

January 5, 2024

EP 774 (Sub-No. 1)
307820

The Honorable Martin Oberman
Chairman
Surface Transportation Board
395 E St., S.W.
Washington, DC 20423-0001

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January 19, 2024
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Dear Chairman Oberman:

As Chairman and Chief Executive Officer of Herzog Enterprises, I am pleased and supportive of the Surface Transportation Board's (STB) establishment of the Passenger Rail Advisory Committee (PRAC). In recent years, the Federal Government has created generational opportunities for passenger rail and the PRAC will play a significant role in shaping the future of passenger rail by providing important insight and feedback related to the expansion, development, and operations of passenger rail to the STB and its audience.

Given our extensive involvement in the construction, maintenance, and operation of passenger rail systems across the United States, Herzog would welcome the opportunity to share our perspective and insight with the STB as a participant in the PRAC. As Chairman and CEO of Herzog, I respectfully nominate Mr. Gregg Baxter, Director of Strategic and Governmental Relationships, as the representative member from Herzog.

Mr. Baxter agrees to serve in a representative capacity.

Contact Information
Gregg Baxter
Director of Strategic and Governmental Relationships
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561-398-1205
gbaxter@herzog.com

Herzog Overview

Herzog is a leading rail and heavy/highway contractor across North America. Our highly qualified team of professionals efficiently solve complex transportation problems in challenging operating environments thanks to our fifty five years of experience. Herzog provides state-of-the-art equipment,

technology, construction, and maintenance services to owners and operators of Class 1 railroads, transit agencies, state transportation authorities, and prime contractors.

Herzog plays a major role in the construction, operation and maintenance of both passenger and freight rail throughout the U.S. and Canada. We have established meaningful and beneficial relationships throughout the industry and are a strong advocate for the growth of passenger rail. We are uniquely qualified to participate on the PRAC because of the role we play in the industry. Herzog currently has contracts with nearly twenty public agencies throughout the United States that span all aspects of operations and maintenance of passenger trains and systems. This includes operating numerous commuter rail services as well as the only non-Amtrak State Supported Service for the CTRail between New Haven, CT and Springfield, MA, on which Herzog has been a partner with the Connecticut Department of Transportation since 2017. In 2019, our operational contracts for passenger rail and transit services moved over 37 million passengers.

In addition to our operating contracts, since our inception Herzog has safely delivered over \$45 billion of rail related projects which include rail, signaling, Positive Train Control (PTC) and communication projects on commuter, transit, freight and Amtrak properties. Herzog has contributed greatly to the building of infrastructure that helps move people and freight across the nation with our most recently completed project being the construction of Brightline from West Palm Beach to Orlando International Airport.

Herzog meets the qualification to participate on the PRAC under multiple categories. In particular, Herzog would qualify for and effectively represent interests from the following:

- Representatives from commuter rail operators whose operations use facilities owned and/or utilized by Amtrak, other intercity passenger rail operators, or rail freight operators;
- Representatives from existing intercity passenger rail operators other than Amtrak, or developers of new intercity passenger rail lines other than Amtrak; and
- At-large representatives with relevant experience, including (but not limited to) individuals involved in the design or construction of passenger rail equipment or infrastructure; in the provision of passenger rail analytic or consulting services; in transportation planning; or in transportation-related public policy work.

Gregg Baxter's Qualifications

Just as Herzog has specific qualities and attributes to bring substantial value to the Committee, so does Mr. Baxter from his over 30 years of working in the passenger rail field. I have attached, for your reference Gregg's resume. Mr. Baxter would be a productive representative of not only Herzog, but the passenger rail industry in general.

Gregg graduated from the University of Maryland, College Park with a degree in Transportation and Logistics. Prior to graduation he was selected to join Amtrak's first Management Training Program. After completing this year long program Gregg started and steadily rose over the course of 16 years through Amtrak's management structure eventually ending his career with the National Railroad

Passenger Corporation as Superintendent of Operations for Amtrak's Northern California operations that included the Capitol Corridor and San Joaquin Intercity Services in addition to long distance trains the California Zephyr and Coast Starlight. During his tenure with Amtrak Mr. Baxter directly managed all aspects of passenger rail services including the Northeast Corridor, Commuter, Long Distance, Operations, Mechanical, and On-Board Services.

In 2005, Gregg became Director of Operations for the San Joaquin Regional Rail Commission, the managing agency for the Altamont Commuter Express (ACE). From 2010 to 2019 Gregg served as Chairman and is currently on the Executive Committee of the Association for Innovative Passenger Rail Operators (AIPRO), an industry advocacy groups that promotes pro-competitive policy and legislation that focuses on adding capacity by having private operators provide passenger rail and related services. AIPRO consists of internationally recognized companies such as TransDev, Keolis, and RATPDev along with two rail labor organizations, the Brotherhood of Railway Signalman and the Brotherhood of Maintenance of Way Employees.

In 2009, Gregg shifted to a position with rail provider Keolis, where he was brought on board to help Keolis establish a presence in the U.S. He served as the point person for all procurements and as the key management personnel on the first successful bid - the Virginia Railway Express contract, which Keolis commenced in July 2010, following 18 years of Amtrak operations. Gregg was responsible for hiring a completely new management and operating staff and for negotiating completely new Collective Bargaining Agreements with the rail operating unions. Since this was Keolis' first U.S. based operation, Mr. Baxter worked closely with Amtrak and the FRA and their New Starts program to ensure a successful entry into the market.

In 2015, Gregg accepted a new position when First Group, the largest U.K. operator, decided to enter the U.S. market and hired him to lead those efforts. In 2016, First Transit won it first operating contract in the U.S. by successfully bidding and being awarded the Denton A-train in Denton, TX. Gregg was responsible for the transition, startup, and day to day operations of the service until First exited the market and sold the contract in 2019.

In 2019 Mr. Baxter joined the team at Herzog as Director of Developing Markets with a focus on the intercity rail market. Over the last 4 years, Gregg has been working to advance a competitive marketplace for intercity passenger services like what has been occurring in the commuter market for decades. To accomplish this, Gregg has created mutually beneficial and productive relationships with State DOTs, local rail authorities, the FRA, host railroads, Amtrak Passenger Rail Advocacy Groups and other stakeholders to develop a consensus approach that will be required to meet the demands Congress enacted in the generational Bi-Partisan Infrastructure Law. Gregg spends a considerable amount of time in Washington, DC interacting with policy leaders and sharing the benefits of competition in the industry.

Conclusion

Between Herzog, and Mr. Baxter, we collectively bring 80 years of experience directly related to the construction, operations, and maintenance of passenger rail systems. Gregg has the full support of

Herzog's Senior Leadership team and the AIPRO Board of Directors. He would be an engaged and active participant and would provide informed and valuable input for the STB regarding passenger related activities.

Sincerely,

A handwritten signature in blue ink that reads "Brad Lager". The signature is fluid and cursive, with the first name "Brad" and last name "Lager" clearly distinguishable.

Brad Lager
Chairman & Chief Executive Officer
Herzog Enterprises

GREGG BAXTER

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Career Highlights

- Over 30 Years Experienced Passenger Rail and Transit Executive
- Led two International Firms into the North American Transportation Market
- Developed Policy and Legislation to Benefit Public Transportation at all Levels
- Proficient in the Development and Pricing for the Response to the Request for Proposals
- Developed Proprietary Web Based Management Information System for Rail Operations
- Bachelor of Science and Master of Science Degrees in International Transportation Management
- Developed and Managed Budgets in Excess of 100 Million USD
- Served on Boards of the AIPRO and University of Denver International Transportation Institute
- American Public Transportation Foundation Scholarship Recipient
- Respected independent consultant in North America Rail Market.

Experience

Herzog Contracting Corporation
Dania Beach, FL

May 2021 – Present

Director of Developing Markets and Government Relations – Leads company efforts in the development of emerging intercity rail markets. Developed policy and advocates for a competitive marketplace in the over 1-billion-dollar market. Cultivates and presents strategic merger and acquisition targets for the company that fits into our overall company's long term objective of being a perpetual company. Represents company in Washington, DC lobbying efforts and is responsible for the management of the Herzog Employee PAC program. Responsible for the coordination and delivery of client events at industry conferences including APTA and AASHTO. Coordinates with all Class 1 railroads on potential new rail services on their lines and changing the model on how intercity rail services are provided in the U.S. market.

Magellan Rail, LLC
West Palm Beach, FL

January 2021 - Present

President - Formed and started independent consultancy specializing in all aspects of the provision of passenger rail services in the commuter and intercity rail markets including corporate strategy, business development, operations, maintenance, safety, regulatory, Public Private Partnerships, private rail startups, and other activities unique to the movement of passengers on rail. Clients include major private rail and passenger transportation operators in North America. Responsible for all commercial aspects in the development of a low horsepower zero emission switching locomotive. Lead legislative process for all independent rail operators including developing legislative proposals that promote competition in the industry.

First Group America, Inc.
Cincinnati, OH

April 2016 – December 2020

Senior Vice President of Rail and Emerging Technologies – Recruited by First Transit to establish company as a credible rail operator in North America and lead all rail activities including business development, rail operations, rail safety and rail security. Develop pipeline and lead bid strategy and efforts for all rail targets including First's initial successful winning bid in the United States for the Denton County Texas A-train with revenue service commencing on October 1, 2016. Since 2016 delivered technically compliant bids with pricing on over 15 projects in the US and Canada. Lead various Public Private Partnership Projects (P3s) including working with a variety of Equity, Investment, Design and Construction Companies. Responsible for developing all required Federal Railroad Administration documents and Standard Operating Procedures for First's US rail activities in addition to managing all mobilization efforts for new rail services. Coordinate activities between the US and UK rail services to ensure best practices are shared and implemented between the two groups. Unanimously elected to remain as AIPRO Chairman by private rail competitors currently serving on the board. During tenure helped with pro-competitive rail language included in the FAST Act. Represent First with all rail legislative activities including meeting with Senators, Congressman, State Representatives and other vital Stakeholders. Responsible for development and delivery of rail budget for North American Rail. In August of 2018 became responsible for all operations and deployment of First's Autonomous Vehicles project including negotiating final contracts, developing implementation and mobilization schedules, delivering training program and management of the overall operations of numerous AV projects throughout the United States. Active Board Member of the International Transportation Institute at the University of Denver.

Keolis Rail Services America, Inc.
Arlington, VA

July 2015 – March 2016

President – Lead all rail activities in the United States and Canada. Directly responsible for the operations, safety and financial performance of the Virginia Railway Express and Massachusetts Bay Transportation Authority commuter operations worth over a combined \$300,000,000 annually in revenue. Accountable for expanding rail business in North America including being in charge of all development activities of all bids for commuter, intercity and state supported rail projects. Main liaison with all host railroads. Provide leadership and guidance to rail General Managers in the management of their rail projects. Serve as Chairman of Association of Private Rail Operators (AIPRO) a group of industry rail operators that work on mutually beneficial matters that promote open and fair compensation in the rail industry. Member of the Transportation Research Board (TRB) committee for a study involving the aspects of bundling and unbundling commuter rail procurements.

Keolis Rail Services Virginia, LLC.
Manassas, Virginia

2009 – 2015

General Manager Virginia Railway Express – Responsible for the delivery of all operations, maintenance, facility and warehousing functions to the Virginia Railway Express commuter service between the Northern Virginia and Washington, DC. Leader of the team that submitted the successful proposal to win the VRE contract after the service was operated by Amtrak since 1992. Accountable for all aspects of the service including; client relations, contract compliance and service performance. Have delegated authority for 19+ million dollar budget and responsibility to manage first ever contract in the United States. Successfully developed and implemented all Federal (FRA) and State regulatory programs for start of service. Worked closely with VRE to expand capacity on service to allow for a 12% ridership growth. Represents in all labor and contract negotiations involving the service. As part of successful VRE bid developed web-based system for reporting and recordkeeping for all aspects of the service (KORS). Interface closely with host railroads on all operational, safety, and contractual matters including CSX, Norfolk Southern and Amtrak. Recruited and hired entire management team and assembled qualified employees to transfer service from Amtrak. Position is directly responsible for ten management positions and 140 total employees comprised of engineers, conductors, mechanics, warehouse and facility employees.

Director of Operations - Accountable for all aspects of the San Joaquin Regional Rail Commission's business including; operations of eight daily Altamont Commuter Express trains, negotiations with Union Pacific Railroad, oversight and management of operations and maintenance agreement with Herzog Transit Services, Federal and State reporting, planning and implementing of capital projects, board presentations, procurement of all rolling stock, fostering productive relationships with local, state and federal stakeholders. As the Director of Operations responsible for the development and construction of a \$75 million-dollar maintenance facility including: land purchase (64 acres in downtown Stockton, CA) environmental, funding acquisition and design. Responsible for implementation and compliance of all FRA regulatory programs. Increased on time performance and ridership through a collaborative effort with the contract operator and host railroads. Managed a \$15+ million dollar operating and a 25+ million-dollar capital budgets. Primary oversight and management of SJRRC operation and maintenance contract including revising contract prior to renewal to provide ACE a higher value product from the contractor. Lead representative and negotiator with UPRR concerning infrastructure projects. Coordinated operations between all Northern California rail entities. Developing conceptual consolidated monitoring and call center for ACE, Capitol Corridor and Caltrans trains.

Amtrak

2001 to 2005

Sacramento, California

Assistant General Manager, Road Operations California Corridor - Responsible for the daily operation of Amtrak California Corridor trains between Oakland, San Jose, Sacramento, and Bakersfield. Responsibilities included: Direct management of five Amtrak Transportation Officials. Indirectly supervise over 200 agreement-covered employees. Work directly with Burlington Northern Santa Fe and Union Pacific Railroads to ensure efficient operation of Amtrak trains over their territories. Directly responsible for positive results in the areas of safety, on time performance, rule compliance and budgets. Coordinated activities with Marketing, Government Affairs, and our State and Local Partners to ensure service meets the stringent demands of our guests. Interact on a daily basis with Mechanical forces to address and solve any condition that could prevent efficient movement of trains.

Amtrak

1998 to 2001

Chicago, Illinois

Director Mail and Express Operations, Amtrak Intercity SBU - Accountable for the operation of Amtrak's Intercity Mail and Express business worth in excess of 100 million dollars per year. Responsibilities included: Supervision of field Service Managers who oversee the daily operation of the Mail and Express Network, supervision of Service Managers at Amtrak's Consolidated Operations Center to coordinate the Mail and Express delivery operation including; equipment utilization, trucking services, and services provided by other vendors. Other responsibilities include; planning and preparing for growth of business while ensuring current business obligations are met with a high level of customer satisfaction. Accountable for the implementation of procedures to handle new business opportunities. Coordination of field compliance with the terms of new contracts.

Amtrak

1989 to 1998

Washington, DC, Chicago, IL, Richmond, VA

Transportation Manager - Responsible for all aspects of train operations including; scheduling, revenue collections, on-time performance, market analysis and revenue/cost projections, negotiating agreements with Union representatives, facilities and equipment maintenance programs, and Federal Regulatory Compliance. Also, responsible for supervising, training and evaluating 150 Union employees on Amtrak rules, requirements and procedures in the performance of their jobs.

Los Rios Community College District

2002 to 2007

Sacramento, California

Adjunct Professor – Railroad Technologies – Responsible for curriculum development and instruction of students of students enrolled in the Railroad Technologies Program. Instructed students in the following classes; General Code of Operating Rules, Railroad Operations, Railroad Careers, and Railroad Ground School.

Education

University of Denver, Intermodal Transportation Institute Denver, Colorado Master of Science, Intermodal Transportation Management	2010
University of Maryland College Park, Maryland Bachelor of Science, Transportation and Logistics	1989
Amtrak Management Associate Program Washington, DC	1989

Associations and Boards

Association of Independent Private Rail Operators – Chairman of the Board	2009 to Present
Board of Directors University of Denver International Transportation Institute	2011 to Present
American Public Transportation Association	2005 to Present
Railroad Safety Advisory Committee (RSAC)	2001 to Present
Transportation Research Board Advisory Committee Contracting Commuter Rail Services	2015 to 2018