



SIDLEY AUSTIN LLP
1501 K STREET, N.W.
WASHINGTON, D.C. 20005
+1 202 736 8000
+1 202 736 8711 FAX

AMERICA • ASIA PACIFIC • EUROPE

+1 202 736 8531
PWHITFIELD@SIDLEY.COM

December 20, 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 – December 2022 Follow Up & Clarification 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 December 1, 2022, and December 13, 2022 requests for additional information or clarification regarding CN's previous responses 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 the follow up requests with our response following.

1. For the Murrayville to Springfield segment, Steve notes that there is no system node named "Springfield" and questions whether the segment should be Murrayville to Cockrell because the next segment is Cockrell to Brickyard Junction followed by Brickyard Junction to Mt. Pulaski. Steve will send you maps later today or tomorrow to confirm whether this naming convention is correct.

Response: The Murrayville to Springfield segment should be Murrayville to Cockrell, correct; this segment ends at MP 192.4 at Cockrell. We have also previously referred to

SIDLEY

Danielle C. Gosselin
December 20, 2022
Page 2

Springfield as “Springfield (Cockrell), Illinois” in case additional confusion regarding this naming convention arises in the future. This segment would then be followed by Cockrell to Brickyard Junction, and then followed by Brickyard Junction to Mt. Pulaski, as shown by the maps in Exhibit 1 attached to this Response.

2. Steve notes that the segment length data CN provided for all the segments does not match with the GIS data measurements he’s seeing. The lengths that CN provided appear to be the ending minus the starting milepost numbers. While the problem is solved for the Murrayville – Springfield if it’s broken up to Murrayville to Cockrell and Cockrell to Brickyard Jct., it needs to be resolved for other segments. Specifically, in the Roodhouse – Murrayville segment, there is a 5 mile difference; in the KC – Slater segment, a 9 mile difference; and in the Freeburg – Wilderman, a 1 mile difference. Not sure why these lengths differ so much but we need to either understand or update the lengths to what is correct. The rest of the segments have less than a 1 mile difference so Steve is not too concerned about segment length there, but we do need CN to confirm the start and end points for all the segments. Again, Steve will be sending you the maps or kmz files with the endpoints to make sure we have all the start and end points in the correct locations as this information is critical for capturing all the grade crossings and potential sensitive noise receptors along each segment.

Response: The segment length data has been corrected in the attached Exhibit 2; modified cells have been highlighted. Note that CN relied on the data from the CP-KCS submission or pulled, where necessary, data directly from Multirail; however, CN agrees there are discrepancies in the original spreadsheet due to a few reasons. The Roodhouse – Murrayville segment is subject to a milepost equation at Murrayville, where $MP\ 221.7 = 226.7$, that was not previously considered. Applying that equation, the beginning milepost for the Roodhouse – Murrayville segment would be MP 226.7 instead of MP 221.7 (as seen in cell 9.E. of Exhibit 2, Sheet 1). This should account exactly for the five-mile difference STB is seeing.

The Kansas City [Slater, MO] – Kansas City segment, as another example, included a calculation error resulting in an overstatement of the segment length. As a final example, Freeburg, IL is not a listed station in CN’s timetable, and it is likely that CN has mapped Freeburg in a slightly different location than STB. *See also* Exhibit 1, Response to Comment on Map 12. This difference in mapping means the Lenzburg – Freeburg segment is slightly different in length between CN’s and STB’s maps, but the total segment length from Lenzburg to East St. Louis remains the same: 27 miles. Because the distances along this segment are more or less equal, CN has no concern with STB relying on the location it has identified for Freeburg.

SIDLEY

Danielle C. Gosselin
December 20, 2022
Page 3

Where applicable, we have included an explanation of any other changes in Exhibit 2 at Column M.

Generally, where there are other discrepancies where CN and STB have set mileposts at slightly different locations but where the total segment length between multiple mileposts remains the same, CN has no objection to STB relying on the mileposts set by STB.

3. For the Cockrell – Brickyard Jct segment, the chart you sent earlier does not include needed information such as the number of train cars, length of trains, and train speeds as was provided previously for the other segments. So please provide the same information that was provided for the other line segments.

Response: Please see the requested information in the revised attached Exhibit 3. The calculation of that information resulted in slight revisions to information on adjacent line segments; any modified cells are shown in yellow highlighting.

4. Lastly, please explain what is meant by “CN organic growth.” Is it growth that occurs even if the divestiture is not granted (the No-Action Alternative), or is it growth that occurs with the divestiture and if so, then this will be included and evaluated with the projected CN growth as the Action Alternative. Or does this represent something else? Please explain.

Response: “CN Organic Growth” is growth that will occur as a result of the divestiture (i.e., atop merger-related growth). It is not growth that would occur if the divestiture is not granted (the No-Action Alternative).

5. Please review and respond to the questions posted on Maps 2–16 of the attached Exhibit 1.

Response: CN has reviewed and responded to the questions posted on Maps 2–16. *See* Exhibit 1.

.....

We continue to look forward to our 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.

SIDLEY

Danielle C. Gosselin
December 20, 2022
Page 4

Best,
/s/ Peter Whitfield

Peter Whitfield
Partner

Attachments (3)

cc: Kathryn J. Gainey, CN