Maureen Fraser
Mayor

Charles Hall, *Alderman*
Jewel Jordan, *Alderman*
Nick Robbins, *Alderman*
Missy Marshall, *Alderman*
John E. Stamps, *Alderman*

Town of Collierville

Katrina Amos-Atkins
Interim Town Administrator

Kristie Diamond
Town Clerk

312887

ENTERED
Office of Chief Counsel
November 16, 2026
Part of
Public Record

November 16, 2026

Surface Transportation Board
Office of Proceedings
395 E Street SW
Washington, DC 20423-0001

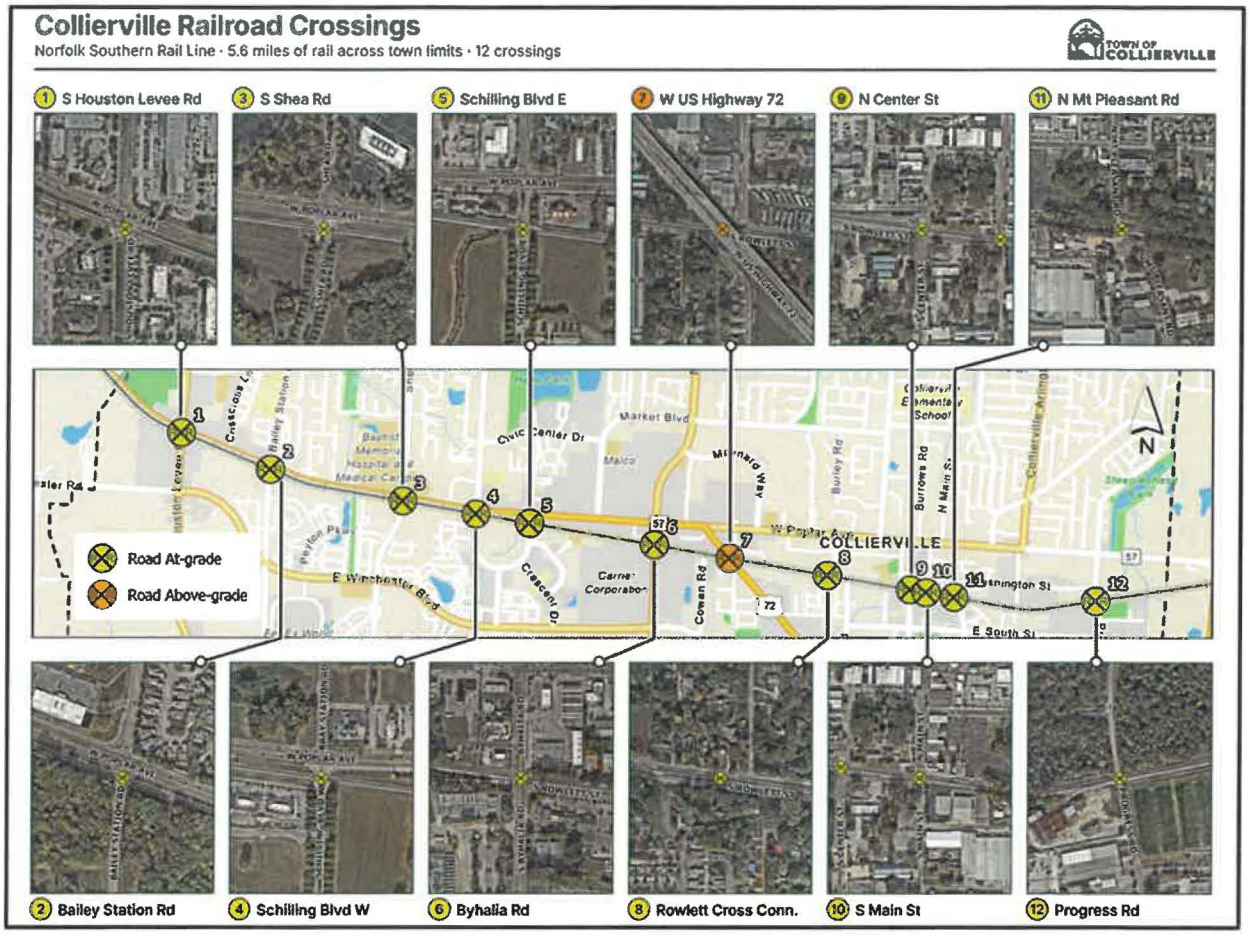
Re: Docket No. FD 36873, Union Pacific Corporation and Union Pacific Railroad Company, Control, Norfolk Southern Corporation and Norfolk Southern Railway Company. Comments of the Town of Collierville, Tennessee.

Dear Chairman and Members of the Board:

The Town of Collierville is Shelby County's closest community to Norfolk Southern's Rossville Intermodal Terminal. We are a growing municipality of 55,000 residents bisected east to west by Norfolk Southern's (NS) main line. Because all local north-south vehicular traffic must cross these tracks, our **13 at-grade crossings** (12 roadway and 1 private driveway) carry over **83,000 vehicles** each day. These crossings accommodate heavy commuter traffic connecting to State Route 385 directly to our south, commercial traffic, and critical school traffic including school bus serving Collierville High School, the largest high school in Tennessee, also located south of the tracks.

Decisions regarding the future of the Rossville facility and the applicants proposed Operating Plan will introduce severe operational disruptions, environmental consequences, and public safety risks directly into the Town of Collierville and the broader Memphis regional transportation grid.

While the Town of Collierville supports a stronger, more efficient national freight network and recognizes the applicant's stated goals of improving rail service, diverting freight from highways, and delivering shipper benefits, those objectives must be evaluated against the operational reality of the proposed plan in our region. As the Board recognized in its May 28, 2026 decision, the Memphis gateway represents one of four primary transcontinental rail interchange points, alongside Chicago, St. Louis, and New Orleans, where Union Pacific and Norfolk Southern exchange freight.



Yet in the Memphis market, the applicants' Operating Plan proposes to effectively mothball the Rossville terminal by reducing its lift volume from 503 lifts per day to zero and consolidating all regional intermodal activity across the Mississippi River at UP's Marion, Arkansas terminal. Far from converting truck freight to rail as claimed, ***this shift accomplishes the exact opposite in the Mid-South: it turns short, local drayage movements into inefficient, long-haul cross-river round trips,*** shifting substantial costs, environmental burdens, and millions of unnecessary truck miles onto local roads, interstate bridge bottlenecks, and communities that depend on a constrained freight network.

ROSSVILLE IS STRATEGICALLY LOCATED FOR THE FREIGHT MARKET IT SERVES

Rossville is not simply an interchangeable terminal location. It sits on the Tennessee side of the region, close to the growing industrial and distribution base in Fayette, DeSoto, Marshall, and Shelby counties.

The Mid-South Freight Flows & Industry Analysis, published by the Memphis Urban Area Metropolitan Planning Organization, emphasizes that the region's freight system depends on connected road, rail, air, and water facilities and that reliable last-mile access to intermodal terminals is essential to the performance of the overall system.

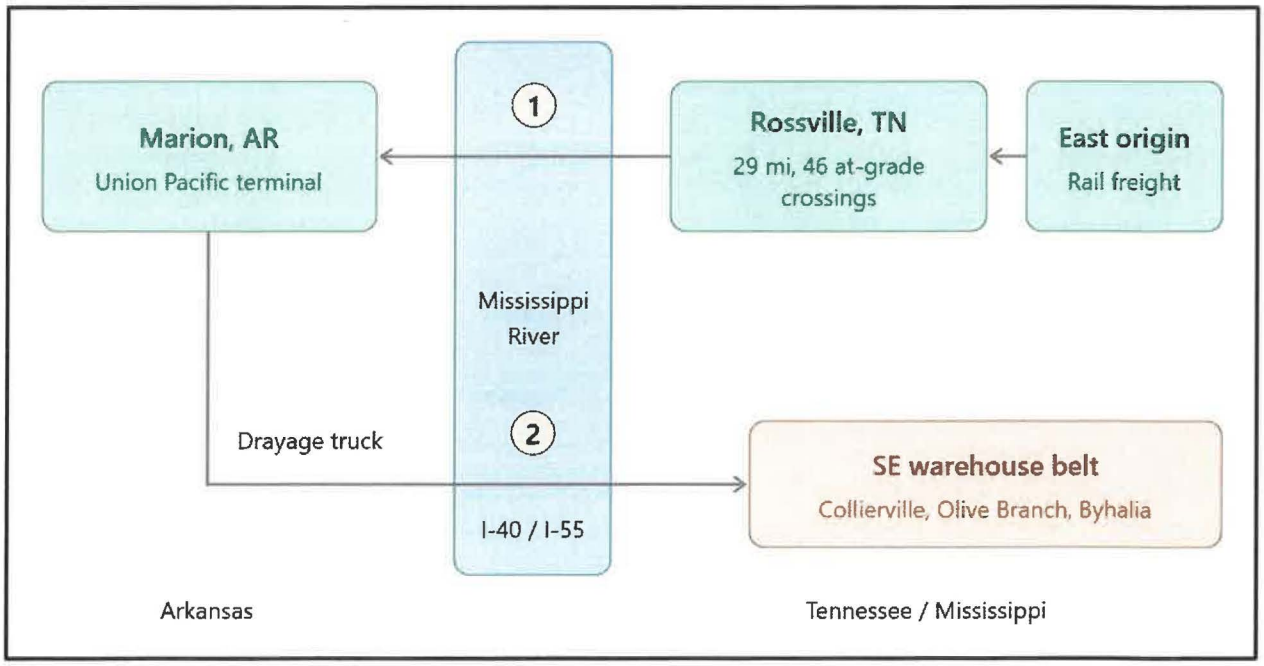
That regional context matters.

The region's industrial, distribution, and warehousing footprint is overwhelmingly concentrated east and south of the Mississippi River in Tennessee. According to Q3 2026 market figures from CBRE, the submarkets of DeSoto, Marshall, Fayette, and Southeast Shelby counties represent 71% of the region's 298 million square feet of industrial space and hold over 97% of all active industrial construction.

The town of Marion, Arkansas has no comparable industrial base.

THE PROPOSED SHIFT WOULD ADD TRUCK TRAFFIC WHERE THE NETWORK IS LEAST ABLE TO ABSORB IT

Moving intermodal work from Rossville to Marion changes the geography of the truck trip. Instead of a short dray from Rossville to a nearby distribution facility, a container would ride west to Marion and return east by truck across the Mississippi River.



The accompanying technical analysis estimates the effects below. These are estimates, not observed counts; Attachment A explains the assumptions.

Impact measure	Estimated effect
Terminal lift realignment	Rossville falls from 503 lifts/day to 0 Marion rises from 651 to 1,154 lifts/day -> **Increase of 77%**
Added cross-river truck trips (3 assumptions)	940 one-way bridge crossings/day (470 round trips/day) Applicants' environmental data: 730 one-way crossings/day Theoretical minimum (100% load pairing): 500 one-way crossings/day
Added heavy-truck mileage	4.3 million vehicle miles per year on regional bridges and local arterials.
Added cost to shippers	$10 million per year in drayage cost
Added carbon emissions	7,200 metric tons of CO_2 per year.
Bridge exposure	Concentrates drayage on the I-40 bridge and the aging I-55 bridge (built 1949; $800 million replacement planned).

Even under the most conservative assumptions (see table above), the added truck crossings exceed the Board's 50-vehicle-per-day review trigger by **10 to 19 times**.

Because there are only **two Mississippi River crossings** open to commercial traffic in the metro area (I-40 and I-55), funneling new drayage onto these fragile chokepoints threatens the region's freight competitiveness. Before the 2021 I-40 bridge shutdown, an 83-day disruption that cost the trucking industry more than $120 million, those two spans carried roughly 26,500 trucks a day. Meanwhile, the I-55 bridge is a 1949 structure that fails Interstate standards and faces an $800 million replacement project that will constrain traffic for years.

Adding hundreds of daily truck trips across these bridges requires a corridor-wide analysis of capacity, safety, construction impacts, and emergency detour options.

The added distance falls hardest on Collierville and the southeastern warehouse districts.

Industrial submarket	From Rossville (One Way)	From Marion (One-way)	Net change
Collierville & Piperton	8.9 miles	45.5 miles	**+36.6 miles (+411%)**
Byhalia, MS	16.6 miles	45.6 miles	+29.0 miles (+175%)
Olive Branch, MS	19.1 miles	35.6 miles	+16.5 miles (+86%)
SE Memphis (Lamar Ave.)	20.4 miles	32.8 miles	+12.4 miles (+61%)
SE Memphis (Shelby Dr.)	25.3 miles	28.2 miles	+2.9 miles (+11%)

RAIL IMPACTS ON COLLIERVILLE AND NEIGHBORING COMMUNITIES REQUIRE A CLOSER LOOK

The applicants' segment data projects **23.6 percent more annual carloads** (92,301 per year) and **27.4 percent more gross ton-miles** on the NS Memphis District in Year 5, with the same 19.1 trains per day. That points to longer, heavier trains through Memphis, Germantown, and Collierville.

Between Rossville and the Union Pacific connection in Memphis, this 29-mile corridor intersects **46 public at-grade crossings** carrying more than **360,500 vehicles per day**:

Jurisdiction	At-grade crossings	Daily vehicle crossings	Busiest crossings (vehicles per day)
Collierville	13	83,316	S. Byhalia Rd (30,800); Houston Levee Rd (20,000); Bailey Station Rd (5,600)
Germantown	9	111,186	Kirby Pkwy (25,900); Hacks Cross Rd (18,830); West St (18,456)
Memphis	24	166,053	White Station Rd (17,841); Goodlett St (17,294); Mendenhall Rd (17,214)
Corridor total	**46**	**360,555**	

Longer, heavier trains take longer to clear intersections and accelerate or decelerate more slowly, extending gate-down durations across critical north-south arterial corridors. Prolonged crossing blockages compound peak-hour congestion, disrupt local commerce, and shift unfunded mitigation costs onto municipalities forced to add roadway capacity and potentially limit development.

Averaging train counts over the full 151-mile segment from Sheffield, Alabama, masks conditions in the densely developed Memphis area.

QUIET ZONE COSTS WOULD FALL ON LOCAL GOVERNMENTS

Longer trains mean longer horn exposure at every crossing. Establishing 24-hour quiet zones along the corridor would require improvements at 35 crossings in Shelby County.

Improvement type	Crossings	Low estimate	High estimate
Gated crossings: add medians (low) or four-quadrant gates (high)	27	$2.7 million ($100k each)	$20.3 million ($750k each)
Ungated crossings: add lights, gates, and medians or four-quadrant gates	8	$2.3 million ($285k each)	$9.2 million ($1.15M each)
Total estimated construction cost	**35**	**$5.0 million**	**$29.5 million**

LOCAL BUSINESSES AND THE REGION'S COMPETITIVENESS ARE AT STAKE

The Mid-South study emphasizes that the region's economic strength depends on reliable, cost-effective multimodal freight connections. For businesses near Rossville, a longer dray to Marion directly raises logistics cost and delivery time, which may affect site selection, margins, and the region's ability to retain freight-dependent employers. The applicants' national projections of truck diversion and shipper savings should not obscure the possibility of the opposite result in this market.

The Board's rules ask applicants to explain how a merger would enhance competition (49 CFR 1180.1(c)). In Memphis the Operating Plan would do the opposite, raising costs for the shippers that depend on Rossville and making them, and our region, less competitive. The Board should examine local effects with the same care it gives the applicants' systemwide claims.

REQUESTED ACTION

The Town of Collierville respectfully asks the Board to:

- **Clarify Operational Consolidation and Cross-River Impacts:** Require applicants to formally state whether they will close Rossville and consolidate operations into Marion (as their Operating Plan assumes) and model the resulting net change in truck traffic across the I-40 and I-55 bridges and connecting Memphis-area roadways.
- **Perform Granular Corridor-Level Analysis:** Direct the Office of Environmental Analysis (OEA) to reject system-wide averages from the 151-mile Sheffield-to-Memphis segment and instead require segment-specific data for the 29-mile Rossville-to-Memphis corridor. Specifically, evaluate train counts, projected Year 5 train lengths, crossing delays, emergency response impacts, school bus route impacts, pedestrian crossings, and public safety response times across all 46 at-grade crossings—independent of system-wide threshold screening.
- **Expand the Environmental Review Footprint:** Direct OEA to extend its truck traffic analysis across the entire cross-river drayage network: the I-40 and I-55 bridges, the West Memphis I-40/I-55 interchange, I-240, Lamar Avenue, and key industrial routes across Shelby, DeSoto, and Marshall counties, accounting for capacity constraints during upcoming I-55 construction.
- **Mandate a Five-Year Operational Stay and Proportional Mitigation:** As a condition of approval, require applicants to keep Rossville operating as a full intermodal terminal for at least five years post-consummation, with annual public lift reporting. If consolidation is permitted, require full mitigation proportional to added cross-river truck trips, including grade separations at high-volume intersections and bridge-approach investments.
- **Enforce Local Operational Protections and Real-Time Data:** As a condition of approval, cap blocked-crossing durations in Shelby County and mandate real-time train location data sharing with emergency dispatch centers across Fayette County, Shelby County, Collierville, Germantown, and Memphis.
- **Fund Comprehensive 24-Hour Quiet Zones:** As a condition of approval, require applicants to cover 100% of the engineering, construction, and maintenance costs required to establish 24-hour quiet zones (including gates, medians, four-quadrant gates, and pedestrian treatments) at every public crossing from Rossville to Memphis, with zero railroad review fees. This must also include any infrastructure upgrades necessary to keep the six existing Memphis quiet-zone crossings qualified as traffic grows (estimated at $5 million to $30 million).

The Town's request is straightforward: the **Board should not approve** a plan that treats Rossville as a line item to be moved on a map while leaving the resulting truck traffic, delay, safety risk, and cost to local communities and businesses.

Collierville welcomes the opportunity to work with the applicants, the Board, and neighboring communities on a solution that supports efficient national rail service while protecting the Memphis region's transportation network, businesses, and residents.

Respectfully submitted,

Maureen Fraser
Mayor, Town of Collierville, Tennessee

Attachment A: Technical analysis
cc: Office of Environmental Analysis, Docket No. FD 36873

ATTACHMENT A

Technical analysis

Comments of the Town of Collierville, Tennessee, Docket No. FD 36873

Attachment A, part 1: What the application says about Memphis

The applicants' Operating Plan takes NS's Rossville terminal from 503 lifts a day to zero and moves all of that work to UP's Marion terminal, which climbs from 651 to 1,154 lifts a day.

Terminal	Railroad and location	Opened	Size	Lifts a day, Base Plan	Lifts a day, Optimized Plan	Trucks a day, environmental data
Marion (Memphis)	UP; Marion, Ark. (Crittenden County)	1998	600 acres	651	1,154 (+503)	612 baseline to 1,010 in Year 5 (+367 from the merger)
Rossville (Memphis)	NS; Rossville, Tenn. (Fayette County, next to Piperton)	2012	380 acres; 327,000 lifts a year design capacity	503	0	Not reported

Lifts: Operating Plan, Table 5, App. Vol. 2 at 591 (Dec. 19, 2025). Trucks: applicants' Errata 2 environmental data (Sept. 9, 2026).

- **Operating Plan.** UP and NS "plan to rebalance intermodal operations between NS's Rossville Yard and UP's Marion Intermodal Terminal, which has sufficient capacity to accommodate the additional activity" (¶220, App. Vol. 2 at 598). Footnote 62 adds that "Applicants have assumed Rossville would be consolidated into Marion" while "continuing to evaluate plans," and Table 5 puts Rossville at zero lifts. The Rossville local train would move to UP's Sargent Yard or NS's Sheffield yard (¶¶220, 235).
- **No new investment.** The applicants say no merger-related investment is needed for the added activity at Marion and the other terminals that grow (¶281, App. Vol. 2 at 629).
- **Public money in Rossville.** USDOT finalized $52.5 million in TIGER funds through TDOT to build the Rossville terminal (Progressive Railroading, Dec. 30, 2010); the finished terminal cost $112 million.
- **Interchange at Memphis ends.** The Board's acceptance decision notes that UP and NS interchange today at Chicago, St. Louis, Memphis, and New Orleans, and that the merger would eliminate those interchanges (STB decision, May 28, 2026). In 2023 they interchanged about 139 containers and 275 cars a day in Memphis, with daily transfer trains between Marion and Rossville (¶¶171-172, App. Vol. 2 at 573).
- **The applicants' national claims.** 2.1 million truckloads diverted and $3.5 billion a year in shipper savings, including 1.203 million trucks converted to intermodal rail (same decision). The companies expect to close in mid-2027 (UP-NS release, May 28, 2026).

Deadlines (STB decision, Aug. 18, 2026): environmental verified statements are due November 13, 2026; comments, protests, and requests for conditions are due November 18, 2026. Applicants

respond by Feb. 16, 2027, final briefs are due May 28, 2027, and the Board aims to decide within 90 days of the close of the record.

Attachment A, part 2: Trains through Memphis

On the applicants' own numbers, NS's Memphis line carries 23.6% more freight in Year 5 on the same 19.1 trains a day, so the trains get longer at 46 public crossings in Memphis, Germantown, and Collierville.

Segment in the applicants' table	Trains a day today	Trains a day, Year 5 without merger	Trains a day, Year 5 with merger	Carloads a year added by the merger	Gross ton-miles added by the merger	Over the Board's thresholds?
NS Memphis District West End, Sheffield, Ala. to Memphis (151 mi)	17.05	19.1	19.1	+92,301 (+23.6%)	+27.4%	No
UP-NS connection in Memphis (0.6 mi)	13.7	14.4	15.99	+124,406 (+39.3%)	+49.9%	No
UP Memphis Subdivision, Memphis to Briark, Ark., across the river (5.1 mi)	18.31	19.24	21.54	+116,555 (+40.7%)	+59.8%	Yes

Percentages compare Year 5 with the merger to Year 5 without it (applicants' Errata 2 segment data, Sept. 9, 2026).

- **Longer trains, not more trains.** Averaged over the 151-mile segment, carloads per train rise from about 56 to 69, or 24%. For illustration: a train that blocks a crossing for 3 minutes today would block it for about 3.7 minutes, which adds about 13.5 minutes of closure per crossing per day at 19.1 trains.
- **The review may miss it.** Because the NS line stays at 19.1 trains a day, it falls under the Board's thresholds, so longer trains at these crossings may get little environmental study. Only the river segment is flagged.
- **The data hide the Memphis stretch.** The NS line is reported as one 151-mile segment from Sheffield, Ala. The 29 rail miles from the Rossville terminal (milepost 522.6) to the UP connection in Memphis (milepost 551.7) are where any trains extended from Rossville to Marion would run.
- **With Rossville at zero,** trains that now end there would run those 29 miles through all 46 crossings and over the river to Marion, then back east the same way. At 503 lifts a day and about 200 containers per train, that is roughly 2.5 more train passes a day through every crossing, in line with the 1.59 to 2.3 added daily trains the applicants show on the UP-NS connection and the river crossing. The applicants still say train frequency through the Memphis complex will stay "similar" (Operating Plan ¶222).

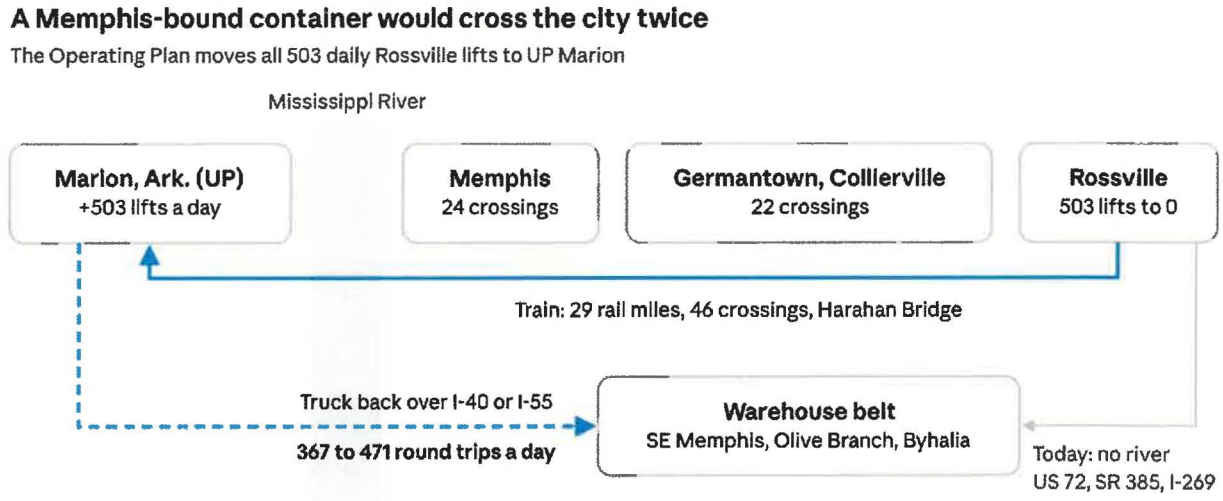
City	Public at-grade crossings	Combined daily vehicle crossings	Busiest crossings (vehicles a day)
Memphis	24, including 3 pedestrian crossings near the University of Memphis	166,053	White Station Rd 17,841; Goodlett St 17,294; Mendenhall Rd 17,214

City	Public at-grade crossings	Combined daily vehicle crossings	Busiest crossings (vehicles a day)
Germantown	9	111,186	Kirby Pkwy 25,900; Hacks Cross Rd 18,830; West St 18,456
Collierville	13	83,316	S. Byhalia Rd 30,030; Houston Levee Rd 19,611; Schilling Blvd E 6,825
Shelby County total	46	360,555	

Source: FRA Crossing Inventory, current, open public at-grade crossings on NS in Shelby County. Traffic counts are as reported to FRA, and many date to 2006 and 2007. The same records list school bus routes totaling about 360 bus crossings a day.

Attachment A, part 3: Trucks across the bridges

Moving Rossville's 503 daily lifts to Marion means about 470 truck round trips a day across the Mississippi, or about 940 one-way bridge crossings; the applicants' own environmental data imply about 730.



Schematic, not to scale · applicants' data and our estimates

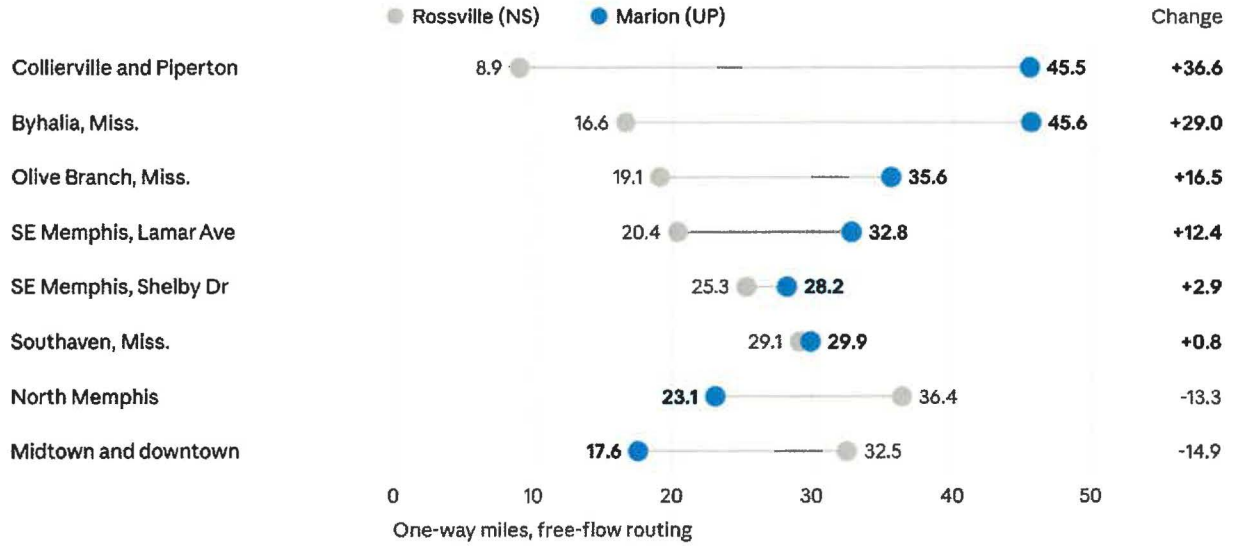
Today a Rossville dray reaches the southeast warehouse belt without crossing the river; under the Operating Plan, the box would ride the train 29 miles west through 46 crossings to Marion, then return by truck over the I-40 or I-55 bridge.

Case	Added trucks a day at the Marion gate	Truck round trips across the river a day	One-way bridge crossings a day	Round trips a year	Share of the ~26,500 trucks that cross daily
Operating Plan: Rossville's 503 lifts a day moved to Marion	471	471	942	171,800	3.6%
Applicants' environmental data, Year 5	367	367	734	134,000	2.8%
Operating Plan, if every truck carries a load both ways (floor)	252	252	503	91,800	1.9%

Measured as added truck trips on the bridges, every case is 10 to 19 times the Board's trigger of 50 added vehicles a day on an affected road. The counts are gross: they do not subtract long-haul trucks the merger takes off the bridges elsewhere. The first row uses the applicants' own ratio of about 0.94 truck visits per lift. The 26,500 figure is the Arkansas Trucking Association's count of daily truck crossings before the 2021 closure (Trucking Info, June 25, 2021).

From Marion, warehouses east and south of Memphis are up to 37 miles farther

One-way road miles from each ramp to a point in each warehouse district



OSRM free-flow road routing, one point per district · computed Oct. 2026

Marion is closer only for central and north Memphis; for Collierville, Byhalia, and Olive Branch it adds 16.5 to 36.6 miles each way.

Added miles, cost, and emissions for Rossville's customers. Under our customer-mix assumption, a Marion dray adds about 24.8 miles and 38 minutes per round trip. At 471 round trips a day that is about 11,700 truck-miles and 300 truck-hours a day, or 4.3 million miles, $10 million, and 7,200 metric tons of CO2 a year. At the applicants' 367 trucks a day it is 3.3 million miles, $7.8 million, and 5,600 tons.

Bridge	Opened	Daily traffic	Trucks	Why it matters
I-55 Memphis-Arkansas Bridge	1949	about 45,000 (ARDOT, 2020)	37%	Oldest Interstate bridge in Tennessee and Arkansas; does not meet Interstate standards. Replacement (Kings' Crossing) runs roughly $800 million, with construction estimated to start in fiscal 2026.
I-40 Hernando de Soto Bridge	1973	35,000 to 45,000 (FreightWaves, 2021)	25% to 29%	Closed May 11 to Aug. 2, 2021 for a fractured tie girder. The closure cost trucking $2.4 million a day at first and more than $120 million in all, and pushed the I-55/I-40 interchange to No. 42 on ATRI's bottleneck list (The Trucker, Feb. 18, 2022).

Attachment A, part 4: Quiet zones at every crossing

Silencing routine horns at every public crossing on the NS line from Rossville to Memphis would take work at 35 road crossings and 3 pedestrian crossings, at roughly $5 million to $30 million. We ask that the applicants pay all of it.

How a quiet zone works. Federal rules require engineers to sound the horn for 15 to 20 seconds, at 96 to 110 decibels, before every public crossing (FRA fact sheet). Only a local government can establish a quiet zone. It must be at least half a mile long, and every public crossing in it needs flashing lights and gates.

A supplementary safety measure at every crossing qualifies a zone outright: four-quadrant gates, raised medians that keep drivers from going around the gates, a one-way street with gates, or closure. Zones that qualify on FRA's risk calculation instead are reviewed each year and can lose that status if risk rises (49 CFR Part 222, Appendix C). Wayside horns mounted at the crossing are an alternative, but they still sound.

Status today	Crossings	What a 24-hour quiet zone needs
In a 24-hour quiet zone since Oct. 2018: S. Cooper, Rozelle, Kyle, Southern, Goodlett, Oak Court (Memphis)	6	Nothing now. Five have standard gates only, so their status likely rests on FRA's risk calculation, which added trains would raise.
Four-quadrant gates in place: Kirby Pkwy (Germantown); Houston Levee, Shea, Schilling Blvd W. (Collierville)	4	Diagnostic review and notice to FRA
Standard gates, no full safety measure	27	Medians or four-quadrant gates
No gates listed in FRA's inventory: Moss, Beale, S. Greer (Memphis); West St. (Germantown); Progress, Chulahoma (Collierville)	6	Gates plus medians or four-quadrant gates, or closure
Pedestrian crossings near the University of Memphis	3	Treatment set by a diagnostic review
Fayette County, between the Rossville terminal and the county line: Wolfport Way, Mt. Zion Rd. (about 10 vehicles a day each)	2	Gates plus a safety measure, or closure

Source: FRA Crossing Inventory, current, open public at-grade NS crossings in Shelby County and west of the Rossville terminal in Fayette County. Gate data are as reported to FRA and should be checked in the field.

Work	Crossings	Low	High
Standard gates: add medians (low) or four-quadrant gates (high)	27	$2.7 million	$20.3 million
No gates: add gates, then medians or four-quadrant gates	8	$2.3 million	$9.2 million
Total construction	35	$5.0 million	$29.5 million
Upkeep of new equipment, a year	35	$140,000	$350,000

Unit costs: medians about $100,000 a crossing (Manteca Bulletin); four-quadrant gates about $750,000, NS's own estimate for quiet zone upgrades in Locust Grove, Ga. (Henry Reporter, Jan. 28, 2025); new lights and gates $185,000 to $400,000 and upkeep $4,000 to $10,000 a year (Union Pacific). The range leaves out the pedestrian crossings, engineering, and railroad review fees. Closures would cost less. Recent four-quadrant gate jobs have cost more: $4.1 million to $5.6 million for three crossings in Palo Alto, Calif. (Palo Alto Daily Post, Nov. 12, 2025).

Who should pay. Today the community pays for engineering, construction, and upkeep, and reimburses the railroad for its reviews (Union Pacific). Here the need comes from the merger, which adds freight and longer trains to this line. The Board has made applicants pay for crossing work before. In approving CN's purchase of the EJ&E, it required CN to pay 67% and 78.5% of two grade separations (STB, Dec. 24, 2008), and the D.C. Circuit upheld that order (Progressive Railroading, March 2011). During the Board's CPKC review, CPKC offered to fund quiet zones in Chicago's western suburbs (Trains, Jan. 2023).

Attachment A, part 5: Assumptions, method, and sources

Applicant figures come from the December 2025 Operating Plan and the applicants' Errata 2 environmental data (Sept. 9, 2026); every estimate rests on the assumptions below, which can be tightened as better data arrive.

Input	Value used	Basis
Rossville work moved to Marion	503 lifts a day, about 184,000 a year	Operating Plan, Table 5
Trucks per lift	0.94	Applicants' original Marion figures, 612 trucks for 654 lifts a day, as compiled by the Stop the Rail Merger Coalition
What one "truck" means	One gate visit, in and out	Inferred from 0.94 trucks per lift; a customer on the Memphis side then means two river crossings per truck, or half that if every truck carries a load both ways
Share of the moved work serving customers east of the river	100%	Rossville serves the Memphis market (Operating Plan ¶143, App. Vol. 2 at 562)
Days a year	365	The applicants report average days
Containers per train	200	Assumption, used only for train-pass estimates
Customer mix for added miles	Collierville and Piperton 10%, Byhalia 15%, Olive Branch 20%, Lamar Ave corridor 15%, Shelby Dr and airport 20%, Southaven 10%, Midtown and downtown 5%, North Memphis 5%	Assumption, weighted to the southeast warehouse belt
Drive distance and time	Free-flow road routing, no congestion	OSRM from each terminal to one point in each district
Truck cost	$2.336 a mile	ATRI 2025 average
Fuel and CO2	6 miles a gallon; 10,180 g of CO2 a gallon	Mileage is an assumption; CO2 factor from EPA

Sources

- UP-NS Operating Plan (Exhibit 13), Joint Verified Statement of Eric Gehringer and John F. Orr, App. Vol. 2, Dec. 19, 2025.
- Surface Transportation Board: UP-NS environmental review documents; decision accepting the Revised Application, May 28, 2026; procedural schedule decision, Aug. 18, 2026; preliminary consultation letter and thresholds.
- Applicants' Errata 2 data on the Board's map service: intermodal facilities and rail segments.

- Trains: idling and rebalancing in gateway cities, Dec. 29, 2025; yard and terminal expansion projects, Dec. 31, 2025.
- UP-NS release on acceptance, May 28, 2026.
- Rossville and Marion terminals: NS, April 29, 2011; The Daily News, July 27, 2012; Progressive Railroading, Dec. 30, 2010; SAH Archipedia, Marion terminal.
- Crossings: FRA Crossing Inventory.
- Bridges: TDOT on Kings' Crossing, Aug. 20, 2025; Memphis-Arkansas Bridge; Hernando de Soto Bridge; FreightWaves, 2021; Trucking Info, June 25, 2021; The Trucker, Feb. 18, 2022.
- Quiet zones: 49 CFR Part 222, Appendix C; FRA Train Horn and Quiet Zone fact sheet; Union Pacific, Train Horn and Quiet Zones; costs from Henry Reporter, Jan. 28, 2025, Manteca Bulletin, and Palo Alto Daily Post, Nov. 12, 2025; precedent from STB, Dec. 24, 2008, Progressive Railroading, March 2011, and Trains, Jan. 2023.
- Industrial market and competition: CBRE, Memphis Industrial Figures, Q3 2026; Cushman & Wakefield, Memphis Industrial MarketBeat, Q3 2026; 49 CFR 1180.1.

CERTIFICATE OF SERVICE

I certify that on November 16, 2026, I served a copy of the foregoing comments of the Town of Collierville, Tennessee, in Docket No. FD 36873, on the following by first-class mail or, where the recipient has agreed, by email:

- Secretary of Transportation, U.S. Department of Transportation, 1200 New Jersey Avenue SE, Washington, DC 20590
- Attorney General of the United States, c/o Assistant Attorney General, Antitrust Division, U.S. Department of Justice, Room 3109, Washington, DC 20530
- Michael L. Rosenthal, Covington & Burling LLP, One CityCenter, 850 Tenth Street NW, Washington, DC 20001 (counsel for Union Pacific)
- Raymond A. Atkins, Sidley Austin LLP, 1501 K Street NW, Washington, DC 20005 (counsel for Norfolk Southern)
- Hon. Jenifer Soulikias, Administrative Law Judge, Surface Transportation Board, alj.soulikias.inbox@stb.gov

Maureen Fraser
Mayor, Town of Col