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Dear Chairman Oberman

Docket No. EP 774 (Sub-No. 1)

By the notice published under the authority of 49 U.S.C. 1321; 49 U.S.C. 24101, Decided: December 29, 2023 By the Board, Mai T. Dinh, Director, Office of Proceedings Docket No. EP 774 (Sub-No.1)., you have called for interested parties to submit their qualifications, willingness to serve, in a representative capacity, as a voting Member of the Passenger Rail Advisory Committee.

I am willing and able to serve in this capacity, and have been nominated by the Texas Rail Advocates (TRA), a 501(c)(3) non-profit, public organization which seeks to educate everyone about the benefits which the rail mode can provide. Separate attachment. It serves and supports Class I, II, and III Railroads, switching and terminal railroads, industrial development entities, AMTRAK, commuter and transit transportation operators, private sector rail operators, tourist and excursion railroads, and the wide spectrum of consultants, engineers, contractors, suppliers and representatives of various government agencies. I serve as the Program Committee Chairman (responsible for putting on the Annual Conference each year) and as a Director of the TRA. A separate attachment contains this nomination. As such, the TRA while it is focused on Texas, represents a broad area of the country, and is an active participant in many multi-State initiatives.

I believe I can make a material contribution to the work of the PRAC. My approach is pretty basic: Let's use every simple tool at our disposal to reduce the direct cash drain which AMTRAK operations generate. Right now, we face a serious threat to the existence of the national network (many reasons), and potentially destabilizing cost increases which could upend the very basis on which many State-supported services depend. While the Congress has been relatively generous in its recent authorizations, there is no guarantee that this largess will continue.

I have been directly involved in passenger rail advocacy. One project which is of personal interest to me is the initiation of a matching pair of trains, from Ft. Worth to Oklahoma City, at little additional cost to AMTRAK, but which holds the potential of doubling the revenue. Similarly, I have become an aggressive proponent of extending the Sunset Limited run to daily service, again holding the potential to increase revenue dramatically at little additional cash cost. Of course, I have been supportive of the effort to bring east-west service to Mobile, Alabama, and to extend service from Dallas to Meridian the north-south main line through Mississippi, a key junction which over time could make a great impact on AMTRAK's earned revenue. Additionally, the Texas Rail Advocates is a strong supporter of a fresh look at the Austin/San Antonio corridor where highway traffic is now at the breaking point.

"Big picture" thinking seems unlikely to carry the day. The PRAC should concentrate on the practical, immediate actions which will affect cash flow, and on chronic known

problems, like the shortage of revenue equipment. All parties involved must be prepared to make unpalatable compromises to attain this goal.

There are a number of minimally costly steps which can be taken to immediately (within a few weeks) to extend/improve service, which are available to AMTRAK right now. Believe I can make a convincing case to other members of the PRAC (which properly represents a wide range of views and interests) for implementing many of these small changes. An example of this is the "gulf coast agreement" which was supposedly agreed to by all parties many months ago, but for which the STB has found it necessary to call a status hearing tomorrow, on February 1, 2024.

Everyone needs to remember that railroading is a TEAM sport. Everyone depends on what someone else does. This is especially true when AMTRAK is operating on a freight railroad. Good communications and mutual respect between all parties is critical. This aspect of the AMTRAK - freight carrier relationship has not received the attention it deserves; the PRAC should play a bigger role in furthering and developing this crucial element of what is structurally bound to be a difficult relationship.

In direct response to the questions contained in the last paragraph of the decision in Docket No. EP 774 (Sub-No 1), I provide the following information:

- 1) My name is Karl R. Ziebarth Office Address: 10300 North Central Expressway, Suite 198, Dallas TX 75231. E-mail: krz8618@aol.com. Telephone numbers: 214+522-9565 (o) and 214+850-5642 (cell).
- 2) I will represent the interest of a rail passenger advocacy organization, the Texas Rail Advocates, inc., a 5(01)C(3) Non-profit corporation, chartered under the laws of the State of Texas.
- 3) My detailed c.v. is attached to this letter; have extensive experience in all aspects of North American railroading and have worked as a lead advisor in many international assignment
- 4) I am willing to serve as a member of the PRAC.
- 5) I hereby commit to serve in a representative capacity



KARL R. ZIEBARTH

KEY CONSULTING EXPERIENCE:

Expert Witness, Class I RR, litigation support in commercial contract matter 2022
Procurement Advisor, SMART (Sonoma-Marín Area Rapid Transit District) 2020
Rail Consultant, City of Bonham Economic Development Co. 2020 -
Financial Advisor, [confidential – short line operator] 2013 –2017
Rail Consultant, Northeast Texas Rural Rail District (NETEX) 1994-2000, 2009-2011
Financial Expert, Kingdom of Saudi Arabia North-South Railway Project, 2006-2010
Investment Advisor, Providence & Worcester RR, 1967-1970, 1989-92, 2006-2009; 2012
Loan Evaluation Advisor, Federal Railroad Administration 2006- present
Sector Specialist, Dept. of Public Enterprises, South Africa, Key Performance Indicators, 2004
Investment Advisor, Marquis Holdings LLC (private investment firm), 2003-7
Sector Specialist, Uganda Railways Privatization Mission, 2002-4
Financial Consultant, Iron Road Railways Incorporated, 1993-1995
Project Leader -Railway Commercialization, World Bank Mission to Nigeria, 1992-1994
Financial Expert, CSX/Sea Land, Regions 3/4 Acquisition, Brazil, 1995
Finance/Operations Expert, Cruz Blanca (Chile), Region 10 Acquisition, Brazil, 1994
Finance/Operations Expert, Interamerican Development Bank, Ecuador Rail Study, 1993
Implementation Advisor, Government of Sri Lanka, Rail Commercialization, 1993
Finance/Organization Expert, World Bank Commercialization Study, Sri Lanka, 1991-2
Finance/Operations Expert, World Bank, Bolivian Rail Study, 1992
Consultant, Mueller Industries, Utah Railway Recapitalization, 1992-1993
Policy Advisor, Ministry of Transport, UK 1990-1991

KEY EXECUTIVE EXPERIENCE:

Chairman of the Board, Santa Fe Southern Railway, Inc., 2006 - 2020; CEO & GM, 2012 - 2020
Chief Financial Officer, Evergreen Transportation, Inc., 2004-2007
Vice President, Secretary, & Treasurer, The Windsor & Hantsport Railway Company Limited, 1994-2006
Vice President and Secretary, Iron Road Railways Incorporated, 1995-2009
President, Ziebarth & Associates, Dallas 1993-present
Executive Vice President - Financial, Missouri-Kansas-Texas Railroad, 1979-1988
Vice President, Secretary & Treasurer, Missouri-Kansas-Texas Railroad, 1971-1979
President, Atlantic & Western Leasing, Dallas, 1990
Assistant Vice President, Dominick & Dominick, , New York, 1970-71
Second Vice President, Hayden Stone, Inc., New York, 1963-1970
Security Analyst, The Bank of New York, 1960-1963

PROFESSIONAL BOARD SERVICE (Major Posts):

Director, Wheels Insurance Ltd. (also Treasurer), 2006-2008
Director, Santa Fe Southern Railway, (also Chairman, 2006) 1999-2020
Director, Missouri-Kansas-Texas Railroad (and associated companies), 1979-1988
Director, Electra Communications Corporation, 1983-1988
Director, New Mexico Federal Savings & Loan, 1986-1989
Director, Trailer Train Corporation, 1971-1979

PERSONAL DATA, EDUCATION AND MILITARY SERVICE

Born: Reading PA 25 May 1938 Wife: Gisela Children: Viktoria, Tasso, Elena
B.A. Yale University, 1959 Graduate work, New York University, 1960-61
CPT, USAR and NYNG, honorably discharged 1969

3626 North Hall Street - Suite 405, Dallas TX 75219

214+522-9565(o) 214+850-5642(cell)

E-mail:krz8618@aol.com

KARL R. ZIEBARTH

Professional Background:

As Principal, Chief of Mission, Senior Manager, Team Leader, Sector Specialist, Expert Witness, have executed many senior consulting assignments in the rail and trucking industry. Particular experience is in evaluation of rail operations from a financial and management perspective, isolating key factors which determine likely financial performance. Also have detailed knowledge of contracts and implications thereof, and of tax effects of unconventional financing techniques, such as assignment of tax credits. Can provide disciplined management of complex financial and tax reporting tasks.

Special Competence:

Strategic analysis of complex rail, port and trucking transportation issues. Experience includes direct participation in virtually every facet of railroad and trucking operation and management. Unusual ability to integrate operational concepts and field data with financial models, and to implement complex projects. This includes the development and evaluation of financing packages for both freight and passenger services, and creating documentation and contract relationships. Lead role in due diligence analysis of investment opportunities. Ability to build relationships of candor and trust with equity owners, creditors, outside agencies, government authorities, suppliers, customers, senior managers and employees. Debt and equity advisor. The key objective is always to learn and respond to the needs of the client and/or prime contractor. Seek to add value to what ever project is at hand. Speak German, some Spanish, some Portuguese and a little French.

Some Career Highlights as Consultant:

- Class I RR [confidential] – Served as expert witness in complex commercial contract litigation
- SMART – Retained to prepare RFP for takeover of Freight Rail service by SMART
- Retained to provide potential benefit and costs of restoring rail service to Bonham, Texas
- [Confidential – Short Line Operator (2013 - 7)] Retained to evaluate financial management, identify sources of operating cash flow, improve insurance management, develop new business
- Northeast Texas Rural Rail Transportation District (NETEX) (1994 – 2000) (2009 - 11))
Acted as primary consultant to local rail development authority, provided market analysis, conducted negotiations with Class I seller of line, developed financial model to assess potential of line, advised District on selection of operator, evaluated performance of operator, recommended termination of original operator, guided selection of successor operator, ensured continuation of service on light-density line. Called back to NETEX for development of financing alternatives, oversight of contract operator, preparation of grant applications, liaison with Texas Department of Transportation (TXDOT), coordination of efforts with local authorities on EDA projects
- Republic of Georgia (2009) Invited participant, "Georgia Railways – Options for Future" seminar in Tbilisi, sponsored by the New Economic School – Georgia, a free-market think tank. Met extensively over a week with Members of Parliament, senior staff in Prime Minister's office, Chairman of Foreign Relations Committee, Director general and staff of Georgian Railways
- Federal Railroad Administration (2008 –) Retained as subcontractor to advise FRA, as lender, on proposed Class III (short line) and Class II RRIF loans, evaluate ability to repay loan, review traffic and engineering data, create models to show ability of borrower to repay Federal loans.

- Kingdom of Saudi Arabia (2006 - 10) Financial Expert on North-South Railway project tasked with developing attractive package for potential operators, to review credentials, assist in developing legal and contract framework for operation of new line, and manage bidding competition. Prepared RFP for solicitation of operators, and advised on final selection.
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- Providence & Worcester RR (2006 – 9; 2012) Retained to advise regional railroad on strategic alternatives in market area and to conduct preliminary feasibility analysis for management of these courses of action. Follow-on assignment to act as arbitrator in complex contract matter.
- Federal Railroad Administration (2006 – 7) Retained to advise FRA, as lender, on major rail loan project, estimated amount \$2.5 billion, evaluate ability to repay loan, review traffic and engineering data inputs
- Dept of Public Enterprises – South Africa (2004). As Sector Specialist, responsible for development of appropriate Key Performance Indicators to assist DPE in evaluation and analysis of its South African rail holdings, Spoornet.
- Marquis Holdings LLC (2003-7). Acted as senior financial and transportation advisor to private equity investment group, advised in successful acquisition of Evergreen Transportation, Inc. by Marquis. Provided financial models, developed financing package, acted as interim CFO, recruited and trained permanent staff.
- Uganda Railways Corporation – Privatization (2002-4). As Sector Specialist, responsible for integration of all field work by various specialists, development of financial model, analysis of asset package, development of strategic concepts with legal, policy, and investment specialists to permit privatization of URC on a tight time schedule.
- Iron Road Railways Incorporated (1996-7). As planning and business development officer, led team evaluating acquisition of Pittsburg & Shawmut Railroad; work involved intense financial analysis of short line in declining market, including complex contract relationships with connecting lines.
- Iron Road Railways Incorporated (1993-5). Acted as consultant to start-up group forming a North American short-line/regional rail system. Directly responsible for negotiating financing, documentation, personnel selection, closing and implementation of start-up of first acquisition. Subsequent assignments involved analysis of acquisition opportunities, and creation of financing structure. Based on this performance, was invited to join founders as principal for planning and project finance. Project involved acquisition of 9 short-line rail and warehousing companies.
- World Bank Railway Mission to Nigeria (1992-4). As Project Leader, headed multi-national team in analysis of existing system, including revenue base, operations and organization, maintenance and capital requirements in preparation for commercialization in accordance with Government of Nigeria policy. Responsible for delicate negotiations with government officials and World Bank staff.
- CSX/Sea Land (1995). Acted as financial expert for team evaluating acquisition opportunity Region 3/4, Brazil), performed field work and analysis of potential traffic base and operating costs, provided the input for bid and financing package.
- Cruz Blanca (1994). Acted as financial and operations expert for team evaluating acquisition opportunity (Region 10, Brazil) for Chilean investors, performed field work and analysis of potential traffic base and operating costs, provided the input for bid and financing package.

- Interamerican Development Bank (1993) Acted as financial and operations expert for team evaluating potential for commercialization of Ecuador's rail system, performed field work and analysis of potential traffic base, organization, capital requirements, and operating costs, to assist Bank and Government in development of policy for rail sector.
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- World Bank/Government of Sri Lanka (1991-3). Acted as financial and operations expert for team evaluating potential for commercialization of Sri Lanka's rail system, performed field work and analysis of potential traffic base, organization, capital requirements, and operating costs, to assist Bank and Government in development of policy for rail sector. Returned to assist in kick-off of commercialization program agreed by Government in 1993.
- World Bank/Government of Bolivia (1992). Acted as finance/operations expert for team evaluating potential privatization of Bolivia's railroads, performed field work and analysis of potential traffic base, organization, capital requirements, and operating costs, to assist Bank and Government in policy development for rail sector. Result was concession package which returned assets to private-sector. Work involved delicate negotiations with government officials and World Bank staff.
- Mueller Industries (1992-3). After careful analysis, developed and implemented recapitalization of profitable shortline, which resulted in parent company cash withdrawal of \$25 MM; continuing assignment monitoring operation and finance.
- Ministry of Transport, United Kingdom (1990) Invited to act as technical advisor to two successive Ministers considering privatization of British Rail.
- Missouri-Kansas-Texas Railroad, As EVP & Chief Financial Officer of this Class I railroad, investigated, negotiated, and arranged financing for acquisition of north-south lines of Rock Island Railroad on behalf of State of Oklahoma and its shippers' association, and created contract relationship between M-K-T and State of Oklahoma.

Career Highlights as Executive:

- As EVP Chief Financial Officer of a Class I railroad, the Missouri-Kansas-Texas Railroad, managed financial affairs of a deeply troubled granger line, developed financing to support its program of track rehabilitation and equipment acquisition, resulting in the merger of the company with the Union Pacific, per share value rose from ~\$1 in early 70's to ~\$100 at time of merger
- As EVP of the M-K-T developed plan for interim operation of former Rock Island lines, led negotiations with Trustee to acquire some Rock Island lines to form the Oklahoma-Kansas-Texas RR as wholly owned subsidiary with creative financing package
- As EVP of the M-K-T, negotiated the basic financial terms and documentation for creation of by Electra Communications Corporation, a joint subsidiary of Cable & Wireless Plc. and the M-K-T. which constructed the first fibre-optic lines built in Texas on railroad right-of-way.
- Director of Electra Communications Corporation (1983-88)
- As VP & CFO, provided financial management and training for mid-sized trucking company, Evergreen Transportation
- As VP, Sec'y and Treasurer, managed short line railroad in Nova Scotia for over 10 years
- As Chairman, CEO and General Manager of Santa Fe Southern Railway, have managed small excursion short line with limited resources in area adverse to private enterprise

3626 North Hall Street - Suite 405, Dallas TX 75219

214+522-9565(o) 214+850-5642 (cell)

E-mail:krz8618@aol.com

January 30, 2024

Martin J. Oberman
Chairman, Surface Transportation Board
395 E Street SW
Washington, DC 20423

Chairman Oberman,

The Board of Directors of Texas Rail Advocates, at their January 3, 2024 monthly meeting, unanimously passed a motion supporting Karl Ziebarth as a candidate for the Surface Transportation Board's Passenger Rail Advisory Committee as a passenger rail advocate.

Karl's extensive background in the railroad industry and as a strong supporter of passenger rail projects and initiatives through our non-profit organization makes him an ideal candidate for a position on the newly created Surface Transportation Board Passenger Rail Advisory Committee.

Mr. Ziebarth has been very active in promoting an expanded presence of passenger rail corridor service in Texas, working to restore Amtrak's Texas Eagle to its pre-pandemic customer service and consist levels and advocating for the tri-weekly Amtrak Sunset Limited to become a daily train for underserved cities and communities in Sun Belt states.

In our organization, Karl serves as the Program Chair of the nationally recognized Southwestern Rail Conference. This yearly conference brings together experts from around the country to discuss important passenger and freight rail issues of the day. In addition, Karl's unique insight into railroad issues helps our board of directors chart a course in support of intercity, regional and urban passenger rail projects in Texas and throughout the Southwest.

Please let me know if you have any additional questions.



Peter J LeCody, President
800 Jaguar Lane / Dallas, Texas 75226
(214) 803-7285
TexasRailAdvocates.org / Social @railadv