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April 12, 2024
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April 12, 2024

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street SW
Washington, DC 20024

Re: Allegheny Valley Railroad Company
– Abandonment Exemption –
In Allegheny County, PA
Surface Transportation Board Finance Docket AB 1233 (Sub-No. 2X)

Dear Ms. Brown:

Enclosed for filing in the above referenced docket is a Petition for a Notice of Interim Trail Use filed on behalf of Pop-Up Metro, LLC. The filing fee has been paid via pay.gov.

If you have any questions related to this filing, please let me know.

Sincerely,

FILED

April 12, 2024

SURFACE
TRANSPORTATION BOARD

Enclosure

Justin J. Marks
Pop-Up Metro, LLC

FEE RECEIVED

April 12, 2024

SURFACE
TRANSPORTATION BOARD

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. AB 1233 (Sub-No. 2X)

ALLEGHENY VALLEY RAILROAD COMPANY
- ABANDONMENT EXEMPTION - IN ALLEGHENY COUNTY, PA

PETITION FOR NOTICE OF INTERIM TRAIL USE AND
RAIL BANKING PURSUANT TO 16 U.S.C. § 1247(d)

(color copies included)

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Counsel for
Pop-Up Metro, LLC

Dated: April 12, 2024

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. AB 1233 (Sub-No. 2X)

ALLEGHENY VALLEY RAILROAD COMPANY
- ABANDONMENT EXEMPTION - IN ALLEGHENY COUNTY, PA

**PETITION FOR NOTICE OF INTERIM TRAIL USE AND
RAIL BANKING PURSUANT TO 16 U.S.C. § 1247(d)**

Pursuant to 16 U.S.C. § 1247(d) and 49 C.F.R. § 1152.29, Pop-Up Metro, LLC (“Pop-Up Metro”) hereby petitions the Board for the issuance of a notice of interim trail use/ rail banking (“NITU”) covering the right-of-way underlying the rail line that is the subject of the above-referenced abandonment and discontinuance proceeding.¹ Pop-Up Metro intends to develop the right-of-way for light-rail transit and trail use. Attached as Exhibit A is a map demonstrating the line to be abandoned within the context of its connections to other rail lines. Also attached as Exhibit B is an executed Statement of Willingness and a map as required under 49 C.F.R. § 1152.29(a)(1).

I. Background

On February 23, 2024, the Allegheny Valley Railroad Company (“AVR”) filed a Notice of Exemption pursuant to 49 C.F.R. § 1152.50 for AVR to abandon an approximately 3.6-mile segment of rail line known generally as the “Brilliant Branch” located in Pittsburgh and Aspinwall, Allegheny County, Pennsylvania (the “Line”). As explained in the Board’s Notice of Exemption served April 3, 2024, the Line consists of the following segments: (1) the Brilliant Branch, extending from milepost 0.7 in East Liberty (in the City of Pittsburgh), crossing AVR’s Allegheny

¹ Because of the proposed use, Pop-Up Metro would as part of the proposed negotiations seek to acquire the tracks in place.

Branch and the Allegheny River, passing through the Borough of Aspinwall and ending at approximately milepost 3.0, in Pittsburgh; (2) the Brilliant Branch-West Leg Wye beginning at approximately milepost 0.0 on AVR's Allegheny River Bridge in Aspinwall and ending at approximately milepost 0.5, in the Township of O'Hara; and (3) a portion of AVR's Allegheny Branch Connection in Pittsburgh beginning at approximately milepost 1.8, at the connection to the Brilliant Branch, and ending at approximately milepost 2.6, approximately 528 feet westerly of its connection to the Allegheny Branch.²

According to the AVR notice of exemption, AVR seeks Board abandonment authority to facilitate an interim trail use arrangement with the Redevelopment Authority of Allegheny County ("RAAC") for RAAC to convert the Line into a pedestrian trail.³ Pop-Up Metro understands that under 49 C.F.R. § 1152.29(b)(1), a rail carrier seeking an abandonment has the right to choose which of the trail use petitioners, if any, it will negotiate with. Pop-Up Metro is filing this petition to provide AVR with an alternative trail sponsor for AVR to consider, one that will maintain the track infrastructure for light rail transit use and as an alternative route for freight and passenger rail service in case of an unexpected disruption of service on primary rail corridors through Pittsburgh, in addition to interim trail use.⁴

II. About Pop-Up Metro

Pop-Up Metro is an affiliate of Railroad Development Corporation ("RDC").⁵ RDC is a Pittsburgh-based, family-owned global investment and management company that, over the last thirty years has invested in and operated railway systems across North America, Latin America,

² *Allegheny Valley Railroad Co. – Abandonment Exemption – in Allegheny County, Pa*, Docket No. AB 1233 (Sub-No. 2X), slip op. at 1 (served Apr. 3, 2024).

³ AVR Notice of Exemption at (pdf page number) at 5.

⁴ The transit rail could also be an "add-on" to RAAC's proposed interim trail use.

⁵ www.rrdc.com

Europe and Africa. Pop-Up Metro is a transit infrastructure alternative seeking to utilize existing low-density freight rail lines – like the AVR Line subject to this proceeding – to provide proof of concept and to demonstrate light rail transit demand in an expedited, economic, and low risk manner.

III. The Pop-Up Metro Vision for Rails with Trails

Pop-Up Metro seeks to enter into an interim trail use agreement for the construction of a trail along the right-of-way while preserving the rail infrastructure for transit use. Pop-Up Metro is proposing to offer transit service utilizing battery-propelled transit vehicles and ADA compliant modular platforms to initiate transit service eliminating the high up-front capital commitment typically associated with light metro start-ups or service extensions.

The Pop-Up Metro proposal for rails with trails has local and national benefits. If successfully implemented, the Pop-Up Metro proposal would preserve a rail corridor to provide redundancy to the interstate freight and passenger rail network through the Pittsburgh area. Additionally, Pop-Up Metro proposed transit operations would provide a demonstration of the benefits of rail transit for the communities of suburban Pittsburgh in Aspinwall to access Allegheny County's busway network. In order to accommodate Amtrak, Pop-Up Metro would configure itself to avoid interference with Amtrak operations on the southern portion of the Line (approximately 1,962 feet) that Amtrak currently utilizes in support of its *Pennsylvanian* service.

Pop-Up Metro shares the trail use objectives of Allegheny County and RAAC, in fact, Pop-Up Metro's proposal is broadly consistent with efforts to convert the Brilliant Branch into a trail. Additionally, Pop-Up Metro has engaged with leaders in the rail-trail community as its business model has evolved. However, the Pop-Up Metro proposal, includes the added utility of the rail

benefits stated above, as well as lowering costs and risks to the taxpayer.⁶ Through this filing Pop-Up Metro has sought to demonstrate that its proposal will accommodate RAAC's local interests (trail development), as well as the national interest as established in the Rail Transportation Policy of 49 U.S.C. § 10901 (the "RTP").⁷ The Pop-Up Metro proposal satisfies several of the enumerated RTP items in section 10901. It reduces the regulatory barrier for AVR to exit from the industry on the Brilliant Line (RTP 7). At the same time, the Pop-Up Metro proposal promotes resiliency and thus efficient rail transportation (RTP 3) by preserving an alternative route for freight and passenger rail traffic but without burdening those carriers with the cost of maintaining the Line. Finally, the Pop-Up Metro proposal encourages and promotes energy conservation (RTP 14) by providing an economical option to demonstrate a potential transit option.

In Pop-Up Metro's view, the RAAC proposal to acquire the Line and convert it solely to a trail satisfies only the parochial policies advocated by the former Allegheny County Executive and now executive director of the Southwestern Pennsylvania Commission (the local metropolitan planning organization). But the RAAC proposal does nothing to satisfy the RTP or to encourage rail transit in Pittsburgh. Pop-Up Metro believes that the policy position of Allegheny County and RAAC to only consider the Line's use for a trail with no transit is short-sighted and is merely reflective of local politics while conflicting with the national rail policy goals of the RTP.

Pop-Up Metro sees an opportunity for trail-use and rail transit on the Line and has sought to partner with Allegheny County as a partner. Even though the county, and before it the Allegheny Rivertrail Park, have consistently rebuffed a partnership with Pop-Up Metro, it is not the goal of

⁶ In furtherance of this effort Pop-Up Metro is proposing to invest a minimum of \$3.5 million dollars into this effort.

⁷ See *Exhibit C*, Representative Correspondence between Pop-Up Metro and Allegheny County and its predecessor in the project, Allegheny RiverTrail Park, from 2022. Initial discussions with Allegheny Rivertrail Park occurred in 2018.

Pop-Up Metro to interfere with the AVR abandonment or to limit the opportunity for trail use along the Line. Instead, Pop-Up Metro is filing this Petition to provide AVR with an alternative trail sponsor to negotiate the future use of the Line for joint transit and trail use. Pop-Up Metro fears, that once the rail footprint on the Line is compromised, it will – like many rail corridors – be lost to future rail development even if it is railbanked under 16 U.S.C. § 1247(d) and 49 C.F.R. § 1152.29.

For the reasons set forth above, Pop-Up Metro respectfully requests that the Board issue a notice of interim trail use allowing Pop-Up Metro to enter into negotiations with AVR.

Respectfully submitted,



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Counsel for Pop-Up Metro, LLC

Dated: April 12, 2024

EXHIBIT A

MAP

Map of Relevant Sections of Brilliant Branch

Prepared by Pop-Up Metro, LLC

Legend

-  Allegheny Valley Railroad
-  Amtrak Wye
-  Brilliant Branch
-  Norfolk Southern

**NS to
North Side,
Chicago**

**NS to
Johnstown**

**NS to Chicago,
PGH Amtrak
Station**

**NS to
Johnstown**

Google Earth

Image © 2024 Airbus



1 mi

EXHIBIT B

STATEMENT OF WILLINGESS

STATEMENT OF WILLINGNESS TO ASSUME FINANCIAL RESPONSIBILITY

In order to establish interim trail use and rail banking under 16 U.S.C. 1247(d) and 49 CFR 1152.29 with respect to the Rail Line (as defined below) owned and operated by Allegheny Valley Railroad Company (“AVR”), Pop-Up Metro, LLC, is willing to assume full responsibility for: (1) managing the right-of-way, (2) any legal liability arising out of the transfer or use of the right-of-way (unless the sponsor is immune from liability, in which case it need only indemnify the railroad against any potential liability), and (3) the payment of any and all taxes that may be levied or assessed against the right of way.

The property, known as the “Brilliant Branch” is located in Pittsburgh and Aspinwall, Allegheny County, Pennsylvania, and consists of the following segments: (1) the Brilliant Branch, extending from milepost 0.7 in East Liberty (in the City of Pittsburgh), crossing AVR’s Allegheny Branch and the Allegheny River, passing through the Borough of Aspinwall and ending at approximately milepost 3.0, in Pittsburgh; (2) the Brilliant Branch-West Leg Wye beginning at approximately milepost 0.0 on AVR’s Allegheny River Bridge in Aspinwall and ending at approximately milepost 0.5, in the Township of O’Hara; and (3) a portion of the Allegheny Branch Connection in Pittsburgh beginning at approximately milepost 1.8, at the connection to the Brilliant Branch, and ending at approximately milepost 2.6, approximately 528 feet westerly of its connection to the Allegheny Branch. Together, the Line totals approximately 3.6 route miles of railroad lines. The right-of-way is the line of railroad proposed for abandonment in Docket No. STB Docket No. AB 1233 (Sub-No. 2X).

A map of the property depicting the right-of-way is attached.

Pop-Up Metro, LLC acknowledges that use of the right-of-way is subject to the sponsor’s continuing to meet its responsibilities described above and subject to possible future reconstruction and reactivation of the right-of-way for rail service. A copy of this statement is being served on AVR on the same date it is being served on the Board.

Pop-Up Metro, LLC

By: 

Name: Henry Posner III

Title: Chairman, Railroad Development Corporation

Dated: April 12, 2024



EXHIBIT C

CORRESPONDENCE



RDC

Railroad
Development
Corporation

535 Smithfield Street
Suite 960
T: (412) 928-0777
Email: rdc@rrdc.com

June 29, 2023

Mr. Richard Fitzgerald
Allegheny County Executive
436 Grant Street, #101
Pittsburgh, PA 15222

Dear Rich,

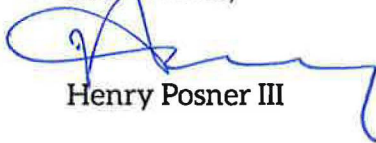
Further to our meeting of December 15 I am following up regarding the attached presentation which I shared with you, representing a transit component to the Allegheny RiverTrail Park plan.

As discussed, we are willing to fund our share of the project in the interest of not only preserving this essential piece of national transportation infrastructure but putting it to work in conjunction with the trail project. To be clear, there is no false choice here; the trail can co-exist with the transit project, keeping in mind that once the rail is removed, it will be lost permanently.

I also believe that, while the project seems consistent with the PRT's long range plans, it can be a short-term win.

Finally, given that Sara Innamorato has publicly said she is a supporter of transit, I am sharing this with her so that she is aware of the project.

Best Wishes,



Henry Posner III

Cc: Ms. Sara Innamorato
Attached: Allegheny RiverTrail Park Presentation Jan. 24, 2022



ALLEGHENY RAIL LINK

ALLEGHENY RIVERTRAIL PARK

BOARD DISCUSSION

Henry Posner III, Chairman
Railroad Development Corporation

www.rrdc.com

January 24, 2022



RDC



RDC

- » Pittsburgh-based, family-owned railway investment and management company
- » **Our Philosophy:** Securing rail's role in advancing the future global economy and providing a prosperous livelihood for those moving the industry forward
- » **Financial structure based on Partnerships**



» **ALL ABOUT ME-** Relevant background

» **Rail Industry**

Current - Pop-up Metro, Vivarail, RDC Deutschland, Iowa Interstate RR...

Past - High Line (Conrail)

» **Community**

Winchester Thurston School board

Independent School Chairpersons Association board

» **Education** - CMU (Adjunct)

Pittsburgh - Undergrad course on rail deregulation

Qatar - Undergrad course on rail restructuring

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AGENDA

» **Rails with Trails – Many Examples**

» Mobility Solution Aligned with National Priorities as of 2022 – Rail, Electric...

» Partnership Structure – Many RDC Examples

» **Allegheny Rail Link – Integration with PAT**

» **Pop-Up Metro Concept**

» **Basis for Cooperation**

» **Third-party Considerations**

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RAILS WITH TRAILS – MANY EXAMPLES

Rails to Trails Conservatory

» www.railstotrails.org/resource-library/resources/americas-rails-with-trails

Adventure Cycling Association

» www.adventurecycling.org/resources/blog/report-shows-that-rails-with-trails-are-safe-and-increasing

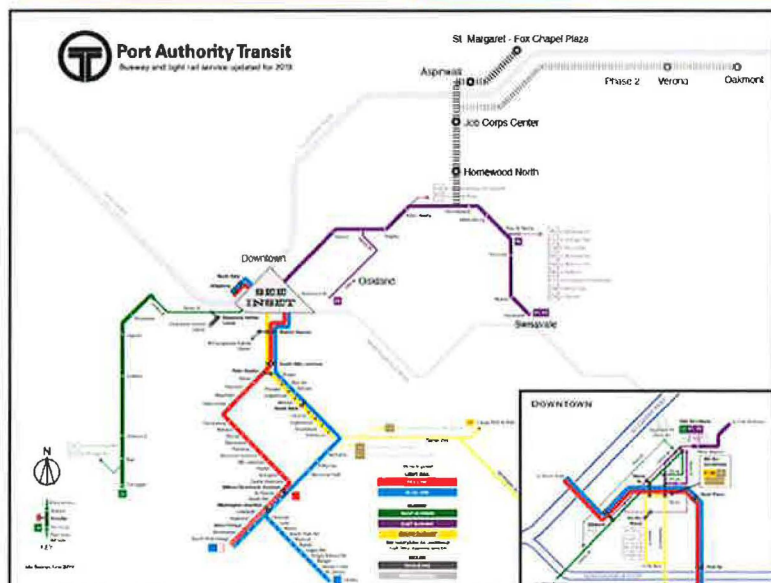
Federal Highway Administration

» www.altago.com/resources/fhwa-rails-trails-lessons-learned

Trails Canada

» www.slideshare.net/TrailsBC/rails-with-trail-dec07

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Allegheny Rail Link Integration with PAT

Phase I (2022-2023?)
Homewood / Aspinwall

Phase 2 (2023+)
Homewood / Oakmont
“local interest reviving...”

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Sources: Public Source (Jake Berman), Railroad Development Corp. (Ben Samson)

POP-UP METRO CONCEPT

- » Vivarail Class 230 “D Train”
- » Vivarail at COP26
- » Applications in the USA: Pop-Up Metro
- » Platforms
- » Fast Charge
- » Demonstrations

VIVARAIL CLASS 230 “D TRAIN”

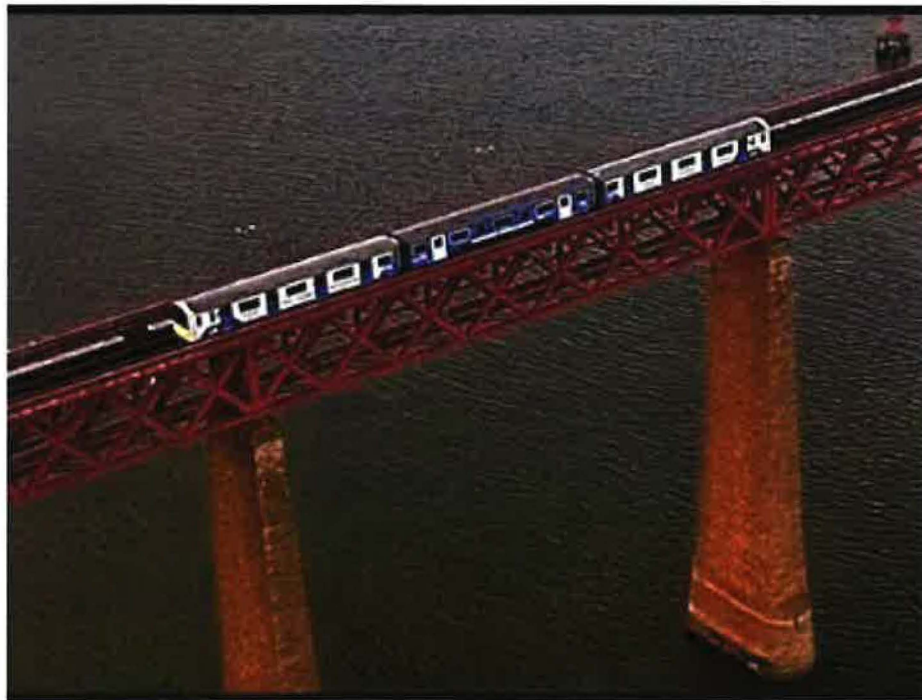
- » Built from the aluminum body shell and bogies from former London Underground equipment
- » Modular design and power source: DMU, EMU, battery, hybrid, fuel cell
- » Current UK operations:
 - » West Midlands: 3 diesel trainsets
 - » Wales and Borders: 5 diesel-battery hybrid trainsets
 - » Isle of Wight: 5 third rail trainsets





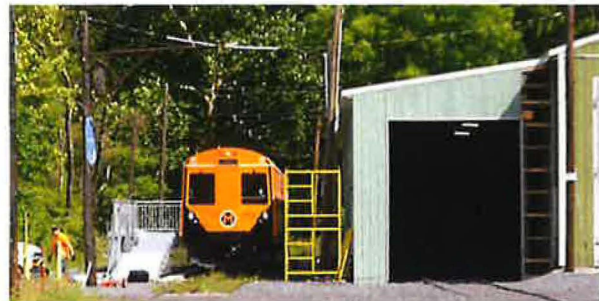
VIVARAIL AT COP26

- » First battery-electric train to cross the iconic Firth of Forth bridge
- » Ran daily trips to and from Glasgow Central Station as part of the official Network Rail Green Trains@COP26 event
- » Honored guests included HRH Prince Charles and Prime Minister Boris Johnson



APPLICATIONS IN THE USA: *POP-UP METRO*

- » Maximize utility of existing light-density freight lines
- » For less than the cost of a consultant study...
- » Test and evaluate the operation and market...
- » Jump-start the development of commuter rail corridors



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APPLICATIONS IN THE USA: *POP-UP METRO*



Pop-Up Metro Starter Kit:

- » Trains
- » Charging infrastructure
- » Temporary modular platforms

Additional services provided as needed:

- » Guidance on temporal separation protocols under FRA guidelines
- » Driver training, train maintenance

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POP-UP METRO: PLATFORMS



- » Proof of concept: connecting to main line services at UK “Rail Live” infrastructure show July 2017
- » Proof of concept: in Rockhill Furnace, PA - commenced August 2, 2021

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PLATFORMS

...NOT A NEW CONCEPT FOR ASPINWALL



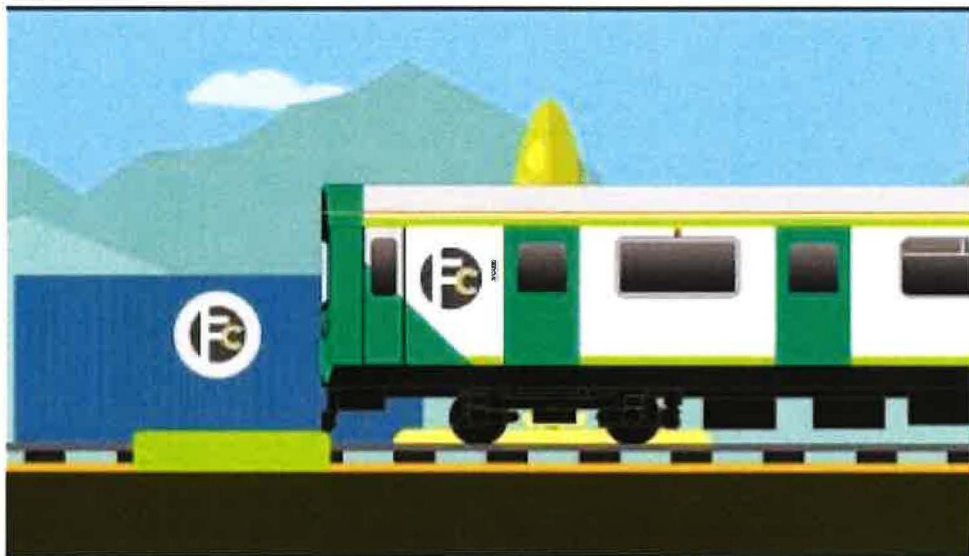
THE PENNSY IN THE STEEL CITY



Aspinwall station (lower) and passenger shelter (elevated). The elevated line is the Brilliant Branch bridge approach. Two photos looking eastward, September 24, 1962. The eastern end of the old Pittsburgh Terminal Division was just east of Aspinwall, at Ross Yard, eight miles out from Pittsburgh.
[Edward H. Weber photo, Robert L. Johnson collection]

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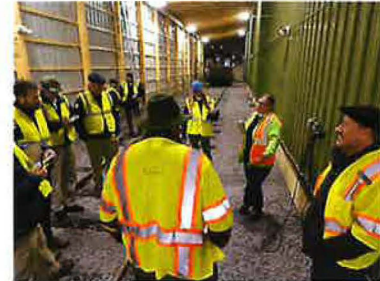
FAST CHARGE



16

POP-UP METRO: DEMONSTRATIONS

- » Pop-Up Metro commenced demonstration operations in Rockhill, PA in August 2021
- » Pop-Up Metro can now demonstrate the potential to bring mobility solutions to communities that combine:
 - » **Mobility challenges** such as traffic congestion
 - » **Willing host railroads** interested in increasing the value of light-density freight lines
 - » **Local sponsors** in the public, non-profit, or private sectors
 - » **Non-traditional opportunities** such as linking mobility with real estate development



BASIS FOR COOPERATION?

	ARP	RDC
Mission	Recreation Education	Connectivity Mobility
Objectives	Trail	Rail Remains Active
Funding	\$1.75M for 50% of Right of Way	\$1.75M for 50% of Right of Way
Regulation	Zoning	STB
Relationships	Community Political Fundors	Transit Railroad Rail-Trail
Additional Contributions		\$1.5M for Track Pop-Up Metro Demonstration

THIRD-PARTY CONSIDERATIONS

- » Funding
 - » ARP
 - » RDC
- » Regulatory
 - » STB
 - » PUC
- » Integration with Port Authority Transit

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-
1. QUESTIONS?
 2. FOLLOW-UP?
 3. SITE VISIT?

Henry Posner III

Chairman

hposneriii@rrdc.com

412-928-7704

Railroad Development Corp.

381 Mansfield Avenue, Suite 500

Pittsburgh, PA 15220

www.rrdc.com



RDC

VERIFICATION

I hereby verify on behalf of Pop-Up Metro, LLC, under penalty of perjury, that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verification.

Executed on April 12, 2024.

A handwritten signature in black ink, appearing to read "H. Posner III", written in a cursive style.

Henry Posner III, Chairman
Railroad Development Corporation

CERTIFICATE OF SERVICE

I hereby certify that on this date a copy of the foregoing petition for notice of interim trail use was served on the persons shown below by email or first class mail, postage prepaid.

Thomas J. Healey
Fletcher & Sippel LLC
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Chicago, IL 60606
thealey@fletcher-sippel.com

Eleanor D. Acheson
National Railroad Passenger Corporation
1 Massachusetts Ave, NW
Washington, DC 20001
Christopher.perry@amtrak.com

Benjamin C. Dunlap, Jr.
240 North Third Street
7th Floor
Harrisburg, PA 17101
bdunlap@cohenseglias.com



Justin J. Marks

Dated: April 12, 2024