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BEFORE THE
SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. 36873

UNION PACIFIC CORPORATION AND
UNION PACIFIC RAILROAD COMPANY

— CONTROL —

NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY

**CN’S REPLY TO APPLICANTS’ MOTION TO PERMIT STAKEHOLDER
COMMUNICATIONS IN ACCORDANCE WITH 49 U.S.C. § 11324(f)**

On August 29, 2025, Union Pacific Corporation, Union Pacific Railroad Company, Norfolk Southern Corporation, and Norfolk Southern Railway Company (collectively “Applicants”) filed a motion asking the Board to waive the prohibition on ex parte communications established in *Petition of Fieldston Co. to Establish Procedures Regarding Ex Parte Communications in Railroad Merger Proceedings*, EP 619 (STB served Jan. 8, 1997) (“*Fieldston*”).

Grand Trunk Corporation, on behalf of itself and its U.S. rail operating subsidiaries¹ (collectively “CN”) supports a full waiver of the *Fieldston* prohibition as it relates to all parties in this proceeding in order to permit a fulsome discussion of the record.² Permitting ex parte

¹ Bessemer and Lake Erie Railroad Company, Cedar River Railroad Company, Chicago, Central & Pacific Railroad Company, Grand Trunk Western Railroad Company, Illinois Central Railroad Company, Iowa Northern Railway Company, The Pittsburgh & Conneaut Dock Company, and Wisconsin Central Ltd.

² Per Decision No. 4, CN will address ex parte scheduling issues when it comments on the proposed procedural schedule; CN’s views on the schedule do not align with Applicants’

meetings would enhance efficiency for the Board and parties in a proceeding that is likely to involve a complex and technical record. Ex parte meetings would also contribute to more timely and informed decision-making.

Congress expressly authorized ex parte communications in STB proceedings relating to a transaction involving at least one rail carrier. 49 U.S.C. § 11324(f)(2). In *Fieldston*, the Board chose not to exercise this authority, as it banned ex parte communications in railroad merger proceedings. The Board reasoned that ex parte communications in merger proceedings would “place on Board members and staff the burden of reducing any oral communication to writing and placing it in the public docket.” *Fieldston*, EP 619, slip op. at 2. In addition, the Board cited principles of fairness and public perception of fairness. *Id.* at 2-3.

Procedures adopted by the Board in 2018 for informal rulemaking proceedings remedy both of those concerns. *Ex Parte Commc’ns in Informal Rulemaking Proceedings*, EP 739 (STB served Feb. 28, 2018) (“*EP 739*”). Under 49 C.F.R. § 1102.2(g)(4), the Board has placed responsibility on parties, as opposed to the Board Members or staff, for documenting their oral communications with the Board. And as the Board explained in Docket No. EP 739, the safeguards in the regulation—in particular, public disclosure of meeting summaries and handouts—are sufficient to preserve fairness and transparency. *See EP 739*, slip op. at 17. These safeguards apply equally well in a merger proceeding where ex parte communications are expressly authorized by § 11324(f).

proposal. *See* Decision No. 4, *Union Pac. Corp.—Control—Norfolk S. Corp.*, FD 36873, slip op. at 2 & n.2 (STB served Sept. 10, 2025).

Conclusion

For all of these reasons, CN urges the Board to waive the *Fieldston* prohibition and allow ex parte communications in this proceeding.

Respectfully submitted,

/s/ Sara Razi

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Dated: September 17, 2025

CERTIFICATE OF SERVICE

I hereby certify that on this 17th day of September, 2025, a copy of the preceding Notice of Appearance was served by email or first class mail on all parties designated as Parties of Record on the service list of this docket at the time of this filing.

/s/ Sara Razi
Sara Razi