GENTRY LOCKE
Attorneys

John M. Scheib
scheib@gentrylocke.com
P: scheib@gentrylocke.com
F: 540.983.9400

312799

November 3, 2026

ENTERED
Office of Chief Counsel
November 3, 2026
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Public Record

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:

Shenandoah Valley Battlefields Foundation and Manassas Gap Railroad LLC ("Respondents") together file this response to the trails use request of the Commonwealth of Virginia's Department of Transportation filed on October 28, 2026. Previously they filed on September 9, 2026, in Finance Docket No. 36873 a notice of intent to file a responsive application for divestiture of the rail line that has become at issue in this proceeding.[1] The responsive application is due November 18, 2026 ("Responsive Application") and subject to the legal standards applicable to responsive applications.

Having seen the notice of intent to seek divestiture of this rail line and in a continuing effort to thwart freight service on the line that would compete with its parallel rail line, Norfolk Southern Railway ("NSR") filed a notice of exemption to abandon the Line on October 5, 2026. In its notice of exemption, NSR asserts that "[d]uring the past two years, no local traffic has moved over the Line" even though it had turned away requests for rail freight service from customers on the Line. Respondents, an entity that has been working to restore freight rail to that Line, filed a notice of intent to file an offer of financial assistance on October 14, 2026, to seek

[1] Both MGRR's notice of intent to file a responsive application for divestiture and this proceeding relate do the same NSR rail line that extends from Milepost B 51.0 +/- near Riverton Junction in Front Royal, Virginia, to Milepost B 99.5 +/- at Broadway, VA, in Rockingham, Shenandoah, and Warren Counties, Virginia (the "Line").

to restore freight service to customers on the Line and in the Shenandoah Valley. It simultaneously filed a motion to place this proceeding in abeyance pending resolution of its Responsive Application.

On October 28, 2026, the Commonwealth of Virginia, Department of Transportation ("VDOT") filed a Statement of Willingness to Assume Financial Responsibility to establish interim trail use and railbanking under 16 U.S.C. § 1247(d) and 40 C.F.R. § 1152.29 with respect to the Line ("Statement"), but did not ask the Board to impose trail use or issue a notice of interim trail use ("NITU"). On October 30, 2026, NSR filed a notice with the Board noting that it "does not object to the issuance of a NITU and is willing to engage in negotiations toward a possible trail use arrangement for the Line."

VDOT and NSR have put the cart before the horse.[2]

First, VDOT did not request in its Statement that the Board take any action.

Second, preservation of freight rail service trumps a NITU. An offer of financial assistance ("OFA") takes precedence over any request under the Trails Act. *See Rail Abandonments--Use of Rights-of-Way As Trails*, 2 I.C.C.2d 591, 608 (1986) ("Offers of financial assistance to acquire rail lines or subsidize rail operations under section 10905 [now 10904] take priority over both interim trail use and public use conditions because retention of existing rail service is mandatory under section 10905. . . ."); *see also, Union Pacific R.R. Co. – Abandonment Exemption – In Rio Grande And Mineral Counties, CO; In The Matter Of An OFA*, AB-33 (Sub-No. 132X), 2000 STB LEXIS 283, *12 (STB served May 24, 2000) (Moreover, the acquisition pursuant to the OFA in this proceeding takes precedence over any potential Trails Act acquisition).

The Board's well-established process is to place a NITU request in abeyance pending resolution of an OFA. *See 1411 Corp.—Abandonment Exemption--In Lancaster County, PA; Middletown & Hummelstown R.R. Co.-Abandonment Exemption-In Lancaster County, PA; In the Matter of a Request to Set Terms and Conditions*, 2002 STB LEXIS 336 at *2 (STB decided May 30, 2002).

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[2] The same can be said of other parties that support a trail over freight service, none of which have seen the requests for service that NS has shunned over the years or seen the requests that this matter may spark. Moreover, statements about the local communities, like "whose elected bodies have repeatedly endorsed the trail," falsely misrepresents a unanimity that is not present. *See* Friends of Shenandoah Trail Reply in Opposition to Abeyance, at 1 (STB filed Nov. 2, 2026) (Document No. 312783). Indeed Shenandoah County, which is home to about 70% of the Line, after robust debate, and did not support NS's request to support its abandonment. *See* https://www.shenandoahcountyva.gov/AgendaCenter/ViewFile/Minutes/_09082026-713.

Third, the Board has rejected parties' attempts at the NSR/VDOT maneuver before. *See Id.* at *3. In *1411 Corp.* that case, a party had already acquired an option to buy the property for use as a trail following abandonment and sought to block an OFA on the grounds that an overriding public interest required the Board to exempt the proceedings from the OFA process. The Board, however, cited "well-settled precedent that an OFA should take priority over a trail use proposal because of the strong Congressional intent to preserve rail service wherever possible" and denied the request to exempt the proceedings from the OFA process or to dismiss the OFA.

Respondents met the standard to have its offer of financial assistance considered and have shown ample resources to cover the regulatory formula (indeed more than two times that formula) for a finding of financial responsibility – to the extent the requirement applies. *See* SVBF Notice of Intent (STB filed Oct. 14, 2026) (Document No. 312699) and SVBF Reply (STB filed Oct. 22, 2026) (Document No. 312727). No value of the Line has been established. Respondents had to show that they had resources to meet a formula, and they have more than cleared that bar.[3] Indeed, even when a the full OFA is considered,

Fourth, discovery obtained from NSR thus far in Docket No. 36873 in preparation for filing the Responsive Application, which is forthcoming but not yet due, demonstrates that NS has shrugged off requests for service on the Line, including as recently as 2025 and 2026, which is why it can claim it has not moved freight on the Line in recent years. *See* Highly Confidential Attachments A, B, and C (Confidential Materials Subject to Request for Protective Order) (highlighting added).[4] Rather than provide rail service, in one case NSR recommended {[redacted]

[3] Even when considering an OFA, the Board does not take into account costs of rehabilitating a rail line. There are many rail lines that have remained in the rail system through the OFA process awaiting funding sources for rehabilitation, including the line from Lake Village, Arkansas, to Shelburn, Louisiana, which was the subject of an abandonment exemption for being out of service and not moving any freight "in about seven years." Notice of Exemption Under 49 CFR 1152.50, *Delta Southern R.R., Inc. Abandonment Exemption – Between Lake Village, AR, and Shelburn, LA*, STB Docket No. AB 384 (Sub No. 1X) (STB filed May 20, 2004). After finding the offeror to be financially responsible, it was of no moment that the line needed substantial rehabilitation. In fact, the Board only discussed the purchase price in its decision granting the OFA and did not discuss the potential cost to rehabilitate the line. *Delta Southern R.R., Inc. Abandonment Exemption – Between Lake Village, AR, and Shelburn, LA*, STB Docket No. AB 384 (Sub No. 1X) (STB Decided Dec. 3, 2004).

[4] Consistent with paragraph 14 of the Protective Order entered in Finance Docket No. 36873 (which only applies if this proceeding is deemed not to be a related proceeding before the Board under paragraph 1(d) despite involving the same rail line at issue the Responsive Application), Respondents submit a Highly Confidential version of this filing and these attachments and have clearly marked the filing as "Confidential Materials Subject to Request for Protective Order." Further Respondents have previously filed for a protective order in this proceeding. *See* Motion for Protective Order, Document No. 312701 (STB filed Oct. 14, 2026).

[redacted].} *Id.* at Attachment A (NS_00931258). In another instance, NSR declined because engaging in shipping freight would {sever the corridor and [redacted].}" *Id.* at Attachment B (NS_00931280). In yet, another, NS did not provide service despite characterizing the traffic as "{[redacted]"} and "{[redacted]}." *Id.* at Attachment C (NS_00931299). Only because of a failure to provide service in response to requests for freight rail service[5] is NSR able to claim that it has not moved any freight on the Line in the last two years. Respondents are aware that NS received another request for service in recent days that has not yet been produced in discovery.

Fifth, the restoration of rail to the Line has been on the table for some time through a project sometimes referred to as rail-with-trail – as opposed to trail. Indeed, the concept for preserving freight rail has been heard in various forums, including Virginia's Commonwealth Transportation Board. Potential customers, politicians, citizens, and others have expressed the need for and support of freight rail, examples of which are included as Attachment D.

Respondents have requested that the Board place this proceeding in abeyance pending the resolution of the Responsive Application, which is due November 18, 2026. The Board issued a housekeeping stay in this proceeding on October 22, 2026, precisely to consider that question. The pursuit of the NITU process by VDOT and NSR is clearly to circumvent the orderly consideration of the Responsive Application and, if later needed, OFA. Given the number of years that NSR has sat on this Line in discontinued status and ignored requests for rail service, any delay is minimal compared to getting to the right answer to restore and preserve freight rail.

Moreover, abeyance is clearly the right process for which there is precedent. In *CSX Transp., Inc. v. Norfolk Southern Corp. and Norfolk Southern Ry. Co.*, NOR 42183 et al., slip op. at 5 (STB served September 25, 2025), the Board placed the matter in abeyance at NS's request to "first address the Control Proceeding" to "promote efficiency" because the "Control Proceeding involves similar parties, subject matter, and underlying facts as the Related Proceedings, and [the other party] has raised in the Control Proceeding many of the same arguments that it now raises in the Related Proceedings. *See also Ballard Terminal R.R. – Petition for Declaratory Order,* FD 36261, slip op. at 4 (STB served June 27, 2019) (placing docket in abeyance pending resolution of other claims). The same is true here – same Line, same parties, same facts.

Finally, if the Board does not enter a protective order in this proceeding, Respondents request that the Board return this pleading. *See Union Pac. Corp et al. – Control – Norfolk South. Corp et al.*, Finance Docket No. 36873 (STB Decided Aug. 5, 2025) (granting protective order).

[5] NS may have been lawful in rejecting requests for service because service had been discontinued, but the need for service was there.

Issuance of a NITU at this time is improper and it should be placed in abeyance pending resolution of the Responsive Application and, if needed, OFA. Accordingly, Respondents request that the Board placed this proceeding in abeyance pending consideration of the Responsive Application.

Respectfully submitted,

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

Attachment A- Documents Produced by NS Showing Request of Valley Fertilizer And Internal Consideration Thereof

"Confidential Materials Subject to Request for Protective Order"

REDACTED

REDACTED

REDACTED

Attachment B- Documents Produced by NS Showing Request of Bowman Andros (Through VEDP) And Internal Consideration Thereof

"Confidential Materials Subject to Request for Protective Order"

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

Attachment C- Documents Produced by NS Showing Request of Wholesome Foods And Internal Consideration Thereof

"Confidential Materials Subject to Request for Protective Order"

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

REDACTED

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REDACTED

Attachment D- Expressions of Support for Restoration of Freight Rail to the Line

Joesph A. Bosco
3121 Newark Street NW
Washington, DC 20008

January 1, 2026

To: Members of the VA Commonwealth Transportation Board

I served as special assistant to U.S. Transportation Secretary John A. Volpe in the first Nixon administration when America's rail passenger service was overhauled and consolidated, resulting in the curtailment of many lines. When Congress and the administration created Amtrak (originally called Railpax), it was stipulated that the right of way for any passenger rail line temporarily deactivated was to be preserved as a "transportation corridor" for possible future movement of people and goods. The concept of multi-modalism was a by-word of Secretary Volpe, the Nixon administration and Congress. Preserving the Shenandoah Valley's rail right-of-way for both rail transportation and compatible trail use would serve that purpose.

The volume of heavy truck traffic along Interstate 81 illustrates both the problem in Virginia and much of the nation, as well as the likely solution. Trucks, which have grown far larger in recent decades, now dominate many of America's highways even though, as is true with I-81, there is a viable rail alternative available. Transferring any quantity of the freight now carried on Interstate 81 to the still-extant rail line would save fuel and minimize environmental pollution, reduce costs to shippers, expand industry and agriculture logistics options, and reduce the highway safety dangers associated with the high volume of big truck traffic.

The revival of rail freight service and the inauguration of rail tourism will preserve this irreplaceable transportation asset in the Shenandoah Valley. Additionally, your vision to preserve access of the corridor for future passenger use would enable a Virginia renaissance of commuter and rail passenger service which could serve as a national model.

I strongly urge the Commonwealth Transportation Board to vote in favor of moving the Shenandoah Valley Rail Trail Project to the VA Passenger Rail Authority. This transfer should be made without delay so this visionary project can proceed.

Sincerely,

Joeseph Bosco

December 31, 2025

Sub: Letter of support

To Whom it May Concern,

On behalf of Georges Inc., I would like to support the effort to preserve the railroad line running from Broadway, VA to Riverton Junction, VA. This line served our feed mill located in Mount Jackson, VA until 2013 when Norfolk Southern discontinued service. Rail infrastructure is vital to the economic viability of the poultry industry; especially in the Shenandoah Valley where the majority of the feedstuffs utilized are shipped from other parts of the country. George's Inc. enjoys the competitive advantage of rail service at all of its feed mills. The Mount Jackson location is the only mill within our network that does not have rail service presently.

It is my understanding that the Commonwealth Transportation Board will be voting to transfer control of the Shenandoah Rail Corridor to the VA Passenger Rail Authority. We would like to state our support for this vote to transfer control and reaffirm our support of potentially restoring freight service to the region.

It is my understanding that there are several short line railroads interested in leasing the line and resuming service. This would be of great interest to George's because we could ship via CSX at Strasburg or Norfolk Southern in Broadway. In addition, we could reduce the dependence on trucking for feed mill operations. We appreciate your consideration of our industry needs.

Sincerely,

Boone Hardy

Boone Hardy
Director of Grain
George's Inc
P.O. Drawer G
Springdale, AR 72765-2030

ALLEGHENY FEED & MILLING LLC.
548 SHAWNA ROAD
NORTHERN CAMBRIA PA 15714
814 650 4694

GARMANTOWN Milling & Supply

HOLLSOPPLE FEED MILL

Webb's SuperMelt!

12/21/2021

To whom it may concern,

I am writing this letter today to express on behalf of my companies, Allegheny Feed & Milling and the Lane Sawmill & Lumber Company that we have a direct interest in the railroad line extending from Front Royal to Broadway Virginia.

As we look to expand and grow our feed business it is very apparent that the poultry growing region of western Virginia is something we should consider in our portfolio. There are several mill sites along the railroad corridor that could be utilized as a part of our expansion plans. Understandably trucking has not been a favorable way for us to ship and we are held captive at our Pennsylvania locations. Only recently have we discovered a potential dairy feed location that is close enough to be able to transload from rail to truck. If there is a way to utilize rail service and continually receive the bulk discounts of large grain shipments, this would be of MAJOR interest to us. That said we feel there is a lot of opportunity in this regard in the northern Shenandoah Valley should the railroad remain intact.

Additionally, as a lumbering interest we recognize that there are some wood preservative plants in the area, and we are actively working to expand our railroad tie production. Although there is not quite as much interest in locating a lumber yard in this area (not as much as a feed mill), we would be willing to consider "piggy-backing" a sawmilling site at a feed mill location further creating value in moving there.

To cut up the railroad would mean to cut out any development for us in the Shenandoah Valley and as long as there is potential to work with a shortline partner on this section of railroad; we will continue to investigate the potential sites and determine whether this is an acceptable expansion opportunity. We will be following very closely the developments of this corridor and we hope that a reasonable compromise between a private shortline enterprise and a rail trail group can be had. One where both parties can work together to have the trail constructed adjacent to and not on top of the railroad bed.

If there are any questions, please do not hesitate to reach out to me at the number listed on the letterhead.

Sincerely,

Stephen D. Lane

Owner and General Manager
Allegheny Feed & Milling LLC.
Lane Sawmill & Lumber Company.

THE DURBIN & GREENBRIER VALLEY RAILROAD INCORPORATED

PO BOX 44, DURBIN, WV 26264
304-456-3442, X-200; PH
john@mountainrail.com

January 29, 2022

Expression of Interest to Revitalize Rail Service:

RE: Broadway, VA to Riverton Junction, VA

To Whom It May Concern,

Durbin & Greenbrier Valley RR, Inc. (DGVR) is a West Virginia-based shortline operator that specializes in revitalizing moribund and underserved rail corridors. An example is the Shenandoah Valley RR (SVRR) which serves the area between Staunton and Harrisonburg. When DGVR was named operator in 2006, this railroad handled 500 railcars annually and was not profitable. Today, SVRR moves upwards of 2,000 railcars and has become a revenue source to its corporate owners and an economic generator for the area it serves. Two other instances of resurrected rail properties are found in West Virginia where DGVR has successfully combined freight and tourist services to create an enterprise that benefits area local communities and businesses.

DGVR is very familiar with the section of line extending between Broadway, VA north to Riverton Jct., VA. We are confident that a similar business strategy can be applied here. This line contains the possibility to become much the same as the DGVR-operated West Virginia Central RR in and around the Elkins, WV area. When purchased by the West Virginia Rail Authority in 1996, there was no activity on the entire 90-mile line. Portions of the track had been flooded and become inaccessible. For comparison, during the last pre-pandemic year of 2019, the WVC has grown to handle 60,000 tourist passengers along with 900 railcar loads of freight and has become an important part of the economic health of central West Virginia.

At one time, railroads were sought after by communities searching for economic growth. As other more flexible transportation modes became available, the influence and importance of railroads waned. However, in terms of moving bulk freight in large quantities over long distances at reasonable rates, railroads are still important transportation arteries in the manufacturing and warehouse sectors. The section being discussed in this letter features several large shippers located along the current tracks whose business plans would benefit greatly if rail service was available. Likely, the quantity of loaded railcars that these businesses generate may not meet the criteria to sustain a stand-alone freight railroad. However, as noted above, this section of track

has similar qualities to our successful operation in West Virginia. Freight activity that sustains the local online business customers can be augmented by a tourist passenger train operation. Together, the two operations on the same line operated by the same business will add revenue and growth to this area of Virginia. Now is the time, before the tracks are removed, to fully consider the economic impacts of rail/trail versus railroad. The state of Virginia may realize a much larger benefit by retaining the tracks or possibly building a rail-with-trail. Removal of the railroad brings along with it a reduction in future business opportunities. Rail/trails are a good way to maintain the original corridor, but they normally don't result in new business siting or job opportunities for the nearby communities.

Warmest Regards,

_____

John W. Smith, DGVR

Shenandoah County Farm Bureau

January 19, 2025

Directors and Managers of the Shenandoah Valley Battlefields Foundation

Attn. Mr. Kevin Walker, CEO

Dear Mr. Walker,

On behalf of the Shenandoah County Farm Bureau, I would like to express to you our strong support for the proposed Rail and Trail initiative for our existing rail corridor here in Shenandoah County. I am proud to represent over 1600 Farm Bureau members here in the county. Our members represent the backbone of the county. Hard working Farmers, agribusiness owners, landowners and many individuals who respect and cherish our rural way of life. Agriculture is our county's number one industry.

Over the past two years we have discussed the two options slated for the corridor. The Rail to Trail (with the removal of the rail) and the Rail with Trail (with the revitalization of our rail system accompanied with a recreational trail). After talking to countless fellow farmers, agribusiness owners, the general public and landowners adjacent to the corridor, our board unanimously voted to support the latter. We strongly feel that a Rail with Trail will create a balance in our rural county by still allowing for the transport of agricultural goods and products to our many businesses along the corridor. In addition to this, the potential for a scenic passenger train along with the accompanying bike trail would provide business opportunities for local farmers and farm markets to sell locally raised products.

Please feel free to reach out to me if there is anything we can help you with regarding this important issue. I feel that with the right insight, planning and coordination with county, state and federal lawmakers this great concept can become a successful reality for our agricultural community.

Sincerely,

Chuck French
President, Shenandoah County Farm Bureau
Cell: 540-335-4770

Senator Frank W Nolen, PE

680 Patterson Mill Rd

Grottoes, Virginia 24441

540 294 0310 mobile
540 363 5642 landline
fnolen@newhopetel.net
www.grazelenfarm.com

Senate of Virginia
24th District
1975-1995

January 1, 2026

To : The Virginia Commonwealth Transportation Board

Subject: Proposal concerning Transfer of Shenandoah Rail Trail Project to the VA Passenger Rail Authority

About thirty years ago the Norfolk Southern Railroad filed to abandon a portion of the Chesapeake and Western Railroad from Harrisonburg south to Staunton, Virginia.

There were few customers because of poor tracks and service. However, several businesses and individuals realized the importance of this railway in Augusta and Rockingham counties. Therefore, a group called Greater Shenandoah Valley Development Co (GSDC) was formed to purchase the tracks and right of way.

When the offer to purchase was made to NS, they filed with the ICC to withdraw the abandonment which the ICC denied. However, NS was able to withdraw the trackage from Harrisonburg to Pleasant Valley. The GSDC then pursued buying the remaining trackage of about 19 miles. After a lot of wrangling and negotiating, GSDC was able to purchase the short line and start operating as Shenandoah Valley Railroad.

Today SVRR carries about 2000 carloads of freight per year. In conjunction with the Virginia Department of Rail and Public Transportation, the ownership has invested funds in upgrading the rail bridges and roadbed. SVRR hauls freight most every business day. In the last decade, the carloads have increased 2-fold.

I believe the Shenandoah Rail Corridor from Broadway to Riverton Junction can achieve the same success with a similar private public partnership. The partnership between the Shenandoah Valley Battlefields Foundation and the Virginia Passenger Rail Authority as proposed by the Commonwealth is exactly what is needed to promote economic development as well as public recreation in the Northern Shenandoah Valley.

I support the proposal before the Commonwealth Transportation Board. This project need not be delayed. If the rails are removed and the right of way is modified, it will be practically impossible to restore the rails in the future.

I strongly urge all involved to retain and make usable this important rail link between Broadway and Riverton Junction. I am willing to the extent of my ability to help make this happen.

Sincerely,

Frank W Nolen PE

Senator Frank W Nolen, PE

680 Patterson Mill Rd

Grottoes, Virginia 24441

540 294 0310 mobile
540 363 5642 landline
fnolen@newhopetel.net
www.grazelenfarm.com

Senate of Virginia
24th District
1975-95

February 3, 2023

To Whom it may concern

Subject: Abandoned Rail Corridors

About thirty years ago the Norfolk Southern Railroad filed to abandon a portion of the Chesapeake and Western Railroad from Harrisonburg south to Staunton, Virginia.

There were few customers because of poor tracks and service. However, several businesses and individuals realized the importance of this railway in Augusta and Rockingham counties. Therefore, a group called Greater Shenandoah Valley Development Co (GSDC) was formed to purchase the tracks and right of way.

When the offer to purchase was made to NS, they filed with the ICC to withdraw the abandonment which the ICC denied. However, NS was able to withdraw the trackage from Harrisonburg to Pleasant Valley. The GSDC then pursued buying the remaining trackage of about 19 miles. After a lot of wrangling and negotiating, GSDC was able to purchase the short line and start operating as Shenandoah Valley Railroad.

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I believe the Shenandoah Rail Corridor from Broadway to Riverton Junction can achieve the same success with a similar private public partnership. If the rails are removed and the right of way is modified, it will be practically impossible to restore the rails.

I strongly urge all involved to retain and make usable this important rail link between Broadway and Riverton Junction. I am willing to the extent of my ability to help make this happen.

Sincerely,

Frank W Nolen PE

GEORGE'S

February 11, 2022

Sub: Letter of Support

To Whom It May Concern,

On behalf of Georges Inc., I would like to support the effort to preserve the railroad line running from Broadway, VA to Riverton Junction, VA. This line served our feed mill located in Mt Jackson, VA until 2013 when Norfolk Southern discontinued service. Rail infrastructure is vital to the economic viability of the poultry industry; especially in the Shenandoah Valley where the majority of the feedstuffs utilized are shipped from other parts of the country. George's Inc. enjoys the competitive advantage of rail service at all its feed mills. The Mt. Jackson location is the only mill within our network that does not have rail service presently.

I understand there are several shortline railroads interested in leasing the line and resuming service. I was also interested to learn that their plan is to resume service the entire length of the line. This would be of great interest to George's because we could ship via CSX at Strasburg or Norfolk Southern in Broadway. In addition, we could reduce the dependence on trucking for feed mill operations. We appreciation your consideration of our industry needs.

Sincerely,

Jason D. Carter

Jason D. Carter
Vice President, Feed Ingredient Procurement
George's Inc
P.O. Drawer G
Springdale, AR 72765-2030

Houff Corporation

97 Railside Drive

Weyers Cave Virginia

February 7, 2023

To Whom it may concern

Subject: Transload/Shortline Railways

Houff Corporation and their sister company IDM Trucking relocated their fertilizer and transportation businesses to Weyers Cave in 1993. The purchased property bordered the proposed abandoned rail of Norfolk Southern Railroad. Houff Corporation had no intention of using the rail at the time we purchased the property in 1990. By the time we began construction in 1993 we understood that the rail was being revitalized and would operate as the Shenandoah Valley Railroad short line. Upon receipt of this new information, we altered our plans to allow for the new fertilizer facility to be rail served.

After several years of utilizing the rail for our own fertilizer products, we realized we had an asset at our back door that we could use for other local businesses that were not located directly on rail. Thus the transload division of Houff Corporation was born. Today we operate three terminals within the state, two on short line railroads, and one on CSX. We will exceed 4000 cars of volume through these terminals delivering to businesses within 100 miles of our terminals. These businesses did not have rail options previously.

My purpose in recounting our history is to ask that you not look at rail viability based only on the traditional and historical use of rail with 1000 car volumes, and unit trains running directly into industrial complexes. Our 4000 car volume has a few larger users but predominantly is made up of a number of 30- 200 car customers of various commodities. These goods are as diverse as the industries within the region ranging from agricultural goods to hazardous materials and were transported entirely by truck before our conversion to transload. These customers did not have rail options without transload and are located some distance off of the actual rail.

The economics of rail trail or freight rail for the northern Shenandoah Valley needs to be thoroughly vetted with open eyes before decisions are made. Both avenues will be expensive. While the aesthetics of a rail trail sound appealing, can the Commonwealth afford such a luxury when we struggle to maintain our highway infrastructure?

I am confident the type of rail freight that we have acquired in our transload operations is saving our highways and having significant positive impact to the economy. When looking at economics of rail freight please consider transload and widen your economic impact circle to industry 50-100 mile out from the rail corridor in question.

Best Regards,



Neil Houff

President

Houff Corporation

May 26th, 2026

Nick Donohue & the Commonwealth Transportation Board
Virginia Secretary of Transportation
1111 East Broad Street
Richmond, VA 23219

Secretary Donohue and Members of the Board,

Steam Into History, Inc. DBA Northern Central Railway of York is a non-profit tourist railroad located in South Central Pennsylvania. Our tourist rail line runs parallel in conjunction with the York County Heritage Rail Trail, a 21-mile trail that runs from York City center to the Maryland State line. In the early 2000s, NCR's founders, York County Community leaders and County Commissioner understood the magnitude of the partnership and impact of the rail and trail. In 2010, the County of York leased the train tracks to Northern Central Railway of York and the tourist operations started.

Since then, NCR has become the top tourist attraction to the County. Outdoor recreation has thrived along the trail, along with the local economy. NCR has a $6 million economic impact annually to the host borough of the attraction, not to mention the surrounding trail towns and County at large. In 2021, The York County Economic Alliance launched a Trail Towns program with the help of the local State Senator. The program has brought close to 15 plus new businesses along the small five borough trail towns along the corridor. NCR services at the anchor of the Trail Towns connect each of the towns. NCR also supports the thriving outdoor recreation marketing along the trail by providing a Bike Aboard program for cyclists.

Rail and Trails have symbolic relations that provide not only a culture and benefit to the community but an economy impact that supports small businesses thrive. Northern Central Railway of York, the York County Heritage Rail Trail, York County Park Departments, Explore York, York County Economic Alliance, and the County of York are examples of those thriving relationships and their impact.

We hope you will consider this type of thriving environment in Virginia along the Shenandoah Rail Corridor.

Thank you and please let us know if you have any questions.

Ashley Zimmerman
Executive Director
Azimmerman@NorthernCentralRailway.com

National Railway Historical Society
Winchester Chapter

PROCLAMATION

In Support of

Shenandoah Rail Corridor

WHEREAS, since railroading began in the Northern Shenandoah Valley in the late-1800's, the valley has been served by freight and passenger railroads providing vital connections to commerce and our country; and

WHEREAS, the National Railway Historical Society (NRHS) was founded in 1935 by a group of rail historians with the goal of preserving railway historical material and educating current and future generations about railroads and their history; and

WHEREAS, in 1967, the Winchester Chapter of the National Railway Historical Society was established and is made up of working and retired railroaders, historians, and fans of rails and trains; and

WHEREAS, the Chapter encourages and promotes public awareness of area railroads and their history, the restoration and preservation of historic railroad equipment and properties. The chapter works to educate the public on the historical and significant role that railroads play in the Northern Shenandoah Valley, which is served by CSX, Norfolk Southern, Winchester and Western Railroads; and

WHEREAS, continuing the tradition to preserve and save railroads, our chapter desires to see the Shenandoah Valley "B" Line returned to service to create economic, tourism and recreational opportunities and be truly multi-use that our community can enjoy, and our industry can depend on.

THEREFORE, We the National Railway Historical Society, Winchester Chapter, strongly support the efforts of the Shenandoah Rail Corridor to save the Norfolk Southern's Shenandoah Valley "B" Line between Riverton Junction and Strasburg and to Edinburg under "Rails with Trails" that would offer the greatest option and benefit for the Northern Shenandoah Valley and its surrounding communities.

Dated this day, July 13, 2024, and on behalf of Chapter Members

, President, Winchester Chapter NRHS

Contact:
Shenandoah County Farm Bureau
Shenandoahss@vafb.com
(540) 459-4019

Shenandoah County Farm Bureau Endorses "Rails With Trails"

Shenandoah County, September 7, 2023- The Shenandoah County Farm Bureau has announced its endorsement of the "Rails With Trails" initiative, while highlighting the vital role that potential rail service could play in the future in supporting the agricultural industry in Shenandoah County.

The "Rails With Trails" is a bold vision to preserve the Shenandoah Valley's heritage, re-empower the rail line as an economic engine, and create a full range of tourism and recreation opportunities. The state of Virginia is currently negotiating to purchase the 48-mile corridor stretching from Broadway to Front Royal currently owned by Norfolk Southern Railway Corp. Freight rail service on the line has been discontinued.

As the largest membership organization in the county, Shenandoah County Farm Bureau recognizes the positive impact that future rail could have on farmers and the agricultural industry in the county. The group supports fueling commerce in the region with a revitalized short line railroad.

"Shenandoah County Farm Bureau recognizes the potential impact that a short line railroad could have in supporting the agricultural industry, taking traffic off of I-81, and contributing to the economic viability of our county." Said Chuck French, President of Shenandoah County Farm Bureau. "While we recognize there are still questions to be answered, this concept allows us to maintain our valuable rail corridor for the future benefit of farmers and agribusinesses in our community."

With over 1,600 members, Shenandoah County Farm Bureau is the largest agricultural advocacy organization in the county. Shenandoah County Farm Bureau is a non-governmental, nonpartisan, voluntary organization committed to supporting agriculture and preserving the rural way of life.

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THE VALLEY FERTILIZER & CHEMICAL CO., INC.

POST OFFICE BOX 816
MT. JACKSON, VIRGINIA 22842
PHONE (540) 477-3121
FAX (540) 477-3123
(800) 571-3121

May 26, 2022

Sub: Letter of Support

To Whom It May Concern,

As General Manager of The Valley Fertilizer & Chemical Co., Inc. I would like to support the effort to preserve the railroad line running from Broadway, VA to Riverton Junction, VA. This line served our facility located in Mt Jackson, VA until 2013 when Norfolk Southern discontinued service. We currently have fertilizer shipped by rail to Weyers Cave; then haul it 40 miles on Interstate 81 to our plant in Mt. Jackson. The return of rail service would serve to lower our shipping costs as well as decrease truck traffic on Interstate 81. Furthermore, we would like to diversify our services to local farmers by building a grain transloading facility on the rail line at our Mt. Jackson complex.

I understand several short line railroads have expressed interest in leasing the line and resuming service. Repairing and resuming service on the entire length of the line would be especially beneficial because we could ship via CSX at Strasburg or Norfolk Southern in Broadway.

Rail infrastructure is vital to the economic viability of agriculture in the Shenandoah Valley, where the majority of the feedstuffs and fertilizers utilized are shipped from other parts of the country. Valley Fertilizer is eager to work with any potential short line railroad partner interested in resuming rail service.

Sincerely,

Thomas Rea
General Manager
The Valley Fertilizer & Chemical Company, Inc
P.O. Box 816
201 Valley Road
Mt. Jackson, VA 22842

VRC

VALLEY RAILROAD COMPANY, LLC

April 7th, 2025

Re: Letter of Support

To whom it may concern,

As the Owner of Valley Railroad Company, LLC, I would like to support the effort to preserve the railroad line running from Broadway, VA to Front Royal, VA.

Valley Railroad Company, LLC was established in April 2010 and we have operated out of Shenandoah County since our inception. We specialize in the maintenance, repair, replacement, and construction of railroad tracks and related parts. We operate a variety of specialized rail-mounted machinery to construct safe and smooth railroad tracks for freight customers across the Commonwealth.

I have reviewed the Track Inspection Report by Stone Consulting commissioned by the Shenandoah Rail Corridor coalition and as an industry professional, I can confirm the intrinsic value and viability of this line. We have been hopeful that rail service would resume on this line and I understand that several short line railroad operators have submitted proposals. With the widespread business and community interest in the train, we stand ready to assist the selected operator and future customers with our services and support the Commonwealth in its resurrection of the railroad for the following reasons:

1. This project is predominantly in Shenandoah County; the county we've called home for over 15 years!
2. A 49-mile railroad operation will create and sustain good-paying jobs not just in the county but within our own company.
3. The railroad supports our farming neighbors and suppliers by reducing the transportation costs of feeds, fuels, and fertilizers.

We look forward to restoring old freight rail connections and constructing new ones as the railroad returns to service. I am proud to partner with the Shenandoah Rail Corridor coalition and we strongly urge the Commonwealth of Virginia to save the rails by choosing the rail-with-trail option!

Best,



Derek Burgess
Owner, Valley Railroad Company, LLC

PO Box 9
Daleville, VA 24083-0009
Office: 540-992-1009
Fax: 540-992-4632
Email: breeves@vacattlemen.org
Website: www.vacattlemen.org

Affiliated with The National Cattlemen's Beef Association

January 27, 2025

TO: Mr. Keven Walker, CEO, Shenandoah Valley Battlefields Foundation
FROM: Brandon Reeves, Executive Director, Virginia Cattlemen's Association
RE: Preserving Shenandoah Valley Rail Corridor

Dear Mr. Walker:

Please find this letter of support in favor of preserving the Norfolk Southern rail corridor in the Northern Shenandoah Valley. We believe that abandoning this infrastructure would be incredibly short-sighted given the potential this rail has to offer.

In Virginia, the production of beef cattle is the Commonwealth's second leading agricultural enterprise in terms of farm gate receipts and support of cattle is the state's largest use of private land in agricultural production. Virginia Cattlemen's Association works to help promote and protect the interests of cattle producers across the Commonwealth. The state's two largest cattle producing counties, Augusta and Rockingham, are located in the heart of the Valley.

The viability of our state's cattle industry depends on having diverse infrastructure and opportunities. We depend on having access to commodities that are not always available or grown in Virginia. We also depend on having the ability to ship our products to other markets in interstate commerce. This rail once helped provide those opportunities and has the potential to develop back into a vital transportation source.

The Virginia Cattlemen's Association supports efforts to maintain and build infrastructure to help sustain and grow our industry. The Norfolk Southern rail corridor in the Northern Shenandoah Valley should remain a viable option to be utilized in the future by Virginia's cattle and agriculture industries.

Please feel free to contact me if I can be of further assistance.

Sincerely,

Brandon Reeves
VCA Executive Director

Your source of independent thought and analysis on rail policy...

VRPI
VIRGINIA RAIL POLICY INSTITUTE

Public Comments from
Virginia Rail Policy Institute to the
Virginia Department of Transportation
on the disposition of the rail line between Broadway and Front Royal

April 8, 2025

Good evening, everyone.

I am Michael Testerman, and I serve as executive director of the Virginia Rail Policy Institute (VRPI). On behalf of our organization, I want to thank VDOT for hosting these Open House events to receive comments on the future of Norfolk Southern's inactive rail line north of here.

The non-profit Virginia Rail Policy Institute is made up of professionals from multiple fields of interest, including both freight and passenger rail, engineering, economics, law, academia, business, public-interest advocacy, and government. As example, the late Ray Pethtel served as a VRPI officer, following his distinguished career with the Virginia Department of Transportation. We regularly host programs related to rail transportation, maintain a website as a resource for rail policy research, reports and publications, and provide commentary and recommendations to decision-makers regarding key policies and projects—with a focus on improving and expanding rail service.

Our mission is to strengthen and improve public policy with respect to both freight and passenger rail in the Commonwealth of Virginia. Through objective and rigorous research, publication, education, and outreach, VRPI strives to increase public understanding of freight and passenger rail and to promote public policies that will secure the future of rail transportation as a cost-effective, sustainable, and essential element of Virginia's 21st Century transportation system.

In the past, we have weighed in on the conversion of inactive rail lines to public trails; notably the Eastern Shore Railroad, in 2020. Before that, the development of the former Norfolk and Western main line through Farmville, into the High Bridge Trail.

Most recently, we have expended much attention and energy in calling for rail service to be reestablished between Harrisonburg and Front Royal. There is much support for this rail line to be converted into a Rail Trail. Our research—and a webinar with national experts—has shown that Rail *with* Trail development is appropriate in this instance.

Especially in this case, our emphasis is to draw the public's attention to the fact that rail lines are every bit as much, corridors of transportation—for public convenience and necessity—as are our highways. Modern development patterns make it very difficult to assemble transportation corridors from scratch. The highest and best use of this rail line is to be returned to service and to retain its valuable asset to the public as a robust transportation corridor.

Just over the horizon, this rail line offers Valley residents the opportunity to transfer freight from trucks back to trains.

Perhaps more importantly, reactivating this rail line will preserve the prospects for the future development of scheduled passenger rail for Harrisonburg residents and James Madison University students. JMU has a chance to avoid foreclosing the option of passenger rail that Longwood University experienced.

VRPI offers a best-practices approach for retaining and possibly improving all rail corridors, and recommends adoption of the following, as standard transportation policy, to address future rail abandonments and rails-to-trails proposals:

1. Current and/or inactive rail lines coming up for abandonment shall be rail banked;
2. If trails are to be developed on banked or abandoned rail lines, trails shall be designed, constructed, and operated in a manner that will permit future train operations, and;
3. For rail lines that are abandoned, there should be a set period of time, perhaps 25 years, during which the right-of-way shall not be fragmented or irreversibly repurposed.

The Virginia Rail Policy Institute says it's time for Virginia to evaluate every road-expansion plan to consider delegating mobility responsibilities to parallel rail corridors, regardless of the rail operators' current business model. Public investments can provide infrastructure improvements that the private sector may not be willing or able to make. Once improved and held to higher expectations, rail lines can help us move into a brighter, more sustainable future.

Thank you again for affording the opportunity for VRPI to present its views and advice.

PO Box 9
Daleville, VA 24083-0009
Office: 540-992-1009
Fax: 540-992-4632
Email: breeves@vacattlemen.org
Website: www.vacattlemen.org

Affiliated with The National Cattlemen's Beef Association

December 15, 2025

TO: Mr. DJ Stadtler, Executive Director, Virginia Passenger Rail Authority
FROM: Brandon Reeves, Executive Director, Virginia Cattlemen's Association
RE: Preserving Shenandoah Valley Rail Corridor

Dear Mr. Stadtler:

Please find this letter of support in favor of preserving the Norfolk Southern rail corridor in the Northern Shenandoah Valley. We support the recent proposal at the Commonwealth Transportation Board to advance the Rails with Trails project by transferring funds to the VPRA. We believe that abandoning this infrastructure would be incredibly short-sighted given the potential this rail has to offer.

In Virginia, the production of beef cattle is the Commonwealth's second leading agricultural enterprise in terms of farm gate receipts and support of cattle is the state's largest use of private land in agricultural production. Virginia Cattlemen's Association works to help promote and protect the interests of cattle producers across the Commonwealth. The state's two largest cattle producing counties, Augusta and Rockingham, are located in the heart of the Valley.

The viability of our state's cattle industry depends on having diverse infrastructure and opportunities. We depend on having access to commodities that are not always available or grown in Virginia. We also depend on having the ability to ship our products to other markets in interstate commerce. This rail once helped provide those opportunities and has the potential to develop back into a vital transportation source.

The Virginia Cattlemen's Association supports efforts to maintain and build infrastructure to help sustain and grow our industry. It's time to move forward. We greatly appreciate the consideration of the VPRA, and the CTB in this matter.

Please feel free to contact me if I can be of further assistance.

Sincerely,

Brandon Reeves
VCA Executive Director

WHOLESOME
COMPANIES
FOODS · ENERGY · TRANSPORTATION · LOGISTICS
Est. 1964

986 South Ox Road – Edinburg, VA 22824

January 2, 2026

To: Virginia Commonwealth Transportation Board

Wholesome Energy is an affiliate of Wholesome Foods, a family-owned business in Shenandoah County that has been in operation since 1964. Since 2008, Wholesome Energy has been in the business of processing waste fats and vegetable oils into products used in biofuel production as well as feed products for the poultry, swine, and pet food industries.

Our company's growth is limited by the availability of the raw products we need. Currently we ship raw material by truck from as far as 500 miles. Our research has shown that our transportation costs would be significantly reduced if we could ship via rail locally and we have already identified a transload location. We currently process 2 million pounds of product per week, with rail access, we will expand production which will help the local economy and remove trucks from crowded interstates.

Additionally, I serve on the Economic Development Council for Shenandoah County's Chamber of Commerce. Once the Chamber understood there was an option to preserve rail and recognized the powerful catalyst this would provide for business growth, we issued a resolution supporting "efforts to explore the feasibility of both options".

Our company fully supports the Shenandoah Rail Corridors' efforts to preserve our local rail infrastructure as well as construct a recreational trail within the right of way. We urge you to support the Commonwealth's proposal to move forward with rail preservation to enable the return of local rail service and development of a recreational trail. Please do not delay this important action.

Sincerely,

Nathan E. Pence

Nathan E. Pence

Vice President, Wholesome Companies

HOLTZMAN OIL CORP.
P.O. Box 8 Mt. Jackson, Virginia 22842 540.477.3131

December 15, 2025

DJ Stadtler & Members of the Board
Executive Director
VPRA
919 East Main Street, Ste 2400
Richmond, VA 23219

Director Stadtler and Members of the Board:

Holtzman Oil and Holtzman Propane unequivocally support the recent proposal at the Commonwealth Transportation Board to advance the Rails with Trails project by transferring funds to the VPRA.

Our Company is very interested in utilizing rail service directly adjacent to our headquarters in Mt. Jackson and Strasburg, Virginia. For years, we have relied on the trucking industry alone to deliver our products to our customers, and have long requested rail service, not just from Norfolk Southern, but also from our county. We are eager to locate our propane transload site in Shenandoah County, but due to the stalling of this project, we are forced to consider other locations.

Our Company was a leading and founding partner in the Shenandoah Rail Corridor coalition in 2022, and we are excited to finally see movement on this project. We urge the VPRA, as well as the CTB, to act quickly to protect this vital infrastructure from the abandonment process by voting to adopt the Rails with Trails vision. We also reaffirm our support for the original Rails with Trails proposal and its cost estimates put forth by our coalition.

We support the Commonwealth's shift towards a public/private partnership with our brother organization, The Shenandoah Valley Battlefields Foundation. Our relationship with this foundation has always been rewarding, and they have a proven track record of success in handling large preservation projects on behalf of the Commonwealth.

Virginia has spent enough time studying this project, it's time to move forward. We greatly appreciate the consideration of the VPRA, and the CTB in this matter.

Sincerely,

HOLTZMAN OIL CORP.

William B. Holtzman
Chairman of the Board

HOLTZMAN
PROPANE

Main Office/Payments
P.O. Box 7
Mount Jackson, Virginia 22842

December 15, 2025

DJ Stadtler & Members of the Board
Executive Director
VPRA
919 East Main Street, Ste 2400
Richmond, VA 23219

Director Stadtler and Members of the Board:

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Virginia has spent enough time studying this project, it's time to move forward. We greatly appreciate the consideration of the VPRA, and the CTB in this matter.

Sincerely,

HOLTZMAN PROPANE

William T. Holtzman
President

SMS Rail Service, Inc.
Post Office Box 711
Bridgeport, NJ 08014
Phone: (856) 467-4800
Fax: (856) 467-2121
www.smsrail.com

December 15, 2025

Virginia Passenger Rail Authority
919 East Main Street, Suite 2400
Richmond, VA 23219

Re: Shenandoah Rail Corridor
Vision for Freight, Tourism, and Corridor Revitalization

Dear Members of the Virginia Passenger Rail Authority:

SMS Rail Service, Inc. ("SMS") appreciates the opportunity to share its vision for the revitalization of approximately 50 miles of rail infrastructure in the Shenandoah Valley, extending from Front Royal, Virginia, through Strasburg to Broadway. Last year, SMS began evaluating the feasibility and long-term potential of restoring this important rail asset and has submitted to the Northern Shenandoah Valley Transportation Preservation Corporation ("NSVTPC") its Proposal for operation of the corridor.

Based on our operational analysis, infrastructure review, and experience revitalizing underutilized rail corridors, SMS is confident that utilizing the "rails with trails concept, this line can be successfully returned to service in a manner that supports freight transportation, regional economic development, and public-facing rail and recreational activities. We believe the corridor presents a unique opportunity to advance Virginia's rail objectives while delivering meaningful benefits to the communities it serves.

SMS Rail's approach emphasizes a balanced, multi-use model, including:

- The restoration of reliable freight rail service to support agricultural, industrial, and commercial shippers in the Shenandoah Valley
- The development of excursion train operations that highlight the region's history, natural beauty, and cultural assets
- The introduction of rail bike operations to expand recreational access, attract tourism, and promote public engagement with rail infrastructure

Together, these elements form a sustainable operating strategy designed to enhance corridor utilization, reduce highway congestion, and create long-term value for the Commonwealth of Virginia.

SMS Rail recognizes the critical role the Virginia Passenger Rail Authority plays in protecting and advancing the Commonwealth's rail network. We are committed to working collaboratively with VPRA, NSVTPC, local governments, and regional stakeholders to ensure that any future

operations are compatible with Virginia's broader transportation goals and preserve long-term corridor flexibility.

We believe this project represents a rare opportunity to reactivate dormant infrastructure while advancing economic development, tourism, and rail connectivity in the Shenandoah Valley. SMS Rail would welcome the opportunity to discuss our analysis and operating philosophy in greater detail and explore how this corridor can complement VPRA's strategic vision.

Thank you for your time and consideration. We look forward to continued dialogue and collaboration.

Kind regards,

Jim Pfeiffer, Chief Operating Officer
(856) 467-4800, ext. 303
jpfeiffer@smsrail.com

/JRP
Enclosure: Press Release

Stone Consulting, Inc.

December 15, 2025

D. J. Stadtler, Executive Director VPRA
and Members of the Board
919 East Main Street, Suite 2400
Richmond VA 23219

Subject: Letter of Support

Gentlemen:

Stone Consulting has strongly supported the preservation and development of the Shenandoah corridor since we first examined it at the request of Norfolk Southern in 2000. Only a quirk in historic railroad management and resulting mergers prevented this rail line from becoming a far more significant corridor for economic development in the Commonwealth. As an independent shortline connecting to NS and CSX for competitive access, it has a future.

We have become champions nationally for encouraging public ownership of corridors for development of rail WITH trail, and consider this to be the most outstanding example of that dual potential. Our own research and development on this corridor has proven both the impacts from the trail, and develop equal or more economic impacts from allowing the rail corridor to be developed and managed by a viable shortline railroad entity that specializes in both freight and excursion operations.

We continue to support the rail with trail concept, and remain genuinely puzzled as to why VDOT has overcomplicated the project, unnecessarily ballooned the projected costs, and ignored their own study of 19 pages of existing and successful rail with trail operations in their own Phase II report index. We support any attempt to move this to an agency and nonprofit that can balance the needs of the trail interests along with promoting and stabilizing the agricultural, manufacturing and tourism potential of the entire 50-mile corridor. Combining VPRA and the Battlefields Foundation is a viable methodology to achieve both goals of rail and trail.

Our firm has spent 25 years working on this project, this time with a proven partner and concept, and it's time to move it forward.

Sincerely,

Stone Consulting, Inc.

Randall D. Gustafson
Vice President Operations

RDG/fsc

324 Pennsylvania Avenue West, P.O. Box 306, Warren PA 16365
(814) 726-9870 tel (814) 726-9855 fax stone@stoneconsulting.com

THE VALLEY FERTILIZER & CHEMICAL CO., INC.

201 VALLEY ROAD
MT. JACKSON, VIRGINIA 22842
PHONE (540) 477-3121
FAX (540) 477-3123
(800) 571-3121

December 15, 2025

DJ Stadtler & Members of the Board
Executive Director
VPRA
919 East Main Street, Ste 2400
Richmond, VA 23219

Director Stadtler and Members of the Board:

Valley Fertilizer unequivocally supports the recent proposal at the Commonwealth Transportation Board to advance the Rails with Trails project by transferring funds to the VPRA.

Our Company is very interested in utilizing rail service directly adjacent to our headquarters in Mt. Jackson, Virginia. For years, we had relied on Norfolk Southern's rail service for more affordable freight rates than trucking to deliver our products to our customers until we were given 30 days' notice of the cessation of the freight service in March of 2014. We are eager to restart our fertilizer transload site in Shenandoah County. Rail service would save us over $200,000 in shipping costs annually; enough to pass those savings to our local farmers.

Our Company was a leading and founding partner in the Shenandoah Rail Corridor coalition in 2022, and we are excited to finally see movement on this project. We urge the VPRA, as well as the CTB, to act quickly to protect this vital infrastructure from the abandonment process by voting to adopt the Rails with Trails vision. We also reaffirm our support for the original Rails with Trails proposal and its cost estimates put forth by our coalition.

We support the Commonwealth's shift towards a public/private partnership with our brother organization, The Shenandoah Valley Battlefields Foundation. Our relationship with this foundation has always been rewarding, and they have a proven track record of success in handling large preservation projects on behalf of the Commonwealth.

Virginia has spent enough time studying this project, it's time to move forward. We greatly appreciate the consideration of the VPRA, and the CTB in this matter.

Sincerely,
VALLEY FERTILIZER & CHEMICAL CO.

William T. Holtzman
Vice President

VALLEY RAILROAD COMPANY, LLC

Valley Railroad Company supports transferring rail-with-trail funding to VPRA, reaffirms support for rail service in Shenandoah County.

DJ Stadtler, Executive Director VPRA
& Members of the Board

919 East Main Street, Ste 2400
Richmond, VA 23219

In response to the December 9th Commonwealth Transportation Board workshop, Valley Railroad Company, LLC unequivocally supports the proposal to transfer the money for the Norfolk Southern B-Line extension from VDOT to the Virginia Passenger Rail Authority (VPRA). We believe that VPRA is better equipped to handle rail-centric projects and negotiations such as this. We have applied our combined 80 years of railroad track construction experience to reviewing Phase 3 of VDOT's Shenandoah Valley Rail-With-Trail assessment. **In no scenario would it cost $305 million to fix 49 miles of track in its present condition**. Rather, our company stands by the findings in our coalition's track report from Stone Consulting that the track, which was last used in 2020, can be fixed for approximately $18 million or less over the five-year period. In our professional opinion, this gross inflation of costs appears to be an attempt by a special interest group of trail supporters to delay or even sand bag this critical infrastructure project and waste even more taxpayer money. We underscore Transportation Secretary Miller's comments regarding VDOT not building this project; *"We're not going to build a trail, VDOT's not going to do that."* **We support the Commonwealth's shift towards a public-private partnership with our brother organization, the Shenandoah Valley Battlefields Foundation.**

Our team attended the rail-with-trail community input meeting following Phase 1 in our hometown of Woodstock, Virginia on April 15th and we were excited by the outpouring of support for the return of rail service. Our headquarters is just outside of town and our local small family-owned business is uniquely positioned in the center of the 49 miles to cover the track needs of the Shenandoah Rail Corridor and future and existing customers alike. **A project of this magnitude would grow our company by adding 30 local, good paying jobs to the 11 we've already created in our 15-year history in Woodstock.**

We also reaffirm our support of the original rail-with-trail proposal and it's cost estimates put forth by our Shenandoah Rail Corridor coalition and stand ready to assist the selected operator and future customers with our track services. **Virginia has spent enough time studying this project and its Transportation Board must act swiftly towards a purchase for a Shenandoah Valley Rail-With-Trail.**

Sincerely,

Derek Burgess
540-335-1043
dburgessvrc@gmail.com

Your source of independent thought and analysis on rail policy...

VRPI
VIRGINIA RAIL POLICY INSTITUTE

December 15, 2025

Hon. Tiffany Robinson, Chair, Virginia Passenger Rail Authority
D.J. Stadtler, Executive Director, Virginia Passenger Rail Authority
Members, Virginia Passenger Rail Authority

Dear Chairwoman Robinson, Executive Director Stadtler and VPRA Board Members:

The Virginia Rail Policy Institute (VRPI) is a 501(c)(3) non-profit organization whose officers, directors and fellows are comprised of transportation professionals from industry, academia and government. Our mission is to strengthen and improve public policy with respect to both freight and passenger rail in the Commonwealth of Virginia, by way of research, publications and meetings.

VRPI congratulates the Commonwealth Transportation Board (CTB) for its signaled support for preservation and reactivation of the 48-mile Shenandoah Valley rail corridor between Front Royal and Broadway (just north of Harrisonburg), Virginia. By transferring previously appropriated funds from the Virginia Department of Transportation to the Virginia Passenger Rail Authority (VPRA), which would then be provided to the Shenandoah Valley Battlefields Foundation (SVBF) to purchase the rail corridor and begin building a parallel recreational trail, the Commonwealth allows SVBF the opportunity to pursue the corridor's potential for reactivation as a valuable freight and excursion rail line in conjunction with creating a recreational trail beside it.

While this rail line has been inactive for several years, this likely has been, in VRPI's opinion, a decision of the current owner, Norfolk Southern Railway, to focus investment and attention on its parallel line through the Eastern Shenandoah Valley. Several experienced short line freight and excursion rail carriers have come forward expressing interest in improving and operating the inactive line, once acquired by SVBF. Agricultural and poultry interests in the Valley also have endorsed the proposal. If the line were to be simply torn up to build a trail, the Western Shenandoah Valley would, almost certainly, lose rail access for many years, if not forever, forcing all transport onto an already congested I-81. Many low-density and even abandoned rail lines around the country have been successfully reenergized by short line carriers, and this line is better positioned than most to be successful.

While a longer-term consideration, this corridor, connecting Northern Virginia to the burgeoning City of Harrisonburg and James Madison University, has significant potential as a passenger rail route. VPRA would retain authority to introduce AMTRAK or Virginia Railway Express into this corridor in the future, if merited.

Several Virginia rail corridors in the past have been converted to trail only, thus denying the benefits of rail transport to those localities. VRPI strongly endorses this more enlightened approach in the Shenandoah Valley, allowing the benefits of a recreational trail to be realized without loss of rail transport.

Your source of independent thought and analysis on rail policy...

VRPI
VIRGINIA RAIL POLICY INSTITUTE

We are attaching a file copy of our 2022 White Paper - *MULTIUSE RAIL TRAILS AND THE PROTECTION OF VIRGINIA RAIL LINES.*

With Kindest Regards,

Meredith Richards, VPRI President
mrichards@narprail.org
(434) 825-0558 (M)

Michael Testerman, VRPI Executive Director
testertrain@verizon.net
(804) 229-9921 (M)

P R E S S R E L E A S E

Media Contact:
Tom Cox
Virginia Museum of Transportation
(540) 947-5850

For Immediate Release January 2, 2026

VMT SUPPORTS "RAILS-WITH-TRAILS" PROJECT

January 2, 2026 -- The Virginia Museum of Transportation, Inc. is announcing its full support for the Shenandoah Rail Corridor's "Rails-WITH-Trails" project, which would preserve rail usage along the route known as the Norfolk Southern "B-line" running from Front Royal to Broadway, Virginia.

"Rails-With-Trails" has gained significant attention with the Virginia Department of Transportation. It aims to determine the best use for this nearly 50-mile long unused rail corridor in the Shenandoah Valley, spanning three counties and nine towns.

This particular railroad is too historically significant as a transportation asset to allow the trail project to move forward without preserving the rail infrastructure as well.

The uncertainty of this line has gone on too long. Every passing year sees economic loss and more rail deterioration. Rails WITH trails have been a significant success across the country. The Western Maryland Scenic Railroad is one such example. Rail bikes are overwhelmingly popular in every area they are utilized in. West Virginia's rail bikes are fast becoming one of the state's biggest tourist attractions. Trails can co-exist with rails successfully and are an economic driver of positive consequence.

Virginia needs to catch up with other states with successful historic rail excursions. They not only create jobs and drive millions of dollars in tourism revenue but also create a positive image for states and communities. Recent historic steam excursions pulled by our #611 steam locomotive in Rockbridge and Augusta counties have brought millions of dollars to the state through the 20,000 plus visitors who came to ride over only five weekends. Virginia the beautiful never looks better than from excursions, rail bikes, and trails.

As Virginia's Official Transportation Museum and as curators of Virginia's Official Steam Locomotive J-Class #611, the Virginia Museum of Transportation and its Board of Directors stand behind and support

the common sense efforts of the Shenandoah Corridor group as well as the Shenandoah Valley Battlefields Foundation as the lead managing partner of this important resource. We ask the State Secretary of Transportation Shep Miller, III and the Commonwealth Transportation Board to support this initiative when they vote on January 6.

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P.O. Box 2277, Harrisonburg, VA 22801

Virginia Poultry Federation Statement on Rails-with-Trails Proposal in Northern Shenandoah Valley

December 31, 2025

Virginia Poultry Federation (VPF) is a member of the Shenandoah Rail Corridor coalition that seeks to preserve the Norfolk Southern rail corridor in the Northern Shenandoah Valley for potential future use while advancing a recreational trail through the corridor. The proposal before the Commonwealth Transportation Board (CTB) offers an opportunity to advance the trail concept together with preservation of the railroad corridor for potential future rail service.

VPF is the statewide trade association representing the poultry industry in Virginia. According to a recent economic study[i], the poultry and egg industry in Virginia employs as many as 20,451 people across the Commonwealth on family farms and at processing plants, feed mills, hatcheries, and other operations and generates an additional 39,907 jobs in supplier and ancillary industries. The study shows the industry has a direct economic impact of $8.3 billion and overall contribute $17.8 billion in economic activity in the Commonwealth. Much of this economic activity is in the Shenandoah Valley.

Rail infrastructure is critical to the Valley's poultry industry, delivering corn and soybean meal from the Mid-West. The Norfolk Southern line running north from Broadway, VA once delivered feed ingredients for poultry operations, and while the line is not currently in service, the coalition envisions reestablishing rail service that could benefit agriculture, tourism, and potentially passengers. We believe it would be a mistake to abandon permanently rail infrastructure that could potentially benefit commerce, including the poultry and ag sector in the future.

VPF asks the CTB to approve the proposal before it during its meeting on January 6, 2026.

Attributable: Hobey Bauhan, President, (540) 478-8199, hobey@vapoultry.com

Virginia Poultry Federation, founded in 1925, is a nonprofit trade association that promotes the interests of Virginia's poultry and egg industry through public and government relations and educational programs.

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[i] 2022 Poultry and Egg Economic Impact Study, Prepared for U.S. Poultry & Egg Association by John Dunham and Associates, Inc., Brooklyn, New York (https://www.poultryfeedsamerica.org/#:~:text



Railroad Investment Corporate Holdings, Inc.
55 John Allman Lane
Sylva, North Carolina 28779

December 15, 2025

DJ Stadtler
Executive Director
Virginia Passenger Rail Authority
919 East Main Street, Suite 2400
Richmond, Virginia 23219

Dear Mr. Stadtler,

Railroad Investment Corporate Holdings, Inc. (RICH) is pleased to support the Virginia Passenger Rail Authority's plan to partner with the Shenandoah Valley Battlefields Foundation to acquire the Norfolk Southern Railway "B" Line (former Manassas Gap Railroad) for a rail-with-trail attraction. We would also like to introduce ourselves as a prospective operator for this corridor.

RICH currently operates the Potomac Eagle Scenic Railroad located in Romney, West Virginia. Since acquiring the Potomac Eagle in 2018, ridership has tripled due to RICH's experience and strategic investments in marketing, customer experience, and special events. Our scenic excursion trains run from April through December and highlight the natural beauty of the area in which we operate. Additionally, our North Pole Express holiday events delight thousands of riders annually.

RICH owners Robert and Celeste Franzen also operate Steam Services of America, a longtime nationwide provider of historic railroad equipment repair, operation, and consulting services. Between the Potomac Eagle and SSOA, RICH employs 80 full and part-time employees.

In August of 2024, RICH submitted a comprehensive, 227-page business proposal to the Northern Shenandoah Valley Transportation Preservation Corporation to operate tourist rail, freight rail, and railbike adventures on the corridor. The RICH proposal team carries an extensive resume of railroading experience with a focus on building and developing tourist rail operations. We have spent considerable time in the region assessing the infrastructure and engaging with local leaders, potential customers, and the public.

We recognize the ongoing discussion on how best to make use of the line. While some argue that its current dormancy signals a lack of viability or that rail-with-trail would be too costly, many dormant

rail lines have been successfully revitalized by short lines and regional railroads. Although the recent Shenandoah Valley Rail-with-Trail Assessment by the Virginia Department of Transportation estimates a high cost for rebuilding, RICH believes that restoring the infrastructure for safe excursion trains, railbikes, and low-frequency freight is achievable at a much lower cost.

Our proposal embraces a parallel bicycle trail and highlights the synergistic benefits of combining robust rail operations with a trail. A coexisting railroad and bike trail can create a "1+1=3" scenario, offering joint events, educational collaborations with neighboring Civil War battlefields, and combined advocacy for grants and community support.

RICH strongly supports the efforts of the Northern Shenandoah Valley Transportation Preservation Corporation and the Shenandoah Valley Battlefields Foundation to advance a combined Rail and Trail solution for the NS "B" Line. We believe this alternative will provide the surrounding communities with the best of both worlds, creating a world-class attraction for visitors.

We are excited by the opportunity to partner with the Commonwealth of Virginia, the Northern Shenandoah Valley Transportation Preservation Corporation, the Shenandoah Valley Battlefields Foundation, and neighboring communities to rebuild the railroad and support a parallel bicycle trail. We look forward to collaborating on this exciting endeavor.

Sincerely,



Robert C. Franzen
President
Railroad Investment Corporate Holdings, Inc.
c: 828-226-5214
rfranzen@potomaceagle.com