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ENTERED

Office of Chief Counsel

August 15, 2025

Part of

Public Record

August 15, 2025

VIA E-FILING AND EMAIL

Chief of Case Administration
Office of the Chief Counsel
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Administrative Law Judge Soulikias
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001
Email: alj.soulikias.inbox@stb.gov

Re: Norfolk S. Corp. and Norfolk S. Ry. Co. – Acquisition of Control – Norfolk
& Portsmouth Belt Line R. Co., FD 36836

Expedited Consideration Requested

Dear Sir or Madam:

Enclosed for filing in the above-captioned docket is Norfolk Southern Corporation's and Norfolk Southern Railway Company's Motion to Compel against the Port of Virginia (including the Virginia Port Authority, and the Virginia International Terminals, LLC ("VIT")). If there are any questions about this matter, please get in touch with me directly, either by telephone at 202-663-7831 or by e-mail: czorbaugh@mullinslawgroup.net. If I am unavailable, you may contact John V. Edwards at (202) 663-7853 or by e-mail at jedwards@mullinslawgroup.net.

Respectfully submitted,

/s/ **Crystal M. Zorbaugh**

Crystal M. Zorbaugh
Attorney for Norfolk Southern Corporation and
Norfolk Southern Railway Company

Enclosures

cc: Parties of Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36836

**NORFOLK SOUTHERN CORPORATION
NORFOLK SOUTHERN RAILWAY COMPANY
– ACQUISITION OF CONTROL –
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY
COMPANY’S MOTION TO COMPEL AGAINST THE PORT OF VIRGINIA
(INCLUDING THE VIRGINIA PORT AUTHORITY, AND THE VIRGINIA
INTERNATIONAL TERMINALS, LLC (“VIT”))**

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August 15, 2025

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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36836

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INTERNATIONAL TERMINALS, LLC (“VIT”))**

ABBREVIATED BACKGROUND AND INTRODUCTION

On February 14, 2025, Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively, “Applicants”) filed a submission, styled as an application for a “minor” transaction, seeking the Board’s authorization under 49 U.S.C. 11323-25 and 49 CFR part 1180 of their acquisition of control of Norfolk and Portsmouth Belt Line Railroad Company (“NPBL”) (“Minor Application”). During the 30 days that followed Applicant’s submission, three entities, CSX Transportation, Inc. (“CSXT”), the Virginia Port Authority (“VPA”)/the Port of Virginia (“POV”), and Norfolk & Portsmouth Belt Line Railroad Company (“NPBL”) filed various submissions, including but not limited to, CSXT’s petition to reject (“Filing ID 309272”), the VPA/POV’s March 5, 2025, filing¹ requesting the Board to evaluate the transaction as a

¹ See discussion in Section II *infra* about how, upon submission on the March 5, 2025, filing, the VPA/POV became a party of record in this docket, contrary to its claim when served with discovery that it should be afforded third-party status. See Exhibit A – Filing ID 309310.

significant transaction (“Filing ID 309310”),² and NPBL’s Reply to CSXT’s Petition to Reject Norfolk Southern’s Minor Application (“Filing ID 309329”).

By decision served March 14, 2025, and published in the Federal Register on March 17, 2025 (90 FR 12440), the Board found that the Transaction should be classified as a “significant” transaction rather than a minor transaction. See Norfolk S. Corp. – Acquis. of Control – Norfolk & Portsmouth Belt Line R.R., FD 36836, slip op. at 7-8 (STB served Mar. 14, 2025) (“Decision No. 2”). In Decision No. 2, the Board declined to accept the Applicants’ February 14, 2025, submission as an application and instead treated the submission as a prefiling notification for a significant transaction. Id. at 7; see also 49 CFR 1180.4(b)(1). One of several procedural issues disposed of in Decision No. 2 was the Board ordering that Applicants could perfect their application by supplementing their February 14, 2025, submission. Between Decision No. 2’s service and the present day, there have been over three dozen filings in the public docket, among them submissions related to discovery (including a petition for reconsideration, a petition for stay, multiple motions to compel, etc.), waybill decisions, Applicant’s Amended Application, CSXT’s Petition to Reject Applicant’s Amended Application, Certificates of Service, and more. There has also been a total of nine decisions to date, on procedural and other matters such as setting a procedural schedule, resolution of Applicant’s housekeeping stay, and petition for clarification, comments on completeness of Applicant’s application, and resolution of a motion to compel filed

² The VPA/POV’s counsel in its March 5, 2025, filing (Filing ID 309310) explained on **joint entity letterhead** that **VPA and Virginia International Terminals, LLC (“VIT”)**, a single-member limited liability company wholly owned by the VPA, **do “business as The Port of Virginia (“POV”).**” The POV consists of four deep-water marine terminals, namely Norfolk International Terminals (“NIT”), Portsmouth Marine Terminal (“PMT”), Virginia International Gateway (“VIG”), and Newport News Marine Terminal (“NNMT”). POV also has two inland terminals: Richmond Marine Terminal (“RMT”) and Virginia Inland Port (“VIP”). NIT and VIG are the POV’s primary container terminals. The March 5, 2025, pleading was e-filed with the Board and served on all parties of record.

by CSXT, and most recently assigning and authorizing an administrative law judge (“ALJ”) to address discovery matters.³

During the past several months, Applicants and CSXT have both served discovery⁴ on each other (and CSXT on NPBL). Additionally, as is most relevant to this motion to compel, on July 21, 2025, Applicants served discovery on POV (including VPA and VIT),⁵ while on July 10 and July 11, 2025, CSXT served discovery on VPA and VIT.⁶

On July 25, 2025, VPA and VIT responded to CSXT’s discovery (“VPA and VIT Responses to CSXT Discovery”).⁷ To summarize for the Board/ALJ, VPA and VIT offered nine objections to CSXT’s discovery: (1) third/non-party status; (2) district court protective order objections; (3) at the time Applicants had pending objections before the STB seeking to squash production of the entire district court docket; (4) Board-productive order objections; (5) 49 CFR Part 1114 Subpart B objections, (6) privilege objections; (7) relevance objections; (8) general objections based on burden, probative value, and broadness; and (9) objections based on information is already available to CSXT or their a less burdensome manner to obtain it. Id.

³ See Decision No. 9 (STB served August 8, 2025) authorizing Administrative Law Judge Soulikias to handle all disputes concerning discovery in this proceeding

⁴ The Board allows for third-party or non-party discovery under its regulations. Specifically, 49 CFR § 1114.21 Applicability; general provisions, permits discovery regarding any matter that is not privileged and is relevant to the subject matter involved in a Board proceeding. It does not limit a party to only seeking discovery from another party; instead, it limits the information for which discovery may be sought to the subject matter in the proceeding before the Board.

⁵ Applicants served the POV in part based on Filing ID 309310, where VPA acknowledged that it and VIT do business as the POV. See discussion *infra*.

⁶ CSXT’s discovery was directed at Virginia International Terminals, rather than the entity’s correct legal name, which is “Virginia International Terminals, LLC.” According to a quick Virginia Secretary of State search, up until August of 2013, the entity went by Virginia International Terminals, Inc. prior to being reorganized into a Limited Liability Company (“LLC”). See Exhibit B. Note, CSXT did not seek discovery against the POV, despite VPA acknowledging that it and VIT do business as the POV.

⁷ See Exhibit C – VPA and VIT Responses to CSXT Discovery.

Despite the nine objections, VPA and VIT agreed that upon resolution of Applicant's protective order and to "the extent any of the materials CSXT seeks may include information that VPA designated as Protected Material in the District Court Proceeding, VPA will cooperate in this proceeding by reviewing the documents to identify Protected Materials, producing information not designated as Protected, or, if appropriate, allowing disclosure of the materials with proper protection under the Protective Order in this case. . . ." While VPA and VIT expressed some measure of willingness to work with CSXT concerning its discovery request, unfortunately, the VPA and VIT responses to Applicant's discovery were less cooperative.

Decision No. 7 (served July 10, 2025) imposed a tight procedural schedule, and Decision No. 9 (served August 11, 2025) encouraged parties to cooperate on discovery matters and resolve any disputes promptly. Unfortunately, VPA and VIT's response to the Applicants' discovery request, cites nine objections, but as is most appropriate here, General Objection 1⁸ and General Objection 2,⁹ appear to completely close the door to cooperating on discovery matters and

⁸ For VPA, General Objection 1 – "VPA objects to this request on the grounds that it is directed at the wrong party. NS's discovery was served on the Port of Virginia, which is not a legal entity. Thus, these discovery requests are improper. VPA may be the proper party to be served with discovery requests, but it has not been properly served with discovery. Based on this objection, VPA does not intend to produce any materials."

For VIT, General Objection 1 – "VIT objects to this request on the grounds that it is directed at the wrong party. NS's discovery was served on the Port of Virginia, which is not a legal entity. Thus, these discovery requests are improper. Additionally, although NS's Definitions paragraph 5 purports to encompass other legal entities, including Virginia International Terminals, Inc., such incorporation is improper; there is no entity named Virginia International Terminals, Inc. VIT may be the proper party to be served with discovery requests, but it has not been properly served with discovery. Based on this objection, VIT does not intend to produce any materials."

⁹ For VPA, General Objection 2 "VPA is not a party to Surface Transportation Board, Finance Docket 36836. Therefore, VPA objects that these discovery requests of VPA are improper and may only be sought through a Board-issued subpoena. See Ballard Terminal R.R. Co, L.L.C. – Acquisition and Operation Exemption – Abandonment Exemption – In King County, Washington, FD 35731, 2013 STB LEXIS 156 at *5-6 (STB served May 17, 2013) (citing Reasonableness of BNSF Ry. Co. Coal Dust Mitigation Tariff Provisions, FD 35557 2012 STB LEXIS 239 (STB

resolving any disputes promptly, as both entities have made it clear they have no intention of responding absent a subpoena. This has left Applicants little choice but to file this Motion to Compel against POV, VPA, and VIT.

For the reasons explained herein, Applicants request that POV, VPA, and VIT be compelled to respond to Applicant's discovery. Applicants note that, in addition to this response, it is also attempting to accommodate VPA and VIT by reformulating and resubmitting the same discovery requests. Because VPA and VIT have been aware of the discovery propounded, and due to the expedited nature of the proceeding, Applicants respectfully request that ALJ Soulikias require VPA and VIT to respond to this motion to compel within 10 days, thereby permitting ALJ Soulikias to thereafter rule on Applicant's motion, again, in an expedited time period.¹⁰ A decision by ALJ Soulikias should also require VPA and VIT to begin production of responsive documents immediately and on a rolling basis.

ARGUMENT

The Board's rules allow for, and precedent demonstrates, that parties are entitled to discovery from other parties as well as from third or non-parties. POV, VPA, and VIT have refused the Applicants' discovery based on alleged errors in service on the correct party and the

served June 25, 2012) ("*Coal Dust*"). Based on this objection, VPA does not intend to produce any materials."

For VIT, General Objection 2 – "VIT is not a party to Surface Transportation Board, Finance Docket 36836. Therefore, VIT objects that these discovery requests of VIT are improper and may only be sought through a Board-issued subpoena. See Ballard Terminal R.R. Co, L.L.C. – Acquisition and Operation Exemption – Abandonment Exemption – In King County, Washington, FD 35731, 2013 STB LEXIS 156 at *5-6 (STB served May 17, 2013) (citing Reasonableness of BNSF Ry. Co. Coal Dust Mitigation Tariff Provisions, FD 35557 2012 STB LEXIS 239 (STB served June 25, 2012) ("*Coal Dust*"). Based on this objection, VIT does not intend to produce any materials."

¹⁰ VPA and VIT both do business as POV. As such, all three involved entities have already had notice and over three weeks to consult with their counsel to begin identifying potentially responsive information.

need for a subpoena. The sections to follow explain that these arguments lack foundation and that allowing VPA and VIT to skirt discovery on technicalities would be an injustice, given how all entities operate. Given the tight procedural schedule in the proceeding before the Board and to avoid further delays, Applicants have corrected the alleged service mistake, despite the questionable validity of POV and VIT's objection. The issue of service aside, Applicants also refute VPA and VIT's claims of non-party status. VPA d/b/a POV is a party of record, and because VIT is a wholly owned arm of VPA and VPA testified on its behalf, VIT should be treated as a party of record as well. Lastly, irrespective of whether the ALJ agrees with the Applicants that VPA and/or VIT are a party of record and as such subject to discovery, the Board routinely allows third-party discovery when the entity has a vested interest in the proceeding before the Board. Applicants explain herein how and why VPA and VIT have a direct interest in the outcome of this proceeding, as such Applicants are entitled to discovery irrespective of either entity's party status.

I. Arguments that POV and VIT are Not Recognized Legal Entities, and as Such, VPA and VIT's Have Properly Refused to Respond to Discovery are Not Grounded in Fact

VPA openly holds out to the public, and has represented to the Board, that it and VIT, a single-member limited liability company wholly owned by VPA, does business as POV. VPA's argument that Applicant's discovery requests are improper because they were propounded on POV, which is not a legal entity, is inconsistent with its practices, public representations, and evidence in this proceeding before the Board.¹¹ Unlike LLCs, corporations, partnerships, etc., which are required to register with the Commonwealth of Virginia to conduct business, there is no

¹¹ It is commonly understood by Board practitioners that the Board may look to the Federal Rules of Civil Procedures for guidance related to discovery, but the Board is not bound by any specific FRCP requirements related to discovery. As is appropriate here, both the federal courts and the Board's rules permit third party discovery.

parallel requirement for government sub-entities, state agencies, divisions, or local municipalities to register their identity and alter-egos. Given this and because VPA and VIT do business as POV, it would be possible for all three entities (VPA, VIT, and POV) to have information in their records related to the issues before the Board in this control proceeding. But one does not have to take the Applicants' word for it; this is clear from the VPA/POV submission in this docket on March 5, 2025. See Filing ID 309310. VPA/POV also make several statements in that filing that are worth taking notice of:

- “VPA provides an overview of VPA and its unique structure as owner and operator of its facilities”;¹²
- “[I]n the 1980’s, terminal operations were consolidated through the formation of Virginia International Terminals, LLC (“VIT”)” (page 1);¹³
- “VIT is a single-member limited liability company that is wholly owned by the VPA”;¹⁴
- “Together, VPA and VIT do business as The Port of Virginia (“POV”)”;¹⁵
- “The POV is capitalizing on a differentiated operating platform appropriately named the *Virginia Model*. Unlike most ports, **The POV is not a “landlord” port. Rather, it both owns and operates the terminals in the Norfolk Harbor.** Thus, the decision-making for optimal utilization of the terminals, technology, and equipment gives the port unparalleled control and flexibility”;¹⁶ and,
- In furtherance of the “Virginia Model”, POV seeks to organize its operation to optimize efficiency for its customers. As the STB knows, the shipping lines have alliances and vessel-sharing agreements approved by the Federal Maritime Commission.”¹⁷

These are all quoted representations made to the STB.

Filing ID 309310 suggests that VPA uses POV as VPA’s alter ego, to negotiate and undertake legal matters when beneficial. However, VPA is quick to claim that POV does not

¹² See Filing ID 309310 at 1.

¹³ *Id.* This statement is not entirely accurate. See FN 5 *supra*. Originally, VIT was an incorporated entity. It only became an LLC in 2013.

¹⁴ *Id.*

¹⁵ *Id.*

¹⁶ *Id.* at 2. This statement contradicts bullet one and suggests consistent with what other evidence suggests that POV and VPA are one in the same. *The bolded statement suggests that POV rather than VPA has physical ownership of its facilities.*

¹⁷ *Id.* at 4.

legally exist when it is not. In addition to the statements made in its submission before the Board, a quick Google search affords additional evidence to show for all extensive purposes, POV, VPA (and VIT)¹⁸ are all the same.

- For example, the Virginia Port Authority's website is www.portofvirginia.com.¹⁹ The home page includes the admonition "America's Most Modern Gateway - Be positioned for success at The Port of Virginia." The Virginia Port Authority is listed once and that reference appears at the bottom of the page.
- A 2024 13News Now story discusses how the "Port of Virginia" prepared for potential strike. See [Port of Virginia prepares for potential strike](#).
- The Virginia Port Authority's LinkedIn page is under the POV, and so is the Facebook page. The POV recently listed six jobs available at the Port of Virginia.
- The Virginia Port Authority's police department page has a notice of hiring listed under the Port of Virginia banner. <https://www.facebook.com/vpapdrecruiting/>
- POV has partnerships with other entities, such as the Hampton Roads Alliance. <https://hamptonroadsalliance.com/port-of-virginia/>
- Port of Virginia, despite claims that it does not exist, is recognized by the Virginia Economic Development Corporation. [The Port of Virginia: A Crucial Link in Vital Supply Chains | Virginia Economic Development Partnership](#)
- The Port of Virginia has officers and conducts legal business. See Port of Virginia Chief Executive Stephen Edwards talking about the Port of Virginia entering and negotiating trade agreements. See [Port of Virginia Chief Executive Stephen Edwards](#).

While a d/b/a (such as the POV) may not be a legal entity in the sense that it is a separate legal entity with its own rights and responsibilities, even at the district court level, discovery and service against a d/b/a is permitted. In People v. Eastburn, the court reiterated that there is no legal distinction between an individual and the fictitious names under which they do Business..²⁰ Moreover, lawsuits can be brought, and discovery may be served, to establish whether a d/b/a is the alter ego of another entity or individual, as appears to be the case here. The alter ego doctrine applies when there is such unity of interest and ownership that the separate

¹⁸ VIT does not have its own website, LinkedIn page, Facebook page, etc., and all partnerships go through the POV. Likewise, it appears most email addresses for VIT and VPA end with @portofvirginia.com.

¹⁹ Exhibit D – snapshot of the Virginia Port Authority and its website address.

²⁰ See 189 Cal. App. 4th 1501, 1505-06 (2010).

personalities of the corporation and the individual no longer exist and treating them as separate entities would result in fraud or injustice. Allowing VPA to skirt discovery on a technicality, that being service of discovery on POV, rather than VPA, would be an injustice, given that POV and VPA are one and the same.

Moreover, in Virginia, which is where VPA, the POV, and VIT are located, serving a corporate entity under its “doing business as” (DBA) or fictitious name is generally sufficient,²¹ provided that the fictitious name is not treated as a separate legal entity from the corporation, as is true for VIT here. As noted in FN 5, similar to NS, CSXT likewise did not serve VIT by its legal name because CSXT omitted the LLC suffix. Nevertheless, VIT did not object to the CSXT discovery on the basis that CSXT directed its discovery at the wrong party, or on account that CSXT failed to serve the correct legal entity - Virginia International Terminals, LLC.

In its August 6, 2025, response, VIT objects to Applicant’s discovery because, instead of serving discovery directly on VIT, Applicants served discovery on POV and, per definition 5, sought to include Virginia International Terminals, Inc. instead of Virginia International Terminals, LLC.²² Based on two technicalities, service on the d/b/a under which it operates and an inadvertent typo in the company’s name suffix, VIT indicated it “did not intend to produce any materials.” For the reasons discussed previously, the Applicants do not believe General Objection 1 is defensible. Unfortunately, given the tight procedure schedule and Applicants’ need to present evidence, out of an abundance of caution, Applicants are simultaneously moving forward with both this motion to compel and simultaneously re-serving discovery to both VPA d/b/a POV and

²¹ *See* Va. Code Ann. § 59.1-69 and Va. Code Ann. § 59.1-76.

²² Similarly, VPA objected to Applicants’ discovery because it was served on its d/b/a POV rather than VPA.

VIT d/b/a POV, and modifying definition number 5 to address instances where either entity operates as POV.²³

Given that (1) counsel for both entities is the same Kathleen Wright at Gentry Locke Attorneys and (2) she has had the otherwise identical requests for three weeks and (3) she has admitted that both VPA and VIT may be the proper parties to be served with discovery, Applicants' are asking that both VPA and VIT respond within 10 days, so that a hearing on Applicants' motion to compel (if necessary) can be promptly scheduled. Expedited consideration is particularly appropriate here, given VPA and VIT's General Objection No. 2 that neither entity will produce any materials absent a Board-issued subpoena. Considering the arguments discussed in this section and the unlikelihood that the parties will voluntarily resolve their differences, Applicants are moving forward with their motion to compel, while simultaneously reserving their requests so that ALJ Soulikias can assist the parties in resolving their issues on an expedited basis and in the spirit of Decision No. 9.

Another area where ALJ Soulikias's guidance will be beneficial pertains to VPA/POV and VIT's party status in this proceeding. Applicants turn now to that separate issue.

II. Claims of Entitlement to Third Party Status By VPA D/B/A (Which, Along With VIT, D/B/A POV) Are Unsupported By the Record.

On March 5, 2025, POV/VPA submitted Filing ID 309310, explaining on joint entity letterhead that "[t]ogether, VPA and VIT", a single-member limited liability company wholly owned by the VPA, "do business as The Port of Virginia ("POV")." Page 1. The March 5th filing, submitted by VPA and POV's General Counsel, Sarah McCoy, Esq., not only complied with the requirements for formal filing,²⁴ but was filed under penalty of perjury as true and correct,

²³ See Exhibit F – Discovery Requests to VIT and VPA

²⁴ Formal filing requirements include containing a docket number, verification and certification (FN 3), service on other parties (see page 6 cc). See <https://www.stb.gov/resources/need->

included VPA/POV confidential data, and asked for affirmative relief, specifically that the Board treats the transaction as though it is a significant transaction.²⁵ Because POV/VPA satisfied the applicable requirements, and submitted both a public and confidential/highly confidential version and asked for affirmative relief, Ms. McCoy was added as a party of record.²⁶ Despite active participation to date, VPA bizarrely claims in General Objection No. 2 that VPA “is not a party to Surface Transportation Board, Finance Docket 36836.” See FN 8. Based on the record and explained herein, all considerations establish that VPA/POV is a party of record, and because VIT is a wholly-owned arm of VPA and VPA testified on its behalf, VIT should be treated as a party of record as well.

In administrative hearings such as the one before the Board, there are different types of participants: the involved litigants (named parties), and then there are also parties of record. Not only are parties of record served copies of all publicly available submissions, but they are also entitled to be a full participant in the proceeding for which they sought participation. VPA/POV became a party of record effective March 5, 2025. While Decision No. 7, which was served on July 10, 2025, invited any additional persons who wished to participate in this proceeding as a Party of Record to by July 23, 2025, to file a notice of intent to participate, it also clarified such a filing was unnecessary if the party has already filed to participate in the proceeding, as is the case here. This is yet another example of VPA/POV and VIT employing two different operating

[assistance/how-to-file/#:~:text=%E2%80%94%20Filing%20Fees-General%20Filing%20Information,and%20statutes%20that%20are%20referenced.](#)

²⁵ See Decision No. 2 discussing VPA’s formally filed comments at 4, 5, and particularly 7 (stating based on questions and other arguments raised by CSXT and VPA regarding CSXT’s access to NIT, the Board is unable to conclude on the face of Applicants’ submission that the Proposed Transaction clearly would not have any anticompetitive effects).

²⁶ See Exhibit E – Service List.

modes: one when a particular course is beneficial, but quickly disclaims status as a party of record when it is not.

For the reasons explained in this section, it is the Applicants' view that neither VPA nor POV is a disinterested third party or a non-party. How could it not be? According to testimony offered by CSXT in a separate proceeding before the Board, VPA expressly requested that NPBL "facilitate dual [rail] access [by CSXT and NS] for handling containers at NIT."²⁷ In the same proceeding, CSXT offered that it began meeting with VPA in 2010 to strategize about its objective of expanding access to VIT. *Id.* at 462. These are just a few examples from the public record of how and why VPA, POV, and VIT all have a vested interest in the outcome of this proceeding.

To summarize, VPA d/b/a POV is a party of record in FD 36836 per the STB.²⁸ As a party of record, VPA d/b/a POV is subject to discovery. Because VPA d/b/a POV (and arguably VIT d/b/a POV as well) has a direct interest in this proceeding - expanding service options beyond that which was agreed to by the parties by the governing documents and contracts and by engaging in negotiations/discussions with CSXT in furtherance of that objective. Applicants must be afforded discovery, or their due process rights would be violated. That said, even if the ALJ or the Board disagree that any or all of the entities are parties of record to this proceeding, non-party or third-party discovery is not only permitted before the federal district courts and the Board. This precedent is particularly appropriate here given VPA and VIP's interest, participation, and involvement in matters related to the transaction before the Board.

²⁷ Norfolk Southern Railway Company – Discontinuance of Service Exemption – in Chesapeake, VA; AB-290 (Sub-No. 299X), Norfolk and Portsmouth Belt Line Railroad Company – Discontinuance of Trackage Rights Exemption – in Chesapeake, VA, AB-1024X, slip op. at 12 (STB filed June 9, 2025) ("Filing ID 309646).

²⁸ Because VPA and POV are essentially one in the same, both would likely have information relevant to the outcome of the proceeding.

III. The Board's Rules Provide for Non-party Discovery, and Encourage Cooperation Amongst the Litigants and Non- or Third-Parties.

The Board has time and again confirmed the availability of third- and non-party discovery in proceedings. In 2016, an ALJ for the Board confirmed that the STB rules provide for non-party discovery but not the shifting of discovery costs. See NAFCA, et. al. v. UP, NOR 42144, slip op at 2 (STB served Oct. 13, 2016). The Board, similar to the courts, is well-suited to assist the parties in the resolution of discovery disputes of this nature in individual cases through, for example, through use of third-party subpoenas and protective orders. See also Demurrage Billing Requirements, EP 759, slip op at 13 (FN 26) (April 30, 2020) (allowing third-party and non-party discovery). In weighing whether to allow third-party discovery, the Board/ALJ must balance various considerations. For example, the Board examines whether the non-party is a stranger to the litigation, the potential cost to the third-party, and the potential burden on the party claiming to be a non-party. However, the agency has routinely allowed nonparty discovery. See Reasonableness of BNSF Railway Company Coal Dust Mitigation Tariff Provisions, FD 35557, slip op. at 4 (STB served June 25, 2012) (providing clarification from the Board that when a party seeks a subpoena “to compel from a stranger to the litigation . . . actions which may be expensive, oppressive or burdensome,” then a strong foundation regarding the relevance of the information sought would be required. *Id.* (citing Asphalt Supply & Serv., Inc. v. Union Pac. R.R. (Asphalt Supply 1987), NOR 40121 (ICC served Mar. 27, 1987))). Where, however, a party seeks a subpoena from a nonparty that has a clear interest in the proceeding and will be directly affected by its outcome, the Director properly concluded that a very strong foundation is not a prerequisite to the issuance of a nonparty subpoena).

In fact, the Board allows third-party discovery in all sorts of proceedings before it. For example, in 2011, the Board held a motion to compel in abeyance while a party pursued third-

party discovery. E.I. Dupont DeNemours and Company v. NSR, NOR 42125 (STB served Dec. 9, 2011). See also Entergy, STB NOR 42104 (STB served June 26, 2009) (ordering that “[i]f Entergy opts to do so, the parties should confer on an appropriate procedural schedule to supplement the record (which should provide time for additional discovery on parties and non-parties as necessary)”). Third-party discovery was handled similarly by the Board’s predecessor, the Interstate Commerce Commission (“ICC”). See UP and MP – Trackage Rights, FD 31562 (ICC served May 23, 1990) (reconsidering and granting of third-party discovery by an ALJ and the ICC affirming the decision on the basis that conducting third-party discovery was ensure the agency a complete record upon which to base its decision).

While Applicants’ understand that it is the Applicants’ position that VPA d/b/a POV and VIT d/b/a POV should be treated as a non-party, Applicants not only completely disagree but have shown, based on the evidence included herein as supported by VPA d/b/a POV’s own testimony on March 5, 2025, that VPA d/b/a POV and VIT d/b/a POV have been actively working in tandem with CSXT towards a mutually shared objective – greater access for CSXT then it has in the applicable agreements.

Lastly, while sometimes a subpoena is required, other times third parties have, in recognition of their direct interest in the outcome of a proceeding, agreed to work with the railroad seeking reasonable third-party discovery in the interest of expeditiously resolving a proceeding before the Board. In some such instances, third parties and litigants have sought modification of the protective order to ensure that the entity's materials are afforded the same protections as the parties. While Applicants must move forward with this Motion to Compel and re-serving of discovery to protect their interests, given the tight procedural schedule, Applicants remain open to working cooperatively with VPA and VIT to avoid, if possible, ALJ Soulikias having to rule on this motion to compel, or prolonged discovery amongst the parties.

CONCLUSION

Applicants respectfully request that this motion to compel be granted against the POV (including VPA and VIT). The Applicants have explained why POV, VPA, and VIT's arguments in opposition are unfounded and that allowing VPA and VIT to skirt discovery on technicalities would be an injustice, particularly here, given the relationship between VPA, POV, and VIT. Given the tight procedural schedule in the proceeding before the Board and to avoid further delays, Applicants have corrected that mistake, despite the questionable validity of POV and VIT's objection. Applicants have also shown that, despite claims of non-party status by VPA and VIT, VPA d/b/a POV is a party of record, and because VIT is a wholly owned arm of VPA and VPA testified on its behalf, VIT should be treated as a party of record as well. Lastly, irrespective of whether the ALJ agrees with the Applicants that VPA and/or VIT are a party of record and as such subject to discovery, the Board routinely allows third-party discovery when the entity has a vested interest in the proceeding before the Board, as is the case here.

Respectfully submitted,

/s/ *Crystal M. Zorbaugh*

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 Thomas E. Zoeller
 Hanna M. Chouest
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Attorneys for Norfolk Southern Corporation
 and Norfolk Southern Railway Company

August 15, 2025

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36836

**NORFOLK SOUTHERN CORPORATION
NORFOLK SOUTHERN RAILWAY COMPANY
– ACQUISITION OF CONTROL –
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY
COMPANY’S MOTION TO COMPEL AGAINST THE PORT OF VIRGINIA
(INCLUDING THE VIRGINIA PORT AUTHORITY, AND THE VIRGINIA
INTERNATIONAL TERMINALS, LLC (“VIT”))**

Exhibit A – Filing ID 309310

PUBLIC VERSION



VIRGINIA PORT AUTHORITY
600 World Trade Center, Norfolk, VA 23510
757-440-7160

309310

March 5, 2025

By E-Filing

Ms. Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

ENTERED
Office of Proceedings
March 5, 2025
Part of
Public Record

RE: STB Docket No. FD 36836 – *Norfolk Southern Railway Company – Control Acquisition – Norfolk & Portsmouth Belt Railroad Company*

Dear Ms. Brown and Board Members:

The Virginia Port Authority (“VPA”) hereby submits these comments regarding the proper classification of the transaction proposed in the above-captioned proceeding. First, VPA provides an overview of VPA and its unique structure as owner and operator of its facilities. Second, VPA provides information regarding shipments out of its Norfolk International Terminal (“NIT”) facility. These data show that that structure has limited the ability of the port to offer competitive service at NIT, especially when compared to the data from Virginia International Gateway (“VIG”), which is served by a shortline that is unaffiliated with either CSX or NSR. These facts and data are intended to assist the Board in analyzing the proposed transaction and the competitive landscape as it exists today.

Overview of VPA

VPA remains a principal driver of the economy of the Commonwealth of Virginia and the nation. The Commonwealth of Virginia established the VPA in 1952 to foster maritime commerce and economic development within Virginia by coordinating and promoting the port activities of three Virginia city-owned marine terminals, namely, Newport News, Portsmouth, and Norfolk marine terminals. In the 1970’s, those city-owned marine terminals were consolidated under VPA to further bolster their economic development potential, and in the 1980’s, terminal operations were consolidated through the formation of Virginia International Terminals, LLC (“VIT”). VIT is a single-member limited liability company wholly owned by the VPA.

Together, VPA and VIT do business as The Port of Virginia (“POV”). The POV consists of four deep-water marine terminals, namely Norfolk International Terminals (“NIT”), Portsmouth Marine Terminal (“PMT”), VIG, and Newport News Marine Terminal (“NNMT”). POV also has two inland terminals: Richmond Marine Terminal (“RMT”) and Virginia Inland Port (“VIP”). NIT and VIG are the POV’s primary container terminals. NIT

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600 World Trade Center, Norfolk, VA 23510
757-440-7160

is the POV's largest terminal with current annual throughput capacity of 2.2M Twenty Foot Equivalent Units ("TEU"), and presently has an expansion project underway that will increase NIT terminal capacity to 3.6M TEU. VIG has an annual throughput capacity of 2.2M TEUs. Figure 1 shows the rail volumes in the three container terminals in the Norfolk Harbor, where NIT is the leading facility¹.

Figure 1 – Rail Volumes at Facilities in Norfolk Harbor

REDACTED

The POV is capitalizing on a differentiated operating platform appropriately named the *Virginia Model*. Unlike most ports, The POV is not a "landlord" port. Rather, it both owns *and* operates the terminals in the Norfolk Harbor. Thus, the decision-making for optimal utilization of the terminals, technology, and equipment gives the port unparalleled control and flexibility. The result is quick implementation of changes and customer-focused solutions tailored to help both shippers and their logistics partners create more reliability in the supply chain.

¹ PMT was converted from a container terminal to an off-shore wind staging port in 2021.

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VIRGINIA PORT AUTHORITY
600 World Trade Center, Norfolk, VA 23510
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POV is the fifth largest and one of the fastest growing ports in the country. The Port's rail reach extends throughout the Mid-Atlantic and into the Ohio Valley and Midwest, handling the largest rail volume on the East Coast and serving American farmers and manufacturers throughout the nation's heartland. A crucial element of POV's offering to customers is rail service that reaches to import and export markets in Chicago and Ohio Valley in under two days. Annually, POV supports nearly 1.3 million jobs paying almost \$90 billion in salaries and wages and more than \$340 billion in total spending across the country. Of equal importance, Virginia is one of the nation's seventeen strategic ports and handles a substantial amount of military support cargo.

Access to NIT

Prior to 1898, eight railroads served the industries in the area, including a myriad of marine terminals. In 1898, these railroads formed the Norfolk and Portsmouth Belt Line Railroad ("NPBL") with shares held by each of the interested railroads to improve the level of service for all the rail customers in the terminal area. Since that time, multiple mergers occurred that resulted in NPBL having only two owners—NSR and CSX Transportation ("CSX"). NPBL serves two facilities at the VPA – NIT and PMT. These facilities are not interchangeable – one serves intermodal, and one serves offshore wind projects.

NIT is directly rail-served by NSR. CSX can move traffic to NIT, but only by interchanging cars to NPBL, which historically has been controlled by NSR and has been its affiliate.²

Data on Rail Shipments at NIT

Over the last ten years, NSR's control of NPBL has had the effect at NIT as shown in the rail shipping data in Figure 2. Comparing columns 3 and 4 show that NSR handles nearly all traffic that moves direct to rail.³

² The STB ruled in 2022 that NS did not acquire control of NPBL because NS did not list NPBL as an "affiliated company" when it sought control authority when Norfolk & Western merged with Southern Railway. *Norfolk Southern Ry. Co. – Petition for Declaratory Order*, STB FD 36522 (served June 17, 2022).

³ The undersigned declares and certifies under penalty of perjury under the laws of the United States that the information in this letter is true and correct, to the best of the VPA's knowledge. Further, the undersigned certifies that she is qualified and authorized to file this letter.

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757-440-7160

Figure 2 – Rail Shipments at NIT 2015 to 2024.



As shown in the last column, a modest amount of CSX rail cargo is handled at NIT. In furtherance of the “*Virginia Model*”, POV seeks to organize its operation to optimize efficiency for its customers. As the STB knows, the shipping lines have alliances and vessel sharing agreements approved by the Federal Maritime Commission. These same shipping lines determine which rail partners will move their cargo, and this selection is not consistent across the members of the alliance. Virginia’s model is compromised when a shipping line calling NIT has boxes bound for CSX rail. In these instances, POV has manufactured an, albeit less-efficient, work around in the form of a cross-town drayage program. For example, a CSX import box is off-loaded from a vessel at NIT and drayed from Norfolk, Virginia to VIG in located in Portsmouth, Virginia. At VIG, the import box is loaded aboard a short line railroad, Commonwealth Rail, which serves both CSX and NS. The reverse would be true for CSX export cargo. Not only are these “cross-town” drays for the CSX cargo costly due to the additional re-handling, but the drayage service is inefficient, and unnecessarily congests local roads.

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In comparison, POV's other major container terminal, VIG, is served by the Commonwealth Rail, a Class III railroad, owned by Genesee & Wyoming, Inc., which operates a 16.5 mile track between Portsmouth and Suffolk, Virginia. Figure 3 shows the share of cargo volume between NSR and CSX (excluding the traffic drayed from NIT that is discussed above). At VIG, all rail cargo is served efficiently with less operational cost and is nearly evenly split between CSX and NSR.

Figure 3 – Rail Shipments at VIG 2015 to 2024.



Virginia, and the customers it serves, would benefit from a comprehensive analysis of NPBL control by NSR rather than the simplistic claim that the Board should just formalize that longstanding control and effects thereof (Application at 22). Moreover, POV refutes the claim that the transaction would have no anticompetitive impacts simply because CSX has access at other ports along the U.S. East Coast (Application at 37-38). As illustrated in the data in Figure 2 and Figure 3, POV and its customers are impacted by the operational and cost consequences of the costly work-around in the form of the NIT cross-town drayage program. A comprehensive review of the transaction is not giving any single party a windfall.

PUBLIC VERSION



VIRGINIA PORT AUTHORITY
600 World Trade Center, Norfolk, VA 23510
757-440-7160

Conclusion

Although VPA enjoys a healthy partnership with NSR, it seeks more opportunity for efficient rail access at NIT for the benefit of its customers. VPA respectfully requests the Board to look at the transaction as though it is a significant transaction.

Respectfully Submitted,

/s/ Sarah McCoy

Sarah McCoy, Esq.
Virginia Port Authority
101 W Main St.
Norfolk, VA 23510
(757) 683-8000

March 5, 2025

cc: Parties of Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36836

**NORFOLK SOUTHERN CORPORATION
NORFOLK SOUTHERN RAILWAY COMPANY
– ACQUISITION OF CONTROL –
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY
COMPANY’S MOTION TO COMPEL AGAINST THE PORT OF VIRGINIA
(INCLUDING THE VIRGINIA PORT AUTHORITY, AND THE VIRGINIA
INTERNATIONAL TERMINALS, LLC (“VIT”))**

**Exhibit B –
Virginia Secretary of State Documentation**

State Corporation Commission Clerk's Information System

Entity Information

Entity Information

Entity Name:

Virginia International Terminals, Inc.

Entity ID:

02182509

Entity Type:

Nonstock Corporation

Entity Status:

Inactive

Series LLC:

N/A

Reason for Status:

Converted

Formation Date:

06/03/1981

Status Date:

08/17/2013

VA Qualification Date:

06/03/1981

Period of Duration:

Perpetual

Industry Code:

0 - General

[Annual Report Due Date:](#)

06/30/2014

Jurisdiction:

VA

Charter Fee:

\$0.00

[Registration Fee Due Date:](#)

Not Required

Registered Agent Information

RA Type:

Individual

Locality:

NORFOLK CITY

RA Qualification:

Member of the Virginia State Bar

Name:

JOHN M. RYAN

Registered Office Address:

500 WORLD TRADE CENTER, NORFOLK, VA, 23510 - 0000, USA

Principal Office Address

Address:

601 WORLD TRADE CENTER, NORFOLK, VA, 23510 - 0000, USA

Principal Information

Title	Director	Name	Address	Last Updated
	Yes	CHARLOTTE P HERNDON	C/O THE NEW YORK TIMES COMPANY, 101 W MAIN ST STE 2000, NORFOLK, VA, 23510 - 0000, USA	05/20/2009
Vice President	No	REGINA P BRAYBOY	601 WORLD TRADE CENTER, NORFOLK, VA, 23510 - 0000, USA	06/06/2012
	Yes	WILSON M GOODE	C/O GOODE CONSTRUCTION INC, 3529 BUSINESS CENTER DRIVE, CHESAPEAKE, VA, 23323 - 0000, USA	04/14/2009

Title	Director Name		Address	NS-21
				Last Updated
	Yes	RODNEY OLIVER	C/O VIRGINIA PORT AUTHORITY, 600 WORLD TRADE CENTER, NORFOLK, VA, 23510 - 0000, USA	06/24/2013
P/CEO	No	JOSEPH P RUDDY	601 WORLD TRADE CENTER, NORFOLK, VA, 23510 - 0000, USA	06/24/2013

MEMBER - DIRECTOR INFORMATION

Member Information:

No Membership Provisions Provided

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[RA History](#)
[Name History](#)
[Previous Registrations](#)
[Garnishment Designees](#)
[Image Request](#)

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State Corporation Commission Clerk's Information System

Entity Information

Entity Information

Entity Name: Virginia International Terminals, LLC	Entity ID: S4673150
Entity Type: Limited Liability Company	Entity Status: Active
Series LLC: No	Reason for Status: Active
Formation Date: 08/17/2013	Status Date: 10/03/2022
VA Qualification Date: 08/17/2013	Period of Duration: Perpetual
Industry Code: 0 - General	Annual Report Due Date: N/A
Jurisdiction: VA	Charter Fee: N/A
Registration Fee Due Date: Not Required	

Registered Agent Information

RA Type: Individual	Locality: NORFOLK CITY
RA Qualification: Member of the Virginia State Bar	

State Corporation Commission Clerk's Information System

Address: 601 WORLD TRADE CENTER,
NORFOLK, VA, 23510 - 0000,
USA

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State Corporation Commission Clerk's Information System

Entity Information

Entity Information

Entity Name: Virginia International Terminals, LLC	Entity ID: S4673150
Entity Type: Limited Liability Company	Entity Status: Active
Series LLC: No	Reason for Status: Active
Formation Date: 08/17/2013	Status Date: 10/03/2022
VA Qualification Date: 08/17/2013	Period of Duration: Perpetual
Industry Code: 0 - General	Annual Report Due Date: N/A
Jurisdiction: VA	Charter Fee: N/A
Registration Fee Due Date: Not Required	

Registered Agent Information

RA Type: Individual	Locality: NORFOLK CITY
RA Qualification: Member of the Virginia State Bar	

State Corporation Commission Clerk's Information System

Address: 601 WORLD TRADE CENTER,
NORFOLK, VA, 23510 - 0000,
USA

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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36836

**NORFOLK SOUTHERN CORPORATION
NORFOLK SOUTHERN RAILWAY COMPANY
– ACQUISITION OF CONTROL –
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY
COMPANY’S MOTION TO COMPEL AGAINST THE PORT OF VIRGINIA
(INCLUDING THE VIRGINIA PORT AUTHORITY, AND THE VIRGINIA
INTERNATIONAL TERMINALS, LLC (“VIT”))**

Exhibit C –

VPA and VIT Objections to Discovery Requests from CSX Transportation, Inc.

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket 36836

NORFOLK SOUTHERN CORPORATION &
NORFOLK SOUTHERN RAILWAY COMPANY
- ACQUISITION OF CONTROL -
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY

**VIRGINIA PORT AUTHORITY'S OBJECTIONS TO DISCOVERY REQUESTS FROM
CSX TRANSPORTATION, INC. SERVED ON JULY 11, 2025**

Pursuant to 49 CFR Part 1114 and other applicable rules and authority, Virginia Port Authority ("VPA"), by counsel, objects as follows to CSX Transportation, Inc.'s ("CSXT's") First Set of Requests for Production of Documents, served on July 11, 2025. VPA's General Objections, set forth herein, apply to each and every one of the specific Requests for Production that follow. These general objections are not exhaustive and, where appropriate, VPA will also state specific objections. VPA's objections shall not waive, limit, or prejudice any objections it may later assert.

GENERAL OBJECTIONS

A. The Requests are improper as VPA is not a party to this proceeding. VPA is not a party to Surface Transportation Board, Finance Docket 36836. Therefore, these discovery requests of VPA are improper. The Board's rules do not specifically provide for document requests or interrogatories on nonparties.

B. The Requests seek documents that CSXT, Norfolk Southern Railway Company and Norfolk & Portsmouth Belt Line Railroad Company already have; those are subject to a separate protective order.

CSXT's discovery requests include information covered by the Stipulated Protective Order Governing The Handling of Confidential Information and the Non-Waiver of Information Subject to Attorney-Client Privilege and/or Work Product Protection pursuant to Fed. R. Evid. 502(d) ("Stipulated Protective Order" or "SPO"), entered in the case styled *CSX Transportation, Inc., individually and on behalf of Norfolk & Portsmouth Belt Line Railroad Company v. Norfolk Southern Railway Company, et al.*, Case No. 2:18-cv-00530-MSD in the United States District Court for the Eastern District of Virginia, Norfolk Division (the "District Court Proceeding"). The Stipulated Protective Order was entered on October 29, 2019, as Electronic Document 79 in that matter. A copy of the Stipulated Protective Order is included with these Objections. Norfolk Southern Railway Company ("NS"), Norfolk & Portsmouth Belt Line Railroad Company ("NPBLR"), and CSXT were parties to the District Court Proceeding and the Stipulated Protective Order entered in that case. VIT and VPA were not parties to the District Court Proceeding.

Under Stipulated Protective Order paragraph 2, any party to the District Court Proceeding, or any third-party who elected coverage under the Stipulated Protective Order, was allowed to designate material as CONFIDENTIAL or CONFIDENTIAL—ATTORNEYS EYES ONLY (together, "Protected Material"). Documents produced pursuant to a subpoena *duces tecum*, deposition testimony, or deposition exhibits could be designated as Protected Material. (SPO, ¶¶ 7, 8). The Stipulated Protective Order required that Protected Materials "not be disclosed to any person or used for any purpose except as expressly permitted in this Protective Order." (SPO, ¶ 2). Protected Materials were to be used "solely for the purpose of this Action, and not for any other

purpose whatsoever” and applied to all “copies, duplicates, extracts, summaries, or descriptions of Confidential Material.” (SPO, ¶5).

The Stipulated Protective Order terms survived the termination of the District Court Proceeding to the extent Protected Material has not become publicly available. (SPO, ¶ 26). Protected Materials may not be disclosed without the written authorization of the person who designated any particular document as Protected Material or a court order. (SPO ¶ 24). VPA wishes to cooperate with the Board’s inquiry, but not at the risk of violating the Stipulated Protective Order, particularly regarding materials that NS or CSXT, or other third parties, may have designated as Protected Material in the District Court Proceeding. Because VPA was not a party to the District Court Proceeding, VPA may not have final information on the Protected Material designations. (“A designation of [Protected Material] may be made at any time as to materials produced during the litigation.” SPO, ¶ 20).

Because NS, NPBLR, and CSXT were parties to the District Court Proceeding, they or their counsel should already have the requested documents. (SPO ¶ 25, providing for the destruction of Protected Materials at the end of the litigation, but allowing counsel to retain archival copies that remain subject the SPO). The Protected Materials may be disclosed beyond the terms of the Stipulated Protective Order with the consent of any person who designated the materials as Protected. (SPO, ¶ 24). CSXT likely has better information than VPA about designations made in that case.

The materials may also include documents that VIT or VPA designated as Protected Materials. During the course of the District Court Proceeding, VPA objected to producing some of its own documents on proprietary and confidential grounds. VPA also objected to some of the topics identified in NS’s notice of the 30(b)(6) entity deposition of the Virginia Port Authority,

again due to the proprietary and confidential information that might be responsive to some of the topics identified for deposition. To the extent any of the materials CSXT seeks may include information that VPA designated as Protected Material in the District Court Proceeding, VPA will cooperate in this proceeding by reviewing the documents to identify Protected Materials, producing information not designated as Protected, or, if appropriate, allowing disclosure of the materials with proper protection under the Protective Order in this case. VPA reserves the right to seek reimbursement for the costs of such a review of documents already in CSXT's possession.

C. The documents are the subject of NS's objection in this matter. VPA understands that Norfolk Southern Corporation and Norfolk Southern Railway Company ("NS") filed an objection on June 25, 2025, to the production of certain materials in this proceeding that CSXT's requests seek. (Doc. 309709). VPA objects to the production of documents responsive to CSXT's requests until the Board has decided the issues raised by NS's objections.

D. VPA objects to any requests for material not covered by the Protective Order entered in this proceeding by the Surface Transportation Board on February 19, 2025.

E. VPA objects to each and every Request to the extent it seeks to impose obligations on VPA greater than or inconsistent with those imposed under 49 CFR Part 1114 Subpart B. VPA further objects to any and all definitions and or instructions to the extent they either expand upon or conflict with 49 CFR Part 1114 Subpart B.

F. VPA objects to each and every Request to the extent it seeks materials protected by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privilege, protection or exception from discovery or disclosure. In the event that any such privileged, protected, or exempt information is inadvertently produced or provided, such disclosure or production is not intended as, and should not be construed as, a waiver of any applicable privilege,

protection or exemption.

G. VPA objects to each and every Request to the extent it seeks information or data that is not relevant to the subject matter of this proceeding.

H. VPA objects to each and every Request to the extent that it is: (a) overly broad; (b) vague and/or ambiguous; (c) fails to describe with reasonable particularity the information sought; (d) seeks information that is not within the possession, custody, or control of VPA; or (e) would impose an undue burden that outweighs any relevance or probative value the information sought may have in this proceeding.

I. VPA objects to each and every Request to the extent it requests information or material that is: (a) already in the possession of CSXT (b) publicly available or otherwise readily available or accessible to CSXT from other sources; or (c) as accessible or available to CSXT as it is to VPA and the production of which would impose substantially the same or greater burden on VPA as it would impose on CSXT.

SPECIFIC OBJECTIONS TO DOCUMENT REQUESTS

1. All Documents You produced in the District Court Proceeding.

RESPONSE: VPA objects to this request under General Objections A through I above.

2. The deposition transcript, exhibits, and errata for VPA 30(b)(6) depositions held on January 19, 2021 and February 5, 2021.

RESPONSE: VPA objects to this request under General Objections A through I above.

Respectfully submitted,

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Telephone: (540) 983-9360

Attorneys for Virginia Port Authority and Virginia International Terminals, LLC

Dated: July 25, 2025

CERTIFICATE OF SERVICE

I hereby certify that on this date a copy of the foregoing document was served electronically or by first-class mail, postage pre-paid, on all parties of record in this proceeding.

/s/ Kathleen L. Wright

Kathleen L. Wright
*Counsel for Virginia International
Terminals, LLC*

July 25, 2025

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket 36836

NORFOLK SOUTHERN CORPORATION &
NORFOLK SOUTHERN RAILWAY COMPANY
- ACQUISITION OF CONTROL -
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY

**VIRGINIA INTERNATIONAL TERMINALS'S OBJECTIONS TO DISCOVERY
REQUESTS FROM CSX TRANSPORTATION, INC.
SERVED ON JULY 11, 2025**

Pursuant to 49 CFR Part 1114 and other applicable rules and authority, Virginia International Terminals, LLC ("VIT"), by counsel, objects as follows to CSX Transportation, Inc.'s ("CSXT") First Set of Requests for Production of Documents, served on July 11, 2025. VIT's General Objections, set forth herein, apply to each and every one of the specific Requests for Production that follow. These general objections are not exhaustive and, where appropriate, VIT will also state specific objections. VIT's objections shall not waive, limit, or prejudice any objections it may later assert.

GENERAL OBJECTIONS

A. The Requests are improper as VIT is not a party to this proceeding. VIT is not a party to Surface Transportation Board, Finance Docket 36836. Therefore, these discovery requests of VIT are improper. The Board's rules do not specifically provide for document requests or interrogatories on nonparties.

B. The Requests seek documents that CSXT, Norfolk Southern Railway Company and Norfolk & Portsmouth Belt Line Railroad Company already have; those are subject to a separate protective order.

CSXT's discovery requests include information covered by the Stipulated Protective Order Governing The Handling of Confidential Information and the Non-Waiver of Information Subject to Attorney-Client Privilege and/or Work Product Protection pursuant to Fed. R. Evid. 502(d) ("Stipulated Protective Order" or "SPO"), entered in the case styled *CSX Transportation, Inc., individually and on behalf of Norfolk & Portsmouth Belt Line Railroad Company v. Norfolk Southern Railway Company, et al.*, Case No. 2:18-cv-00530-MSD in the United States District Court for the Eastern District of Virginia, Norfolk Division (the "District Court Proceeding"). The Stipulated Protective Order was entered on October 29, 2019, as Electronic Document 79 in that matter. A copy of the Stipulated Protective Order is included with these Objections. Norfolk Southern Railway Company ("NS"), Norfolk & Portsmouth Belt Line Railroad Company ("NPBLR"), and CSXT were parties to the District Court Proceeding and the Stipulated Protective Order entered in that case. VIT and VPA were not parties to the District Court Proceeding.

Under Stipulated Protective Order paragraph 2, any party to the District Court Proceeding, or any third-party who elected coverage under the Stipulated Protective Order, was allowed to designate material as CONFIDENTIAL or CONFIDENTIAL—ATTORNEYS EYES ONLY (together, "Protected Material"). Documents produced pursuant to a subpoena *duces tecum*, deposition testimony, or deposition exhibits could be designated as Protected Material. (SPO, ¶¶ 7, 8). The Stipulated Protective Order required that Protected Materials "not be disclosed to any person or used for any purpose except as expressly permitted in this Protective Order." (SPO, ¶ 2). Protected Materials were to be used "solely for the purpose of this Action, and not for any other

purpose whatsoever” and applied to all “copies, duplicates, extracts, summaries, or descriptions of Confidential Material.” (SPO, ¶5).

The Stipulated Protective Order terms survived the termination of the District Court Proceeding to the extent Protected Material has not become publicly available. (SPO, ¶ 26). Protected Materials may not be disclosed without the written authorization of the person who designated any particular document as Protected Material or a court order. (SPO ¶ 24). VIT wishes to cooperate with the Board’s inquiry, but not at the risk of violating the Stipulated Protective Order, particularly regarding materials that NS or CSXT, or other third parties, may have designated as Protected Material in the District Court Proceeding. Because VIT was not a party to the District Court Proceeding, VIT may not have final information on the Protected Material designations. (“A designation of [Protected Material] may be made at any time as to materials produced during the litigation.” SPO, ¶ 20).

Because NS, NPBLR, and CSXT were parties to the District Court Proceeding, they or their counsel should already have the requested documents. (SPO ¶ 25, providing for the destruction of Protected Materials at the end of the litigation, but allowing counsel to retain archival copies that remain subject the SPO). The Protected Materials may be disclosed beyond the terms of the Stipulated Protective Order with the consent of any person who designated the materials as Protected. (SPO, ¶ 24). CSXT likely has better information than VIT about designations made in that case.

The materials may also include documents that VIT or VPA designated as Protected Materials. During the course of the District Court Proceeding, VIT objected to producing some of its own documents on proprietary and confidential grounds. VIT also objected to some of the topics identified in NS’s notice of the 30(b)(6) entity deposition of the Virginia Port Authority, again due

to the proprietary and confidential information that might be responsive to some of the topics identified for deposition. To the extent any of the materials CSXT seeks may include information that VIT designated as Protected Material in the District Court Proceeding, VIT will cooperate in this proceeding by reviewing the documents to identify Protected Materials, producing information not designated as Protected, or, if appropriate, allowing disclosure of the materials with proper protection under the Protective Order in this case. VIT reserves the right to seek reimbursement for the costs of such a review of documents already in CSXT's possession.

C. The documents are the subject of NS's objection in this matter. VIT understands that Norfolk Southern Corporation and Norfolk Southern Railway Company ("NS") filed an objection on June 25, 2025, to the production of certain materials in this proceeding that CSXT's requests seek. (Doc. 309709). VIT objects to the production of documents responsive to CSXT's requests until the Board has decided the issues raised by NS's objections.

D. VIT objects to any requests for material not covered by the Protective Order entered in this proceeding by the Surface Transportation Board on February 19, 2025.

E. VIT objects to each and every Request to the extent it seeks to impose obligations on VIT greater than or inconsistent with those imposed under 49 CFR Part 1114 Subpart B. VIT further objects to any and all definitions and or instructions to the extent they either expand upon or conflict with 49 CFR Part 1114 Subpart B.

F. VIT objects to each and every Request to the extent it seeks materials protected by the attorney-client privilege, the attorney work-product doctrine, or any other applicable privilege, protection or exception from discovery or disclosure. In the event that any such privileged, protected, or exempt information is inadvertently produced or provided, such disclosure or production is not intended as, and should not be construed as, a waiver of any applicable privilege,

protection or exemption.

G. VIT objects to each and every Request to the extent it seeks information or data that is not relevant to the subject matter of this proceeding.

H. VIT objects to each and every Request to the extent that it is: (a) overly broad; (b) vague and/or ambiguous; (c) fails to describe with reasonable particularity the information sought; (d) seeks information that is not within the possession, custody, or control of VIT; or (e) would impose an undue burden that outweighs any relevance or probative value the information sought may have in this proceeding.

I. VIT objects to each and every Request to the extent it requests information or material that is: (a) already in the possession of CSXT (b) publicly available or otherwise readily available or accessible to CSXT from other sources; or (c) as accessible or available to CSXT as it is to VIT and the production of which would impose substantially the same or greater burden on VIT as it would impose on CSXT.

SPECIFIC OBJECTIONS TO DOCUMENT REQUESTS

1. All Documents You produced in the District Court Proceeding.

RESPONSE: VIT objects to this request under General Objections A through I above.

2. The deposition transcript, exhibits, and errata for deposition of Tom Capozzi, VIT, held on January 22, 2021.

RESPONSE: VIT objects to this request under General Objections A through I above.

Respectfully submitted,

Noah Sullivan
GENTRY LOCKE ATTORNEYS
101 West Main Street
Norfolk, VA 23510
Email: nsullivan@gentrylocke.com
Telephone: (540) 956-2069

Kathleen L. Wright
GENTRY LOCKE ATTORNEYS
10 Franklin Road SE, Ste 900
Roanoke, VA 24011
Email: wright@gentrylocke.com
Telephone: (540) 983-9360

Attorneys for Virginia Port Authority and Virginia International Terminals, LLC

Dated: July 25, 2025

CERTIFICATE OF SERVICE

I hereby certify that on this date a copy of the foregoing document was served electronically or by first-class mail, postage pre-paid, on all parties of record in this proceeding.

/s/ Kathleen L. Wright

Kathleen L. Wright
*Counsel for Virginia International
Terminals, LLC*

July 25, 2025

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36836

**NORFOLK SOUTHERN CORPORATION
NORFOLK SOUTHERN RAILWAY COMPANY
– ACQUISITION OF CONTROL –
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY
COMPANY’S MOTION TO COMPEL AGAINST THE PORT OF VIRGINIA
(INCLUDING THE VIRGINIA PORT AUTHORITY, AND THE VIRGINIA
INTERNATIONAL TERMINALS, LLC (“VIT”))**

**Exhibit D –
Virginia Port Authority Website Information**



Virginia.gov

An official website Here's how you know

English ▼



Find a Commonwealth Resource

NS-21



Virginia.gov

Search

Services & Resources

State Government

Local Government

Agencies



Home

Agencies



VIP

Virginia Port Authority

[HTTPS://WWW.PORTOFVIRGINIA.COM/](https://www.portofvirginia.com/)

Give Feedback

Contact

PHONE

[\(757\) 683-8000](tel:(757)683-8000)

MAILING ADDRESS

Virginia Port Authority
600 World Trade Center
Norfolk, VA 23510

About

Connect

About the Agency

The Port of Virginia moves cargo through world-class facilities and transports to and from markets around the globe, carrying the goods and supplies that manufacturers, corporations, and individual consumers use in their everyday lives. This cargo is moved by way of:

- 6 Terminals
- 1,864 acres
- 19,885 L.F. of berth
- Up to 50' deep berths
- 30 miles of on-dock rail

The deep water harbor—the deepest on the US East Coast—shelters the world's largest naval base; a robust shipbuilding and repair industry; a thriving export coal trade and the sixth largest containerized cargo complex in the United States. The port offers 50-foot channels, inbound and outbound, and is the only US East Coast port with Congressional authorization to dredge to 55 feet is moving forward with the Norfolk Harbor Dredging Project to attain 55 feet depths – retaining the deepest channel on the East Coast. In an era where container ships are carrying tens of thousands of twenty-foot equivalent units per voyage, deep water and the absence of overhead restrictions is a significant competitive advantage.

The Port of Virginia is a hub port; an important distinction for the shipping public. Nearly 30 international shipping lines offer direct, dedicated service to and from Virginia, with connections to 200+ countries around the world. In an average week, more than 40 international container, breakbulk and roll-on / roll-off vessels are serviced at our marine terminals.

Connect Online





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THE PORT OF VIRGINIA



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THE PORT OF VIRGINIA

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State Government

Government

Business

Education

Recreation

Local Government

Agencies

Services & Resources

Business

Education

Environment & Natural Resources

Finance

Licenses & Permits

Recreation & Culture

Economy

Employment

Family & Health

Government

Public Safety

Transportation

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36836

**NORFOLK SOUTHERN CORPORATION
NORFOLK SOUTHERN RAILWAY COMPANY
– ACQUISITION OF CONTROL –
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY
COMPANY’S MOTION TO COMPEL AGAINST THE PORT OF VIRGINIA
(INCLUDING THE VIRGINIA PORT AUTHORITY, AND THE VIRGINIA
INTERNATIONAL TERMINALS, LLC (“VIT”))**

Exhibit E –

FD 36836 Service List



SURFACE TRANSPORTATION BOARD



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Search STB Records

This page allows you to search the records in the Surface Transportation Board's formal dockets, specifically, the filings and agency decisions. You may search for these records using the filters provided, including docket number, partial docket number, date range, and words or phrases in the records or docket title.

To see all filings and decisions for an individual docket, select "Dockets (Including Service Lists)" in the **Search For** field. This search will also give the option to generate a service list.

For help on how to use the Search tool, click [here](#). If you need additional help in locating a record, please contact [Rail Customer and Public Assistance](#).

Docket Number: FD_36836

NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTH COMPANY—ACQUISITION OF CONTROL—NORFOLK & PORT RAILROAD COMPANY

Service List 11 Parties

Data Table

11

Mailing Labels

« < 1-11 of 11 > »

Party Type	Filed By	Address	Email Address
Party of Record	Peter W. Denton	1330 Connecticut Avenue, NW Washington, DC 20036 United States Tel: 2024296287	pdenton@steptoe.com
Party of Record	Sally Mordi	1330 Connecticut Avenue, NW Washington, DC 20036 United States Tel: 2024296287	smordi@steptoe.com
Party of Record	Thomas J. Litwiler	29 North Wacker Drive Suite 800 Chicago, IL 60606-3208 United States Tel: 3123521500	tlitwiler@fletcher-sippel.com

Fax:

3122522400

Party of Record	Noah P. Sullivan	919 E Main Street Suite 1130 Richmond, VA 23219 United States Tel: 8049562069	NSullivan@gentrylocke.com
Party of Record	John V. Edwards	2001 L Street Nw Suite 720 Washington, DC 20036 United States Tel: 20206637853	jedwards@mullinslawgroup.ne
Non-Party	Honorable Angelia Williams Graves	P.O. Box 41359 Norfolk, VA 23502 United States Tel: 0000000000	senatorwilliamsgraves@senate
Non-Party	U.S. Office of Personnel Management, Human Resource Solutions, Administrative Law Judge Program	1900 E Street N.W. Suite 2469 Washington, DC 20415-9400 United States Tel: 0000000000	lenor.thompson-watkins@oprr
Party of Record	Crystal M. Zorbaugh	2001 L Street NW Suite 720 Washington, DC 20036 United States	czorbaugh@mullinslawgroup.r

Administrative
Law Judge

Administrative Law
Judge Jenifer
Soulíkias

Administrative
Law Judge
Jenifer Soulíkias
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*Surface
Transportation
Board*

395 E Street SW
Washington, DC 20423
(202) 245-0245

Email Us

Policies

[Privacy](#)

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[No FEAR Act](#)

[Whistleblower Protection](#)

[Accessibility](#)

Help

webmaster@stb.gov

Careers

[Search STB Announcements](#)

Other Government

Whitehouse.gov

USA.gov

[Office of Inspector General](#)

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36836

**NORFOLK SOUTHERN CORPORATION
NORFOLK SOUTHERN RAILWAY COMPANY
– ACQUISITION OF CONTROL –
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY
COMPANY’S MOTION TO COMPEL AGAINST THE PORT OF VIRGINIA
(INCLUDING THE VIRGINIA PORT AUTHORITY, AND THE VIRGINIA
INTERNATIONAL TERMINALS, LLC (“VIT”))**

Exhibit F –

August 15, 2025, Discovery Requests to VIT and VPA

MULLINS LAW GROUP PLLC

Transportation Solutions for the 21st Century

2001 L Street NW, Suite 720
Washington, DC 20036

Crystal M. Zorbaugh
czorbaugh@mullinslawgroup.net
mullinslawgroup.net

Telephone: (202) 663-7850
Direct: (202) 663-7831
Facsimile: (202) 464-9123

August 15, 2025

VIA E-MAIL

Noah P. Sullivan
919 E Main Street
Suite 1130
Richmond, VA 23219
nsullivan@gentrylocke.com

Re: Norfolk Southern Railway Company – Control Acquisition – Norfolk & Portsmouth Belt Line Railroad Company, FD No. 36836

Dear Mr. Sullivan:

As stated in Norfolk Southern Corporation and Norfolk Southern Railway Company's Motion to Compel against the Port of Virginia (including the Virginia Port Authority, and the Virginia International Terminals, LLC ("VIT")), Norfolk Southern Corporation and Norfolk Southern Railway Company is re-serving its First Set of Requests for Production of Documents and First Set of Interrogatories to Virginia International Terminals, LLC d/b/a Port of Virginia.

If there are any questions about this matter, please contact me directly, either by telephone: at 202-663-7831 or by e-mail: czorbaugh@mullinslawgroup.net. If I am unavailable, you may contact John V. Edwards, who can be reached at (202) 663-7853 or by e-mail at jedwards@mullinslawgroup.net.

Respectfully submitted,

/s/ Crystal M. Zorbaugh

Crystal M. Zorbaugh
Attorney for Norfolk Southern Corporation and
Norfolk Southern Railway Company

Enclosures

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 36836

**NORFOLK SOUTHERN CORPORATION &
NORFOLK SOUTHERN RAILWAY COMPANY
--ACQUISITION OF CONTROL—
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**FIRST SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS AND FIRST SET
OF INTERROGATORIES TO VIRGINIA INTERNATIONAL TERMINALS, LLC
D/B/A PORT OF VIRGINIA**

**Joseph H. Carpenter
Thomas E. Zoeller
Hanna M. Chouest
NORFOLK SOUTHERN CORPORATION
650 W Peachtree St N.W.
Atlanta, GA 30308
Tel: (470) 571-5208**

**William A. Mullins
Rose-Michele Nardi
John V. Edwards
MULLINS LAW GROUP PLLC
2001 L St., N.W.
Suite 720
Washington, D.C. 20036
Tel.: (202) 663-7823**

August 15, 2025 (Date Re-Served)

**Attorneys for Norfolk Southern
Corporation and Norfolk Southern Railway
Company**

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 36836

**NORFOLK SOUTHERN CORPORATION &
NORFOLK SOUTHERN RAILWAY COMPANY
--ACQUISITION OF CONTROL--
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**FIRST SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS AND FIRST SET
OF INTERROGATORIES TO VIRGINIA INTERNATIONAL TERMINALS, LLC
D/B/A PORT OF VIRGINIA**

Pursuant to 49 C.F.R. § 1114.30 Norfolk Southern Corporation and Norfolk Southern Railway Company (together, “Norfolk Southern”) hereby requests the Virginia International Terminals, LLC d/b/a Port of Virginia (“VIT”) to produce all documents responsive to the below requests to the offices of Mullins Law Group PLLC, 2001 L Street NW, Suite 720, Washington, DC 20036, or via electronic delivery means, in accordance with the Definitions and Instructions below, and within 10 days¹ or such other time as may be agreed upon by the parties or ordered by the Surface Transportation Board (“Board” or “STB”).

DEFINITIONS

The following Definitions apply to each Request contained herein and are deemed incorporated in each Request.

1. “Action” shall mean *Norfolk Southern Corporation & Norfolk Southern Railway Company – Acquisition of Control – Norfolk & Portsmouth Belt Line Railroad Company*, FD 36836, filed before the Surface Transportation Board.

2. “And” and “or” shall be construed either disjunctively or conjunctively as necessary to bring within the scope of the Request all responses that might otherwise be construed to be outside of its scope.

¹ Due to VIT alleging Norfolk Southern improperly served it on July 21, 2025, Norfolk Southern is re-serving this discovery and requests that VIT respond within 10 days. Norfolk Southern has simultaneously filed a motion to compel related to the discovery previously served on July 21, 2025. It is pending with the ALJ/Board.

3. “Any” shall be construed as “all” and vice versa, as necessary to bring within the scope of the Request all information that might otherwise be construed to be outside of its scope.

4. “Norfolk Southern” or “NS” shall mean Norfolk Southern Corporation, Norfolk Southern Railway Company and their predecessors and successors in interest, as well as the present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries, affiliates, divisions, area offices, and regional offices of the foregoing companies, and all Persons acting or purporting to act on their behalf.

5. “Virginia International Terminals, LLC d/b/a Port of Virginia ” or “VIT” shall mean the Virginia International Terminals, LLC, operating as itself or the Port of Virginia and its predecessors and successors in interest, as well as the present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries, affiliates, divisions, area offices, regional offices of the foregoing companies, and all Persons acting or purporting to act on their behalf.

6. “CSX Transportation, Inc.” or “CSXT” shall mean CSX Transportation, Inc., and its predecessors and successors in interest, as well as the present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries, affiliates, divisions, area offices, and regional offices of the foregoing companies, and all Persons acting or purporting to act on their behalf.

7. “District Court Proceeding” shall mean *CSX Transportation, Inc. v. Norfolk Southern Railway Company*, No. 2:18-cv-00530 (E.D. Va. Oct. 4, 2018).

8. “Document” or “Documents” is used in the broadest possible sense permissible and includes, without limitation, all originals, copies (if the originals are not available), non-identical copies (whether different from the original because of underlining, editing marks, notes made on or attached to such copy, or otherwise) and drafts, whether printed or recorded (through a sound, video, or other electronic, magnetic, or digital recording system) or reproduced by hand, of the following: letters, correspondence, telegrams, telexes, memoranda, records, text messages, communications via Internet-connected application, summaries of personal conversations or interviews, minutes or records or notes of meetings or conferences, note pads, notebooks, postcards, “Post-It” or similar notes, stenographic notes, notes, notebooks, opinions or reports of financial advisors or consultants, opinions or reports of experts, projections, financial or statistical statements or compilations, contracts, agreements, appraisals, analyses, purchase orders, confirmations, publications, articles, books, pamphlets, circulars, microfilm, microfiche, reports, studies, logs, surveys, diaries, calendars, appointment books, maps, charts, graphs, bulletins, photostats, speeches, data sheets, pictures, photographs, illustrations, blueprints, films, drawings, plans, tape recordings, videotapes, disks, diskettes, data tapes or readable computer-produced interpretations or transcriptions thereof, electronic messages, voice mail messages, interoffice communications, advertising, packaging and promotional materials, material of any

sort and in any format maintained or available at any time on the World Wide Web (whether formerly, currently, or both), and any other writings, papers and tangible things of whatever description whatsoever, including but not limited to any information contained in any computer, even if not yet printed out.

9. “East Coast Port” shall mean all ocean ports and marine terminals on the Atlantic and Gulf coasts in the United States located east of the Mississippi River that handle intermodal containers, including terminals located in the Port of New Orleans, Port of New York/New Jersey, Port of Baltimore, Port of Charleston, Port of Savannah, Port of Mobile, Port of Wilmington, Port of Jacksonville, Port of Virginia (VIG and NIT).

10. “Including” shall mean “including, without limitation” and “including but not limited to.”

11. “International Intermodal freight” shall mean freight that is transported via ocean vessel and rail or truck in standardized 20-foot or 40-foot containers.

12. “NIT” shall mean Norfolk International Terminals, located in Norfolk, Virginia, and all persons acting on its behalf at any point in time, including current or former officers, management, directors, employees, agents, attorneys, and representatives.

13. “NPBL” shall mean Norfolk & Portsmouth Belt Line Railroad Company and its predecessors and successors in interest, as well as the present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries, affiliates, divisions, area offices, and regional offices of the foregoing companies, and all Persons acting or purporting to act on their behalf.

14. “PMT” shall mean Portsmouth Marine Terminal, located in Portsmouth, Virginia, and all persons acting on its behalf at any point in time, including current or former officers, management, directors, employees, agents, attorneys, and representatives.

15. “Relating to” as used herein with reference to a subject shall mean both of the following:

- a. Containing, compromising, constituting, stating, setting forth, recording, contradicting, referring to, evidencing or in any way pertaining to, in whole or in part, that subject; and
- b. Describing, discussing, reflecting, interpreting, identifying, concerning, in any way pertaining to, in whole or in part, that subject, or to be in any way logically or factually connected with the matter discussed.

16. “Relevant Period” shall refer to the period of time from January 1, 2018, through the Present, unless otherwise specified. If a Request does not specify a date range, the Relevant Period applies.

17. “VIG” shall mean Virginia International Gateway, located in Portsmouth, Virginia, formerly known as APM Terminals Virginia, and all Persons acting on its behalf at any point in time, including current or former officers, management, directors, employees, agents, attorneys, and representatives.

18. “You” and “Your” shall refer to VIT as defined above.

19. “Identify” shall mean disclosure of any responsive individual’s name, job title, and capacity in which they contributed to VIT’s responses.

20. The use of the singular shall be deemed to include the plural, as appropriate in context.

INSTRUCTIONS

The following instructions apply to each Request set forth herein and are deemed incorporated in each Request:

1. In responding to these Requests, produce all Documents within the possession, custody, or control of VIT, which includes in VIT’s actual or constructive possession or control, including, without limitation, Documents, tangible things, and electronically stored information located in personal files, hard copy files, computer systems, smartphones, Internet-enabled messaging applications, networks, servers, CDs, DVDs, memory sticks, zip drives, hard drives, floppy disks, magnetic tapes, and other electronic media. Furthermore, a Document does not have to have been dated or created during the period of January 1, 2018, through present, in order to be responsive to a Request. The Document merely must have been sent, analyzed, discussed, or otherwise used during the period of January 1, 2018, through present. This Instruction applies unless otherwise stated in the individual Request.

2. If there is no Document responsive to a particular Request, VIT shall state so in writing.

3. If any Document or Communication called for by any Request is withheld because VIT claims that it is privileged or otherwise protected from disclosure, VIT must identify the Document or Communication so withheld and the privilege or doctrine VIT claims. In the case of Documents of Communications that VIT claims are privileged that relate to meetings or to other conversations, all participants in the meeting or conversation shall be identified.

4. Each Document requested herein must be produced in its entirety and without deletion, abbreviation, redaction (except for information that is both non-responsive and commercially sensitive), expurgation, or excisions, regardless of whether VIT considers the entire Document to be relevant or responsive to these Requests. If VIT has redacted any portion of a Document for privilege, stamp the word “redacted” on each page of the Document which VIT has redacted, identifying the basis for such redaction.

5. VIT must produce entire Documents including all attachments, cover letters, memoranda, and appendices, as well as the file, folder tabs, and labels appended to or containing any produced Documents. Copies that differ in any respect from an original shall be produced separately.

6. If VIT objects to any Request or part of a Request, VIT must set forth the basis for such objections with particularity and respond to all parts of the Request to which VIT does not object.

7. All responsive Documents in existence as of the date of production are to be produced. These Requests are continuing in nature, up to and during the course of any hearing. Any Documents created or obtained after the date of production are to be produced under VIT's obligation to supplement VIT's production immediately upon the creation or identification of additional responsive Documents.

8. For any responsive Documents that are no longer in existence, indicate the nature of the Document, its approximate date of creation, its author(s), and recipient(s), its approximate date of destruction or disposal, and the reason for and method by which its destruction or disposal took place.

9. All Documents responsive to these Requests shall be produced in accordance with any applicable rules and orders of the Surface Transportation Board, and subject to any agreement negotiated by and between the parties regarding the production of electronically stored information ("ESI").

10. ESI should be produced in accordance with the following specifications:

- a. Form of Production. Produce electronically stored information in single-page TIFF format (Group IV TIFF at 300 dpi) with standard Concordance formatted load file (.dat), including all metadata. Name each TIFF file with a unique name matching the Bates number (or similar identifying mark) labeled on the corresponding page. Group every 1000 TIFFs into a new folder; do not create a separate folder for each document.
- b. Image Load File. Provide an image load file (Opticon file) that contains document boundaries and page counts.
- c. Document Text. For documents that were originally stored as native electronic files and which do not have redactions, produce the extracted full text (not OCR) from the body of each document in separate document-level *.txt files named for the beginning Bates number of the associated document. Provide OCR text for documents without extracted text available (non-searchable PDFs, etc.). Group 1000 document text files per incrementally named "TEXT" directories, separate from image directories. For documents that were originally stored as native electronic files and

which have redactions, produce the OCR text from the redacted image(s) associated with each document, in separate document-level *.txt files named for the beginning Bates number of the associated document. Clearly label any redacted material to show the redactions on the TIFF image.

- d. **Native Production For Certain File Types.** For files that reasonably require viewing in their native format for a full understanding of their content and meaning (including but not limited to certain PowerPoint or other special presentation programs or database files), produce the files in native and TIFF formats to the extent it is reasonably possible to do so. Name the produced native file with the Bates number on the first page of the corresponding TIFF production of the file / document or on the TIFF placeholder document (i.e. "slipsheet"). For Excel files, produce in native format with a slip sheet that includes a Bates number and text indicating "This document was produced in Native format." Group native files within incrementally named "NATIVE" directories; separate from images directories.
- e. **Metadata.** Produce extracted metadata for each document in the form of a Concordance load file (.dat), including the following fields (where applicable): Bates range begin, Bates range end, Bates family range begin, Bates family range end, email subject line, document subject, file name, email sent date, email sent time, created date, created time, last modified date, last modified time, family date, family time, author, from, to, CC, BCC, custodian, source and/or source folder, file extension, file type, page count, MD5 hash value, and native file path location of the document and, where applicable, the natural Person in whose posses it was found.

11. Each Request shall be construed according to its own terms subject to these Definitions and Instructions, unless otherwise specified. Although some of the Requests may overlap with others, no Request should be read as limiting any other.

12. If, in responding to these Requests, You claim any ambiguity in a Request, or in a Definition or Instruction applicable to a Request, such claim shall not be utilized as a basis for refusing to respond, but You shall set forth as part of Your response the language deemed to be ambiguous and the interpretation used in responding to the Request. Each Request is continuing in nature. If, after responding, You obtain or become aware of any additional Documents responsive to these Requests, You shall produce such additional Documents forthwith.

REQUESTS

1. All contracts, agreements, or memoranda of understanding with or relating to CSXT from January 1, 2018, through present.

2. All Documents and Communications from January 1, 2018, through present, relating to any contracts, agreements, or memoranda of understanding with or relating to CSXT.
3. All Communications, including but not limited to emails and letters, sent to and received from CSXT from January 1, 2018, through present.
4. All Documents and Communications from the January 1, 2018, through present, relating to the Virginia Port Authority's March 5, 2025, letter to Cynthia T. Brown, Chief, Section of Administration, Surface Transportation Board, relating to this proceeding.
5. All Documents and Communications from the January 1, 2018, through present relating to STB Docket No. FD 36836.
6. All Communications with or among CSXT, NPBL, or NS regarding access to NIT by rail from January 1, 2018, through present.
7. All Documents relating to CSXT's ability to access NIT by rail from January 1, 2018, through present.
8. All Communications with CSXT regarding CSXT's use of, or access to, terminal facilities other than NIT, including, but not limited to, Richmond Marine Terminal, Portsmouth Marine Terminal, and Virginia International Gateway terminal from January 1, 2018, through present.
9. All Communications and Documents relating to the switching rate charged by NPBL from January 1, 2018, through present.
10. All studies or reports, including Communications and Documents relating thereto from January 1, 2018, through present, relating to CSXT's ability or inability to access NIT.
11. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT for drayage of containers to or from NIT from January 1, 2018, through present.
12. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT for lifts of containers at NIT from January 1, 2018, through present.
13. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT and/or NPBL for rail transport to and from NIT from January 1, 2018, through present.

14. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT for drayage of containers to or from VIG from January 1, 2018, through present.

15. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT for rail transport of containers to or from VIG from January 1, 2018, through present.

16. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT for lifts of containers to or from VIG from January 1, 2018, through present.

17. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT for lifts of containers at PMT from January 1, 2018, through present.

18. All Documents and Communications, including notes, memorandums or records of meetings, discussing or pertaining to CSXT's access to NIT from January 1, 2018, through present.

19. All Communications with CSXT regarding John Reinhart's April 13, 2018, letter to NPBL.

20. All Communications with CSXT regarding NPBL's April 19, 2018, letter to John Reinhart.

21. All drafts of John Reinhart's April 13, 2018, letter to NPBL, including any comments on such drafts, whether from internal or external sources.

22. Documents sufficient to show intermodal port and rail infrastructure in and around Hampton Roads, Virginia.

23. Data files from January 1, 2018, through present for the following:

- a) The capacity and freight volumes for both rail and trucks by carrier, port of origin, destination, and rates for freight shipped through NIT, VIG, and PMT;
- b) Drayage of intermodal containers to or from NIT, VIG, and PMT to any intermodal facility where the containers were loaded on or off trains;
- c) The costs of drayage per container at, to or from NIT, VIG, and PMT;

- d) Container volumes loaded onto and unloaded from vessels at NIT, VIG, and PMT, by steamship line, alliance, or both;
- e) Vessel calls at NIT, VIG, and PMT;
- f) All rail traffic, including double-stack rail traffic into or out of NIT, VIG, and PMT; and
- g) Wait times or other measures of congestion at NIT, VIG, and PMT.

24. Documents sufficient to show the drayage capacity of, at, to or from NIT, VIG, and PMT from January 1, 2018, through present.

25. Documents sufficient to show the intermodal container capacity at NIT, VIG, and PMT from January 1, 2018, through present.

26. Documents reflecting Your policies or practices with respect to making payments and/or providing subsidies towards drayage costs for intermodal freight out of NIT from January 1, 2018, through present.

27. All Documents and Communications between You and any party, including any shipping lines, concerning the assignment of vessels to NIT, VIG, or PMT, including Documents showing how vessels are assigned to each VIT terminal from January 1, 2018, through present.

28. All Communications between You and any steamship lines regarding rail access at NIT or the issues in this Action from January 1, 2018, through present.

29. All Documents and Communications showing rates or fees charged by VIT to rail carriers at NIT, including, but not limited to, intraplant switch rates and container lift charges from January 1, 2018, through present.

30. All Documents and Communications concerning VIT's acquisition of property from NPBL from January 1, 2018, through present.

31. All Documents and Communications concerning any acquisition or potential acquisition of any property for rail access at NIT, PMT, or VIG from January 1, 2018, through present.

32. All Documents concerning dual rail access at NIT, including any market studies or analyses regarding any benefit to VIT as a result of multiple rail carriers having access to NIT as well as all Documents concerning your representations that dual rail access is available at NIT from January 1, 2018, through present.

33. All Documents concerning the "Smart Stack" rail strategy, or any other strategy implemented by You regarding connections between NIT, VIG, and PMT and any railroad or railroad network from January 1, 2018, through present.
34. All Documents and Communications related to the Master Rail Plan for VIT from January 1, 2018, through present.
35. All Documents comparing the volumes of intermodal freight by truck and rail in and out of VIT with the volumes of intermodal freight by truck and rail in and out of other East Coast Ports from January 1, 2018, through present.
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37. All Documents showing the travel times of containers out of VIG, NIT, or PMT to the Midwest from January 1, 2018, through present.
38. All Documents and Communications from January 1, 2018, through present between You and CSXT about CSXT's proposal to install a representative from the VIT as a Director on the NPBL Board of Directors.
39. All Contracts that existed from January 1, 2018, through present between VIT and CSXT that govern drayage subsidies that VIT gave to CSXT regarding CSXT drayage of containers between NIT and CSXT's railyard.
40. All Documents and Communications from January 1, 2018, through present relating to competitive alternatives for customers shipping cargo through NIT, VIG, and PMT.
41. Documents sufficient to show volumes and numbers of containers shipped by CSXT to and from NIT, VIG, and PMT from January 1, 2018, through present.
42. All Documents and Communications from January 1, 2018, through present relating to any proposed or contemplated expansion of terminal capacity, or intermodal freight-handling capacity, at NIT, VIG, or PMT.
43. All Documents from January 1, 2018, through present relating to studies or analyses of traffic volumes, railroad rates, or railroad costs for any intermodal railroad train movements into or out of any East Coast Port.
44. All Documents from January 1, 2018, through present relating to studies or analysis of railroad rates for International Intermodal freight traffic moving to or from all East Coast Ports.

45. All Documents from January 1, 2018, through present relating to competition for intermodal traffic to or from all East Coast Ports, including competition between CSXT and NS and competition between freight rail transportation, truck transportation, and alternative ports.

46. All Communications from January 1, 2018, through present between NPBL and VIT relating to NPBL's actual or projected operating costs, including costs for switching traffic for other carriers.

47. All Documents and Communications sent, analyzed, discussed, or otherwise used from January 1, 2018, through present relating to the use of NS's Portlock Yard, including the ability to avoid use of Portlock Yard, in the movement of NPBL traffic.

INTERROGATORIES

1. Identify all persons who have contributed to the information contained in VIT's submissions in this proceeding.

Respectfully submitted,

//s// William A. Mullins

Joseph H. Carpenter
Thomas E. Zoeller
Hanna M. Chouest
NORFOLK SOUTHERN CORPORATION
650 W Peachtree St N.W.
Atlanta, GA 30308
Tel: (470) 571-5208

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Tel.: (202) 663-7823

August 15, 2025 (Date Re-Served)

Attorneys for Norfolk Southern Corporation
and Norfolk Southern Railway Company

CERTIFICATE OF SERVICE

I certify that I have caused to be have re-served on this 15th day of August 2025, Norfolk Southern's First Set of Requests for Production of Documents and First Set of Interrogatories upon the Secretary of Transportation, the Attorney General of the United States, Administrative Law Judge Jenifer Soulikias, counsel for VIT and all other parties of record by depositing a copy in the U.S. mail in a properly addressed envelope with adequate first-class postage thereon prepaid, or by other, more expeditious means.

/s/ William A. Mullins
William A. Mullins

Attorney for Norfolk Southern Corporation and
Norfolk Southern Railway Company

MULLINS LAW GROUP PLLC

Transportation Solutions for the 21st Century

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August 15, 2025

VIA E-MAIL

Sarah McCoy, Esq.
Virginia Port Authority
101 W Main Street
Norfolk, VA 23510
smccoy@portofvirginia.com

Re: Norfolk Southern Railway Company – Control Acquisition – Norfolk & Portsmouth Belt Line Railroad Company, FD No. 36836

Dear Ms. McCoy:

As stated in Norfolk Southern Corporation and Norfolk Southern Railway Company's Motion to Compel against the Port of Virginia (including the Virginia Port Authority, and the Virginia International Terminals, LLC ("VIT")), Norfolk Southern Corporation and Norfolk Southern Railway Company is re-serving its First Set of Requests for Production of Documents and First Set of Interrogatories to Virginia Port Authority d/b/a Port of Virginia.

If there are any questions about this matter, please contact me directly, either by telephone: at 202-663-7831 or by e-mail: czorbaugh@mullinslawgroup.net. If I am unavailable, you may contact John V. Edwards, who can be reached at (202) 663-7853 or by e-mail at jedwards@mullinslawgroup.net.

Respectfully submitted,

/s/ Crystal M. Zorbaugh

Crystal M. Zorbaugh
Attorney for Norfolk Southern Corporation and
Norfolk Southern Railway Company

Enclosures

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 36836

**NORFOLK SOUTHERN CORPORATION &
NORFOLK SOUTHERN RAILWAY COMPANY
--ACQUISITION OF CONTROL—
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**FIRST SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS AND FIRST SET
OF INTERROGATORIES TO VIRGINIA PORT AUTHORITY
D/B/A PORT OF VIRGINIA**

**Joseph H. Carpenter
Thomas E. Zoeller
Hanna M. Chouest
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Tel: (470) 571-5208**

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Suite 720
Washington, D.C. 20036
Tel.: (202) 663-7823**

August 15, 2025 (Date Re-Served)

**Attorneys for Norfolk Southern
Corporation and Norfolk Southern Railway
Company**

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 36836

**NORFOLK SOUTHERN CORPORATION &
NORFOLK SOUTHERN RAILWAY COMPANY
--ACQUISITION OF CONTROL--
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY**

**FIRST SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS AND FIRST SET
OF INTERROGATORIES TO VIRGINIA PORT AUTHORITY
D/B/A PORT OF VIRGINIA**

Pursuant to 49 C.F.R. § 1114.30 Norfolk Southern Corporation and Norfolk Southern Railway Company (together, “Norfolk Southern”) hereby requests the Virginia Port Authority d/b/a Port of Virginia (“VPA”) to produce all documents responsive to the below requests to the offices of Mullins Law Group PLLC, 2001 L Street NW, Suite 720, Washington, DC 20036, or via electronic delivery means, in accordance with the Definitions and Instructions below, and within 10 days¹ or such other time as may be agreed upon by the parties or ordered by the Surface Transportation Board (“Board” or “STB”).

DEFINITIONS

The following Definitions apply to each Request contained herein and are deemed incorporated in each Request.

1. “Action” shall mean *Norfolk Southern Corporation & Norfolk Southern Railway Company – Acquisition of Control – Norfolk & Portsmouth Belt Line Railroad Company*, FD 36836, filed before the Surface Transportation Board.

2. “And” and “or” shall be construed either disjunctively or conjunctively as necessary to bring within the scope of the Request all responses that might otherwise be construed to be outside of its scope.

¹ Due to VPA alleging Norfolk Southern improperly served it on July 21, 2025, Norfolk Southern is re-serving this discovery and requests that VIT respond within 10 days. Norfolk Southern has simultaneously filed a motion to compel related to the discovery previously served on July 21, 2025. It is pending before the administrative law judge and the Board.

3. “Any” shall be construed as “all” and vice versa, as necessary to bring within the scope of the Request all information that might otherwise be construed to be outside of its scope.

4. “Norfolk Southern” or “NS” shall mean Norfolk Southern Corporation, Norfolk Southern Railway Company and their predecessors and successors in interest, as well as the present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries, affiliates, divisions, area offices, and regional offices of the foregoing companies, and all Persons acting or purporting to act on their behalf.

5. “Virginia Port Authority d/b/a Port of Virginia” or “VPA” shall mean the Virginia Port Authority, operating as itself or the Port of Virginia operating on VPA’s behalf and its predecessors and successors in interest, as well as the present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries, affiliates, divisions, area offices, regional offices of the foregoing companies, and all Persons acting or purporting to act on their behalf.

6. “CSX Transportation, Inc.” or “CSXT” shall mean CSX Transportation, Inc., and its predecessors and successors in interest, as well as the present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries, affiliates, divisions, area offices, and regional offices of the foregoing companies, and all Persons acting or purporting to act on their behalf.

7. “District Court Proceeding” shall mean *CSX Transportation, Inc. v. Norfolk Southern Railway Company*, No. 2:18-cv-00530 (E.D. Va. Oct. 4, 2018).

8. “Document” or “Documents” is used in the broadest possible sense permissible and includes, without limitation, all originals, copies (if the originals are not available), non-identical copies (whether different from the original because of underlining, editing marks, notes made on or attached to such copy, or otherwise) and drafts, whether printed or recorded (through a sound, video, or other electronic, magnetic, or digital recording system) or reproduced by hand, of the following: letters, correspondence, telegrams, telexes, memoranda, records, text messages, communications via Internet-connected application, summaries of personal conversations or interviews, minutes or records or notes of meetings or conferences, note pads, notebooks, postcards, “Post-It” or similar notes, stenographic notes, notes, notebooks, opinions or reports of financial advisors or consultants, opinions or reports of experts, projections, financial or statistical statements or compilations, contracts, agreements, appraisals, analyses, purchase orders, confirmations, publications, articles, books, pamphlets, circulars, microfilm, microfiche, reports, studies, logs, surveys, diaries, calendars, appointment books, maps, charts, graphs, bulletins, photostats, speeches, data sheets, pictures, photographs, illustrations, blueprints, films, drawings, plans, tape recordings, videotapes, disks, diskettes, data tapes or readable computer-produced interpretations or transcriptions thereof, electronic messages, voice mail messages, interoffice communications, advertising, packaging and promotional materials, material of any sort and in any format maintained or available at any time on the World Wide Web (whether

formerly, currently, or both), and any other writings, papers and tangible things of whatever description whatsoever, including but not limited to any information contained in any computer, even if not yet printed out.

9. “East Coast Port” shall mean all ocean ports and marine terminals on the Atlantic and Gulf coasts in the United States located east of the Mississippi River that handle intermodal containers, including terminals located in the Port of New Orleans, Port of New York/New Jersey, Port of Baltimore, Port of Charleston, Port of Savannah, Port of Mobile, Port of Wilmington, Port of Jacksonville, Port of Virginia (VIG and NIT).

10. “Including” shall mean “including, without limitation” and “including but not limited to.”

11. “International Intermodal freight” shall mean freight that is transported via ocean vessel and rail or truck in standardized 20-foot or 40-foot containers.

12. “NIT” shall mean Norfolk International Terminals, located in Norfolk, Virginia, and all persons acting on its behalf at any point in time, including current or former officers, management, directors, employees, agents, attorneys, and representatives.

13. “NPBL” shall mean Norfolk & Portsmouth Belt Line Railroad Company and its predecessors and successors in interest, as well as the present and former directors, officers, employees, agents, managing agents, representatives, attorneys, predecessors, successors, parents, subsidiaries, affiliates, divisions, area offices, and regional offices of the foregoing companies, and all Persons acting or purporting to act on their behalf.

14. “PMT” shall mean Portsmouth Marine Terminal, located in Portsmouth, Virginia, and all persons acting on its behalf at any point in time, including current or former officers, management, directors, employees, agents, attorneys, and representatives.

15. “Relating to” as used herein with reference to a subject shall mean both of the following:

- a. Containing, compromising, constituting, stating, setting forth, recording, contradicting, referring to, evidencing or in any way pertaining to, in whole or in part, that subject; and
- b. Describing, discussing, reflecting, interpreting, identifying, concerning, in any way pertaining to, in whole or in part, that subject, or to be in any way logically or factually connected with the matter discussed.

16. “Relevant Period” shall refer to the period of time from January 1, 2018, through the Present, unless otherwise specified. If a Request does not specify a date range, the Relevant Period applies.

17. “VIG” shall mean Virginia International Gateway, located in Portsmouth, Virginia, formerly known as APM Terminals Virginia, and all Persons acting on its behalf at any

point in time, including current or former officers, management, directors, employees, agents, attorneys, and representatives.

18. “You” and “Your” shall refer to VPA as defined above.

19. “Identify” shall mean disclosure of any responsive individual’s name, job title, and capacity in which they contributed to VPA’s responses.

20. The use of the singular shall be deemed to include the plural, as appropriate in context.

INSTRUCTIONS

The following instructions apply to each Request set forth herein and are deemed incorporated in each Request:

1. In responding to these Requests, produce all Documents within the possession, custody, or control of VPA, which includes in VPA’s actual or constructive possession or control, including, without limitation, Documents, tangible things, and electronically stored information located in personal files, hard copy files, computer systems, smartphones, Internet-enabled messaging applications, networks, servers, CDs, DVDs, memory sticks, zip drives, hard drives, floppy disks, magnetic tapes, and other electronic media. Furthermore, a Document does not have to have been dated or created during the period of January 1, 2018, through present, to be responsive to a Request. The Document merely must have been sent, analyzed, discussed, or otherwise used during the period of January 1, 2018, through present. This Instruction applies unless otherwise stated in the individual Request.

2. If there is no Document responsive to a particular Request, VPA shall state so in writing.

3. If any Document or Communication called for by any Request is withheld because VPA claims that it is privileged or otherwise protected from disclosure, VPA must identify the Document or Communication so withheld and the privilege or doctrine VPA claims. In the case of Documents of Communications that VPA claims are privileged that relate to meetings or to other conversations, all participants in the meeting or conversation shall be identified.

4. Each Document requested herein must be produced in its entirety and without deletion, abbreviation, redaction (except for information that is both non-responsive and commercially sensitive), expurgation, or excisions, regardless of whether VPA considers the entire Document to be relevant or responsive to these Requests. If VPA has redacted any portion of a Document for privilege, stamp the word “redacted” on each page of the Document which VPA has redacted, identifying the basis for such redaction.

5. VPA must produce entire Documents including all attachments, cover letters, memoranda, and appendices, as well as the file, folder tabs, and labels appended to or containing any produced Documents. Copies that differ in any respect from an original shall be produced separately.

6. If VPA objects to any Request or part of a Request, VPA must set forth the basis for such objections with particularity and respond to all parts of the Request to which VPA does not object.

7. All responsive Documents in existence as of the date of production are to be produced. These Requests are continuing in nature, up to and during the course of any hearing. Any Documents created or obtained after the date of production are to be produced under VPA's obligation to supplement VPA's production immediately upon the creation or identification of additional responsive Documents.

8. For any responsive Documents that are no longer in existence, indicate the nature of the Document, its approximate date of creation, its author(s), and recipient(s), its approximate date of destruction or disposal, and the reason for and method by which its destruction or disposal took place.

9. All Documents responsive to these Requests shall be produced in accordance with any applicable rules and orders of the Surface Transportation Board, and subject to any agreement negotiated by and between the parties regarding the production of electronically stored information ("ESI").

10. ESI should be produced in accordance with the following specifications:

- a. Form of Production. Produce electronically stored information in single-page TIFF format (Group IV TIFF at 300 dpi) with standard Concordance formatted load file (.dat), including all metadata. Name each TIFF file with a unique name matching the Bates number (or similar identifying mark) labeled on the corresponding page. Group every 1000 TIFFs into a new folder; do not create a separate folder for each document.
- b. Image Load File. Provide an image load file (Opticon file) that contains document boundaries and page counts.
- c. Document Text. For documents that were originally stored as native electronic files and which do not have redactions, produce the extracted full text (not OCR) from the body of each document in separate document-level *.txt files named for the beginning Bates number of the associated document. Provide OCR text for documents without extracted text available (non-searchable PDFs, etc.). Group 1000 document text files per incrementally named "TEXT" directories, separate from image directories. For documents that were originally stored as native electronic files and which have redactions, produce the OCR text from the redacted image(s) associated with each document, in separate document-level *.txt files named for the beginning Bates number of the associated document. Clearly label any redacted material to show the redactions on the TIFF image.

- d. Native Production For Certain File Types. For files that reasonably require viewing in their native format for a full understanding of their content and meaning (including but not limited to certain PowerPoint or other special presentation programs or database files), produce the files in native and TIFF formats to the extent it is reasonably possible to do so. Name the produced native file with the Bates number on the first page of the corresponding TIFF production of the file / document or on the TIFF placeholder document (i.e. "slipsheet"). For Excel files, produce in native format with a slip sheet that includes a Bates number and text indicating "This document was produced in Native format." Group native files within incrementally named "NATIVE" directories; separate from images directories.
- e. Metadata. Produce extracted metadata for each document in the form of a Concordance load file (.dat), including the following fields (where applicable): Bates range begin, Bates range end, Bates family range begin, Bates family range end, email subject line, document subject, file name, email sent date, email sent time, created date, created time, last modified date, last modified time, family date, family time, author, from, to, CC, BCC, custodian, source and/or source folder, file extension, file type, page count, MD5 hash value, and native file path location of the document and, where applicable, the natural Person in whose posses it was found.

11. Each Request shall be construed according to its own terms subject to these Definitions and Instructions, unless otherwise specified. Although some of the Requests may overlap with others, no Request should be read as limiting any other.

12. If, in responding to these Requests, You claim any ambiguity in a Request, or in a Definition or Instruction applicable to a Request, such claim shall not be utilized as a basis for refusing to respond, but You shall set forth as part of Your response the language deemed to be ambiguous and the interpretation used in responding to the Request. Each Request is continuing in nature. If, after responding, You obtain or become aware of any additional Documents responsive to these Requests, You shall produce such additional Documents forthwith.

REQUESTS

1. All contracts, agreements, or memoranda of understanding with or relating to CSXT from January 1, 2018, through present.

2. All Documents and Communications from January 1, 2018, through present, relating to any contracts, agreements, or memoranda of understanding with or relating to CSXT.

3. All Communications, including but not limited to emails and letters, sent to and received from CSXT from January 1, 2018, through present.

4. All Documents and Communications from the January 1, 2018, through present, relating to the Virginia Port Authority's March 5, 2025, letter to Cynthia T. Brown, Chief, Section of Administration, Surface Transportation Board, relating to this proceeding.
5. All Documents and Communications from the January 1, 2018, through present relating to STB Docket No. FD 36836.
6. All Communications with or among CSXT, NPBL, or NS regarding access to NIT by rail from January 1, 2018, through present.
7. All Documents relating to CSXT's ability to access NIT by rail from January 1, 2018, through present.
8. All Communications with CSXT regarding CSXT's use of, or access to, terminal facilities other than NIT, including, but not limited to, Richmond Marine Terminal, Portsmouth Marine Terminal, and Virginia International Gateway terminal from January 1, 2018, through present.
9. All Communications and Documents relating to the switching rate charged by NPBL from January 1, 2018, through present.
10. All studies or reports, including Communications and Documents relating thereto from January 1, 2018, through present, relating to CSXT's ability or inability to access NIT.
11. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT for drayage of containers to or from NIT from January 1, 2018, through present.
12. All Documents and Communications evidencing or describing any subsidies, discounts, cost sharing arrangements, incentive payments, or other inducements offered or given to CSXT for lifts of containers at NIT from January 1, 2018, through present.
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20. All Communications with CSXT regarding NPBL's April 19, 2018, letter to John Reinhart.

21. All drafts of John Reinhart's April 13, 2018, letter to NPBL, including any comments on such drafts, whether from internal or external sources.

22. Documents sufficient to show intermodal port and rail infrastructure in and around Hampton Roads, Virginia.

23. Data files from January 1, 2018, through present for the following:

- a) The capacity and freight volumes for both rail and trucks by carrier, port of origin, destination, and rates for freight shipped through NIT, VIG, and PMT;
- b) Drayage of intermodal containers to or from NIT, VIG, and PMT to any intermodal facility where the containers were loaded on or off trains;
- c) The costs of drayage per container at, to or from NIT, VIG, and PMT;
- d) Container volumes loaded onto and unloaded from vessels at NIT, VIG, and PMT, by steamship line, alliance, or both;
- e) Vessel calls at NIT, VIG, and PMT;
- f) All rail traffic, including double-stack rail traffic into or out of NIT, VIG, and PMT; and
- g) Wait times or other measures of congestion at NIT, VIG, and PMT.

24. Documents sufficient to show the drayage capacity of, at, to or from NIT, VIG, and PMT from January 1, 2018, through present.
25. Documents sufficient to show the intermodal container capacity at NIT, VIG, and PMT from January 1, 2018, through present.
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41. Documents sufficient to show volumes and numbers of containers shipped by CSXT to and from NIT, VIG, and PMT from January 1, 2018, through present.
42. All Documents and Communications from January 1, 2018, through present relating to any proposed or contemplated expansion of terminal capacity, or intermodal freight-handling capacity, at NIT, VIG, or PMT.
43. All Documents from January 1, 2018, through present relating to studies or analyses of traffic volumes, railroad rates, or railroad costs for any intermodal railroad train movements into or out of any East Coast Port.
44. All Documents from January 1, 2018, through present relating to studies or analysis of railroad rates for International Intermodal freight traffic moving to or from all East Coast Ports.
45. All Documents from January 1, 2018, through present relating to competition for intermodal traffic to or from all East Coast Ports, including competition between CSXT and NS and competition between freight rail transportation, truck transportation, and alternative ports.
46. All Communications from January 1, 2018, through present between NPBL and VPA relating to NPBL's actual or projected operating costs, including costs for switching traffic for other carriers.
47. All Documents and Communications sent, analyzed, discussed, or otherwise used from January 1, 2018, through the present relating to the use of NS's Portlock Yard, including the ability to avoid use of Portlock Yard, in the movement of NPBL traffic.

INTERROGATORIES

1. Identify all persons who have contributed to the information contained in VPA's submissions in this proceeding.

Respectfully submitted,

//s// William A. Mullins

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August 15, 2025 (Date Re-Served)

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CERTIFICATE OF SERVICE

I certify that I have caused to have re-served on this 15th day of August 2025, Norfolk Southern's First Set of Requests for Production of Documents and First Set of Interrogatories upon the Secretary of Transportation, the Attorney General of the United States, Administrative Law Judge Jenifer Soulikias, counsel for VPA and all other parties of record by depositing a copy in the U.S. mail in a properly addressed envelope with adequate first-class postage thereon prepaid, or by other, more expeditious means.

/s/ William A. Mullins
William A. Mullins

Attorney for Norfolk Southern Corporation and
Norfolk Southern Railway Company

CERTIFICATE OF SERVICE

I certify that, on August 15, 2025, I have served a copy of Norfolk Southern Corporation's and Norfolk Southern Railway Company's Motion to Compel against the Port of Virginia (including the Virginia Port Authority, and the Virginia International Terminals, LLC ("VIT")) on all parties of record, and Administrative Law Judge Soulikias by depositing a copy in the U.S. mail in a properly addressed envelope with adequate first-class postage thereon prepaid, or by other, more expeditious means.

/s/ Crystal M. Zorbaugh

Attorney for Norfolk Southern Corporation and
Norfolk Southern Railway Company