

LANDMAN CORSI BALLAINE & FORD P.C.

A NEW YORK PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

120 BROADWAY

13TH FLOOR

NEW YORK, NEW YORK 10271

TELEPHONE (212) 238-4800

FACSIMILE (212) 238-4848

www.lcbf.com

SOPHIA REE

MEMBER

TEL: (212) 393-7923

EMAIL: sree@lcbf.com

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One Gateway Center  
22<sup>nd</sup> Floor  
Newark, NJ 07102  
Tel: (973) 623-2700

One Penn Center  
1617 JFK Boulevard, Suite 955  
Philadelphia, PA 19103  
Tel: (215) 561-8540

May 17, 2021

**VIA E-FILING**

Ms. Cynthia T. Brown  
Chief, Section of Administration  
Surface Transportation Board  
Office of Proceedings  
395 E. Street, S.W., Room 1034  
Washington, D.C. 20024

**Re: Docket No. FD 36472**

***CSX Corporation and CSX Transportation, Inc., et al.–Control and Merger –Pan Am Systems, Inc., Pan Am Railways, Inc., Boston and Maine Corporation, Maine Central Railroad Company, Northern Railroad, Pan Am Southern LLC, Portland Terminal Company, Springfield Terminal Railway Company, Stony Brook Railroad Company, and Vermont & Massachusetts Railroad Company***

Dear Ms. Brown:

We represent National Railroad Passenger Corporation (“Amtrak”) in the above-captioned matter. Enclosed please find Amtrak’s Notice of Intent to Participate.

Should you have any questions, please contact me.

Thank you for your attention to this matter.

Respectfully submitted,

/s/ Sophia Ree

Sophia Ree

Enclosure

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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Docket No. FD 36472

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CSX CORPORATION AND CSX TRANSPORTATION, INC., ET AL.  
- CONTROL AND MERGER -  
PAN AM SYSTEMS, INC., PAN AM RAILWAYS, INC., BOSTON AND MAINE  
CORPORATION, MAINE CENTRAL RAILROAD COMPANY, NORTHERN  
RAILROAD, PAN AM SOUTHERN LLC, PORTLAND TERMINAL COMPANY,  
SPRINGFIELD TERMINAL RAILWAY COMPANY, STONY BROOK RAILROAD  
COMPANY, AND VERMONT & MASSACHUSETTS RAILROAD COMPANY

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**NATIONAL RAILROAD PASSENGER CORPORATION'S  
NOTICE OF INTENT TO PARTICIPATE**

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Eleanor D. Acheson  
Chief Legal Officer, General Counsel &  
Corporate Secretary  
National Railroad Passenger Corporation  
1 Massachusetts Avenue, NW  
Washington, DC 20001  
(202) 906-3971  
acheso@amtrak.com

Mark S. Landman  
Sophia Ree  
Landman Corsi Ballaine & Ford  
120 Broadway 13th Floor  
New York, New York 10271  
(212) 238-4800  
[milandman@lcbf.com](mailto:milandman@lcbf.com)  
[sree@lcbf.com](mailto:sree@lcbf.com)

*Counsel for National Railroad  
Passenger Corporation*

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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CSX CORPORATION AND CSX TRANSPORTATION, INC., ET AL.  
- CONTROL AND MERGER -  
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COMPANY, AND VERMONT & MASSACHUSETTS RAILROAD COMPANY

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**NATIONAL RAILROAD PASSENGER CORPORATION'S  
NOTICE OF INTENT TO PARTICIPATE**

The National Railroad Passenger Corporation (“Amtrak”) hereby provides notice of its intent to participate in this proceeding, and requests that its undersigned counsel be placed on the service list as a party of record.

Amtrak has very serious concerns about the potential effects of the acquisition of Pan Am by CSX (the “Proposed Merger”) on passenger rail service in the affected area. That is because the Proposed Merger is very different from any previous railroad merger the STB has considered.

First, the Proposed Merger is the first railroad merger in which passenger trains, not freight trains, account for the majority of the train operations over many of the rail lines that will be impacted by the transaction. Boston area commuter rail services operated by

the Massachusetts Bay Transportation Authority (“MBTA”) run over Pan Am owned or dispatched lines. In addition, the lines are used by four Amtrak passenger services: the Boston-to-Albany section of Amtrak’s *Lake Shore Limited*, which provides the only intercity passenger rail service to Worcester, New England’s second largest city; and three state-supported intercity routes Amtrak operates in partnership with Maine, Massachusetts and Vermont.

What is most notable about the Amtrak services is that none of them existed when Amtrak began operation 50 years ago. The financial distress of New England’s railroads in the 1960s led them to seek, and the Interstate Commerce Commission to grant, authority to discontinue all of Northern New England’s once extensive intercity passenger rail service. The last remnant – a one-car train between Boston and Albany – ceased operation just before Amtrak initiated service on May 1, 1971. As a result, Amtrak and its state partners have spent the last half-century restoring, improving and investing in Northern New England’s intercity passenger rail service:

- On May 17, 1971 – fifty years ago today – Amtrak began operating its first state-supported service, the Boston-Springfield-New York City *Bay State* that was funded in part by the Commonwealth of Massachusetts.
- In 1972, Amtrak restored service over what is today the Springfield-to-St. Albans, Vermont route of the *Vermont*, which Amtrak still operates in partnership with Vermont.
- The 1975 initiation of the *Lake Shore Limited* brought passenger rail service back to Pittsfield.
- In 2001, the *Downeaster*, operated in partnership with Maine’s Northern New England Passenger Rail Authority, restored passenger rail service to Maine.
- Most recently, Amtrak and the Massachusetts Department of Transportation (“MassDOT”) partnered to initiate *Valley Flyer* service between Springfield and Greenfield, Massachusetts.

The second unprecedented aspect of the Proposed Acquisition is the level of *public investment* on the impacted rail lines. Private railroads fund the vast majority of the capital investments on most of the nation's freight network, but significantly, that is not the case on the Pan Am lines. As detailed in CSX's April 26, 2021 application ("Amended Application"), Pan Am has been awarded in recent years, or is contemplating applying for, over \$60 million in federal and state grants for investment in its rail lines. The listed grants reflect only the most recent of the significant public investment in Pan Am's rail lines since the late 1990s, much of which was associated with infrastructure upgrades and increases in track capacity to facilitate restoration, expansion and improvement of Amtrak state-supported services.

The preeminent role that passenger rail service plays on the impacted rail lines, and protection of the substantial public investment in those rail lines, would be reasons enough for the STB to ensure that the Pan Am Acquisition does not harm, but instead benefits, Amtrak's passengers. The multi-hour delays Amtrak passengers experienced during the rail service meltdowns that followed CSX's and NS's June 1, 1999 implementation of their acquisition of Conrail cannot be allowed to happen again. The NS-CSX deal that is a feature of the Proposed Merger would increase freight train operations by up to 27% on the CSX line between the Albany area and Worcester on which Amtrak's *Lake Shore Limited* service operates, and which multiple *Valley Flyer* and *Vermont* service trains cross daily.

An equally compelling reason for concern is the impact of the Proposed Merger on the Biden-Harris Administration's plans to provide unprecedented levels of funding for

expansion and improvement of intercity passenger rail service. President Biden described those plans, and his Administration’s policy towards intercity passenger rail, when he participated in Amtrak’s 50th anniversary celebration. As detailed by the United States Department of Transportation (“USDOT”) in a letter to the STB last week:

The Biden-Harris Administration believes that the expansion and improvement of intercity passenger rail service . . . plays an essential role in meeting the most important objectives of our transportation system, including combating climate change, ensuring equity in personal mobility, and driving economic growth and vitality.<sup>1</sup>

Amtrak recently announced its initiative to advance the Biden Administration’s plans by implementing Amtrak’s recently announced “Amtrak Connects US” vision. Amtrak Connects US contemplates new or improved Amtrak services on more than 50 rail corridors, such as Boston-Albany, Boston-Portland-Rockland, Maine and Boston-Concord, New Hampshire, over the next 15 years. In recent years, Pan Am has worked cooperatively with Amtrak’s state partners and Amtrak to expand and improve Amtrak’s state-supported services on its lines. Amtrak’s passengers, the communities Amtrak serves, New England’s economy and freight rail shippers have all benefited from the public investments for track upgrades and other infrastructure improvements that have accompanied the expansion of Amtrak’s services.

The replacement of Pan Am by CSX poses a grave threat to the Biden-Harris Administration’s vision and Amtrak’s plans to implement that vision. The USDOT letter describes the failure of the multi-year effort by the Federal Railroad Administration

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<sup>1</sup> Docket No. FD 36496, Application of the National Railroad Passenger Corp. Under 49 U.S.C. 24308(e) – CSX Transportation, Inc. and Norfolk Southern Ry., Letter from John E. Putnam, Acting General Counsel, USDOT dated May 10, 2021.

("FRA"), Amtrak, and its state partners to obtain CSX's agreement to allow Amtrak to restore service between New Orleans and Mobile - despite FRA commitments of \$47.6 million for capital improvements and FRA's expenditure of over \$700,000 on studies CSX demanded. CSX has shown similar recalcitrance with Amtrak's request to operate additional service between Albany, New York and Pittsfield, Massachusetts, even though the proposed service would consist of only two weekend round trips between Albany, New York and Pittsfield, Massachusetts on a seasonal basis.

For the above reasons, Amtrak intends to participate actively in this proceeding to ensure that the interests of its passengers and stakeholders are represented, and that Amtrak is able to continue to expand and improve its services in Northern New England in accordance with its Congressionally-mandated mission and the Biden-Harris Administration's plans.

May 17, 2021

Respectfully submitted:

/s/ Mark S. Landman

Eleanor D. Acheson  
Chief Legal Officer, General Counsel &  
Corporate Secretary  
National Railroad Passenger Corporation  
1 Massachusetts Avenue, NW  
Washington, DC 20001  
(202) 906-3971  
achesoe@amtrak.com

Mark S. Landman  
Sophia Ree  
Landman Corsi Ballaine & Ford  
120 Broadway 13th Floor  
New York, New York 10271  
(212) 238-4800  
[mllandman@lcbf.com](mailto:mllandman@lcbf.com)  
[sree@lcbf.com](mailto:sree@lcbf.com)

*Counsel for National Railroad  
Passenger Corporation*

## CERTIFICATE OF SERVICE

I, Sophia Ree, declare under penalty of perjury that the foregoing is true and correct. Pursuant to 49 § 1104.12, I hereby certify that on the 17<sup>th</sup> of May, 2021 I have caused to be served a copy of the foregoing Notice of Intent to Participate, upon the following parties of record in this proceeding via electronic mail:

Anthony J. LaRocca  
Attorneys for CSX Corporation and CSX  
Transportation, Inc.  
1330 Connecticut Avenue, NW  
Washington, D.C. 20036  
[alarocca@steptoe.com](mailto:alarocca@steptoe.com)

Robert B. Culliford  
Attorneys for Pan Am Systems, Inc.  
1700 Iron Horse Park  
North Billerica, MA 01862  
[rculliford@panamrailways.com](mailto:rculliford@panamrailways.com)

William Mullins  
Attorneys for Norfolk Southern Railway  
Company  
2401 Pennsylvania Avenue 300  
Washington, D.C. 20010  
[wmullins@bakerandmiller.com](mailto:wmullins@bakerandmiller.com)

Louis M. Taverna  
Attorneys for MWRA Advisory Board  
Charlestown Navy Yard  
100 First Avenue  
Building 39 - 4<sup>th</sup> Floor  
Boston, MA 02129  
[Mwra.ab@mwraadvisoryboard.com](mailto:Mwra.ab@mwraadvisoryboard.com)

Eric M. Hocky  
Attorneys for Pittsburg & Shawmut  
Railroad, LLC d/b/a Berkshire & Eastern  
Railroad  
2001 Market St., Suite 2620  
Philadelphia, PA 19103  
[ehocky@clarkhill.com](mailto:ehocky@clarkhill.com)

Joshua D. McInerney  
Attorneys for The Brotherhood of Locomotive  
Engineers and Trainmen National Division and  
The Brotherhood of Locomotive Engineers and  
Trainmen General Committee of Adjustment  
120, for Delaware & Hudson Railway Co.,  
Springfield Terminal Railway, St. Lawrence &  
Atlantic Railroad, Connecticut Southern  
Railroad, New England Central Railroad, New  
York & Susquehanna Western Railway  
4200 Regent Street, Suite 210  
Columbus, OH 43219  
[jmcinerney@barkanmeizlish.com](mailto:jmcinerney@barkanmeizlish.com)

Benton Walker  
Attorneys for J.B. Hunt Transport, Inc.  
615 JB Hunt Corporate Drive  
Rogers, AR 72745  
[benton.walker@jbhunt.com](mailto:benton.walker@jbhunt.com)

Jenny E. Ronis  
Attorneys for State of Vermont, Agency of  
Transportation  
219 North Main St., Suite 201  
Barre, VT 05641  
[jenny.ronis@vermont.gov](mailto:jenny.ronis@vermont.gov)



Leonard M. Singer  
Attorneys for All States Asphalt, LLC and  
affiliated entities  
271 Dartmouth St., Apt. 6H  
Boston, MA 02116  
[leonardmsinger@gmail.com](mailto:leonardmsinger@gmail.com)

Allison B. Greenstein  
Attorneys for New Hampshire Department of  
Transportation  
33 Capitol Street  
Concord, NH 03301-6397  
[allison.b.greenstein@doj.nh.gov](mailto:allison.b.greenstein@doj.nh.gov)

Mark H. Sidman  
Attorneys for New York & Atlantic Railway  
Company  
210 Federal St., 2nd Floor  
Pittsburgh, PA 15212  
[msidman@anacostia.com](mailto:msidman@anacostia.com)

Janet H. Gilbert  
Attorneys for Republic Services, Inc., ECDC  
Environmental L.C., and Devens Recycling  
Center, LLC  
29 North Wacker Dr., Suite 800  
Chicago, IL 60606-3208  
[jgilbert@fletcher-sippel.com](mailto:jgilbert@fletcher-sippel.com)

Jeffrey A. Bartos  
Attorneys for Transportation  
Communications Union/IAM  
1900 M Street, NW  
Suite 700  
Washington, DC 20036  
[jbartos@geclaw.com](mailto:jbartos@geclaw.com)

Daniel M. Bigda  
Attorneys for M4 Capital Group  
374 Wickaboag Valley Road  
West Brookfield, MA 01585  
[dan@m4cg.com](mailto:dan@m4cg.com)

Jeffrey A. Bartos  
Attorneys for IAM District Lodge 19  
1900 M. Street, NW  
Suite 700  
Washington, D.C. 20036  
[jbartos@geclaw.com](mailto:jbartos@geclaw.com)

David Yeager  
Attorneys for Hub Group  
2000 Clearwater Drive  
Oak Brook, IL 60523  
[aimee.depew@thompsonhine.com](mailto:aimee.depew@thompsonhine.com)

Edward J. Rodriguez  
Attorneys for Housatonic Railroad Company  
4 Huntley Road  
PO Box 687  
Old Lyme, CT 06371  
[e.rodriquez@hrrc.com](mailto:e.rodriquez@hrrc.com)

Bennett Conard  
Attorneys for ND Paper Inc.  
411 E Wisconsin Ave  
1000  
Milwaukee, WI 53202  
[bconard@vonbriesen.com](mailto:bconard@vonbriesen.com)

Nathan Moulton  
Attorneys for Maine Department of  
Transportation  
16 State House Station  
Augusta, ME 04333-0016  
[nathan.moulton@maine.gov](mailto:nathan.moulton@maine.gov)

Erika A. Diehl-Gibbons  
Attorneys for The American Train Dispatchers  
Association  
4239 W. 150th Street  
Cleveland, OH 44135  
[ediehl@smart-union.org](mailto:ediehl@smart-union.org)

Gerry Eves  
Attorneys for Water Supply Citizens  
Advisory Committee  
485 Ware Road  
Belchertown, MA 01007  
[info@wscac.org](mailto:info@wscac.org)

Charles A. Spitulnik  
Attorneys for State of Vermont  
1634 Eye Street NW  
Suite 300  
Washington, D.C. 20006  
[cspitulnik@kaplankirsch.com](mailto:cspitulnik@kaplankirsch.com)

Kevin C. Brodar  
Attorneys for American Train Dispatchers  
Association  
4239 W. 150th St.  
Cleveland, OH 44135  
[brodar@atda.org](mailto:brodar@atda.org)

Russell Barber  
President of Maine Rail Group, Inc.  
P.O. Box 5494  
Augusta, ME 04332  
[Rustyrailsis@Gmail.com](mailto:Rustyrailsis@Gmail.com)

Dennis W. Townley  
Attorneys for Massachusetts BBO  
One Federal Street, 29th Floor  
Boston, MA 02110  
[dwtownley@daypitney.com](mailto:dwtownley@daypitney.com)

Robert A. Wimbish  
Attorneys for Vermont Rail System (Vermont  
Railway, Inc.; Washington County Railroad  
Company; and Green Mountain Railroad  
Corporation)  
29 N Wacker Drive  
Suite 800  
Chicago, IL 60606-3208  
[rwimbish@fletcher-sippel.com](mailto:rwimbish@fletcher-sippel.com)

William W. Gay  
Attorneys for Arrowhead Environmental  
Partners, LLC  
65 Challenger Road  
Suite 312  
Ridgefield Park, NJ 07660  
[WGay@arrowheadlandfill.com](mailto:WGay@arrowheadlandfill.com)

Lucas R. Aubrey  
Attorneys for International Brotherhood of  
Electrical Workers, AFL-CIO  
900 Seventh Street, N.W.  
Suite 1000  
Washington, D.C. 20001  
[aubrey@shermadunn.com](mailto:aubrey@shermadunn.com)

Richard S. Edelman  
Attorneys for The Brotherhood of Maintenance  
of Way Employees Division/IBT; Brotherhood  
of Railroad Signalmen; International  
Association of Sheet Metal, Air, Rail and  
Transportation Workers-Mechanical Division;  
and National Conference of Firemen and  
Oilers, 32BJ/SEIU  
1920 L Street, NW  
Suite 400  
Washington, D.C. 20036  
[redelman@mooneygreen.com](mailto:redelman@mooneygreen.com)

Antonia Bird  
Attorneys for Transportation Communications  
Union/IAM and IAM District Lodge 19  
1900 M Street, NW  
Suite 700  
Washington, D.C. 20036  
[abird@geclaw.com](mailto:abird@geclaw.com)

Frederick Laskey  
Attorneys for Massachusetts Water  
Resources Authority  
100 First Avenue - Building 39  
Charlestown Navy Yard  
Boston, MA 02129  
[fred.laskey@mwra.com](mailto:fred.laskey@mwra.com)

Patricia Quinn  
Attorneys for Northern New England  
Passenger Rail Authority  
75 West Commercial Street, Suite 104  
Portland, ME 04101  
[patricia@nnepra.com](mailto:patricia@nnepra.com)

Erika A. Diehl-Gibbons  
Attorneys for The Transportation Division  
of the International Association of Sheet  
Metal, Air, Rail and Transportation Workers  
24950 Country Club Blvd., Ste. 300  
North Olmsted, OH 44070  
[ediehl@smart-union.org](mailto:ediehl@smart-union.org)

Jay Minkarah  
Attorneys for Nashua Regional Planning  
Commission  
30 Temple St, Ste 310  
Nashua, NH 03060  
[jaym@nashuarpc.org](mailto:jaym@nashuarpc.org)

David J. DiCenso  
Attorneys for U.S. Army Military Surface  
Deployment and Distribution Command  
SDDC Office of the Staff--Judge Advocate  
1 Soldier Way  
Scott AFB, IL 62225  
[david.j.dicenso.civ@mail.mil](mailto:david.j.dicenso.civ@mail.mil)

Executed on: May 17, 2021

By:  /s/ Sophia Ree  
Sophia Ree