

CSXT-36

BEFORE THE
SURFACE TRANSPORTATION BOARD

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FINANCE DOCKET NO. 36836 (SUB-NO. 1)

CSX TRANSPORTATION, INC.
—TERMINAL TRACKAGE RIGHTS—
NORFOLK SOUTHERN RAILWAY COMPANY AND
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY

CSX TRANSPORTATION, INC.'S
REBUTTAL IN SUPPORT OF
APPLICATION FOR TERMINAL TRACKAGE RIGHTS

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1. Introduction and Summary.

CSXT¹ hereby submits this rebuttal in support of its application for terminal trackage rights (“Responsive Application”), filed on September 18, 2025. CSXT has asked the Board in the first instance to dismiss or deny NS’s control application and to order NS to divest control of NPBL. NS seeks continued control of NPBL in order to cement CSXT’s exclusion from on-dock rail access to NIT, one of the largest and most important intermodal facilities on the East Coast. If the Board declined to authorize NS’s control, the Board would not even need to address CSXT’s Responsive Application and could proceed to consider the Related Proceedings brought by CSXT, including CSXT’s stand-alone application for terminal trackage rights. But if the Board decides to approve NS’s control application, CSXT has asked the Board to impose certain conditions to alleviate the obvious

¹ Unless otherwise defined, the acronyms and defined terms used herein are the same as those used in the Board’s *Decision No. 2*, served on March 14, 2025 in FD 36836, or in CSX Transportation, Inc.’s Petition to Reject Norfolk Southern’s Minor Application, filed on February 27, 2025 in FD 36836.

anticompetitive effects that would continue to flow from NS's (currently unlawful) control of NPBL. One of these conditions is granting CSXT's Responsive Application for terminal trackage rights over certain NS and NPBL lines to allow CSXT to access NIT directly.

In support of NS's claim that anticompetitive effects would not continue to flow from its control of NPBL, NS has claimed that CSXT can access NIT today using NPBL's switching services and that CSXT simply chooses not to do so because CSXT prefers to truck containers across town before they move on CSXT's rail network. Indeed, the purported availability and practicability of the NPBL switching service to NIT is the lynchpin of NS's case seeking control authority.²

Now NS and NPBL have filed oppositions to CSXT's Responsive Application, each claiming that CSXT trackage rights service to NIT would be basically impossible. But the direct trackage rights sought by CSXT would simply replace (and offer a more efficient and practicable solution to) the NPBL switching service that both NS and NPBL claim is fully available today to CSXT. So while NS and NPBL admit and actually tout elsewhere in this case the operational practicability of an **NPBL locomotive** to move a CSXT train to NIT, NS and NPBL now brazenly claim that a **CSXT locomotive** could not move that same intermodal train to NIT.

The Board should see these NS and NPBL oppositions for what they are: the increasingly desperate attempts of a monopolist and its alter-ego to hold onto their grip of on-dock rail at NIT. The histrionic NS and NPBL oppositions provide a near-perfect distillation of the insurmountable challenges that CSXT has faced in recent decades at NIT. The facially implausible claim that **adding a single** inbound and

² Of course, CSXT has established that it would greatly prefer on-dock rail access at NIT to a cumbersome drayage program, and that NS has wielded its control of NPBL as a shield to block CSXT and to maintain its monopoly in on-dock rail service at NIT.

outbound train per day would bring the Norfolk area to a halt just shows what CSXT is up against in trying to get the rail access to NIT to which it is entitled. The Board should reject this shameless hypocrisy and find that CSXT direct service to NIT is practicable and unlikely to substantially interfere with existing traffic because it would be a direct replacement for the same service offered today by NPBL.

Should the Board wish to further examine the claims that NS and NPBL have crafted in opposition to the Responsive Application, it becomes clear that the arguments are pretextual. NS has claimed that NIT cannot handle increased traffic and that capacity is limited on the NS lines to NIT. As set out in the verified statement of Robert Girardot, Director of Network Strategy and Analytics at CSXT, VPA has previously confirmed NIT's ability to handle four intermodal trains in each direction a day (e.g., one more than the three NS trains it handles today). In response to NS's argument that coordination between three railroads is too challenging, Mr. Girardot also explains that at several East Coast ports multiple carriers coordinate service in more complex environments than moving to NIT. Likewise, Mark Mayo, General Manager for the Southeast Region for CSXT, responds to NS's and NPBL's exaggerated claims of potential interference. Mr. Mayo explains that if NIT has sufficient capacity to accept the traffic, NS and NPBL have sufficient capacity to accommodate CSXT's proposal of one additional train per day to and from NIT.

Additionally, CSXT reiterates in this rebuttal that CSXT's Responsive Application has met all of the other statutory standards for Section 11102 terminal trackage rights, including that the line segments at issue here are terminal facilities and that the trackage rights would be in the public interest.

The history of NS's ongoing unlawful control of NPBL – including NS's and NPBL's oppositions to CSXT's Responsive Application – shows that CSXT will never

be able to get direct access to NIT through NPBL so long as NS controls NPBL. NS and NPBL have raised obstacles at every turn to prevent CSXT from gaining effective access to NIT. This started with NS's removal of efficient diamond rail crossings that would facilitate intermodal movements. Next, NPBL restructured its switch rate regime with different rates for different categories of freight to a single so-called "cost-based" uniform rate that effectively increased an already economically prohibitive rate for intermodal traffic. And the campaign continues today with NPBL's refusal to consider commercial access proposals that should be highly attractive to a terminal railroad like NPBL, if it were properly incentivized to serve both of its owners and grow traffic volume rather than to serve as an anticompetitive shield for one of its owners.

CSXT believes that it can overcome these obstacles if NS is required to divest its control of NPBL, and NPBL becomes a truly independent terminal railroad operating in the interests of both of its owners. But if the Board were to grant control authority and give NS the continued ability to frustrate CSXT's efforts to have direct access to NIT, the Board must approve CSXT's Responsive Application and grant CSXT with direct access through terminal trackage rights.

2. The Responsive Application sufficiently describes the "terminal facilities" that CSXT is seeking rights to use.

In its reply filed on November 20, 2025, NPBL asserts that CSXT did not "define the 'terminal' to which it requires access with any particularity." (NPBL Reply 7, Nov. 20, 2025.) NPBL cites NS's November 13, 2025 motion to summarily reject CSXT's responsive application, in which NS similarly claims that CSXT failed to define the terminal to which it seeks access. (*See id.*; NS Mot. to Reject 5, Nov. 13, 2025.)

Yet, NPBL freely admits that its lines are located within a terminal. (NPBL Reply 7.) In fact, R. Cannon Moss, NPBL's President and General Manager,

repeatedly acknowledged in his verified statement that the NPBL lines are located within a terminal. (*See, e.g.*, V.S. Moss 3, Nov. 20, 2025 (discussing “CSXT operations through the terminal” and noting that NPBL and CSXT have engaged in discussions “regarding NPBL providing terminal switching service for CSXT’s intermodal traffic to and from NIT”); *id.* at 4 (describing the area as “a congested and complex terminal area”).)

NS has also acknowledged that the subject lines are located within a terminal area. (*See, e.g.*, NS Opp’n 20, Nov. 20, 2025 (discussing CSXT’s proposal to add a third carrier (CSXT) “to the lines of NS and NPBL in the terminal area”); *id.*, V.S. Traywick 9, Nov. 20, 2025 (asserting that adding another carrier into the mix would constrain “any other rail service in the terminal area”).)

49 U.S.C. § 11102(a) requires only that the facilities at issue be “terminal facilities.” The statute “does not define ‘terminal facility’ or what is ‘a reasonable distance outside of a terminal.’” *Dakota, Minn. & E. R.R. Corp. & Cedar Am. Rail Holdings, Inc.—Control—Iowa, Chi. & E. R.R. Corp.*, FD 34178, slip op at 41 n.65, 43-45 (STB served Feb. 3, 2003). As CSXT explained in the Responsive Application, the Board has “long understood the concept of a terminal area in functional terms.” *Commuter Rail Div. of the Reg’l Transp. Auth. d/b/a Metra—Terminal Trackage Rights—Union Pac. R.R. Co.*, FD 36844, slip op. at 14 (STB served Sept. 3, 2025). “Terminal functions include the ‘transfer, collection or delivery of freight,’ and a terminal facility is ‘any property of a carrier [that] assists in the performance of the functions of a terminal.” *Id.* (quoting *Golden Cat Div. of Ralston Purina Co. v. St. Louis Sw. Ry.*, NOR 41550, slip op. at 7 (STB served Apr. 17, 1996)). The Board and its predecessor have made it clear that the term “terminal facilities” should be broadly construed. *See, e.g.*, *S. Pac. Transp. Co. v. ICC*, 736 F.2d 708, 723 (D.C. Cir. 1984) (“The Commission has long held that the [term] ‘terminal facilities’ should be broadly construed because the purpose of the section is highly remedial.”).

In the Responsive Application, CSXT provided a detailed description of the terminal trackage and a map depicting the lines. (CSXT Responsive Appl. 3-5, Sept. 18, 2025.) CSXT also explained that the lines are classic terminal facilities used to reach shippers in the Norfolk marine terminal area, including NIT. (*Id.* at 6-7.) CSXT's approach is consistent with prior terminal trackage rights applications that the Board has accepted. (*See, e.g.*, CSXT Reply to NS Mot. to Reject, Dec. 3, 2025, Ex. A at 126, 130-37; *id.*, Ex. B at 4-5.)

3. The Responsive Application applies, and satisfies, the correct public interest standard.

3.1 NS's arguments regarding the appropriate public interest standard are incorrect.

NS argues that the Section 11102 public interest standard that should govern the Board's consideration of the Responsive Application is the standard set forth in *Midtec Paper Corp., et al. v. Chicago & N.W. Transp. Co. (Midtec)*, 3 I.C.C.2d 171 (1986), *aff'd*, 857 F.2d 1487 (D.C. Cir. 1988). (NS Opp'n 15.)³

But the Board has made it clear that the *Midtec* public interest standard does not apply to a request for terminal trackage rights in the context of a responsive application in a control proceeding, such as CSXT's Responsive Application at issue here. Instead, the relevant Section 11102 public interest standard for such a responsive application is the same standard that the Board applies when determining whether to approve a control transaction subject to conditions.⁴

³ NS falsely asserts that CSXT "d[id] not even invoke" the *Midtec* standard. (NS Opp'n 15.) In the Responsive Application, CSXT stated that the Board held in *UP/SP* that, in the merger context, it is inappropriate to apply the standard articulated in *Midtec*, and the Board specifically overruled any prior cases that suggested otherwise. (CSXT Responsive Appl. 8 n.7.)

⁴ *See Union Pac. Corp.—Control & Merger—S. Pac. Rail Corp. (UP/SP Decision No. 44)*, 1 S.T.B. 233, 448 (1996) (concluding that "[u]se by BNSF of the . . . KCS segments is in the public interest because it is essential to the merger conditions permitting BNSF to provide a competitive alternative in the Houston-

NS next argues that the Board's clear precedent regarding the public interest standard for terminal trackage rights condition requests in control transactions is not applicable in this control transaction. (NS Opp'n 15-17.) NS correctly notes that the Board's precedent discussed above involved "major" transactions, that this proceeding involves a "significant" transaction, and that each transaction type is subject to a different statutory approval standard. (*See id.* at 10-14.) But NS misses the point entirely.

The relevant public interest standard under Section 11102 for responsive applications in control proceedings is the same standard that the Board applies when determining whether to approve a control transaction subject to conditions. "Significant" transactions are subject to a different approval standard than "major" transactions, but the Board's statutory authority to impose conditions in each context derives from the same place – Section 11324(c). If the Board decides to approve the NS control application subject to the condition of granting CSXT's Responsive Application, then the Section 11102 public interest standard will have been met, just as that same standard was met when the Board granted responsive terminal trackage rights applications as conditions to its approval of the *UP/SP* control application.⁵

Memphis and Houston-New Orleans corridors"); *see also BNSF Ry. Co.—Terminal Trackage Rights—Kansas City S. Ry. Co. & Union Pac. R.R. Co. (BNSF/KCS Decision No. 3)*, FD 32760 (Sub-No. 46), slip op. at 8-9 (STB served July 5, 2016) ("BNSF's current application for terminal trackage rights flows directly from the UP/SP merger, and we will therefore apply the broad and flexible public interest standard outlined in *UP/SP Decision No. 44*.").

⁵ NS further claims that CSXT opposed the Board's efforts in Docket No. EP 711, and CSXT now wants the Board to forget about its "prior arguments and its opposition to having government-mandated access to a second railroad." (NS Opp'n 4.) The EP 711 proceeding is easily distinguished from the present case. Here, CSXT is entitled to access NIT through CSXT's minority ownership stake in NPBL. CSXT is not requesting the creation of a new access right. CSXT is merely

3.2 NS's and NPBL's efforts to prevent CSXT from effective access to NIT via NPBL switching continue today. It is in the public interest to grant CSXT the requested terminal trackage rights.

NPBL completely mischaracterizes CSXT's position by incorrectly asserting that CSXT's public interest justification for the requested terminal trackage rights is "predicated on the singular and repeated notion that CSXT does not have effective rail access to NIT today because NPBL's \$210/car switching rate is too high and compels CSXT to dray its intermodal containers to NIT." (NPBL Reply 7.)

As CSXT explained in the Responsive Application, if the Board approves NS's control application, the Board should also grant the Responsive Application "because it is essential to the . . . conditions" that the Board should impose to alleviate the anticompetitive effects of NS's continued control over NPBL. *See UP/SP Decision No. 44*, 1 S.T.B. at 448. Contrary to NPBL's simplistic assertions, CSXT's concerns are not limited to the \$210/car switching rate. Rather, CSXT has presented extensive evidence showing that NS has used its control over NPBL to conduct a decades-long campaign to exclude CSXT from on-dock rail access to NIT through a range of actions. (*See, e.g.*, CSXT Opp'n Sections 2.2, 2.4, Sept. 18, 2025.)

As explained in detail in CSXT's Evidence and Argument in Opposition to the NS Control Application ("Opposition" or "CSXT Opp'n"), NS has manipulated NPBL's pricing, created operational barriers for NPBL trains that would use NS's tracks, removed efficient tracks and facilities that facilitate movement of NPBL traffic to NIT, prevented NPBL from considering attractive commercial proposals for NIT access, caused NPBL to drag its feet whenever competitive alternatives were presented, and terminated long-standing trackage rights agreements. (*Id.* at 100.) This anticompetitive conduct began as early as 1999 and has continued to this

requesting the enforcement of that right or the assurance that CSXT can exercise it without being inhibited by NS's anticompetitive actions.

day. Only direct trackage rights for CSXT would ensure that NS could no longer use its control over NPBL in this anticompetitive manner.

Additionally, NPBL claims that CSXT has simply chosen to dray its containers to NIT, rather than utilize NPBL's switching services, because POV subsidizes CSXT's drayage of containers to and from NIT. (*See* NPBL Reply 8-9.) NS has made similar arguments elsewhere in this proceeding. (*See* NS Opp'n 27.) These arguments ignore the fact that CSXT has stated explicitly in this proceeding that it would prefer on-dock rail access to NIT and that drayage is not an adequate substitute. As CSXT explained in detail in its Opposition, drayage is inefficient, expensive, lacks scalability, and imposes additional regulations on the movement of intermodal containers. (*See* CSXT Opp'n Section 3.1.1; *id.*, V.S. Miller 53-55; *id.*, V.S. Carey 13-17; *id.*, V.S. Kenney 7-9.)⁶

Numerous elected officials and other stakeholders have submitted letters in the control proceeding expressing concern regarding drayage operations at NIT. For example, Virginia Governor Glenn Youngkin submitted a letter expressing concern that CSXT's drayage workaround "results in more than 20,000 tractor trailers annually using local roads to transfer freight between the terminals," and ultimately "leads to congestion and delays which decreases safety." (Youngkin Letter 2, Aug. 27, 2025.) VPA also submitted comments stating that, "[n]ot only are these 'cross-town' drays for the [CSXT] cargo costly due to the additional re-handling, but the drayage service is inefficient, and unnecessarily congests local roads." (VPA Letter 4, Mar. 5, 2025.) VPA further stated that "POV and its

⁶ NPBL's theory regarding the drayage subsidy being applied to the NPBL \$210/car switch rate misses the point. (*See* NPBL Reply 9.) The drayage subsidy is a highly imperfect attempt to remedy the competitive harm inflicted on CSXT by NS's and NPBL's anticompetitive conduct. The bottom line is that CSXT has never favored moving NIT traffic by drayage, and given the choice, CSXT would access NIT via on-dock rail. (*See* V.S. Kenney 7-9, Sept. 18, 2025.)

customers are impacted by the operational and cost consequences of the costly work-around in the form of the NIT cross-town drayage program.” (*Id.* at 5.)

NS and NPBL, under NS’s control, have worked over the years to exclude CSXT from effective on-dock rail access to NIT, forcing CSXT to dray containers from one of the most important intermodal terminals on the East Coast rather than use the rail access to which it is entitled through a minority ownership stake in NPBL. If the STB were now to give NS authority to control NPBL, it would be strongly in the public interest to give CSXT direct access through terminal trackage rights to avoid the competitive harm resulting from continued on-dock rail access exclusion to and from NIT. Otherwise, the prospect of CSXT’s future on-dock rail access at NIT would be effectively lost.

4. The Responsive Application establishes that CSXT direct service is practicable and would not substantially impair NS or NPBL operations.

CSXT direct access to NIT via terminal trackage rights is inherently practicable. NS and NPBL have repeatedly told the Board that CSXT has access to NIT today through NPBL. CSXT direct service is simply a replacement for NPBL service that NS and NPBL claim is already available to CSXT. No further analysis of practicability or substantial impairment is necessary.

But if the Board decides to further consider NS’s and NPBL’s protestations regarding practicability and substantial interference, it becomes evident that NS and NPBL have fabricated or exaggerated a litany of operational concerns to try to avoid the issuance of terminal trackage rights to CSXT. CSXT’s proposal is to add just one CSXT train a day to and from NIT, with no local service, simply replacing the NPBL train that should be able to handle CSXT switch traffic today. As Mr. Girardot explains, VPA/VIT has made it clear that NIT can handle the traffic. (V.S. Girardot 3-4, Dec. 19, 2025.) Mr. Mayo explains that there is sufficient capacity on

the NPBL and NS lines to accommodate CSXT's proposed traffic without interfering with the small volume of local traffic on the relevant lines. (V.S. Mayo 4, Dec. 19, 2025.) NS and NPBL's purported operating concerns over the addition of a single train in each direction to the terminal facilities is a pretext to maintain the continued exclusion of CSXT from access to NIT.

NS claims that CSXT has failed to provide the Board with "a clear understanding of what is being requested and how those rights are permitted and anticipated to be used." (NS Opp'n 18.) To the contrary, as laid out in CSXT's Reply to NS's Motion to Summarily Reject CSXT's Responsive Application, CSXT's Responsive Application complies with the governing statute and Board precedent. (CSXT Reply to NS Mot. to Reject Section 3.) CSXT has laid out three different proposed routes for trackage rights operations: (1) Preferred Route; (2) Alternative Route No. 1; and (3) Alternative Route No. 2. (CSXT Responsive Appl. 13-15.) Under its Preferred Route, CSXT proposes to operate a single double-stack intermodal train up to a maximum of 10,000 feet in length to and from NIT daily within one six-hour window of time each day.⁷

4.1 CSXT direct service to NIT is a replacement for NPBL's current access, inherently satisfying the practicability standard.

The practicability issue in this terminal trackage rights request is unique in that CSXT is already entitled to the basic service at issue – direct rail access to NIT – and NS and NPBL have repeatedly told the Board that CSXT has on-dock rail access to NIT via NPBL switching if CSXT chose to use it. CSXT direct service

⁷ NS and NPBL have misconstrued the nature of CSXT's operating proposal. (V.S. Moss 16; V.S. Traywick 9.) CSXT's six-hour window would not be exclusive, and other non-CSXT trains could operate on the route during that window. (V.S. Mayo 3.) Rather, CSXT is merely proposing that NS dispatch a CSXT inbound train and outbound train at scheduled times falling within the one six-hour window.

through terminal trackage rights would simply replace that NPBL switching service, making the CSXT service inherently practicable.

49 U.S.C. § 11102(a) requires that the use of terminal facilities be “practicable . . . without substantially impairing the ability of the rail carrier owning the facilities or entitled to use the facilities to handle its own business.” The terms “practicable” and “substantially impairing” are not defined in the statute. As CSXT explained in the Responsive Application, in prior proceedings, the Board has found that use of terminal facilities would meet this statutory standard in circumstances where the new terminal trackage rights operations would replace other operations on the subject lines, thereby ensuring that sufficient capacity existed on the subject lines for the trackage rights operations.⁸ Moreover, the Board has made clear that the bar for substantial impairment is high.⁹

Through its Responsive Application, CSXT simply proposes that CSXT, rather than NPBL, move one intermodal train a day to and from NIT. If NPBL were

⁸ See, e.g., *UP/SP Decision No. 44*, 1 S.T.B. at 447 (finding that use by BNSF of certain KCS segments would not substantially impair KCS’s ability to handle its own traffic because, “[f]or the most part, BNSF trains [would] be using track capacity freed up by UP/SP, so that KCS’ track [would] not be subjected to greater use by other railroads than it was previously”).

⁹ See, e.g., *BNSF/KCS Decision No. 3*, FD 32760 (Sub-No. 46), slip op. at 16-17 (“Where the statute’s public interest prong weighs in favor of granting terminal trackage rights . . . the agency has previously set a fairly high bar for concluding that operations issues rise to the level of substantial impairment.”) (citing *Rio Grande Indus., Inc.—Purchase & Related Trackage Rights—Chi., Mo. & W. Ry. Line Between St. Louis, Mo. & Chi., Ill.*, 5 I.C.C.2d 952, 983-84 (1989) (granting terminal trackage rights despite claims of serious congestion because of use by numerous carriers in busy terminal area); *St. Louis Sw. Ry.—Purchase (Portion)—Gibbons*, 363 I.C.C. 323, 370-72 (1980) (granting terminal trackage rights despite allegations of congestion in a terminal area and noting that the expected public interest benefits outweighed the inconveniences); *Union Pac. Corp.—Control—Mo. Pac. R.R. (UP/MP/WP)*, 366 I.C.C. 462, 578 (1982) (concluding that any harm that the terminal trackage rights might cause to the consolidated system would be outweighed by the public benefit of added competition).)

to provide the service to NIT, NPBL would need to add a train to its existing service. CSXT is simply proposing to substitute a CSXT locomotive for the NPBL locomotive that (absent NS's unauthorized control of NPBL) should be running to NIT.¹⁰

NS has repeatedly said that NPBL could provide CSXT with direct rail service, a service that NPBL is not currently providing, if CSXT were to ask for it. (*See, e.g.*, NS Appl. 6, 10, June 13, 2025; CSXT Opp’n CSXT-22-238, Ex.14, McClellan Dep. Tr. 110:2-10; NS Response to Comments 22, Nov. 20, 2025 (“CSXT already has access to that remedy [reciprocal switching rights] via the NPBL switch. CSXT simply chooses not to use NPBL switch access . . .”).) NPBL has said the same. Cannon Moss, NPBL’s President and General Manager, recently testified that { [REDACTED] } (*See* CSXT Responsive Appl CSXT-23-34, Ex. 3, Moss Dep. Tr. 126:11-14) ({ [REDACTED]

}); see also *id.* at CSXT-23-37, Ex. 3, Moss Dep. Tr. 155:14-17)

{{ [REDACTED] }}.) In fact, NS maintains that NPBL’s intermodal service to NIT in 2015 “shows that NPBL was able to work with NS to create an operating plan for CSXT for a train movement that had occurred only once before five years prior, all during some of the worst congestion that NIT – and the POV more generally – has ever experienced.” (NS Response to Comments 51.)

NPBL argues that the cases that CSXT cited in support of its replacement proposal involved *existing* traffic moving over the subject lines. (NPBL Reply 13.) This argument misses the point. As explained above, CSXT is proposing that its use of the lines would replace NPBL switching operations *that CSXT is entitled to use today*. CSXT would be using NPBL's switching services today – i.e., existing traffic would be moving over the lines today – if not for NS's unlawful control of NPBL.

NS cannot have it both ways. If NPBL can feasibly add a new direct rail service to NIT for CSXT, then there is no reason to believe that the same basic service would be impracticable if provided directly with a CSXT train.¹¹

The fact that CSXT would be a third carrier over some of the lines does not make the trackage rights impracticable. (NS Opp'n 20.) As CSXT explained in its Responsive Application, NS's concerns about having a third rail carrier operate over its lines have been rejected by the STB or ICC in other cases. (CSXT Responsive Appl. 10-11.) As the Board previously explained: "We realize that the terminal trackage rights we are approving may make operations . . . slightly more complicated than they are now because three carriers will be operating over them rather than two, but this will simply 'require coordination of operations between the parties.'" *UP/SP Decision No. 44*, 1 S.T.B. at 447; *see also BNSF/KCS Decision No. 3*, FD 32760 (Sub-No. 46), slip op. at 15-16, 17 n.17. The need for such coordination does not mean the operations are not practicable. *See BNSF/KCS Decision No. 3*, FD 32760 (Sub-No. 46), slip op. at 15-16. The Board expects that the carriers can – as is common in the railroad industry – coordinate operations. *Id.*, slip op. at 17 n.17 ("[T]hree carriers can, in the interest of efficiency and operating economies, coordinate operations to minimize their interference with one another.").

CSXT stands ready to work with both NS and NPBL to coordinate movements to NIT, just as CSXT coordinates with multiple carriers in complex environments at the Port of New York and New Jersey (PANYNJ) ExpressRail

¹¹ NPBL asserts it would not, and could not, handle CSXT intermodal traffic to NIT in the manner CSXT proposes. (NPBL Reply 13.) The Board does not need to consider the precise operational details regarding the requested terminal trackage rights at this time. The case law is clear that, as required by the statute, the Board leaves the details regarding how a party would use terminal facilities to the carriers to resolve among themselves. *See, e.g., BNSF/KCS Decision No. 3*, FD 32760 (Sub-No. 46), slip op. at 16; *UP/SP Decision No. 44*, 1 S.T.B. at 449.

complex, the VIG terminal at the Port of Virginia, the Georgia Port Authority's (GPA) Megarail Terminal in Savannah, the Talleyrand Terminal at the Jacksonville Port Authority, and the APMT Terminal at the Port of Mobile. (V.S. Girardot 5-8.)

4.2 CSXT's proposed operations are practicable.

The STB does not need to examine in detail the proposed operations over the terminal facilities because, as explained above, CSXT is already entitled to rail service to NIT and the trackage rights would only replace an NPBL train with a CSXT train. In any event, as shown above, it is clear that the addition of a single train to and from NIT per day that does no local work could easily be accommodated without interfering with the service of existing shippers.

4.2.1 VIT has the capacity to handle one additional intermodal train to and from NIT per day.

NS speculates about how much traffic VIT can accommodate at NIT. (V.S. Traywick 4.) The amount of traffic that NIT can handle is ultimately the key limiting factor for on-dock rail service to and from the terminal. (V.S. Mayo 5.) If VIT can handle the traffic at NIT, then there clearly is sufficient capacity on NS and NPBL to move that traffic given the minimal interference caused by the addition of a single train in each direction that does no local work. (*Id.*)

As early as 2021, VIT has confirmed that it can accommodate four intermodal trains a day. (V.S. Girardot 5.) Since that time, VPA has substantially increased its capacity at NIT and intends to further expand. (*Id.* at 4-5.) For example, in 2024, VPA completed its \$83 million Central Rail Yard expansion at NIT, which provides additional capacity at NIT. (*Id.*) Furthermore, VPA has announced plans to renovate, expand, and modernize the North Terminal at NIT. The project is expected to be completed in 2027. (*Id.* at 5.) Even before this expansion, VIT confirmed that it can accept four intermodal trains a day and the expansion further

increases NIT's capacity. (*Id.*)¹²

4.2.2 NS has sufficient capacity on its lines to accommodate one additional train to and from NIT per day.

In its long list of purported concerns, NS never affirmatively says that it cannot accommodate one additional train in each direction per day on its lines to NIT. Tellingly, NS has only said that the addition of a CSXT train will “further complicate” NS operations. (NS Opp’n 24.) To support this, NS points to vague and unsupported statements from Mr. Traywick. (V.S. Traywick 4.) For example, Traywick posits that “[t]here is not a lot of excess capacity on our line.” (*Id.*) According to Mr. Traywick, NS typically moves traffic from Portlock Yard to NIT via three trains per day.¹³ (V.S. Traywick 4.) NS also has local switch jobs on those lines, which CSXT understands total less than one train of freight, and unit train service to Vulcan Materials daily. (*Id.*; V.S. Mayo 5.)

Mr. Traywick misrepresents the current nature of NS's service to NIT. In his

¹² Were NIT's capacity limited such that it could not accommodate all the intermodal traffic from NS and CSXT, that would not mean that only NS traffic should receive on-dock service at NIT. NPBL, as the holder of trackage rights on the NS line leading to NIT, has a common carrier obligation to provide transportation to NIT on reasonable request. 49 U.S.C. § 11101(a). The litany of purported obstacles that NS and NPBL raise do not excuse NPBL from providing common carrier access to NIT. To find otherwise would defeat the principle that discontinuance of common carrier service requires the Board's authorization. *Thompson v. Tex. Mex. Ry. Co.*, 328 U.S. 134, 147-49 (1946) (finding that, notwithstanding the expiration of a contract or operating agreement, the operations of a tenant railroad can only cease if the railroad receives Board authority to discontinue operations). For NS to claim that only its traffic should have on-dock access would mean that NS could unilaterally elect to discontinue NPBL's common carrier service without approval from the Board.

¹³ The NS lines from Portlock Yard to NIT are shown in Mr. Mayo's verified statement. (See V.S. Mayo 4, Ex. 1, Map of Trackage Rights Sought by CSXT). In its Opposition, NS refers to the line depicted in Exhibit 1 that runs from Carolina Junction to West Junction as the “Sewells Point Branch.” (NS Opp’n 23.)

statement, Mr. Traywick states that “[e]ach train run by NS to NIT delivers 8,000-10,000 feet of traffic (totaling 25,000-30,000 feet daily).” (V.S. Traywick 4.)

Following the submission of Mr. Traywick’s statement, CSXT sought discovery of the data that supported that statement. On December 11, 2025, NS produced that data for February 2023 through October 2025. (*See* CSXT Counsel’s Workpaper, STB-NS-0036255.) An analysis of the data reveals that NS delivers an average of {{ [REDACTED] }} feet of traffic daily, not 25,000-30,000 as Mr. Traywick has claimed. (*See* Ex. 2, Average Daily Inbound Loaded Feet by Month for NS Intermodal Trains to NIT from February 2023 through October 2025.) According to the data produced by NS, NS is running trains {{ [REDACTED] }} than 8,000-10,000 feet. (*Id.*)

Regardless of NS’s overstatement of its traffic, adding one train to and from NIT a day is practicable. When considering rail operations to a destination like NIT, the destination’s ability to accept the freight poses the most significant operations limitation. (V.S. Mayo 5.) As set out above, NIT has the capacity to accept and process four intermodal trains a day. (*See* V.S. Girardot 3-4.) With the destination ready to accept the one additional train per day, there is no reason NS cannot accommodate that traffic and maintain its current operations. (*See* V.S. Mayo 5 (reviewing Mr. Traywick’s own statements regarding traffic on the route).)

NS suggests that NPBL traffic on its line is also an obstacle. (NS Opp’n 25.) But NPBL currently has very little traffic on the line that runs to NIT. In particular, NS calls out NPBL’s service to a cement customer as traffic that might be impacted by CSXT trackage rights. (NS Opp’n 25.) But in the entirety of 2023, NPBL only moved {{ [REDACTED] }} cars to {{ [REDACTED] }}. (*See* V.S. Carey, Appendix C at 3, Sept. 18, 2025.)¹⁴

¹⁴ Likewise, NPBL has noted that it serves {{ [REDACTED] }} (See Ex. 1, Moss Dep. Tr. 34:7-36:11.) But during the entirety of 2023, NPBL only moved {{ [REDACTED] }} cars to

Mr. Traywick and NS go on to contend that Amtrak “takes up a good portion of the overall capacity of the line” with respect to the NS line segment from Portlock Yard to Lambert’s Point Coal Terminal. (V.S. Traywick 7.) However, CSXT’s preferred route to directly serve NIT would only cross the Lambert’s Point line. Crossing that line is not operationally challenging and can be readily accomplished. (V.S. Mayo 5.) Moreover, were CSXT required to operate via its Alternative Route No. 1 or Alternative Route No. 2, it would only need to occupy the Lambert’s Point line for a short distance. (*Id.* at 6.) Tellingly, NS never even mentioned the Amtrak traffic in its control application.

In addition to his vague claims, Mr. Traywick has not been forthright with the Board about the nature of the NS’s line to NIT. Mr. Traywick suggests that, “[m]uch of the Sewell’s [sic] Point Branch is configured so that only one train can operate over the branch at a time because there are no tracks to permit one train to pass another.” (V.S. Traywick 5.) This is misleading. NS’s timetable specifically provides that there is {{ [REDACTED] }} on the Sewells Point Branch. (Ex. 3, Excerpt of NS Blue Ridge Division, Norfolk Subdivision Timetable No. 1 (STB-NS-0000579 at -636).) The timetable explains that {{ [REDACTED] }}
[REDACTED]
[REDACTED] }} (*Id.* at -635.) {{ [REDACTED] }}
[REDACTED]
[REDACTED] }} (*Id.*)

4.2.3 NPBL’s operations today address all the same challenges that it has raised here.

NS’s controlled subsidiary NPBL also submitted to the Board a laundry list of purported barriers for CSXT direct service, from concerns regarding blocked

{{ [REDACTED] }} and {{ [REDACTED] }} cars to {{ [REDACTED] }}. (See V.S. Carey, Appendix C at 3.)

crossings to drawbridge operations and national security considerations. Each of NPBL's concerns is grossly exaggerated, as NPBL contends with – and overcomes – each of the operational challenges to serve its current traffic. (V.S. Mayo 6.) The addition of a single train in each direction would require some adjustment to operations, but the incremental concerns would not be substantial and they certainly would not make the proposed trackage rights impracticable.

CSXT has experience moving its trains over the NPBL lines from Seaboard Junction to NPBL's Berkley Yard.¹⁵ Today, CSXT moves unit trains of grain regularly over NPBL's line from Seaboard Junction to NPBL's Berkley Yard. These grain trains make up to {{ ■■■ }} trips per month during the peak season and typically these trains range from 5,200 feet to 5,800 feet in length. (*Id.* at 6-7.) Two local CSXT trains (L252 and L253) also move on NPBL's line from Seaboard Junction to Berkley Yard. For these trains, NPBL permits a train length of up to 7,500 feet. (*Id.* at 7.)

The grain trains that CSXT already moves over the lines at issue pose the same operational challenges as a 10,000-foot maximum intermodal train proposed by CSXT. A 5,200-foot grain train cannot be held anywhere on the NPBL line from Seaboard Junction to NPBL's Berkley Yard without blocking an at-grade crossing or occupying the Elizabeth River lift bridge. (*Id.*) The longest stretch of uninterrupted NPBL track between Seaboard Junction and NPBL's Berkley Yard is approximately 3,400 feet in length. (*Id.*) This means that NPBL's current operations regularly block traffic throughout Portsmouth. For NPBL to now suggest that blocked crossings would significantly disrupt the city of Portsmouth beyond that which already occurs today is disingenuous. (NPBL Reply 5.)

¹⁵ (See V.S. Mayo 4 (depicting map of the area).)

NS's alter-ego NPBL goes on to raise many more alleged issues with adding one CSXT train a day in each direction, including: bridge operations;¹⁶ “national security concern[s];”¹⁷ lining a switch at Seaboard Junction;¹⁸ and potential theft or vandalism.¹⁹ Each of these claims is a pretext to prevent CSXT from serving NIT directly and is refuted in the Verified Statement of Mark Mayo.

Indeed, contrary to Mr. Moss's laundry list of purported operational challenges, CSXT's proposal to move this traffic to NPBL is more efficient than if NPBL were to switch the traffic today. CSXT's preferred route (and Alternative Route No. 1) will avoid the need to yard the train at both Berkley Yard and Portlock Yard, improving efficiency. Likewise, Alternative Route No. 2 removes the need to yard the train at Berkley Yard. More important, CSXT has a 16,000-foot-long staging track located seven miles west of Seaboard Junction, where CSXT can hold a train destined for NIT until it receives the confirmation that the NPBL route is clear to begin its operation. (V.S. Mayo 9.) The existence of this staging track near NPBL's lines would allow CSXT and NPBL to carefully stage the new train without interfering with any traffic.

Additionally, NPBL could make changes to its operations to create even more capacity for CSXT's movement of one additional train per day to and from NIT. (V.S. Mayo 9.) For example, NPBL has chosen not to operate at night and it could revisit that decision. (*Id.*) Similarly, NPBL could analyze the nature of its dispatching and whether a track warrant control system could allow it to improve its throughput. (*Id.*) Currently, NPBL operates its track under “yard limits” which

¹⁶ (See NPBL Rely 3.)

¹⁷ (See V.S. Moss 10.)

¹⁸ (See NPBL Reply 5.)

¹⁹ (See V.S. Moss 12.)

allow multiple jobs to work in the same area, but requires trains to operate at slower speeds. NPBL could move to a track warrant control system under which a train dispatcher would give the crews instructions and guidance, thereby allowing the trains to move at faster speeds, even if only one train could operate in a defined area.²⁰ (*Id.* at 9-10)

At bottom, NPBL's reply and its insistence on the near impossibility of adding a single train in each direction to the existing traffic shows what CSXT is up against in dealing with a terminal railroad that is supposed to be trying to support terminal operations. NPBL's reply, and the laundry list of operating complaints in the Verified Statement of NPBL's President, demonstrate its attitude and unwillingness to work with CSXT to accommodate CSXT's traffic. Mr. Moss goes as far as to claim that CSXT's "demands . . . demonstrate[] a sense of entitlement." (V.S. Moss 16.) Indeed, CSXT, as joint owner of NPBL, is entitled to use NPBL's switching services to reach shippers at NIT by rail.²¹ And CSXT is entitled to ask the Board to impose conditions to alleviate anticompetitive effects of any approval of the NS control application, which CSXT has done through its Opposition and Responsive Application.

Furthermore, despite NPBL's claims that Mr. Moss has sought to address operational issues with CSXT, (NPBL Reply 6), in reality, CSXT has repeatedly

²⁰ CSXT understands from media reports that the mayor of the city of Portsmouth has written a letter to the Board, echoing the purported concerns of NPBL, but that letter does not yet appear on the docket. The mayor's letter suffers from all the same issues as NPBL's pretextual concerns and it fails to address the ways in which CSXT's service will be more efficient than today's drayage operation or NPBL service to NIT.

²¹ Mr. Moss and NPBL go so far as to suggest that CSXT should explore a route to NIT that does not even involve moving over the NPBL. (NPBL Reply 15 (suggesting that CSXT should have assessed at route "west of Seaboard Junction); V.S. Moss 4.) This suggestion underscores NPBL's unwillingness to work with CSXT, its minority owner.

attempted to negotiate a commercially viable switch rate with NPBL for intermodal traffic at NIT and has made mutually beneficial rate and service proposals to the NPBL board, which NPBL has rejected. (*See* CSXT Opp’n Sections 2.2, 2.4.) It is clear from NPBL’s reply, and the record in the control proceeding, that CSXT will never be treated fairly under the current NS-controlled NPBL management.

5. The Responsive Application complies with the statutory requirement that compensation be paid or adequately secured before a carrier may begin to use the facilities.

5.1 The Responsive Application complies with the governing statute.

NS claims that CSXT has not shown that it will pay or adequately secure compensation to NPBL and NS before CSXT could begin to use its terminal trackage rights. (NS Opp’n 26-27.) NS argues that the Responsive Application should be rejected “because CSXT has not agreed to pay any compensation and has not agreed to adequately secure any such compensation.” (*Id.* at 30.)

49 U.S.C. § 11102(a) provides that “compensation shall be paid or adequately secured before a rail carrier may begin to use the facilities of another rail carrier under this section.” The statute further provides that “[t]he rail carriers are responsible for establishing the conditions and compensation for use of the facilities,” but if the rail carriers cannot reach an agreement, the Board may establish conditions and compensation for use of the facilities.

The Responsive Application complies with this requirement. CSXT explicitly stated that it “is prepared to negotiate compensation terms with NS and NPBL as provided in § 11102(a)” and that CSXT “will comply with the statutory requirements before CSXT begins its trackage rights use of the facilities.” (CSXT Responsive Appl. 17.) CSXT’s approach is consistent with prior terminal trackage rights applications that the Board has accepted and granted. (*See* CSXT Reply to NS Mot. to Reject, Ex. A, BNSF/Primary Applicants’ Appl. (stating that “BN/Santa

Fe [was] prepared to negotiate compensation terms with KCS”); *UP/SP Decision No. 44*, 1 S.T.B. at 446, 449 (granting the BNSF/Primary Applicants’ application for terminal rights and allowing BNSF and KCS an opportunity to reach an agreement regarding the conditions and compensation applicable to the terminal trackage rights).

5.2 CSXT should be permitted to commence operations over the subject track while the parties negotiate the terminal trackage rights compensation payable to NS and NPBL.

NS argues that, if the Board grants the Responsive Application, the Board should reject CSXT’s request to begin operating immediately. (NS Opp’n 28-29.) As CSXT explained in the Responsive Application, in prior proceedings, the Board and its predecessor have allowed parties to commence trackage rights operations immediately upon consummation of the primary transaction. *See, e.g., UP/MP/WP*, 366 I.C.C. at 590, 576 n.114. In *UP/SP*, the Board granted BNSF terminal trackage rights and stated that, “[b]ecause the terminal trackage rights are crucial to the competitive role that BNSF will play in the Houston-Memphis and Houston-New Orleans corridors,” the Board would make the terminal trackage rights effective on the effective date of the Board’s decision. *UP/SP Decision No. 44*, 1 S.T.B. at 449.

The Board should take a similar approach in this proceeding: If the Board decides to approve the NS control application, CSXT should be permitted to commence operations over the lines while the parties negotiate the terminal trackage rights compensation payable by CSXT to NS and NPBL so that the public benefits of CSXT direct access to on-dock rail at NIT can finally be achieved.

6. The requested terminal trackage rights are categorically excluded from environmental and historic review. Environmental documentation is not required.

NPBL asserts that the Responsive Application contained no information or reference to the Board’s environmental and historic preservation obligations. (NPBL

Reply 14.) NS has similarly claimed in this proceeding that CSXT failed to comply with the Board's environmental regulations and to address any environmental effects of the proposed terminal trackage rights application. (NS Mot. to Reject 1, 17-20.)

CSXT was not required to submit environmental documentation. The Board has established a categorical exclusion from environmental and historic review for transactions such as those described in the Responsive Application that involve "[c]ommon use of rail terminals and trackage rights." 49 C.F.R. § 1105.6(c)(3); 49 C.F.R. § 1105.8(b)(3). Consistent with the Board's rules, the requested terminal trackage rights are categorically excluded from environmental and historic review.

NPBL admits that there is normally a categorical exclusion for transactions involving common use of rail terminals or trackage rights but complains that CSXT did not "invoke that exclusion or otherwise demonstrate that the traffic increase threshold of 49 CFR 1105.7(e)(5) are satisfied." (NPBL Reply 15.) However, neither the statute nor the Board's rules require CSXT to explicitly invoke the categorical exclusion in its Responsive Application. In fact, the Board has not promulgated any rules for the submission of specific environmental data for applications under § 11102.²²

Furthermore, the Board has accepted and granted terminal trackage rights applications that did not explicitly invoke a categorical exclusion or otherwise submit environmental data. (*See* CSXT Reply to NS Mot. to Reject, Ex. A, BNSF/Primary Applicants' Appl. (no environmental data provided)); *UP/SP Decision No. 44*, 1 S.T.B. at 446-50 (granting the BNSF/Primary Applicants'

²² In contrast, the Board's rules provide for the submission of specific environmental data in certain applications for trackage rights filed pursuant to §§ 11323-25. *See* 49 C.F.R. § 1180.6(a)(8).

application for terminal rights without addressing environmental review with respect to the application).)

7. Conclusion.

The Board should dismiss or deny NS's control application. However, if the Board approves the control application, CSXT respectfully requests that the Board grant CSXT the terminal trackage rights that CSXT is seeking in the Responsive Application. Granting CSXT the requested terminal trackage rights and imposing the additional conditions that CSXT requested in its Opposition would alleviate the obvious anticompetitive effects of NS's continued control over NPBL.

Respectfully submitted,

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Attorneys for CSX Transportation, Inc.

Dated: December 19, 2025

BEFORE THE
SURFACE TRANSPORTATION BOARD

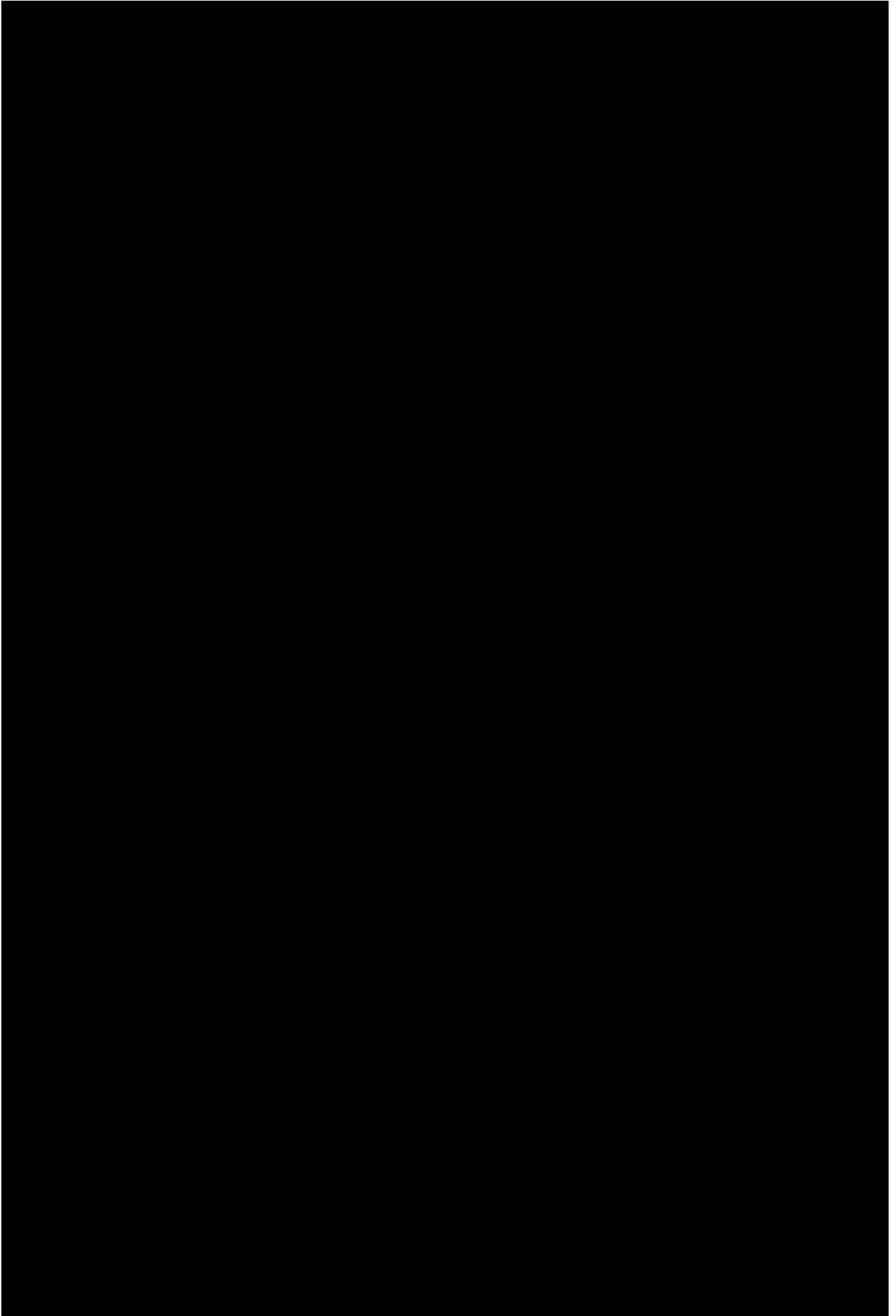
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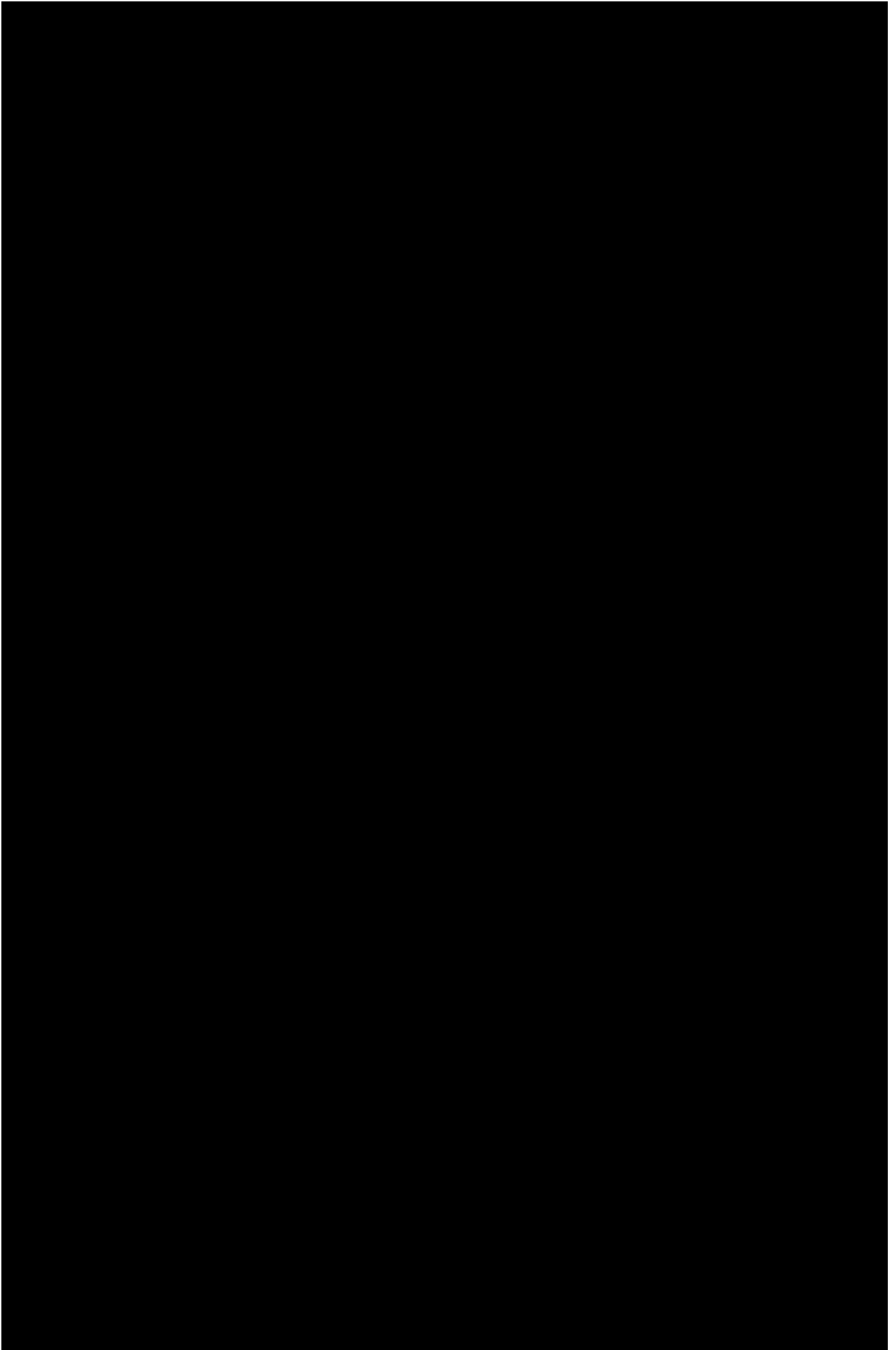
CSX TRANSPORTATION, INC.
—TERMINAL TRACKAGE RIGHTS—
NORFOLK SOUTHERN RAILWAY COMPANY AND
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY

EXHIBIT 1

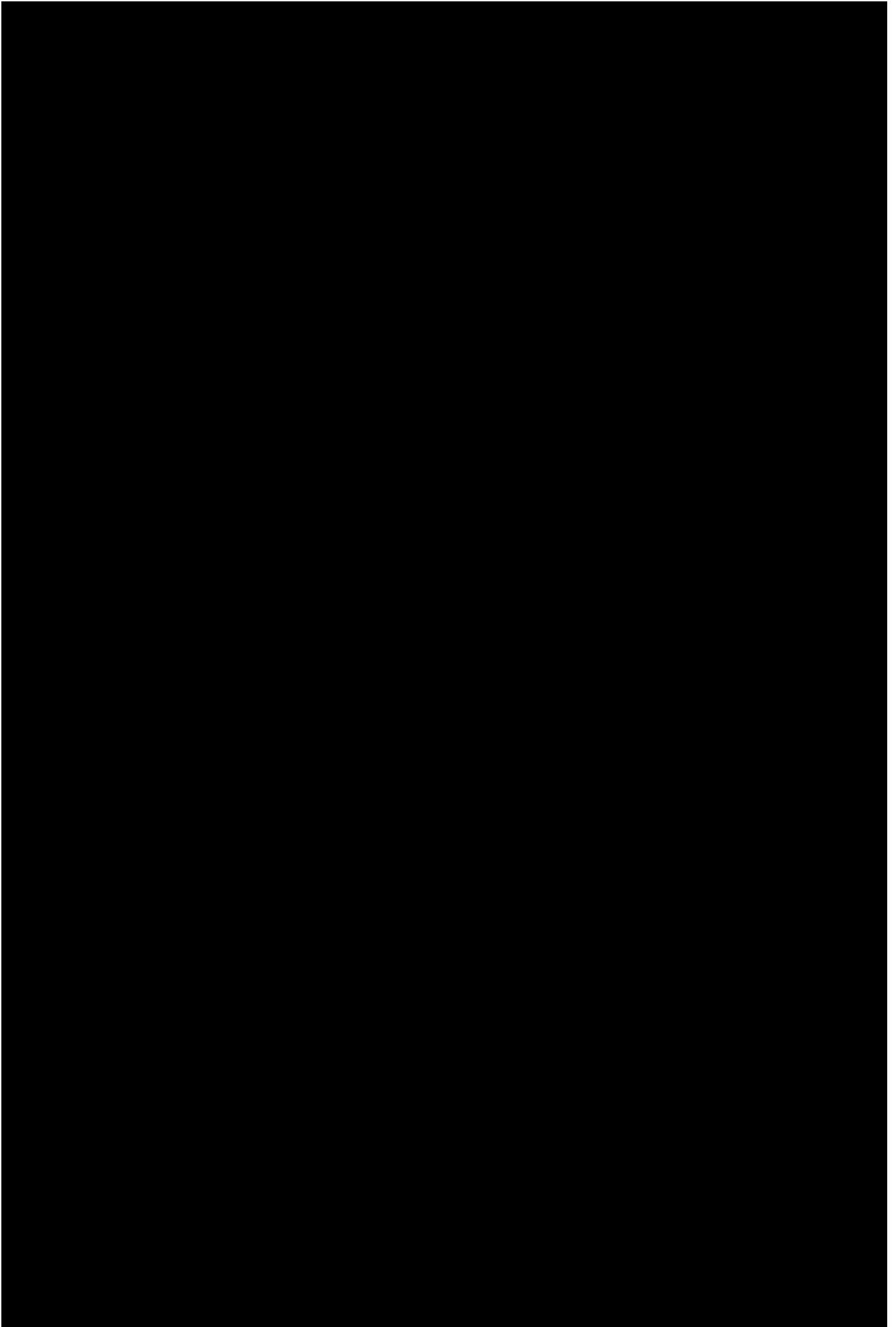
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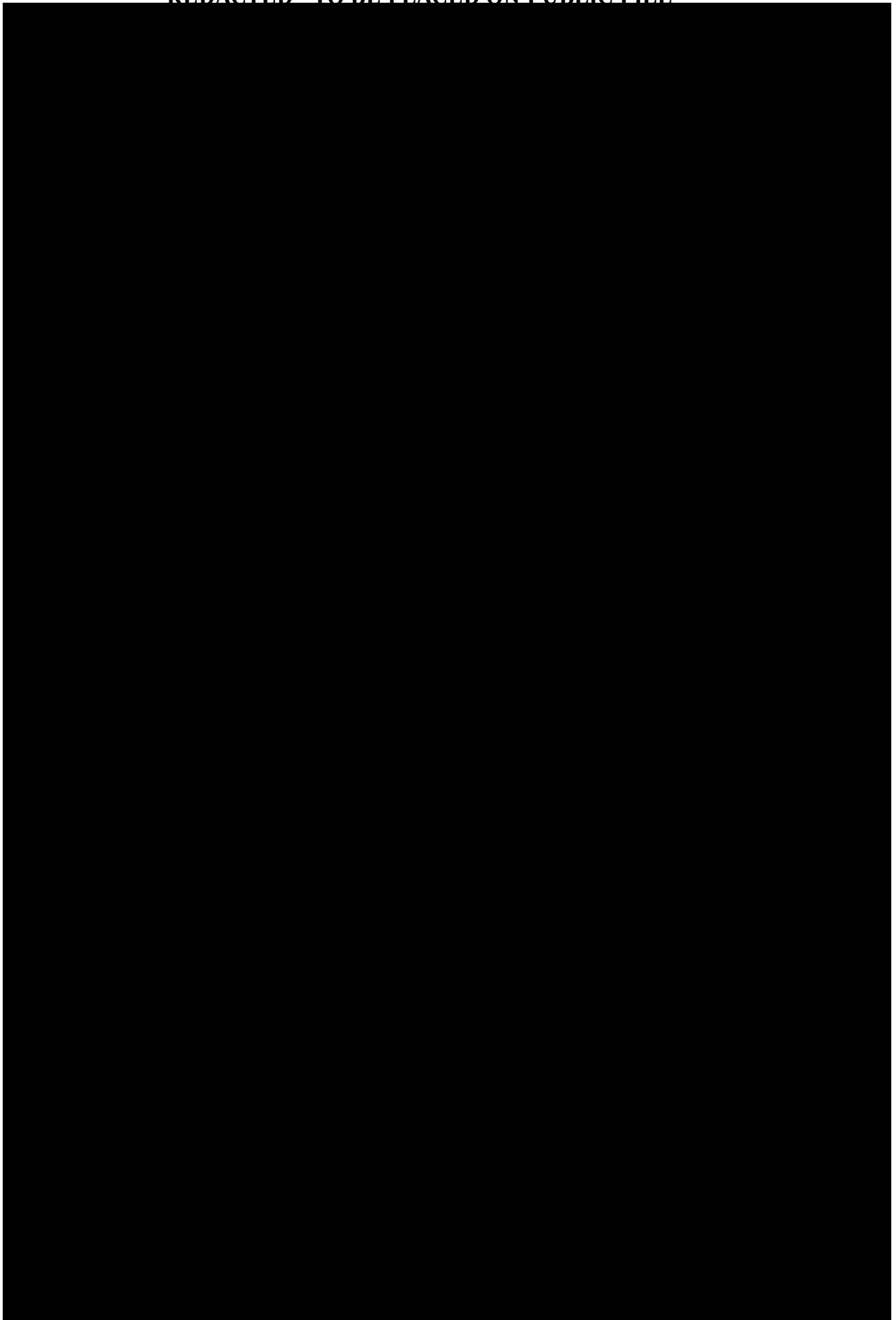
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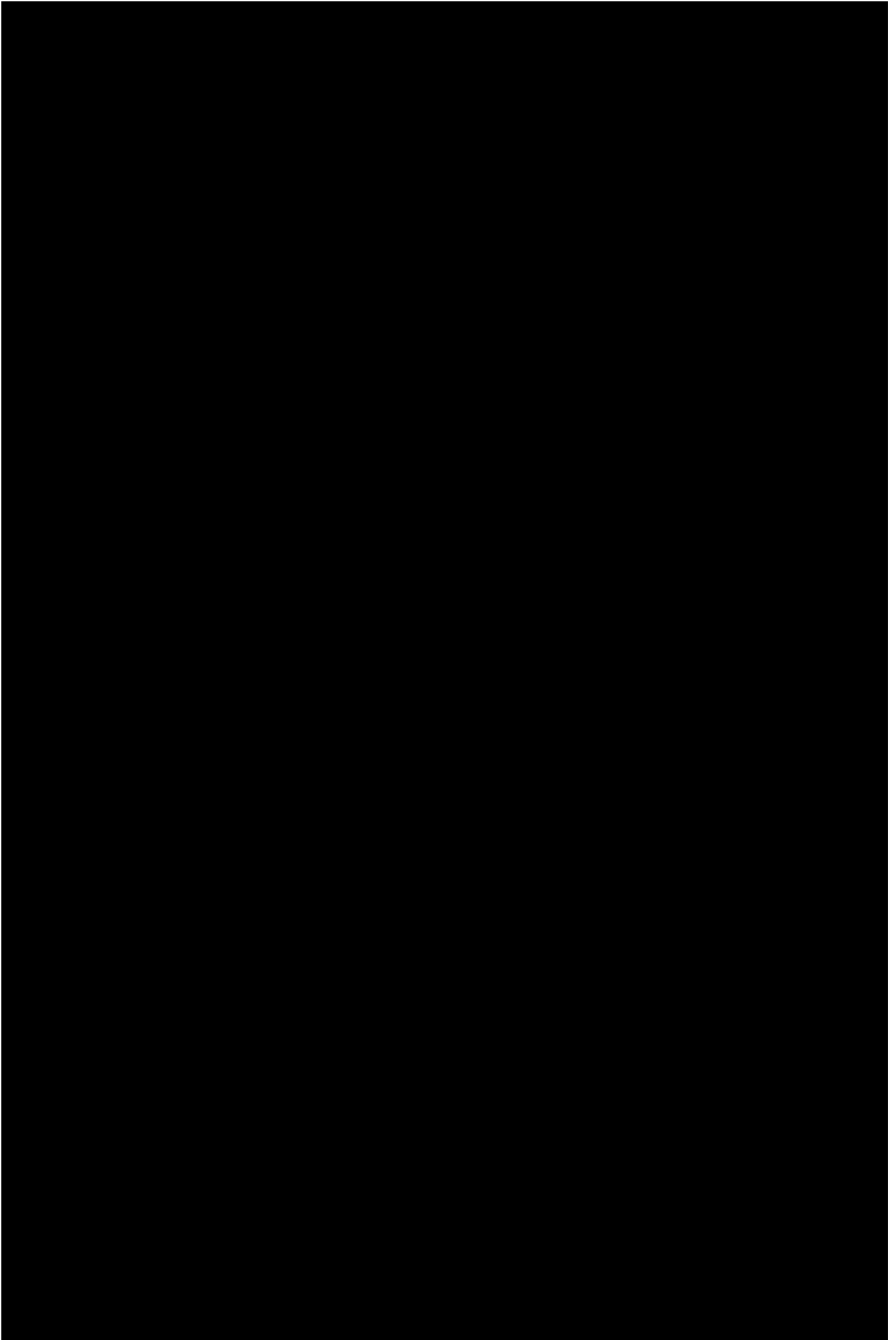


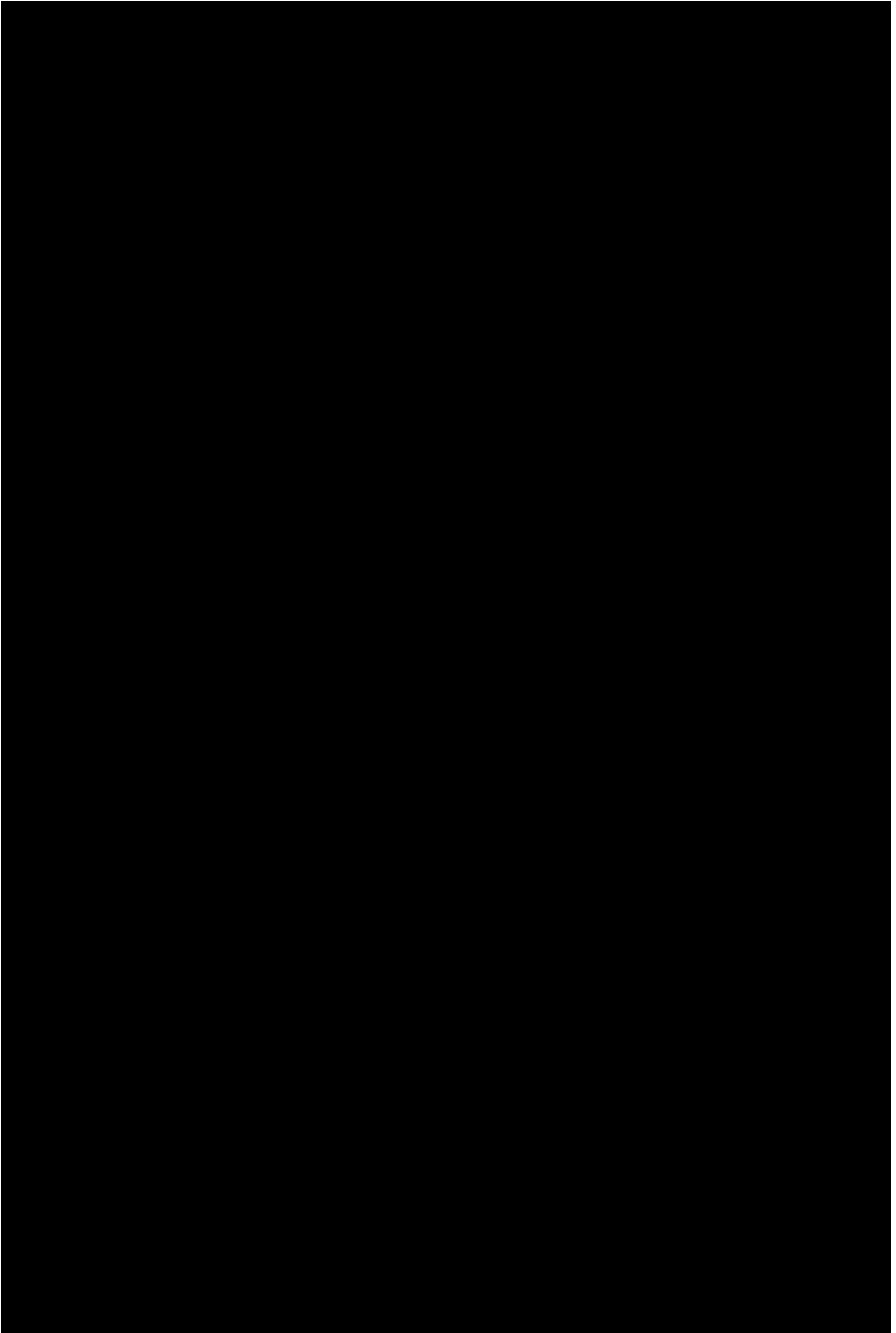


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BEFORE THE
SURFACE TRANSPORTATION BOARD

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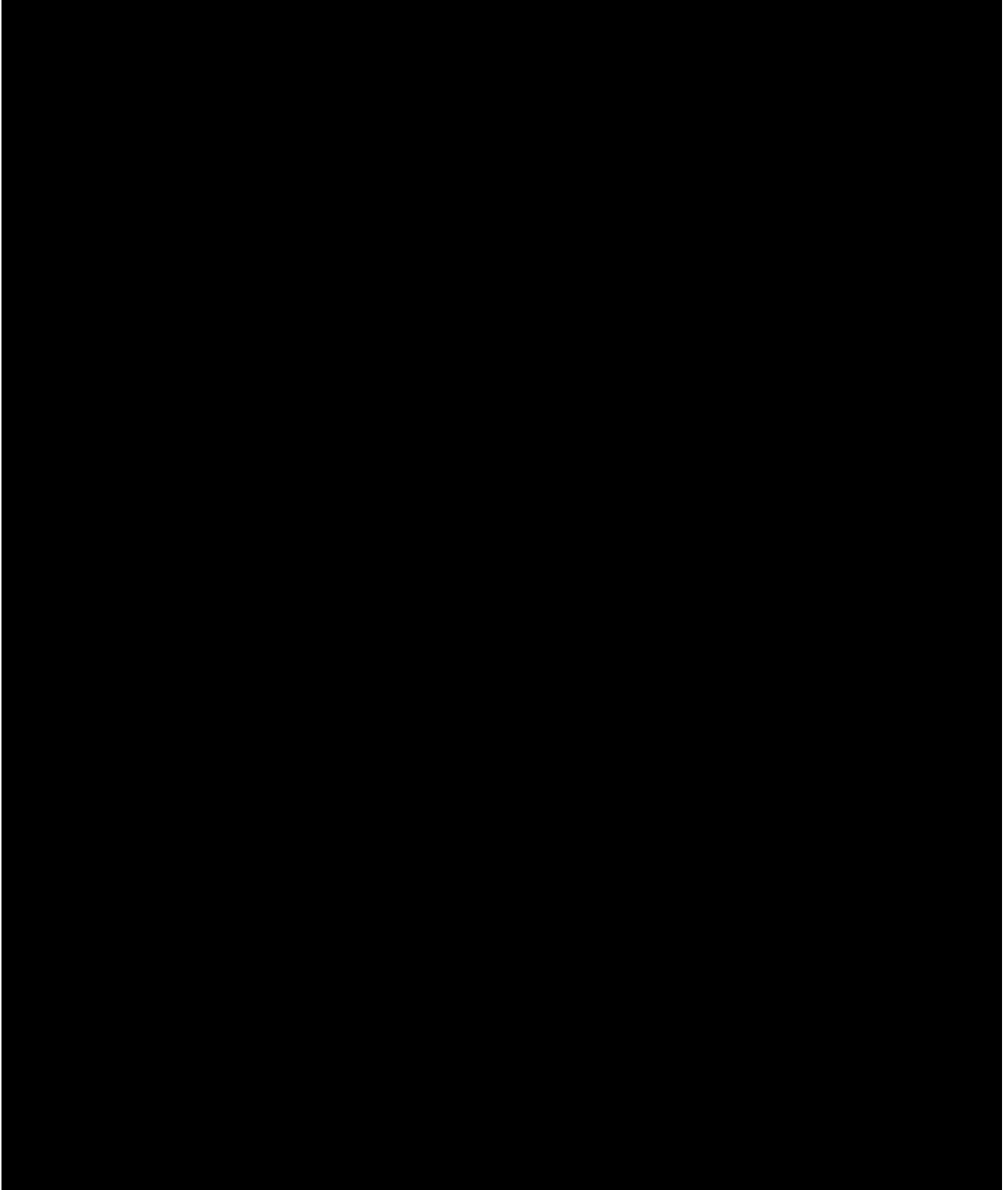
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—TERMINAL TRACKAGE RIGHTS—
NORFOLK SOUTHERN RAILWAY COMPANY AND
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY

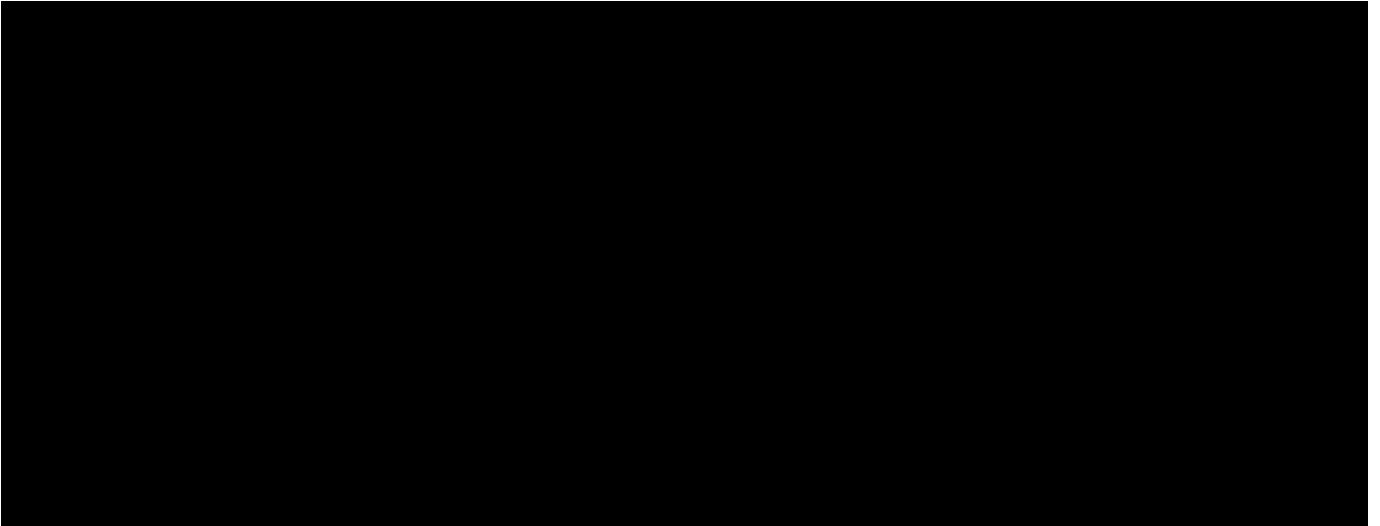
EXHIBIT 2

AVERAGE DAILY INBOUND LOADED FEET BY MONTH FOR NORFOLK
SOUTHERN INTERMODAL TRAINS TO NORFOLK INTERNATIONAL
TERMINALS FROM FEBRUARY 2023 THROUGH OCTOBER 2025

Average Daily Inbound Loaded Feet by Month for Norfolk Southern Intermodal
Trains to Norfolk International Terminals from
February 2023 through October 2025

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BEFORE THE
SURFACE TRANSPORTATION BOARD

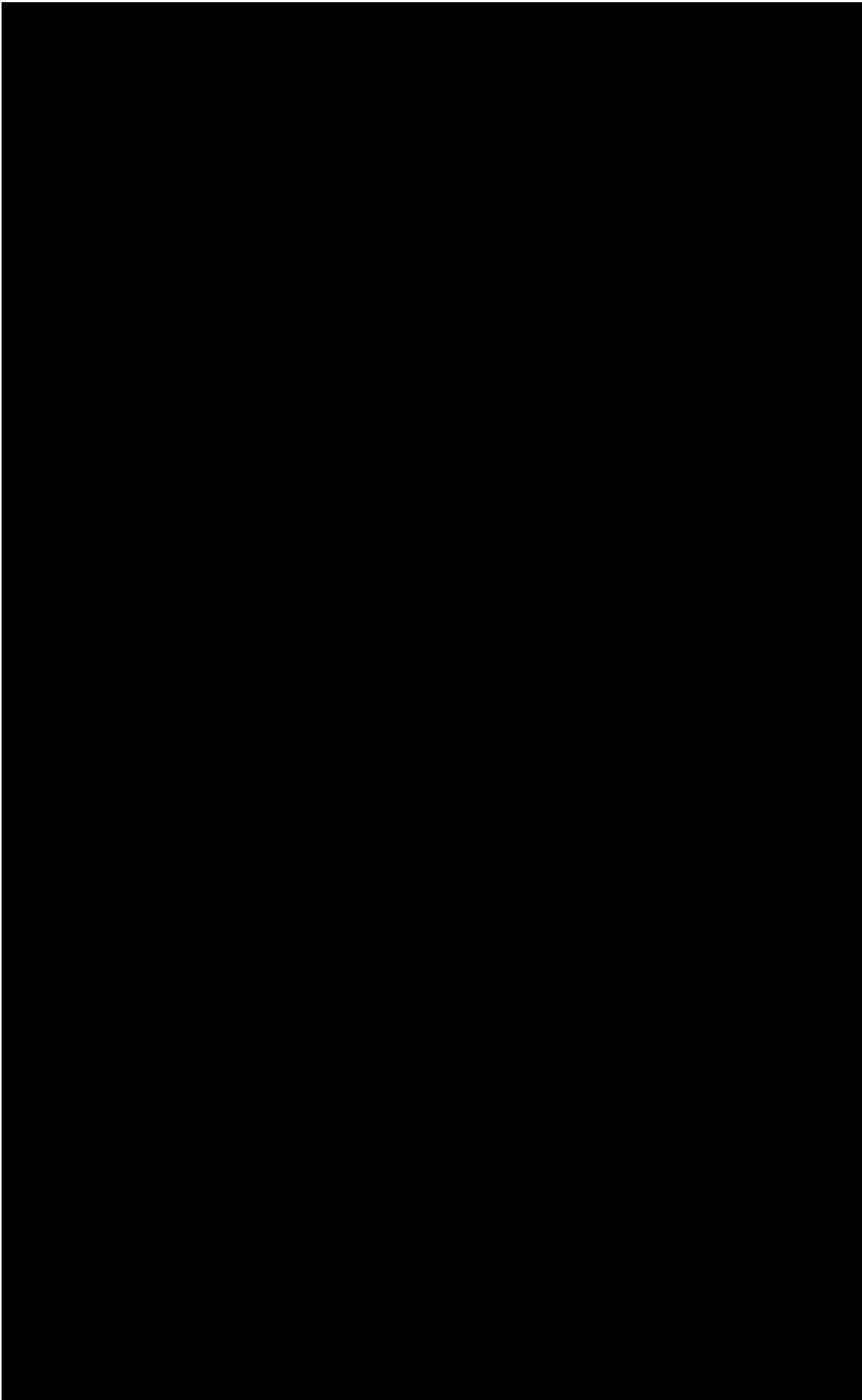
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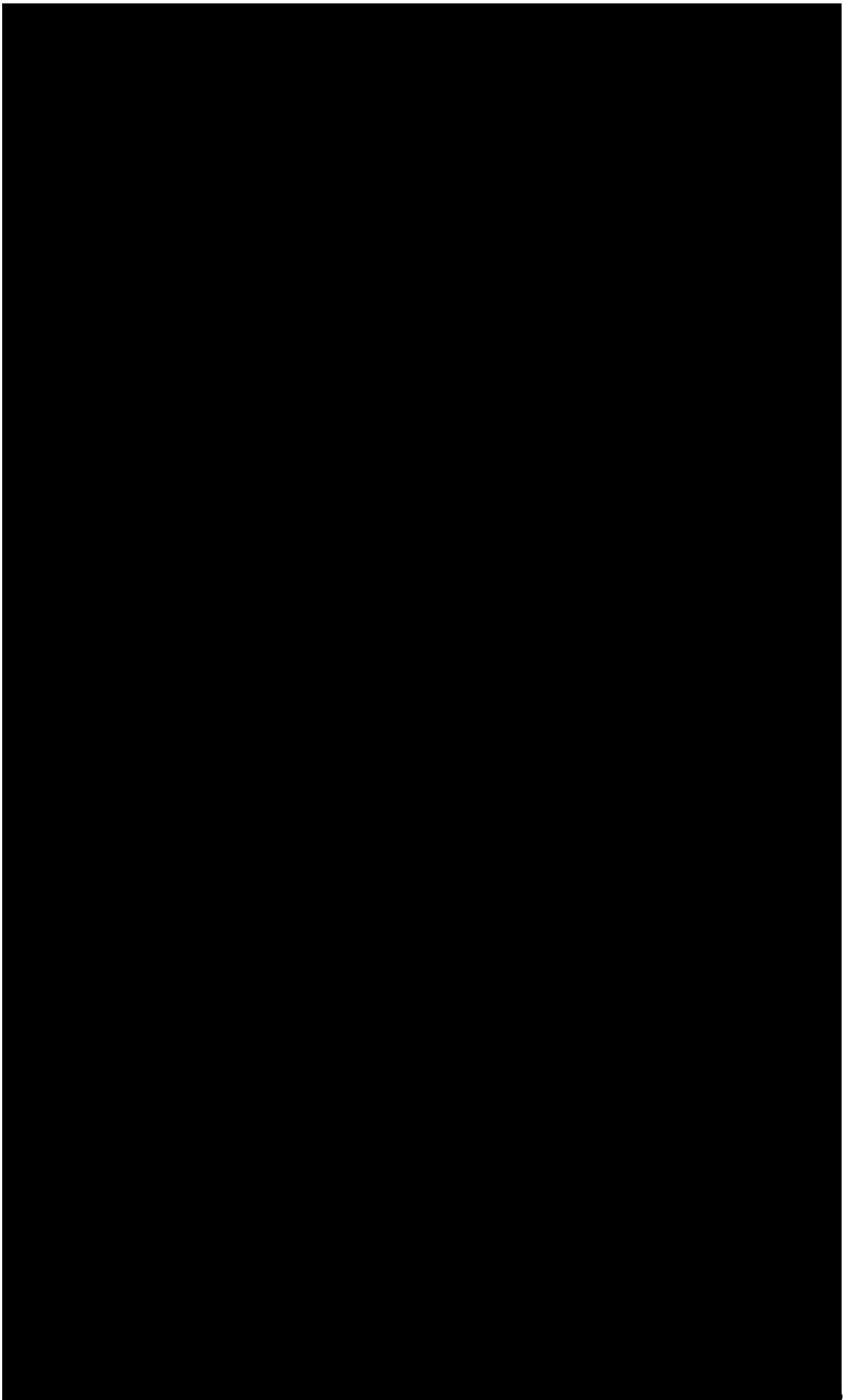
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—TERMINAL TRACKAGE RIGHTS—
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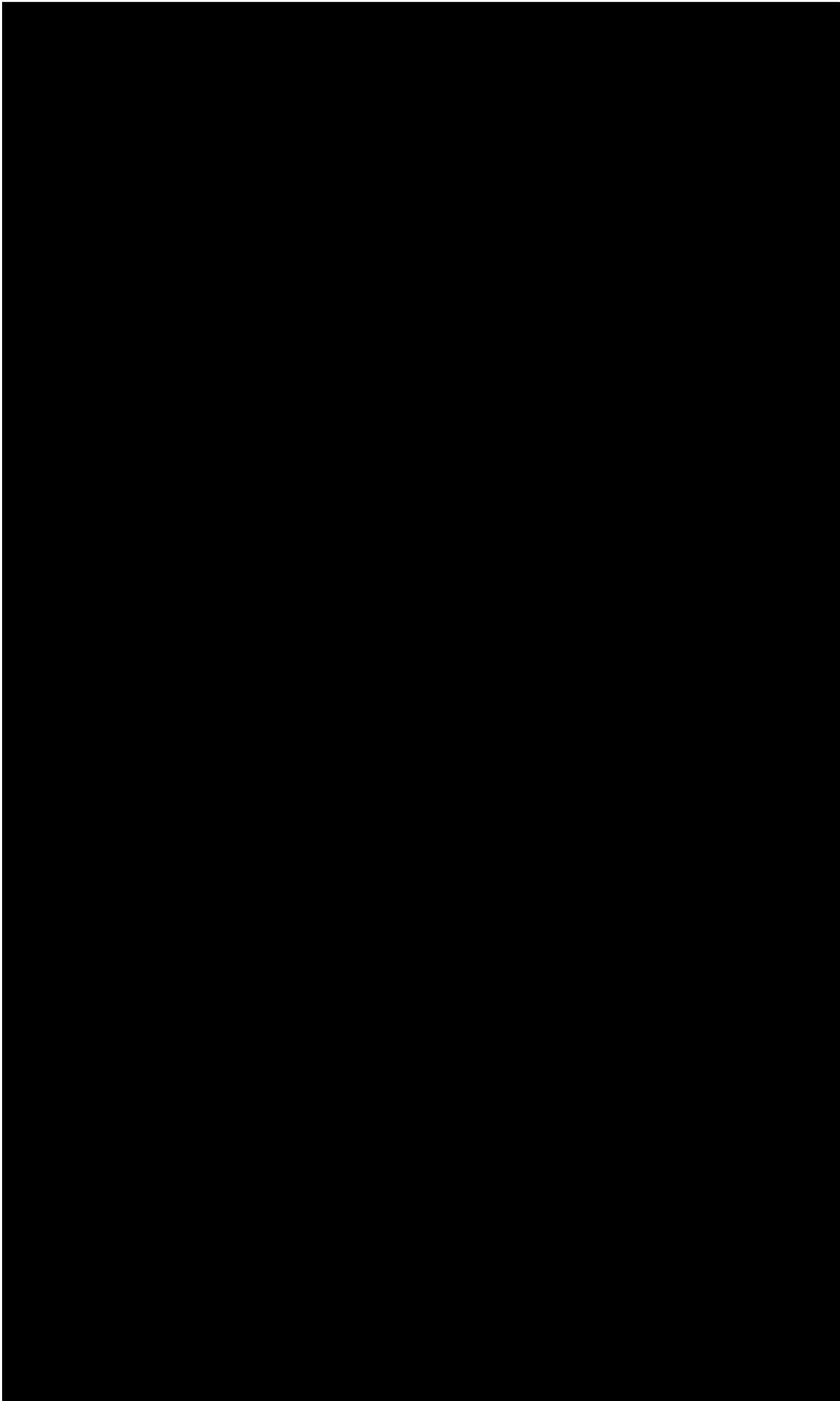
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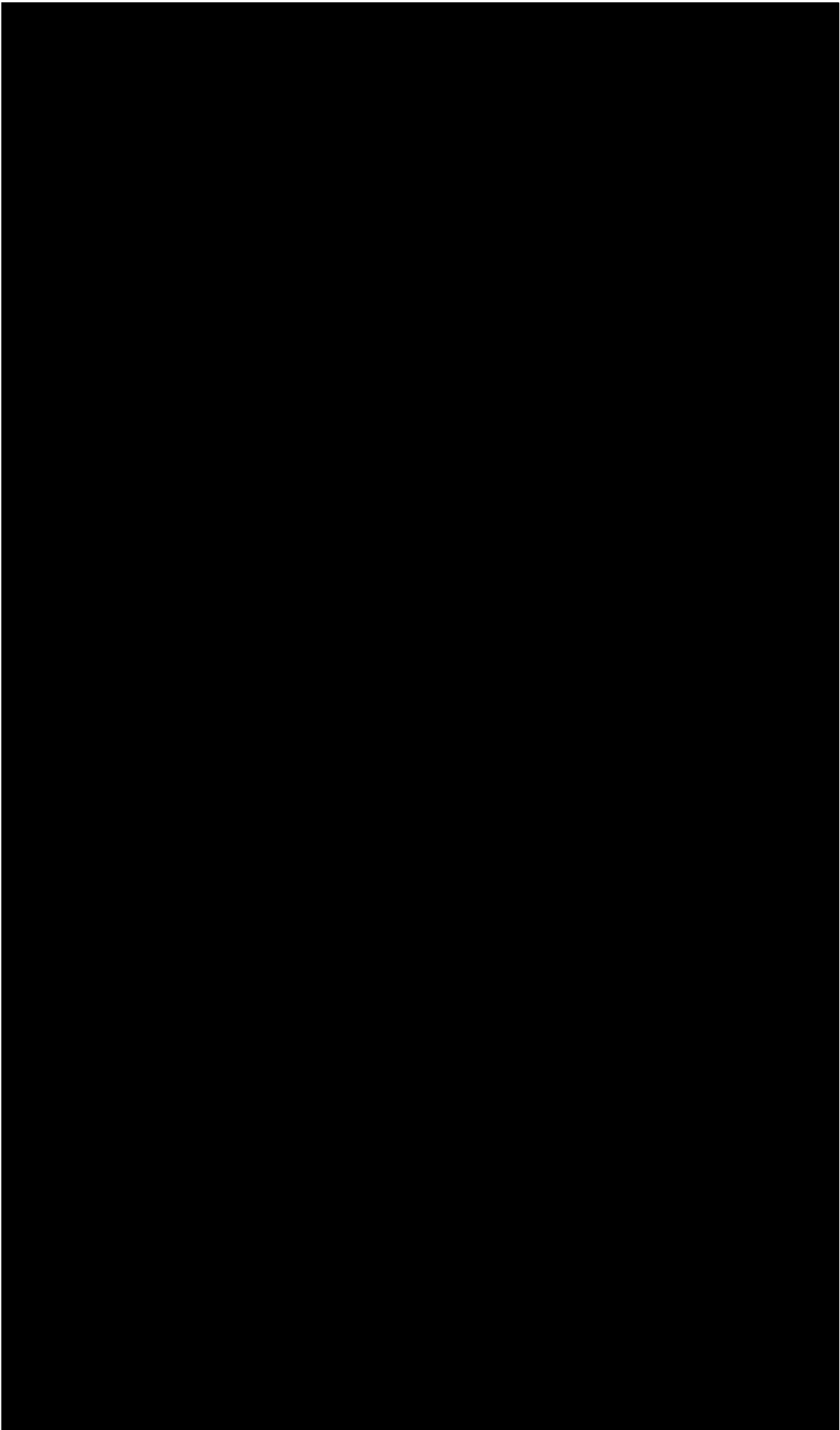
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TIMETABLE NO. 1 (STB-NS-0000579)

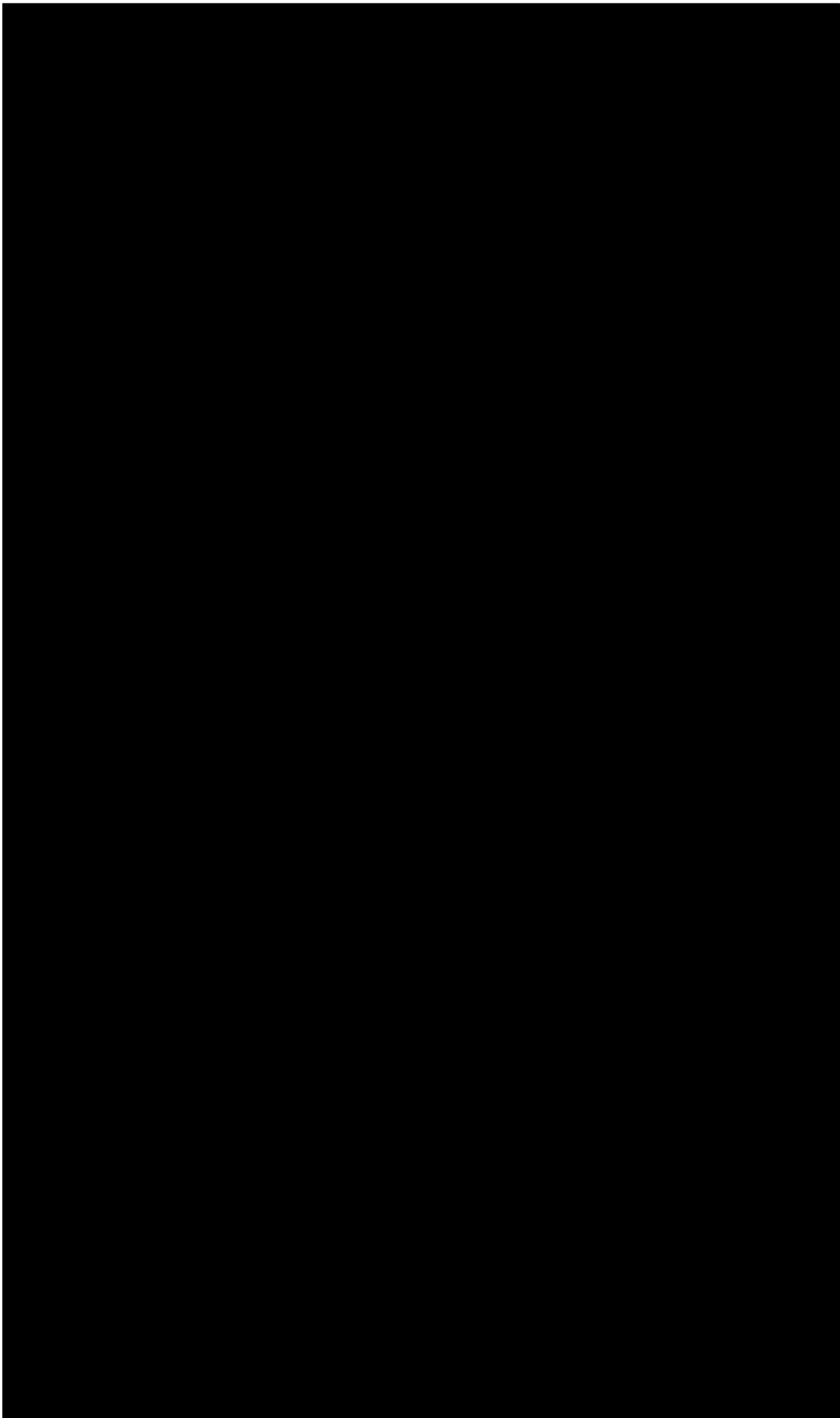
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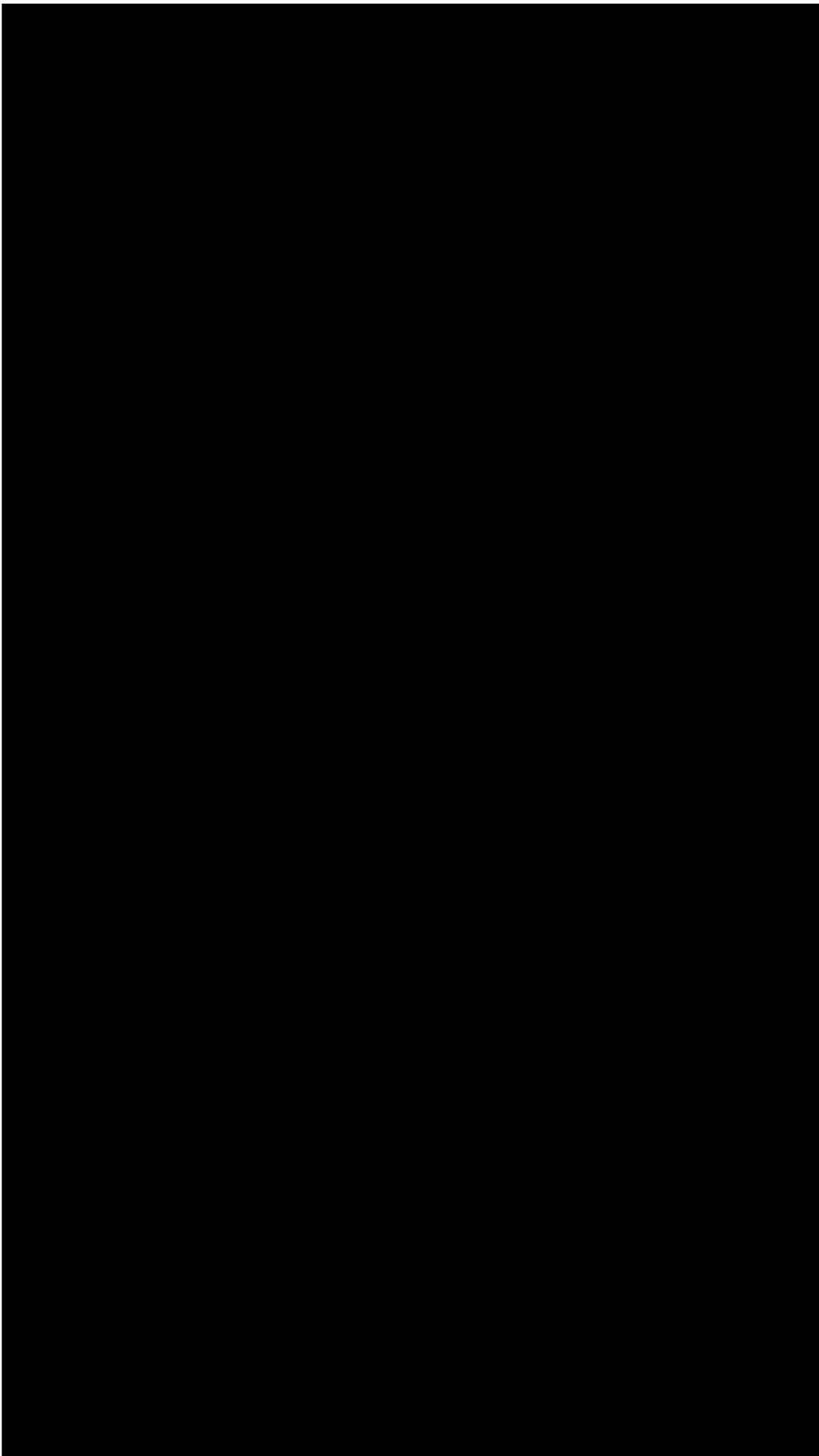


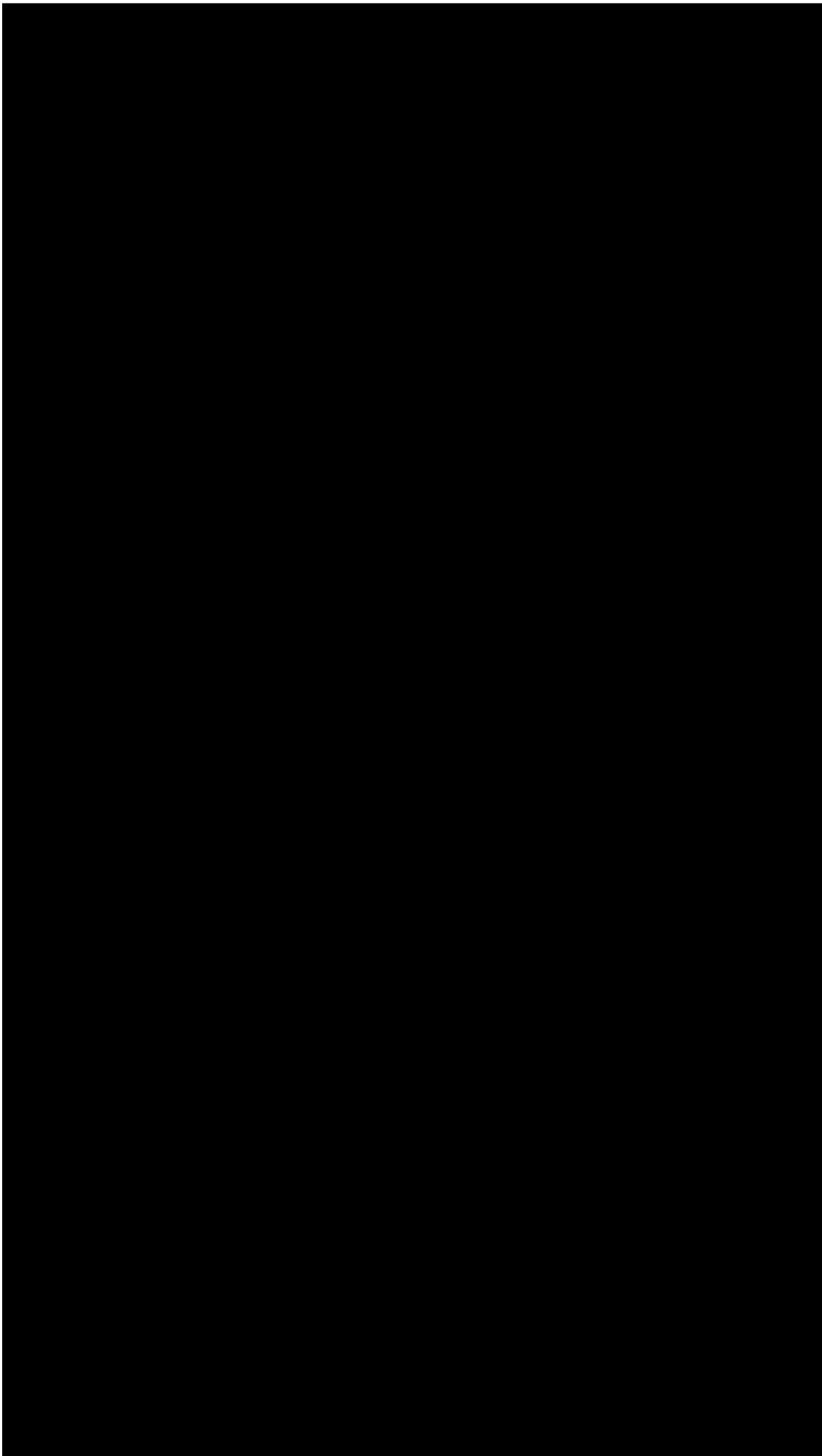


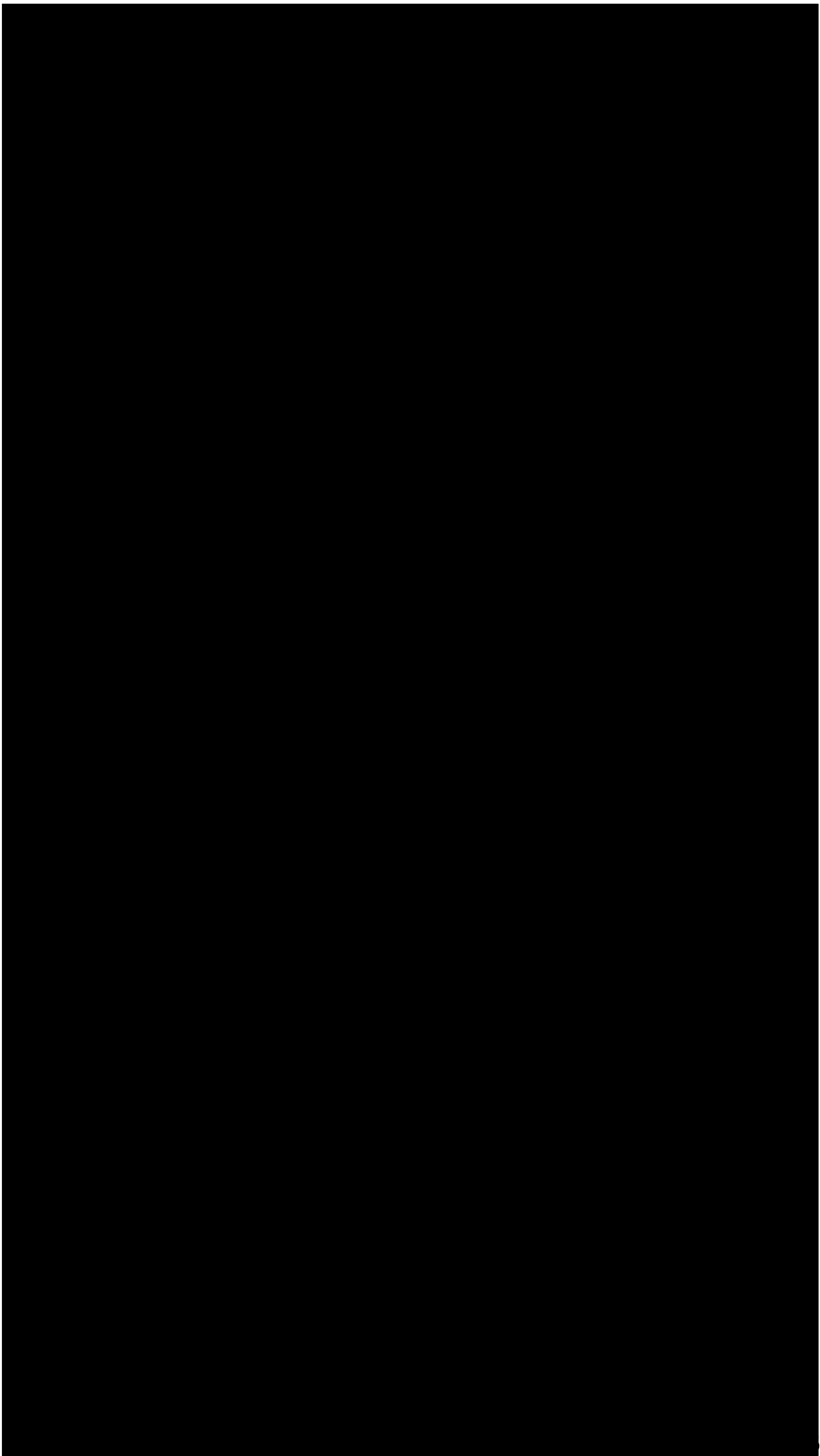


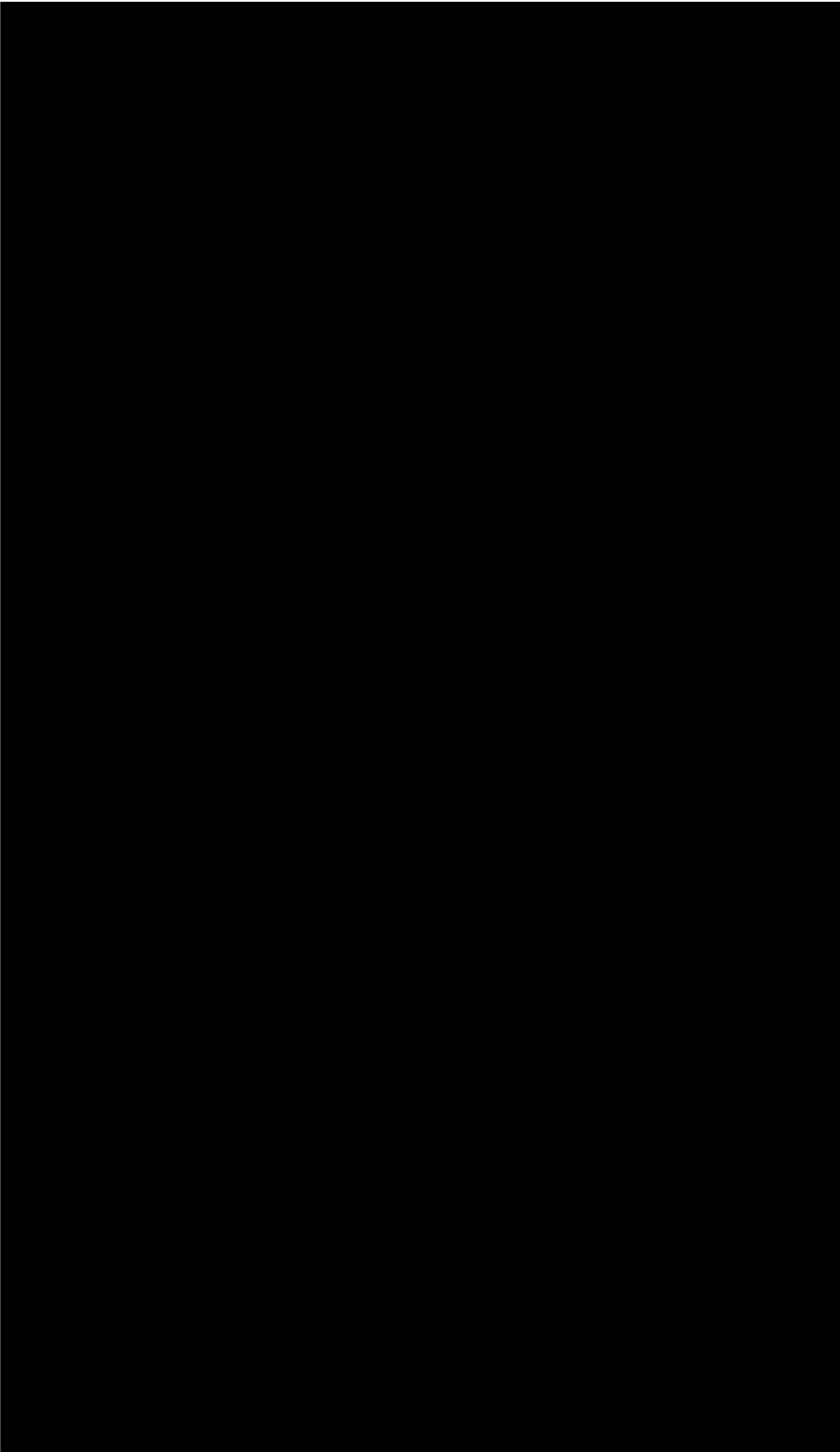


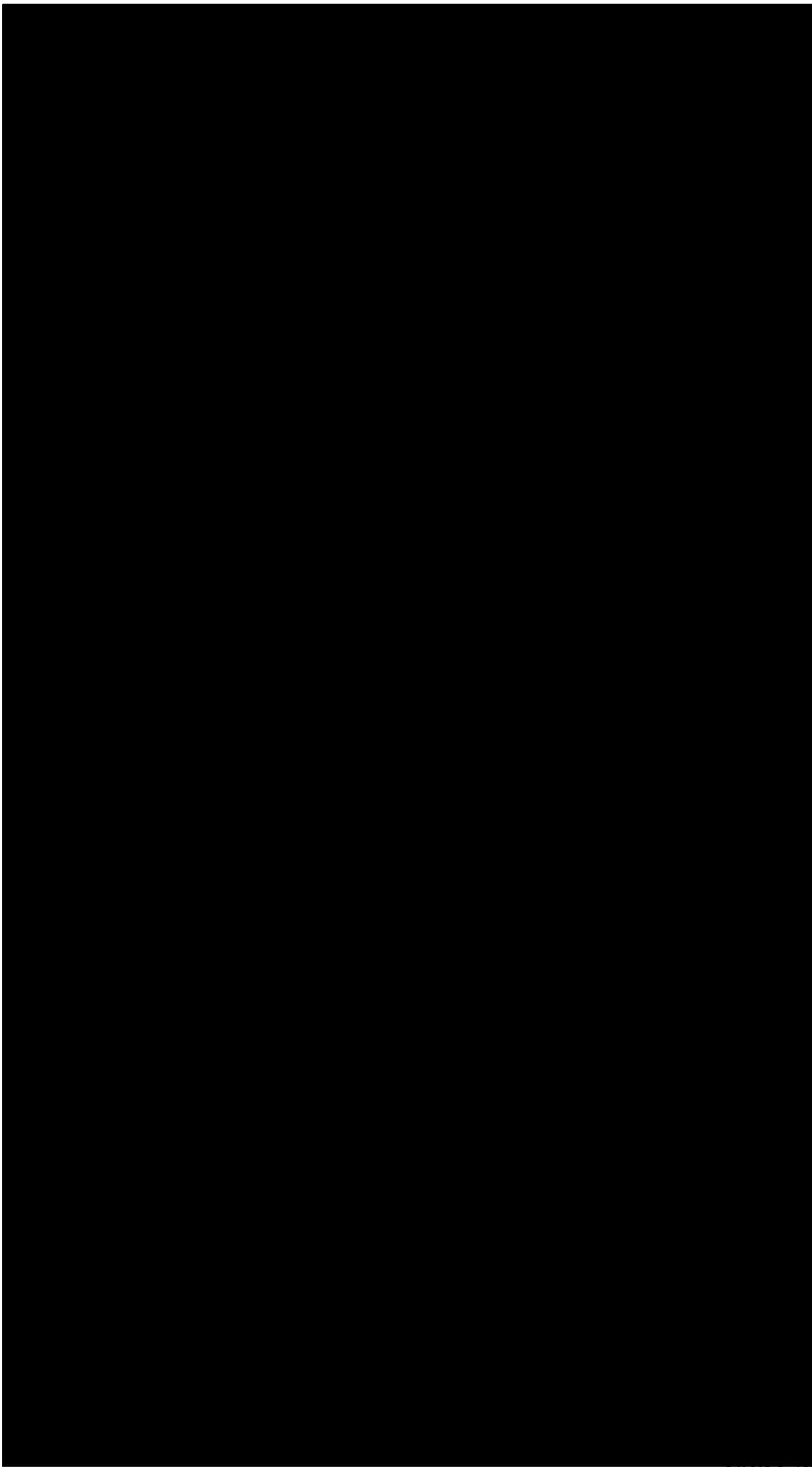


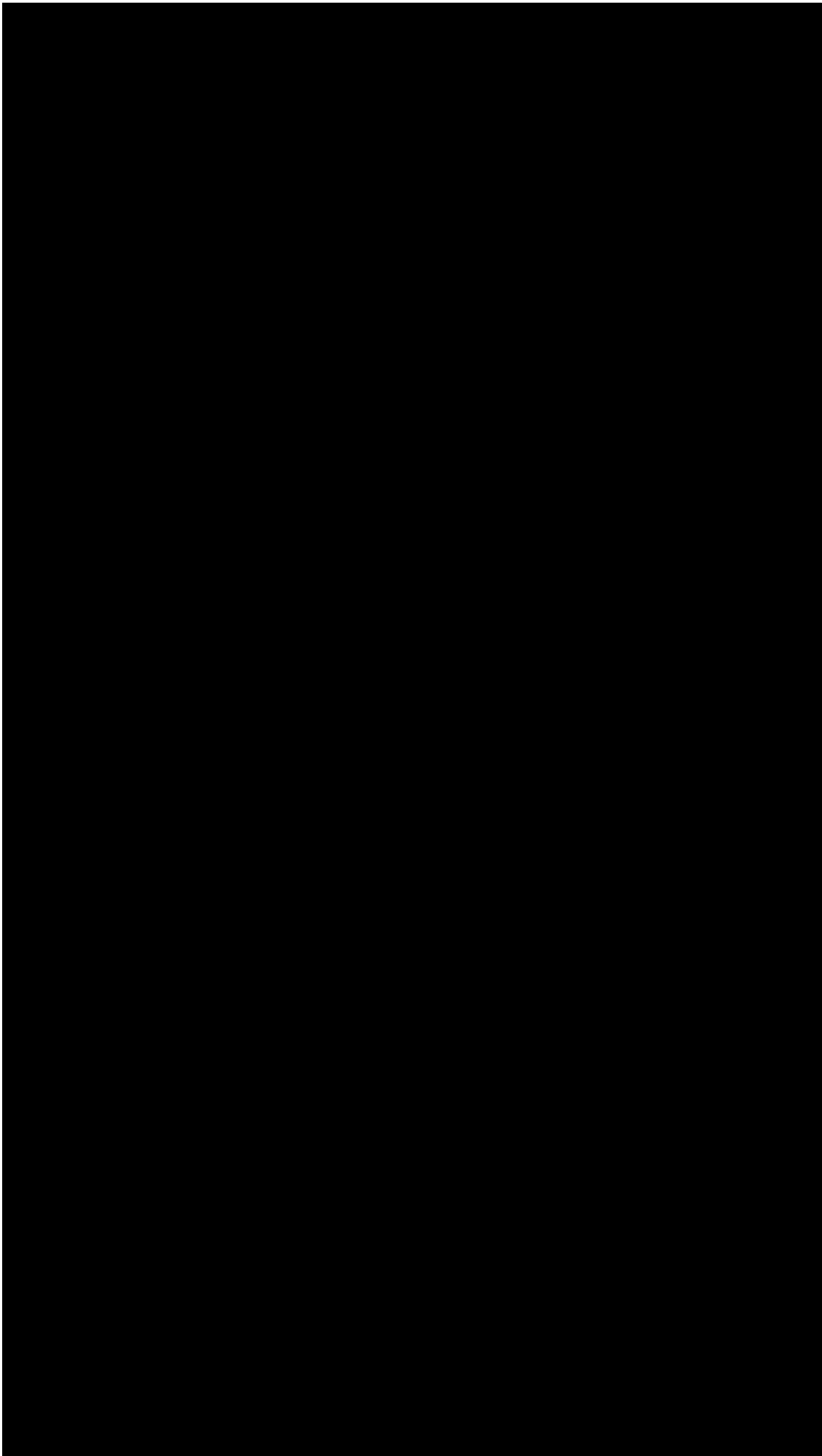












BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 36836 (SUB-NO. 1)

CSX TRANSPORTATION, INC.
—TERMINAL TRACKAGE RIGHTS—
NORFOLK SOUTHERN RAILWAY COMPANY AND
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY

ATTACHMENT 1

VERIFIED STATEMENT OF MARK MAYO, CSX TRANSPORTATION, INC.'S
GENERAL MANAGER FOR THE SOUTHEAST REGION

VERIFIED STATEMENT OF MARK MAYO

My name is Mark Mayo. I am the General Manager for the Southeast Region for CSX Transportation, Inc. (“CSXT”). I have been employed by CSXT since 1996. I have held the following positions throughout my tenure: Front Line Manager (September 1996 – April 2004); Labor Relations Manager (April 2004 – June 2005); Terminal Manager (July 2005 – August 2006); Terminal Superintendent – Hamlet, NC (August 2006 – August 2007); Assistant Division Manager (September 2007 – June 2009); Division Manager (June 2009 – July 2012); Assistant Vice President of Crew Management (July 2012 – November 2018); Assistant Chief Mechanical Officer Supply Chain and Compliance (November 2018 – February 2024); and General Manager for the Southeast Region (February 2024 – Present). Virginia was part of my territory from 2002 to 2004, and it is again part of my territory in my current role.

My role as General Manager of the Southeast Region includes responsibility for overseeing CSXT’s operations throughout that territory and ensuring the trains run efficiently and safely. My team works collectively with the service design team to develop service plans which we help implement and operate. We also make sure that CSXT has the proper resources to support the services that we provide. My region has four main zones. The Carolina North zone, managed by Robert Brown, includes Virginia. As part of that territory, Mr. Brown manages the rail traffic that CSXT moves over NPBL’s line from Seaboard Junction to Berkley Yard for interchange with or switching by NPBL.

I am familiar with CSXT's Application for Terminal Trackage Rights filed on September 18, 2025 (CSXT-23), NS's comments in Opposition to CSXT's Responsive Application for Terminal Trackage Rights (NS-31) and the accompanying verified statement of Jay Traywick filed on November 20, 2025, and the Reply of NPBL to Application of Terminal Trackage Rights (NPBL-6) and the accompanying verified statement of R. Cannon Moss filed on November 20, 2025.

In this Verified Statement, I respond to statements made by Mr. Traywick and Mr. Moss. First, I lay out my understanding of CSXT's proposed operations. Second, I conclude that NS has sufficient capacity to accommodate an additional intermodal train moving each day to and from NIT. Third, I provide information on how NPBL currently overcomes all the challenges that are highlighted by NPBL's Cannon Moss to regularly handle unit grain train service and local service. Finally, I suggest that changes could be made to the operations of NPBL lines to make them more efficient and to minimize the duration of any blocked crossings.

1. CSXT's operating proposal.

In its Application for Terminal Trackage Rights (CSXT-23), CSXT proposed operating one train, up to 10,000 feet in length, per day during a six-hour window. CSXT-23 at 12. Despite NS's and NPBL's apparent confusion, CSXT only proposes one train per day at this time, reflecting current expected demand.

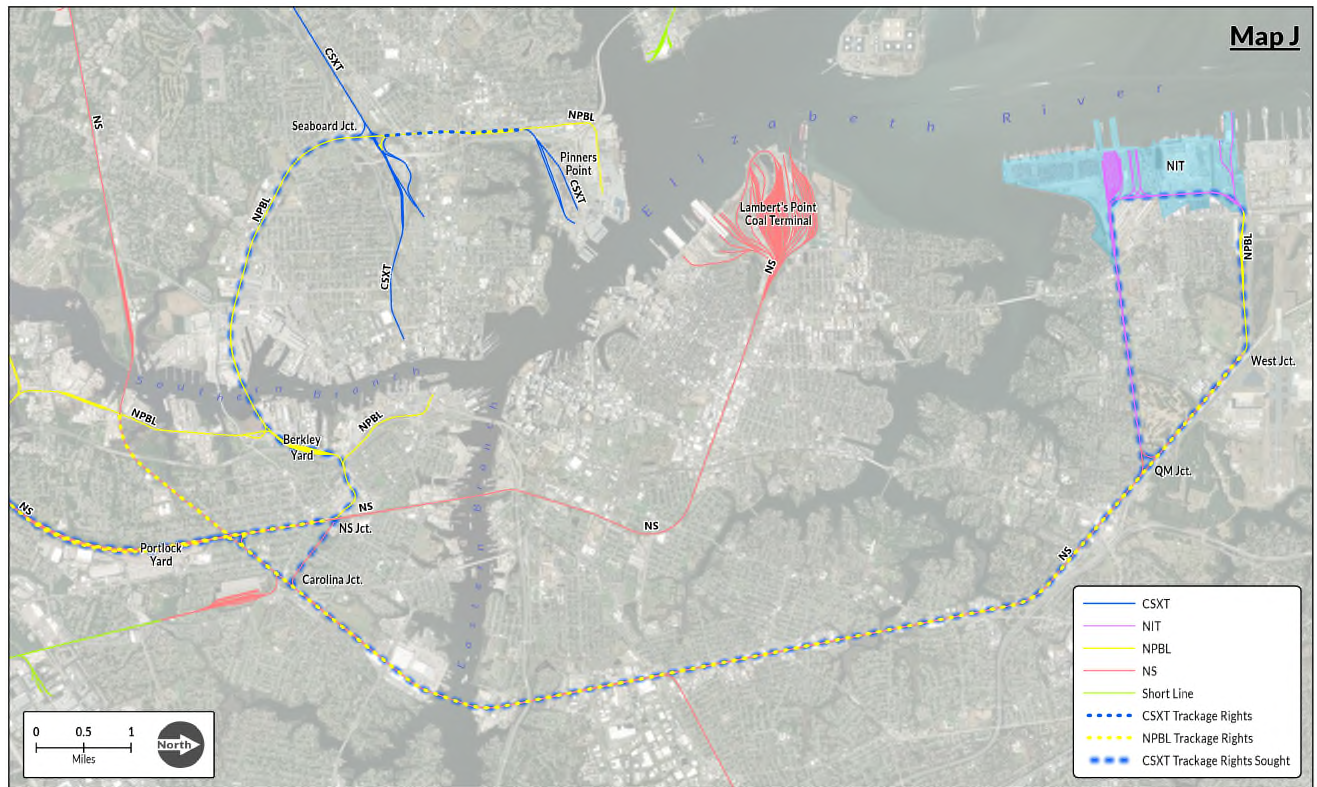
NPBL's Cannon Moss takes the position that CSXT's proposal for a six-hour operating window is "unprecedented." Moss VS at 16. Similarly, NS's Jay Traywick suggests in his verified statement that the service window "in and of [itself] would

severely disrupt existing operations”. Traywick VS at 9. Messrs. Moss and Traywick both misunderstand CSXT’s proposed operating plan. The plan anticipates that CSXT’s operation of a train from Seaboard Junction to NIT would complete a round trip within a six-hour window. This window would not be exclusive – other non-CSXT trains could operate on the route during that window.

If granted trackage rights, CSXT knows that it would work with the other carriers on the route – both NS and NPBL – to coordinate movements to NIT and potentially limit CSXT’s train length further if needed. In the railroad industry, carriers must coordinate their operations to minimize any potential interference with one another and I’m very familiar with CSXT successfully coordinating such joint operations both in this region and elsewhere across our network.

In CSXT’s Application for Terminal Trackage Rights, it submitted a map of the trackage rights it seeks. CSXT-23 at 5. I have included it again here for ease of reference.

Ex. 1 – Map of Trackage Rights Sought by CSXT



2. NS can accommodate one additional intermodal train per day to and from NIT.

NS's Jay Traywick suggests that limited capacity on NS's lines may prevent adding one CSXT intermodal train moving to and from NIT per day. Mr. Traywick offers that "[t]here is not a lot of excess capacity on our line." Traywick VS at 4. While CSXT does not operate on these NS lines today, it is apparent that Mr. Traywick's position is not supported by the facts in his Verified Statement. Based on Mr. Traywick's statements, it seems clear to me that NS can accommodate one additional train per day moving to and from NIT without interfering with the small volume of local traffic on the relevant lines.

According to Mr. Traywick, NS has four trains a day that originate outside of the Norfolk area and terminate in Portlock Yard. Traywick VS at 3. Each of those trains has freight destined for NIT. *Id.* NS typically moves the NIT traffic to the port via three trains per day. *Id.* at 4. NS groups the remaining freight into local switch jobs. *See id.* at 3-4. Based on Mr. Traywick's statement, I understand that these local switch jobs total less than one train of freight. Additionally, Mr. Traywick explains that NS also runs unit train service to Vulcan Materials daily. *Id.* at 4.

Based on my decades of operating experience, Mr. Traywick's statements lead me to conclude that the NS lines can accommodate one additional intermodal train moving to and from NIT per day. When considering rail operations to a destination like NIT, the ability of the destination to accept the freight poses the most significant operations limitation. NIT has the capacity to absorb and process four intermodal trains a day. *See Girardot VS* at 3-4. With the destination ready to accept the traffic, there is no reason NS cannot manage its line to accommodate that traffic and maintain its current operations, especially given the minimal interference caused by the addition of a single train that does no local work.

Mr. Traywick goes on to contend that "Amtrak takes up a good portion of the overall capacity of the line" with respect to the NS line segment from Portlock Yard to Lambert's Point Coal Terminal. Traywick VS at 7. However, CSXT's preferred route to directly serve NIT would only cross the Lambert's Point line. Crossing that line is not operationally challenging and can be readily accomplished. Moreover,

were CSXT required to operate via its Alternative Route No. 1 or Alternative Route No. 2, it would only need to occupy the Lambert's Point line for a short distance. I see no reason why this movement would pose an operational challenge to NS.

3. NPBL operations today address all the same challenges raised by Cannon Moss.

Mr. Moss maintains that CSXT's operating proposal to serve NIT directly via trackage rights would create many operational challenges on NPBL's network, including blocked crossings, drawbridge logistics, and speed restrictions. I am familiar with NPBL's operations because I manage the team that oversees CSXT's operations on NPBL's line from Seaboard Junction to Berkley Yard. Based on that experience, I know that NPBL currently contends with – and overcomes – each of the operational challenges highlighted by Mr. Moss in order to serve its current traffic.

Today, on a regular basis, CSXT moves unit trains of grain over the same NPBL line at issue here from Seaboard Junction to NPBL's Berkley Yard. The trains are destined for or coming from Perdue's export facility, which is located near NPBL's Berkley Yard. CSXT hands off Perdue traffic to NPBL at Berkley Yard. For example, between January 1, 2025 through October 31, 2025, CSXT interchanged {{ [REDACTED] }} unit trains of grain (or empties) with NPBL for Perdue. During that period, October was the peak traffic month for these grain trains, with {{ [REDACTED] }} unit trains interchanged. These unit trains average approximately {{ [REDACTED] }} rail cars. The

average length of an arriving train varied each month from approximately 5,200 feet to approximately 5,800 feet.

These grain trains pose the same operational challenges as a 10,000-foot maximum intermodal train proposed by CSXT. A 5,200-foot grain train cannot be held anywhere on the NPBL line from Seaboard Junction to NPBL's Berkley Yard without blocking an at-grade crossing or occupying the Elizabeth River lift bridge. It is my understanding that for the NPBL line between Seaboard Junction and NPBL's Berkley Yard, the longest stretch of uninterrupted track is approximately 3,400 feet in length. This means that CSXT's current operations on NPBL's line regularly block traffic throughout Portsmouth. Likewise, if there are delays lowering the drawbridge, the current traffic blocks at-grade crossings.

In addition to the grain trains, two local CSXT trains, numbered L252 and L253, operate on the NPBL lines at issue here. NPBL permits these trains to be up to 7,500 feet in length. CSX moves these local trains – both inbound and outbound – to NPBL's Berkley Yard daily from Monday through Thursday, totaling eight trains per week. During the period from December 30, 2024 to November 24, 2025, the local inbound traffic that CSXT moved to NPBL averaged {{ [REDACTED] }} cars per train, which is approximately {{ [REDACTED] }} feet per train, if you assume an average railcar length of 60 feet.

Mr. Moss maintains that CSXT service to NIT would result in “[g]uaranteed [c]ommunity [p]aralysis in Portsmouth.” Moss VS at 9. But CSXT's current traffic on NPBL's line regularly blocks the very same crossings that Mr. Moss expresses

concern about. Under current operations, there are days that CSXT moves trains totaling more than 7,500 feet over NPBL's line to or from Berkley Yard without causing great disruptions to traffic in Portsmouth. Mr. Moss submitted a series of images showing how many crossings could be blocked by a 10,000-foot train that was held on NPBL's track. Those images highlight that current operations on the NPBL lines – regularly moving grain trains in excess of 5,000 feet in length – risk blocking multiple crossings in the city of Portsmouth.

Mr. Moss also suggests that a CSXT intermodal train will pose “a matter of national security concern” because it will block access to Norfolk Naval Shipyard. Moss VS at 10. This is simply not true. Neither the grain trains that move today or a new CSXT intermodal train will pose any concern for national security. The Norfolk Naval Shipyard is easily accessed via Williams Avenue. Williams Avenue has a raised overpass that allows vehicular traffic to continue, even when there is a train on the NPBL line. Similarly, Mr. Moss's purported concern about the “severe security risk for the CSXT itself” is equally unfounded. Moss VS at 12. CSXT effectively manages its intermodal fleet to prevent the theft and vandalism challenges that Mr. Moss suggests.

NPBL also contends that CSXT operations when approaching Seaboard Junction may block at-grade crossings because of the need to hand throw a switch. NPBL-6 at 5. This is a non-issue. That switch is often lined for CSXT's proposed move. If the switch needed to be re-lined, it would take only approximately five minutes for the conductor to line the switch and continue on.

CSXT plans to not stop trains on a main line. We plan for a train to expeditiously make its way to its final destination with constant forward progress. Our direct service to NIT would be no different. CSXT has a 16,000-foot-long staging track located seven miles west of Seaboard Junction. CSXT could hold a train destined for NIT there until CSXT received confirmation that the route was clear to begin its operation. Ultimately, the trip plan compliance of CSXT's intermodal fleet is approximately 93% and service to NIT would be no different. I am confident that CSXT can operate its intermodal train to NIT without causing logistical disruptions to NS or NPBL operations.

4. NPBL and NS can change their procedures to allow for more efficient movements.

Both NPBL and NS could make changes to their operations to create even more capacity for CSXT's movement of one additional train per day to and from NIT, along with any other traffic. For example, I understand that NPBL does not operate at night and Berkley Yard currently shuts down at 7:00 pm. Increasing NPBL's operating hours could create additional capacity and reduce any burden associated with at-grade crossing closures.

Similarly, NPBL could analyze the nature of its dispatching and whether a track warrant control system could allow it to improve its throughput. Currently, NPBL operates its track under "yard limits." This allows multiple jobs to work in the same area, but requires trains to operate at slower speeds. NPBL could move to a track warrant control system under which a train dispatcher would give the crews

instructions and guidance, thereby allowing the trains to move at faster speeds, even if only one train could operate in a defined area.

VERIFICATION

I, Mark Mayo, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verified Statement. Executed on December 19, 2025.

/s/ Mark Mayo

Mark Mayo

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 36836 (SUB-NO. 1)

CSX TRANSPORTATION, INC.
—TERMINAL TRACKAGE RIGHTS—
NORFOLK SOUTHERN RAILWAY COMPANY AND
NORFOLK & PORTSMOUTH BELT LINE RAILROAD COMPANY

ATTACHMENT 2

VERIFIED STATEMENT OF ROBERT GIRARDOT, CSX TRANSPORTATION,
INC.'S DIRECTOR OF NETWORK STRATEGY AND ANALYTICS

VERIFIED STATEMENT OF ROBERT GIRARDOT

My name is Robert Girardot. I am Director of Network Strategy and Analytics for CSX Transportation, Inc. ("CSXT"). I received a B.S. degree in Engineering (Chemical) from Northwestern University in 1981 and an MBA degree from Duke University in 1983. I have been employed by CSXT for over 42 years, starting as Operations Planning Analyst in 1983. Since that time, I have held a wide range of commercial and operations positions. My roles have included positions of increasing responsibility in operations planning, field supervision in transportation and engineering, network operations, service design, equipment control, terminal design and development, port and connecting carrier relations, port rail access infrastructure development and rail network strategy.

From 1986 until 1988, I was Assistant Terminal Trainmaster at Savannah, Georgia and responsible for managing train operations at the second largest container port on the East Coast. During the period 1988 to 1996, I was responsible for management of CSXT Intermodal's train and equipment flows for the national stack train network CSXT Intermodal operated on behalf of the steamship line, Sealand, on Southern Pacific, Burlington Northern, Conrail, and Norfolk Southern (NS), and serving a broad range of East Coast and West Coast ports. During the period from 1996 to 1999, I was assigned to CSXT's Conrail Integration Team and participated in developing agreements between CSXT and Norfolk Southern, to divide terminal assets and on-dock rail terminal access windows within the North Jersey Shared Asset Area, serving the Port of NY and NJ rail on-dock container

terminals. Between 1999 and 2013, I served in variety of roles in Market Strategy and Intermodal Service Design. I served as Director of Rail Relations and Port Development from 2014 to 2019 and transitioned to my current role of Director Network Strategy and Analytics in 2020.

My roles have included responsibility for developing and improving competitive intermodal services on CSXT's rail network in coordination with connecting rail carriers, port authorities, marine terminal operators, steamship lines, and domestic trucking logistics intermediaries. I am familiar with the operations at all of CSXT's intermodal terminals and services at port-operated on-dock rail container terminals, including those at the Port of Virginia (POV) such as Norfolk International Terminals (NIT).¹

Additionally, I am familiar with CSXT's Application for Terminal Trackage Rights (CSXT-23) filed on September 18, 2025; NS's Comments in Opposition to CSXT's Responsive Application for Terminal Trackage Rights (NS-31) and the accompanying verified statement of Jay Traywick filed on November 20, 2025; and the Reply of NPBL to Application for Terminal Trackage Rights (NBPL-6) and the accompanying verified statement of R. Cannon Moss filed on November 20, 2025.

I have prepared this Verified Statement to respond to statements made by Mr. Traywick and Mr. Moss. This Verified Statement is based on my extensive

¹ POV is owned by the Virginia Port Authority (VPA) and is operated by VPA's subsidiary, Virginia International Terminals (VIT). For ease of reference, I refer in this statement to VPA and VIT as the "Port."

experience in all aspects of intermodal rail service and expertise in on-dock rail access.

First, in response to NS's concern about NIT's capacity to handle four intermodal trains per day, I provide details about my discussions with the Port regarding the NIT rail complex. Second, in response to Mr. Traywick's suggestion that it would be too complex for three carriers to coordinate operations in the area of NIT, I explain the complex operations at other port terminal locations, including the ExpressRail System at the Port of New York and New Jersey, the VIG on-dock rail terminal at the Port of Virginia, the Port of Savannah, the Talleyrand Terminal at the Jacksonville Port Authority, the APMT on-dock rail terminal at the Port of Mobile and joint CSXT-NS plans to serve the new H. K. Leatherman (HKL Rail) ICTF at the Port of Charleston. Each of these marine terminals is accessed by multiple carriers and require coordination between CSXT, NS, and at least one shortline rail operator.

1. NIT has the capacity to receive four intermodal trains a day.

The Port has repeatedly confirmed to me that the NIT facility can handle four intermodal trains per day, ranging up to 10,000' each. This level of train and rail lift capacity corresponds to the Port's infrastructure plans at NIT to handle at least 900,000 annual rail container moves.

In 2021, CSXT and NS discussed potentially resolving their disputes with respect to NBPL and service to NIT. As part of that process, I was part of a team from CSXT that inspected the NS route between Portlock Yard and NIT by rail, as

well as the rail infrastructure within the NIT rail complex, and observed NS crews delivering and pulling a train at the NIT complex. During that process, I also met with representatives of the Port to discuss operations at NIT if an agreement were reached. I recall several calls and in person meetings with the Port, including multiple on the ground field inspections of the NIT rail access infrastructure, the connection between CSXT and NPBL at Seaboard Junction, and the NS and NPBL infrastructure between Seaboard Junction and NIT.

During those calls and meetings, all of which pre-dated NIT's 2024 expansion, the Port explained that NIT can handle standard train lengths of up to 10,000 feet. The Port also confirmed that NIT could handle four inbound and outbound intermodal trains per day, up to 10,000' each, if NS provided four inbound and four outbound windows on its rail line leading into NIT. The Port also clarified that its personnel direct, control, and perform all rail switching activity within the NIT complex, except for the initial yarding of the inbound trains and final assembly of outbound trains. During those meetings, the Port emphasized that it could handle intermodal trains from multiple carriers. We also discussed future infrastructure enhancements within the NIT complex that would facilitate even faster throughput of multiple NS and CSXT intermodal trains per day, should additional rail capacity be necessary.

Since that time, the Port has made significant investments in the infrastructure at NIT. For example, in 2024, the Port completed its \$83 million Central Rail Yard expansion at NIT, providing additional on-dock rail capacity at

NIT.² Furthermore, the Port has announced plans to renovate, expand and modernize the North Terminal at NIT. The project is expected to be completed in 2027.³ The Port has plans for further expansion of the NIT Central Rail Yard in the future, as it increases its rail lift capacity to 900,000 annual containers. As early as 2021, the Port assured me that NIT can handle four intermodal trains a day. With these improvements, I have no doubt that NIT can handle one additional train per day.

2. Collaboration between carriers.

At the ExpressRail complex at the port of New York and New Jersey (PANYNJ), the VIG terminal at the Port of Virginia, Georgia Port Authority's (GPA) Megarail Terminal in Savannah, the Talleyrand Terminal at the Jacksonville Port Authority, and the APMT Terminal at the Port of Mobile, CSXT coordinates service effectively with NS and multiple carriers, under circumstances that are just as complex as at NIT and the Port of Virginia, if not more so. At the new HKL Rail On-Dock facility at the Port of Charleston, CSXT, NS, and Palmetto Rail have worked collaboratively to reach an understanding for NS to operate across CSXT

² See POV, Annual Comprehensive Financial Report for the Fiscal Year ended June 30, 2024 at 8 (2024), <https://www.portofvirginia.com/wp-content/uploads/2024/09/Virginia-Port-Authority-06-30-2024-Annual-Comprehensive-Financial-Report-as-Issued.pdf>; POV, Norfolk International Terminals (NIT) (2024), <https://www.portofvirginia.com/wp-content/uploads/2024/03/2024-NIT-1-Pager.pdf>.

³ See *id.*

through very dense urban areas of Charleston, South Carolina to access HKL on a neutral and efficient basis.

For example, operations at the Port of NY and NJ ExpressRail System are considerably more complicated than the NPBL-NS network that serves NIT. The ExpressRail System is a series of on-dock rail container transfer terminals served jointly by NS, CSXT, and Conrail in the North Jersey Shared Asset Area (NJSAA) (see attached Exhibit 1). CSXT, NS, and Conrail coordinate dispatching, mainline operations and switching via the NJSAA to serve four distinct on-dock rail container transfer terminals.

The ExpressRail complex has plans for capacity of more than 1.5 million annual rail containers, and handled more than 700,000 rail containers via CSXT and NS in 2022. CSXT and NS provide line-haul intermodal train service via shared mainline trackage to the ExpressRail terminals and Port Newark Yard. Conrail provides line-haul local service via the same shared trackage as well as switches CSXT and NS intermodal traffic between Port Newark Yard and the four ExpressRail terminals. Conrail also provides extensive local industry carload switching services via the same trackage. NS and CSXT both have multiple trains serving the ExpressRail complex daily. In many cases, these trains exceed 10,000 feet in length and sometimes operate up to 14,000 feet in length.

As another example, at the VIG terminal, located on the Commonwealth Railway (CWRY) at the Port of Virginia, NS and CSXT coordinate train operations and schedule windows with CWRY to each handle at least one inbound and one

outbound train up to 10,000 feet in length via a single track railroad that operates through the cities of Suffolk and Portsmouth, VA. CWRV also provides local industry service on this line and interchanges additional carload traffic with NS and CSXT. NS and CSXT both operate via trackage rights on approximately nine miles of CWRV lines, which are dispatched by CWRV to enable effective interchange of intermodal trains. To access VIG and interchange with CWRV, CSXT operates across a short section of track that is owned and dispatched by NS.

At the Port of Savannah, NS, CSXT, three shortline railroads, and multiple Amtrak passenger trains all operate in the same area. Intermodal traffic is interchanged with Georgia Ports Authority's Megarail on-dock rail container facility and there is local carload traffic as well. NS and CSXT share trackage that accesses the port carload facilities and Megarail in an area known as Chatham Terminal that is jointly owned by CSXT and NS. Additionally, operations in this port area are shared with three shortlines—Savannah Port Terminal Railroad, Georgia Central Railroad, and Golden Isles Terminal Railroad. CSXT and NS operate multiple trains per day into and out of GPA Megarail. The Megarail facility has a capability of handling at least one million rail container moves per year.

Two other examples of NS and CSXT coordinating operations at jointly served marine terminals are the Talleyrand Terminal at the Jacksonville Port Authority and the APMT Terminal at the Port of Mobile. At both of these locations NS and CSXT must coordinate operations with a third party shortline carrier – the Jaxport Terminal Railroad at Jacksonville and the Terminal Railroad at AL State

Docks (TASD) at Mobile. At both of these ports, NS and CSXT must coordinate operations across multiple Amtrak train routes to move trains between the on-dock facilities and the respective carriers serving yards. In Mobile, further complicating operations, a third Class I rail carrier, Canadian National Railway, operates to and from Port of Mobile facilities, including APMT on-dock rail, in coordination with TASD, CSXT, and NS.

Finally, I'd like to highlight the extensive work that NS and CSXT performed to reach agreement on joint service across CSXT lines to access the new on-dock rail terminal at the Port of Charleston, the HKL Rail terminal. HKL Rail is scheduled to open in 2027 and will have capacity for up to one million rail lifts per year. Access to HKL Rail operates through a dense urban area in North Charleston/Charleston, South Carolina with multiple road crossings, local industrial switching and large amounts of multi-level automotive trains. There, much like the situation at NIT, NS will have to operate across a double-track CSXT-NS diamond and cross the route of multiple daily Amtrak trains to enter CSXT's trackage and access the HKL Rail Terminal and the SCPA Columbus St. Auto Terminal.

All of these examples illustrate that the typical situation for port on-dock rail access on the East Coast is complex, involves both NS and CSXT, and requires coordination with Amtrak trains and one or more shortlines. These examples highlight that CSXT's operating proposal for NIT is consistent with port on-dock rail access throughout the East Coast.

VERIFICATION

I, Robert Girardot, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verified Statement. Executed on December 19, 2025.

/s/ Robert Girardot

Robert Girardot

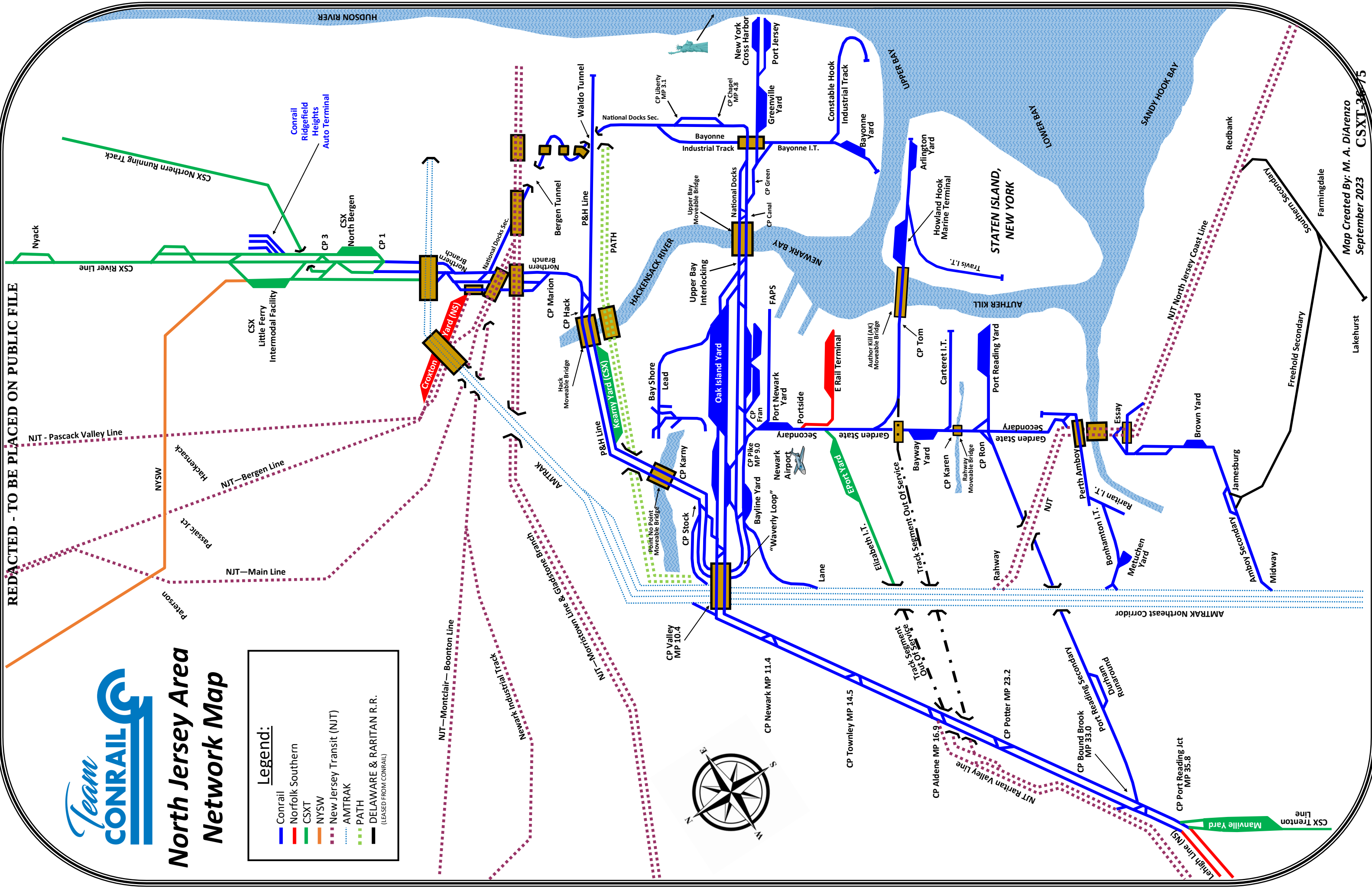
EXHIBIT 1

NORTH JERSEY AREA NETWORK MAP



North Jersey Area Network Map

- Legend:**
- | | |
|---|--|
|  | Conrail |
|  | Norfolk Southern |
|  | CSXT |
|  | NYSW |
|  | New Jersey Transit (NJT) |
|  | AMTRAK |
|  | PATH |
|  | DELAWARE & RARITAN R.R.
(LEASED FROM CONRAIL) |



CERTIFICATE OF SERVICE

I hereby certify that I have caused this CSX Transportation, Inc.'s Rebuttal in Support of Application for Terminal Trackage Rights in Finance Docket No. 36836 (Sub-No. 1) to be served electronically or by first class mail, postage pre-paid, on the Secretary of Transportation, the Attorney General of the United States, Administrative Law Judge Jenifer Soulikias, Applicants' representative, William Mullins, and all parties of record in this proceeding.

/s/ Sally Mordi
Sally Mordi
Attorney for CSX Transportation, Inc.

December 19, 2025