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September 6, 2022

By E-Mail

Danielle C. Gosselin
Director, Office of Environmental Analysis
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423

Re: FD 36500 (Sub-No. 1), Illinois Central Railroad Company – Acquisition of a Line of Railroad Between Kansas City, MO, and Springfield and East St. Louis, IL – Kansas City Southern Railway Company et al;
Response to Information Request No. 1

Dear Ms. Gosselin:

On behalf of the Illinois Central Railroad Company (CN), we submit the following in response to your August 5, 2022 request for preliminary information in connection with the proposed acquisition of the Kansas City Southern Railway Company (KCS) rail line between Kansas City, Missouri, and Springfield and East St. Louis, Illinois, by CN (Proposed Divestiture) in the above referenced proceeding.

For ease of review, we have included the text of each information request with our response following.

- A. Based on the revised rail traffic information that Illinois Central Railroad and Canadian National Railway (collectively, CN) submitted to OEA via email on July 7, 2022 (EI-32085 and EI-32086), we have determined that the Proposed Divestiture would result in increased rail traffic that would exceed the Board's thresholds for environmental review at 49 C.F.R. § 1105.7(e)(5) along 12 existing rail line segments currently owned by KCS and CN. We ask you to verify and confirm that you expect that the following rail line segments would experience increases in rail traffic by 2027 that would exceed the Board's environmental analysis thresholds:

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1. On the KCS Springfield Subdivision, the rail line segment between Roodhouse, Illinois and Murrayville, Illinois;
2. On the KCS Springfield Subdivision, the rail line segment between Murrayville, Illinois and Springfield, Illinois;
3. On the KCS Springfield Subdivision, the rail line segment between Cockrell Illinois and Springfield, Illinois;
4. On the KCS Godfrey Subdivision, the rail line segment between Roodhouse, Illinois and Godfrey, Illinois;
5. On the KCS Mexico Subdivision, the westernmost portion (approximately 20 miles) of the rail line segment between Kansas City, Missouri and Slater, Missouri;
6. On the CN Gilman Subdivision, the rail line segment between Mt. Pulaski, Illinois and Brickyard Junction, Illinois;
7. On the CN Gilman Subdivision, the rail line segment between Clinton, Illinois and Mt. Pulaski, Illinois;
8. On the CN Gilman Subdivision, the rail line segment between Gibson City, Illinois and Clinton, Illinois;
9. On the CN Gilman Subdivision, the rail line segment between Gilman, Illinois and Gibson City, Illinois;
10. On the CN St. Louis Subdivision, the rail line segment between Lenzburg, Illinois and Freeburg, Illinois;
11. On the CN St. Louis Subdivision, the rail line segment between Freeburg, Illinois and Wilderman, Illinois; and
12. On the CN St. Louis Subdivision, the rail line segment between Wilderman, Illinois and East St. Louis (Church), Illinois.

CN Response: CN confirms that it anticipates that the rail line segments above would experience increases in rail traffic by 2027 that would exceed the Board's environmental analysis thresholds measured in trailing average tons annually. CN does not anticipate that any rail line segments are projected to result in an increase in trains per day that would exceed the Board's environmental analysis thresholds.

CN does wish to clarify the rail line segments described in A.2. and A.3, above. These segments should read:

2. On the KCS Springfield Subdivision, the rail line segment between Murrayville, Illinois and Cockrell, Illinois;
3. On the KCS Springfield Subdivision, the rail line segment between

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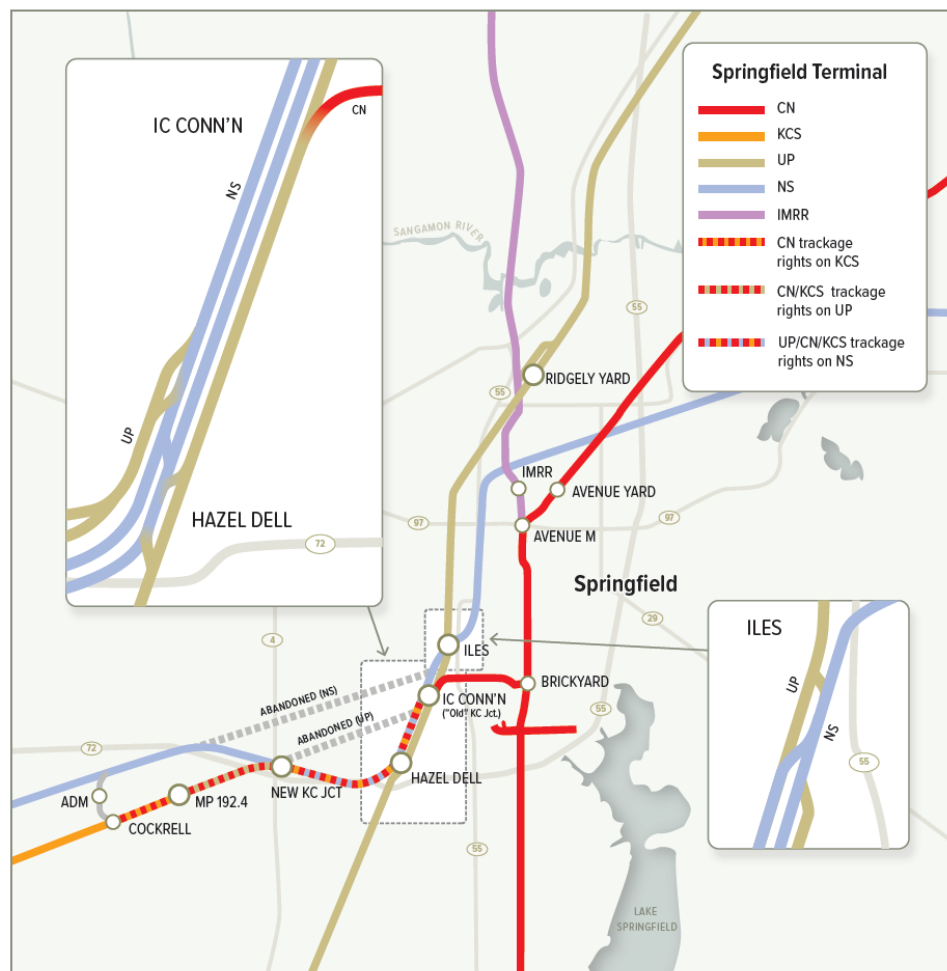
Cockrell, Illinois and Springfield, Illinois;

We provide this clarification because Cockrell is actually situated between Murrayville and Springfield (moving west to east). While CP's various filings have identified these segments in the way described in the OEA's information request (i.e., Murrayville to Springfield and Springfield to Cockrell),¹ this is incorrect. See Figure A below. That is why CN's July 7, 2022 e-mail submission included the Murrayville, Illinois, to Springfield, Illinois segment (MP 221.7–192.4), as a single segment inclusive of Cockrell.² We wanted to note this discrepancy and clarification for OEA moving forward. Our responses below treat the "Murrayville, IL to Springfield, IL" line as inclusive of Cockrell, IL.

¹ See, e.g., Canadian Pacific Acquisition of Kansas City Southern Draft Environmental Impact Statement, Docket No. FD 36500, Appendix C, at C-20, <https://www.cpkcsmergereis.com/docs/deis/Appendix%20C.%20Rail%20Line%20Segments,%20Intermodal%20Facilities,%20and%20Rail%20Yards.pdf>. (Showing Line Segment Numbers 123 and 124 from an Excerpt of CPKC Master Rail Line Segment Table).

² Milepost 192.4 is the eastern limit of KCS's track ownership, and that location, on the far southwest side of Springfield, is generally known as Cockrell. Between there and IC's tracks near Brickyard Junction in Springfield (see the rail line segment described in A.6., above), KCS operates over the tracks of others.

Figure A. Map of Springfield, IL Terminal



- B. In addition, please provide any updated information as to whether there currently is or would foreseeably be, any passenger rail service, including Amtrak service, on any of the rail line segments listed above.

CN Response: There currently is no passenger rail service, including Amtrak service, on any of the rail line segments listed above. CN is not aware of any foreseeable passenger rail service on any of the rail line segments listed above.

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- C. Please provide any updated information on anticipated commodities to be transported by CN, and specifically, whether this would include hazardous materials, on any of the rail line segments listed above.

CN Response: The Proposed Divestiture is not projected to result in new transaction-related traffic involving hazardous materials shipments. Transaction-related traffic will include primarily intermodal, automotive, and grain.

- D. Please provide anticipated train lengths and anticipated train speeds for the rail line segments list above.

CN Response: Anticipated train lengths by train type (scheduled, unit and local) and anticipated average train speeds by train type (scheduled, unit and local) for the listed rail line segments are listed in Columns M, N and O and Columns S, T and U, respectively, of Attachment 2 to this letter (produced natively in Excel format for ease of review).

- E. Please confirm that the river labelled as the Missouri River in the map in Exhibit 1D of the Amended Responsive Application is actually the Mississippi River.

CN Response: The map in Exhibit 1D of the Amended Responsive Application is labeled “Mississippi River” but should be labeled “Missouri River.” Attachment 1 to this letter is a replacement map.

- F. The Amended Responsive Application states that rail line segments from Kansas City to Springfield to Gilman would have a minimum operating speed of 40 mph. Please provide the anticipated average train speed on these lines.

CN Response: See response to Request D, above. The referenced language in CN’s Amended Responsive Application was intended to indicate that those rail line segments would be rehabilitated to permit a track speed of 40 mph (FRA Track Class 3) or greater, not to indicate that actual average speeds of trains on the segments.

- G. To date, CN has not provided information regarding train speed or rail line design parameters for the Kansas City to International Freight Gateway (IFG) or Roodhouse to East St. Louis rail line segments. Please provide design parameters for these rail line segments and anticipated average operating speeds.

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CN Response: CN does not propose to acquire the KCS rail line segment from Kansas City to IFG (over which CN would operate pursuant to trackage rights), and that segment does not exceed the STB's environmental analysis thresholds as a result of the Proposed Divestiture. CN understands that maximum track speeds on that rail line segment vary from 10 mph at the north end of the segment to 55 mph at the south end of the segment, with most of the segment having maximum track speeds of 40 or 45 mph. CN anticipates that its average operating speeds on the rail line segment would be consistent with KCS's existing operations.

CN understands the maximum track speed on the rail line segment from Roodhouse to Godfrey is 40 or 49 mph, and CN does not plan any rehabilitation work on that rail line segment or changes in the current maximum track speeds. Anticipated average train speeds by train type (scheduled, unit and local) for the Roodhouse to Godfrey rail line segment are listed on Row 5 in Columns M, N and O, respectively, of Attachment 2 to this letter (produced natively in Excel format for ease of review).

The rail line segment from Godfrey to East St. Louis (Church) does not exceed the STB's environmental analysis thresholds as a result of the Proposed Divestiture, and the majority of that segment (from Godfrey to Q Tower in East St. Louis) is jointly owned and operated by KCS and Union Pacific Railroad Company (UP), and is dispatched by UP. Maximum track speed on the southern end of the segment, from Q Tower to Church, is 10 mph. CN does not plan rehabilitation work or changes in train operating speeds on this rail line segment.

- H. Please provide an estimate of average number of train cars, length, and types and the number and types of locomotives for the trains that CN expects would operate on the rail line segments listed above. Please also indicate whether CN expects that the trains would include double or triple stack containers.

CN Response: Information on average cars per train and average train length, by train type (scheduled, unit and local), for the listed rail line segments are listed in Columns P, Q and R and Columns S, T and U, respectively, of Attachment 2 to this letter (produced natively in Excel format for ease of review).

CN expects that scheduled and unit trains would be powered by three high-horsepower (4,000 hp or greater) locomotives, and local trains would be powered by two lower-horsepower (3,000 hp or less) locomotives.

CN's scheduled trains would include double-stack container railcars as well as tri-

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level auto rack railcars.

I. OEA understands that CN intends to make capital improvements to support the expected increase in rail traffic resulting from the Proposed Divestiture. Please provide the following information regarding these planned capital improvements:

1. Confirm that the planned capital improvements would include extending six existing sidings, the relocation of one siding, and one new siding along the existing rail lines between Kansas City, Springfield, and East St. Louis.

CN Response: CN confirms that the planned capital improvements would include extending six existing sidings (Grain Valley, Harmony, Mexico West and Bowling Green in Missouri, and Pleasant Hill and Roodhouse in Illinois), the relocation of one siding (Blackburn, Missouri), and constructing one new siding (Cockrell, Illinois) along the existing rail line between Kansas City, Missouri and Springfield, Illinois. No such improvements are planned on the existing rail line between Roodhouse and East St. Louis, Illinois.

2. Confirm that the planned siding extensions, siding relocation, and new siding would be located within the existing rail right-of-way.

CN Response: CN confirms that the planned siding extensions, siding relocation, and new siding would be located within the existing rail right-of-way.

3. Confirm whether CN expects that all construction activities related to the planned siding extensions, siding relocation, and new siding would take place within the existing rail right-of-way.

CN Response: CN confirms that all construction activities related to the planned siding extensions, siding relocation, and new siding would be located within the existing rail right-of-way.

4. Please provide any available information regarding planned improvements at rail yards and intermodal facilities, including IFG, Roodhouse Yard, and East St. Louis Intermodal Terminal.

CN Response: As described in CN's Amended Responsive Application (CN-18, Exhibit 13, Operating Plan, pp. 124–125, June 9, 2022), investments will be made in an East St. Louis Intermodal Terminal to accommodate 44 outbound loaded intermodal units per day, 43 inbound loaded units per day, and 13 outbound

empty units per day. That represents the expected level of new intermodal traffic in Year 3 of CN's Operating Plan. In connection with that traffic, CN will construct 6,000 track feet with intermodal pads and accompanying pavement. CN also will invest to accommodate 16 loaded outbound automobile multilevels, four empty outbound multilevels, 13 inbound loaded multilevels, and seven empty multilevels daily at East St. Louis consistent with CN's Operating Plan. In connection with that traffic, CN will construct 5,000 track feet for loading/unloading and car storage. In addition, approximately 25 acres will be developed with necessary roadways, parking, and truck areas.

At IFG, facilities will be constructed to accommodate 180 loaded outbound intermodal units, 105 loaded inbound intermodal units, and 53 empty intermodal units per day, all consistent with CN's Operating Plan. The project contemplates 20,000 track feet (with pad) and storage, and the accompanying pavement. For automotive traffic, CN will construct sufficient capacity to accommodate 19 loaded inbound multilevels and four empty inbound multilevels, as well as 10 loaded inbound multilevels and 14 outbound empty multilevels, each daily. This element of the project involves construction of 6,600 track feet including for loading/unloading and for storage. The accompanying work will include roadways and railhead parking and truck areas.

At Roodhouse, 5,000 feet of new yard track will be added between mileposts 235.6 and 236.6.

Additional information regarding these facilities that was previously provided in CN's Amended Responsive Application or in CN's February 22, 2022 submission to the OEA is provided in Attachment 3. As information, CN has not been able to obtain access to the KCS yards at IFG, Roodhouse Yard, and East St. Louis Intermodal Terminal. CN's planned improvements at each of those locations will be located within existing railroad property.

- J. For rail yards/intermodal facilities where CN expects that the Proposed Divestiture would result in an increase in activity exceeding the Board's threshold for environmental review, please provide the anticipated changes in carloads and truckloads and the location of any established truck routes for these facilities.

CN Response: Information regarding increases in activity at intermodal facilities in the format suggested by OEA is provided in Attachment 4. Note that "OTR Trucks/Day" in Attachment 4 counts each in-gate and out-gate at an intermodal facility as a separate OTR truck movement. Based on CN's recent actual experience at its intermodal facilities, there are approximately 1.6 such truck

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movements for each originating or terminating intermodal lift.

Changes at Roodhouse Yard in Roodhouse, Illinois solely involve railcar switching and are not included in Attachment 4. CN anticipates an increase in railcar switching at Roodhouse Yard of 15.2 cars/day.

Regarding established truck routes for each of these facilities, as indicated above changes at Roodhouse Yard solely involve railcar switching, and thus changes in established truck routes are not implicated at Roodhouse.

There is not currently an intermodal facility located at East St. Louis Yard, and accordingly there are no established truck routes to that location. CN does not currently have established truck routes for the International Freight Gateway in Grandview, Missouri. CN would review KCS's existing truck routes for that facility, but CN does not anticipate significant deviations from such existing routes.

Detroit Intermodal Terminal is located on Eight Mile Road (Route M-102) in Ferndale, Michigan, approximately 1.5 miles west of the interchange with Interstate Highway 75. Route M-102 is a multi-lane divided truck route and a "special designated highway" under Michigan law. The established truck route to the Detroit Intermodal Terminal follows Interstate 75 to Route M-102 at Exit 59, then proceeds west on Route M-102 to the terminal on the right side.

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We look forward to our continued work together regarding this Responsive Application and are available for further discussion or follow up. Please let us know if you have any additional questions.

Best regards,



Peter Whitfield
Partner

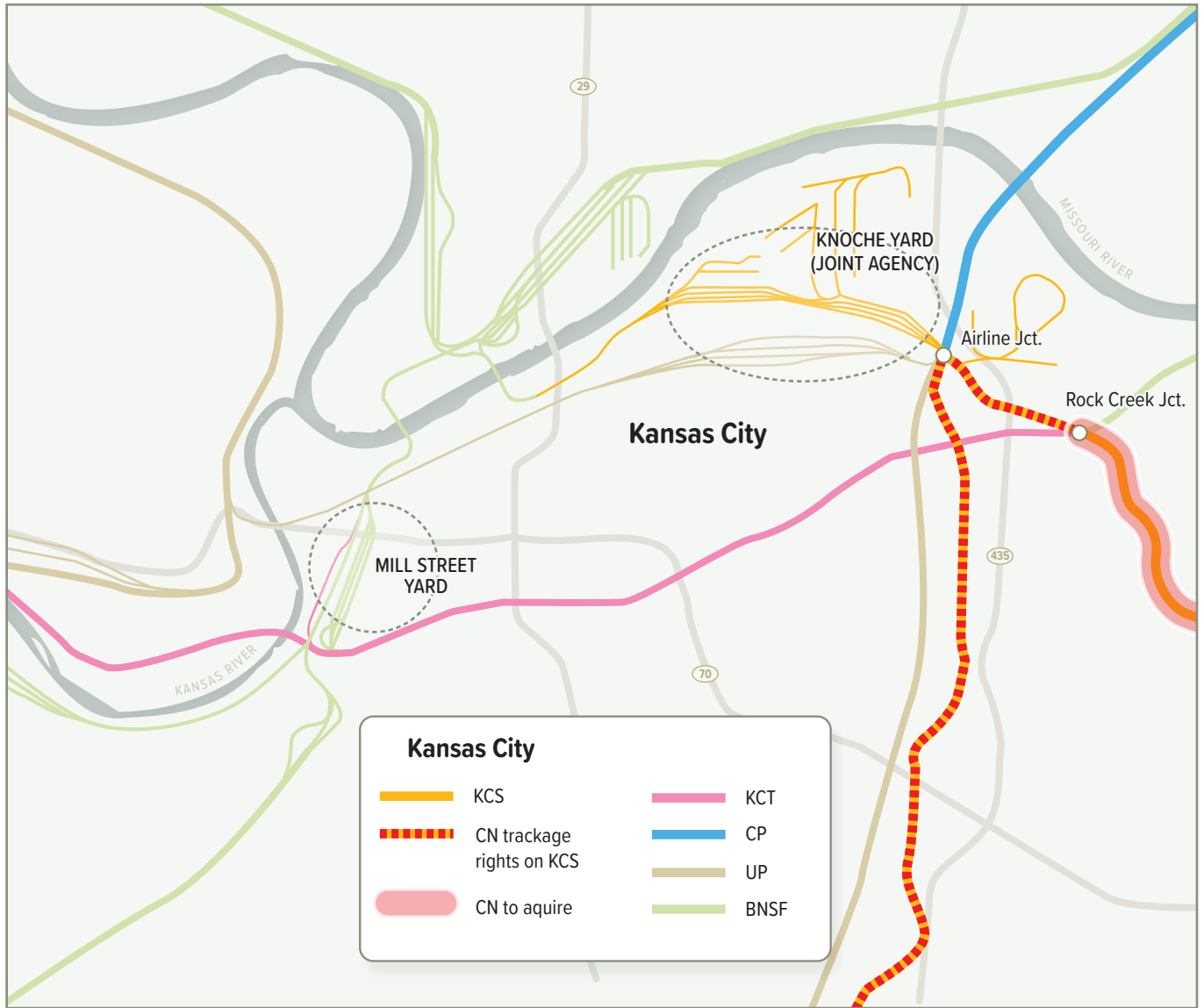
Attachments (4)

cc: Kathryn J. Gainey, CN

Attachment 1: Replacement of Responsive Application, Exhibit 1D

Exhibit 1D

**Map of the Trackage
Rights Between
Airline Junction, MO
and Rock Creek
Junction, MO
(Sub-No. 4)**



Attachment 2: Referenced Data Produced Natively in Excel

Attachment 3:

**CN's June 9, 2022 Amended Responsive Application, CN-18,
Exhibit 13, Operating Plan, Appendix F-1**

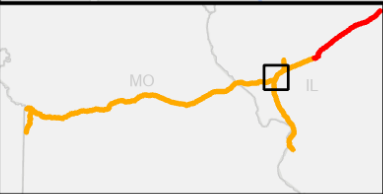
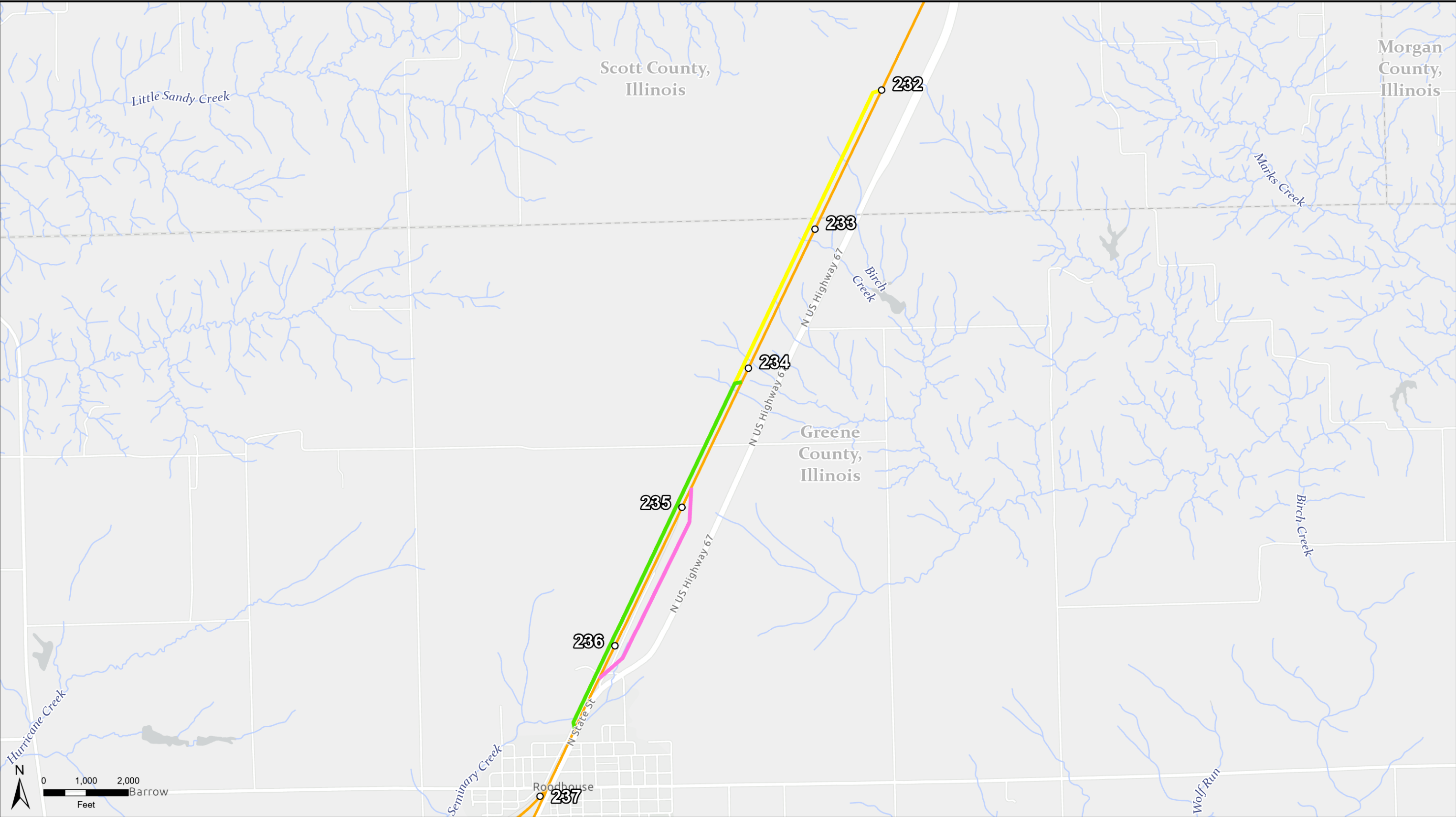
**CN's February 22, 2022 Response to OEA Request for Information,
Exhibits B.2, B.9 and B.10**

Appendix F-1: Capital Improvements

Investment	Estimated Cost	Assumptions
Upgrade track speed to 40 mph on KCS Springfield Line between Cockrell and Roodhouse		
6 siding extensions on KCS lines (1 in IL and 5 in MO) and siding relocation		
Cockrell, IL: new 10,000-foot siding		
Improve KCS East St. Louis Yard to add automotive/intermodal facility to existing yard		
5,000-foot clear yard track at Roodhouse		
Track department trucks and equipment		
Signal department trucks and equipment		
Automotive/Intermodal Facility (IFG)		
Mt. Pulaski siding reconfiguration on Gilman Subdivision		
Gilman replace diamond with crossover on Gilman Subdivision		
Gilman subdivision - upgrade track to 40 miles per hour		
PTC subdivision file for PTC-equipped track on the Springfield Line to add the subdivisions to CN's Precision Dispatch System (PDS)		

Miscellaneous and Contingency		
Total cost for KCS upgrades	\$250,802,480	

EXHIBIT B.2

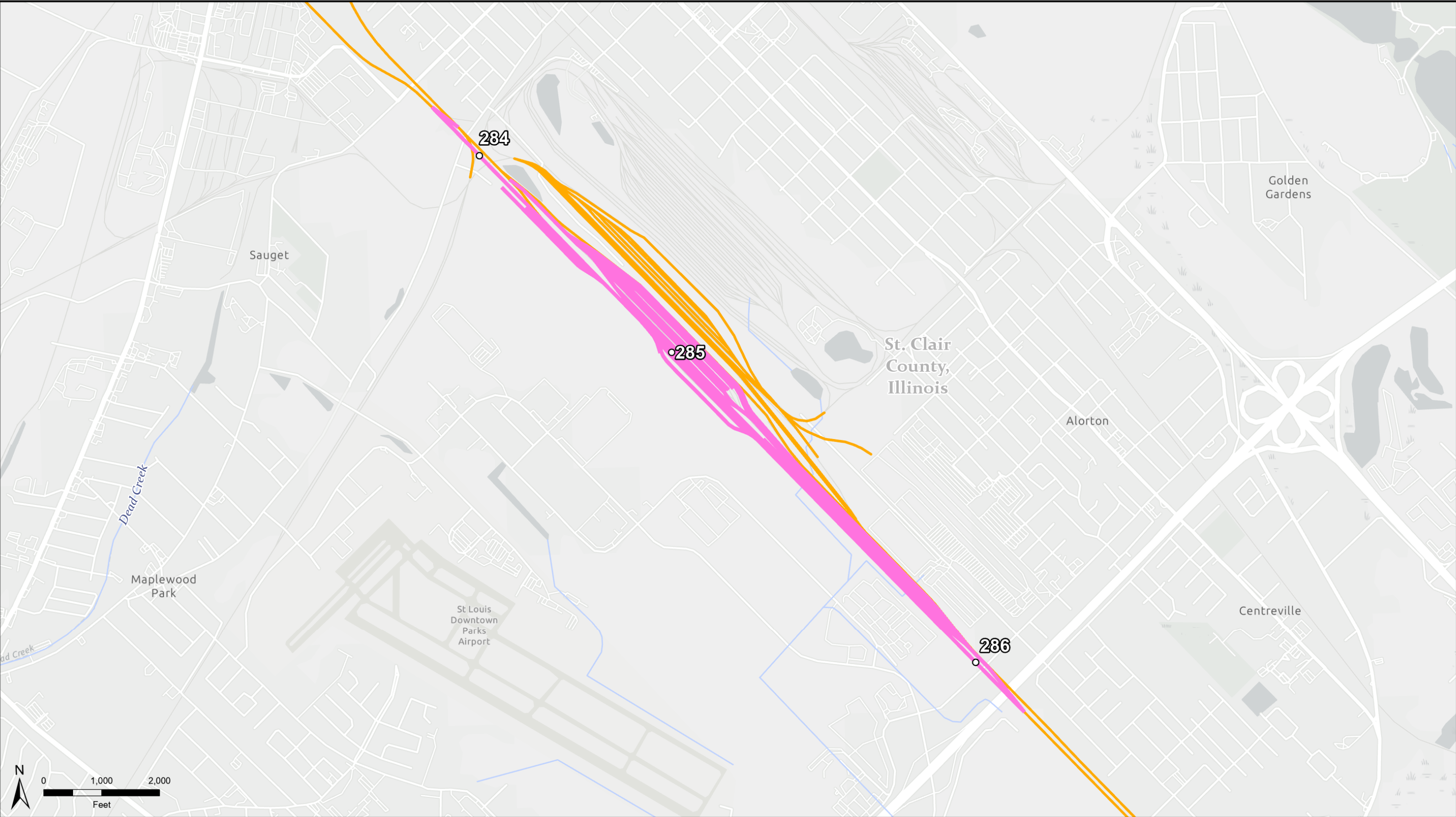


- Milepost
- KCS Railway
- Existing Siding
- New Yard Track
- Stream/River

Construction Locations
Roodhouse Siding Extension and New Yard Track
Springfield Line Divestiture CN Proposed Construction Projects
Illinois Central Railroad Company
Scott and Greene County, Illinois



EXHIBIT B.9

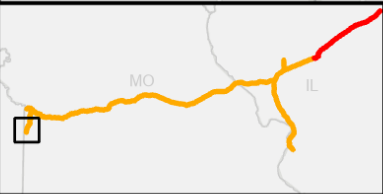
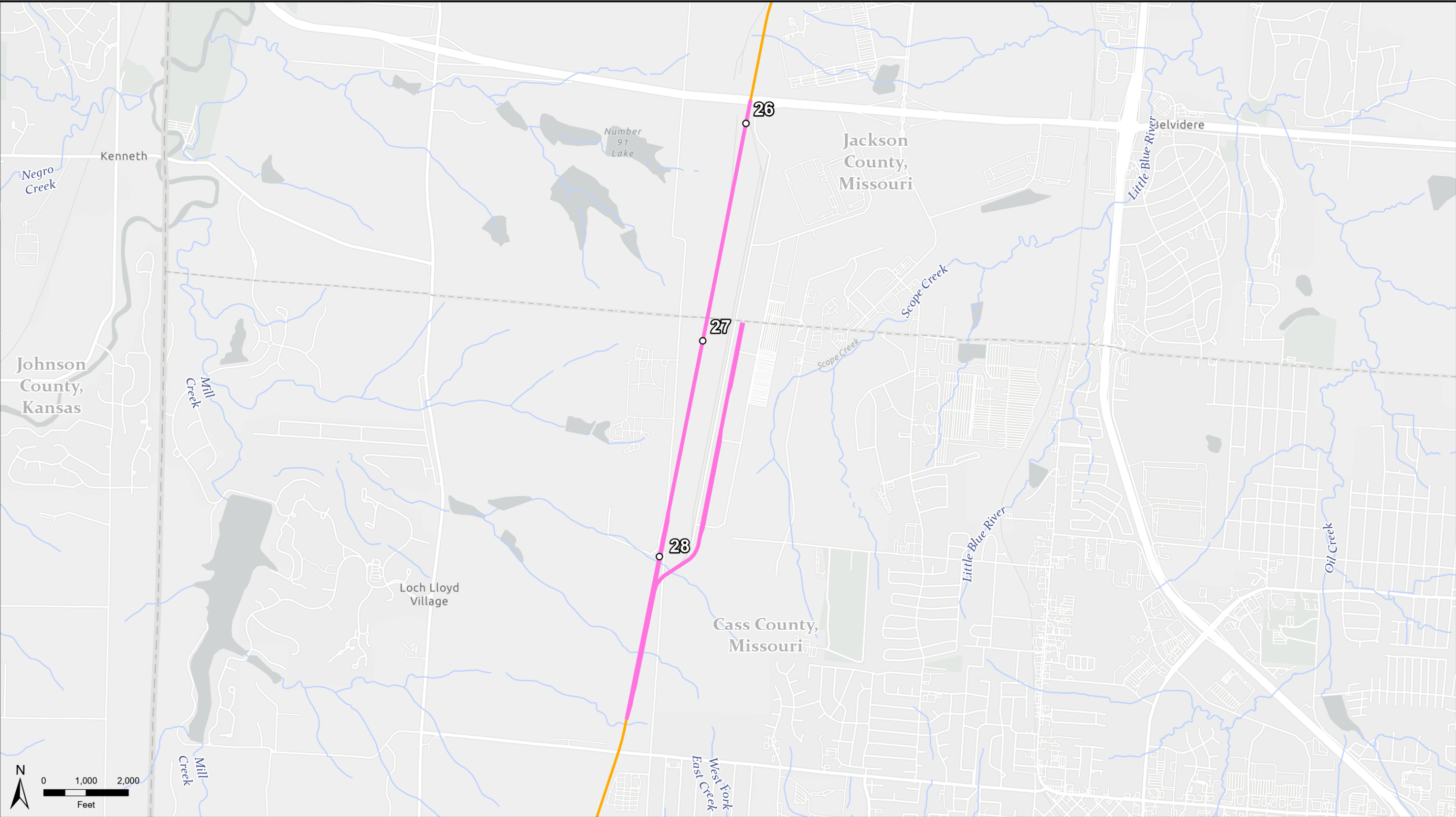


- Milepost
- KCS Railway
- Rail Yard
- Stream/River

Construction Locations
New Intermodal and Automotive Facility Within Existing East St. Louis Rail Yard
Springfield Line Divestiture CN Proposed Construction Projects
Illinois Central Railroad Company
St. Clair County Illinois



EXHIBIT B.10



- Milepost
- KCS Railway
- Rail Yard
- Stream/River

Construction Locations
New CN Intermodal and Automotive Facility Within Existing International Freight Gateway Yard
Springfield Line Divestiture CN Proposed Construction Projects
Illinois Central Railroad Company
Jackson and Cass County, Missouri



Attachment 4: Referenced Data Produced Natively in Excel