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July 19, 2023

Cynthia T. Brown
Chief, Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

ENTERED
Office of Proceedings
July 19, 2023
Part of
Public Record

**Re: NOTICE OF POTENTIAL CONFLICT, ETHICAL SCREENING PROCEDURES
& COMPLIANCE WITH D.C. RULES OF PROFESSIONAL CONDUCT**

Dear Ms. Brown:

Dentons US LLP (the “Firm”) is hiring Theodore L. Hunt as a partner in its Washington, D.C. office. Mr. Hunt joined the Firm on July 17, 2023.

This letter is to notify you of a potential conflict of interest relating to Mr. Hunt’s prior employment with the Surface Transportation Board (“STB”), and the compliance measures our Firm has undertaken to address the situation consistent with the D.C. Rules of Professional Conduct (the “D.C. Rules”).

As part of the Firm’s conflicts process, Mr. Hunt disclosed that while serving as Appellate-Litigation Counsel and Associate General Counsel at the STB, he participated in and/or may have had access to information regarding a pending matter before the STB involving Canadian National Railway Company and Amtrak, specifically, Application of the National Passenger Railroad Corporation under 49 U.S.C. § 24308(a) – Canadian National Railway Company, STB Docket No. FD 35743 (the “Matter”).

In completing its conflicts analysis, the Firm’s Conflicts Clearance Group learned that the Firm represents Canadian National Railway in the Matter. The Firm promptly notified Mr. Hunt and Firm attorneys of the need to implement ethical screening and related precautionary measures to fulfill its ethical obligations under the D.C. Rules, to ensure Canadian National Railway and Amtrak’s rights are protected, and to ensure that no confidential information respecting these parties and the Matter will be disclosed. The Firm is providing this written notice so that all relevant parties can ascertain compliance with the D.C. Rules.

Below is a summary of the mandatory conflicts screening procedures the Firm has implemented regarding Mr. Hunt and the Matter:

1. Mr. Hunt shall be isolated from all confidences, secrets, and material knowledge relating to the Matter.
2. There shall be no direct or indirect communication relating to the Matter between Mr. Hunt and other Firm personnel (excepting the Firm's Conflicts Clearance Group), and no discussion of the Matter in Mr. Hunt's presence.
3. Mr. Hunt shall not participate in any way in the Firm's work or professional responsibilities for the Matter; nor will he be apportioned any part of the fees therefrom.
4. Mr. Hunt shall not be allowed access to or contact with files, documents, and/or any other information relating to the Matter. Further, Mr. Hunt shall not be permitted access to information on the Firm's document management, email, and/or other systems relating to the Matter.
5. A copy of these mandatory measures has been distributed to Mr. Hunt and all relevant Firm attorneys and staff members.

I am the Conflicts Partner of Dentons' U.S. Region and Deputy General Counsel and have been appointed to monitor and enforce the above rules and procedures. If anyone knows of or suspects a breach of these arrangements, he or she is required to report it immediately to me. Any questions regarding the above arrangements should also be directed to me.

Dentons US LLP



R. Matthew Martin
Partner and Deputy General Counsel

RMM: pgm

ATTESTATION OF THEODORE L. HUNT

1. I was employed as Appellate-Litigation Counsel and Associate General Counsel with the Surface Transportation Board ("STB") in Washington, D.C. from August 2009 to July 2023.
2. I joined the Dentons law firm (the "Firm") in Washington, D.C. as a partner on July 17, 2023.
3. During my employment with STB, I participated in a matter before the STB involving Canadian National Railway Company and Amtrak, specifically, Application of the National Passenger Railroad Corporation under 49 U.S.C. § 24308(a) – Canadian National Railway Company, STB Docket No. FD 35743 (the "Matter").
4. My participation in and/or knowledge of the Matter relates to my duties overseeing STB's line attorneys, analyzing disputes, and making recommendations to the Board.
5. I am informed and believe that the Firm represents Canadian National Railway in the Matter.
6. I am aware of my professional and ethical obligations as a former government employee. As such, I will not participate in the Matter in any manner, nor in the representation of Canadian National Railway where Amtrak is involved in the same or substantially related matter. I will not discuss these parties or information relating to the Matter, nor any related work I performed with any lawyer or staff member of the Firm, except with personnel in the Firm's Conflicts Clearance Group to the extent necessary to identify and resolve conflicts of interest issues.
7. I am informed and believe that Firm attorneys and staff members who participate(d) in the representation of Canadian National Railway will be apprised that I am screened from participating in and/or discussing the Matter, and that I will be apportioned no part of the fees from the Firm's Canadian National Railway representation in the Matter.

I declare under the penalty of perjury under the laws of the District of Columbia that the foregoing is true and correct.

Dated: July 18, 2023



Theodore L. Hunt

CERTIFICATE OF SERVICE

I, James M. Guinivan, hereby certify that I have, on July 19, 2023, caused the foregoing Notice of Potential Conflict, Ethical Screening Procedures & Compliance with D.C. Rules of Professional Conduct, including the Attestation of Theodore L. Hunt attached thereto, to be served upon all parties of record via electronic mail, as indicated below.

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/s/ James M. Guinivan
James M. Guinivan