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Danielle Gosselin
Director
Office of Environmental Analysis
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

Re: Docket No. FD 36873, Response to Information Request No. 1

Dear Ms. Gosselin:

I am writing on behalf of Union Pacific Railroad Company (UP) to respond to the Office of Environmental Analysis's Information Request No. 1. The substantive answers to the Office of Environmental Analysis's (OEA) requests are included in the accompanying maps and tables. The respondents are submitting both the Master Segment Table as well as the Map Series. This letter supplements those maps and tables by explaining how they were prepared. UP developed this data package in cooperation with its co-applicant, Norfolk Southern Corporation and Norfolk Southern Railway Company (NS).

The accompanying Master Segment Table includes all segments assessed in response to this data request and that exceed the relevant thresholds or otherwise fall within the scope of the request.[1] The table includes segments with trackage and haulage rights. Baseline data provided for those segments does not reflect the impact of foreign traffic, and thus may be understated, resulting in a conservative approach to the threshold analysis.

A. REQUEST: Provide the following information where transaction-related traffic would exceed the Board's thresholds at 49 C.F.R.§ 1105.7(e)(5) (traffic levels shall be based on

[1] Mileages reported in these tables for certain segments differ from mileages reported in Applicants' Workpaper "Line Segment Tables from Model vF.xlsx" associated with the Operating Plan in the Application. To prepare maps required for environmental review purposes (i.e., to more precisely identify areas of potential environmental impacts), Applicants supplemented network mileage data used in the ordinary course of business for operations planning with GIS data where they determined GIS data were more precise.

projections five years after the date of the anticipated year of the issuance of a final decision from the Board).

A.1. REQUEST: Identify and map by state and milepost endpoints, each rail line segment that would experience an increase in transaction-related rail traffic of at least 100 percent (as measured in gross ton miles annually) or an increase of at least eight or more trains per day, in areas designated as being in attainment for the primary air pollutants regulated under the Clean Air Act ("attainment areas"). For each rail segment, specify the number of existing trains per day (or gross ton miles annually) and the number of new transaction-related trains per day (or gross ton miles annually).

A.1. RESPONSE:

The proposed transaction is an end-to-end combination of two rail systems: UP and NS. OEA specified that UP and NS should calculate transaction-related traffic changes "five years after" the proposed transaction is approved. To that end, UP and NS isolated the transaction related growth calculated via modeling and added an organic growth rate compounded annually for 5 years post transaction. The organic growth rate is based on long-term standalone revenue growth assumptions for volume by each railroad.

To predict how a combined UP and NS network would affect traffic levels, UP and NS modeled the impacts of the Transaction on the combined system's traffic levels and used those traffic forecasts to build a combined Operating Plan detailed in the application to the Surface Transportation Board (Board).

The accompanying maps and tables show the Transaction related traffic changes, through year five.

Specifically, UP and NS are providing 99 maps showing the segments that exceed the attainment area thresholds based on year five projections. Attachment "20251218_A1_A2_SEGMENT_MAP_SERIES" has individual maps for each segment and includes tables with both million gross ton miles (mGTM) annually, trains per day (TPD) for the baseline and for Year 5 post-transaction, and current passenger TPD. The maps are supported by details in the "Master Segment Tables for Req1 Items vF" document.

A.2. REQUEST: Identify and map by state and milepost endpoints, each rail line segment that would experience an increase in transaction-related rail traffic of at least 50 percent (as measured in gross ton miles annually) or an increase of at least three or more trains per day in areas designated as a Class I area or being in nonattainment for one or more of the primary air pollutants regulated under the Clean Air Act ("nonattainment areas"). For each rail segment, specify the number of existing trains per day (or gross ton miles annually) and the number of new transaction-related trains per day (or gross ton miles annually).

A.2. RESPONSE: UP and NS are providing 177 maps showing segments that exceed the nonattainment, maintenance area, or Class 1 area thresholds based on year five projections. Of the 177 maps, 27 are inclusive of segments that also exceed the A1 thresholds. Attachment "20251218_A1_A2_SEGMENT_MAP_SERIES" has individual maps for each segment and includes tables with both million gross ton miles (mGTM)

annually, trains per day (TPD) for the baseline year and Year 5 post-transaction, and current passenger TPD. The maps are supported by details in "Master Segment Tables for Req1 Items vF" document. The methodology for calculating traffic was the same as described in response to request A.1.

A.3. REQUEST: Identify and map by state and community, each rail yard which would experience transaction-related increases in rail yard activity of at least 100 percent (measured by carload activity) or 20 percent (measured by carload activity) in attainment or nonattainment areas, respectively. For each identified rail yard, specify the existing carload activity and new transaction-related carload activity; and

A.3. RESPONSE: UP and NS applied the following methodology to evaluate transaction-related carload increases at rail yards (Manifest Yards). UP and NS isolated the transaction related growth calculated via modeling and added an organic growth rate compounded annually for 5 years post transaction. The organic growth rate is based on long-term standalone revenue growth assumptions for volume by each railroad. UP and NS are providing maps for each yard that exceeds threshold criteria in "20251217_A3_MANIFEST_MAP_SERIES". The maps are supported by details in the "Master Segment Tables for Req1 Items vF" document.

UP and NS have identified 8 yards that exceed OEA's thresholds, all of which are in areas of nonattainment or maintenance zones.

A.4. REQUEST: Identify and map by state and community, each intermodal facility that would experience a transaction-related average increase in truck traffic of more than 10 percent of the average daily traffic or 50 vehicles a day, or both. For each identified intermodal facility, specify the existing truck traffic and new transaction-related truck traffic.

A4. RESPONSE: UP and NS applied the following methodology to evaluate transaction-related growth at intermodal and auto facilities. First, a Year 5 baseline for average daily truck traffic was developed for each facility, which includes organic growth but excludes any effects from the proposed Transaction. Next, estimated Year 5 post-transaction truck traffic was calculated for each facility. Finally, the percentage difference between these two figures was compared to the Board's thresholds.

UP and NS have identified intermodal and auto facilities that exceed one or both thresholds. UP and NS are providing 60 maps showing the intermodal facilities that exceed one or both of the thresholds in "20251216_A4_INTERMODAL_MAP_SERIES" and "20251216_A4_AUTO_MAP_SERIES". The maps are supported by details in the "Master Segment Tables for Req1 Items vF" document.

B. REQUEST: Identify and map by state and community, any transaction-related rail construction that would require Board authorization under 49 U.S.C. § 10901, including the length and endpoints of each proposed rail line.

> **B. RESPONSE**: Because the UP and NS networks already connect at several places, the Transaction does not require any construction that would require Board authorization under 49 U.S.C. § 10901.

C. REQUEST: Identify and map by state, community, length, and milepost endpoints, any transaction-related rail line abandonments.

> **C. RESPONSE**: UP and NS do not anticipate abandoning any rail lines because of the Transaction.

D. REQUEST: For rail segments on which transaction-related rail traffic would exceed the Board's thresholds, and on which passenger rail traffic currently moves, identify and map by state and community, the number of passenger trains per day that currently move on each specified rail segment.

> **D. RESPONSE**: UP and NS are providing the current Trains Per Day (TPD) on the individual segment maps referenced in response to request A.1. and A.2 for passenger trains. See "20251218_A1_A2_SEGMENT_MAP_SERIES". The projected passenger rail traffic growth reflected between the Baseline Year and Year 3 is organic growth associated with agreements that are separate from, and predate, this transaction. Reference the "Notes" column in the "Master Segment Tables for Req1 Items vF" file.

E. REQUEST: Identify and map by state and community, new transaction-related passenger rail traffic including trains per day and milepost endpoints of the new transaction-related passenger rail traffic. For each rail segment that would experience new transaction-related passenger rail traffic, specify the total number of freight trains (existing and new transaction-related) that would run on that same rail segment.

> **E. RESPONSE**: UP and NS do not anticipate new transaction-related passenger rail traffic. The projected passenger rail traffic growth reflected between the Baseline Year and Year 3 is organic growth associated with agreements that are separate from, and predate, this transaction. Reference the "Notes" column in the "Master Segment Tables for Req1 Items vF" file.

F. REQUEST: For transaction-related new rail traffic, identify and map by state and rail segments, any hazardous materials that would be moved. Furthermore, specify whether these commodities would move as components of larger trains or would move in unit train formations.

In general terms, also identify the other commodities that would move with any transaction-related traffic.

F. RESPONSE: The Master Segment Table shows all transaction related new hazardous material movements on the combined UP-NS network. Those hazardous materials would be a small portion of the carloads on the combined network. All hazardous materials shipments are forecasted to move as components of larger trains. In general terms, as a common carrier most commodities have the potential to move as transaction related traffic.

UP and NS have identified 811 segments that meet the criteria above. Attachment "20251218_F_HAZMAT_MAP_SERIES" has individual maps for each segment.

G. REQUEST: Under the proposed transaction, for each rail line segment, rail yard, or intermodal facility that would exceed the thresholds listed in Item A, provide the following information as applicable:

G.1. REQUEST: Numbers, locations, and mileposts of existing and proposed public roadway/rail at-grade crossings; and

G.1. RESPONSE: UP and NS are providing a tab in the Master Segment Table that lists public at-grade crossings with an assigned Federal Railway Administration (FRA) grade crossing inventory number where those crossings meet the thresholds defined in Section A of this request. The details are in the "Master Segment Tables for Req1 Items" file.

UP and NS are not proposing any new public at-grade crossings for those identified segments.

G.2. REQUEST: Maps, locations, and milepost endpoints of any existing quiet zones.

G.2. RESPONSE: UP and NS cross-referenced public FRA data with the rail networks to create maps that show public at-grade crossings that are designated as being in a quiet zone. These crossings are shown in the "20251218_G2_QUIET_ZONE_MAP_SERIES" file. The maps are supported by details in the "Master Segment Tables for Req1 Items vF" file.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Thomas Brugato