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VIA E-FILING
Chief of Case Administration
Office of Chief Counsel
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

Re: Docket No. AB-290 (Sub-No. 425X) Norfolk Southern Railway Company – Abandonment Exemption – in Rockingham, Shenandoah, and Warren Counties, Virginia

Dear Chief of Case Administration:

This letter replies to Norfolk Southern Railway Company's ("NS") motion letter dated and filed on October 21, 2026. In summary, NS has moved the Surface Transportation Board ("STB") to reject Shenandoah Valley Battlefield Foundation's ("SVBF") Notice of Intent to file an Offer of Financial Assistance (the "Notice") due to what amounts to a scrivener's error in a calculation despite the ample evidence presented in the Notice showing SVBF's financial responsibility. For the reasons outlined below, SVBF opposes NS's motion letter, and to the extent the STB believes necessary, seeks leave to amend the Notice to correct this minor error.

First, to the extent that there was an inadvertent math error in part of SVBF's calculation of the value of the line (which NS estimates was $192,000), SVBF's evidence clearly shows it has the resources to be financially responsible. NS's argument that a math error in a spreadsheet "undermines the financial assurance" submitted by SVBF is misleading. In making that argument, NS cherry-picks a guarantee of a new loan of at least $2,251,870 by the Bank of Clarke that would be "in addition to SVBF's already available line of credit" that totaled another $865,000 of untapped credit. Even then, all those credit lines are in addition to SVBF's cash on hand shown in the bank letters submitted by SVBF of $1,362,000 at First Bank and $2,645,963 at Bank of Clarke. Cash plus credit therefore totals more than $7,100,000. It also ignores SVBF's net revenue of $5,000,000 annually. None of NS's quibbles undermines SVBF's financial responsibility.

The decisions cited by NS do not justify rejecting a notice of intent to file an OFA for a spreadsheet error. In each case, the party filing the notice failed entirely to "provide the required calculation and supporting documentation" (*CSX Transportation, Inc.—Abandonment Exemption—In Trumbull County, Ohio*, Docket No. AB 55 (Sub-No. 420X) (STB served June 21,

2018)) or failed to provide a price of steel that was obtained within 30 days (*Norfolk Southern Railway Company—Abandonment Exemption—In the City of Baltimore, MD.*, Docket No. AB 290 (Sub-No.420X)). At most NS identified an empty cell in a spreadsheet that may slightly increase the formulaic price. The complete failings to provide evidence are nothing like the scrivener's error here and is not a basis for rejecting the notice, and the Board should reject NS's motion.

Second, NS's notice of exemption was for a line that is 48.5 miles long. The regulation requires the use of the "length of the line in miles." 49 C.F.R. § 1152.27(c)(1)(ii). SVBF based its calculation on that number. SVBF nevertheless merely noted for clarity that it used only the length in miles in the calculation and did not include sidings in compliance with the regulation.

Third, SVBF provided two separate calculations of value, including one using only 132 short tons, which complies with the Board regulation. *See* Notice, Exhibit A. Here, NS does not challenge the steel price provided by SVBF. NS does not challenge SVBF's evidence that shows that it has cash and credit available that exceeds $7.1 million. Correcting the one cell results in a price of $2,596,690.00, which compares to the price shown in the original Exhibit A of $2,402,690 or a difference of $192,000. Both numbers are dwarfed by SVBF's unchallenged, demonstrated financial resources.

Fourth, to the extent necessary, SVBF requests leave to file the attached amended Exhibit A providing a revised calculation. There is no prejudice because the time to file a notice of intent to file an offer of financial assistance has not passed. There is further no prejudice because it is clear that even if the total value doubles, which it does not, SVBF's access to over $7 million makes it financially fit.

Fifth, SVBF filed the Notice in an abundance of caution[1] – given that it clearly has the resources to be financially responsible under the regulatory calculation (or even multiples of that calculation) – to preserve the opportunity to restore freight rail service to the Shenandoah Valley, which NS has neglected for years. Given that SVBF noticed its intent to file a responsive application for divestiture of this same line in Finance Docket No. 36873[2] before NS filed its abandonment exemption in this proceeding, SVBF requests that the Board find that it is financially responsible (if required at all) and grant its petition to hold this proceeding in abeyance.

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[1] The regulation is not clear that a preliminary determination of financial fitness applies to this proceeding at all. 49 C.F.R. § 1152.27(c)(1)(i-ii) (not setting requirements for expressions of intent in situations described in paragraph (b)(2)(ii) of this section).

[2] Description of Anticipated Responsive Application File By Shenandoah Valley Battlefields Foundation, *Union Pac. Corp. et al – Control – Norfolk South. Corp*., FD 36873 (STB filed September 9, 2026).

Regards,

GENTRY LOCKE

/s/John M. Scheib

John M. Scheib, Esq.
Paul Hawkins, Esq.
Attorney for Shenandoah Valley Battlefields Foundation and Manassas Gap Railroad

JMS:trw
Attachment

cc: Parties of Record

EXHIBIT A- Calculation for Preliminary Financial Responsibility- Revised

Steel price per ton	Short tons	Miles		Calculation
$ 345.00	132	48.5		$2,208,690.00
	$4,000.00	48.5	2	$ 388,000.00
			Total	$2,596,690.00

Pursuant to 49 C.F.R. 1152.27(c)(1)(ii), MGR's rail steel scrap price per ton is $345 resulting in the calculation above for 132 short tons per track mile.