1997).

The Commonwealth respectfully submits that the operational viability and financial responsibility of the surviving Conrail entity are issues that are integral to this control proceeding and hence are "directly related to the proposed transaction." The CSX and Norfolk Southern have structured their acquisition of Conrail in a specific, unique and unprecedented manner to allow the entity they acquire to survive in large part as a separate corporate entity, albeit one with very different and more limited assets and sources of revenues than the Conrail of today. The Commonwealth respectfully requests that the Board closely examine the implications of this corporate structure for environmental issues.

Accordingly, the Commonwealth advocates adding a sixth category of activity to the EIS scope.¹ This category would specifically include the impact that the acquisition of Conrail by NS and CSX would have on the likelihood that existing environmental problems at Conrail sites would be adequately addressed in a timely manner.

The Commonwealth notes with approval the inclusion in the proposed EIS (item 1(D)(7)) of an examination of how certain activities associated with the acquisition might affect the release of hazardous substances and other contaminants at or from current Conrail facilities that are involved in construction projects or rail line abandonments. Consistent with Part II of the Commonwealth's comments below, however, the scope of this analysis should be expanded to include expansion of existing facilities or any other proposed change in facility use that could disturb or release contaminants.

The Commonwealth also notes with approval the inclusion in the proposed EIS of an examination of safety issues including the policies, protocols and contingency plans of the Applicants regarding releases of hazardous wastes (item 1(d)(3)-(6)). Particularly in light of the experience outlined above with Conrail's apparent shortcomings in the area of environmental response and cleanup, and given the increases in rail traffic projected by the Applicants in this proceeding, it is important for the Board to satisfy itself that the Applicants will do everything reasonably possible to prevent environmental degradation and resource damage resulting from spills and other releases of toxic or hazardous substances.

¹ The sixth category would be added to the types of activity listed under the heading "Environmental Impact Analysis" on page 36335 of the Federal Register notice.

II. Expansion of Analysis of Construction Projects

The proposed EIS scope includes examination rail line construction projects as those projects might implicate coastal zone management requirements, release of hazardous wastes, use of prime farmland, and other types of environmental effects. The Commonwealth submits that there is not necessarily a difference in kind between the effects of rail line construction and the construction or expansion of any significant rail facility, such as yards and intermodal terminals. While recognizing that the Board's resources are finite, there should nonetheless be a way of distinguishing among changes in facilities that may be de minimis and those that have the potential for environmental effects, such as those requiring excavation, moving of earth or fill, diversion of watercourses, or new environmental permitting of any type. Board staff undoubtedly has the expertise needed to draw reasonably and practicable lines that will lead to meaningful analysis on construction projects.

III. Expanded Analysis of Effects on Commuter and Passenger Rail Operations

The Board's proposed analysis of "Transportation Systems" would include an evaluation of "potential environmental impacts on commuter rail service and interstate passenger service." The Commonwealth respectfully requests that the analysis include at a minimum a review of all instances in which there is projected to be an increase in freight traffic on lines also used for commuter rail or intercity passenger operations, and an estimate of likely increases in conflicts between freight and commuter/passenger schedules.

It is well known that some of the most heavily used rail passenger corridors in the United States pass through the Commonwealth. Experience with another recent merger confirms the

potential for interference by increased freight traffic with established passenger operations.²

Such interference, and resultant delays of commuter trains, can have a cascade of negative effects, because unreliable service and poor on-time performance are probably the single biggest factors that can induce commuters to abandon commuter trains in favor of private automobiles.

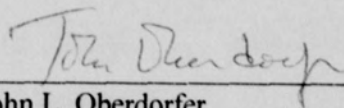
The Commonwealth urges the Board to seek to determine whether there is an increased potential for interference between freight and commuter/passenger trains and to quantify the likely environmental impacts that could result from shifting of commuting patterns towards automobile traffic.

IV. Conclusion

For the foregoing reasons, the Commonwealth urges the Board to expand the scope of the EIS to (1) address the issue of the environmental contamination of present facilities, (2) examine the environmental effects not only of rail line constructions or abandonments, but also of the expansion of facilities, including intermodal terminals and rail yards and (3) expand the analysis of possible detrimental effects resulting from interference with commuter and passenger rail operation.

² See Comments of Southern California Regional Rail Authority dated August 1, 1997 in Finance Docket No. 32760 (Sub-No. 21), the Union Pacific/Southern Pacific oversight proceeding.

Respectfully submitted,



John L. Oberdorfer
Patton Boggs, L.L.P.
2550 M Street, N.W.
Washington, DC 20037
(202) 457-6335

Paul A. Tufano, General Counsel
Commonwealth of Pennsylvania
Room 225, Main Capitol Building
Harrisburg, PA 17120
(717) 787-2551

Counsel for Commonwealth of
Pennsylvania, Governor Thomas J. Ridge,
and Pennsylvania Department of
Transportation

Dated: August 6, 1997

CERTIFICATE OF SERVICE

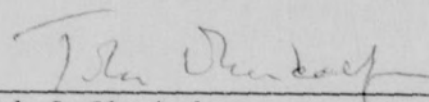
I hereby certify that I have served copies of the foregoing Comments on Proposed Scope of Environmental Impact Statement by first class mail upon the following:

Administrative Law Judge Jacob Leventhal
Federal Energy Regulatory Commission
888 First Street, N.E.
Suite 11F
Washington, DC 20426

Dennis G. Lyons, Esq.
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John L. Oberdorfer

WILLIAM L. SLOVER
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KELVIN J. DOWD
ROBERT D. ROSENBERG
CHRISTOPHER A. MILLS
FRANK J. PERGOLIZZI
ANDREW B. KOLESAR III

SLOVER & LOFTUS
ATTORNEYS AT LAW
1224 SEVENTEENTH STREET, N. W.
WASHINGTON, D. C. 20036

ENVIRONMENTAL
DOCUMENT

August 6, 1997

202 347-7170

BY HAND DELIVERY

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
ATTN: Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing
1925 K Street, N.W.
Washington, D.C. 20423-0001



Re: Finance Docket No. 33388
CSX Corporation and CSX Transportation Inc.,
Norfolk Southern Corporation and Norfolk
Southern Railway Company -- Control and Operating
Leases/Agreements -- Conrail Inc.
and Consolidated Rail Corporation

Dear Ms. Kaiser:

Enclosed for filing in the above-referenced proceeding,
please find an original and ten (10) copies of the Comments of
the State of New York by and through its Department of
Transportation on Draft Scope of Environmental Impact Statement
(NYS-02).

We have included an extra copy of the filing. Kindly
indicate receipt by time-stamping this copy and returning it with
our messenger.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in dark ink, appearing to read 'William L. Slover'.

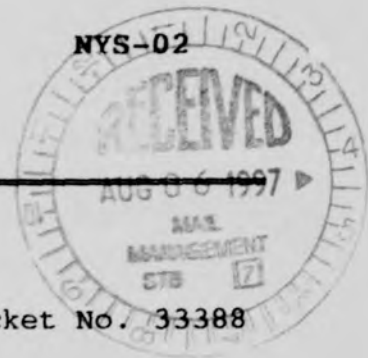
William L. Slover
An Attorney for the State of
New York by and through its
Department of Transportation

Enclosures

ENVIRONMENTAL
DOCUMENT

BEFORE THE
SURFACE TRANSPORTATION BOARD

NYS-02



CSX CORPORATION AND CSX
TRANSPORTATION, INC., NORFOLK
SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY
COMPANY -- CONTROL AND OPERATING
LEASES/ACREEMENTS -- CONRAIL, INC.
AND CONSOLIDATED RAIL CORPORATION

Finance Docket No. 33388

COMMENTS OF THE STATE OF NEW YORK
BY AND THROUGH ITS DEPARTMENT OF TRANSPORTATION
ON DRAFT SCOPE OF ENVIRONMENTAL IMPACT STATEMENT

The State of New York, by and through its Department of Transportation ("New York"), submits these Comments on the Draft Scope of the Environmental Impact Statement ("Draft Scope") served by the Board in the captioned proceeding on July 3, 1997.

New York firmly endorses a detailed, complete, and thorough analysis of the proposed transaction's¹ potential environmental impacts through the preparation of a formal Environmental Impact Statement (EIS). As the Board recognized in its Draft Scope, the transaction involves a number of significant changes in existing rail operations throughout the eastern United States, including shifts in traffic volumes, rail line abandonments, and new construction projects. See Draft Scope at 7. The magnitude

¹ The transaction referred to in these Comments is the proposed acquisition and control of Conrail, Inc. and Consolidated Rail Corporation ("Conrail") by CSX Corporation and CSX Transportation, Inc. ("CSXT"), and Norfolk Southern Corporation and Norfolk Southern Railway Company ("Norfolk Southern") (collectively, "Applicants").

and complexity of these changes, along with the vast and varied geographic area affected by the proposed transaction, demand a careful and complete review of the environmental consequences that may result from the Applicants' plan for the future disposition of Conrail, consequences including those addressed by the eleven "Impact Categories" listed in the Board's Notice.

New York respectfully submits that certain potential impact areas warrant a particularly detailed and searching analysis, due to the demographics and other characteristics of the region currently served by Conrail that would be affected by the proposed transaction. Specifically:

1. Impact on Passenger Service. Unlike other, recent Western railroad mergers, the proposed division of Conrail directly affects highly concentrated rail corridors on which freight traffic shares space with heavily-utilized commuter and intercity passenger service. This rather unique circumstance calls for an especially rigorous review of the safety issues outlined in Sections 1(B) and (C) and 2(A) of the Draft Scope.

2. Highway Grade Crossings. The fact that Conrail's lines traverse a densely populated region of the country, including several major metropolitan areas, supports an EIS process in which special attention is paid to highway grade crossing impacts, as contemplated by Section 1(A) of the Draft Scope.

3. Air Emissions in Non-Attainment Areas. The greater New York City/Northern New Jersey metropolitan region is a recognized non-attainment area under the Clean Air Act. The

Applicants' plans and traffic diversion projections for the New York City/Northern New Jersey terminal area warrant focused attention vis-a-vis the air quality impacts described in Section 5 of the Draft Scope. In particular, the Board should ensure that the EIS includes an assessment of emissions that would result from any departure by the Applicants from their proposed operating plan that would lead to increased drayage or other highway freight traffic. This could occur, for example, if the Applicants make operating changes resulting in west-of-Hudson rail shipments terminating further from New York City, or if new single-line routings lead to an increase in east-of-Hudson freight shipments without a concomitant expansion of rail capacity.

WHEREFORE, New York urges formal adoption of the Draft Scope proposed by the Board, with particular emphasis on the rail passenger, highway safety and air emissions issues discussed above.

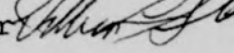
Respectfully submitted,

THE STATE OF NEW YORK BY AND
THROUGH ITS DEPARTMENT OF
TRANSPORTATION

OF COUNSEL:

Slover & Loftus
1224 Seventeenth Street, NW.
Washington, D.C. 20036

Dated: August 6, 1997

By: William L. Slover 
Kelvin J. Dowd
Jean M. Cunningham
Slover & Loftus
1224 Seventeenth Street, N.W.
Washington, D.C. 20036

Attorneys and Practitioners



Commonwealth of Kentucky
Transportation Cabinet
Frankfort, Kentucky 40622

**ENVIRONMENTAL
DOCUMENT**

James C. Codell, III
Secretary of Transportation

Paul E. Patton
Governor

T. Kevin Flanery
Deputy Secretary

August 5, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, NW
Washington, D.C. 20423-0001



ATTN: Ms. Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing

Dear Ms. Kaiser:

Re: Notice of Intent to Prepare Environmental Impact Statement (EIS) and
Request for Comments on Proposed EIS Scope on STB Finance Docket No.
33388

Your letter of July 3, 1997 requested review comments on the subject notice pertaining to the consolidation application filed jointly by the CSX Corporation and the Norfolk Southern (NS) Corporation seeking to acquire control of Conrail's 44,000 miles of rail line in the Eastern United States. We have reviewed the draft scope, and we feel that it adequately addresses those items of interest to the Kentucky Transportation Cabinet.

For the record, the Kentucky Transportation Cabinet supports the proposed acquisition of Conrail's rail lines by the CSX and Norfolk Southern. We feel that the acquisition will provide significant benefits to the Commonwealth of Kentucky, both from an environmental and economic perspective, as outlined below:

- The proposed joint acquisition will enhance freight movement efficiency by eliminating transfer time delays and costs due to changes in jurisdictional control. This should result in improved transit time, more dependable service, reduced costs to the railroad, and, therefore, better service and lower rates to Kentucky shippers.
- It will create competition between the CSX and NS which should also help bring about reduced shipping costs and improved delivery time.

KENTUCKY TRANSPORTATION CABINET

"PROVIDE A SAFE, EFFICIENT, ENVIRONMENTALLY SOUND, AND FISCALLY RESPONSIBLE TRANSPORTATION SYSTEM
WHICH PROMOTES ECONOMIC GROWTH AND ENHANCES THE QUALITY OF LIFE IN KENTUCKY."

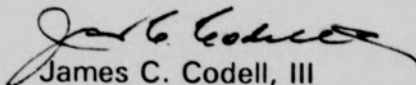
"AN EQUAL OPPORTUNITY EMPLOYER M/F/D"

Office of the Secretary
ATTN: Ms. Elaine K. Kaiser
Page Two
August 5, 1997

- The proposed acquisition is expected to provide relief to Kentucky's interstate highways through reductions in truck traffic, or at least the rate of growth of truck traffic, due to freight diversion from trucks to rail because of increased efficiency and reduced costs. This will lessen demands on the Cabinet to improve important highway corridors such as I-75 and I-65, which would allow more resources to be used for other much-needed highway improvements in the state.
- The anticipated diversion of freight from trucks to rail will also provide many other benefits, including: reduced energy use, enhanced safety on highways, reduced congestion, reduced system-wide air pollutant emissions, increased overall transportation efficiency, and reduced costs.

In conclusion, we feel that the acquisition of Conrail by the CSX and NS railroads will be good for Kentucky and good for the country. Further, we feel that the draft EIS scope you have proposed will satisfactorily address the issues of concern to the Commonwealth of Kentucky.

Sincerely,


James C. Codell, III
Secretary of Transportation

JCC/JLC/BSS/AMT/lh

STB

FD-33388

ID-FEDS

8-6-97

K



U.S. Department of
Transportation
Office of the Secretary
of Transportation

ORIGINAL

GENERAL COUNSEL

400 Seventh St., S.W.
Washington, D.C. 20590

DOT-1

August 6, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K St., N.W. Suite 700
Washington, D.C. 20423-0001

Attention: Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing

Re: Scope of Environmental Impact Statement
Finance Docket No. 33388



ENVIRONMENTAL
DOCUMENT

Dear Ms. Kaiser:

The Surface Transportation Board ("STB" or "Board") has previously decided that its consideration of the proposed acquisition of Conrail by CSX Transportation and Norfolk Southern Railway ("CSX" and "NS," respectively) in the above-referenced proceeding requires the preparation of an environmental impact statement ("EIS") pursuant to the National Environmental Policy Act. Decision No. 6. The STB's Section of Environmental Analysis ("SEA") is responsible for preparing this document. By decision served July 3, 1997, the SEA published a draft scope of the issues to be addressed in the EIS and solicited comment.

The United States Department of Transportation ("DOT" or "Department") shares the Board's recognition of the importance of this transaction. It involves three of the five largest railroads in the nation, and it will especially affect transportation service, economic development, and community life in the most heavily industrialized and densely populated areas of the country. As discussed more fully below, the Department believes the proposed scope addresses the issues most likely to be of significance. However, we recommend that the STB clarify some of the safety issues identified, and we submit that several other issues merit consideration as well. The comments that follow address the "Impact Categories" in the order set forth in the draft scope.

SAFETY

The Department fully supports the proposed emphasis on the transaction's potential effects on safety. Decision at 7-8. Safety is the Department's highest priority and deserves the highest level of scrutiny. The Federal Railroad Administration ("FRA"), the operating administration within DOT responsible for promoting and overseeing the safety of railroad operations, has already initiated a review of the current safety practices at all three Applicant railroads. FRA will take an active role in identifying and analyzing possible safety concerns in this proceeding and in monitoring compliance with applicable regulations. DOT offers the following specific recommendations in the category of Safety:

The scope of the EIS should clearly include personal injuries and fatalities resulting from grade crossing collisions. The proposed draft scope properly includes grade crossings as the first item to be addressed in the category of safety. *Id.* at 8. More people die each year in grade crossing collisions than in any other type of train incident; roughly half of all deaths and a large portion of injuries associated with rail operations occur at grade crossings. Significant changes in daily train volume at crossings could therefore have a material impact on safety, and we consider additional specificity in this matter important.

The scope of the EIS should be clarified to include the consequences of possible changes in the mix of trains or the length of trains due to the proposed transaction. The SEA has expressly proposed to consider the effects of increases in the number of trains on certain line segments, *Id.* at 7, but train length and mix may also have an effect on the blocking of grade crossings (as well as on air quality).

The EIS should consider the safety impact of potential truck-to-rail traffic diversions arising from the transaction. The Applicants have made clear that the diversion of traffic from motor carriage to rail carriage is a prominent feature in their operating plans, and the consequence of such diversion for air quality is already identified as a topic for study in the draft scope. *Id.* at 9. (It is also possible that air quality would be affected if this transaction results in diversion of traffic from water carriage to rail.) To the extent that a reduction in the number of trucks on the highways translates into fewer deaths and injuries, the safety implications of this diversion are worthy of evaluation as well.

The scope of the EIS should encompass any effects on safety due to the integration of three different rail carriers. The Department has confidence that all rail carriers seek to conduct their operations in a safe manner, and that each has adopted those programs deemed appropriate to this end. However, DOT has observed following prior merger or acquisition proceedings that the integration of divergent corporate cultures with different systems, processes, and standards can raise safety issues with respect to operations, employee safety, and maintenance of rail infrastructure. This also has important implications for such

environmental concerns as the proper handling of hazardous materials. For these reasons we recommend including this subject within the EIS.

TRANSPORTATION SYSTEM

The draft scope properly encompasses both the effects of various proposals in the Application on commuter and interstate passenger rail service and the potential diversion of freight traffic from trucks to rail. *Id.* at 8. Commuter and passenger rail service in the Northeastern United States, the most densely populated portion of the country, are extremely important facets of this proceeding.

The EIS should evaluate each of the lines carrying commuter or intercity rail passengers for the environmental effects (i.e., safety, noise, air quality) of increased or decreased freight service levels due to the proposed transaction. The draft scope refers to "system-wide" effects and "environmental" impacts. *Id.* at 3. It is not clear to the Department that these encompass attention to individual line segments and to the subject of safety, which may not traditionally be considered an "environmental" matter.

The EIS should identify possible instances of diversion from commuter and intercity rail to automobile if rail capacity problems cause a reduction in commuter or interstate passenger service frequency or reliability. It is a fact that freight and passengers sometimes compete for limited track capacity, and it is also true that one of the Applicants' paramount interests is to attract traffic from motor carriage. Such a change could affect available rail capacity and, particularly in urban areas, have ramifications for passenger rail operations. Adverse impacts on these operations, in turn, could have an impact on safety, on air quality, and on land use (i.e., demand for more highway capacity).

AIR QUALITY

The EIS should include any line segments or terminal activity in which unique local conditions could make changes in operations below regulatory thresholds the source of significant environmental impacts. The draft scope specifies that study of the transaction's effects on air quality will be guided by standards in the STB's environmental rules. *Id.* at 9; 49 C.F.R. Part 1105. We think it important to note that these standards are of necessity based on "average" conditions, and that while this may be appropriate as a general matter, the SEA should be sensitive that particular circumstances in local areas may support emissions assessments of line segments and yards even though regulatory thresholds have not been breached.

The scope should include as complete an analysis of emissions as is feasible, the EIS should attempt to draw some conclusions about the consequences of the environmental impacts so identified, and the proposals of the Ozone Transport Assessment Group ("OTAG") to reduce emissions should be considered. The proposed EIS scope expressly excludes as infeasible an evaluation of ambient impacts of net increases or decreases of emissions related to rail operational changes, traffic delays, and truck-to-rail diversions stemming from the transaction. Decision at 10. DOT submits that some, perhaps more limited, analytical effort in this area is important in light of the Environmental Protection Agency's recent adoption of more stringent national ambient air quality standards for ozone and particulate matter, and its pending standards for locomotive emissions. 62 Fed. Reg. 38654 and 38856 (July 18, 1997) and 62 Fed. Reg. 6366 (February 11, 1997), respectively. We suggest that SEA review the data that is or becomes reasonably available and make whatever analytical effort is feasible under the circumstances.

BIOLOGICAL RESOURCES

The EIS should encompass the impact of proposed abandonments and rail construction projects on habitats that may not be designated as critical. The draft scope specifies only "designated" critical habitats, Decision at 11, but DOT is not aware of the criteria to be used or by whom it is to be used in identifying habitats to be studied. We accordingly urge the SEA to indicate clearly that it will assess all important habitats in which the proposed transaction would have significant effects.

ENVIRONMENTAL JUSTICE

The scope of the EIS should explicitly include the impact on minority or low-income communities of increased train densities due to the proposed transaction. DOT commends the SEA for identifying environmental justice as a subject to be covered in the EIS. *Id.* The SEA has specified abandonments and construction projects in particular and the effects of these should certainly be considered. *Id.* We consider impacts from actual operations to be of a kind with these and, therefore, also worthy of study.

POSITIVE ENVIRONMENTAL CONSEQUENCES

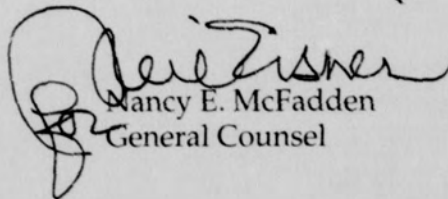
The Department also offers a comment on a subject that does not appear to have received sufficient consideration in the draft scope: positive environmental impacts of the transaction. While operational changes may cause the volume of traffic to increase on some line segments, with likely negative consequences, to the extent that such traffic merely reflects shifts from elsewhere on the same

system or a nearby competing system, those lines losing traffic will likely experience beneficial environmental changes. We therefore recommend that the EIS evaluate positive environmental impacts (on a line segment basis, if necessary) arising from the proposed transaction.

Conclusion

The Department believes that the proposed scope of the EIS is appropriate in most respects. The suggestions set forth above are offered in the interest of ensuring adequate attention to related issues of importance. We also look forward to the opportunity to cooperate with the Board and its contractors in all areas in which DOT and FRA may have responsibilities and expertise.

Respectfully submitted,



Nancy E. McFadden
General Counsel

cc: Hon. Jacob Leventhal
Counsel for Applicants



DEPARTMENT OF THE ARMY

U.S. Army Corps of Engineers
WASHINGTON, D.C. 20314-1000

01 AUG 1997

REPLY TO
ATTENTION OF:

ENVIRONMENTAL
DOCUMENT

Policy Division

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Attn: Ms. Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

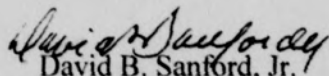


Dear Ms. Kaiser:

We are responding to your request of July 3, 1997, to provide comments on your request on the proposed scope for EIS that details the EIS preparation instigated by STB Finance Docket No. 33388, *CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company-Control and Operating Leases/Agreements-Conrail, Inc. and Consolidated Rail Corporation.*

We have completed our review of the draft proposed EIS scope and have found it sufficient, and offer no further comments.

Sincerely,


David B. Sanford, Jr.

Chief, Policy Division
Directorate of Civil Works



OFFICE OF PROTECTED RESOURCES
NATIONAL MARINE FISHERIES SERVICE
NATIONAL OCEANIC AND ATMOSPHERIC
ADMINISTRATION

1315 EAST-WEST HIGHWAY, 13TH FLOOR
SILVER SPRING, MARYLAND 20910

FAX TRANSMISSION

TOTAL PAGES: 2

DATE: Aug 6 '97

TO:

NAME: Elaine Kaiser - Surface Transportation Board

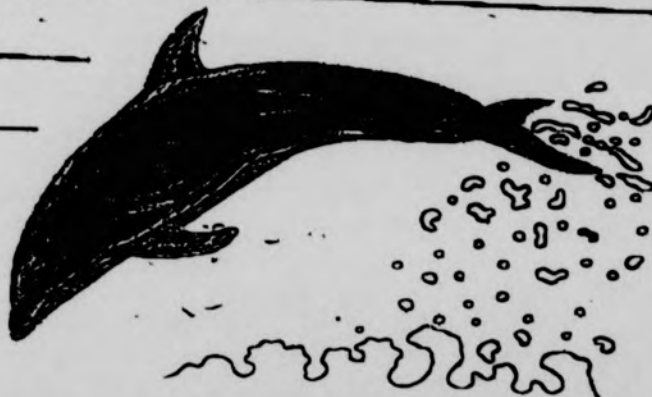
PHONE: _____ FAX: 202 955-1436

FROM:

NAME: Terr Jordan

PHONE: 301-713-1401 FAX: 301/713-0376

SUBJECT/COMMENTS: _____





UNITED STATES DEPARTMENT OF COMMERCE
National Oceanic and Atmospheric Administration
NATIONAL MARINE FISHERIES SERVICE
Silver Spring, Maryland 20910

ADMINISTRATIVE
REC'D 8/6/97
DOCUMENT # 8/7/97 10:38:37AM

ENVIRONMENTAL DOCUMENT

Ms. Elaine K. Kaiser, Chief
Section of Environmental Analysis
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Ms. Kaiser:

The National Marine Fisheries Service (NMFS), Office of Protected Resources, Endangered Species Division has reviewed the Notice of Intent to Prepare an Environmental Impact Statement (EIS) Request for Comments on Proposed EIS Scope (STB Finance Docket No. 33388).

After reviewing these documents, the Endangered Species Division has determined that the scope of the proposed EIS should address in detail potential adverse impacts to biologic resources. Examples of information needed in the Draft EIS include:

Section 7, Biological Resources, there is no discussion of the effects of rail operations on federal endangered or threatened species or designated habitats.

Section 8 - Water Resources fails to discuss how potential impacts to water quality could affect federally listed aquatic species or designated critical habitats.

The draft EIS should address possible effects on the federally listed species under NMFS' jurisdiction: shortnose sturgeon (*Acipenser brevirostrum*) and Gulf sturgeon (*Acipenser oxyrinchus desotoi*). We also have concerns regarding Alabama shad (*Alosa alabamae*), saltmarsh topminnow (*Fundulus jenkinsi*), and Atlantic sturgeon, (*Acipenser oxyrinchus oxyrinchus*), all of which are NMFS candidate species. (See enclosure)

Thank you for allowing us to review these documents. If you have any questions, please contact Terri Jordan at (301)713-1401.

Sincerely,

Nancy Chu
Division Chief
Endangered Species Division



37562

Federal Register / Vol. 62, No. 134 / Monday, July 14, 1997 / Notices

can result in a lower likelihood of an ESA listing.

In Table 1, Revised list of candidate species, the common name appears as the first entry followed by the scientific name, the family name, and the area of concern. This area denotes the general geographic boundaries of the species or the vertebrate population for which

concern has been expressed. Ongoing or future Biological status reviews may narrow the geographic area or population of concern in the future.

Table 2 lists species and vertebrate populations which have been proposed for listing under the ESA. Two of these were on the previous 1991 candidate species list. As final determinations are

made, these species/vertebrate populations may be determined to not warrant listing, to warrant listing, or be designated as candidate species.

Dated: July 8, 1997.

Patricia A. Montano,
Deputy Director, Office of Protected
Resources, National Marine Fisheries Service.

TABLE 1.—REVISED LIST OF CANDIDATE SPECIES

Common name	Scientific name	Family	Area of concern ^a
Marine Mammals			
Beluga Whale ¹	<i>Delphinapterus leucas</i>	Monodontidae	AK (Cook Inlet population).
Fishes			
Dusky Shark ²	<i>Carcharhinus obscurus</i>	Carcharhinidae	Atlantic; Gulf of Mexico; Pacific.
Sand Tiger Shark ²	<i>Odontaspis taurus</i>	Odontaspidae	Atlantic; Gulf of Mexico
Night Shark ²	<i>Carcharhinus signatus</i>	Carcharhinidae	Atlantic; Gulf of Mexico
Atlantic Sturgeon	<i>Acipenser oxyrinchus oxyrinchus</i>	Acipenseridae	Atlantic, anadromous.
Alabama Shad ²	<i>Alosa alabamae</i>	Clupeidae	AL, FL, anadromous.
Searun Cutthroat Trout ^{2,4}	<i>Oncorhynchus clarki clarki</i>	Salmonidae	Pacific, WA to CA, anadromous. ⁴
Chum Salmon ^{2,4}	<i>Oncorhynchus keta</i>	Salmonidae	Pacific, WA, OR, anadromous. ⁴
Coho Salmon ²	<i>Oncorhynchus kisutch</i>	Salmonidae	Pacific, anadromous. Puget Sound/ Strait of Georgia, Southwest WA, Lower Columbia River, and OR Coast ESUs ²
Steelhead Trout ^{2,5}	<i>Oncorhynchus mykiss</i>	Salmonidae	Pacific, anadromous. Middle Columbia River ESU
Sockeye Salmon ^{2,4}	<i>Oncorhynchus nerka</i>	Salmonidae	Pacific, WA, anadromous and fresh- water. ⁴
Chinook Salmon ^{2,4}	<i>Oncorhynchus tshawytscha</i>	Salmonidae	Pacific, WA to CA, anadromous. ⁴
Atlantic Salmon ^{2,5}	<i>Salmo salar</i>	Salmonidae	Atlantic, anadromous. Kennebec River, Tunk Stream, Penobscot River, and St. Croix River DPSs.
Mangrove Rivulus ²	<i>Rivulus marmoratus</i>	Aplocheilidae	FL, estuarine.
Saltmarsh Topminnow	<i>Fundulus jenkinsi</i>	Cyprinodontidae	TX, LA, MS, AL, FL
Key Silverside	<i>Menidia menidia</i>	Atherinidae	Florida Keys
Cyprinodont Pipfish	<i>Microphis brachyurus lineatus</i>	Syngnathidae	Florida, Indian River Lagoon
Speckled Hind ²	<i>Epinephelus drummondhayi</i>	Serranidae	NC to Gulf of Mexico.
Jewfish ¹	<i>Epinephelus itajara</i>	Serranidae	NC southward to Gulf of Mexico.
Warsaw Grouper ²	<i>Epinephelus nigritus</i>	Serranidae	MA southward to Gulf of Mexico.
Nassau Grouper ¹	<i>Epinephelus striatus</i>	Serranidae	NC southward to Gulf of Mexico.
Mollusks			
White Abalone ²	<i>Haliotis sorenseni</i>	Haliotidae	CA, Baja CA.

¹ addition to list.

² research initiated as a result of being on 1991 candidate species list.

³ ESU=evolutionarily significant unit. Pacific salmon populations can only be listed under the ESA if they are "evolutionarily significant", per NMFS policy (56 FR 58612).

⁴ DPS=distinct population segment.

⁵ under ESA status review; specific ESUs meriting candidate status will be identified in the future following status review.

⁶ for this species, certain ESUs/DPSs are candidate species, while others are proposed for listing under the ESA (see Table 2).

^a Defines the general geographic area or populations of concern for the species.

TABLE 2.—SPECIES THAT HAVE BEEN PROPOSED FOR LISTING UNDER THE ESA

Common name	Scientific name	Family	Area under consideration
Marine Mammals			
Harbor Porpoise	<i>Phocoena phocoena</i>	Delphinidae	Gulf of Maine.
Fishes			
Steelhead Trout ¹	<i>Oncorhynchus mykiss</i>	Salmonidae	Pacific, anadromous. Lower Columbia River, OR Coast, Klamath Moun- tains Province, Northern CA, Central CA Coast, South/Central CA Coast, Southern CA, Central Valley, Upper Columbia River, Snake River Basin ESUs.
Atlantic Salmon ^{1,2}	<i>Salmo salar</i>	Salmonidae	Atlantic, anadromous. Denny's, E. Machias, Machias, Pleasant, Naraguagus, Ducktrap, and Sheepscot River DPS ³ .

TABLE 2—SPECIES THAT HAVE BEEN PROPOSED FOR LISTING UNDER THE ESA—Continued

Common name	Scientific name	Family	Area under consideration
<i>Plants</i> Johnson's Scaevola	<i>Halophila johnsonii</i>	Hydrocharitaceae	FL

*Addition to list.

†Under status review.

[FR Doc. 97-18326 Filed 7-11-97; 8:45 am]
BILLING CODE 3510-22-P

DEPARTMENT OF COMMERCE

Patent and Trademark Office (PTO)

Deposit of Biological Materials for Patents

ACTION: Proposed collection; comment request.

SUMMARY: The Department of Commerce (DoC), as part of its continuing effort to reduce paperwork and respondent burden, invites the general public and other Federal agencies to take this opportunity to comment on proposed and/or continuing information collections, as required by the Paperwork Reduction Act of 1995, Pub. L. 104-13 (44 U.S.C. 3506(c)(2)(A)).

DATES: Written comments must be submitted on or before September 12, 1997.

ADDRESSES: Direct all written comments to Linda Engelmeler, Departmental Forms Clearance Officer, Department of Commerce, Room 5327, 14th and Constitution Avenue, NW, Washington, D.C. 20230.

FOR FURTHER INFORMATION CONTACT: Requests for additional information or copies of the information collection instrument(s) and instructions should be directed to Robert J. Spar, Patent and Trademark Office (PTO), Washington, D.C. 20231, telephone number (703) 305-9285.

SUPPLEMENTARY INFORMATION:

I. Abstract

Every patent must contain a description of the invention written so as to enable a person knowledgeable in the relevant science to make and use the invention. When the invention involves a biological material, sometimes words alone cannot sufficiently describe how to make and use the invention in a reproducible or repeatable manner. In such cases, the required biological material must either be known and readily (and continually) available, or be deposited in a suitable depository to obtain a patent. When a deposit is necessary, the PTO collects information

to determine whether the patent statute has been complied with including whether the public has been notified about where samples of the biological material can be obtained.

II. Method of Collection

By mail, facsimile or hand carry when the applicant or agent files a patent application with the Patent and Trademark Office (PTO) or submits subsequent papers during the prosecution of the application to the PTO.

III. Data

OMB Number: 0651-0022.

Form Number: None.

Type of Review: Renewal without change.

Affected Public: Individuals or households, business or other non-profit, not-for-profit institutions and Federal Government.

Estimated Number of Respondents: 3,500.

Estimated Time Per Response: One hour.

Estimated Total Annual Burden Hours: 3,500 hours.

Estimated Total Annual Cost: \$350,000 to submit the information to the PTO. Capital costs include testing and storage fees. A one time/per deposit testing fee typically costs \$100.00 to assess the viability of the biological material. The one time/per deposit storage fee is approximately \$960.00. The sum of capital costs is \$3,710,000 annually. (\$1060 X 3500)

IV. Request for Comments

Comments are invited on: (a) Whether the proposed collection of information is necessary for the proper performance of the functions of the agency, including whether the information shall have practical utility; (b) the accuracy of the agency's estimate of the burden (including hours and cost) of the proposed collection of information; (c) ways to enhance the quality, and clarity of the information to be collected; and (d) ways to minimize the burden of the collection of information on respondents, including through the use of automated collection techniques or other forms of information technology.

Comments submitted in response to this notice will be summarized or

included in the request for OMB approval of this information collection; they will also become a matter of public record.

Dated: July 8, 1997.

Linda Engelmeler,
Departmental Forms Clearance Officer, Office of Management and Organization.
[FR Doc. 97-18429, Filed 7-11-97; 8:45 am]
BILLING CODE 3510-18-P

COMMODITY FUTURES TRADING COMMISSION

Coffee, Sugar & Cocoa Exchange, Inc. Petition for Exemption From the Dual Trading Prohibition in Affected Contract Markets

AGENCY: Commodity Futures Trading Commission.

ACTION: Order.

SUMMARY: The Commodity Futures Trading Commission ("Commission") is granting the petition of the Coffee, Sugar & Cocoa Exchange, Inc. ("CSCE" or "Exchange") for exemption from the prohibition against dual trading in its Sugar #11 futures contracts.

DATES: This Order is effective July 8, 1997.

FOR FURTHER INFORMATION CONTACT: Duane C. Andresen, Special Counsel, Division of Trading and Markets, Commodity Futures Trading Commission, Three Lafayette Centre, 1155 21st St., N.W., Washington, DC 20581; telephone (202) 418-5490.

SUPPLEMENTARY INFORMATION: On October 19, 1993, the Coffee, Sugar & Cocoa Exchange, Inc. ("CSCE" or "Exchange") submitted a Petition for Exemption from the Dual Trading Prohibition for its Sugar #11 and Coffee "C" futures contracts. Subsequently, the Exchange submitted an amended petition on March 21, 1997.¹ Upon consideration of these petitions and other matters of record, including Exchange submissions and undertakings

¹ In its amended petition, the Exchange petitioned for the dual trading exemption for six contract markets: Coffee "C", Sugar #11 and Cocoa futures and futures option contracts. This Order is applicable to the Sugar #11 futures contract market, which currently is the only affected contract market at the Exchange.

STB

FD-33388

ID-CITIES

8-6-97

K

SOUTH WESTERN REGIONAL PLANNING AGENCY
DARIEN GREENWICH NEW CANAAN NORWALK STAMFORD WESTON WESTPORT WILTON
1 SELLECK STREET, SUITE 210, EAST NORWALK, CT 06855 TEL: (203) 866-5543 FAX: (203) 866-6502

ENVIRONMENTAL
DOCUMENT

July 31, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Attention: Elaine K. Kaiser, Chief
Section of Environmental Analysis
Environmental Filing



RE: **Notice of Intent to Prepare an EIS**
STB Railroad Control Application - Finance Docket No. 33388
(CSX Corporation et al)

Dear Ms. Kaiser:

Thank you for your letter of July 3, 1997, informing us of your intent to prepare an Environmental Impact Statement (EIS) on the above named Railroad Control Application, and your request for comments on the proposed EIS scope that is part of the notice.

The South Western Regional Planning Agency consists of eight towns and cities in the southwestern corner of Connecticut. (These municipalities include Darien, Greenwich, New Canaan, Norwalk, Stamford, Weston, Westport and Wilton.)

Both I-95 and the Northeast Corridor rail line run directly through our region.

The South Western Region is also located near the center of the Greater New York/New Jersey/New England Air-Quality Non-Attainment area. See copy of portion of map entitled Air Quality Attainment Status Fig. 1-4, page 68 of volume 6A of 8, Docket No. 33388. The location of South Western Region is marked with an arrow. (Attachment 1)

At their regular meeting of July 7, 1997 the South Western Regional Planning Agency, (SWRPA) in accordance with their 1995 Regional Plan of Conservation and Development (Attachment 2) and in support of a letter dated June 18, 1997 from the South Western Region Metropolitan Planning Organization (SWRMPO) to Governor John Rowland of Connecticut (Attachment 3), unanimously authorized testimony to be submitted to the Surface Transportation Board, based on SWRPA and SWRMPO policy.

In addition to the excerpt from the SWRPA 1995 Regional Plan in Attachment 2, please see the excerpt from the SWRMPO Long Range Transportation Plan. (Attachment 4)

PURPOSE OF OUR COMMENT

The purpose of our comment is: 1) to inform the STB of our regional transportation policy, which advocates high speed, truck competitive, low-profile, intermodal rail freight service along the entire Northeast Corridor (NEC) directly through New York City, 2) to comment on the scope of the draft EIS to be prepared by the Surface Transportation Board's Section of Environmental Analysis, (SEA) and to urge that this EIS consider the environmental impact of not providing direct intermodal rail freight service directly along the NEC north of Newark, New Jersey to Boston, Massachusetts, and 3) to comment on the Railroad Control Application itself, in support of 1) and 2) above.

1. SOUTH WESTERN REGIONAL TRANSPORTATION POLICY

Official advisory land use/transportation policy of the South Western Region is set forth in the 1995 Regional Plan of Conservation and Development at pp. 68-70, prepared and adopted by the South Western Regional Planning Agency (SWRPA) (see Attachment 2)

The South Western Region Metropolitan Planning Organization, (SWRMPO) consists of the eight Mayors and First Selectmen and the three Transit Districts of the region. In cooperation with the Connecticut Department of Transportation, SWRMPO sets transportation policies and priorities for the region. The SWRMPO is deeply concerned about the rail freight service which will result from the division of Conrail between CSXT and Norfolk Southern.

To formally express this concern, SWRMPO sent a letter under date of June 18, 1997 to Governor John Rowland of Connecticut, urging him to request the STB to amend the proposal to provide for the shared use of the entire Northeast Corridor. (See Attachment 3)

This proposal is based on the Long Range Transportation Plan of the South Western Region Metropolitan Planning Organization (See Attachment 4)

2. COMMENT ON THE SCOPE OF THE DRAFT EIS

ENVIRONMENTAL IMPACT EAST OF HUDSON RIVER

The joint CSXT/NS plan to operate Conrail includes extensive and detailed environmental impact statements for many track connections, increased yard operations, and increased freight train density levels. These environmental studies even include the impact of abandoning several relatively obscure rail branch lines in western Indiana.

Despite the fact that the area east of the Hudson River (N.Y.C., LI, Conn. and Mass.) is part of the largest air quality non-attainment area in the U.S.A, there has been no environmental study of the impact of continuing (and therefore not improving) the present limited rail freight service east of the Hudson River.

In the draft scope of the EIS prepared by the STB Section of Environmental Analysis (SEA) it states:

"Under the NEPA process, SEA will evaluate only the potential environmental impacts of operational and physical changes that are directly related to the proposed transaction. SEA will not consider environmental impacts relating to existing rail operations and existing railroad facilities."

We would argue that the operational and physical changes proposed in this application, i.e. the new joint use of the southern half of the Northeast Corridor (Washington, DC - Newark) will environmentally impact the northern half (Newark-Boston) unless the same direct, competitive, intermodal rail freight service which will be available in the southern half is extended to the northern half of the Northeast Corridor.

In the EIS scope under Impact Category (pp. 36335-36336 of 62FR) the EIS will discuss: 1) the potential transportation system impacts of diversions of freight from trucks to rail and rail to trucks, as appropriate, 2) the energy impacts of diversions as above, 3) the air quality impacts of increases in truck traffic of more than ten (10) percent of the average daily traffic or fifty (50) vehicles a day, and evaluate emissions increases if the proposed transaction affects a Class I or Non-Attainment area as designated under the Clean Air Act, 4) the noise impact of an incremental increase in noise level of three decibels Ldn or more, and the 5) the environmental justice impacts of whether the result of the proposed contrast between rail service provided to the northern and the southern half of the Northeast Corridor would have a disproportionately high and adverse health affect or environmental impact on any minority or low-income group.

We would conclude that all of the foregoing impacts pertain to the Northeast Corridor.

3. COMMENT ON RAILROAD CONTROL APPLICATION

PROBLEM

Vehicular traffic congestion on I-95 has long been a serious problem, and is expected to worsen. A significant part of this problem are the large number of tractor trailers which operate every hour of the day. By contrast, not one through freight train of any kind operates over the parallel Northeast Corridor rail line north of Newark, N.J. This heavy truck traffic could be reduced, were competitive, north-south intermodal rail freight service provided directly along the Northeast Corridor rail line.

OPPORTUNITY

The division of the Conrail system between the Chessie System (CSXT) and Norfolk Southern (NS) railroads presents a major opportunity to improve rail freight service in the Northeastern U.S. The Surface Transportation Board (STB) review of the proposed division should maximize this opportunity.

Improvement will come from direct competition between CSXT and NS and between both railroads and the trucking industry. This competition should be reflected in 1) lower freight rates, 2) longer single line service without costly interchange between different railroads, 3) new and greatly improved north-south rail services instead of only the east-west service provided by Conrail and, finally 4) shared use of the Northeast Corridor (NEC) for high-speed, truck-competitive intermodal rail freight trains.

LESS SERVICE EAST OF HUDSON RIVER

Unfortunately, New York City, Long Island, Connecticut and New England will not fully share in these improvements. See Attachment 5 for Triple Crown Network and north-south Routes which, unfortunately, do not extend east of the Hudson River.

BACKGROUND AND PROPOSED CSXT/NS PLAN

The April, 1997 agreement between CSXT and NS, which constitutes the plan now before the STB, provides that only CSXT will operate east of the Hudson River, denying or significantly reducing the major benefits of direct competition, lower freight rates and direct, truck-competitive intermodal service to New York City, Long Island, Connecticut and New England.

Prior to this agreement, NS had stated its intention of operating directly along the entire NEC, through Penn Station, New York City, using "Roadrailer" type intermodal equipment and single container-on-flatcar type trains, both of which can operate in the restricted overhead clearance environment of the NEC. It reported that success was being achieved in solving the operating concerns of Amtrak and the commuter railroads. NS, which operates the Roadrailer trains, wants to use the NEC so it can directly compete with trucks.

Unfortunately, CSXT has no such plans for direct service along the NEC through New York City. Instead, only one conventional intermodal train is planned, operating between Atlanta, Georgia and Boston, Massachusetts, using the longer, slower route via Albany, New York.

Unfortunately, too, under the present plan now before the STB, the low profile Roadrailer trains will not provide service east of the Hudson River because only NS (and not CSXT) operates this type of equipment.

Roadrailleurs, which can operate through Penn Station New York City and the river tunnels and which can operate at passenger train speeds, will, however, for the first time, be operated by NS on the NEC, but only on the southern half, from Washington, DC to Newark, NJ.

The northern half of the NEC from Newark, New Jersey to Boston, Massachusetts, with fewer passenger trains than the southern half, will remain underutilized during off peak hours. Late at night, and until early dawn, it will be essentially empty. Such underutilization is particularly disturbing because the NEC is, like the highway system, owned, maintained and operated by the public. The public sector, like the private sector, should expect and receive the best possible return on its investment. (See Attachment 6 for Comparative Train Densities on NEC.)

The existing joint CSXT/NS application proposes joint passenger and freight operation of the Northeast Corridor (NEC) from Washington, DC north to Newark, NJ, which proposal we fully and enthusiastically support.

This joint use of the NEC is also important to Norfolk Southern, and we quote from p.226 of Vol. 3B of 8 (NS Operating Plan)

"The existing Roadrailer round trip between Newark and Atlanta, which operates five days a week, will be rerouted from the Hagerstown route to the NEC. Substantial mileage will be saved. This new route will permit TCS (Triple Crown Service) to compete with motor carriers for traffic between the Northeast and the Carolinas, something it cannot do using the Hagerstown route."

As may be seen, direct intermodal rail freight operation on the NEC is shorter in miles and permits direct competition with trucks, thus fulfilling one of the primary stated objectives of the Railroad Control Application presently before the STB.

North of Newark, New Jersey, the alternate routes to the NEC stated in the CSXT and NS operating plans are the proposed CSXT route to Boston via the existing Conrail lines: i.e. River Line to Albany and the Boston Line to Boston, or, as proposed by NS, the Hagerstown/ Harrisburg/ Scranton/ Binghamton/ Schenectady/Hoosac Tunnel route via Norfolk Southern, Delaware & Hudson (Canadian Pacific) and Guilford Transportation Industries lines.

Based on the NS statement quoted above, neither of these routes permit Triple Crown Services (TCS) or single container-on-flatcar intermodal (which can also operate through Penn Station) to directly and effectively compete with highway trucking along the entire north-south I-95 route.

Thus, extension of joint passenger/freight operations along the NEC through New York City and northeast to Boston and New England is the only practical competitive intermodal alternative to continued highway truck congestion.

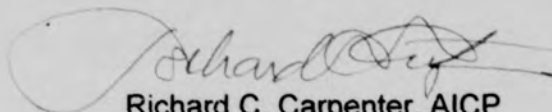
PROPOSED ACTION BY THE SURFACE TRANSPORTATION BOARD

Accordingly, we advocate that the EIS include a full review of this proposal, including the impact of a continuation of the status quo on air quality, safety, health and the economy. Such a review would be performed with a view toward persuading the STB to grant approval of the Railroad Control Application with appropriate conditions, namely, 1) permit and require operation of Roadrailer and single container-on-flatcar service through New York City via Penn Station to New Haven, Connecticut and beyond, and 2) require, in the interest of competitive rail freight service, joint access along this route to both CSXT and NS.

We fully acknowledge and appreciate that the freight service on the NEC should be high speed and compatible with intercity passenger and commuter rail operations.

Thank you for this opportunity to offer our comment.

Respectfully submitted,



Richard C. Carpenter, AICP
Executive Director

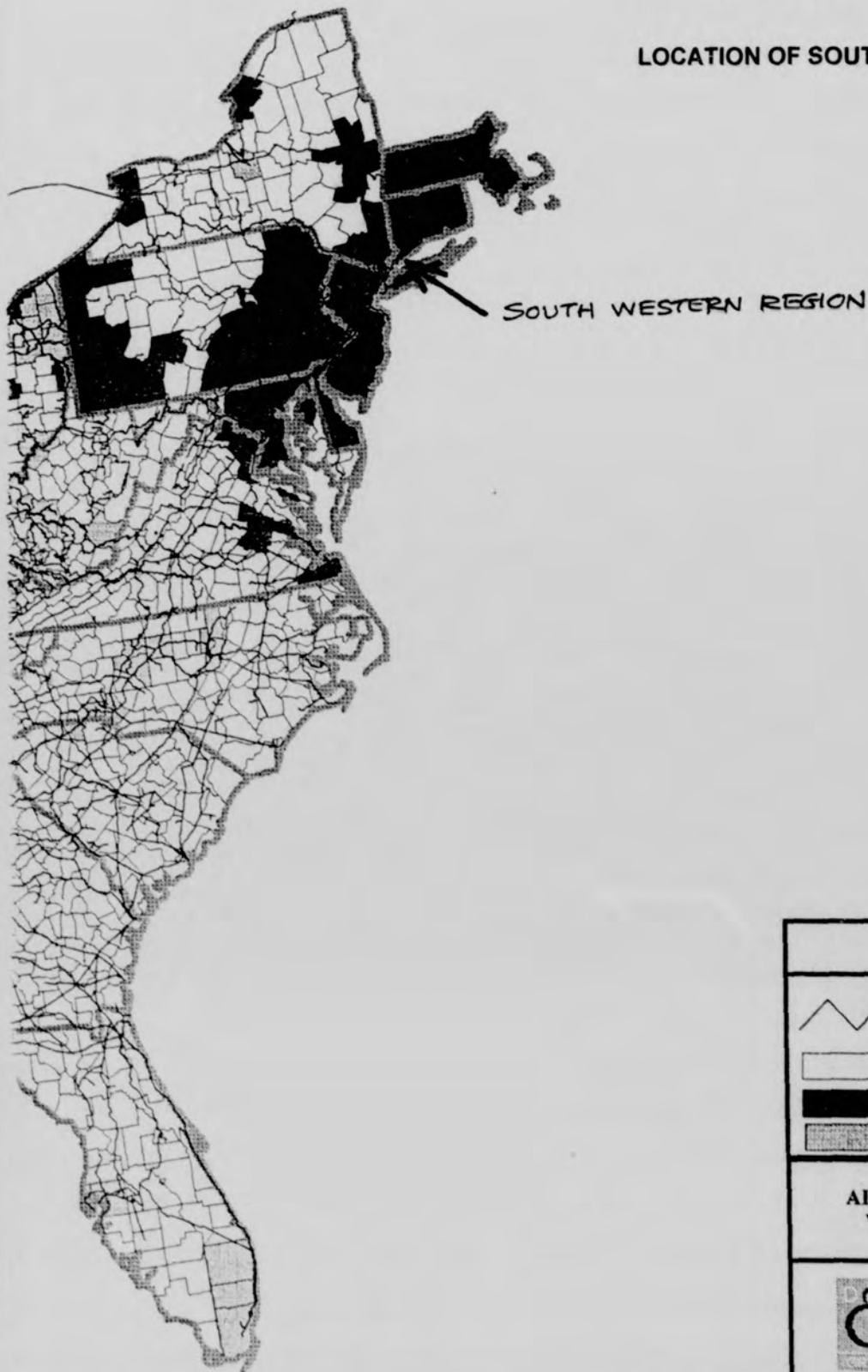
Attachments (6)

1. Location of South Western Region
2. SWRPA Plan
3. Letter to Governor Rowland
4. SWRMPO Plan
5. Network and Route Maps
6. Comparative Train Densities

cc: Hon. Henry Sanders, Chairman, SWRMPO
William Hutchison, Chairman, SWRPA
Hon. James Sullivan, Commissioner, ConnDOT
Congressional Delegation



LOCATION OF SOUTH WESTERN REGION



LEGEND





-  Expanded CSX and NS Systems, Shared Areas and NEC including Trackage Rights and Haulage
-  Attainment
-  Non-Attainment
-  Maintenance

Figure 1-4
**AIR QUALITY ATTAINMENT STATUS
WITHIN EXPANDED CSX AND NS
SYSTEMS AND SHARED AREAS**



DAMES & MOORE
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The South Western Regional Planning Agency
Connecticut

SWRPA PLAN

1995
Regional Plan of
Conservation and Development

December 1995

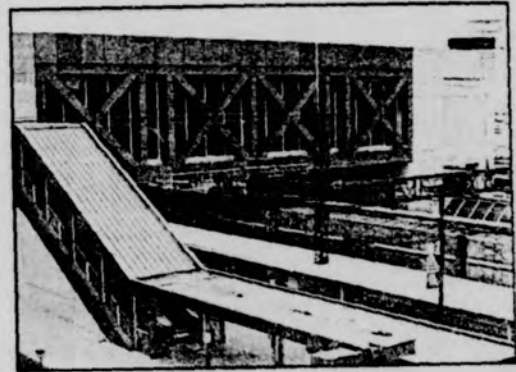
station location is adjacent to the Wheels Bus "pulse point" station in downtown Norwalk, and would provide direct connections from the station to employment sites throughout the city.

Danbury Peak-Hour Train Service

There is also a need for additional train service on the Danbury branch of the railroad, particularly running north during the peak afternoon rush hour. At present, there is inadequate rush hour train service running north to Danbury, even though there are many workers now commuting into the Region from the Danbury area each day. The addition of northbound train service between 4:45 and 6:00 PM would increase the convenience and efficiency of using mass transit to commute into the Region to work, a major goal of the 1995 Regional Plan. As a direct result of SWRPA efforts, PM peak hour northbound service was initiated in July, 1995. However, additional service is needed.

Increase Use of Rail System for Interstate Freight

A major contributing factor to the severe congestion and air quality problems plaguing the northeast corridor is the truck traffic which must use the region to get from New England to New York and points south and west. While the completion of I-287 in northern New Jersey offers a new way for truck traffic to bypass New York City and the South Western Region, going up the New York State Thruway to



The northeast corridor rail system can support additional freight usage to alleviate road congestion. Here, an Amtrak mail express train passes through Stamford station.

Newburgh instead of using the George Washington Bridge and I-95, additional freight traffic should be shifted onto the Region's rail network.

A new proposal for the larger tri-state region would greatly facilitate the transfer of some truck freight to rail lines. The Access to the Core plan being developed jointly by the Port Authority of New York and New Jersey, the Metropolitan Transit Authority, and New Jersey Transit would include provisions for direct rail freight access to Manhattan, possibly via the West Side Line and Oak Point link to New England, and to Long Island via the Hell Gate Line. Also, Road-Railer and single-container-on-flatcar service should be inaugurated through the Penn Station



Additional commuter parking lots, such as this satellite lot in Westport, are encouraged to increase rail usage.

tunnels. SWRPA supports the development and implementation of plans which could substantially reduce truck traffic and congestion throughout the Northeast Corridor.

7.5 Plan Policies

SWRPA's adopted transportation policies address a wide range of legislative, physical planning, and demand management issues:

- Encourage development of a balanced transportation system which uses a variety of modes operating in a complementary way to save energy, reduce congestion, improve air quality and highway safety, strengthen urban centers, and finally, to meet the needs of

all residents, including the transit-dependent and the disabled. Human-scale design and "traffic calming" techniques should be used.

- With the knowledge that financial resources are limited, analyze alternative fiscal and technical transportation strategies to meet regional needs. Such alternatives should:
 1. Promote truck-competitive, intermodal rail freight service along the Northeast Corridor.
 2. Promote shuttle buses to and from railroad stations.
 3. Promote improvement of highway safety laws, especially speed limits, and elimination of defective equipment on cars, buses and trucks. Increase State Police Troop "G" staffing to enforce safety laws. Increase weigh station operation and education in driving safety practices.
 4. Promote the use of less convenient locations and higher parking charges for single occupancy vehicles and also a weight/distance tax for heavy trucks.

7.6 Between Now and 2005

Seven specific areas of planning and programming emphasis are needed to help achieve the goals of the regional plan for improved transportation management and reduced automobile and truck traffic on the

Region's limited-access highway network.

- Complete capital maintenance programs for the Metro-North New Haven commuter rail line, ensuring continued and enhanced service, including through service at Stamford-New Haven to Hartford.
- Plan and implement an improvement program for U.S. Route 7 and Route 1 corridors. The SWRMPO should continue to advocate the completion of new U.S. 7 to Danbury.
- Continue traffic safety and traffic management improvements for U.S. Route 7, the Merritt Parkway, and I-95, especially:
 1. Construct the full interchange between the Merritt Parkway and U.S. 7, and extend New U.S. 7 from Grist Mill Road to Route 33 South in Wilton.
 2. Exit 8 approaches to I-95.
- Begin to shift some long haul truck freight to intermodal rail freight along the Northeast Corridor rail line.
- Provide for additional commuter parking at rail stations along the entire line to encourage transit use.
- Complete the planned enhancement of Stamford's Transportation Center, with expanded capacity through the use of center island platforms.
- Plan for the effect of additional traffic to and from outside the Region due to economic development not under our control.

LETTER TO GOVERNOR ROWLAND



**METROPOLITAN
PLANNING
ORGANIZATION**

One Selleck Street Suite #210 East Norwalk, CT 06855
Telephone: 203-866-5543

Fax: 203-866-6502

June 18, 1997

Hon. John G. Rowland
Room 200
State Capitol
Hartford, CT 06106

Dear Governor Rowland:

The South Western Region Metropolitan Organization has been deeply interested in the rail freight service which will result from the division of Conrail between the Norfolk Southern Corporation (NS) and the CSXT Corporation (CSXT). We respectfully urge you, as Governor, to request the Surface Transportation Board to amend the proposal before it to provide for the shared use of the entire Northeast Corridor. This would provide for competition along the Northeast Corridor and will encourage enhanced intermodal rail freight service, to ease congestion on I-95.

The mutual agreement reached in April between NS and CSXT provides that only CSXT will take over Conrail in New England and east of the Hudson River, including Conrail's trackage rights over Metro North between New York City and New Haven. NS by contrast, had proposed direct operation of "Road Railer" and single containers on flatcars through Penn Station, and directly along the Northeast Corridor toward Boston. CSXT now proposes the more circuitous routing (over 100 miles longer) from Boston west to Albany, thence south along the west bank of the Hudson River to Northern New Jersey. NS clearly states that it had been working out all operating concerns relating to direct operations thru Penn Station with Amtrak and the Long Island Railroad and with Metro North for operation on the New Haven Line.

We note that the CSXT/NS agreement of April 1997 allows for the joint use of the Amtrak Northeast Corridor from Philadelphia to Newark, which shares track space with New Jersey Transit and SEPTA trains. Accordingly, we urge that this same principle of shared usage could and should be extended eastward, across the Hudson River at least to New Haven, where Conrail trackage rights end. Continuation east and north in cooperation with the several existing regional railroads would then be possible. The proposed division of Conrail between NS and CSXT is now before the Surface Transportation Board for a decision.

Respectfully submitted,

Hon. Henry M. Sanders,
Chairman

cc: Congressional Delegation

walsh@kenyon.net

MPO ENDORSED

SWRMPO PLAN

SOUTH WESTERN REGION
LONG RANGE
TRANSPORTATION PLAN
1997-2017

FOR PUBLIC RELEASE

6/19/97

South Western Regional Planning Agency
One Selleck Street Suite 210
East Norwalk, CT 06855
(203) 866-5543

FREIGHT SERVICE

Background

The South Western Region is situated along the primary freight service route to and from New England. Along the Northeast Corridor, within the South Western Region, the two transportation facilities which are available for freight transport are I-95 and the Northeast Corridor Rail Line, known locally as the New Haven Rail Line.

There is not a single through freight train operating east of New York City on the Northeast Rail Corridor. While the use of the Northeast Rail Corridor is restricted by low overhead clearance, horizontal clearance restrictions, intensive passenger train use, the Penn Station tunnels are the only direct crossing of the Hudson River and limited terminal facilities. This line is, however physically capable of accommodating "Road-Railer" and "Single-stack container" trains as well as freight cars that are not "over dimension".

Currently, all through rail freight which enters and leaves New England uses two rail routes through western Massachusetts. Trains from northern New Jersey and points south are forced to travel 150 miles north to Albany to cross the Hudson Rivers. This circuitous route increases the cost of rail shipments and increases delay so the a major portion of New England freight is moved by truck.

As noted in the South Western Region Long Range Transportation Plan 1993-2013, additional freight movement problems included:

1. Congested highways and streets slow trucks in many areas. This is compounded by poor curbside management.
2. Reliable delivery schedules are hard to maintain as a result of highway crowding; incidents, accidents, and construction delay; and circuitous routings caused by commercial traffic restrictions and outmoded, insufficient highway infrastructure.
3. Freight costs are high, relative to the rest of the nation, because of highway congestion, construction, incidents, also minimal use of rail, and the higher costs of doing business in the New York area. There is a lack of competitive warehousing and distribution centers east of the Hudson River.
4. Air pollution, particularly carbon monoxide and particulate matter, is generated by trucks and is locally intensified by prolonged truck idling and congestion. No effective air pollution control measures for large trucks exist at present.
5. Highways, along with water mains and other subsurface infrastructure, are damaged and fail at a faster rate as a result of heavy truck use. There are many missing, restricted or insufficient highway links.

Recent Developments and Proposals

There are three recent developments and proposals which affect the viability of rail freight in the South Western Region.

1. Proposed Merger of Eastern Railroads

Late in 1996, Conrail and CSXT railroad management announced plans to merge into a single railroad. This would reduce the number of major railroads in the eastern U.S. from three to two-the other being the Norfolk Southern Corporation. Norfolk Southern opposed the proposed CSX/Conrail merger and made a counter proposal. Negotiations are underway between the three companies. A final public determination will be made by the Surface Transportation Board which is the successor to the Interstate Commerce Commission (ICC). The Coalition of Northeastern Governors have adopted a policy concerning this merger, which calls for competitive service and Norfolk Southern representatives have publicly proposed and are actively pursuing the operation to "Road Railer" type and single container or flatcar intermodal trains directly through the Penn Station tunnels and along the Northeast Corridor/New Haven Rail line into southern New England. This proposal is consistent with the South Western Region transportation policy for many years.

2. New York Harbor Tunnel

Early in 1997, Mayor Rudolf Giuliani of New York City, proposed a rail freight tunnel under New York Harbor, which would provide a direct full clearance rail connection between the national rail freight system and New York City and New England.

3. Rhode Island Proposed Containerport

Rhode Island voters recently approved a state bond issue to finance capital improvements for a containerport on Narragansett Bay at the former Naval Air Station at Quonset Point. Direct North East Rail Corridor freight service connections would benefit this facility.

Process

Continue to monitor freight activities and studies and to participate in the Connecticut Public Transportation Commission (CPTC) and other organizations that discuss or impact freight. Findings and recommendations will be incorporated into future Transportation Plans and programs as appropriate.

Recommendations

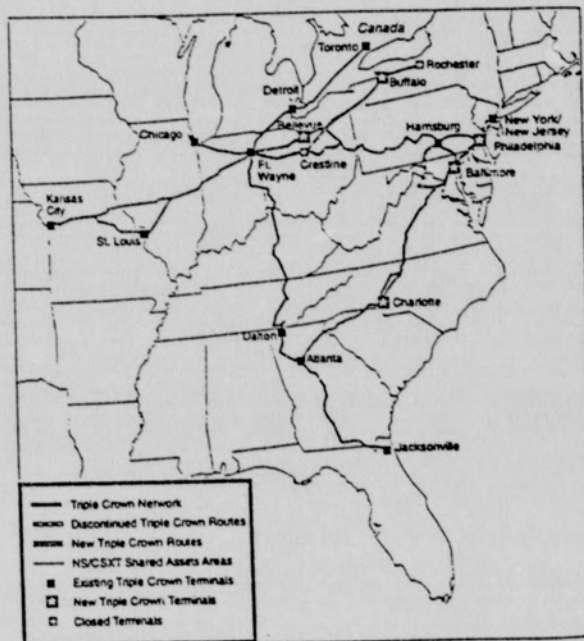
- Improve Rail Competitiveness
 - a. Revise public policy to actively promote and subsidize if necessary high-speed intermodal rail freight service along the Northeast Corridor via the Penn Station's tunnels, and directly along the Northeast Corridor Rail line.

- b. Provide full overhead clearance sufficient for "double-stack" containers. Encourage Connecticut to cooperate with New York, Rhode Island, and Massachusetts in this venture.
 - c. Continue advocacy through the Connecticut Public Transportation Commission (CPTC) as well as direct recommendations to appropriate state officials and the intermodal policies of the South Western Region Long Range Transportation Plan.
 - d. Identify and propose solutions to barriers to rail freight transport.
- Support those railroads who desire to provide high-speed intermodal rail freight service along the Northeast Corridor through New York City.
 - Support competitive rail freight service for New York City and all of New England by at least two major national railroads.
 - Support the proposed New York Harbor rail freight tunnel.
 - Support Incident Management Activities to reduce incident related congestion
 - Improve truck efficiency and safety
 - a. Support increased State Police patrols on I-95 and continue current enforcement activities.
 - b. Continue to support truck inspection activities.
 - c. Integrate freight movement, such as requiring off-street loading areas, into site planning, design and approval process. Provide incentives for retrofitting existing buildings with off-street loading areas.
 - d. Support alternative-fuel truck fleets.

NETWORK AND ROUTE MAPS

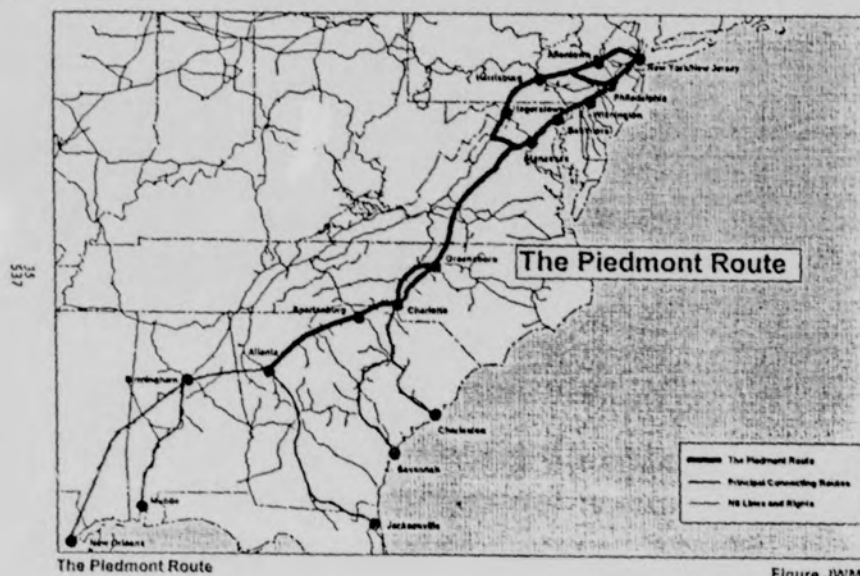
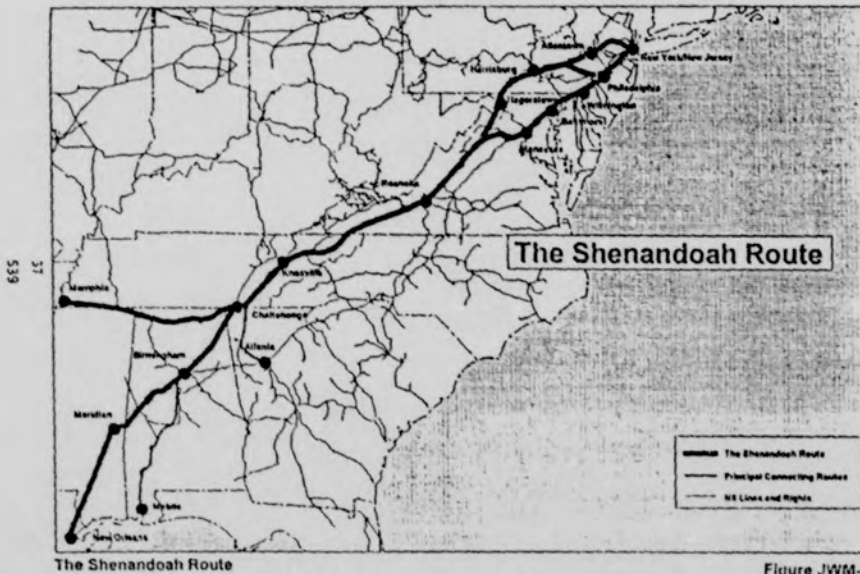
**NEW YORK CITY, LONG ISLAND AND NEW ENGLAND
WILL NOT BE DIRECTLY SERVED BY THE RAIL NETWORK OF
THE NEW TRIPLE CROWN NETWORK**

Figure TLF - 14
The New Triple Crown Network



**NEW YORK CITY, LONG ISLAND AND NEW ENGLAND
WILL NOT BE DIRECTLY SERVED BY EITHER THE
SHENANDOAH OR THE PIEDMONT ROUTES**

NETWORK AND ROUTE MAPS



COMPARATIVE TRAIN DENSITIES NORTHEAST CORRIDOR RAIL LINE (NEC)

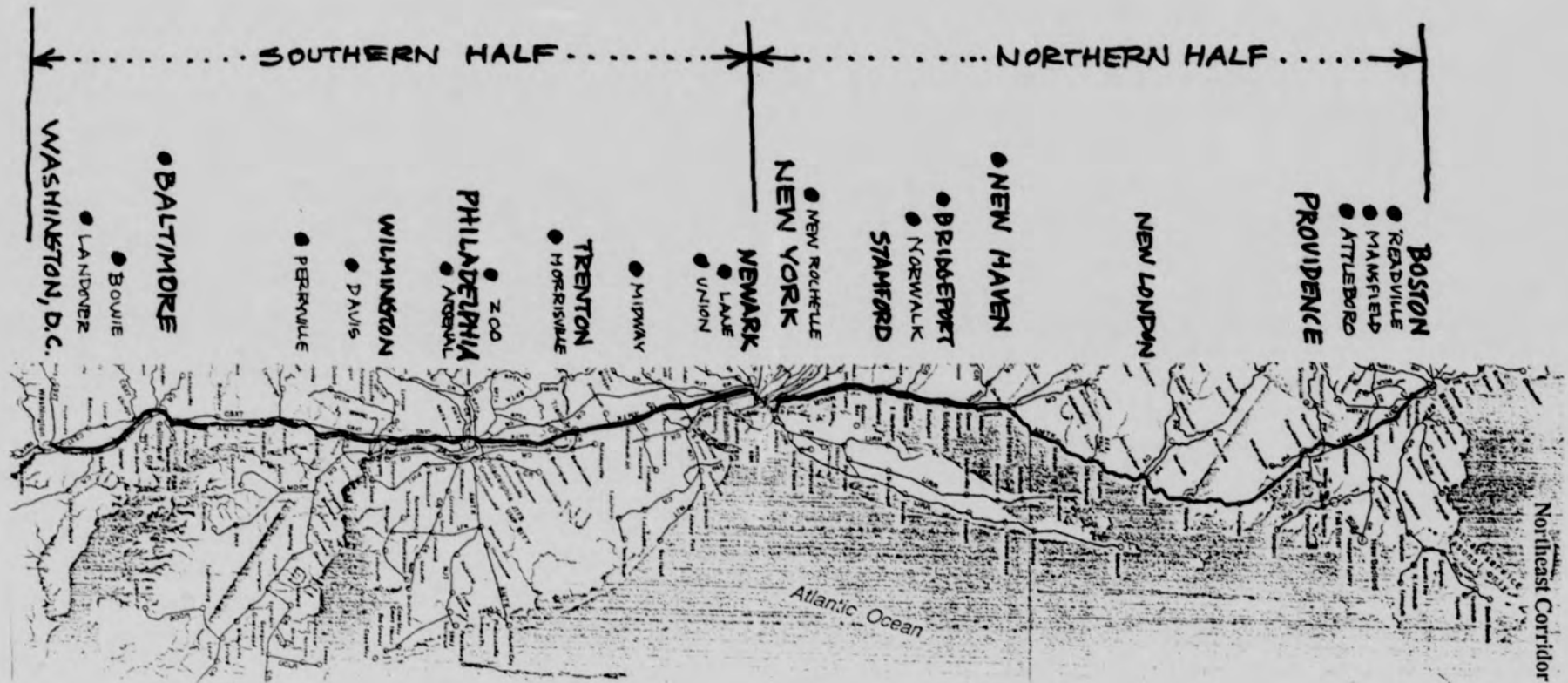
NORTHERN HALF (NEC) Newark, N.J. - Boston, Mass.							
LOCATION	MILES	EXISTING PASS.	FRT.	PROPOSED PASS.	FRT.	TOTAL	CHANGE
Mass. Mansfield - Readville	15.9	70	4	70	4	74	0
Attleboro - Mansfield	7.2	44	4	44	4	48	0
Conn. Bridgeport - New Haven	16.0	102	3	102	3	105	0
Norwalk - Bridgeport	15.5	92	2	92	2	94	0
N.Y/Conn. New Rochelle - Norwalk	25.0	192	5	192	5	197	0
SOUTHERN HALF (NEC) Washington, D.C. - Newark, N.J.							
LOCATION	MILES	EXISTING PASS.	FRT.	PROPOSED PASS.	FRT.	TOTAL	CHANGE
N.J. Lane - Union	7.1	240	3.4	240	11.0	251	+7.6
Union - Midway	21.6	166	3.4	166	11.0	177	+7.6
Midway - Morrisville, PA.	17.3	156	3.4	156	11.0	167	+7.6
PA. Morrisville - Zoo (Phila.)	28.5	132	3.4	132	7.1	139	+3.6
Arsenal (Phila.) - Davis, Del.	25.0	116	2.3	116	10.5	127	+8.2
Del/Md. Davis - Perryville	21.1	67	4.5	67	12.4	79	+7.9
Md. Perryville - Baltimore	32.4	77	14.3	77	15.6	93	+1.3
Baltimore - Bowie	28.6	99	2.4	99	7.7	107	+5.3
Bowie - Landover	8.3	99	3.2	99	12.5	112	+9.3

SOURCE: Joint CSXT/NS Railroad Control Application, June 1997.

Note: See other side for LOCATION MAP OF NORTHEAST CORRIDOR RAIL LINE (NEC)
Locations listed above are identified with a dot.

working 6/traindns.crl

LOCATION MAP OF NORTHEAST CORRIDOR RAIL LINE (NEC)



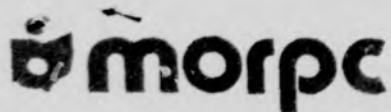
STB

FD-33388

ID-CITIES

8-6-97

K



Mid-Ohio Regional Planning Commission

An association of local governments providing planning, programs and services for the region.

**ENVIRONMENTAL
DOCUMENT**

August 1, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Judith W. Stillwell
Chair

Gary P. Anek
Secretary

Richard A. Browning
Secretary

Bill Habig
Executive Director

Attention: Elaine K. Kaiser, Chief
Section of Environmental Analysis
Environmental Filing



Dear Ms. Kaiser:

Our agency has had an opportunity to review both the Environmental Report (ER) and the Operating Plan (OP) prepared by CSX and Norfolk Southern in support of the merger application, and we would like to provide some comments for consideration.

While reviewing these documents, we noticed that there were a few numeric discrepancies between the material provided by the two railroads and omissions in the analyses according to STB standards. These discrepancies caused some confusion and introduced uncertainty in the merger conclusions as they relate to our region. Specifically, we would like to take the opportunity to bring to your attention the following:

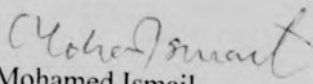
1. The estimated train densities between Galion and Columbus along the CR line (to be taken over by CSX), will eventually decrease after the merger from the existing levels of 13.4 trains per day to 7.5 trains per day according to Attachment 13-6, p. 446, Volume 3A of 8 (Operating Plan). These estimates are not consistent with the train densities used in the Environmental Report (ER), Volume 6C of 8, p. 513, which states that train traffic on the CR line will increase from 14 to 18 trains per day. Will the train densities increase or decrease?
2. The grade crossing between Norfolk Southern's main line feeding the Discovery Yard and Williams Road in southern Franklin County (Columbus, Ohio metropolitan area) has been omitted from the table, which extends between pages 443 and 446, Volume 6B of 8. The estimated ADT on Williams Road is over 6,000 based upon a 1994 traffic count by the city of Columbus. This grade crossing needs operational

and geometric design upgrades, a fact that has been well known in our region for a long time. This grade crossing meets the fundamental criteria to be included in the above referenced table for safety purposes.

3. The estimated number of cars to be processed through the NS' s Discovery Yard after the merger is 139 cars per day, which is a 29.30 percent increase from present (base conditions) levels. These estimates are not consistent with present intermodal freight estimates provided by NS to our agency (i.e., 77,800 lifts per year in 1996, or the equivalent of 213 cars/day for 365 working days per year, or 278 cars/day for 280 working days per year).
4. Williams Road at the southernmost part of the Discovery Yard in Columbus, Ohio has been omitted from being assessed in terms of the Transportation Impacts as a result of the merger (p. 440-441, Volume 6B of 8). Furthermore, the predominant truck route to the yard is I-70 or I-270 or SR 104 to Alum Creek Drive to New World Drive or Watkins Road to the entrance of the yard. Williams Road – an adjacent roadway with two grade crossings and substantial truck traffic – should have been included in the assessments as part of the Transportation Impacts (p. 441, Volume 6B of 8). Finally, Williams Road has an estimated ADT of 6,000 in 1996, and Alum Creek Drive an estimated ADT of 10,500 to 11,600 (varies by segment) in 1997. Both of these roadways are presently used extensively by commercial vehicles and additional train activity at the Discovery Yard will have an impact on the frequency that the train gates would be down, as well as the increased trucks to handle expanded intermodal operations at the yard. Undoubtedly, a traffic impact and environmental assessment should be part of the proceedings.

We are looking forward to having the above issues incorporated in the SEA Environmental Impact Statement. Thank you for the opportunity to provide our comments and participate in the merger review proceedings.

Sincerely,


Mohamed Ismail
Director of Transportation

MI:EC:mkb

THE VILLAGE OF OAK HARBOR

146 CHURCH STREET
P.O. BOX 232
OAK HARBOR, OHIO 43449
(419) 898-5561



August 4, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

ENVIRONMENTAL
DOCUMENT

Attention: Elaine K. Kaiser, Chief
Section of Environmental Analysis
Environmental Filing

Dear Ms. Kaiser:

As representatives of the Village of Oak Harbor and its residents, we submit the following concerns:

- The village is a small community with an ever-increasing amount of tourist traffic. The way that the village is laid out, we have two major railways dissecting our community. Although we support our railroads due to potential economic development, we have major concerns about traffic backups due to an increase of train traffic and potential train breakdowns. At this time, we have no means to bypass truck traffic through our community streets. Currently, we are experiencing traffic backups from the Norfolk Southern crossing on State Route 163 east for approximately four blocks when trains pass through. We feel strongly that this issue needs to be addressed.
- We have received calls from residents concerning noise from the train horns as they pass through the village. We have heard nothing concerning the hours of operation for the proposed increase of train traffic. This should also be addressed.

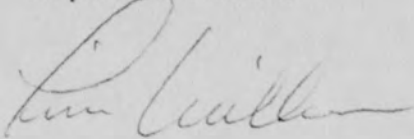
- Although it is an existing problem, we have concerns about the crossing at State Route 19 in our village. This crossing has been extremely elevated through out the years. Not uncommon to other communities, we have parallel North and South Railroad Streets. What is uncommon is these streets are used heavily by schools, the Ohio Department of Transportation and industry. There is a severe sight problem when a vehicle is attempting to enter onto State Route 19 at the Conrail crossing. It is impossible to see oncoming traffic that is approaching at speeds of 40MPH. We are concerned someone will be severely injured or even killed at this location. In years passed, we have attempted to resolve this issue with Conrail, with no success.
- Although the applicants have claimed the merger will reduce energy usage, enhance safety, reduce highway congestion and reduce system-wide air pollutant emissions. We feel in Oak Harbor, this will increase without our issues being addressed. Some of the conditions exist at this time, however, with the proposed increase of 28 trains per day, the conditions will become extreme. Both crossings, Norfolk Southern and Conrail, in our village are on state routes.

Thank you in advance for taking in account our concerns.

Sincerely,



Mayor Peter J. Macko



Tim Wilkins
Village Administrator

TLW:dmd

City of Cincinnati



John F. Shirey
City Manager

August 5, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

Attention: Elaine K. Kaiser, Chief
Section of Environmental Analysis
Environmental Filing

ENVIRONMENTAL
DOCUMENT



Room 152, City Hall
801 Plum Street
Cincinnati, Ohio 45202
Phone (513) 352-3241
Fax (513) 352-6284

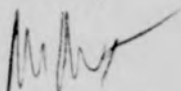
RE: Notice of Intent to Prepare an Environmental Impact Statement (EIS) and Request for Comments on Proposed EIS Scope in STB Finance Docket No. 33388, *CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company - Control and Operating Leases/Agreements-Conrail, Inc. and Consolidated Rail Corporation.*

Dear Ms. Kaiser:

In response to your July 3, 1997 letter regarding the above case, the City of Cincinnati is submitting for your consideration general comments pertaining to railroad issues of importance to the City. Our comments are included in my attached June 18, 1997 letter to Ohio Senator Scott Oelslager, chair of an Ohio Legislative Committee, which is conducting hearings about the proposed CSX/NS/Conrail consolidation. While the City has no specific comments about the language of the proposed EIS Scope in this case, we urge that the Scope be sufficiently comprehensive so as to address the type of concerns identified in this attachment.

We appreciate the opportunity to submit these comments. Questions about the attached may be directed to Roland T. Docter, City Planning Department, at (513) 352-4884.

Sincerely,


John F. Shirey
City Manager

Attachment

City of Cincinnati



John F. Shirey
City Manager

June 18, 1997

FAXED AND MAILED

Room 152, City Hall
501 Plum Street
Cincinnati, Ohio 45202
Phone (513) 352-3241
Fax (513) 352-6284

The Honorable Scott Oelslager, Chairman
Joint Transportation Committee
of the Ohio House and Senate
State House
Columbus, OH 43215

Dear Senator Oelslager:

The following is in response to your invitation for the City of Cincinnati to submit to the Joint Transportation Committee reaction to the proposed acquisition of Conrail and the division of its operations between CSXT and Norfolk Southern.


The City of Cincinnati advocates that the merger consider the following as the City's primary concerns:

- (1) To provide for efficient, economical freight rail service for industries located within the city of Cincinnati; and
- (2) To enhance the efficient use of the City-owned Cincinnati Southern Railway's facilities.

In addition, several other City/railroad issues are also of immediate concern and require resolution. While it appears unlikely at this time that these issues will be affected by the proposed acquisition of Conrail, we have identified them in Attachment A to this letter for your consideration if warranted by future merger-related actions.

In accordance with your office's recent discussion with the Ohio Rail Development Commission staff, we request that this letter be considered part of the testimony about the CSX/Conrail merger which was submitted to your Joint Transportation Committee. We appreciate the opportunity to participate in your hearing process, and are available to discuss these issues with you in greater detail. If you have further questions, please contact Roland T. Docter, Administrator of Special Projects/Research, City Planning Department, at (513) 352-4884.

Sincerely,


John F. Shirey
City Manager

attachment

copy: Ms. Beth Wilson, Ohio Rail Development Commission

Equal Opportunity Employer

Acquisition of Conrail
City of Cincinnati
June 18, 1997

ATTACHMENT A

The following are railroad issues of immediate importance to the City of Cincinnati. While these issues are not likely to be directly affected by the proposed acquisition of Conrail and the division of its operations between CSXT and Norfolk Southern, they are identified below for consideration if warranted by future railroad merger-related actions.

- (1) To expedite resolution of railroad issues to allow timely construction of new sports stadium/s and region-serving commercial development in the City's Central Riverfront area;
- (2) To remove freight rail traffic from the City's Central Riverfront area, representing completion of the process and City/NW railroad Agreement which began with NW's recently completed, state-supported, Third Main Track in the Millcreek Valley;
- (3) To resolve access issues for the Indiana & Ohio Railcorp (I&O)/Rail Tex and other short-line rail haulers, including I&O's request to obtain operating rights over CSX's Oklahoma Connection track at the southern end of the CSX Queensgate Yard as well as through the Millcreek Valley.
- (4) To reduce or remove freight rail traffic from the City's Eastern (Ohio) Riverfront Corridor in order to implement the City's neighborhood redevelopment plan for this Corridor; and
- (5) To facilitate acquisition of rights to preserve corridors and/or operate future public passenger transportation service on selected rail corridors, including the Blue Ash Line owned by the I&O/Railtex.



ENVIRONMENTAL DOCUMENT

CITY OF DEARBORN
MAYOR MICHAEL A. GUIDO



August 5, 1997

Ms. Elaine K. Kaiser
Chief, Section of Environmental Analysis
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: STB Finance Docket No: 33388

Dear Ms. Kaiser: **VIA: Express Mail**

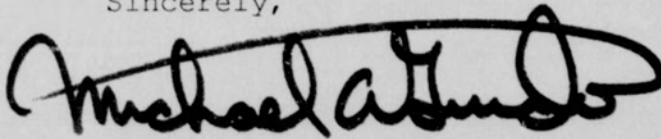
The City of Dearborn is extremely interested to learn what changes to expect from the proposed acquisition of Conrail by NS and CSX. The City's Engineer has reviewed the Environmental Impact Statement. However, after careful consideration, he is unable to determine exactly what changes are proposed for the City of Dearborn. Therefore, we are unable to make informed comments at this time concerning the Environmental Impact Statement.

In the past, the City has been able to work with Conrail on noise complaints. However, our requests since 1994 for repair and maintenance on three grade separations have not been performed by Conrail. The lead-based paint on these structures is peeling and steel reduction is apparent. Conrail claimed that these needed repairs are too costly to perform. I would appreciate the STB addressing these concerns as part of its environmental review. Furthermore, I am extremely sensitive to any changes which will increase noise or otherwise have a detrimental impact on our community.

Ms. Elaine K. Kaiser
August 5, 1997
Page 2

I respectfully request specific information concerning the environmental impact on and the changes proposed in Dearborn. If you have any questions, please call me. Otherwise, I look forward to receiving additional information concerning the City of Dearborn at your earliest convenience.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael A. Guido". The signature is stylized with a large, sweeping initial "M" and a long, horizontal flourish extending to the right.

MICHAEL A. GUIDO
Mayor

/ncm



ENVIRONMENTAL DOCUMENT

NASHVILLE AREA METROPOLITAN PLANNING ORGANIZATION

Lindsley Hall
730 Second Avenue South
Nashville, TN 37201-5156

Phone: 615 / 862 - 7211
Fax: 615 / 862 - 7209

August 4, 1997

CENTRAL ADMINISTRATIVE UNIT

REC'D: 8/6/97
DOCUMENT # 8/7/97 9:42:44 AM

DAVIDSON COUNTY

Goodlettsville
Metropolitan
Nashville -
Davidson County

Elaine K. Kaiser, Chief
Section of Environmental Analysis
Environmental Filing
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

**Re: Request for Comments on Proposed EIS Scope in STB Finance
Docket No. 33388**

RUTHERFORD COUNTY

La Vergne
Murfreesboro
Smyrna

Dear Ms. Kaiser:

Thank you for the opportunity to comment on the proposed Environmental Impact Statement (EIS) Scope in the Surface Transportation Board (STB) Finance Docket No. 33388.

SUMNER COUNTY

Gallatin
Goodlettsville
Hendersonville
Portland

The Nashville Area Metropolitan Planning Organization (MPO) is responsible for long-range transportation planning for a five county area comprised of Davidson, Rutherford, Sumner, Wilson, and Williamson Counties. Both Davidson and Sumner counties contain CSX rail line segments that meet STB thresholds for increases in daily traffic or activity: Evansville to Amqui and Amqui to Nashville. This fact has brought the following topics to our attention: air quality, the potential for passenger rail service, and safety.

WILLIAMSON COUNTY

Brentwood
Franklin

Currently, Sumner County is designated non-attainment for air quality and Davidson County is designated maintenance. The proposed scope indicates that the estimated increases in air pollutants associated with the increase in rail traffic will be offset by a conversion of truck transport to rail transport. The trends in Nashville, however, point to the contrary.

WILSON COUNTY

Lebanon
Mt. Juliet

There has been a steady increase in the area's truck traffic over the past two decades and a much greater utilization of trucks rather than rail lines for freight movement. According to an October 1996 publication by the Bureau of Transportation Statistics, *Freight Transportation in Tennessee*, most commodities for that year were moved by trucks, about 84 percent of the value and 89 percent of the weight. Rail accounted for only about 3 percent of the value and 7 percent of the weight.

Letter Re: Request for Comments on Proposed EIS Scope in STB Finance Docket No.33388
August 4, 1997
Page 2

In addition, an increase in the number of trains per day will result in more frequent rail-to-truck transfers at Davidson County's Radnor Yard, requiring additional trucks and preventing a sufficient counterbalance to the increases in air pollutants. (This intermodal facility was not cited in the scope as being adversely impacted by the increase in train traffic.)

Nonetheless, in accordance with the Intermodal Surface Transportation Efficiency Act (ISTEA), Section 134(f), and the Nashville Area MPO's Long-Range Transportation Plan, staff supports better utilization of existing rail lines for the efficient movement of freight. We also strongly encourage the preservation of these rail segments for future passenger rail service as a means of mitigating traffic congestion and increases in auto emissions.

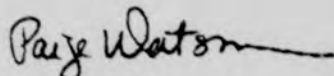
The proposed scope notes that existing commuter operations and CSX freight operations are able to utilize the same rail lines without compromising the effectiveness of either operation. The successful cooperation between the two, via contracts, suggests the same is possible in the Nashville area.

In April 1996, the Regional Transportation Authority, in cooperation with the MPO and the Metropolitan Transit Authority, completed the Nashville Regional Commuter Rail Evaluation. The study evaluated the feasibility of commuter rail service over the next 20 years. Findings revealed that future commuter rail service for the Nashville area is feasible and warranted. At this time, we ask that any proposed increase to rail freight service include the potential for future passenger service.

Finally, due to the large number of grade crossings in Davidson County, four of which have an Average Daily Traffic (ADT) count of greater than 5000, the potential for an increase in accidents is of concern. Considering our assertion that the reduction in truck traffic will not be as great as suggested in the draft scope, any claim that the potential for accidents on interstate highways would decrease with a supposed decrease in truck traffic requires further attention.

Thank you again for the opportunity to comment on the proposed scope as it relates to the Nashville Area MPO and its planning area. Should you have any questions or comments, please do not hesitate to contact me at 615/862-7215.

Sincerely,



Paige Watson
Planner I



POLICE DEPARTMENT
CITY OF NEWARK

220 Elkton Road / P.O. Box 390 / Newark, Delaware 19715-0390 / 302-366-7100 / Fax 302-366-7115

**ENVIRONMENTAL
DOCUMENT**

August 1, 1997

**Office of the Secretary
Case Control Unit
STB Finance Docket #33388
Surface Transportation Board
1925 K Street NW
Washington, DC 20423-0001**

**Attention: Elaine K. Kaiser, Chief
Section of Environmental Analysis**



Dear Ms. Kaiser:

I have received a copy of your letter to City Manager Carl F. Luft concerning the intent to prepare an Environmental Impact Statement as it relates to Norfolk Southern Railway and CSX Corporation's desire to acquire control of the Conrail railroad lines in Newark. As you may know, this particular rail line runs through the heart of the City and virtually splits it in half.

The potential for an increase in rail traffic creates a great concern in regards to the safety of our citizens. The City of Newark is the home of the University of Delaware with a student population of nearly 20,000. This rail line divides the University campus and causes a serious conflict with vehicular, bicycle and pedestrian traffic on a daily basis.

We have been advised that the rail line will handle between two and ten additional trains per day. The current rail traffic creates a great deal of vehicular traffic congestion due to the number of at-grade crossings on major traffic arteries of the City. An increase in this level of train traffic will only exacerbate the movement of citizens through our community.

Because the rail line is in close proximity to our downtown area and the University, we usually experience one to two individuals per year who are seriously injured or killed on this rail line. Increased rail traffic could also increase the accident rate. Hazardous material is also transported across these tracks which could pose a huge risk to the citizens of this community should there be an accident or derailment. More frequent train traffic could significantly delay police, fire and ambulance responses to emergency situations due to the number of our at-grade crossings.

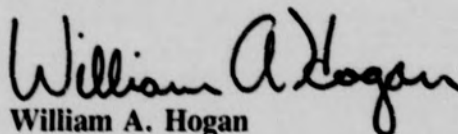
Ms. Kaiser
Page Two
August 1, 1997

The environment is another issue which is impacted by increased rail traffic. Obviously, a number of vehicles stopped for extended periods of time, as well as the additional trains, will result in higher levels of air pollution. Noise pollution by more frequent and/or longer trains is another negative quality of life issue that concerns our citizens.

During my tenure as chief of police over the past 10 years, I have heard numerous discussions about relocating this rail line to bundle it with existing rail lines prior to entering Newark which would eliminate this present track from running through the heart of the City. Should additional rail traffic be placed on the existing line, I am sure public resentment would grow in opposition to this rail traffic passing through our City.

These are just some of the issues that have come to my attention in my public safety role. Any consideration that you are able to give this matter would be greatly appreciated. If I may be of assistance to you at any time in the future, please do not hesitate to contact me.

Sincerely,

A handwritten signature in dark ink, appearing to read "William A. Hogan". The signature is fluid and cursive, with the first name "William" and last name "Hogan" clearly distinguishable.

William A. Hogan
Chief of Police

WAH:ccp

cc: Carl F. Luft, City Manager
Roy H. Lopata, Planning Director

STB

FD-33388

ID-CITIES

8-6-97

K



CITY MANAGER'S OFFICE
CITY OF NEWARK

220 Elkton Road / P.O. Box 390 / Newark, Delaware 19715-0390 / 302-366-**7020** / Fax 302-366-7160

August 4, 1997



**Office of the Secretary
Case Control Unit
STB Finance Docket #33388
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001**

**Attn: Elaine K. Kaiser, Chief
Section of Environmental Analysis**

**ENVIRONMENTAL
DOCUMENT**

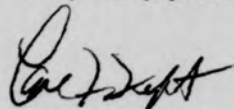
Dear Ms. Kaiser:

Last month, you sent me a letter concerning the Notice of Intent to prepare an Environmental Impact Statement, requesting comments on the proposed EIS scope regarding the CSX/Norfolk Southern/Conrail railroad reorganization. Since that time, you have received a number of communications outlining community concerns, including a letter from Mayor and WILMAPCO Chairman Ronald L. Gardner.

I want to convey to you that, rather than repeat all specific issues expressed to the Surface Transportation Board, my office supports all of these concerns expressed. Indeed, the potential for an increase in rail traffic service in the City is a matter of great importance to our community.

I respectfully ask that you give serious consideration to all of the environmental and safety impacts in Newark. Should you have any questions or need our assistance in any way in order to make your assessment, please do not hesitate to contact me.

Very truly yours,


**Carl F. Luft
City Manager**

CFL/mp

**cc: Mayor and City Council
Roy H. Lopata, Planning Director**

BERKSHIRE REGIONAL PLANNING COMMISSION

33 DUNHAM MALL, PITTSFIELD, MA 01201-6207

TELEPHONE (413) 442-1521 • FAX (413) 442-1523

THOMAS D. McCANN, Chairman
LOIS A. LENEHAN, Vice-Chairman
FREDA BENNETT, Clerk
JOYCE B. SCHEFFEY, Treasurer
ROBERT W. BIRCH, Member-At-Large

NATHANIEL W. KARNS, A.I.C.P.
Executive Director

**ENVIRONMENTAL
DOCUMENT**

August 5, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Attn: Elaine K. Kaiser, Chief
Section of Environmental Analysis
Environmental Filing



Re: CSX Acquisition of Conrail - Draft Scope for EIS

Dear STB:

Thank you for your invitation to comment on the proposed scope for the EIS for the Acquisition of Conrail by CSX in Berkshire County, Massachusetts. We have previously submitted comments to the railroad's consultants (copy attached). At this time we would also like to expand upon those comments.

While the proposed EIS will focus on construction of facilities and potential abandonments, our concerns are primarily focused on issues related to ownership and control of the railroads in Berkshire County. These concerns should perhaps be addressed in the EIS as issues of social equity. For example, we hope that CSX will be amenable to the continuation of Amtrak's rail passenger service in Pittsfield, and will cooperate in efforts to preserve that service and give it reasonable priority in scheduling. Also in regard to passenger service, we hope that CSX will be cooperative in allowing trackage rights for the Berkshire Scenic Railway Museum to provide tourist service into Pittsfield from the south.

There is also a feasibility study underway concerning the development of an Intermodal Transportation Center (ITC) in the Pittsfield CBD. Currently Conrail has a representative serving on the ITC study committee. We would hope for the cooperation of CSX in that study, and specifically with regard to the location of the Amtrack station and any air rights that may be necessary.

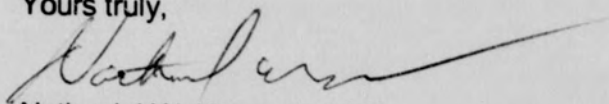
Another issue of concern is the future use of the secondary branch line in Pittsfield which extends to the town line in Lanesboro. This ROW has potential for use as a bike path and/or as

an alternative highway location pending the results of ongoing studies. We would also hope for the cooperation of CSX in this regard.

Finally, the preliminary EIS we received indicated that in Massachusetts there would be no increase in traffic "above STB thresholds" and therefore no impact. However, we would like the estimates to be shown demonstrating that they are below the threshold. Similarly, we would like to see the estimates of truck rail diversions in order to gauge the magnitude of the benefits alluded to in the preliminary EIS.

We appreciate the opportunity to provide these comments and understand that we will be given additional opportunities to comment on the Draft and Final EIS's as they become available. If you have any questions on these issues please feel free to contact the Charles Cook, Senior Transportation Planner, at 413-442-1521.

Yours truly,

A handwritten signature in dark ink, appearing to read "Nathaniel W. Karns", with a long, sweeping horizontal line extending to the right.

Nathaniel W. Karns, A.I.C.P.
Executive Director

Buncombe County



Board of Commissioners

BOARD OF COMMISSIONERS
60 COURT PLAZA
ASHEVILLE, NC 28801-3565
Phone and TDD (704) 255-5533
FAX (704) 255-5535

Tom Sobol, Chairman
COMMISSIONERS
David Gantt
Patsy Keever
William H. Stanley
David W. Young

August 4, 1997



Surface Transportation Board
Section of Environmental Analysis
1925 K Street NW, 5th Floor/Suite 500
Washington, DC 20423-0001

ENVIRONMENTAL DOCUMENT

RE: County Commissioner Chairman;


We have been receiving mail directed to Mr. Gene Rainey as Chairman. Mr. Rainey has not been our Chairman for quite some time.

Our new County Commissioner Chairman is Mr. Tom Sobol.

Would you please make a name change on all your records regarding this issue.

Thank You,

Mary Colbert
Administrative Assistant

**AMATS**

Akron Metropolitan Area Transportation Study
806 CitiCenter
146 S. High St.
Akron, Ohio 44308-1423

FACSIMILE TRANSMITTAL

ATTENTION Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing
Office of the Secretary
Case Control Unit

To:

STB Finance Docket No. 33388
Surface Transportation Board

Fax:

1925 K Street NW
Washington DC 20423-0001

From:

Kenneth A. Hanson

Date:

August 5, 1997

Pages:

4

Re:

If there are any difficulties with this transmission, please call us as soon as possible. If you accidentally receive this transmittal, please do not hesitate to contact us at:

**AMATS**

AKRON METROPOLITAN AREA TRANSPORTATION STUDY
806 CitiCenter / 146 South High Street / Akron, OH 44308-1423
(330) 375-2436 FAX (330) 375-2275

August 5, 1997

**ENVIRONMENTAL
DOCUMENT**

CENTRAL ADMINISTRATIVE UNIT

REC'D: 8/6/97DOCUMENT # 6797 1:23:59 PM

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

Attention: Elaine K. Kaiser
Chief, Section of
Environmental Analysis
Environmental Filing

Dear Ms. Kaiser:

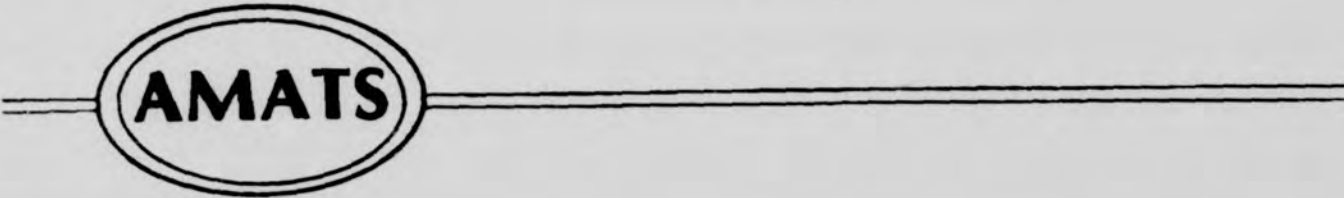
The Akron Metropolitan Area Transportation Study (AMATS), is the Metropolitan Planning Organization (MPO) for Portage and Summit counties and for Chippewa Township in Wayne County, Ohio. The AMATS Staff wishes to submit the following comments on the proposed Scope of the STB's Environmental Impact Statement (EIS) regarding the CSX-Norfolk-Southern acquisition of Conrail. Specifically, the Staff wishes to comment on the following sections of the proposed EIS Scope:

1. Safety.*The EIS will:*

- C. *Address potential effects of increased freight traffic on commuter and intercity passenger service operations.*

2. Transportation System.*The EIS will:*

- A. *Describe system-wide effects of the proposed operational changes, constructions, and rail line abandonments and evaluate potential environmental impacts on commuter rail service and interstate passenger service.*



AMATS

Office of the Secretary

August 5, 1997

Page 2

AMATS recommends that the wording of these sections be amended as follows:

1. C. Address potential effects of increased freight traffic on *EXISTING, OR PROPOSED* commuter and intercity passenger service operations.
2. A. Describe system-wide effects of the proposed operational changes, constructions, and rail line abandonments and evaluate potential environmental impacts on *ALL EXISTING OR PROPOSED* commuter rail service and *INTERCITY* passenger service.

NOTE: PROPOSED refers to documented recommendations or plans by public entities.

This recommendation is offered because of the extensive public expenditures made throughout the area affected by the proposed transaction by the Applicants. Over 85 rail passenger service proposals that have received Federal Transit Administration (FTA) funds are in various stages of development throughout the country, many with the area affected by the proposed transaction. In addition, AMATS is aware of the following publicly funded actions regarding potential rail passenger services on routes affected by the proposed transaction:

1. Access Ohio, the state's long range multi-modal transportation plan, includes specific recommendations for passenger rail service improvements using rail lines affected by this proposed merger. Several of these recommended routes would serve the AMATS area.
2. AMATS Statement of Long Range Public Transportation Needs includes a recommendation for commuter rail service linking Canton, Akron and Cleveland.
3. The on-going Northeast Ohio Commuter Rail Study, a line item in the 1991 Intermodal Surface Transportation Efficiency Act (ISTEA).

Each of the rail passenger studies cited above were supported by federal (and non-federal) public funds. In addition, over \$10 million in federal funds have been appropriated to purchase, preserve and improve rail lines in this region in anticipation of their eventual use for commuter and/or intercity rail passenger services. These federal funds have been appropriated and spent with the understanding that successful implementation of the planned passenger rail services will require access to one or more of the Conrail lines now to be acquired by CSX or Norfolk-Southern.



AMATS

Office of the Secretary
August 5, 1997
Page 3

Careful consideration of these comments will be appreciated. If you have any questions, please call me.

Yours truly,

Kenneth A. Hanson
Kenneth A. Hanson, P.E.
Technical Director

KAH:lmw



The Greater Cleveland
Regional Transit Authority

615 Superior Avenue, W.
Cleveland, Ohio 44113-1878
Phone 216 558-5100

*** FAX TRANSMISSION ***

DATE:

TO: Name

Elaine K. Kaiser

Firm

STB

City

Fax No.

202 565-9000

FROM: Name

Rick Enty - GCR TA

Phone No.

216/ 566-5260

Fax No.

216/781-4043

*
* WE ARE TRANSMITTING 3 PAGES, INCLUDING THIS SHEET *
*

REMARKS/NOTES:

Per the recent call from your office, we are faxing a copy of our original letter that was sent via overnight mail last night (original plus 10 copies). We are confirming with the courier (FedEx) that it will be delivered.

Thank you very much!

RLS



CENTRAL ADMINISTRATIVE UNIT

REC'D: 8/6/97

DOCUMENT # 8/7/97 1:08:09 PM

The Greater Cleveland
Regional Transit Authority615 Superior Avenue, W.
Cleveland, Ohio 44113-1878
Phone 216 566-5084
Fax 216 781-4043Office of the Secretary
Case Control Unit
Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001ENVIRONMENTAL
DOCUMENTAttn: Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing

August 5, 1997

Dear Ms. Kaiser:

The purpose of this letter is to provide comments by the Greater Cleveland Regional Transit Authority (GCRTA) on the Conrail acquisition Environmental Impact Statement (EIS) scope. To reduce auto vehicle miles traveled and emissions, GCRTA's future plans include use of existing Conrail, CSX, and Norfolk Southern rights-of-way for provision of commuter passenger services. While we have overall concerns about the impact of the operating plan as filed on future commuter rail services proposed by GCRTA, we have a specific concern regarding Part 4 Proposed Construction Projects, Item 8.9 Vermilion.

RoseMary Covington
Assistant General Manager
Marketing and Development

The proposers have provided an action alternative and a no-action alternative. We find the no-action alternative to be unacceptable for the reasons stated in the ER. We also find the proposed connection trackage at Vermilion, Ohio to be unacceptable because this would introduce more than 23 additional trains per day over the Norfolk Southern (NS) Bellevue-Buffalo line trackage through Lakewood, Ohio. This is a very densely-populated residential area with 27 (twenty-seven) grade crossings within a distance of 3 (three) miles. These crossings generally have very little available site distance for motorists in the area. This area has a history of high grade crossing accident rates, which has long been a concern of the city of Lakewood, the Ohio Rail Development Commission, and local public safety officials. There is also substantial pedestrian traffic in this area and a history of pedestrian-train incidents.

To mitigate the above concerns, we request that the EIS consider an alternative that involves a connection to existing Conrail lines in the Cleveland area. Similar to the Vermilion project, this would connect the NS Bellevue-Buffalo line to the current Conrail Chicago line. This would be accomplished by the upgrading of existing active trackage between the vicinity of West 25th Street and Train Avenue in Cleveland, and the vicinity of Cleveland Hopkins International Airport, also in Cleveland. This may also involve additional trackage completely or largely in existing rights-of-way. The route would use existing NS trackage and the Conrail Flats Industrial Track via Linndale, CP Short, and would bypass and parallel the Conrail Rockport Yard.



Ms. Elaine K. Kaiser
August 5, 1997
Page 2

The proposed alternative route would use existing rights-of-way largely through industrial areas and would include no grade crossings. We believe this alternative would substantially reduce rail traffic volumes on the NS Bellevue-Buffalo line through the Lakewood area and points west, and should be addressed in the EIS.

Sincerely,

A handwritten signature in dark ink, appearing to read "Rosemary Covington", is written over the typed name and title.

Rosemary Covington
Assistant General Manager
Marketing and Development

STB

FD-33388

ID-STATES

8-6-97

K



HOUSE OF REPRESENTATIVES
STATE OF DELAWARE
LEGISLATIVE HALL
DOVER, DELAWARE 19901



TIMOTHY U. BOULDEN
65 HIDDEN VALLEY DRIVE
NEWARK, DELAWARE 19711
HOME: 302-738-8553
OFFICE: 302-368-2553 (FAX - 0128)
HOUSE OFFICE: 302-739-1641

COMMITTEES
TRANSPORTATION, CHAIRMAN
DESEGREGATION, CHAIRMAN
EDUCATION
LAND USE & INFRASTRUCTURE
HEALTH & HUMAN DEVELOPMENT

July 30, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket #33388
Surface Transportation Board
ATTN: Elaine K. Kaiser, Chief
Section of Environmental Analysis, Environmental Filing
1925 K Street, NW
Washington, DC 20423-0001

ENVIRONMENTAL
DOCUMENT

Dear Ms. Kaiser,

I would like to again express my concerns regarding the proposed changes to rail traffic through the City of Newark. With three (3) at-grade crossings in the middle of town, changes without thoughtful consideration could have a severe negative impact.

I would appreciate if the following concerns are addressed:

1. The volume of traffic through the at-grade crossings.
2. Pedestrian use of the at-grade crossings due to the close proximity to the University of Delaware.
3. The possibility of eliminating the at-grade crossings.
4. The impact on emergency services.
5. The environmental impact (Air quality, noise and hazardous materials).

Your attention to this matter is greatly appreciated.

Sincerely,

Tim Boulden
Chairman, House Transportation Committee

STB

FD-33388

ID-PUBLIC

8-6-97

K

ENVIRONMENTAL
DOCUMENT

Shirley M. Tarrant
37 Old Oak Road
Newark, Delaware 19711



Office of the Secretary
Case Control Unit STB Finance Docket #3388
Surface Transportation Board
1925 K Street NW
Washington, DC 20423-0001

Attention: Elaine Kaiser, Chief Section of Environmental Anal.

Dear Ms. Kaiser:

As a Newark resident for 34 years, I write to comment on the proposed EIS scope in the operations of CSX and Norfolk Southern Railways.

More trains + more noise + more train whistles + more potential grade crossing accidents + more traffic delays + more potential for derailments + more hazardous waste transported by rail + more emergency vehicles' delays/rerouting + more air pollution from vehicle delays + more potential for pedestrian accidents at grade crossings = THE SACRIFICE OF THE SAFETY, WELFARE AND FUTURE OF OUR CITY AND UNIVERSITY RESIDENTS.

I understand that trains coming through Newark, DE could increase from four to ten daily. I think we already have that number! The following describes a typical train-rumbling morning in Newark: July 31, 1997, I was abruptly awakened at 5:07 a.m. by a train and 7 whistle blasts; 5:24 a.m. another train and 10 whistle blasts; 6:01 a.m. another train with 8 blasts; 9 a.m. another with 5 blasts; and at 9:44 a.m. still another train with 8 blasts. As a retired teacher, I WOULD LIKE to sleep until 8:30 or 9 a.m. FORGET IT!

Are there any restrictions or guidelines for train whistles? Why such a disparity of from 5 to 10 whistle blasts? Must these whistles blast starting way out of town and continuing way past the grade crossings? I do not know HOW the University dormitory residents study or sleep with all of the trains clattering and whistle-blowing through Newark on the tracks adjacent to their dorms!

I had another typical experience on July 24, 1997 at approximately 10 a.m.. I had planned to drive down West Main St. to my doctor's office about 20 minutes away. A train was sitting on the tracks; traffic was backed-up. Fortunately I saw the train in time to take an alternate route by turning onto the nearest street and taking a longer route to the doctor.

On July 29, 1997, just before 10 a.m., I was NOT so fortunate. As I approached the tracks behind 6 other cars, the guardrail

Shirley M. Tarrant
37 Old Oak Road
Newark, Delaware 19711

descended and the red lights began flashing the warning of an approaching train. I was stuck there for 6 minutes, concerned that I would be late for my 10:30 a.m. meeting. Must my daily living plan for car travel include allowance for train delays?

As a result of DELDOT's current plan to significantly re-configure the intersection of Main St. and New London Road, is any consideration being given to the impact of more trains on the increased automobile and truck traffic due to this reconfiguration?

Daily traffic counts at our city's grade crossings exceed 5000 vehicles; daily volumes range from 7700 to 26,900 (volume affected by University's school sessions). And there are thousands of University student pedestrians and bicyclists who cross and re-cross these tracks daily.

I strongly urge that CSX/Norfolk Southern Railways abandon the tracks which go through the heart of our city. They can re-route around the city by using the North East corridor line.

But then, does anyone really care about "the heart of our city"?

Respectfully submitted,

Copies: Governor Thos. Carper
DELDOT Sec. Anne Canby
U.S. Senator Wm. Roth
U.S. Senator Joe Biden
U.S. Rep. Mike Castle
Mayor and Council
Roy Lopata, Planning Director
State Sen. Steve Amick
State Rep. Tim Boulden

Shirley M. Tarrant

Lori A. Marinucci
105 Kinross Drive
Newark, DE 19711

ENVIRONMENTAL DOCUMENT

July 28, 1997

Elaine K. Kaiser
Office of the Secretary
STB Finance Docket #33388
Surface Transportation Board
1925 K Street
NW Washington D.C. 20423-0001



Dear Ms. Kaiser,

I am a resident of Abbotsford, in Newark, Delaware, who is very concerned about the changes that are said to be coming to the railway system in our area. The train tracks run behind my house; basically on the edge of my property. There is only a wooden fence separating the tracks and the backyard where my children and their friends play.

I feel the need to let you know that I do not share the lax attitude of our Association President in this matter. While his intentions may be good, he lives on the other side of our development and is not directly affected by the situation. Therefore, I do not feel that his opinion of "having no problem" with the reorganization proposals, represents my family or any of the other families that have homes near the railroad tracks.

I paid \$170,000 for my home 3 1/2 years ago knowing that the train tracks were there. I did not, however, anticipate that the amount of trains would increase, that there would be double-decker trains, or that they would carry hazardous wastes. I never would have built here! Do you know how difficult it will be for me to sell my home if all of those changes occur?

Although a very major financial concern, resale value is not of utmost concern to me. The **safety of my children**, and that of visiting or neighboring children, is of primary importance. I don't care how many studies are conducted or how much information is gathered, I do not want to take the chance of having anything happen to these children that play on swing sets only fifteen yards from the tracks.

I do understand that your goal is to best utilize the surface transportation system that you have. But, at what expense?

I'd like to close by asking a question and posing an invitation. First, please ask yourself if you would be comfortable with the proposed changes if you lived where we do. Second, I would like to invite you and any of your coworkers to visit my

neighborhood, my street, and my home. In giving you the benefit of the doubt, I don't think that you realize just how close these tracks are to our homes, and our lives.

I am enclosing a list of neighbors who are against the proposed changes, even though their individual circumstances may vary slightly from my own.

Thank you very much for your time.

Sincerely,

Lori A. Marinucci

Lori A. Marinucci

Cc: Ray Lopata

City of Newark

Enclosures: 1

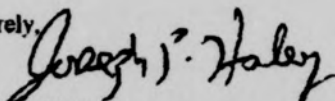
Office of the Secretary
Case Control Unit
STB Finance Docket #33388
Surface Transportation Board
1925 K Street
NW, Washington D.C. 20423-0001
Attn: Elaine K. Kaiser

July 29, 1997

Dear Ms. Kaiser,

As per your letter to Mr. Carl Luft, City Administrator of Newark, DE of July 2, 1997, I am forwarding you our concerns on the reorganization of the railway system, and how it could affect the neighborhood for which I am responsible. At present, the railroad tracks are close to some homes in our neighborhood, say within 50 yards, and 22 trains pass by daily. In the future, my understanding is that 30 or so trains will be passing, and that some will be double-decker, and may be carrying hazardous waste. I have no problem with any of this as long as the proper precautions are taken to insure public safety and trust. For instance, are the tracks prepared to handle the extra force that a double-decker car puts on the rail?, and is there access in case a spill occurs near our neighborhood? Further, under OSHA, is the noise limit surpassed at a certain speed for these trains?, and can a barrier be put in place to guarantee these standards are met, while also being visually appealing? We have a nice neighborhood in Abbotsford, with homes ranging from \$110,000 to \$220,000, and we understand the need for progress in surface transportation. All we need to be assured of is that the proper processes will take place, where information is gathered, and studies conducted to provide the data you and I need so your railway system deal goes through without putting the general public, namely the homeowners in Abbotsford, in jeopardy in any way. Thank you in advance for your attention to our concerns.

Sincerely,



Joseph P. Haley
President, Abbotsford Homeowners
Association



MAIN TOWERS

330 East Main Street
Newark, Delaware 19711
(302) 737-9574
TDD (302) 761-9700

August 1, 1997

Office of the Secretary
Case Control Unit
STB Finance Docket #33388
Surface Transportation Board
1925 K Street NW
Washington, DC 20423-0001

Attn: Elaine K. Kaiser, Chief
Section of Environmental Analysis
Environmental Filing

Dear Ms. Kaiser:

On behalf of the residents of Main Towers, I would like to express our concern regarding the impact of the proposed railroad reorganization of the CSX, Norfolk Southern, and CONRAIL Railroad's freight rail operations. We are concerned about the increase in rail freight traffic through our community. Since railroad tracks run behind our apartment complex, Main Towers would be directly affected. While we have all learned to live with the current railroad traffic, we feel that increased rail traffic would be excessive.

In discussing this with some of our residents, not only are they concerned about the increased noise level (especially during the evening and nighttime hours), but the increased levels of pollution as well.

Also increased freight rail traffic will most certainly jeopardize public safety, emergency vehicle response, air quality, pedestrians, student dormitories, and downtown businesses.

We feel that the elderly residents, along with all residents of Newark, deserve consideration regarding these matters. We fear that this proposed reorganization will certainly have a negative impact on our community and urge you to reconsider.

Sincerely,

Lynn Makowski
On-Site Manager



ENVIRONMENTAL
DOCUMENT

August 2, 1997

OFFICE OF THE SECRETARY
STB FINANCE DOCKET NO 33388
SURFACE TRANSPORTATION BOARD
1925 K STREET, NW
WASHINGTON DC 20423-0001



ENVIRONMENTAL
DOCUMENT

Dear Elaine K. Kaiser, Chief Section of Environmental Analysis,

This letter is in regards to the Conrail Merger and the Norfolk Southern Railroad line through our community of Oak Harbor, Ohio.

Oak Harbor is a very quiet village of approximately 2000 people. It is a type of community where one can still leave doors unlocked and not worry about thefts and violent crime. We moved here about two years ago and my wife and myself are very content to stay in this community the remainder of our lives if fate allows.

However, we are very concerned about the increased traffic the merger will produce on the Norfolk Southern line. This line is one block from our house and crosses many residential streets that do not have gates or lights. We have two children, ages two and three, and we are concerned about the increased danger to our children and to neighbors children.

Also, this particular track produces considerable noise. With only eight trains a day this noise has been manageable. But, with increase of three fold this noise will become a terrible nuisance. When this train rolls through town (at full speed) you can not hear phones, tv's, or someone talking (or even shouting).

With this in mind we feel it is reasonable to request these concerns be addressed with Conrail. If Conrail is going to disrupt our community they should be willing to give back to our community. To address the danger gates and lights should be placed at all crossings. To address the noise, sound barriers should be added and additional insulation and air conditioning should be offered to those most affected by the noise.

We feel it is the responsibility of Conrail to address these issues with the residents of Oak Harbor. It is their responsibility to give back what they will be taking which is the peace and safety of our community.

Sincerely,

Joe & Sue Dean

Joseph and Susan Dean
119 Washington Street
Oak Harbor Ohio 43449

cc: Conrail Railroad
2965 S Danbury N Rd
Port Clinton OH 43452

Oak Harbor Village Administrator
ATTN Tim Wilkins
146 Church Street
Oak Harbor OH 43449

From 60 to 88 trains could rumble through Oak Harbor each day

By PAULA WETHINGTON
Staff writer

OAK HARBOR — Oak Harbor residents already have traffic backups because of trains traveling through their village.

That train traffic will become much heavier — from 60 to 88 trains a day rumbling through the village limits — if the current proposal is approved for a railroad merger. The figures cited are the combined total of train traffic expected on both sets of tracks traveling through the village.

Village officials are trying to determine the local impact, but many details are still unknown and potential solutions unclear.

"I'd like to believe we could somehow positively work this out

Official reaction

OAK HARBOR — Oak Harbor village officials are preparing their formal reaction to the impact the railroad merger will have on the village.

Council members discussed the issue at a council meeting earlier this summer, after receiving a three-volume railroad company proposal. Village administrator Tim Wilkins said the village government plans to send a letter explaining its concerns with increased traffic tie-ups and noise.

with the railroad," village administrator Tim Wilkins said.

The railroad merger is actually a division of Conrail's operations

If area residents want to send comments in addition to the village letter, they need to follow the federal procedures and deadline. The original signed letter, along with 10 photocopies, must be received by Aug. 6 to the following address:

Office of the Secretary
STB Finance Docket No. 33388
Surface Transportation Board
1925 K St., N.W.
Washington, D.C. 20423-0001
Attn.: Elaine K. Kaiser, chief
Section of Environmental Analysis
Environmental Filing

between Norfolk Southern and
CSX Transportation railroads.

See MERGER. A2

Increased traffic

■ **Norfolk Southern track**
Route: North-south through Oak Harbor, travels from Fremont to Toledo.

Crosses: Ohio 163 (Water Street)

Traffic: Now eight a day, could go up to 27 a day if merger proposal is OK'd.

■ **Conrail track**
Route: East-west through Oak Harbor.

Crosses: Ohio 19

Traffic: Now 52 a day, would go to 61 a day if merger proposal is OK'd.

Source: Railroad merger proposal filed at Oak Harbor village hall.

STB

FD-33388

ID-BUSINESS

8-6-97

K

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

CSX CORPORATION AND CSX TRANSPORTATION, INC.,
NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY
COMPANY-- CONTROL AND OPERATING LEASES/AGREEMENTS -
CONRAIL INC. AND CONSOLOATED RAIL CORPORATION - TRANSFER OF
RAILROAD LINE BY NORFOLK SOUTHERN RAILWAY COMPANY TO CSX
TRANSPORTATION, INC.

COMMENTS OF
AMERICAN PUBLIC TRANSIT ASSOCIATION
ON SCOPE OF PROPOSED EIS SCOPE

ENVIRONMENTAL
DOCUMENT

Daniel Duff
Chief Counsel
Mattie C. Condray
Senior Counsel
American Public Transit Association
1201 New York Ave., NW
Washington, DC 20005
202-898-4000





American Public Transit Association
1201 New York Avenue, N.W.
Washington, DC 20005-6141
Phone (202) 898-4000
FAX (202) 898-4070

August 6, 1997

Chairperson
Leslie R. White

Vice Chairperson
Howard C. Breen

Secretary-Treasurer
Ronald J. Tober

Immediate Past Chairman
Frank J. Wilson

Vice Presidents
J. Barry Barker
Marketing
John P. Bartosiewicz
Bus Operations
Christopher P. Boylan
Government Affairs
Andrew F. Caverly
Governing Boards
Bernard J. Ford, Sr.
Associate Member-At-Large
Delon Hampton
Research and Development
Celia G. Kupersmith
Human Resources
John K. Leary, Jr.
Rail Transit
Brian Macleod
Associate Members
Martin B. Sennett
Small Operations
Ian G. Stacey
Canadian Members
Richard A. White
Management and Finance

President
William W. Millar

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

Attention: Elaine K. Kaiser, Chief
Section of Environmental Analysis
Environmental Filing

Dear Ms. Kaiser:

I write on behalf of the American Public Transit Association (APTA) to provide comments on the proposed scope of the Environmental Impact Statement (EIS) which the Surface Transportation Board (STB) intends to prepare in connection with STB Finance Docket No. 33388, *CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company - Control and Operating Leases/Agreements-Conrail, Inc. and Consolidated Rail Corporation.*

APTA is a private, nonprofit trade association that represents the North American transit industry. Established in 1882, APTA has more than 1000 members, including local mass transit systems, manufacturers and suppliers, and consultants to the transit industry. More specifically, APTA includes among its members approximately 400 American public and private mass transit systems, which carry over 95 percent of those using public transit in the United States. APTA's eleven commuter rail members affected by the acquisition carry over 300 million passengers per year, almost 1 million passengers every business day.

Given the importance of commuter rail systems to the personal mobility of a considerable segment of the nation's workforce and the role of commuter rail operations in the overall transportation system, APTA believes that the EIS should include greater analysis of the impacts related to the proposed acquisition's effect on commuter rail operations and the consequences stemming therefrom. APTA is particularly concerned that the proposed acquisition will result in reduced or restricted access of commuter rail operators to track owned or controlled by the various parties to the acquisition. Such potential limitations could adversely affect the commuter rail operators' ability to provide service at current and future desirable



levels. This, in turn, could lead to significant negative changes in transportation and congestion patterns. APTA urges the STB to include analyses of these changes in its EIS. Several of the Impact Categories identified in the proposed EIS scope notice are particularly ripe for additional analysis related to commuter rail operations. These are discussed more fully below.

Safety

The STB notes that the EIS will address highway-rail grade crossing safety factors, as well as increased probability of train accidents and the impact of increased freight traffic on commuter operations. These are important issues and APTA is pleased that STB is planning to address them. APTA suggests, however, that this analysis will not be complete without some examination of the safety effects likely to be caused by increased vehicular traffic and resulting pollution related to negative impacts of the proposed acquisition on the availability and level of commuter rail service.

Transportation System

In addition to the factors listed by STB in the proposed EIS scope notice, APTA believes that STB needs to address vehicular delays not just at crossings, but delays and lost productivity of the overall transportation system due to potential decreased commuter train use and attendant increased private vehicle use and traffic congestion.

Energy

STB intends to assess the potential impacts in energy efficiency and fuel use related to rail-to-truck diversions. This section of the EIS should also address the energy efficiency and fuel use impacts related to potential changes in commuter rail service availability and commuter rail to passenger vehicle diversions.

Air Quality

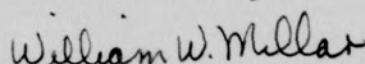
STB has noted that the EIS will evaluate a variety of emissions impacts, several of which could include impacts related to commuter rail operations. APTA believes that the STB should include such impacts in its EIS. APTA is also concerned that the STB has stated in the proposed scope notice that STB does not

August 6, 1997

intend to address ambient air quality effects related to rail operation changes, increased traffic delays or congestion. Some of the most important impacts related to commuter rail service issues could, if not explicitly included by STB in the enumerated evaluation factors, fall into this subcategory which STB has identified as not intended to be addressed. Accordingly, APTA seeks clarification and reassurance from STB that STB plans to include air quality impacts related to commuter rail operations in the EIS.

APTA appreciates the opportunity to provide comments on the proposed scope of the EIS. As this process progresses, APTA will be happy to provide the STB with additional, specific information about the relationships between train use, traffic congestion, productivity and pollution. APTA looks forward to continuing to work with the STB and other parties on this vital matter.

Sincerely,

A handwritten signature in cursive script that reads "William W. Millar".

William W. Millar
President

WWM:pw

SLOVER & LOFTUS

ATTORNEYS AT LAW

1224 SEVENTEENTH STREET, N. W.

WASHINGTON, D. C. 20036

WILLIAM L. SLOVER
C. MICHAEL LOFTUS
DONALD G. AVERY
JOHN H. LE SEUR
KELVIN J. DOWD
ROBERT D. ROSENBERG
CHRISTOPHER A. MILLS
FRANK J. PERGOLIZZI
ANDREW B. KOLESAR III

NRPC-03

August 6, 1997



202 347-7170

BY HAND

Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

**ENVIRONMENTAL
DOCUMENT**

Attention: Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing

Re: Finance Docket No. 33388, NS/CSX/Conrail--Proposed
Scope of EIS

Dear Ms. Kaiser:

In a letter dated July 3, 1997 to Thomas M. Downs, Chairman and President of the National Railroad Passenger Corporation ("Amtrak"), you requested that Amtrak provide you with comments on the proposed scope of the Board's environmental review in this proceeding.

Amtrak is in general agreement with the scope proposed by the SEA for the Environmental Impact Statement. In particular, we agree that the EIS must consider the transaction's potential impact on commuter and intercity rail passenger service.

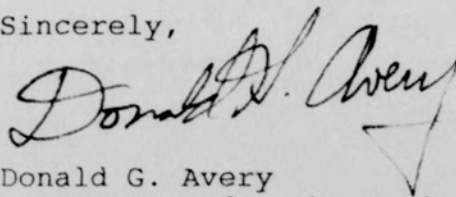
The need for such scrutiny is particularly clear with respect to the Applicants' proposed changes in freight operations over Amtrak's "Northeast Corridor" between Washington, DC and New York City. As the Board is well aware, that rail line is among the most heavily-used passenger lines in the world, and freight operations over it must be carefully coordinated with passenger operations. Changes in freight train operations and operators on the NEC, such as those proposed by Applicants, have the potential to complicate this delicate process. Significant increases in freight usage could also affect passenger service adversely in other areas, such as the CSX line from Washington to Richmond, Virginia.

Office of the Secretary
Case Control Unit
August 6, 1997
Page 2

Amtrak is engaged in continuing discussions with the Applicants regarding their proposed operations on the Northeast Corridor, and how those operations might be accommodated without interference with existing or planned intercity and commuter rail passenger services. Amtrak is hopeful that such negotiations will result in adequate mitigation arrangements, thereby obviating any need for the Board to impose mitigation conditions.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in dark ink, appearing to read "Donald G. Avery". The signature is fluid and cursive, with a large, stylized "A" at the end.

Donald G. Avery
An Attorney for the National
Railroad Passenger Corporation

cc: Judge Leventhal
Counsel for Applicants

LEBOEUF, LAMB, GREENE & MACRAE
L.L.P.

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

NEW YORK
WASHINGTON
ALBANY
BOSTON
DENVER
HARRISBURG
HARTFORD
JACKSONVILLE

1875 CONNECTICUT AVENUE, N.W.
WASHINGTON, DC 20009-5728

(202) 986-8000

TELEX 440274 FACSIMILE (202) 986-8102

WRITER'S DIRECT DIAL

(202) 986-8050

LOS ANGELES
NEWARK
PITTSBURGH
PORTLAND, OR
SALT LAKE CITY
SAN FRANCISCO
BRUSSELS
MOSCOW
ALMATY
LONDON
(A LONDON-BASED
MULTINATIONAL PARTNERSHIP)

August 6, 1997

VIA HAND DELIVERY

Office of the Secretary
Case Control Unit
Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

ATTN: Ms. Elaine K. Kaiser
Chief, Section of
Environmental Analysis
Environmental Filing

Re: CSX Corp./Norfolk Southern Corp. -- Control and
and Operating Leases/Agreements -- Conrail;
Finance Docket No. 33388

Dear Ms. Kaiser:

Indianapolis Power & Light Company ("IP&L") and The
Ohio Valley Coal Company ("Ohio Valley") hereby submit their
comments on the scope of the draft Environmental Impact Statement
("EIS").

IP&L and Ohio Valley respectfully request that the
Section of Environmental Analysis ("SEA") consider the potential
adverse impacts on air quality in those regions in both Indiana
and Ohio which will experience changes in service after the
Conrail acquisition. Such areas will experience increases in
switching activity, and, therefore, increases in air pollution,
especially ozone and particulates. Accordingly, the EIS should

ENVIRONMENTAL
DOCUMENT



August 6, 1997

Page 2

examine the post-Acquisition impacts in those counties which may become nonattainment areas for ozone as a result of the increased switching. Thus, the EIS should include an analysis of the air quality impacts in Marion County, Indiana (i.e., Indianapolis), as well as in Cuyahoga, Lake and Ashtabula Counties, Ohio (i.e., Cleveland and areas to the east). Because the Clean Air Act is administered at the state and local level, it follows that the Board's analysis must concern the same level of impacts, and not just focus on the overall impacts (as the Applicants would apparently have it).

IP&L and Ohio Valley further request that the EIS propose suitable measures to mitigate adverse environmental impacts in these counties, as well as any other protective conditions which may be necessary. These may include trackage rights for origin carriers to avoid unnecessary switching.

Respectfully submitted,

Michael F. McBride

Michael F. McBride

Bruce W. Neely

Linda K. Breggin

Brenda Durham

Joseph H. Fagan

LeBoeuf, Lamb, Greene

& MacRae, L.L.P.

1875 Connecticut Avenue, N.W.

Suite 1200

Washington, D.C. 20009-5728

(202) 986-8000

Attorneys for Indianapolis Power &
Light Company and The Ohio Valley
Coal Company

cc: Dennis G. Lyons, Esq.
Samuel M. Sipe, Jr., Esq.
Paul A. Cunningham, Esq.
Richard A. Allen, Esq.



ENVIRONMENTAL DOCUMENT

OFFICE OF
GOVERNMENT RELATIONS

126 Hulihan Hall
University of Delaware
Newark, Delaware 19716-0180
Ph: 302/831-2931
Fax: 302/831-6023

August 4, 1997

Office of the Secretary, Case Control Unit
STB Finance Docket #33388
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001



Attention: Elaine K. Kaiser, Chief
Section of Environmental Analysis, Environmental Filing

Dear Ms. Kaiser:

I am writing on behalf of the University of Delaware. The main campus of the University is located in the city of Newark, Delaware. We anticipate the proposed rail reorganization of CSX and Norfolk Southern will have a negative impact on the 20,000 plus students, faculty and staff of the University.

Presently, 20-24 trains per day run thru Newark on the CSX tracks. There are three at-grade street crossings which already create havoc with cars and pedestrians when trains pass thru the City. An April, 1997 survey by the State Department of Transportation counted 5,137 crossings at one grade crossing during an 11-hour period. Twelve dorms housing 1,200 students are within 130 yards of the tracks and students have complained since those dorms were constructed about the noise from the trains disrupting studying and sleeping. Also in close proximity to the tracks are 11 major classroom buildings that are shaken, rattled and disrupted by the noise from the trains. We have been told that the CSX freight reorganization will result in an increase of rail traffic anywhere from two to ten additional trains per day. We would oppose any increase in the number of trains thru the city.

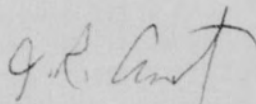
Within the past year, there have also been a few tragic incidents associated with the CSX trains and pedestrians. In the fall of 1996, a pedestrian was struck and killed by a train. We feel the potential for future events with bad consequences because of the trains will increase with additional trains passing thru town. During the past twenty-five years of my employment at the University, a pedestrian has been killed about once a year on the CSX, Conrail or Amtrack tracks in our City.

Office of the Secretary, Case Control Unit
Page 2
August 4, 1997

We understand the Board must balance a number of interests as they review the proposed consolidation application. The University of Delaware asks you to consider the inconvenience already created by the CSX trains passing thru Newark, Delaware now. If you approve a proposal that increases the number of trains thru our City, we ask you to require the new rail entity to mitigate negative impacts of noise and danger to pedestrians with better gating at crossings and more substantial barriers beside the tracks to prevent pedestrians from unauthorized crossings.

Thank you for including our concerns in your review.

Sincerely,

A handwritten signature in dark ink, appearing to read "J. R. Armitage", with a stylized flourish at the end.

J. Richard Armitage
Director, Government Relations

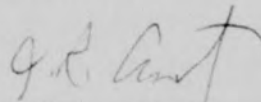
JRA/el

Office of the Secretary, Case Control Unit
Page 2
August 4, 1997

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Thank you for including our concerns in your review.

Sincerely,



J. Richard Armitage
Director, Government Relations

JRA/el

FROM DAVID Johnson
JOHNSON ENV. CONSULTING GP, INC
101 Krollwood CT Hendersonville TN
37226-5866

OFFICE OF THE SECRETARY
CASE CONTROL UNIT
TO FINANCE DOCKET NO 2338F
SURFACE TRANSPORTATION BOARD
1725 K STREET NW
WASHINGTON, DC 20423-0001

ATTN: ELAINE KAISER, Chief
SECTION OF ENV. ANALYSIS/ENR. FILING



JOHNSON ENVIRONMENTAL CONSULTING GROUP, INC.

101 Knollwood Court • Hendersonville, TN 37075-5666 • Phone/Fax (615) 822-2055

July 29, 1997

Office of the Secretary
Case Control Unit
Finance Docket No. 33388
Surface Transportation Board
1925 K Street, NW
Washington, D.C. 20423-0001

Attn: Elaine K. Kaiser
Chief,
Section of Environmental Analysis Environmental Filing
(138124)

Dear Ms. Kaiser,

We are responding to the LEGAL NOTICE in THE TENNESSEAN dated 7/25/97. We are very concerned about the proposed study because historically the Environmental Impact Study does not include input on Environmental Racism Issues. These issues are important because traditionally the areas where they lay these tracks are in ethnic areas where the entrance into and exits from these areas are extremely limited. Due to this limiting aspect in case of chemical incident the ethnic community does not have the resources to respond to the incident. They are not part of the disaster planning process. Consequently, these socio-ethnic-economic communities are the hardest hit and have the least financial resources to provide relief in times of distress.

Also, given the education in some of these communities, their ability to understand the Local Emergency Plan and the Disaster Preparedness Plan and they severely diminish its implementation (especially since these individuals primary concern is how they are going to survive from day to day).

What we would like to do is to be included while developing the Environmental Impact Statement. We base this request upon some of our staffs experience in Environmental Racism issues dealing with the siting of Solid Waste Transfer Stations by BFI (Browning Ferris Industries). In low income African-American neighborhoods. Our efforts successfully denied BFI the zoning variance they need four different times. We have participated in a public forum sponsored by the CENTER FOR ENVIRONMENTAL JUSTICE, New Orleans, LA and have reviewed for the SIERRA LEGAL DEFENSE FUND the NPDES Permit application of the Louisiana Energy Service, which is in the process of building a Uranium Enrichment Facility in Homer, LA.

Please provide us a complete list of Environmental Firms who are participating in this E.I.S. process and also the point of contact at CSX Corp., Conrail, and Norfolk Southern. We believe by adding an African-American firm to the E.I.S. process we will provide insight not available to majority firms. We also have greater access to some of these communities because of who we are and that translates into credibility as one approaches these communities.

Our firm also posses experience in transportation issues which stems from our Architectural and Engineering expertise. This experience and sensitivity can make this E.I.S. process a win - win for

CENTRAL ADMINISTRATIVE UNIT
REC'D: 8/6/97
DOCUMENT # 8/7/97 9:17:59

**ENVIRONMENTAL
DOCUMENT**

Certified Environmental Compliance Manager

Office of the Secretary
Page 2
July 29, 1997

everyone involved. Enclosed you will find information on our company. We look forward to your response.

Very truly yours,

J. David Johnson
President
Johnson Environmental Consulting Group, Inc.

***Johnson Environmental
Consulting Group, Inc,***

Statement of Qualifications

***A FULL SERVICE
ENVIRONMENTAL
ENGINEERING
CONSULTING FIRM***

***101 Knollwood Court
HENDERSONVILLE, TN 37075-5666
PHONE/FAX (615) 822-2055***

I. INTRODUCTION

JOHNSON ENVIRONMENTAL CONSULTING GROUP, INC.

Johnson Environmental Consulting Group, Inc. is the only African American Nashville-area firm solely devoted to providing Environmental Engineering and Pollution Prevention strategies to the myriad of environmental problems that we face today. Since 1990, this small well-managed company has provided consulting services in many different environmental media's.

Johnson Environmental Consulting group is committed to providing its clients with technically sound, cost effective, and practical solutions related to *Air, Water, Groundwater, Geo-Physical Investigations, Asbestos Abatement, LUST/UST Investigations, Solid/Hazardous Waste, RI/FS, Environmental Audits I, II, III, Risk Assessments of Waste Contractors, Toxicology Investigations, and Pollution Prevention Studies that also include a Total Cost Analysis of Capitol Projects.* These investigations are conducted to ensure compliance with all current applicable Environmental Statutes and regulations :

- **CERCLA : COMPREHENSIVE ENVIRONMENTAL**
- **RESPONSE COMPENSATION AND LIABILITY ACT AND THE SUPERFUND AMENDMENT AND REAUTHORIZATION ACT**
- **RCRA : RESOURCE CONSERVATION AND RECOVERY ACT OF 1976 AND THE HAZARDOUS AND SOLID WASTE AMENDMENT OF 1984 (HSWA)**
- **TSCA : THE TOXIC SUBSTANCE CONTROL ACT**

The firm strongly believes that effective communication, team interaction and technical excellence are keys to providing cost effective, personalized environmental consulting services. Priority is always placed on meeting the clients needs. To meet those needs, Johnson Environmental Consulting Group, Inc has established a network of relationships with other firms to provide specialized services on an as needed basis. However, our clients expect us to

maintain total responsibility for project management whenever we use other firms.

JOHNSON ENVIRONMENTAL CONSULTING GROUP, INC., started out in Indianapolis, Indiana. The first major project for this company was the removal and subsequent remediation of two Leaking Underground Storage Tanks for Target Stores at two different locations. One located in Danville, IL, in the mall approximately 100 yards from the main drinking water source for the city and the other located in the mall located in Richmond, IN.

The first major challenge for the firm was when **Legal Services of Indiana** retained their services to assist them in reviewing a permit application by **Browning Ferris Industries (BFI) for a MURF (Municipal Urban Recycling Facility)**. **Johnson Environmental** Provided the technical expertise and determined that what was really, being proposed was a **Solid Waste Transfer Station**. **BFI** would need to get a zoning variance that they could not obtain after four attempts because of the efforts of **Johnson Environmental**.

Mr. J. David Johnson, President / CEO, spent most of his life as an U.S. NAVY HOSPITAL CORPSMAN. During his career he became involved in Industrial Hygiene and was responsible for Asbestos Medical Surveillance, Lead Paint Studies and Abatement, Construction Safety, and other duties as assigned. It was during this period that he began to get interested in the environment.

The many duties and responsibilities that he was assigned during his career, gave him the management skills needed to determine the course of this company. Mr. Johnson has been involved in many organizations that are related to his field. Fmr. Vice-Chair of the Indiana Air & Waste Management Association, The Indiana Hazardous Materials Managers Association, Toastmasters, International, American Management Association, and many others.

II.

Our goal at Johnson Environmental is to provide quality, cost effective, technical services which gives our clients the greatest capability of being knowledgeable, and timely as the regulatory and technology arena changes.

In order to provide these services we are committed to the uttermost in striving to be at the leading edge of technology and at the same time maintain up to date knowledge of the regulatory changes as they are promulgated as they affect our clients.

As part of our dedication to the aforementioned statements we have recently aligned ourselves with Advanced Information Solutions, Inc. The reason for our alliance is because as technology advances software must be created to work through the myriad of requirements put upon manufacturer to monitor the chemicals that they bring into their facility and what they dispose of off site at approved TSD'S, landfills, or at incinerators.

AIS, Inc, has developed EOMIS, which stands for Environmental Office Management Information System. EOMIS is a user-friendly management information system that organizes environmental data to help maximize performance. The designers of this program knew that environmental requirements had to be adhered to, but how does a company collect and compile and access needed data? Managers need to have access to this information, however if the corporate office is in New York. How would the facilities in Mexico, Texas and California be able to accurately track MSDS'S, quantity of material stored, who transported the material, and which disposal facility was utilized?

Eomis has a database of over 25,000 chemicals, which allows a user to compile their own MSDS and track the quantities of material that has

been stored, the amount used. What we like about this program is its ability to fill out Tier I and Tier II reports from all of a clients facilities. There is another advantage and that its ability to calculate VOC's at the point of emmissions and it can complete your Form'R'.

This alliance we believe, gives us a competitive edge within our industry because there is not another product in the marketplace like it. This product is extremely flexible in that it is PC based and can be configured for LAN\WAN using any operating system currently being used in industry.

We can easily use the information from this database and complete Facility Audits, Environmental Audits and Risk Assessments for any size company.

We plan to implement EOMIS wherever and whenever possible as our clients feels the need to enhance their management of environmental issues that continue to challenge them.

In today's world one has to consider what is best for their clients if one intends on being successful in meeting the clients needs. We therefore employ the highly disciplined skill of listening.

By listening intently to our clients, and rephrasing their statements as questions. . We then give utmost assurance to our client that their needs will be met and that their concerns will be addressed both ethically and responsibly. Our hope is that our clients would refer our services to others and should the need ever arise again, then the first thought that crosses their minds would be to call Johnson Environmental Consulting Group, Inc.

Our goal is to locate offices through out the Southeast, Southwest, Midwest, and the North, Northeast by the year 2000.

III. AREAS OF SPECIALIZATION

**1. ENVIRONMENTAL AUDITS
PHASE I, II, III**

2. WETLANDS

3. HYDROGEOLOGY

4. GEOPHYSIC INVESTIGATIONS

**5. LUST/UST (INSTALLATION AND
REMOVAL AND AST's**

**6. RISK ASSESSMENTS OF WASTE
CONTRACTORS**

7. RIFS

**8. GROUNDWATER
INVESTIGATIONS**

9. TRAINING 40 HAZWOPER COURSE

10. POLLUTION PREVENTION

**11. TOTAL COST ANALYSIS OF
CAPITOL PROJECTS**

STB

FD-33388

ID-CITIES

8-6-97

K

1/2



CITY OF PHILADELPHIA

LAW DEPARTMENT
1600 Arch Street
Philadelphia, PA 19103-2081

ANN AGNES PASQUARIELLO
DEPUTY CITY SOLICITOR

(215) 686-0920

August 6, 1997

Federal Express - Overnight

Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing
Office of the Secretary
Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

ENVIRONMENTAL DOCUMENT

**RE: Environmental Impact Study Comments on Proposed EIS Scope in STB
Finance Docket No. 33388**

Dear Ms. Kaiser,

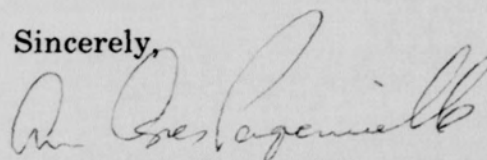
Enclosed for your review are comments from the City of Philadelphia's Fire Department and the Department of Licenses and Inspection concerning the above-mentioned matter. The City also requests an extension of time in which to comment further as indicated below.

The comments submitted from the Department of Licenses and Inspections refer to an environmental investigation report concerning a Conrail right-of-way located at 3rd and Westmoreland Streets in the City of Philadelphia. Enclosed are eleven (11) copies of it, along with the the original and ten (10) copies of the comments from the above-mentioned departments sent via Federal Express.

The Philadelphia City Planning Commission has done a preliminary review of the proposed scope of the impact statement and believes that it may have additional comments after a complete review. Accordingly, the City requests a thirty (30) day extension of time in which to comment. This request is made, because the draft scope was sent to a former employee and did not find its way to the appropriate individuals until recently. In addition, the City was not in possession of the Environmental Report until August 5, 1997. Therefore, an extension is needed in order to fully respond to the draft scope.

If you have questions concerning this material, please call me at (215) 686-0920.
Thank you for your cooperation in this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Ann Agnes Pasquariello".

Ann Agnes Pasquariello,
Deputy City Solicitor

cc: Denise Goren

MEMORANDUM

CITY OF PHILADELPHIA

Fire Department

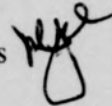
Office of the Deputy Commissioner - Technical Services

Matthew J. McCrory, Jr.

DATE: August 6, 1997

TO: Ann Agnes Pasquariello, Deputy City Solicitor

FROM: Matthew J. McCrory, Jr., Deputy Commissioner, Technical Services



SUBJECT: RAILROAD ENVIRONMENTAL IMPACT STATEMENT

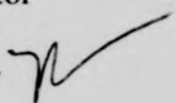
After reviewing the Environmental Impact Statement concerning the merger of CSX Corporation, CSX Transportation and Conrail, I have the following concerns:

- The City of Philadelphia Emergency Management System including the Philadelphia Fire Department should be notified if there will be a significant change in the type or amount of hazardous materials shipped through the city on the consolidated rail system.
- The City of Philadelphia Emergency Management System including the Philadelphia Fire Department should be notified if there will be a significant change in any contingency plans and/or emergency preparedness capability.

**CITY OF PHILADELPHIA
DEPARTMENT OF LICENSES & INSPECTIONS
MEMORANDUM**

AUGUST 6, 1997

TO: William R. Thompson, Chief Deputy City Solicitor

FROM: Mary-Rita D'Alessandro, Deputy Commissioner 

SUBJECT: *COMMENTS ON THE PREPARATION OF AN
ENVIRONMENTAL IMPACT STATEMENT: CONRAIL -
CSX MERGER*

The Department has serious environmental concerns about the area known as the Berks Industrial Tract which stretches from Lehigh to Allegheny Avenues along 3rd Street. Conrail has a railroad right-of-way in this area. Denise Goren is very familiar with this situation.

In this regard, I am providing you with a copy of the Phase I Environmental Assessment and Limited Phase II Subsurface Soil Investigation Report pertaining to the 3rd & Westmoreland Streets location prepared by McLaren/Hart Environmental Engineering Corporation for the City of Philadelphia Capital Program Office.

Moreover, I wish to bring to your attention at this time that Conrail needs to attend to dumping of all kinds of waste (including tires) which is occurring at scattered sites along its various rights-of-way locations.

MRD/cat

cc: Frances Egan, Commissioner
Edward J. McLaughlin, Deputy Commissioner
Shirley Hayes, Deputy Commissioner
Robert Solvibile, Deputy Managing Director

FILE:conrlessx

PHASE I ENVIRONMENTAL ASSESSMENT AND LIMITED PHASE II SUBSURFACE SOIL INVESTIGATION REPORT

AMTRAK RAILWAY PROPERTY
3RD STREET AND WESTMORELAND STREET
PHILADELPHIA, PENNSYLVANIA

Prepared for:

CITY OF PHILADELPHIA
CAPITAL PROGRAM OFFICE
10TH FLOOR - MUNICIPAL SERVICES BUILDING
15TH STREET & JFK BOULEVARD
PHILADELPHIA, PENNSYLVANIA 19102-1677

Prepared by:

McLAREN/HART ENVIRONMENTAL ENGINEERING CORPORATION
300 STEVENS DRIVE, SUITE 200
PHILADELPHIA, PENNSYLVANIA 19113

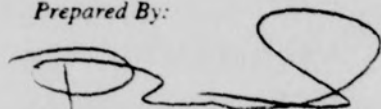
Proprietary Notice

The report and its contents represent PRIVILEGED AND CONFIDENTIAL INFORMATION. This document should not be duplicated or copied under any circumstances without the express permission of City of Philadelphia. The purpose of the report is to allow City of Philadelphia to evaluate the potential environmental liabilities at the Property. Any unauthorized reuse of McLaren/Hart's reports or data will be at the unauthorized user's sole risk and liability.

McLAREN/HART PROJECT N° 13-0805187.001.001

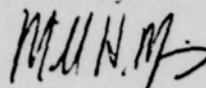
JULY 11, 1997

Prepared By:



Paul J. Michaels
Senior Associate Environmental Scientist

Reviewed By:



Michael H. Menninger
Senior Geoscientist



**PHASE I ENVIRONMENTAL ASSESSMENT
AND LIMITED PHASE II SUBSURFACE INVESTIGATION REPORT
AMTRAK RAILWAY PROPERTY
PHILADELPHIA, PENNSYLVANIA**

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**PHASE I ENVIRONMENTAL ASSESSMENT
AND LIMITED PHASE II SUBSURFACE INVESTIGATION REPORT
AMTRAK RAILWAY PROPERTY
PHILADELPHIA, PENNSYLVANIA**

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1.0 INTRODUCTION

McLaren/Hart Environmental Engineering Corporation ("McLaren/Hart") was retained by the City of Philadelphia's Capital Program Office (CPO) to conduct a Phase I/ and limited Phase II Environmental Assessment ("Assessment") of the Amtrak Railway property located east of 3rd Street and extending from W. Ontario to W. Westmoreland Streets in Philadelphia, Pennsylvania, hereinafter referred to as the Property.

This Environmental Assessment Report has been prepared for the exclusive use of City of Philadelphia. The information contained within this report was prepared for the sole purpose of evaluating the potential environmental risks associated with the subject Property. This report is divided into the following sections:

Section 2.0 - Provides an executive summary;

Section 3.0 - Describes the subject Property and its history;

Section 4.0 - Presents the Phase I Assessment and results;

Section 5.0 - Describes the Phase II Assessment and results;

Section 6.0 - Presents McLaren/Hart's conclusions and recommendations;

Section 7.0 - Provides the limitations and liabilities.

2.0 EXECUTIVE SUMMARY

Based on the findings of the Phase I and limited Phase II environmental assessments described in Sections 4.0 and 5.0 of this report, McLaren/Hart has prepared the following summary of our Assessment:

Phase I Assessment

- 1) The Property consists of two sets of railroad tracks located east of 3rd Street and extending between W. Westmoreland Street and Ontario Street in Philadelphia, Pennsylvania, as identified on Figure 1. The railroad tracks entering the subject Property from the south are at or above grade with surrounding properties and the rail tracks exiting the subject Property to the north are below grade with surrounding properties. The subject Property is a portion of the Amtrak railway system. The Property is bordered on both sides by stone retaining walls extending approximately 12 to 18 feet above the railroad siding. The Property is currently abandoned and filled with construction debris, abandoned cars, household garbage, tires, empty drums, and other miscellaneous debris.
- 2) Based on a review of historical Sanborn maps, the Property has historically been occupied by the railroad tracks.
- 3) A review of federal environmental regulatory databases indicated that the "Westmoreland Railyard" is listed as a CERCLIS site. This site is adjacent to the subject Property. According to information provided by Ms. Maggie Jennis and Mr. Larry Miller of the Environmental Protection Agency (EPA), CERCLIS section, approximately 35 drums of filled with a tar material were found on the west side of the Conrail right-of-way on Westmoreland Street between 3rd and 4th Streets. The drums were reported to the EPA on November 12, 1993 and the EPA performed a Preliminary Assessment, which was completed on August 8, 1996. Samples were collected from the materials in the drums and observed not to contain any hazardous materials. The EPA has conducted a

preliminary assessment of the site and has determined that no further action is necessary and no hazard was identified.

Also, the databases indicated that one (1) registered underground storage tank (UST) site, two (2) leaking underground storage tank (LUST) sites, one (1) state landfill site, one (1) RCRA hazardous waste generator site, and two (2) other CERCLIS sites were identified within the ASTM-specified search radii.

Phase II Assessment

McLaren/Hart advanced five (5) hand augered soil test borings at the Property. Five soil samples obtained from the borings were submitted to a laboratory for Total Petroleum Hydrocarbons (TPH), volatile organic compounds (VOCs), semivolatile organic compounds (SVOCs), polychlorinated biphenyls (PCBs), arsenic, and lead analyses. Analytical results indicated that TPH concentrations detected in four of the five soil samples were in excess of the PADEP Soil Cleanup Criteria of 500 mg/kg. TPH concentrations in these four samples ranged from 1,386 milligrams per kilogram (mg/kg) in sample S-4 to 30,019 mg/kg in sample S-1. Arsenic was detected above the PADEP Residential Soil Cleanup Criteria of 3 mg/kg in three of the five soil samples. Arsenic concentrations in these three samples ranged from 4.64 mg/kg in sample S-3 to 8.54 mg/kg in sample S-1. The non-residential soil standard for arsenic is 4 mg/kg. Lead was detected above the PADEP Residential Soil Cleanup Criteria of 500 mg/kg in sample S-5 (971 mg/kg). The non-residential Soil Cleanup Criteria for lead is 1,000 mg/kg. No volatile organics or semi-volatile organic compounds were detected above the PADEP Soil Cleanup Criteria in any of the five soil samples.

In conclusion, based on the Property's current use and urban setting, it is unlikely that PADEP would require remedial investigation or activities at the Property. However, should the Property be developed or should future use of the Property require earthwork or soil removal, Property soils may require further characterization and may be subject to special disposal requirements pursuant to local, state, and/or federal regulations.

The Property is covered with miscellaneous debris. The potential exists that asbestos-containing material may be present within the debris. Should the debris be removed from the Property, McLaren/Hart recommends that prospective disposal sites be made aware that the debris may contain asbestos containing materials.

3.0 PROPERTY DESCRIPTION AND HISTORY

3.1 Property Location and Description

The Property consists of two sets of railroad tracks located east of 3rd Street and extending between W. Westmoreland Street and W. Ontario Street (approximately 25 feet wide by 300 feet long) in Philadelphia, Pennsylvania (Figure 1). The railroad tracks entering the subject Property from the south are at or above grade with surrounding properties and the tracks exiting the subject Property to the north are below grade with surrounding properties. The subject Property is a portion of the Amtrak railway system. The Property is bordered on both sides by stone retaining walls extending approximately 12 to 18 feet above the railroad siding. The Property is currently abandoned and filled with construction debris, abandoned cars, tires, empty drums, and other miscellaneous debris. Appendix A contains photographs taken during the site visit.

3.2 Current Property Use

The railroad tracks are currently inactive. Construction debris are located throughout the entire portion of the tracks. As discussed in Section 3.7, the Property was historically used as railroad tracks.

3.3 Site Utilities and Services

No buildings are currently present at the Property, so no utilities currently service the Property. Based on field observations, nearby properties are likely serviced by City of Philadelphia municipal water and sewer, are heated by either natural gas or heating oil, and are provided electricity by PECO Energy.

3.4 Regional Hydrogeology and Geology

This section provides a description of the regional hydrogeology and geology. A discussion of Property-specific geologic conditions encountered during the subsurface exploration program conducted as part of the Phase II activities is provided in Section 5.2.2 of this report.

According to the United States Geological Survey's Water-Table Map of Philadelphia, Pennsylvania, 1976-1980, by Gary N. Paulachok and Charles R. Wood, dated 1984, the Property vicinity is underlain by crystalline rocks of the Wissahickon Formation and by the younger unconsolidated sediments of the Coastal Plain. The Late Proterozoic and early Paleozoic aged crystalline rocks of the Wissahickon Formation generally slope southeastward, forming a basement beneath the Coastal Plain sediments.

The Wissahickon Formation consists mainly of schist that is believed to represent a thick accumulation of arkosic and argillaceous sediments that were metamorphosed into dense, hard, foliated rock. These rocks typically exhibit well developed cleavage and jointing. In the outcrop of the Wissahickon Formation, groundwater commonly occurs under unconfined conditions in openings along bedding and schistosity planes, and fractures.

The deepest Coastal Plain sediments in ascending order are the Potomac Group and Raritan and Magothy Formations of Cretaceous age, which form the Potomac-Raritan-Magothy (PRM) aquifer system. The PRM aquifer system has been subdivided into the following units: lower sand, lower clay, middle sand, middle clay, upper sand, and upper clay. The upper sand unit of the PRM aquifer is composed of medium to coarse sand and minor amounts of very fine to fine sand.

Generally, the Cretaceous sediments are overlain by the Pleistocene sediments of the "Trenton Gravel". The Trenton Gravel consists of sand and gravel and minor amounts of clay. The maximum thickness of the unit is 80 feet, and the typical thickness is about 40 feet.

In Philadelphia, the upper clay unit of the PRM aquifer system has limited areal extent. Consequently, the upper sand unit commonly forms a hydraulically continuous unit with the overlying Trenton Gravel and Holocene sediments, and these three geologic units function as a single aquifer.

The unconfined aquifers are recharged by precipitation, surface-water sources, and leakage from sewers and water pipes. The aquifers discharge to the atmosphere and to surface-water bodies and deeper aquifers. In unstressed ground water systems, the water table profile generally resembles the land surface profile. In Philadelphia, however, the altitude and shape of the water table has been altered significantly by human activities such as pumping, dewatering, and leakage from utility conduits.

Municipal water supply and wastewater treatment facilities serve Philadelphia. Surface waters are the sole source of the municipal supply. On the average, about 356 million gallons per day are withdrawn nearly equally from the Delaware and Schuylkill Rivers, principally for industrial and domestic uses. Nearly 8 million gallons of ground water are withdrawn daily, mainly for site dewatering and industrial uses.

3.5 Site Topography

Based on observations made during our site visit, the Property is located approximately 15 to 20 feet below grade with surrounding properties to the east and west. According to the USGS topographic quadrangle map of the Property vicinity (Germantown, PA dated 1967, photorevised 1983), ground surface elevation at the Property is approximately 80 to 100 feet above mean sea level. The Schuylkill River is located approximately two miles west of the Property, and the Delaware River is located approximately two miles southeast of the Property.

3.6 Adjacent Properties

The Property is located in a predominantly mixed residential and commercial area as identified on Figure 2. Following is a summary of adjacent properties:

- The Property is bordered to the north by the continuance of the railway and an overpass for W. Ontario Street.
- The Property is bordered to the south by the continuance of the railway and a footbridge for W. Westmoreland Street.
- The Property is bordered to the east by new construction of an elementary school and an inactive building formerly occupied by Westmoreland Worsted Mill.
- The Property is bordered to the west by an abandoned commercial/industrial building.

3.7 Property History

Based on information provided by the City of Philadelphia's Capital Program Office and a review of historical Sanborn maps, the Property was historically occupied by a railway. There is no evidence that the Property has been used for other purposes.

3.8 Sanborn Map Review

Sanborn fire insurance maps were developed for use by insurance companies and they depict land use at numerous facilities and properties located throughout the United States. These maps have been periodically updated since the late 19th century and can therefore be a valuable insight into historical Property use. Five Sanborn maps were provided to McLaren/Hart for review by

EDR/Sanborn, a commercial databases management firm. These maps were dated 1921, 1951, 1975, 1980, and 1989 and are provided as Appendix B.

The 1921 Sanborn map showed that the Property was occupied by the P&R RV Railroad. The Property consisted of two sets of rail tracks and was bordered on each side by stone retaining walls. A manufacturing building occupied by the H. Ellis & Co., Branch of Liggett & Myers Tobacco Co., bordered the subject Property to the northeast. This area is currently being constructed with an elementary school. Remnants of the warehouse and building are still evident on the property. A manufacturing building owned by Sterling Dyeing & Finishing Co. bordered the subject Property to the southeast. A manufacturing building owned by W.H. Lorimer's Son's Co., Dye Works bordered the subject Property to the west. This manufacturing building was located approximately 200 feet to the west of the stone retaining wall on the subject Property.

The 1951 Sanborn map showed the Property to be similar to that depicted in the 1921 map. The property to the west has expanded and changed occupancy from the W.H. Lorimer's Son's Co., Dye Works to Philadelphia Rubber Company.

The 1975, 1980, and 1989 Sanborn maps showed the Property to be similar to that depicted in the 1951 map. The Property to the west had changed occupancy in 1980 from the Philadelphia Rubber Company to the Globe Rubber Products Corp., and in 1989 to the Screen Decoration Industries Keystone Packaging Division.

Throughout the Property's history, industrial sites (including dye castings) have been associated with nearby and bordering Properties. There is a potential that the historical uses of these nearby properties may have impacted the subject Property. However, McLaren/Hart's review of the Sanborn maps did not show any indication of underground storage tanks, aboveground chemical storage tanks, chemical storage areas, or other evidence of areas which may represent environmental concerns.

4.0 PHASE I ASSESSMENT

The following subsections describe the scope of work and results of the Phase I Assessment.

4.1 Historical Information Review

A review of current and past activities conducted at the Property was performed and has been incorporated into the Phase I Assessment findings. This review included evaluation of available Sanborn fire insurance maps, topographic maps, or additional historical information provided by the City of Philadelphia.

4.2 Visual Inspection of the Property

On June 6, 1997, McLaren/Hart representatives, Charles Phillips, Supervising Environmental Scientist and Paul Michaels, Senior Associate Environmental Scientist of McLaren/Hart's Lester, Pennsylvania office conducted a visual inspection of the Property. The Property was inspected for evidence of compliance with environmental regulatory requirements, evidence of previous, ongoing or potential releases of hazardous substances, hazardous materials, or petroleum products with resultant contamination and proximity to sensitive receptors. The inspection focused on aboveground storage tanks, evidence of underground storage tanks, hazardous materials and wastes, petroleum product storage and use, liquid-filled electrical transformers and other equipment suspected of containing polychlorinated biphenyls ("PCBs"), evidence of on-site waste disposal activities, wastewater treatment and/or discharge systems (including septic systems, dry wells and storm water drainage systems), air emissions, and other areas of potential environmental concern.

As part of the inspection, McLaren/Hart attempted to identify any off-site adjacent operations or facilities that may pose a potential environmental impact to the Property. Where access to an adjacent property was restricted, the inspection of the adjacent property was performed only from the perimeter of the Property and from nearby public thoroughfares. Additionally, when

conducting the inspection, McLaren/Hart attempted to identify sensitive receptors or critical habitats within a one-half ($\frac{1}{2}$) mile radius of the Property which could potentially be impacted by operations known or suspected to have been performed at the Property. The following subsections present the results of the site inspection.

4.2.1 Potable Water

There is currently no potable water supplied to the Property. Properties in the vicinity of the subject Property receive potable water from the City of Philadelphia municipal water supply (Philadelphia Water Department).

4.2.2 Wastewater/Storm Water

There is currently no wastewater generated at the Property, nor is there any evidence of historical wastewater generation at the Property. Sanitary wastewater from properties in the vicinity of the subject Property discharges to the City of Philadelphia municipal sewer system.

4.2.3 Solid Waste

Solid waste is not currently generated at the Property. However, during our site visit it was observed that large quantities of construction debris, abandoned cars, household garbage, tires, empty drums, and other miscellaneous debris were located throughout the Property.

4.2.4 Waste Oil

There is no evidence of waste oil generation at the Property.

4.2.5 Hazardous Materials and Chemicals

Hazardous materials are not currently used at the Property as a result of site operations.

4.2.6 Hazardous Waste

There is no evidence of hazardous waste generation at the Property.

4.2.7 Air Emissions

There is no evidence of air emissions at the Property.

4.2.8 Above Ground Storage Tanks (ASTs)

No evidence of ASTs were observed by McLaren/Hart during our site visit.

4.2.9 Underground Storage Tanks (USTs)

No evidence of USTs was observed by McLaren/Hart during our site visit.

4.2.10 Polychlorinated Biphenyls (PCBs)

No potentially PCB-containing equipment was observed by McLaren/Hart during our site visit.

4.2.11 Asbestos Containing Materials (ACM)

No buildings or structures are present at the Property, so an asbestos survey was not conducted as part of this Assessment. ACM may be present within the construction debris located throughout the Property.

4.2.12 Urea Formaldehyde (UFFI)

No buildings or structures are present at the Property, so urea formaldehyde (UFFI) does not pose an environmental concern.

4.2.13 Lead-Based Paint/Lead Piping

No buildings or structures are present at the Property, so lead-based paint and lead piping do not pose an environmental concern.

4.2.14 Sensitive Receptors and Wetlands

Primary concerns associated with sensitive receptors and wetlands are:

- Federal and state environmental regulations often limit an owner's ability to modify a property when sensitive receptors or wetlands are potentially impacted; and,
- The potential of a release or discharge from a facility impacting a sensitive receptor or wetland.

McLaren/Hart did not observe any sensitive receptors within a one-half mile radius of the Property.

4.2.15 Radon

Radon is a gas which can seep into structures constructed in areas with soils containing uranium. Radon travels through the soil and enters the structure through cracks and holes in basement walls or floors, drains, or other openings. The EPA action level for radon is 4.0 picoCuries per liter (pCi/L). No buildings are present at the Property, so radon gas does not currently pose an environmental concern. McLaren/Hart recommends that, should the Property be developed, radon testing be conducted to evaluate the potential presence of radon gas.

4.3 Regulatory Agency Review

The regulatory agency review included a review of the following databases compiled by the United States Environmental Protection Agency (USEPA) and provided to McLaren/Hart by a commercial database management firm: the National Priorities List (NPL); the Comprehensive Environmental Response Compensation and Liability Information System (CERCLIS) list; the Resource Conservation and Recovery Act (RCRA) Facilities list; and, the Emergency Response Notification System (ERNS) list. Additionally, the following State of Pennsylvania regulatory databases were reviewed: the State Hazardous Waste Sites (SHWS) list; the list of Registered Underground Storage Tanks (USTs); the list of known or suspected leaking underground storage tank (LUST) sites; and, Solid Waste Facilities/Landfill Sites Information (SWF/LS) list. The Environmental Regulatory Database report is included as Appendix C. The following subsections present the results of the regulatory data base search.

4.4.1 Federal Data Base Review

4.4.1.1 National Priorities List

The National Priorities List (NPL) is the Environmental Protection Agency's database of uncontrolled or abandoned hazardous waste sites identified for priority remedial actions under the Superfund Program. To be included on the NPL, a site must either meet or surpass a predetermined hazard ranking system score, be chosen as a state's top-priority site, or meet all three of the following criteria: (1) the U.S. Department of Health and Human Services issues a health advisory recommending that people be removed from the site to avoid exposure; (2) EPA determines that the site represents a significant threat; and (3) EPA determines that the remedial action is more cost-effective than removal action.

The database did not identify any NPL sites within a one mile radius of the Property.

4.4.1.2 Comprehensive Environmental Response Compensation Liability Information System

The Comprehensive Environmental Response Compensation Liability Information System (CERCLIS) list includes a list of properties/facilities which are suspected or confirmed to have adversely impacted the environment. The list is comprehensive in that it includes all properties for which an allegation has been made regarding environmental abuse.

The CERCLIS database identified one potential on-site CERCLIS site and two (2) other CERCLIS listed sites within a one-half mile radius of the Property. These sites are as follows:

Name of Site	Address	Comments	Proximity to Property
Westmoreland Railyard Dump	3rd & Westmoreland St.	EPA has conducted a preliminary assessment and has determined that no further action is necessary and no hazard was identified.	On-site or adjacent.
Komak/Ontario St.	900 W. Ontario St.	EPA has conducted a preliminary assessment and has determined that no further action is necessary and no hazard was identified.	1/2 mile west
Coleman Company	3550 N. 9th St.	EPA has conducted a preliminary assessment and has determined that no further action is necessary and no hazard was identified.	1/2 mile west

The Westmoreland Railyard CERCLIS listed site is immediately adjacent to the subject Property. According to information provided by Ms. Maggie Jennis and Mr. Larry Miller of the Environmental Protection Agency (EPA), CERCLIS section, approximately 35 drums of a tar material were found along the west side of the Conrail right-of-way on Westmoreland Street between 3rd and 4th Streets. The drums were reported to the EPA on November 12, 1993 and

the EPA performed a Preliminary Assessment, which was completed on August 8, 1996. Samples were collected from the materials in the drums and observed not to contain any hazardous materials. The EPA has conducted a preliminary assessment on the site and has determined that no further action is necessary and no hazard was identified. Consequently, this site does not appear to pose a regulatory concern. Conclusions regarding environmental impacts at the subject Property are discussed in Section 5.0.

No further action was required by the EPA, so neither the Komak/Ontario Street nor the Coleman Company sites appear to pose an environmental or regulatory concern.

4.4.1.3 Resource Conservation and Recovery Act

The EPA's Resource Conservation and Recovery Act (RCRA) Program identifies and tracks hazardous waste from the point of generation to the point of disposal. The RCRA Facilities data base is a compilation by EPA of reporting facilities that generate, store, transport, treat or dispose of hazardous waste.

A review of this database indicated that no RCRA Treatment, Storage, and Disposal facilities were identified within a one mile radius of the subject Property. The database did not identify any RCRA generator sites located adjacent to the subject Property.

4.4.1.4 Emergency Response Notification System

The Emergency Response Notification System (ERNS) is a national data base used to collect information or report releases of oil and hazardous substances. The data base contains information from spill reports made to the federal authorities including the USEPA, the US Coast Guard, and the Department of Transportation.

A review of this database indicated that no ERNS incidents have occurred on the subject Property.

4.4.2 State Data Base Review

4.4.2.1 State Hazardous Waste Sites

State hazardous waste site records are the states' equivalent to CERCLIS. These sites may or may not already be listed on the federal CERCLIS list. Priority sites planned for cleanup using state funds are identified along with sites where cleanup will be paid for by potentially responsible parties.

This database did not identify any state hazardous waste sites within a one mile radius of the Property.

4.4.2.2 Registered Underground Storage Tanks

A search of the Pennsylvania list of Registered Underground Storage Tanks (USTs) indicated that the following site, located within a one-quarter mile radius of the subject Property, have registered USTs:

Name of Site	Address	Comments	Proximity to Property
Sterling Dye	3330 N. Third St.	Site has one 10,000-gallon heating oil UST installed in 1935	Borders the southern portion of the Property to the east.

4.4.2.3 Leaking Underground Storage Tank Incident Report

Leaking Underground Storage Tank (LUST) records contain an inventory of reported leaking underground storage tank incidents. The Pennsylvania list of Leaking Underground Storage Tanks included the following sites located within a one-half mile radius of the subject Property:

Name of Site	Address	Proximity to Property	Comments
Sears Logistic Svcs.	3820 N. 2nd St.	½ mile northeast	Releases involved leaded gasoline and No. 2 heating oil. No further information included in database.

4.4.2.4 Solid Waste Facility Information System List

A search of the Solid Waste Facility Information System List indicated the following site, located within a one-half mile radius of the subject Property:

Name of Site	Address	Comments	Proximity to Property
E.Z. Chemical Co., Inc.	3230 No. 3rd St.	Site has one 10,000-gallon, heating oil UST installed in 1935	> 1/4 mile south of the Property.

Release(s) from the aforementioned UST, LUST, and Solid Waste sites may impact soil or groundwater quality beneath the subject Property. However, the Property is located in a urban area where regionally degraded soil and/or groundwater quality is likely, so the risk that the Property owner or operator would be considered liable for degraded soil or groundwater conditions attributable to these potential off-site contaminant sources is negligible.

5.0 PHASE II ASSESSMENT

McLaren/Hart conducted a limited Phase II Assessment at the Property. The purpose of the limited Phase II Assessment was to evaluate whether or not the former use of the Property and surrounding properties have impacted subsurface soils at the Property. To meet this objective, McLaren/Hart advanced five (5) hand augered soil test borings and submitted five (5) soil samples for laboratory analyses.

The following subsections present a discussion of the procedures and results of the limited Phase II Assessment.

5.1 Soil Investigation

On June 6, 1997, McLaren/Hart conducted a limited investigation to evaluate the potential presence of contamination on-site. The following subsections describe the procedures and present the results of the subsurface investigation.

5.1.1 Soil Sampling and Analytical Results

McLaren/Hart collected five (5) soil samples from approximately 1 to 2 feet below ground surface from along the sides of the railroad tracks as identified on Figure 3. The soil samples were collected in 4-ounce laboratory-supplied soil jars which were immediately stored in a cooler at 4 degrees Celsius. The soil samples were submitted to Wayne Analytical & Environmental Services, Inc. of Royersford, Pennsylvania for laboratory analysis. The samples were submitted for Total Petroleum Hydrocarbons (TPH), volatile organic compounds (VOCs), semi-volatile organic compounds (SVOCs), polychlorinated biphenyls (PCBs), arsenic, and lead analyses. The laboratory analytical results of the soil samples are summarized on Table 1 and are included in Appendix D.

Analytical results indicated that the TPH concentrations were detected in four of the five soil samples in excess of the PADEP Soil Cleanup Criteria of 500 mg/kg. TPH concentrations in these four samples ranged from 1,386 milligrams per kilogram (mg/kg) in sample S-4 to 30,019 mg/kg in sample S-1. Arsenic was detected above the PADEP Residential Soil Cleanup Criteria of 3 mg/kg in three of the five soil samples. Arsenic concentrations in these three samples ranged from 4.64 mg/kg in sample S-3 to 8.54 mg/kg in sample S-1. The non-residential soil cleanup criteria is 4 mg/kg. Lead was detected above the PADEP Residential Soil Cleanup Criteria of 500 mg/kg in sample S-5 (971 mg/kg). The non-residential soil cleanup criteria for lead is 1,000 mg/kg. No volatile organics or semi-volatile organic compounds were detected above the PADEP Soil Cleanup Criteria in any of the five soil samples.

6.0 CONCLUSIONS AND RECOMMENDATIONS

McLaren/Hart conducted a Phase I and limited Phase II Environmental Assessment of the Property located extending from W. Ontario to W. Westmoreland in Philadelphia, Pennsylvania. Based on the findings of the environmental assessment, McLaren/Hart has prepared the following conclusions:

- 1) The Property is covered with miscellaneous debris. The potential exists that asbestos-containing material may be present within the debris. Should the debris be removed from the Property, McLaren/Hart recommends that prospective disposal sites be made aware that the debris may contain asbestos containing materials.
- 2) McLaren/Hart collected five soil samples from beneath the construction debris. Analytical results of soil samples indicated that TPH, arsenic, and lead are present above the PADEP Soil Cleanup Criteria in some areas of the Property. Based on the Property's current use and urban setting, it is unlikely that PADEP would require remedial investigation or activities at the Property. However, should the Property be developed or should future use of the Property require earthwork or soil removal, Property soils may require further characterization and may be subject to special disposal requirements pursuant to local, state, and/or federal regulations.

7.0 LIMITATIONS AND LIABILITIES

McLaren/Hart undertakes all assignments in its role as an environmental engineering consulting firm using our best professional effort consistent with generally accepted environmental assessment practices. McLaren/Hart has attempted to assess the Property utilizing information obtained from: the on-site assessment conducted on June 6, 1997; review of regulatory records, available literature and documents, a historical site information review; interviews with parties believed to be reliable and knowledgeable of the Property; and the results of a limited Phase II investigation conducted at the Property. Findings presented herein are based upon observations of current conditions and may not be indicative of future conditions or operating practices at the Property.

EXHIBIT A

TABLES

TABLE 1

SOIL SAMPLING RESULTS

CITY OF PHILADELPHIA CAPITAL PROGRAM OFFICE
AMTRAK RAILROAD TRACKS
3RD STREET & WESTMORELAND PROPERTY
PHILADELPHIA, PENNSYLVANIA

SAMPLE ID	S1	S2	S3	S4	S5	PADEP SOIL CLEANUP STANDARDS (1)		
SAMPLE DEPTH (ft)	6"	6"	6"	6"	6"	Residential Ingestion	Non-Residential Ingestion	Soil To Groundwater Pathway
SAMPLE DATE	6/6/97	6/6/97	6/6/97	6/6/97	6/3/97			
SAMPLE TYPE	GRAB	GRAB	GRAB	GRAB	GRAB			
LAB ID	23369	23370	23371	23372	23373			
TPH	30,019	129	5,596	1,366	1,946	500	--	--
PCBs	0.5 U	0.5 U	0.5 U	0.5 U	0.5 U	5	--	--
Arsenic	8.54	6.28	4.64	2.66	2.14	3	4	5
Lead	62.75	135.2	321.69	235.91	211.69	500	1,000	--
Volatile Organic Compounds (VOCs)								
1,4 Dichlorobenzene	0.58	0.330 U	0.330 U	0.330 U	0.330 U	100	200	8
All Other VOCs	ND	ND	ND	ND	ND	--	--	--
Semi-Volatile Organic Compounds (SVOCs)								
Acenaphthylene	0.4	0.330 U	0.4	0.5	0.3	--	--	--
Benzo(a)anthracene	4.0	0.330 U	4.0	1.0	0.7	6	8	500
1,3 Dichlorobenzene	0.330 U	0.330 U	0.330 U	1.0	1.0	--	--	--
Fluoranthene	3.0	0.330 U	2.0	0.330 U	0.4	3,000	40,000	400
Fluorene	0.4	0.330 U	0.330 U	0.5	0.330 U	3,000	40,000	40
Naphthalene	1.1	0.330 U	0.96	0.41	0.66	3,000	40,000	8
Phenanthrene	2.0	0.330 U	1.0	0.330 U	0.330 U	--	--	80
Pyrene	2.0	0.330 U	2.0	0.330 U	0.330 U	2,000	30,000	300
All Other SVOCs	ND	ND	ND	ND	ND	--	--	--

Notes:

All soil samples collected by McLaren/Hart and analyzed by Wayne Analytical & Environmental Services of Royersford, Pennsylvania.

All analytical results expressed in milligrams per kilogram (mg/kg) on a dry weight basis

(1) - PADEP Land Recycling Manual Supplement, November 8, 1996

TPH - Total Petroleum Hydrocarbons by EPA Method 418.1

PCBs - Polychlorinated Biphenyls by EPA Method 8080

ND - Not Detected

U - Below detection limit. Detection limit shown.

-- = No PADEP Cleanup Standards

Exceeds PADEP Cleanup Standard

EXHIBIT B

11

FIGURES



SITE LOCATION MAP
AMTRACK RAILWAY (W. ONTARIO/W WESTMORLAND)

PHILADELPHIA, PENNSYLVANIA

Scale 1" = 2000 Feet

FIGURE 1

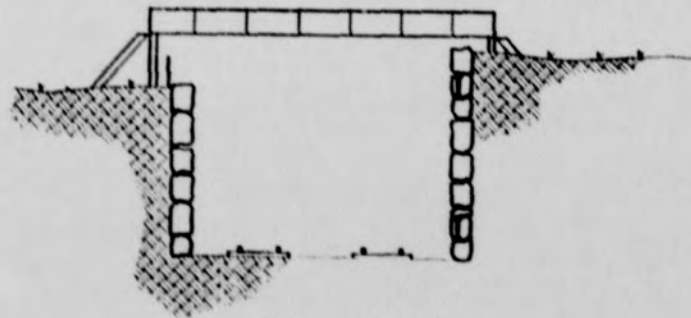
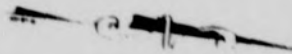


ENVIRONMENTAL ENGINEERING CORPORATION

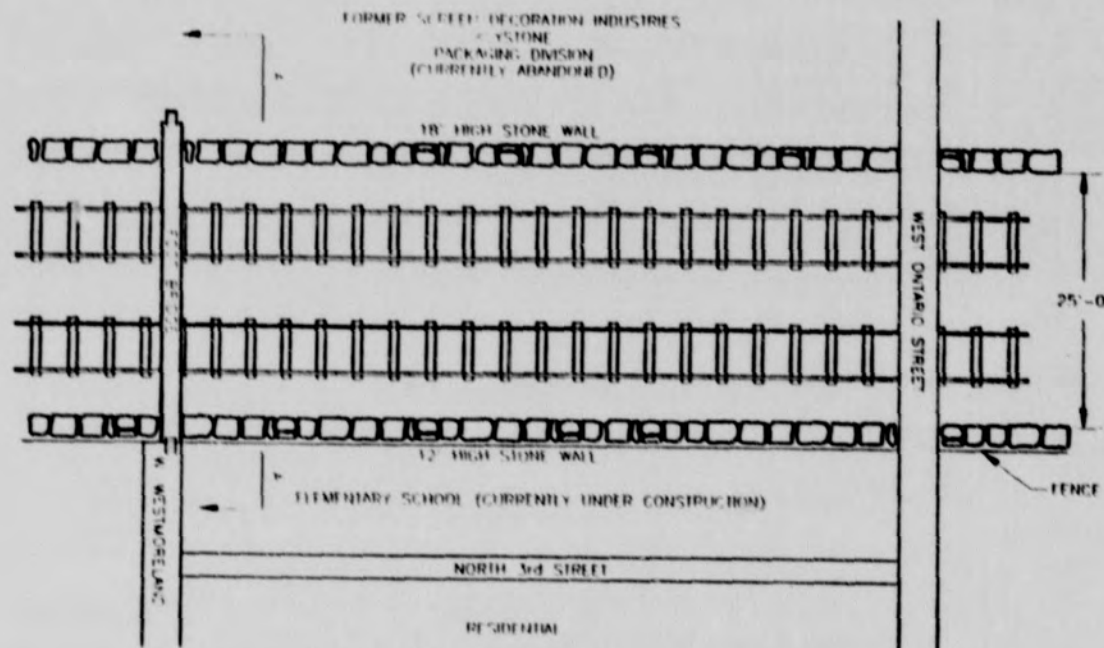
Project No. 13-0805187-001-001

USGS Topographic Map
Germantown, PA
1967 - Photorevised 1983

SHEET NO. 51010001
 DATE 07-02-97
 DRAWN BY



SECTION "A-A"
 SCALE: 1/4" = 1'-0"



PLAN VIEW
 SCALE: 1/4" = 1'-0"



SITE PLAN - AMTRAK RAILWAY EXTENDING FROM
 W. ONTARIO TO W. WESTMORELAND
 CITY OF PHILADELPHIA
 PHILADELPHIA, PENNSYLVANIA

DRWN: RDI

CHK'D:

APP'D:

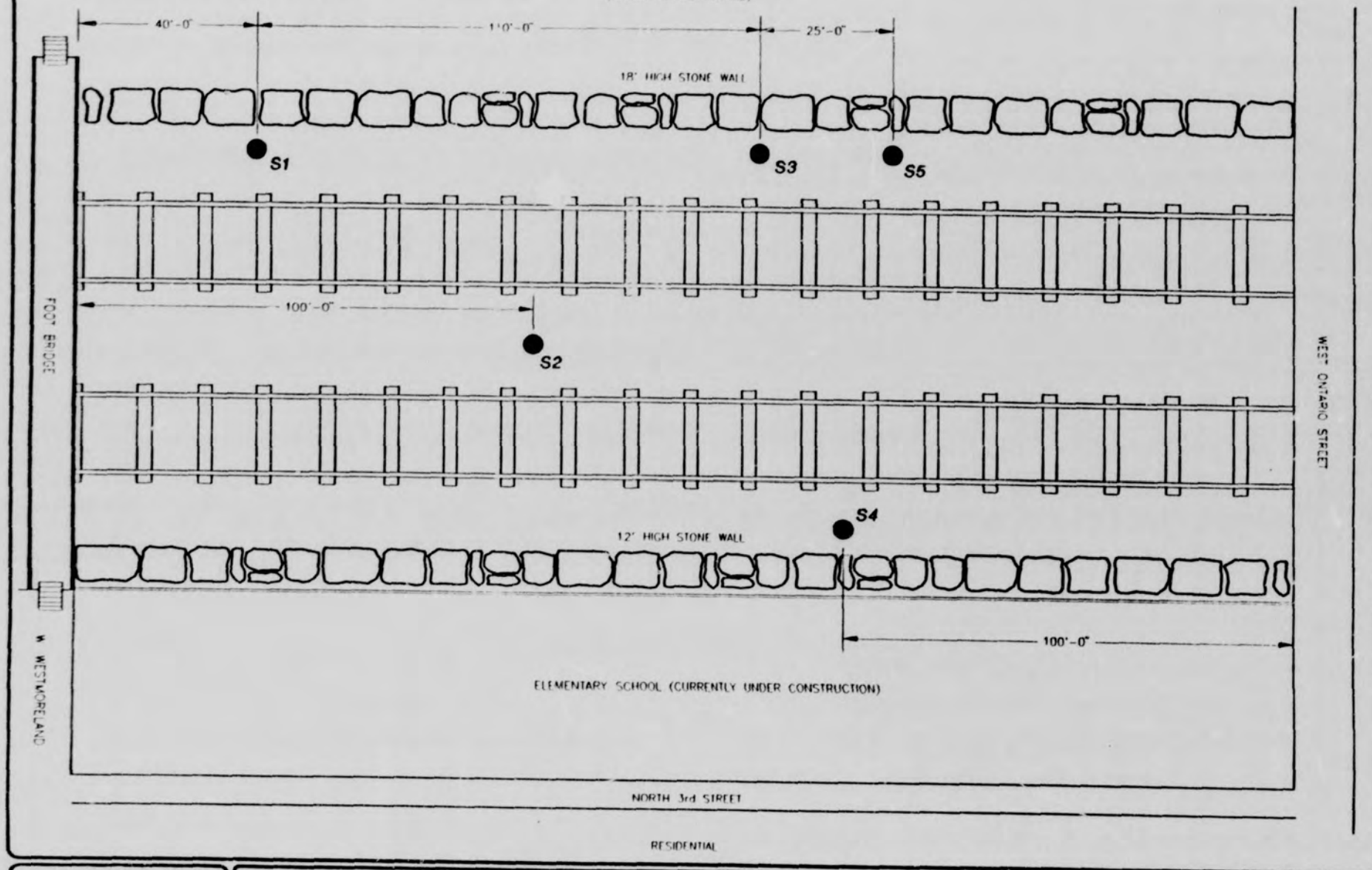
SCALE: 1/4" = 1'-0"

DATE: 07-02-97

FIGURE - 2

T&E NO. 51870872
 DATE 07-05-97
 TAD/OP RDE

FORMER SCREEN DECORATION INDUSTRIES
 KEYSTONE
 PACKAGING DIVISION
 (CURRENTLY ABANDONED)



SOIL SAMPLE LOCATION MAP

CITY OF PHILADELPHIA
 PHILADELPHIA, PENNSYLVANIA

DRWN: RDE

CHK'D:

APP'D:

SCALE: 1" = 33.3' 0"

DATE: 07-02-97

FIGURE - 3

EXHIBIT C

APPENDIX A

PHOTOGRAPHS



Photograph N° 1: From Property facing north toward W. Ontario Street bridge.





Photograph N° 3: From southern portion of Property facing south.

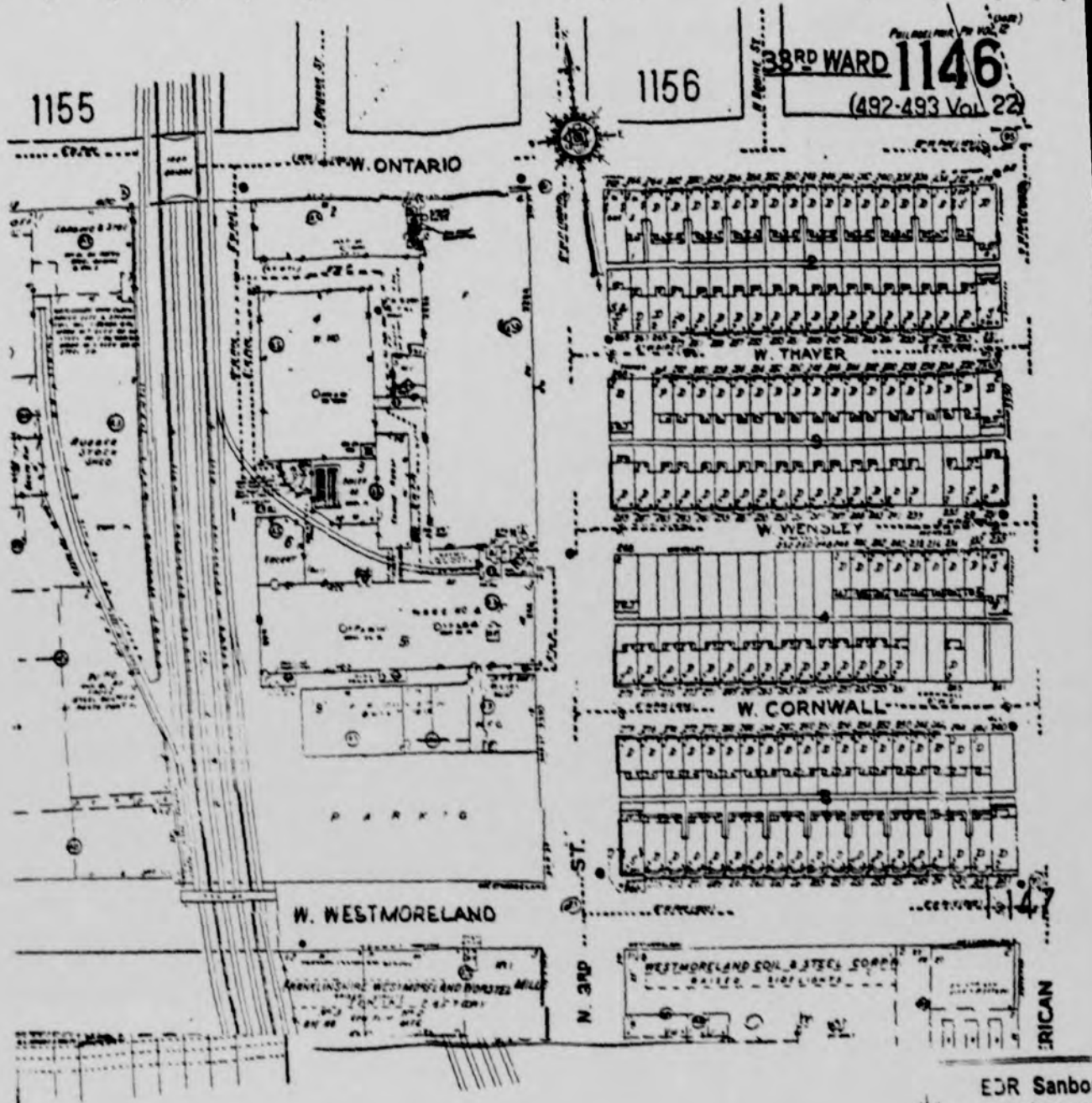


Photograph N° 4: General construction debris located throughout Property.

EXHIBIT D

APPENDIX B

**COPIES OF SANBORN FIRE
INSURANCE MAPS**



©1989 Sanborn Co., EDR Sanborn, Inc.

EDR Sanborn

1989

15. **ВНИМАНИЕ**

N. LAWRENCE

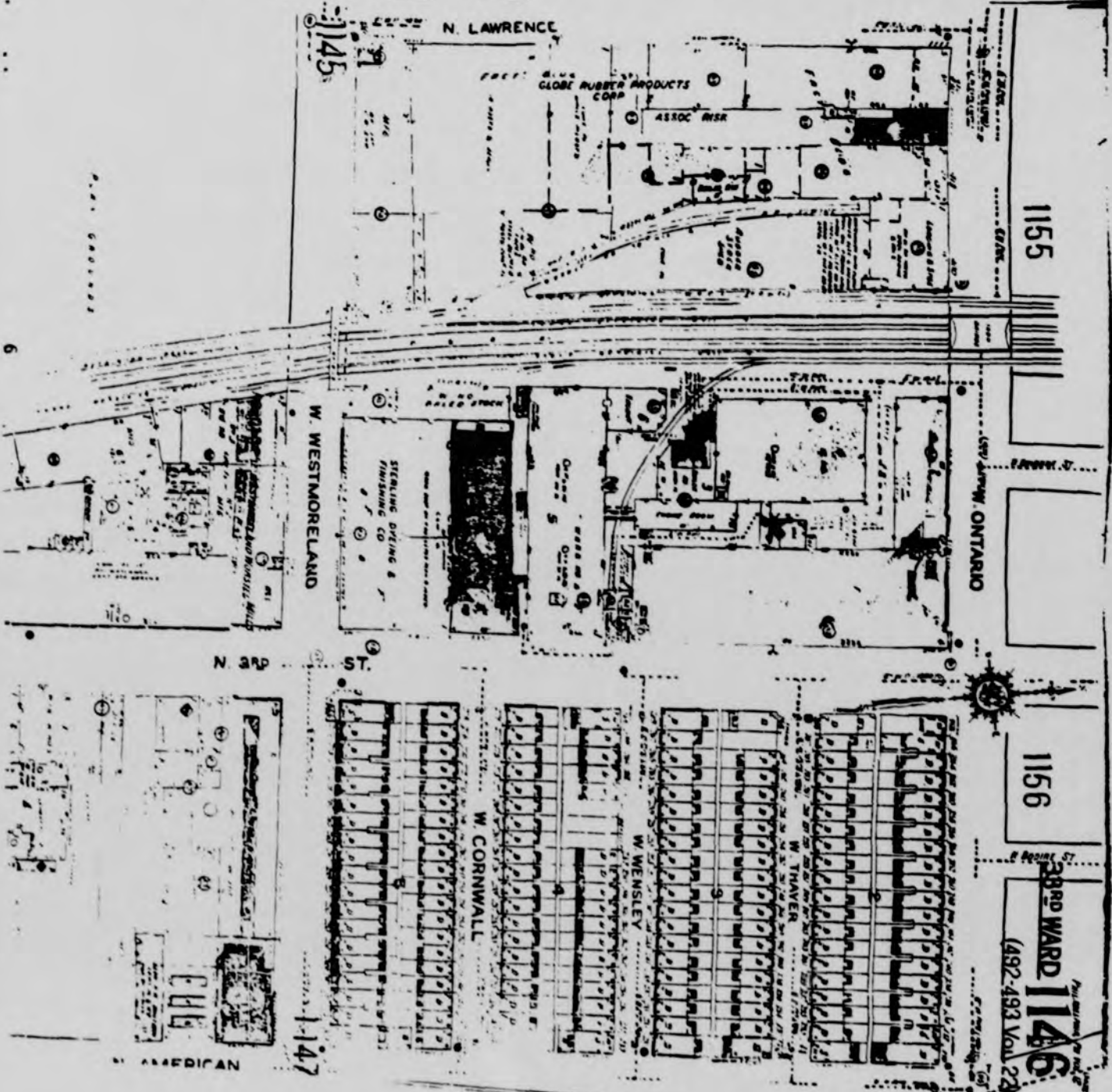
ASSOC RISK

THE UNIVERSITY OF CHICAGO
LIBRARY
540 EAST 57TH STREET
CHICAGO, ILL. 60637

W. ALLEGHENY

ab

[illegible]



1155

1156

WARD 1146

(492-493 Vol. 22)

FOR Sanborn

1975

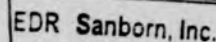
rab

Best Copy

115b



W. WESTMORELAND



Sanborn® steel is a carbon steel produced
by Sanborn, Inc. from its own steel-making
plant in Sanborn, Pa. Sanborn steel is
produced in

1957 - rab

[Faint, illegible text]

1

• $(\frac{0}{1})_{(2000)}$

ENC.-----|-----

.....

Scale

50 40 30 20 10 0

George W.

五

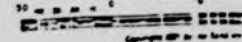
1994

W. ALLEGHENY

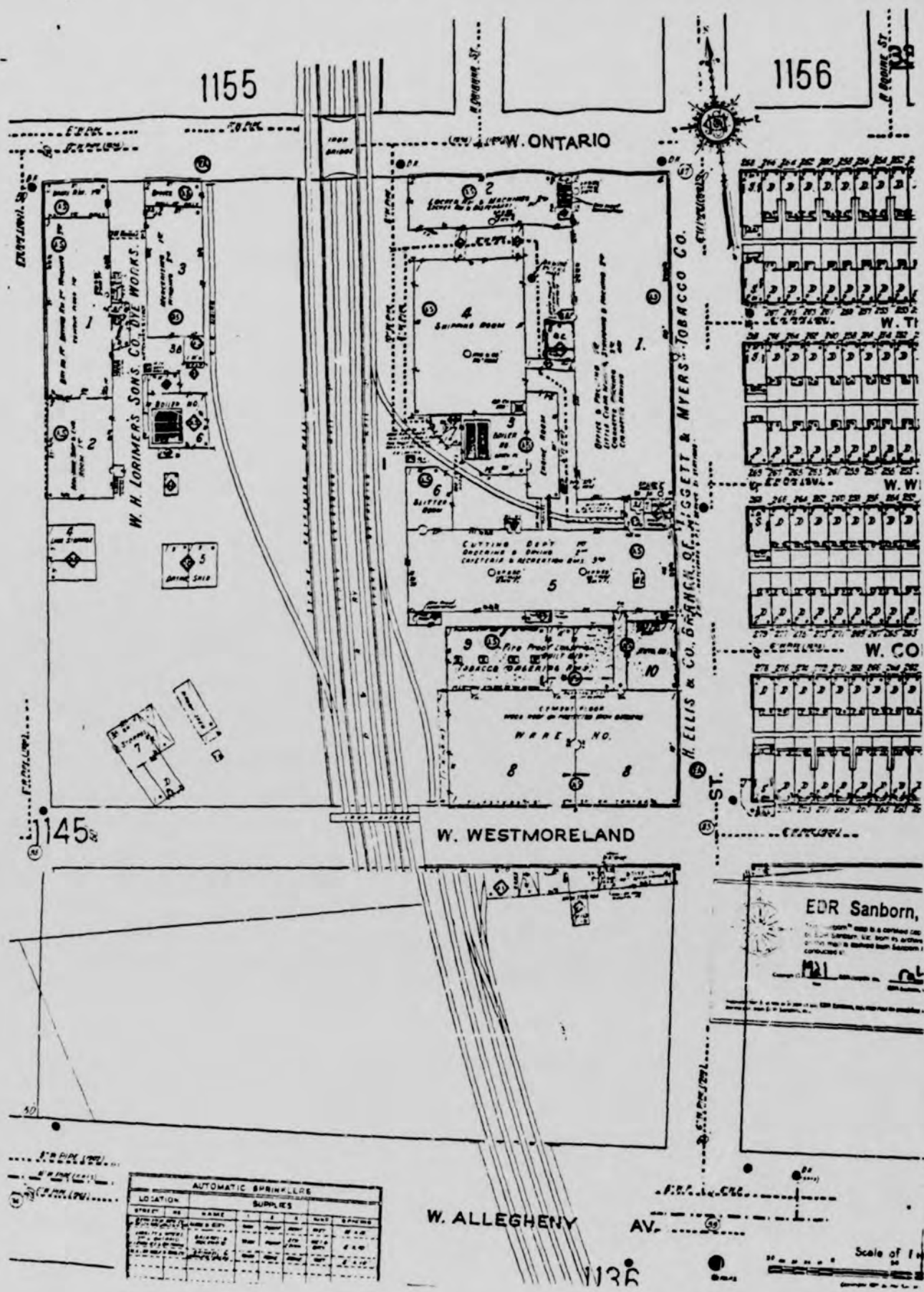
AV

1136

Scale of feet



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EDR Sanborn,
 The Sanborn® map is a standard map
 of the United States, U.S. and its
 possessions, and is published by Sanborn &
 Company, Inc.
 Copyright © 1911 by Sanborn & Company, Inc.
 Made in U.S.A.

AUTOMATIC SPRINKLERS									
LOCATION									
SUPPLIES									
STREET NO.	NAME	1	2	3	4	5	6	7	8
1155	W. H. LORIMER'S SONS CO. DYE WORKS								
1156	H. ELLIS & CO. BRANCH OF J. M. HIGGETT & MYERS TOBACCO CO.								
1157	W. T. CO.								
1158	W. CO.								
1159	W. CO.								
1160	W. CO.								
1161	W. CO.								
1162	W. CO.								
1163	W. CO.								
1164	W. CO.								
1165	W. CO.								
1166	W. CO.								
1167	W. CO.								
1168	W. CO.								
1169	W. CO.								
1170	W. CO.								
1171	W. CO.								
1172	W. CO.								
1173	W. CO.								
1174	W. CO.								
1175	W. CO.								
1176	W. CO.								
1177	W. CO.								
1178	W. CO.								
1179	W. CO.								
1180	W. CO.								
1181	W. CO.								
1182	W. CO.								
1183	W. CO.								
1184	W. CO.								
1185	W. CO.								
1186	W. CO.								
1187	W. CO.								
1188	W. CO.								
1189	W. CO.								
1190	W. CO.								
1191	W. CO.								
1192	W. CO.								
1193	W. CO.								
1194	W. CO.								
1195	W. CO.								
1196	W. CO.								
1197	W. CO.								
1198	W. CO.								
1199	W. CO.								
1200	W. CO.								

Scale of 1" = 100'

EXHIBIT E

APPENDIX C

**ENVIRONMENTAL REGULATORY
DATABASE REPORT**



The EDR-Radius Map with GeoCheck™

Amtrack Railway
W. Ontario to W. Westmorland
Philadelphia, PA 19019

Inquiry Number: 1177809.1p

May 29, 1997

The Source For Environmental Risk Management Data

3530 Post Road
Southport, Connecticut 06490

Nationwide Customer Service

Telephone: 1-800-352-0050
Fax: 1-800-231-6802
Internet: www.edrnet.com

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Thank you for your business.
Please contact EDR at 1-800-352-0050
with any questions or comments.

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EXECUTIVE SUMMARY

A search of available environmental records was conducted by Environmental Data Resources, Inc. (EDR). The report meets the government records search requirements of ASTM Standard Practice for Environmental Site Assessments, E 1527-97. Search distances are per ASTM standard or custom distances requested by the user.

The address of the subject property for which the search was intended is:

W. ONTARIO TO W. WESTMORLAND
PHILADELPHIA, PA 19019

No mapped sites were found in EDR's search of available ("reasonably ascertainable ") government records either on the subject property or within the ASTM E 1527-97 search radius around the subject property for the following Databases:

NPL:	National Priority List
Delisted NPL:	NPL Deletions
RCRIS-TSD:	Resource Conservation and Recovery Information System
SHWS:	Hazardous Sites Cleanup Act Site Lists & Site Descriptions
CERC-NFRAP:	Comprehensive Environmental Response, Compensation, and Liability Information System
CORRACTS:	Corrective Action Report
AST:	Listing of Pennsylvania Regulated Aboveground Storage Tanks
LAST:	List of Confirmed Releases Report
RAATS:	RCRA Administrative Action Tracking System
RCRIS-LQG:	Resource Conservation and Recovery Information System
HMIRS:	Hazardous Materials Information Reporting System
PADS:	PCB Activity Database System
ERNS:	Emergency Response Notification System
FINDS:	Facility Index System
TRIS:	Toxic Chemical Release Inventory System
NPL Lien:	Federal Superfund Liens
TSCA:	Toxic Substances Control Act
MLTS:	Material Licensing Tracking System
ROD:	Records Of Decision
CONSENT:	Superfund (CERCLA) Consent Decrees
Coal Gas:	Former Manufactured gas (Coal Gas) Sites.

Unmapped (orphan) sites are not considered in the foregoing analysis.

Search Results:

Search results for the subject property and the search radius, are listed below:

Subject Property:

The subject property was not listed in any of the databases searched by EDR.

EXECUTIVE SUMMARY

Surrounding Properties:

Elevations have been determined from the USGS 1 degree Digital Elevation Model and should be evaluated on a relative (not an absolute) basis. Relative elevation information between sites of close proximity should be field verified. EDR's definition of a site with an elevation equal to the subject property includes a tolerance of -10 feet. Sites with an elevation equal to or higher than the subject property have been differentiated below from sites with an elevation lower than the subject property (by more than 10 feet). Page numbers and map identification numbers refer to the EDR Radius Map report where detailed data on individual sites can be reviewed.

Sites listed in ***bold italics*** are in multiple databases.

CERCLIS: The Comprehensive Environmental Response, Compensation and Liability Information System contains data on potentially hazardous waste sites that have been reported to the USEPA by states, municipalities, private companies and private persons, pursuant to Section 103 of the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA). CERCLIS contains sites which are either proposed to or on the National Priorities List (NPL) and sites which are in the screening and assessment phase for possible inclusion on the NPL.

A review of the CERCLIS list, as provided by EDR, and dated 12/31/1996 has revealed that there are 3 CERCLIS sites within approximately 0.5 Miles of the subject property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>TP Dist</u>	<u>Map ID</u>	<u>Page</u>
<i>WESTMORELAND RAIL YARDS DUMP</i>	<i>3RD & WESTMORELAND ST</i>	<i>0 - 1/8</i>	<i>2</i>	<i>9</i>
<i>KOMAK/ONTARIO ST</i>	<i>900 W ONTARIO ST</i>	<i>1/4 - 1/2</i>	<i>5</i>	<i>10</i>
<i>COLEMAN COMPANY</i>	<i>3550 N. 9TH ST.</i>	<i>1/4 - 1/2</i>	<i>6</i>	<i>10</i>

SWF/LF: The Solid Waste Facilities/Landfill Sites records typically contain an inventory of solid waste disposal facilities or landfills in a particular state. The data comes from the Department of Environmental Resources' Solid Waste Facility Inventory/Transfer Stations.

A review of the SWF/LF list, as provided by EDR, and dated 03/10/1997 has revealed that there is 1 SWF/LF site within approximately 0.5 Miles of the subject property.

<u>Lower Elevation</u>	<u>Address</u>	<u>TP Dist</u>	<u>Map ID</u>	<u>Page</u>
<i>E.Z. CHEMICAL CO., INC.</i>	<i>3230 N 3RD ST</i>	<i>1/8 - 1/4</i>	<i>3</i>	<i>9</i>

LUST: The Leaking Underground Storage Tank Incident Reports contain an inventory of reported leaking underground storage tank incidents. The data comes from the Department of Environmental Resources' List of Confirmed Releases.

A review of the LUST list, as provided by EDR, and dated 06/20/1995 has revealed that there are 2 LUST sites within approximately 0.5 Miles of the subject property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>TP Dist</u>	<u>Map ID</u>	<u>Page</u>
<i>SEARS LOGISTIC SVCS</i>	<i>3820 N 2ND ST</i>	<i>1/4 - 1/2</i>	<i>A7</i>	<i>11</i>
<i>SEARS LOGISTICS SVC</i>	<i>3820 N 2ND ST</i>	<i>1/4 - 1/2</i>	<i>A8</i>	<i>11</i>

EXECUTIVE SUMMARY

UST: The Underground Storage Tank database contains registered USTs. USTs are regulated under Subtitle I of the Resource Conservation and Recovery Act (RCRA). The data comes from the Department of Environmental Resources' Regulated Underground Storage Tank Listing.

A review of the UST list, as provided by EDR, and dated 06/30/1996 has revealed that there is 1 UST site within approximately 0.25 Miles of the subject property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>TP Dist</u>	<u>Map ID</u>	<u>Page</u>
STERLING DYE	3330 N THIRD ST	0 - 1/8	1	9

RCRIS: The Resource Conservation and Recovery Act database includes selected information on sites that generate, store, treat, or dispose of hazardous waste as defined by the Act. The source of this database is the U.S. EPA.

A review of the RCRIS-SQG list, as provided by EDR, and dated 10/31/1996 has revealed that there is 1 RCRIS-SQG site within approximately 0.25 Miles of the subject property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>TP Dist</u>	<u>Map ID</u>	<u>Page</u>
CONTINENTAL ENGINE	400 W SEDGLEY AVE	1/8 - 1/4	4	9

EXECUTIVE SUMMARY

Due to poor or inadequate address information, the following sites were not mapped:

<u>Site Name</u>	<u>Database(s)</u>
TIOGA STREET TIRE FIRE	CERCLIS
WESTWAY TRADING CORP	LUST, AST
SUNOCO #0363-9499	LUST
AMERICAN ENVELOPE	LUST
WHITMAN CHOCOLATES	LUST
WHITMAN'S CHOCOLATES	LUST
OSCAR MEYER CO	LUST
FLEET MGT - POLICE SITE 020	LUST
PHILADELPHIA SD - CONWELL M S	LUST
GEPPART BROS	LUST
PHILADELPHIA STREETS SITE 032	LUST
MARINE MASSE INC	UST
T D P S MATERIALS INC	RCRIS-LQG

TOPOGRAPHIC MAP - 1177809.1p - McLaren/Hart, Inc.



- Major Roads
- Contour Lines
- Waterways
- Earthquake epicenter, Richter 5 or greater
- Closest Federal Well in quadrant
- Closest State Well in quadrant
- Closest Public Water Supply Well

TARGET PROPERTY: Amtrack Railway
 ADDRESS: W. Ontario to W. Westmorland
 CITY/STATE/ZIP: Philadelphia PA 19018
 LAT/LONG: 40.0017 / 75.1364

CUSTOMER: McLaren/Hart, Inc.
 CONTACT: Mr. Paul Michaels
 INQUIRY #: 1177809.1p
 DATE: May 29, 1997 1:40 pm

GEOCHECK VERSION 2.1 SUMMARY

GEOLOGIC AGE IDENTIFICATION†

Geologic Code: Ce
Era: Paleozoic
System: Cambrian
Series: Cambrian

ROCK STRATIGRAPHIC UNIT†

Category: Eugeosynclinal Deposits

GROUNDWATER FLOW INFORMATION

Groundwater flow direction for a particular site is best determined by a qualified environmental professional using site-specific well data. If such data is not reasonably ascertainable, it may be necessary to rely on other sources of information, including well data collected on nearby properties, regional groundwater flow information (from deep aquifers) or surface topography.‡

General Topographic Gradient: General South

General Hydrogeologic Gradient: The hydrogeologic gradient for this report has been determined using the depth to water table information provided below. Where available, the closest well in each quadrant has been identified (up to a radius of 5 miles around the target property) and used in the gradient calculation. While an attempt has been made to segregate shallow from deep aquifers, this cannot always be assured. Groundwater flow in the aquifer associated with the wells appears generally to be to the SW.

USGS TOPOGRAPHIC MAP ASSOCIATED WITH THIS SITE

Target Property: 2440075-A2 GERMANTOWN, PA

FEDERAL DATABASE WELL INFORMATION

<u>WELL QUADRANT</u>	<u>DISTANCE FROM TP</u>	<u>LITHOLOGY</u>	<u>DEPTH TO WATER TABLE</u>
Northern	0 - 1/8 Mile	Schist	51 ft.
Eastern	1/4 - 1/2 Mile	Schist	33 ft.
Southern	1/4 - 1/2 Mile	Schist	25 ft.
Western	0 - 1/8 Mile	Schist	28 ft.

STATE DATABASE WELL INFORMATION

<u>WELL QUADRANT</u>	<u>DISTANCE FROM TP</u>
Northern	1 - 2 Miles
Eastern	1/2 - 1 Mile
Southern	1 - 2 Miles
Western	1 - 2 Miles

PUBLIC WATER SUPPLY SYSTEM INFORMATION (EPA-FRDS)

Searched by Nearest Well.

NOTE: PWS System location is not always the same as well location.

PWS Name: LUIGI'S PIZZA
RT 209
EAST STROUDSBURG, PA 18301

Location Relative to TP: 1/4 - 1/2 Mile North

Well currently has or has had major violation(s): Yes

† Source: P.G. Schuchert, R.E. Amel and W.J. Bauer, Geology of the Conterminous U.S. at 1:2,500,000 Scale - A digital representation of the 1974 P.B. King and H.M. Beekman Map, USGS Digital Data Series DDS-11 (1994).
‡ U.S. EPA Ground Water Handbook, Vol. 1: Ground Water and Contamination, Office of Research and Development EPA/625/R-90/016a, Chapter 4, page 78, September 1990.

GEOCHECK VERSION 2.1 SUMMARY

AREA RADON INFORMATION

PHILADELPHIA COUNTY, PA

Number of sites tested: 121

<u>Area</u>	<u>Average Activity</u>	<u>% <4 pCi/L</u>	<u>% 4-20 pCi/L</u>	<u>% >20 pCi/L</u>
Living Area - 1st Floor	1.517 pCi/L	83%	17%	0%
Living Area - 2nd Floor	Not Reported	Not Reported	Not Reported	Not Reported
Basement	2.317 pCi/L	89%	10%	1%