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Ms. Cynthia Brown, Section Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

ENTERED
Office of Proceedings
June 23, 2021
Part of
Public Record

Re: FD No. 36500, *Canadian Pacific Ry. – Control – Kansas City Southern*

Dear Ms. Brown:

The Village of Barrington, Illinois (Barrington) respectfully submits this letter in support of the relief sought by Canadian Pacific (CP) in its Letter dated June 21, 2021. The Board is obviously faced with a unique situation where two Class I railroads will be filing competitive applications to acquire control of Kansas City Southern. To fulfill its statutory obligations, the Board will be forced to determine which of the competing applications best meets the public interest standard. Although KCS wishes to handicap CP's ability to provide the Board with a fully developed application, the Board should require KCS to provide both CP and CN with the information that they require to put their cases before the Board.

In reaching its decision on the pending matter, the Board cannot ignore the fact that KCS was perfectly willing to increase its geographic reach by working with CP and by providing CP with all of the information needed to complete its application. KCS didn't make its decision to leave CP at the altar and ally itself with CN because it determined that CP wasn't capable of achieving its network and growth goals. It ditched CP simply because CN approached with a bigger wallet. If the Board does not require KCS to deal fairly with CP, the Board will in effect authorize KCS and its shareholders to create an unfair playing field. That would unquestionably deprive the Board of vital information it will need to reach a reasoned decision regarding the overall public interest that is based on reliable apples-to-apples comparative evidence.

Viewed in a slightly different perspective, unless the Board requires KCS to provide CP with the same type of information that it is willing to provide to CN, the Board will place itself in a position where it cannot fairly determine the relative merits of the applications that are placed before it. Because Barrington strongly believes that it is of utmost importance to get all the facts on deck from the beginning, it urges the Board to require KCS to provide the data that CP needs to complete its application. Only when that is done, will the Board have all the facts that it needs to reach a fully informed decision that is based on an impartial review of the two merger applications.

Based on its own experience, Barrington is well aware that highly relevant information does not always make its way into a control application. Of particular concern to Barrington is the reality that the CN/KCS merger will uniquely double down on increasing the negative community impacts in the Chicagoland area—a region that is already overburdened with rail freight traffic congestion that has not been adequately mitigated by private or federal investments despite decades of efforts. As a result, Barrington urges the Board to realize that it will not be able to make a decision that avoids problems that could have been foreseen if it had been presented with all known, relevant information regarding the competing merger proposals.

Respectfully submitted,

/s/ Richard H. Streeter

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cc: All parties of record