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November 18, 2026

Via Electronic Filing ***PUBLIC FILING***

Surface Transportation Board
Office of Proceedings
395 E. Street, S.W., Room 1034
Washington, D.C. 20024

Re: ***Union Pacific Corp. and Union Pacific Railroad Co.-Control-Norfolk Southern Corp. and Norfolk Southern Railway Co. (Finance Docket No. 36873)***

Dear Sir/Madam:

We represent National Railroad Passenger Corporation ("Amtrak") in the above-captioned proceeding.

Enclosed for e-filing is a ***PUBLIC VERSION*** of Amtrak's Opening Comment and Requests For Conditions, with supporting Verified Statements of Richard G Slattery, Yoel Weiss, and Andreas Aeppli. Each document has appropriate redactions and can be placed on the Board's public docket.

We are concurrently e-filing a ***HIGHLY CONFIDENTIAL*** version of Amtrak's submission to be filed under seal.

Should you have any questions, please contact the undersigned. Thank you for your attention to this matter.

Respectfully submitted,
Jerry A. Cuomo
Jerry A. Cuomo

JAC:dag
Enclosure

cc: All counsel and parties on service list (*via e-mail only*)

{{CONTAINS REDACTED INFORMATION
TO BE FILED ON PUBLIC DOCKET}}

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 36873

UNION PACIFIC CORPORATION AND UNION PACIFIC RAILROAD COMPANY —CONTROL— NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY

OPENING COMMENT AND REQUESTS FOR CONDITIONS OF NATIONAL RAILROAD PASSENGER CORP. IN RESPONSE TO AMENDED APPLICATION

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Dated: November 18, 2026

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PRELIMINARY STATEMENT

The National Railroad Passenger Corp. ("Amtrak") submits this Comment on the amended merger application filed by Union Pacific Railroad Company ("UP") and Norfolk Southern Railway ("NS"). The proposed merger is unprecedented, as it seeks to establish a coast-to-coast transcontinental freight railroad controlling approximately 40% of all U.S. freight rail and represents the first case in which the Surface Transportation Board ("the Board" or "STB") will apply its 2001 merger rules, which place a heavier burden on applicants seeking to demonstrate that a proposed transaction serves the "public interest."

Amtrak takes no position on whether the Board should approve the proposed merger. However, Amtrak respectfully requests that the Board take into account its interests, and the strong public interest in the performance, improvement and expansion of intercity passenger rail service, as it considers the application. Amtrak has serious concerns about the proposed merger's impact on the on-time performance of Amtrak service and how the merger will impact its customers. Amtrak is also concerned about the protection of significant public investments that have been made for the benefit of Amtrak service on many of the rail lines projected to experience large increases in freight traffic. Therefore, if the Board approves the merger, it should be subject to the reasonable conditions proposed by Amtrak herein, designed to protect the public interest.

The touchstone of the Board's review of the proposed merger is whether it is in the public interest. Since the creation of Amtrak in 1970, federal law has deemed the provision of quality intercity passenger rail service to be in the public interest, and the significant increases in federal and state investments in recent years demonstrate that it is even more true today. Congress took pains to assure the continuity and quality of intercity passenger rail service by creating Amtrak when the private railroads (now called freight railroads) were seeking to be relieved of their common carrier passenger obligations, and by mandating that Amtrak have preference over freight

traffic on the networks of the railroads over which Amtrak trains operate ("Host Railroads"). Accordingly, to protect the public interest, the Board must guard against any degradation of Amtrak's passenger service resulting from the UP/NS merger.

As the Board is aware, prior mergers and consolidations in the freight railroad industry have resulted in widescale service degradations, contrary to statutory mandates. Protecting Amtrak passengers against such adverse impacts here is essential to preserving the public interest in this proceeding. Indeed, the Board has stated that: "mergers serve the public interest ***only when substantial and demonstrable gains*** in important public benefits" are yielded. 49 CFR § 1180.1(c) (emphasis added).

Amtrak's concerns are based on the following:

First, Amtrak services on routes hosted by UP and NS are currently below applicable performance standards. Despite recent improvements on some routes, all of Amtrak's long-distance services on UP and NS are currently performing below the 80% "customer on-time performance" ("COTP") standard established by the Federal Railroad Administration ("FRA"), as are many of Amtrak's shorter state-sponsored routes on the UP and NS networks.

Second, UP and NS have offered assurances to the Board that the merger will not degrade passenger service. However, UP and NS project significant increases in freight traffic (and the operation of even longer freight trains) on lines shared with Amtrak trains, on most of which they plan to make little or no investment in infrastructure to increase capacity. This increase in traffic has the potential to impact approximately two dozen Amtrak routes serving millions of passengers annually. UP and NS have voiced their own prior concerns about the capacity of their networks to accommodate existing or modest additional train operations. The fact that this merger, according to UP/NS' own analysis, will significantly increase volumes of traffic on their networks calls for a close examination of the projected traffic volumes on the combined network capacity, and that

network's sufficiency to protect the public interest.

Third, to identify corridors where the performance of Amtrak trains is at greatest risk, Amtrak evaluated the potential impact of the added freight traffic upon the Amtrak routes that UP and NS host. That analysis revealed a number of routes at high risk of service deterioration due to the added freight train volumes, including segments on three long-distance routes: Los Angeles, California to New Orleans, Louisiana (Amtrak's *Sunset Limited*); Chicago to San Antonio, Texas (*Texas Eagle*); and the New York City to New Orleans (*Crescent*).

Fourth, Amtrak is also concerned that UP and NS have not demonstrated that the relatively few infrastructure improvements that they plan to implement will be sufficient to avoid degradation of Amtrak service from increased freight traffic.

Given the foregoing, if the Board approves the merger, it should impose Amtrak's proposed conditions, which are designed to ensure that increases in freight trains (or longer trains) on existing Amtrak routes do not result in a degradation of Amtrak service. As the basis for this determination, Amtrak proposes common-sense performance standards based on the 80% COTP standard established by the FRA. Performance against these verifiable standards would be measured through diligent post-merger monitoring of the quality of passenger rail service by the Board (including the combined railroads' ongoing maintenance of their tracks and other rail assets at a level of utility that allows for safe and timely operation of Amtrak trains). Amtrak also proposes a "rapid response" approach to any degradation in passenger service, including requirements for automatic remediation by UP/NS. Finally, Amtrak proposes conditions that account for planned expansions of Amtrak services. Demand for Amtrak service is continuing to increase; studies are already underway towards the implementation of new services; and the options available to the travelling public should not be compromised by the UP/NS merger.

Amtrak presents its position in this Comment in three parts.

Part I - Amtrak provides background on its creation, its relationships with its Host Railroads, and its Congressionally mandated mission, which unquestionably demonstrates that quality passenger rail service is in the public interest. Amtrak then discusses the Board's role in assuring the quality of passenger rail service and the workings of the FRA's metrics and standards, which establish minimum levels of acceptable on-time performance. Amtrak also provides data concerning the recent performance of its trains on UP and NS.

Part II - Amtrak explains the basis for its concerns about the merger's anticipated impact on its passenger rail service, including the results of Amtrak's review of the capacity of the rail lines over which Amtrak trains operate to accommodate projected additional freight traffic.

Part III - Amtrak discusses its proposed conditions for the Board to impose in the event it approves the merger to ensure that Amtrak passenger service is protected and that any degradations in service are addressed promptly to protect the public interest.

* * *

PART I - STATUTORY, REGULATORY AND FACTUAL BACKGROUND

I. Amtrak's Creation and Statutory "Preference" Rights

As common carriers, private, for-profit railroads historically were obligated to provide passenger rail services. *See Nat'l R.R. Passenger Corp. v. Atchison Topeka & Santa Fe Ry. Co.*, 470 U.S. 451, 454 (1985). By the mid-twentieth century, "[a]s cars, buses, and airplanes displaced the passenger railroads, those railroads that continued to provide passenger carriage incurred heavy and continuing losses." *Id.*

To ensure that passenger rail service continued in the United States, Congress enacted the Rail Passenger Service Act of 1970 ("RPSA"), which created Amtrak. *Id.* at 454-55.[1] To "avert

[1] Amtrak is a federally chartered corporation, with the federal government as its majority stockholder. *See Nat'l R.R. Passenger Corp. v. Lexington Ins. Co.*, 365 F.3d 1104, 1105 (D.C. Cir. 2004). Amtrak's ten-member Board of Directors include the Secretary of Transportation, the Chief

the threatened extinction of passenger trains in the United States," the RPSA established "procedures under which Amtrak [would] relieve private railroads of their passenger-service obligations" and transfer them to Amtrak. *Lebron v. Nat'l R.R. Passenger Corp.*, 513 U.S. 374, 384 (1995).

Congress recognized that to provide those passenger services, "Amtrak, of necessity, must rely . . . on track systems owned by the freight railroads." *Dep't of Transp. v. Ass'n of Am. R.Rs.*, 575 U.S. 43, 46 (2015). In exchange for relieving the freight railroads of their burden to provide unprofitable passenger service, Congress required them "to allow Amtrak to use their tracks and facilities at rates agreed to by the parties -- or in the event of disagreement to be set by the Interstate Commerce Commission" (and later by the Board, as the ICC's successor). *Id.* at 46-47. The ICC referred to this as a "public bargain" struck with the private railroads to relieve them of "any duty to provide passenger service in exchange for making their tracks available to Amtrak at incremental costs." Interstate Commerce Commission, *Study of Interstate Commerce Commission Regulatory Responsibilities*, at 62 (October 25, 1994).

The "public bargain" also required that the private railroads give Amtrak trains the same "priority" over freight trains that the railroads had historically provided to passenger service they had operated themselves. The private railroads assured Congress that they would do that.[2]

Almost immediately after passage of the RPSA, however, Amtrak trains experienced a

---

Executive Officer of Amtrak (a nonvoting member), and eight additional individuals nominated by the President and confirmed by the Senate to serve for terms of five years. *See* 49 U.S.C. § 24302(a)(1-3).

[2] For example, John Reed (President of the Atchison, Topeka and Santa Fe Railway Company) testified to Congress: "[Santa Fe] traditionally has given passenger train operations preference over freight service and would continue to afford Amtrak trains such priority." Review and Refunding of Rail Passenger Service Act: Before the Subcomm. on Transp. and Aeronautics of the House Comm. on Interstate and Foreign Commerce, 92nd Cong. 1, H.R. Rep. 92-54, pt. 2 at 670 (Dec. 7, 1971).

degradation of on-time performance because freight railroads began to prioritize their own freight traffic.[3] In response, Congress enacted in 1973 what is now 49 U.S.C. § 24308(c) (formerly 45 U.S.C. § 563(e)), requiring freight railroads to provide preference to Amtrak trains over freight traffic on any line and at every crossing or junction.

Nonetheless, even Congress's codification of Amtrak's preference right did not fully ensure that freight railroads would prioritize Amtrak's service over their own freight traffic. In 2008, "the Department of Transportation's Inspector General reported that [Amtrak's] preference right was weak." *Union Pac. R.R. Co. v. Surface Transp. Bd.*, 863 F.3d 816, 820 (8th Cir. 2017), *cert. den. sub nom.*, *Natl. R.R. Passenger Corp. v. Union Pac. R.R. Co.*, 138 S. Ct. 1042 (2018) (citing Office of Inspector Gen. ("OIG"), Fed. R.R. Admin., CR-2008-076, Root Causes of Amtrak Train Delays 4 (2008)).

When Congress enacted the Passenger Rail Investment and Improvement Act ("PRIIA") shortly after issuance of the OIG report, it empowered the STB to take action to address continued failures to honor Amtrak's preference rights. *See Union Pac. R.R. Co.*, 863 F.3d at 820-21. PRIIA § 213(a) (codified at 49 U.S.C. § 24308(f)) "authorizes, and sometimes requires, the Board to investigate when an Amtrak train fails to meet certain performance standards." *Id.* If the Board determines that "the failure is attributable to the host railroad's failure to honor Amtrak's preference right, then the Board may award damages and other relief." *Id.*

Amtrak's governing statutes continue to reflect the importance of fast, reliable, on-time service to achieve Amtrak's mission of providing "efficient and effective intercity passenger rail mobility consisting of high-quality service that is trip-time competitive with other intercity travel

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[3] *See* Hearings on H.R. 8351 before the Subcomm. on Transp. and Aeronautics of the House Comm. on Interstate and Foreign Commerce, 93rd Cong., 1st Sess., at 29-33 (June 12, 1973).

options and that is consistent with the goals" that Congress set for Amtrak. 49 U.S.C. § 24101(b). Among those "goals" is that "Amtrak shall":

> (1) "operate Amtrak trains, to the maximum extent feasible, to all station stops within 15 minutes of the time established in public timetables";
>
> (2) "implement schedules based on a systemwide average speed of at least 60 miles an hour that can be achieved with a degree of reliability and passenger comfort"; and
>
> (3) "encourage rail carriers to assist in improving intercity rail passenger transportation."

49 U.S.C. §§ 24101(c)(4, 6, 7).

Amtrak respectfully requests that the Board consider how the merger will affect the public interest in expeditious, reliable, on-time Amtrak service when reviewing Amtrak's analysis discussed below of the merger's impacts on the UP and NS rail lines over which Amtrak operates.

II. Amtrak's Relationships With Its Host Railroads

Except for the Northeast Corridor between Washington D.C. and Boston, Amtrak operates predominantly on the networks of Host Railroads (primarily freight railroads). Nationally, approximately 95% of the route-miles and 71% of the train-miles travelled by Amtrak trains are on tracks owned, maintained and dispatched by Host Railroads.[4]

Amtrak's fifteen (15) long-distance (over 750 mile) routes operate almost exclusively on Host Railroads.[5] These long-distance routes provide the only rail service at nearly half of the

[4] *See* Amtrak FY 2025 Company Profile ("Amtrak 2025 Profile") at 2 (accessible at www.amtrak.com/content/dam/projects/dotcom/english/public/documents/corporate/nationalfactsheets/Amtrak-Company-Profile-FY2025-043026.pdf); Hearings before House Comm. on Transp. & Infrastructure, Subcomm. on Railroads, Pipelines, and Hazardous Materials, "Stakeholder Views on Surface Transportation Board Reauthorization" March 8, 2022, at 3 (Testimony of Dennis Newman, Amtrak Exec. V.P., Strategy, Planning and Accessibility) (accessible at www.congress.gov/117/meeting/house/114465/witnesses/HHRG-117-PW14-Wstate-NewmanD-20220308.pdf).

[5] Two of these routes (the Miami-New York City *Silver Star* and the Washington-Chicago

stations in Amtrak's system and the only Amtrak service in 19 of the 46 states in Amtrak's network. They connect major metropolitan areas with hundreds of smaller towns and communities. In addition to the long-distance network, Amtrak also operates 33 state-supported short-distance routes (under 750 miles) on Host Railroads under contract with 23 state agency sponsors.

Congress authorized Amtrak to enter into Operating Agreements ("OA") with the Host Railroads concerning Amtrak's operation on their systems. *See* 49 U.S.C. § 24308(a)(1). Congress requires that OAs between Amtrak and Host Railroads "shall include a penalty for untimely performance" by Amtrak trains on the Host's network, which penalties are assessed against the Host. *Id*. Although not required by statute, the OAs generally provide for "performance payments" from Amtrak to the Host (also known as "incentives") for performance meeting or exceeding certain contractual performance metrics.

III. The Board's Role as to Amtrak's Rights

The Board plays a critical role in preserving the reliability and quality of Amtrak service, including assuring that Amtrak's statutory right to "preference" on the networks of Host Railroads is protected. For example, under 49 USC § 24308, the Board is empowered to:

1. Order that Amtrak have access to a Host Railroad's network. 49 U.S.C. § 24308(a)(2)(A)(i);

2. Set "reasonable terms and compensation"[6] for Amtrak's access to rail lines when Amtrak and the Host Railroad cannot agree on the terms of an OA. 49 U.S.C. § 24308(a)(2)(A)(ii);

3. Ensure access to the Host Railroad's system during emergencies. 49 U.S.C. § 24308(b);

4. Allow accelerated speeds by Amtrak trains, over a Host Railroad's objections. 49 U.S.C. § 24308(d);

Capitol Limited) have been temporarily replaced by the Miami-Washington-Chicago *Floridian.*

[6] When setting "reasonable compensation" to be paid to the Host Railroad, "the Board shall consider quality of service as a major factor . . . ." 49 U.S.C. § 24308(a)(2)(B).

5. Order a Host Railroad to allow additional Amtrak trains to operate on the Host's system under specified procedures. 49 U.S.C. § 24308(e); and

6. Initiate an investigation into a Host Railroad "[i]f the on-time performance of any intercity passenger train averages less than 80 percent for any 2 consecutive calendar quarters." 49 USC § 24308(f).

IV. The FRA's Metrics and Standards and the 80% COTP Minimum Standard

In PRIIA § 207, Congress authorized the FRA to develop "metrics and minimum standards" for measuring the performance of Amtrak passenger trains on Host Railroads.

In 2020, the FRA issued a Final Rule to "establish[] metrics and minimum standards for measuring the performance and service quality of Amtrak's intercity passenger rail service." *See Metrics and Minimum Standards for Intercity Passenger Rail Service*, 85 Fed. Reg. 72972 (Nov. 16, 2020) (codified at 49 C.F.R. § 273.1 *et seq.*). The FRA established a "customer on-time performance" or "COTP" metric to measure the on-time performance of Amtrak trains. *See* 49 C.F.R. § 273.5(a); 85 Fed. Reg. at 72974. COTP is defined as "the percentage of all customers on an intercity passenger rail train who arrive at their detraining point no later than 15 minutes after their published scheduled arrival time, reported by train and by route." 49 C.F.R. § 273.5(a)(1). The purpose of COTP is to "focus[] on intercity passenger train performance as experienced by the customer," including passengers who "detrain at intermediate stations along a route." 85 Fed. Reg. at 72974. FRA established "a minimum standard for COTP of 80 percent for any 2 consecutive calendar quarters." 49 C.F.R. 273.5(a)(2).[7]

Although "delays by host railroad" (also known as host responsible delays or "HRDs") are not part of the regulatory minimum performance standard, the FRA recognized the importance of

[7] Even if parts of a single train route are controlled by different Host Railroads, COTP is measured based on the entire route travelled by the Amtrak train. The FRA expressly rejected a metric measuring on-time performance "by host railroad in routes with multiple host railroads," noting that "[PRIIA] calls for measuring the intercity passenger train's OTP performance, not the host railroad's performance in hosting the intercity passenger train." 85 Fed. Reg. at 72975.

measuring them. *Id*. As such, the metrics and standards "include train delay metrics that describe train performance on individual host railroads" and which measure delays to Amtrak trains by the number of HRD minutes directly attributable to a Host Railroad (and to a particular Host where the Amtrak route is hosted by multiple Host Railroads). *See* 85 Fed. Reg. at 72975.

Those metrics include a "train delay metric," which is the "minutes of delay for all Amtrak-responsible delays, all host-responsible delays,[8] and all third party delays, for the host railroad territory within each route." 49 C.F.R. § 273.5(d).

The FRA also established a metric of "train delays per 10,000 miles." This measures the "minutes of delay per 10,000 train-miles for all Amtrak-responsible and host-responsible delays, for the host railroad territory within each route." 49 C.F.R. § 273.5(e). The FRA mandated this metric "when assessing an individual railroad's performance" on multi-host routes because "[m]inutes of . . . [HRDs] have historically been normalized by 10,000 train-miles to compare performance more easily on routes of varying length." 85 Fed. Reg. at 72984. Among other things, this allows a standardized comparison of the performance of Host Railroads on multi-host routes.

V. Amtrak's Performance on UP and NS' Networks

Amtrak state-supported and long-distance trains travel approximately 4.6 million train miles on UP's network and 2.9 million miles on NS' network annually.[9] The combined UP-NS would be by far Amtrak's largest Host Railroad in terms of train miles.

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[8] "Host-responsible delays" include "freight train interference, slow orders, signals, routing, maintenance of way, commuter train interference, passenger train interference, catenary or wayside power system failure, and detours." 49 C.F.R. § 273.3.

[9] *See*, https://media.amtrak.com/2026/04/union-pacific-railroad-and-amtrak-reach-agreement-on-track-usage-in-louisiana-for-the-sunset-limited/; www.up-nstranscontinental.com/the-impact/passenger-rail ("Amtrak trains travel approximately 7.5 million miles across the combined network.").

Amtrak has Operating Agreements with both NS and UP. As with Amtrak's Operating Agreements with other Host Railroads, they include terms for the Congressionally-mandated "penalty" for substandard performance by Amtrak trains and incentives for strong performance.

Despite some recent improvements on some routes, Amtrak's performance on long-distance and certain state-sponsored routes hosted by UP and NS has been below the 80% COTP threshold set by the FRA's metrics and standards in the last two Amtrak fiscal years ("FY"):

Long-Distance Route	Primary Host(s)	FY 2025 COTP	FY 2025 HRDs Per 10K[10]	FY 2026 COTP	FY 2026 HRDs Per 10K
Floridian	NS and CSX	27.4%	883	30.6%	1,038
California Zephyr	UP and BNSF	53.2%	1,025	60.4%	817
Coast Starlight	UP and BNSF	59.9%	1,441	64.7%	1,253
Cardinal	NS and CSX	51.6%	1,374	48.5%	1,270
Texas Eagle	UP, BNSF and CN	46.7%	1,498	56.0%	1,392
Sunset Limited	UP and BNSF	61.3%	1,266	58.8%	1,175
Crescent	NS	75.3%	871	70.0%	983
Lake Shore Limited	NS and CSX	71.7%	911	69.0%	1,052

State-Supported Route	Primary Host(s)	FY 2025 COTP	FY 2025 HRDs Per 10K	FY 2026 COTP	FY 2026 HRDs Per 10K
Carolinian	NS and CSX	60.9%	649	61.7%	696
Cascades	UP and BNSF	67.1%	1,563	71.9%	1,549
Pennsylvanian	NS	74.2%	621	81.5%	765

[10] HRDs set forth in these tables are standardized HRDs per 10,000 train miles.

Lincoln Service	UP and CN	65.1%	1,079	69.3%	991
Michigan Service[11]	NS and CN	69.9%	1,712	66.3%	1,833
Gold Runner	UP and BNSF	67.0%	1,117	60.5%	1,281
Missouri River Runner	UP	67.9%	1,065	68.4%	928
Piedmont	NS	76.8%	647	74.9%	742
Pacific Surfliner	UP and BNSF	84.2%	1,096	79.7%	1,325
Capitol Corridor	UP	88.7%	574	86.3%	777
Mardi Gras Service	NS and CSX	86.4%	8,021	77.6%	6,885

(*See* Verified Statement of Yoel Weiss ("Weiss VS), ¶ 21).

VI. Past and Present Government-Funded Investment in the UP and NS Networks Is Substantial

Over the past three decades, the federal government and Amtrak's state partners have invested (or committed to invest) billions of dollars in UP and NS rail lines for capacity and other investments intended to enable the operation of new, expanded, or improved Amtrak service. (*See* Verified Statement of Richard Slattery ("Slattery VS"), ¶ 6). Many federal investments were funded by the American Recovery and Reinvestment Act of 2009, which provided $8 billion for competitive grants for intercity passenger rail capital projects, and the Infrastructure Investment and Jobs Act of 2021 ("IIJA"), under which a minimum of $12 billion was provided for competitive grants for state of good repair, performance enhancement and service expansion capital projects outside of the Northeast Corridor benefiting intercity passenger rail service. (*Id*.).

Federal grants awarded since 2010 for capacity and other infrastructure investments on UP/NS lines over which Amtrak operates include:

[11] "Michigan Service" refers to the *Wolverine, Blue Water and Pere Marquette* routes that all operate over NS between Chicago and Porter, Indiana.

- Six grants to Texas announced in August 2026, totaling $567 million for the Sunset Limited route and $253 million for the *Texas Eagle* route (and the *Heartland Flyer* route that operates over BNSF), for elimination of grade crossings;
- A $178 million grant awarded to Amtrak in 2023 for investments on the CSXT line between Mobile, Alabama and New Orleans, Louisiana and the NS Back Belt line in New Orleans to provide capacity for operation of two daily round trips of Amtrak's state-supported *Mardi Gras Service*, which began operation in August, 2025;
- A 2023 federal grant for $143 million awarded to Pennsylvania for investments to increase capacity on the NS line between Harrisburg and Pittsburgh, Pennsylvania to facilitate operation of a second daily state-supported round trip on Amtrak's New York City-to-Pittsburgh *Pennsylvanian* route, which will begin operation on November 18, 2026;
- A $1.1 billion grant awarded to Illinois in 2010 for investments to increase speeds and rail line capacity on the UP-owned portion of Amtrak's Chicago-to-St. Louis *Lincoln Service* route over which the *Texas Eagle* also operates;
- $197 million in grants awarded to Illinois and Indiana in 2010 for construction of a flyover and additional track to increase rail line capacity and improve the reliability of Amtrak service on the NS line between Chicago and Porter, Indiana; and
- A $300 million grant awarded to North Carolina in 2026 for capacity and safety investments on the NS-leased line between Raleigh and Charlotte, North Carolina over which the state-supported *Piedmont* service and Amtrak's long-distance *Crescent* route and *Silver Star* route (temporarily replaced by the Floridian) operate.

(*Id.*, ¶ 7).

During the same period, Amtrak's state partners provided hundreds of millions of dollars in funding for investments to increase rail line capacity, improve performance and enhance safety on the UP and NS lines over which the *Piedmont, Pennsylvanian, Lincoln Service* and *Mardi Gras Service* routes operate and on the UP and NS-owned rail lines in California, Oregon and Virginia over which other Amtrak state-supported routes operate. (*Id.*).

The IIJA also created the Corridor Identification and Development Program ("Corridor ID Program").[12] Specifically, Congress directed the Secretary of Transportation to "facilitate the development of intercity passenger rail corridors" (which has been delegated to the FRA). 49 U.S.C. § 25101(a).

On December 8, 2023, the FRA announced it had selected 69 corridors across 44 states through the Corridor ID Program to receive funding via the Program which will "drive future passenger rail expansion."[13] Several of the selected corridors would be operated on lines owned by UP and NS that, if the merger is implemented, are projected by UP and NS to have increased freight traffic. (*See* DB VS, ¶ 105 (enumerating selected corridors experiencing proposed increased traffic)).

These and other government-funded investments further demonstrate that quality passenger rail service is in the "public interest." In reviewing this proposed merger, the Board should be vigilant to protect these investments by assuring there will be no degradation of passenger rail services as a result of the merger.

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[12] *See* FRA's website dedicated to the Corridor ID Program (accessible at https://railroads.dot.gov/corridor-ID-program).

[13] *See* Dept. of Transp. Release FRA 13-23, *President Biden Announces $8.2 Billion in New Grants for High-Speed Rail and Pipeline of Projects Nationwide* (Dec. 8, 2023) (accessible at https://railroads.dot.gov/sites/fra.dot.gov/files/2023-12/FRA%2013-23.pdf).

VII. The "Public Interest" in Amtrak Service is Confirmed by Record Demand

Demand by the public for Amtrak service is at record levels and growing rapidly. Amtrak achieved record ridership in FY 2026 for the third consecutive year. Ridership totaled 37.1 million customer trips (a 7% increase over FY 2025). Ridership on Amtrak's newest route, the New Orleans-Mobile *Mardi Gras Service*, was more than double projections during its first year of operation.[14]

* * *

PART II – AMTRAK'S CONCERNS AS TO THE IMPACT OF THE UP/NS MERGER UPON PASSENGER RAIL SERVICE

I. Standards Applicable to the Board's Review

The UP-NS merger application is subject to 49 USC § 11324 ("Consolidation, merger, and acquisition of control: conditions of approval"). Pursuant to § 11324(c), the Board "shall approve and authorize a transaction under this section when it finds the transaction is consistent with the public interest . . . ." Where a transaction involves two Class I railroads (as it does here), the Board must consider "the effect of the proposed transaction on the adequacy of transportation to the public." 49 USC § 11324(b)(1); *see also* 49 C.F.R. § 1180.1(b) ("Consolidation criteria") ("The Board's consideration of the merger or control of at least two Class I railroads is governed by the public interest criteria prescribed in 49 U.S.C. 11324 . . . .").

49 CFR § 1180.1(c) states: "mergers serve the public interest ***only when substantial and demonstrable gains*** in important public benefits—such as improved service and safety, enhanced competition, and greater economic efficiency—outweigh any anticompetitive effects, potential service disruptions, or other merger-related harms." (Emphasis added). In assessing a proposed merger's impact on the "public interest," the Board considers whether it will result in "harm to

[14] *See* media.amtrak.com/2026/08/happy-birthday-amtrak-mardi-gras-service.

essential services." 49 CFR § 1180.1(c)(2)(ii) provides:

> Harm to essential services. The Board must ensure that essential freight, ***passenger, and commuter rail services are preserved wherever feasible***. An existing service is essential if there is sufficient public need for the service and adequate alternative transportation is not available. The Board's focus is on the ability of the nation's transportation infrastructure to continue to provide and support essential services. Mergers should strengthen, not undermine, the ability of the rail network to advance the nation's economic growth and competitiveness, both domestically and internationally. The Board will consider whether projected shifts in traffic patterns could undermine the ability of the various network links (including Class II and Class III rail carriers and ports) to sustain essential services. (Emphasis added).

The Board may impose conditions on approval of a merger. *See* 49 USC § 11324(c). The Board "will condition the approval of Class I combinations to mitigate or offset harm to the public interest, and will carefully consider conditions proposed by applicants in this regard." 49 CFR § 1180.1(d). As a condition to its approval of any "major transaction,"[15] the Board:

> will establish a formal oversight process. For at least the first 5 years following approval, applicants will be required to present evidence to the Board, on no less than an annual basis, to show that the merger conditions imposed by the Board are working as intended, that the applicants are adhering to the various representations they made on the record during the course of their merger proceeding, that no unforeseen harms have arisen that would require the Board to alter existing merger conditions or impose new ones, and that the merger benefit projections accepted by the Board are being realized in a timely fashion.

49 C.F.R. § 1180.1(g).

II. Past Railroad Consolidations Have Adversely Impacted Amtrak's Passenger Service

History counsels that the Board should examine this unprecedented, proposed merger with concern for adverse impacts on passenger service (including Amtrak's). That is because past mergers in the rail industry have had just that effect. (*See* Slattery VS, ¶¶ 9-12). UP has recognized

[15] "A major transaction is a control or merger involving two or more class I railroads." 49 C.F.R. § 1180.2(a).

this as well. See *Major Rail Consolidation Procedures,* EP 582 (Sub No. 1), *UP's Reply Comments* (Filing ID 198904), at pp. 43-44 (June 5, 2000) ("*Service problems have followed every major railroad merger in recent years* . . . Because service disruptions are so likely to follow Class I mergers, a merger with no public benefits must be judged contrary to the public interest." (emphasis added)).

For example, the UP/Southern Pacific Transportation Company merger, approved by the Board in August 1996,[16] triggered a rail service meltdown in the Western United States which: (1) impacted Amtrak and freight operations for over a year; (2) required emergency post-approval intervention by the STB;[17] and (3) resulted in abysmal on-time performance for Amtrak's long-distance trains operating over UP. (Slattery VS, ¶ 10). Hardest hit was the New Orleans to Los Angeles segment of Amtrak's *Sunset Limited* route, which travels over UP between Lake Charles, LA and Los Angeles. Only one *Sunset Limited* train arrived at its destination on-time during a three-month period; and three trips were more than 11 hours late. (*Id.*, ¶ 11).[18]

Similar results followed when the Board approved the acquisition of control of Conrail by CSXT and NS in July 1998.[19] After implementation on June 1, 1999, Amtrak performance degraded quickly on lines NS had acquired from Conrail, with major delays continuing for nearly

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[16] *See Union Pacific Corp., Pacific Railroad Co., and Missouri Pacific Railroad Co.—Control and Merger—Southern Pacific Rail Corp., Southern Pacific Transp. Co., St. Louis Southwestern Railway Co., SPCSL Corp., and The Denver and Rio Grande Western Railroad Co.*, 1 S.T.B. 233 (STB served August 12, 1996), *aff'd sub nom., Western Coal Traffic League v. STB*, 169 F.3d 775 (D.C. Cir. 1999).

[17] *See Joint Petition for Serv. Ord.*, 2 S.T.B. 725 at *1 (STB served October 31, 1997).

[18] *See Joint Petition for Serv. Ord.*, 2 S.T.B. 725 at *5 ("One of UP's most congested routes in Texas is the '*Sunset* Route.'").

[19] *See CSX Corp. & CSX Transp., Inc., Norfolk S. Corp. & Norfolk S. Ry. Co.-Control & Operating Leases/Agreements-Conrail Inc. & Consol. Rail Corp.*, 3 S.T.B. 196 (STB served July 23, 1998).

two years. (*Id*., ¶ 12).

III. UP and NS Are Adding Traffic to An Already Crowded Network Where Amtrak Is Performing Poorly and Are Implementing Few Infrastructure Upgrades

Amtrak is concerned that UP/NS' post-merger network will not have the capacity to accommodate the contemplated increased freight traffic. As a result, it believes that the interests of the travelling public may be at risk because, for example, service on currently underperforming Amtrak routes will further degrade or Amtrak's preference rights will not be honored.

A. UP and NS Assurances of No Impact on Passenger Rail

Amtrak recognizes that UP and NS have considered potential passenger rail impacts of the merger. UP and NS conclude that the merger "will not result in any adverse impact to passenger rail operations," and that, where they "host passenger operations on lines expected to experience merger-related traffic growth, [they] have ensured the lines will have sufficient capacity to abide by their contractual commitments and legal obligations to passenger carriers." (*See* Amended Application, Growth Plan, at 756 (emphasis added)). They further state that the merger "will not only streamline UP/NS operations" but "will also improve the overall U.S. rail network, improve service for customers, and ensure continued efficient operations for passenger and commuter providers hosted on UP/NS lines like Amtrak and Metra." (*Id*. at p. 618). Similar comments have been made by UP in discussions held with Amtrak concerning the pending merger application.[20]

Notwithstanding these assurances, Amtrak remains concerned about the analysis performed by UP and NS on passenger rail impacts. UP/NS stop short of establishing verifiable performance standards that they intend to achieve. For example, they do not commit to a specific improvement of COTP on Amtrak's underperforming existing services. Nor do they commit to a reduction in the levels of HRDs for which they are responsible on those routes As explained below, Amtrak

[20] Amtrak notes that it is continuing discussions with UP on several issues related to the subject Amended Application, including network capacity and performance expectations.

has undertaken a further analysis that augments these concerns.

B. UP and NS Are Increasing Freight Train Volume Systemwide, Including On Corridors at Highest Risk for Adverse Impacts to Already Poorly Performing Passenger Services

1. UP and NS Have Described Capacity on their Systems as Scarce

Amtrak's concerns related to the capacity of the merged UP/NS network are driven, at least in part, by prior statements by UP and NS concerning the scarcity of capacity.

For example, in 2000, UP told the Board that "[c]apacity on the freight railroads is a highly valuable ***but scarce resource***" and that "[e]very additional passenger train ***occupies scarce freight capacity.***" *See Major Rail Consolidation Procedures,* EP 582 (Sub No. 1), *UP's Reply Comments on Proposed Merger Rule* (Filing ID 201073), at p. 26 (Dec. 18, 2000) (emphasis added).

More recently, in 2022, UP objected to CP/KCS' plan to add 8 trains over 3 years to the route of Amtrak's *Sunset Limited* in the Houston area, as an ill-advised addition of "a large amount of new traffic in a short time." *See Canadian Pacific Railway Limited et al.—Control— Kansas City Southern et al.,* FD 36500, *UP's Final Brief* (Filing ID 305550) at p. 2 (Oct. 21, 2022).

Similarly, NS has made statements concerning the limited capacity on its network as recently as 2023. For example, when CPKC sought to add only two additional freight trains, NS argued that ***"the combined effects of the [transaction] will tip into overload the already congested Meridian Terminal"*** and that the resulting ***"harm that is imposed on Amtrak will cascade."*** *See* C*anadian Pacific Kansas City Limited et al – Acquisition and Operation – Certain Rail Line Of Meridian & Bigbee Railroad, L.L.C., in Lauderdale County, Mississippi and Choctaw and Marengo Counties, Alabama,* FD 36732, *NS' Comments and Requests for Conditions* (Filing ID 307742), at pp. 62 (Dec. 29, 2023).

2. UP/NS Will Run More and Longer Freight Trains

Although UP/NS clearly state that they will add more freight trains to the merged network, the precise increases they are proposing now have changed since this proceeding began. From

UP/NS' original Application (filed December 19, 2025) and their operative Amended Application (filed April 30, 2026), there were unexplained increases in the number of freight trains to be added. For example, the Amended Application describes adding the following:

- Eight trains per day to the Back Belt line in New Orleans (two more trains than were added in the original Application) (*Compare* Orig. App., at p. 650, ¶ 346 and Elec. App. V, row 164; *with* Amend. App., at p. 767–68, ¶ 328, at p. 770–71, ¶ 334 and Elec. App. T, row 163);
- Four trains per day to the *Crescent* corridor in South Carolina (two more trains than the original Application) (*Compare* Orig. App., at p. 647, ¶ 40 and Elec. App. V, rows 124, 165, 201; *with* Amend. App., at p. 768, ¶ 328 and Elec. App. T, rows 123, 164, 198);
- Four to nine trains per day between Chicago and Harrisburg (two to four more trains than the original Application) (*Compare* Orig. App., at p. 648–49, ¶¶ 342, 344, at p. 651, ¶ 348 and Elec. App. V, rows 15, 62, 63, 83–85, 98, 104, 213; *with* Amend. App., at p. 769–70, ¶¶ 330, 332, at pp. 771–72, ¶ 336 and Elec. App. T, rows 15, 62, 63, 83–85, 98, 104, 210);
- Up to four trains per day in Nevada (including in the Elko. NV area) (two more trains than the original Application) (*Compare* Orig. App., at p. 638, ¶ 311 and Elec. App. U, rows 378, 381–83; *with* Amend. App., at p. 757, ¶ 299 and Elec. App. T, rows 600, 603–05); and
- Amtrak corridors in Missouri and Illinois (corridors projected to see a slight decrease in traffic in original Application) are now projected to either be flat (in Illinois) or increase up to two trains per day (in Missouri). (*Compare* Orig. App., at p. 640, ¶ 321, at p. 641, ¶ 324 and Elec. App. U, rows 23–28 (IL), 55–58 (MO);

with Amend. App., at p. 760, ¶ 309, at p. 761, ¶ 312 and Elec. App. T, rows 245–50 (IL), 277–80 (MO).

In addition to increasing the *number* of freight trains on the merged network, UP/NS plan to operate *longer* freight trains post-merger. UP in recent years is increasingly relying on longer trains. Indeed, 10% of UP's trains in the Southwest are longer than 2.5 miles (13,200 ft).[21] UP/NS state that the merged entity will adopt UP's train length strategy, with the goal of reducing crew costs. (*See* Amend. App., Operating Plan, at p. 801, § 10.1.2.1 (UP/NS plan to "increase train lengths of legacy NS trains, which will reduce crew costs by reducing the number of first starts.")). Longer trains have blocked crossings and obstructed routes because they could not fit in the existing sidings. Additionally, longer freight trains present an increased the risk of disruptive derailments.[22]

UP/NS plans to operate longer trains may also create infrastructure needs beyond those necessary to accommodate current and future Amtrak operations (or services). As discussed herein and in Amtrak's request for conditions, UP/NS' operational decisions should not constrain future passenger service expansion or result in Amtrak bearing an undue share of the associated infrastructure costs.

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[21] *See* Railway Age, *Commentary, Long Trains in the U.S. Southwest* (Jan. 7, 2025) (accessible at www.railwayage.com/freight/class-i/long-trains-in-the-u-s-southwest). In June 2024, RailState (which compiles rail traffic data using sensors placed on public property along main lines) reported that UP ran at least 9 trains over 18,000 feet long and one that was estimated to be 20,000 feet long (or 3.7 miles). TrainsPro, *RailState shines spotlight on Union Pacific and BNSF train length in Southwest* (June 24, 2024), (accessible at https://www.trains.com/pro/freight/class-i/railstate-shines-spotlight-on-union-pacific-and-bnsf-train-length-in-southwest/).

[22] *See* Madsen, Dillon, Triantis, and Bradley (Society for Risk Analysis) *The relationship between freight length and the risk of derailment* (May 28, 2024) (accessible at https://onlinelibrary.wiley.com/doi/10.1111/risa.14312).

3. UP/NS Are Adding Freight Trains Where They May Impact Amtrak Routes

On this already congested network, UP and NS plan to increase traffic in several corridors, including several that Amtrak's analysis confirmed are at the highest risk for adverse impacts to passenger service if the merger is approved.[23]

(a) Los Angeles to New Orleans (Sunset Limited)

As noted, Amtrak's *Sunset Limited* long-distance route has continued to perform below expectations and below the 80% federal minimum standard.[24] COTP over the entire route was 61.3% in Amtrak FY 2025 and 58.8% in Amtrak FY 2026. (Weiss VS, ¶ 21). In FY 2026 Q3 alone, the *Sunset Limited* experienced 9,492 minutes of FTI delays and 2,716 minutes of DSR delays (*i.e.*, delays attributable to Host Railroad-issued slow orders) on UP. (Weiss VS, ¶ 114).

Nevertheless, UP/NS plan to add 6 freight trains per day between Los Angeles, CA and El Paso, TX, a 20% increase in traffic on this corridor, which has significant segments of single-track. (DB VS, ¶ 41(a)). In FY 2026 Q3, between Los Angeles and El Paso alone, *Sunset Limited* trains experienced 4,499 minutes of FTI delays *and* 1,036 minutes of DSR delays (or, on average, 59.20 minutes of FTI delays and 13.63 minutes of DSR delays per trip) on UP. (Weiss VS, ¶ 114; *see also id.*, ¶¶ 116-143 (identifying *Sunset Limited* segments with recurring HRDs)).

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[23] As explained in the Verified Statement of Andreas Aeppli of DB E.C.O. North America ("DB VS"), Amtrak's consultant, DB divided the subset of Amtrak's network hosted by UP/NS into 19 distinct geographic corridors. For each corridor, DB then assessed the risk to which each corridor was exposed, by considering the following factors: (a) changes in freight train count as a result of the merger; (b) existing weekday Amtrak passenger train counts; (c) existing COTP and FTI; (d) planned expansions of Amtrak service; (e) whether the corridor is located along a "Principal Route"; (f) whether the corridor passes through any areas of concern; (g) whether and to what extent the corridor is single tracked; (h) planned capacity projects in the corridor; and (i) other miscellaneous factors. (DB VS, ¶ 39).

[24] Amtrak and UP have been working together to implement a modified *Sunset Limited* schedule to improve COTP following the shift of operations between Live Oak and West Bridge Junction beginning April 1, 2026.

(b) San Antonio to St. Louis (Texas Eagle)

Amtrak's *Texas Eagle* long-distance service (which runs between Chicago and San Antonio, TX) is also performing below the federal minimum standard. COTP over the entire route was 46.7% in Amtrak FY 2025 and 56.0% in Amtrak FY 2026. (Weiss VS, ¶ 21). In FY 2026, Q3 alone, the *Texas Eagle* experienced 14,601 minutes of FTI delays and 6,469 minutes of DSR delays on UP. (Weiss VS, ¶ 217).

To this underperforming route, UP/NS plan to add 3 freight trains per day between St. Louis, MO and San Antonio, TX, an 11% increase of traffic on this corridor which has significant single-track. (DB VS, ¶ 41(b)). In FY 2026 Q3, between St. Louis and San Antonio, *Texas Eagle* trains already experienced 13,491 minutes of FTI delays *and* 5,730 minutes of DSR delays (or, on average, 74.54 minutes of FTI delays *and* 31.66 minutes of DSR delays *per trip)* on UP. (Weiss VS, ¶ 217).

(c) St. Louis to Chicago (Lincoln Service and Texas Eagle)

The corridor between St. Louis, MO and Chicago, IL hosts both Amtrak's long-distance *Texas Eagle* service and the state-supported *Lincoln Service*. Both of those services are performing below the federal minimum standard. COTP over the *Lincoln Service* route was 65.1% in Amtrak FY 2025 and 69.3% in Amtrak FY 2026. (Weiss VS, ¶ 21). In FY 2026, Q3, the *Lincoln Service* experienced 5,582 minutes of FTI delays on UP. (Weiss VS, ¶ 181; *see also id.*, ¶¶ 182-200, 219-247 (identifying *Lincoln Service* and *Texas Eagle* segments with recurring HRDs)).

The UP/NS merged system results in a bottleneck at Springfield, IL, where NS' Kansas City, MO-Butler, IN line intersects with UP's north-south line (which hosts a total of ten Amtrak trains per day). The Amended Application identifies no planned projects to address this bottleneck.

(d) New Orleans, LA to Lynchburg, VA (Carolinian, Crescent, Mardi Gras Service and Piedmont)

The corridor between New Orleans, LA and Lynchburg, VA hosts Amtrak's state-

supported *Carolinian*, *Mardi Gras Service* and *Piedmont*, and Amtrak's long-distance *Crescent* service across various segments. Only the *Mardi Gras Service* achieved a COTP over 80% and that was only in Amtrak's FY 2025. (Weiss VS, ¶ 21; *see also id.*, ¶¶ 202-210 (identifying *Mardi Gras Service* segments with recurring HRDs)). Route COTP was under 70% for each of those services in Amtrak's FY 2026, Q3 and were plagued with route-level FTI delays during that quarter.[25]

UP/NS plan to add ten freight trains per day to the single-tracked portion of this corridor (a 63% increase in traffic) and up to 13 freight trains per day to the double-track portion of the corridor (a 30% increase in traffic).[26]

(e) Roanoke, VA to Manassas, VA (Cardinal and Crescent)

The corridor between Roanoke, VA and Manassas, VA hosts state-supported *Northeast Regional* service. Portions also host Amtrak's long-distance *Cardinal* and *Crescent* services. While *Crescent* COTP has markedly improved over the past two years (although still below 80%), the *Cardinal* underperformed during Amtrak's FY 2025 and FY 2026 (51.6% and 48.5%). (Weiss VS, ¶ 21). The *Crescent* continued to experience significant FTI delays in FY 2026, Q3 (12,713) on NS. (Weiss VS, ¶ 145; *see also id.*, ¶¶ 146-179 (identifying *Crescent* segments with recurring HRDs)). Additionally, Roanoke is a key intersection point between several NS principal routes. (*See* DB VS, ¶¶ 38, 41(e)). UP/NS intend to add 3 freight trains per day (a 29% increase) to the

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[25] *See* U.S. Dept. of Transp., Federal R.R. Admin, Quarterly Report on the Performance and Service Quality of Intercity Passenger Train Operations (Third Quarter of Fiscal Year 2026 (April 1, 2026-June 30, 2026) (accessible at https://railroads.dot.gov/sites/fra.dot.gov/files/2026-10/FY26%20Q3%20Performance%20and%20Service%20Quality%20Report_PDFa.pdf at p. 26 (*Carolinian* COTP at 48%), p. 37 (*Mardi Gras Service* COTP at 68%, 8,830 minutes of FTI delays), p. 44 (*Piedmont* COTP at 69%, 2,330 minutes of FTI delays), p. 53 (*Crescent* COTP at 60%, 12,800 minutes of FTI delays).

[26] Amtrak recognizes that, further north, the Virginia Passenger Rail Authority (VPRA) is funding a double track between Nokesville, VA to Calverton, VA and additional track through the Roanoke yard as part of the extension to Christiansburg project. Construction has recently begun.

single-track corridor between Lynchburg and Manassas. (*Id*., ¶ 41(e)).

C. UP/NS Have Overstated the Capacity on their Merged Network

In an effort to determine whether the "public interest" would be served by the UP/NS merger, Amtrak retained DB E.C.O. North America ("DB") (a railroad and transportation consulting firm) to review and assess the capacity of the merged UP/NS and its utilization post-merger. To assess those issues, DB applied five conservative assumptions in their capacity analysis, each of which favor UP/NS:

1. DB removed non-Amtrak local trains from its analysis (although those trains will occupy the network in every day operating scenarios);

2. DB weighted Amtrak trains the same as freight trains (even though Amtrak trains run on fixed schedules and have statutory preference over the freight traffic);

3. DB did not factor in track work (although, in the normal course, capacity will be consumed by such work);

4. DB assumed the same number of trains run every day (although this will obviously change under operating conditions, including the operation of additional seasonal trains); and

5. DB assumed freight trains will operate at fast speeds between sidings (the faster the assumed speed, the more trains the track can carry).

(DB VS, ¶¶ 45-49).[27]

Despite these favorable assumptions in its analysis, DB identified several corridors where UP/NS are significantly overstating the present capacity on key portions of their network. A detailed capacity analysis for two of those corridors is set forth below for illustrative purposes: Atlanta GA to New Orleans LA and West Colton, CA to Tucson, AZ.

1. Concerns with Capacity between Atlanta and New Orleans

The corridor between Atlanta to New Orleans is travelled by Amtrak's *Crescent* and (on a

[27] {{ [redacted] }}

small segment) *Mardi Gras Service*. Importantly, on that corridor, NS had previously expressed concerns about traffic problems in the areas of Meridian, MS and the Back Belt.[28]

On the segments in that corridor, UP/NS are adding significant numbers of freight trains.

Segment on the Atlanta to New Orleans Corridor	***Segment Length (Miles)***	***Track***	***Number of Added Freight Trains Per Day***
Back Belt[29]	4	Terminal	8
New Orleans, LA to Meridian, MS	194	Single	3
Meridian, MS to Burstall, AL	139	Single	9
Burstall, AL to Birmingham, AL	21	Double	10
Birmingham, AL to Austell, GA	141	Single	9 to 10

(DB VS, ¶¶ 55-56).

Amtrak identified several problems with capacity on this corridor which call into question its ability to support UP/NS' increased freight traffic. Indeed, UP/NS concede that two segments on this corridor (New Orleans, LA to Meridian, MS and Meridian, MS to Burstall, AL) are projected to carry more traffic than they can handle today. (DB VS, ¶ 57).

Between New Orleans and Meridian, the 35-mile Hawkes, MS to Basic, MS subsegment has no usable sidings (*i.e.*, the siding does not allow a freight train to clear the track because it is longer the siding). (DB VS, ¶ 59). This bottleneck limits the capacity of the corridor to 12.2 trains per day. (*Id.*). But based on UP/NS' Growth Plan, the projected volume over Hawkes to Basic is

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[28] *See* NS' Comment in *Canadian Pacific Kansas City Limited et al., supra*, Filing ID 307742, at pp. 62 (stating that adding traffic to the Meridian Terminal area will adversely impact "the operations of the Amtrak *Crescent* . . . . ").

[29] The Back Belt is a 4-mile portion of track between East City Junction and Oliver Junction (both of which are in New Orleans, LA) that is shared by both the *Crescent* and *Mardi Gras Service*.

14.3 trains per day. As such, the Hawkes to Basic subsegment (again, with all assumptions in UP's favor) is at 117% of its capacity—2.1 trains per day too many. (DB VS, ¶ 59).

{{ [redacted] }} (DB VS, ¶ 64). In addition to the bottleneck in the Hawkes to Basic subsegment, Amtrak's analysis also indicates that the segments between Picayune, MS and Derby, MS and Dragon, MS to Shows Field, MS also have inadequate capacity. (DB VS, ¶ 66).

2. Concerns with Capacity between West Colton, CA and Tucson, AZ

Amtrak next assessed capacity on the 450-mile corridor between West Colton, California and Tucson, AZ, an area travelled by Amtrak's long-distance *Sunset Limited* service. (DB VS, ¶¶ 70-71). As on the Atlanta to New Orleans corridor, UP/NS are adding freight trains and Amtrak has concerns about the capacity of several parts of that corridor. (*See* DB VS, ¶ 73).

Amtrak has identified a bottleneck on the Wellton, AZ to Picacho, AZ segment of the route (specifically a 12.3 mile subsegment between Wellton, AZ and Colfred, AZ). (*Id*.). The Wellton to Colfred subsegment has only one siding (which is only 8,360 feet long and, therefore, too short for the long freight trains UP/NS plan on running). Currently, the Wellton to Colfred subsegment carries 29.9 trains per day, but UP/NS intends to run 35.8 trains post-merger. (*Id*.). UP/NS state that a $34 million infrastructure project between Mohawk, AZ to Stoval, AZ (which includes double tracking) will bring the segment's total capacity to 37.7 trains per day. (*Id*.).

But, because UP/NS plan to run 35.8 trains per day on that segment—even if capacity is increased to 37.7 trains per day (again, without local traffic or accounting for reserve capacity), the Wellton to Colfred segment will already be at 95% of its capacity, with 1.9 trains a day to spare.

(*Id.*). {{[redacted]}}

When the rest of the West Colton to Tucson corridor is assessed, four additional segments have inadequate capacity to handle the traffic contemplated: Mecca, CA to Salton, CA; Stoval, AZ to Aztec, AZ; Aztec, AZ to Stanwix, AZ; and Theba, AZ to Gila Bend, AZ. (*Id.*).

D. UP and NS Have Not Committed to Adequate Infrastructure Improvements

1. UP and NS Have Not Provided Details About their Commitments

UP/NS have not firmly committed to which infrastructure projects they will implement if their application is approved. For example, although UP/NS are plainly proposing more freight traffic on their network, they state that this increased traffic will be "phased in." (Amend. App., Operating Plan, at p. 619). As a result of this "phased" increase in traffic, UP/NS state there is likewise "ample opportunity to phase in necessary capital investment as well" needed to accommodate that added traffic. (*Id.*). However, there is no precise schedule for those phased investments.

Moreover, the exact improvements that UP/NS will implement are described in limited detail. UP/NS refer to "investment of approximately $923 million to increase capacity and make other improvements on main lines and in yards and terminals . . . ." (*Id.*, at p. 746, ¶ 275). $480 million of those improvements are related to the main lines. (*Id.*, at p. 748, ¶ 279; pp. 749-750, ¶ 282, Table 9).

However, beyond specifying those estimated spends, UP/NS have not provided details about the improvements that they plan to implement. For example, they state: "the combined railroad's actual investment needs may prove to be greater or lesser or otherwise different than the

results of their modeling show . . . ." (*Id*., at pp. 746-747, ¶ 276). UP/NS also state that they are pursuing "long-term planning, so they do not set their capacity investment plans in stone, but rather develop plans that can be calibrated and adapted to meet demand." (*Id*.). Similar concerns arise in the UP/NS "Service Assurance Plan" ("SAP"), which describes how they will "ensure that projected service levels would be attainable." (Amended Appl., SAP, at pp. 853-854, ¶ 2). The SAP includes "infrastructure improvements Applicants currently anticipate they will need to produce the projected service improvements and accommodate the merger related traffic growth. . . ." (*Id*., at 855-856, ¶ 6). Again, however, UP and NS state that their "plans are not set in stone; they must remain flexible for the full promise of the transaction to be realized." (*Id*., at p. 857, ¶ 13).

Without a more detailed description of the infrastructure projects to which UP/NS will commit, and a schedule for their implementation, it is unclear precisely what projects UP/NS will ultimately undertake to address capacity issues on their system, which UP/NS themselves acknowledge need to be addressed. At minimum, if the Board approves the application, the Board should impose the conditions Amtrak is proposing to monitor impacts on passenger rail to protect the public interest.

2. UP/NS Have Not Planned Improvements on Key Lines

Where UP/NS have identified specific infrastructure projects that they may undertake, Amtrak is concerned about whether they will enable the merged network to accommodate the added freight traffic. For example, UP/NS are planning to add many freight trains per day to the corridors travelled by Amtrak's long-distance *Sunset Limited* and *Crescent* services. (Amended Appl., Operating Plan, at pp. 152-153, § 8.1.1.9, ¶ 316; at pp. 157-158, § 8.1.2.4, ¶ 328). As discussed, COTP on those routes is below 80%, and they have significant FTIs and other HRDs. Despite this, UP/NS plan only modest infrastructure upgrades.

For example, on the *Sunset Limited* route, UP/NS plan to add: six trains per day between West Colton, CA-El Paso, TX; six trains per day between Houston, TX-Beaumont, TX; two trains per day between El Paso-Sierra Blanca, TX; and two trains per day between San Antonio, TX and Houston. (DB VS, ¶ 73). However, the only capacity-related infrastructure improvement on the *Sunset Limited*'s route that was not planned before the merger application was filed is the construction of a single 3.9-mile second track between Mohawk and Stoval, Arizona for $34 million. (*See* DB VS, ¶ 74; *see also* Amended Appl., Operating Plan, at p. 749, ¶ 282, Table 9).

Furthermore, along the route of the *Crescent* service, UP/NS plan to add 21 to 25 freight trains per day (*Id*., Operating Plan, at pp. 767-768, § 8.1.2.4, ¶ 328). Eight to ten of those trains would run between Meridian, MS and Atlanta, GA. *Id*. The Crescent had sub-80% COTP (70%) during Amtrak FY 2026. (Weiss VS, ¶ 21). The only improvement planned to address capacity on this segment is a three-mile extension of double track in the north end of Meridian at $28.6 million. (*See* DB VS, ¶ 95(c)(3); *see also* Amended Appl., Operating Plain, at p. 750, ¶ 282, Table 9).[30]

3. UP and NS Have Made No Provision at All for Upgrades at Certain Segments

The Amended Application also does not include infrastructure upgrades on segments where UP and NS have trackage rights or joint facility agreements with other Host Railroads. (DB VS, ¶ 43). For example, they propose to add two freight trains to Amtrak's *Cascades* service route, but propose no infrastructure improvements at all, including on BNSF (which hosts the Amtrak

[30] UP/NS also plan upgrades to five sidings in this segment to increase speeds to 40 mph from the existing 15 to 30 mph. (*See* Amended Appl., Operating Plan, at p. 750, ¶ 282, Table 9). However, since these sidings will also be extended to 15,000 feet to accommodate the much longer freight trains UP/NS plan to operate, it is not clear whether this will produce any increase in capacity given the additional distance the longer trains must cover (at restricted speeds) until the entire train has entered or cleared the siding. (DB VS, ¶ 39(g)).

Cascades between Portland, OR and Tacoma, WA), where UP's additional trains will use trackage rights over BNSF. (Amended Appl., Operating Plan, at p. 758-759, ¶ 303; *see also* DB VS, ¶¶ 43, 94).

UP/NS are not planning any investments in capacity on lines that cross Amtrak routes and have significant projected increases in freight train counts. For example, in Brighton Park, IL (near Chicago) Amtrak's CN-hosted *Lincoln Service* and *Texas Eagle* cross an NS line serving as the primary direct interchange route for UP and NS trains to Chicago. (*See* DB VS, ¶ 39(f)(i)). UP/NS propose to add up to thirteen freight trains per day (more than a 200% increase) that will utilize that crossing, potentially impacting Amtrak's *Lincoln Service* and *Texas Eagle*.

IV. UP and NS Commit only to Maintain "Current Service Levels" as to Passenger Trains

UP/NS commitment only to maintain the "current" levels of the Amtrak services they host. (*See* Amend. App., Operating Plan, § 8.1.1 ("Amtrak Operations on UP Lines"), §8.1.2.1 ("Amtrak Operations on NS Lines")). But, in the case of every long-distance Amtrak route, and nearly every state-supported Amtrak route, hosted by NS and UP (in whole or in part), COTP is below the 80% COTP metric established by the FRA. (*See* Weiss VS, ¶ 21).

Aspiring to maintain such substandard passenger service does not serve the public interest. Indeed, the Board has mandated that "mergers serve the public interest only ***when substantial and demonstrable gains in important public benefits—such as improved service*** . . . outweigh any anticompetitive effects, potential service disruptions, or other merger-related harms." *See* 49 CFR § 1180.1(c) (emphasis added). The Board should require more from UP and NS post-merger than a promise to assure Amtrak's passengers continue to receive the same substandard level of performance.

If the Board approves the merger, at minimum, where an Amtrak route is underperforming, the Board should impose the conditions suggested by Amtrak to establish fixed performance

standards which require either an improvement in performance or swift remedial measures to address the same.

* * *

PART III - PROPOSED CONDITIONS IN THE EVENT THE BOARD APPROVES THE APPLICATION

Amtrak does not take a position on whether the merger application should be approved. As discussed in this Comment, however, Amtrak has concerns based on the current record that, if the merger is approved, the integrated UP/NS network would cause material degradation of Amtrak's passenger service. As such, in the event the Board approves the Application, Amtrak respectfully requests that the Board adopt the following reasonable conditions that will help to safeguard against adverse impacts to Amtrak's service.[31] The proposed conditions all relate to and further what is the Board's guiding principle—whether this merger is in the public interest. As stated, the maintenance of high-performing intercity passenger rail service is unquestionably in the public interest.

1. Performance Standard and Remediation of Substandard Performance. The Board's rules for reviewing this proposed merger require it to be vigilant to protect Amtrak and its passengers from service degradations. If such degradation occurs, Amtrak should not be burdened with bringing multiple, costly, time-consuming proceedings before the Board to seek redress. If it approves the merger, the Board should use its oversight authority to ensure that Amtrak performance meets verifiable standards and to assure efficient channels for remediating substandard service.

a. FRA Minimum Performance Metrics and Standards. The applicable

[31] Amtrak notes that several similar conditions have been proposed by the Rail Passengers Association ("RPA"). (*See* RPA submission dated 11/16/26, Filing ID 312884, at pp. 29-31).

standards governing the quality of Amtrak's performance are the Metrics and Minimum Standards for Intercity Passenger Train Operations established by the FRA and discussed herein, including the COTP metric. In particular, the COTP minimum standard for Amtrak service is 80% for any two consecutive calendar quarters. Amtrak continues to apply this standard to its own performance and for reporting to FRA. That standard should, therefore, guide the Board's supervision of passenger service if the merger is approved. As discussed above, almost all Amtrak services hosted by UP and NS are already failing to meet this standard. The "public interest" is not served by a newly combined railroad that degrades already-underperforming passenger rail service, or merely maintains those poor levels of service without endeavoring to improve them.

b. Automatic Remediation. PRIIA § 213 (codified at 49 U.S.C. § 24308(f)) empowers Amtrak (or the Board) to initiate an investigation into a Host Railroad "[i]f the on-time performance of any intercity passenger train averages less than 80 percent for any 2 consecutive calendar quarters." For Amtrak to initiate a PRIIA § 213 proceeding is expensive and time-consuming. If COTP remains poor after a merger (or degrades further), Amtrak should not be compelled to seek such relief before the Board on a one-off basis.

In lieu of requiring Amtrak to do this, and to preserve public resources, if the Board approves the merger, it should establish a mechanism for the implementation of immediate and automatic corrective measures if substandard passenger service continues. Specifically, the Board should impose the following (at UP/NS' sole cost) for any Amtrak route where performance falls below the 80% COTP standard for two (2) consecutive calendar quarters:

(i) UP/NS must deliver a corrective action plan to Amtrak and the Board which, at minimum, explains the causes of the substandard performance on the route and proposes how to improve it within the next quarter.

(ii) UP/NS' corrective action plan should consider and outline potential dispatching improvements, operational changes, or infrastructure upgrades necessary to improve COTP.

c. Alternative Remediation Condition. If the Board is unwilling to adopt a condition whereby failure to meet FRA's 80% COTP standard triggers automatic remediation, then the Board should impose a condition focused on preventing any further post-merger degradation of Amtrak's service, while concurrently working to establish a pathway toward long-term improvement of Amtrak's performance.

This alternative condition would implement a route-specific, performance baseline, coupled with a defined escalation process triggered by sustained declines in service performance. If performance on the Amtrak route falls below the route-specific baseline for a defined period, an escalating series of remedies would automatically be triggered:

(i) *Corrective Action Plan* – UP/NS, at its sole cost, would first be required to submit a corrective action plan to Amtrak and the Board identifying the causes of the performance decline, proposed corrective measures, and a schedule for implementation of such measures.

(ii) *Independent Operational Assessment* – If performance does not recover through implementation of the corrective action plan, the Board would direct an independent evaluation of the underperforming route (or routes) at UP/NS' sole cost to identify causes of the substandard performance and to recommend corrective actions. The independent assessment would include a review of operational and infrastructure factors (such as dispatching practices, network operations, route-related capacity constraints, and train scheduling conflicts).

Where capital infrastructure improvements are determined to be necessary, UP/NS would bear responsibility for implementation of same.

(iii) *Formal Executive-Level Review* – If, after the independent assessment, recommended corrective measures fail to restore performance, the Board would convene a formal meeting of the parties, with executive level leadership from UP/NS and Amtrak, to evaluate options and direct additional actions, as appropriate.

(iv) *Automatic Board Investigation* – If performance continues to remain below the applicable threshold, a formal Board investigation would be automatically triggered after a specific period, without requiring Amtrak to initiate a PRIIA § 213 proceeding.

This alternative provides UP/NS with several opportunities to self-correct while ensuring that sustained performance degradation does not persist indefinitely without being addressed. This process also imposes a clear, predictable, and readily administrable enforcement mechanism that addresses degrading service levels, seeks to drive incremental improvement, and advances affected routes toward the long-term objective of ultimately achieving 80% COTP.

2. Dispatching Priority for Amtrak Trains. In accordance with Amtrak's statutory right to preference, if the merger is approved, UP/NS' dispatching policies, procedures, and systems must be guaranteed to provide the highest priority to Amtrak passenger trains over any and all freight traffic, except in the event of emergencies. To assure that this statutory obligation is enforced, UP/NS must maintain as policy that dispatching supervisors must approve and memorialize the reason for deviations from Amtrak's preference and same must be communicated to Amtrak immediately. The Board should also require executive-level accountability and certification (with periodic re-certification) that this policy is being implemented and satisfied post-merger.

3. Merger Integration, Executive Accountability, and Process Improvements. If the Board approves the merger, it should mandate that UP/NS implement concrete policies and processes to protect Amtrak's statutory rights and performance, including measures for data sharing, record retention, training, and dispatching. Those policies and procedures should include, at minimum, the following:

a. UP/NS must designate a VP-level executive to oversee Amtrak's performance on UP/NS' merged network and to certify annually, in writing, that UP/NS are following all Board-imposed conditions relating to passenger rail, as well as all of the merged companies' statutory and contractual obligations to Amtrak.

b. All UP/NS personnel involved in passenger operations (including UP/NS' dispatchers) must receive annual Amtrak-approved training with respect to Amtrak's right to preference and the Board-imposed conditions relating to passenger rail.

c. Amtrak personnel shall have access to real-time dispatching information on the UP/NS network for all routes where Amtrak trains operate.

d. UP/NS must retain dispatching playbacks and other dispatching records for a minimum of 60 days, and provide them to Amtrak upon request.

e. Amtrak shall have a right to audit UP/NS annually to determine if it is implementing and following all Board-imposed conditions relating to passenger rail.

f. UP/NS and Amtrak must have a regular cadence of monthly check-ins to discuss operational challenges, align on slow order practices, and address problems impacting Amtrak's performance.

g. UP/NS must bear the costs of these measures and may not pass them along to Amtrak as incremental costs.

4. Addressing Disruptions Caused by Longer Freight Trains. As discussed above, UP/NS

plan to implement longer freight trains post-merger. This exposes Amtrak's passenger trains to delays when those freight trains block crossing or cannot fit into sidings. To address these concerns, and to ensure that UP/NS satisfies Amtrak's statutory right of preference:

a. UP/NS must be prohibited from increasing freight train lengths on corridors hosting Amtrak trains without first making capital investments in sidings and/or other infrastructure to accommodate those longer trains.

b. If an Amtrak train is put into a siding to accommodate a meet/pass with a long freight train, UP/NS must immediately notify Amtrak and take all practical dispatching steps to make up for any delays on that Amtrak train.

5. Amtrak Service Enhancements, Expansion, and Capital Responsibility. UP/NS must absorb the costs of its own merger-related and operational decisions, and cannot shift those costs to Amtrak or to the federal government.

a. *For existing Amtrak service*: UP/NS must fund any infrastructure or other mitigations or improvements necessary to satisfy the performance standards implemented by the Board for Amtrak's routes. This includes the many corridors where UP/NS expects to add more or longer freight trains.

b. *For future or expanded Amtrak service*: UP/NS must not insist that Amtrak, the federal government, or Amtrak's state partners fund "gold-plated" infrastructure investments which materially exceed those reasonably necessary to accommodate the incremental increases in Amtrak's passenger services, as a prerequisite to expansion of Amtrak service. There must also be a transparent, cooperative process to determine infrastructure needs, expenses, and cost sharing, with Amtrak bearing its appropriate incremental share of same. Such process should involve, at minimum:

(i) Defined timelines for identifying infrastructure needs.

(ii) Transparent modeling and assumptions.

(iii) Access to underlying operational data, with protection for legitimate confidential information.

(iv) Consideration of reasonable infrastructure and operational alternatives.

(v) Expedited resolution of disagreements, including escalation within Amtrak and UP/NS, followed by Board-sponsored mediation.

6. Right of Refusal to UP/NS Assets. If the Board approves the merger, it should afford Amtrak an opportunity to take advantage of any UP/NS efforts to dispose of unused or unwanted rail assets that may benefit existing and/or future passenger rail services. To ensure the orderly transfer of such assets, the Board should direct the following:

a. UP/NS must provide six (6) months' notice to Amtrak of plans to sell, transfer, abandon, or otherwise dispose of rail assets on corridors currently hosting Amtrak service, or where Amtrak has publicly identified plans for expansion.

b. Amtrak will be given a reasonable opportunity to respond and to decide whether to pursue a purchase, lease or other ownership or possessory interest, in the asset. If so, Amtrak and UP/NS must agree upon a reasonable period of due diligence during which they will share relevant information and data.

c. Amtrak and UP/NS will work in good faith to appraise the value of the property and take any additional steps necessary to facilitate transfer of the asset.

7. Maintenance of Tracks and Other Assets. Should the Board approve the merger, part of the Board's oversight should relate to the maintenance by UP and NS of their tracks and other assets that support Amtrak passenger rail service. The Board should impose a condition upon UP and NS that requires them to maintain all tracks and other related assets at pre-merger levels permitting Amtrak passenger trains to operate at passenger speeds, with a reasonable level of

reliability and safety and a reasonable degree of passenger comfort.

8. Continuing STB Oversight for 7 Years. Should the Board approve the merger, it should retain oversight authority for a period of seven (7) years. Although 49 C.F.R. § 1180.1(g) provides for a five-year period of Board supervision, the unprecedented magnitude of the merger of UP and NS warrants at least an additional two-year period of Board supervision. One purpose of same would be for the Board to ensure that Amtrak passenger rail service does not degrade after implementation of the merger. The Board should also reserve the option to extend that period of supervision, including if Amtrak performance problems persist.

9. Successor Obligations. These conditions must all apply to the merged railroad, its subsidiaries, successors, or assigns. The Board must also expressly preserve all of Amtrak's existing statutory, contractual, and settlement-based rights and remedies in any merger approval and/or other relief granted to any party in this proceeding.

CONCLUSION

For the reasons stated herein, Amtrak takes no position on whether the Board should approve the subject merger. However, the Board should carefully consider the public interest in intercity passenger rail service and the protection of Amtrak passengers as it reviews the Amended Application. In the event that the Board does approve the Amended Application, it should impose the conditions set forth herein upon that approval.

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BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 36873

UNION PACIFIC CORPORATION AND UNION PACIFIC RAILROAD COMPANY — CONTROL— NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY

VERIFIED STATEMENT OF RICHARD G. SLATTERY
ON BEHALF OF NATIONAL RAILROAD PASSENGER CORP.

I. Introduction, Background and Qualifications

1. I have been employed by the National Railroad Passenger Corp. ("Amtrak") since 1991. I am presently Amtrak's Senior Research Director, Government Affairs & Corporate Communications. Prior to joining Amtrak, I spent six years as an associate at a Washington, D.C. law firm, where among other things I represented Union Pacific Railroad ("UP") in railroad merger and control proceedings ("railroad consolidation proceedings") before the Interstate Commerce Commission ("ICC").

2. From 1991 through 2002, I was a litigation attorney in Amtrak's Law Department. In that position, I represented Amtrak in railroad consolidation proceedings before the ICC and the Surface Transportation Board ("STB" or "the Board") involving freight railroads over which Amtrak operated ("host railroads"). Among these proceedings were the acquisition of Southern Pacific Transportation Company ("SP") by UP, approved by the STB in 1996 ("the UP/SP Merger"), and the acquisition of the rail lines of Conrail by CSX Transportation ("CSXT") and Norfolk Southern Railway ("NS"), approved by the Board in 1998 ("the Conrail Acquisition"). During the Board's oversight proceedings following implementation of several of these railroad consolidation proceedings, I prepared Amtrak's reports to and its filings with the STB on the performance of Amtrak trains on impacted rail lines.

3. In 2002, I became Senior Director-Rail & State Policy in Amtrak's Host Railroad Group, which is responsible for Amtrak's dealings with its host railroads. I subsequently held other positions at Amtrak, including Senior Director-Performance Measurement and Senior Director-National Network Strategy, before assuming my current position as Senior Research Director in 2014.

4. Throughout the past 32 years, including in my current position, I have been involved in assessing the impact on Amtrak of proposed railroad consolidations affecting rail lines over which Amtrak operates. I have also been involved in studies and negotiations with host railroads regarding proposed additional Amtrak services over their lines, monitoring and improving the on-time performance of Amtrak trains over host railroad-owned lines, and supporting efforts by Amtrak and its state partners to obtain federal grants for investments to improve and expand Amtrak service.

5. My verified statement will address two issues:

a. Publicly-funded investments on UP and NS lines over which Amtrak operates; and

b. The impact of UP's acquisition of SP and the Conrail Acquisition on the performance of Amtrak trains operating over UP's and NS's lines.

II. Publicly-Funded Investments in UP and NS Lines

6. Over the past three decades, the federal government and the state partners who provide funding for Amtrak's state-supported services have invested or committed to invest billions of dollars in UP and NS rail lines for capacity and other investments to enable the operation of new, expanded, or improved Amtrak service over those lines. Many of the federal investments were funded by the American Recovery and Reinvestment Act of 2009, which provided $8 billion

for competitive grants for intercity passenger rail capital projects, and the Infrastructure Investment and Jobs Act of 2021 ("IIJA"), under which a minimum of $12 billion was provided for competitive grants for state of good repair, performance enhancement and service expansion capital projects outside of the Northeast Corridor benefiting intercity passenger rail service.

7. Federal grants awarded since 2010 for capacity and other infrastructure investments on UP's and NS's lines over which Amtrak operates include:

a. Six grants to Texas announced in August 2026, totaling $567 million for the *Sunset Limited* route and $253 million for the *Texas Eagle* route (and the *Heartland Flyer* route that operates over BNSF), for elimination of grade crossings on UP lines;

b. A $178 million grant awarded to Amtrak in 2023 for investments on the CSXT line between Mobile, Alabama and New Orleans, Louisiana and the NS "Back Belt" line" in New Orleans to provide capacity for operation of two daily round trips of Amtrak's state-supported *Mardi Gras Service*, which began service in August 2025;

c. A 2023 federal grant for $143 million awarded to Pennsylvania for investments to increase capacity on the NS line between Harrisburg and Pittsburgh, Pennsylvania to facilitate operation of a second daily state-supported round trip on Amtrak's New York City-to-Pittsburgh *Pennsylvanian* route, which will begin operation on November 18, 2026;

d. A $1.1 billion grant to Illinois in 2010 for investments to increase speeds and rail line capacity on the UP-owned portion of Amtrak's Chicago-to-St. Louis *Lincoln Service* route over which the *Texas Eagle* also operates;

e. $197 million in grants awarded to Illinois and Indiana in 2010 for construction of a flyover and additional track to increase rail line capacity and improve the reliability of

Amtrak service on the NS line between Chicago and Porter, Indiana; and

f. A $300 million grant awarded to North Carolina in 2026 for capacity and safety investments on the NS-leased line between Raleigh and Charlotte, North Carolina over which the state-supported *Piedmont* service and Amtrak's long-distance *Crescent* route and *Silver Star* route (temporarily replaced by the *Floridian*) operate.

8. During the same period, Amtrak's state partners have also provided hundreds of millions of dollars in funding for investments to increase rail line capacity, improve performance and enhance safety on the UP and NS lines over which the state-supported *Piedmont, Pennsylvanian, Lincoln Service* and *Mardi Gras Service* operate and on the UP and NS-owned rail lines in California, Oregon and Virginia over which other Amtrak state-supported routes operate.

III. Impacts of the UP/SP Merger and Conrail Acquisition on Amtrak

9. In their application in the present proceeding, UP and NS have represented to the Board that their proposed consolidation will not have any adverse impact on passenger operations. UP made the same representation to the ICC in its 1995 application to acquire SP; NS did likewise in the 1996 joint NS/CSX application to the Board to acquire control of Conrail. In both cases, the expectation that Amtrak service on UP and NS would not be harmed by the acquisitions proved to be incorrect.

A. *Union Pacific's Acquisition of Southern Pacific*

10. The implementation of the UP acquisition of SP in 1997 triggered a rail service meltdown in the Western United States that severely impacted Amtrak and freight operations for over a year; required emergency intervention by the STB; and resulted in abysmal on-time performance for Amtrak's long-distance trains operating over UP.

11. Hardest hit was the *Sunset Limited* which travels over UP between Lake Charles,

Louisiana and Los Angeles. During the three-month period from July to September 1997, the *Sunset Limited* arrived in New Orleans and Los Angeles on time only once. During September and October 1997, there were three trips on which it arrived at its destination over 11 hours late.

B. *NS and CSXT Acquisition of Conrail*

12. Implementation of the Conrail acquisition on June 1, 1999, triggered a meltdown on the rail lines that NS had acquired from Conrail. Amtrak trains traveling over NS's main line between Harrisburg, Pittsburgh and Chicago encountered miles of freight trains sitting on one of the two main line tracks outside yards with no room to accommodate them. Amtrak trains operating over that line experienced delays of two or more hours on a near daily basis. Major delays on NS-acquired Conrail lines continued into 2001, nearly two years after implementation of the acquisition.

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VERIFICATION

I, Richard G. Slattery, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verified Statement.

Executed on November 17, 2026

Richard G. Slattery



{{PUBLIC VERSION – HIGHLY CONFIDENTIAL MATERIAL REDACTED}}

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 36873

UNION PACIFIC CORPORATION AND UNION PACIFIC RAILROAD COMPANY––CONTROL ––NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY

VERIFIED STATEMENT OF YOEL WEISS
ON BEHALF OF NATIONAL RAILROAD PASSENGER CORP.

1. I submit this Verified Statement in support of the Comments submitted by the National Railroad Passenger Corporation ("Amtrak") in this matter.

2. This Verified Statement will address:

a. the historical Customer On-time Performance ("COTP") of Amtrak's passenger trains that are hosted, in whole or in part, by Union Pacific Railroad Company ("UP") and/or Norfolk Southern Railway Company ("NS");

b. Historical, monthly train delay data that identifies the number of host-responsible delays ("HRDs") per 10,000 train miles for each Amtrak service; and

c. Specific areas of "at-risk" corridors where Amtrak passenger trains routinely incur HRDs.

I. Background and Qualifications

3. I am presently employed by Amtrak as Director - Host Railroads, a position I have held since January 2024.

4. I graduated from Massachusetts Institute of Technology in 1989 with a Bachelor of Science in Mechanical Engineering. I also earned a Master's Degree in Business Administration from the "Institut Européen d'Administration des Affaires," (which translates to the European Institute of Business Administration) in 1994.

5. From 1989 to 1993, I worked for Asea Brown Boveri ("ABB") as a business development manager, project manager and applications engineer in the Steam Turbine Division. ABB is a multi-national corporation whose operations include, among other areas, power, heavy industry (including railroads) and robotics. My responsibilities as a project manager included assessing job profitability, timeline management and resource management.

6. From 1995 to 1999, I worked as an operations manager for Acutus Gladwin, an equipment service company in the steel industry based in Coraopolis, Pennsylvania. In that role, I was responsible for working with over a dozen facilities throughout the organization (including facilities in Canada) and the corporate office to identify and implement improvement opportunities. For example, I increased productivity by 30% plant-wide in one year by identifying and eliminating non-value-added activities in the production process.

7. From 2000 to 2018, I worked as an operations and logistics manager at Art Guild, Inc., a company specializing in face-to-face marketing based in West Deptford, New Jersey. My responsibilities included budgeting, project management, logistics management, order processing, resource management and invoicing. For example, I successfully spearheaded a division reorganization, including business process reengineering, to allow the division to meet the demands of over 500 clients with simultaneous deadlines. The reorganization improved the division's 15% loss to a 20% profit.

8. In 2018, I began working at Amtrak as Lead - Host Railroads Specialist. In October 2020, I was promoted to Principal - Host Railroad Development. My responsibilities included assessing the performance of Amtrak's Host Railroads (including UP and NS) with respect to the COTP of Amtrak passenger trains on the Host's system and any delays that may have impacted Amtrak. In performing these assessments, I was extensively involved in

identifying the causes of delays to Amtrak's trains operating on the Host's system and formulating solutions for reducing and eliminating those delays. This involved frequent collaboration with Amtrak's Hosts. For example, by collaborating with a certain Host, Freight Train Interference ("FTI") and Commuter Train Interference delays on certain segments were reduced by up to 100%.

9. I was promoted to Director – Host Railroads in January 2024. In that role, my responsibilities remained largely consistent with those I had when I was Senior Principal – Host Railroads. In addition to continuing to perform many of the same tasks described in the prior paragraph, I have focused on:

a. Preparing case studies in support of investigation requests to the Surface Transportation Board (STB) for trains failing to meet the Federal Railroad Administration's ("FRA") *Metrics and Minimum Standards for Intercity Passenger Rail Service* (the "Final Rule");

b. Providing regular reporting to the FRA in compliance with the Final Rule. For example, I have provided a report about the number of certified schedules (by Host) and a quarterly report about disputed delays.

c. Coordinating the collection of ridership and other data in connection with the Final Rule and ensuring the distribution of same to the FRA and Amtrak's Host Railroads.

10. I also review weekly delay code change requests submitted by both UP and NS. Amtrak's on-board conductors record the cause of a particular delay impacting an Amtrak train through the use of various delay codes. UP and NS submit delay code change requests for delays

they believe were miscoded or not coded with the appropriate amount of delay time.[1] Where their request is accompanied by data or information supporting the requested change, I will generally agree to change the delay code Amtrak previously recorded, where appropriate. If, however, I disagree with the change request, I advise that the coding will remain as-is. UP/NS is then able to submit a relief request to the Host Railroad Group, which administers Amtrak's contracts with Host Railroads.

II. Amtrak's Schedules on Host Railroads

11. Amtrak's published schedules for its passenger trains operating on UP and NS' respective systems are derived from "Schedule Skeletons" which represent the Parties' agreed upon operating schedule, and include the following information for each train:

a. The arrival and departure times at each station stop;

b. The Dwell Time at each station on the route;

c. The Pure Running Time, Recovery Time, and any Miscellaneous Time between each station, and

d. Additional locations against which the train's performance may be measured, but that are not station stops including the points of entry to and exit from a Host railroad's system (and in the case of a route where there are multiple Hosts, the points of entry to and exit from the other Host's systems).

12. The following terms are generally understood in the railroad industry as follows:

a. "Pure Running Time" generally refers to the travel time between two points at maximum authorized passenger train speeds, without delays.

b. "Recovery Time" generally refers to the time added to the schedule to

[1] UP submits these on a daily basis; NS sends them approximately twice per week.

compensate for certain delays encountered en route.

c. "Miscellaneous Time" generally refers to the time that Amtrak may add or remove from a schedule for operational convenience.

d. "Dwell Time" generally refers to the amount of time scheduled to perform station work.

13. For example, the Schedule Skeleton for Amtrak Train 1, which operates on Amtrak's *Sunset Limited* service, {{[redacted]}}

14. The Schedule Skeletons form the basis for the schedules Amtrak publishes to its passengers. Those published schedules, in turn, serve as the basis against which Amtrak (and the Host's) performance is ultimately measured by both the FRA's COTP metric in the Final Rule and by Amtrak customers/passengers. (See § 273.3 *Definitions*; see also § 273.5).

III. The Final Rule's COTP and HRD Metrics and Analysis of UP and NS' Historic Performance under Same

A. The COTP and Delay Metrics

15. The COTP metric established in the Final Rule is defined as "the percentage of all customers on an intercity passenger rail train who arrive at their detraining point no later than 15 minutes after their published scheduled arrival time, reported by train and by route." (85 Fed. Reg. 72974-75; 49 C.F.R. § 273.5(a)(1)). The Final Rule instructs that COTP is calculated as follows:

a. the number of passengers arriving at their detraining point for an intercity

rail train no later than 15 minutes after their scheduled arrival time;

b. divided by the total number of customers on that train. (*Id.*).

16. The Final Rule also established "a minimum standard for customer OTP of 80 percent for any 2 consecutive calendar quarters." (85 Fed. Reg. at 79275; 49 C.F.R. 273.5(a)(2)).

17. The Final Rule also announced, *inter alia*, a host-responsible delay metric that measures all Amtrak-responsible and host-responsible delay, per 10,000 train miles. (85 Fed. Reg. at 72984; 49 C.F.R. 273.5(d, e)). According to the Final Rule, normalizing the data in this fashion allows for a better comparison of the performance of services of varying length. (85 Fed. Reg. at 72984). It is also helpful when comparing individual host performance for routes that are hosted by more than one host. (*Id.*).

B. Review of UP and NS' Historical Performance Under the COTP and HRD Per 10,000 Train Miles Metric From Amtrak FY 2023 through 2026

18. Since the Final Rule was implemented, Amtrak has tracked COTP and HRD performance of all of its trains.

19. UP and NS collectively host, in whole or in part, 22 services: 8 long-distance routes and 14 state-supported routes.

20. For each route, Amtrak has calculated the COTP and HRDs per 10,000 train miles for each of Amtrak's fiscal years ("FY") since FY 2023. Amtrak's fiscal year runs from October to September. So, for example, data for FY 2023 represents COTP from October 2022 through September 2023.

21. The results of Amtrak's analysis is presented here for its long-distance and state-supported routes hosted, in whole or in part, by UP and NS:

Long Distance	Host(s)	FY 2023 COTP/HRD	FY 2024 COTP/HRD	FY 2025 COTP/HRD	FY 2026 COTP/HRD

Route					
Floridan	NS and CSX	- -	- -	27.4%/883	30.6%/1038
California Zephyr	UP and BNSF	26.4%/1552	48.5%/1115	53.2%/1025	60.4%/0817
Coast Starlight	UP and BNSF	55.3%/1567	57.5%/1428	59.9%/1441	64.7%/1253
Cardinal	NS and CSX	54.8%/1670	57.5%/1409	51.6%/1374	48.5%/1270
Texas Eagle	UP, BNSF and CN	54.4%/1668	62.5%/1381	46.7%/1498	56.0%/1392
Sunset Limited	UP and BNSF	34.0%/1712	60.1%/1266	61.3%/1266	58.8%/1175
Crescent	NS	57.0%/1450	58.9%/1266	75.3%/0871	70.0%/0983
Lake Shore Limited	NS and CSX	67.0%/1208	76.3%/1099	71.7%/0911	69.0%/1052

State-Supported Route	Host(s)	FY 2023 COTP/HRD	FY 2024 COTP/HRD	FY 2025 COTP/HRD	FY 2026 COTP/HRD
Carolinian	NS and CSX	62.0%/0745	50.9%/0787	60.9%/0649	61.7%/0696
Cascades	UP and BNSF	61.8%/1590	56.7%/1594	67.1%/1563	71.9%/1549
Pennsylvanian	NS	80.0%/0830	70.1%/0792	74.2%/0621	81.5%/0765
Lincoln Service	UP and CN	75.3%/0948	71.5%/0965	65.1%/1079	69.3%/0991
Michigan Service[2]	NS and CN	68.9%/2111	73.0%/1941	69.9%/1712	66.3%/1833
Gold Runner	UP and BNSF	65.1%/1411	73.0%/1265	67.0%/1117	60.5%/1281
Missouri River Runner	UP	66.7%/1075	84.2%/0762	67.9%/1065	68.4%/0928
Piedmont	NS	67.4%/0806	73.7%/0801	76.8%/0647	74.9%/0742
Pacific Surfliner	UP and BNSF	79.1%/2311	83.8%/1373	84.2%/1096	79.7%/1325
Capitol	UP	84.6%/0735	89.0%/0575	88.7%/0574	86.3%/0777

[2] "Michigan Service" refers to the *Wolverine, Blue Water and Pere Marquette*, three identical routes on NS. In the ordinary course, Amtrak reports delay performance for the three services to FRA under the *Michigan Service* umbrella.

Corridor					
Mardi Gras	NS and CSX	- -	- -	86.4%/8021	77.6%6885

22. The data demonstrates that far less than 80% of passengers traveling on Amtrak trains hosted, in whole or in part, by UP and NS arrive at their destination within 15 minutes of the scheduled arrival time.

23. To investigate potential causes of this consistent poor performance, Amtrak reviewed and compared monthly COTP and HRDs per 10,000 train miles for each service hosted, in whole or in part, by UP and NS.

24. First, I describe each service hosted by UP and NS and then provide monthly HRD and COTP data for each service. The results of this analysis established the general correlation between the two metrics.

25. Second, my team investigated specific segments on each route to identify segments that already experience recurring, often significant, delays on UP/NS' respective systems. Because these segments are already strained by current traffic levels, additional traffic, like the increased freight traffic contemplated by UP/NS' Growth Plan will almost certainly lead to more frequent HRDs, particularly FTI. (See Verified Statement of Andreas Aeppli (hereinafter "DB VS") at ¶ 42).

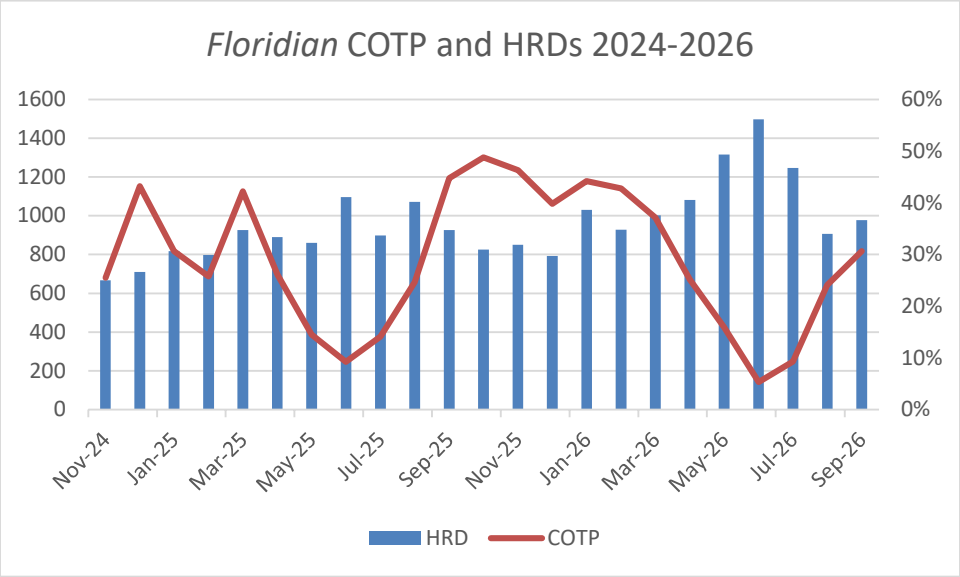
Historic Performance – *Floridan*

26. Amtrak's *Floridian* service operates from Chicago, IL to Miami, FL. Amtrak analyzed COTP and HRD data for the service from November 2024 (when the *Floridian* service began) through September 2026.

27. During that period, the *Floridian never achieved a COTP of 80% or higher*. It achieved its highest COTP (48.8%) in October 2025.

28. Generally, on the *Floridian* route, as COTP increased, HRDs decreased. For example, in December 2024, the *Floridian* achieved a COTP of 43.2% and incurred 710 HRDs per-10,000 train-miles. In June 2025, however, its COTP was 9.2% and it incurred 1,096 minutes of HRD per 10,000 train miles.

29. A graph depicting the data Amtrak analyzed for the *Floridian*, and which illustrates Amtrak's findings, is below:



Historic Performance – *California Zephyr*

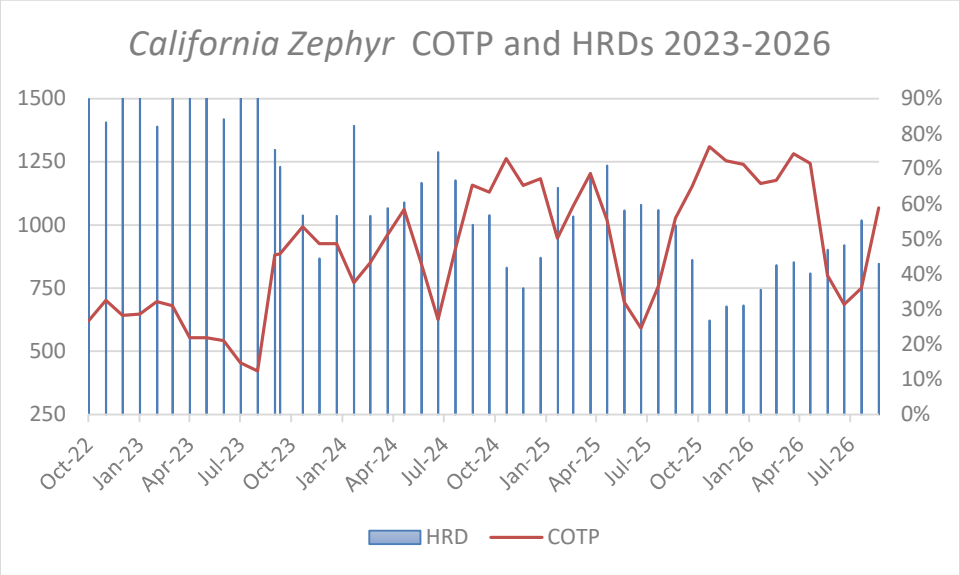
30. Amtrak's *California Zephyr* service operates from Chicago, IL to Emeryville, CA. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 through September 2026 (*i.e.* Amtrak FY 2023 through FY 2026).

31. During that period, the *California Zephyr failed to achieve a COTP of 80% or higher*. It achieved its highest COTP (76.4%) in November 2025.

32. Generally, on the *California Zephyr* route, as COTP increased, HRDs decreased. For example, in November 2024, the *California Zephyr* achieved a COTP of 73.0% and it incurred 832 minutes of HRD per 10,000 train miles. In May 2023, however, it achieved a

COTP of 21.9% and incurred 1,528 HRDs per 10,000 train-miles.

33. A graph depicting the data Amtrak analyzed for the *Zephyr*, which illustrates Amtrak's findings, is below:



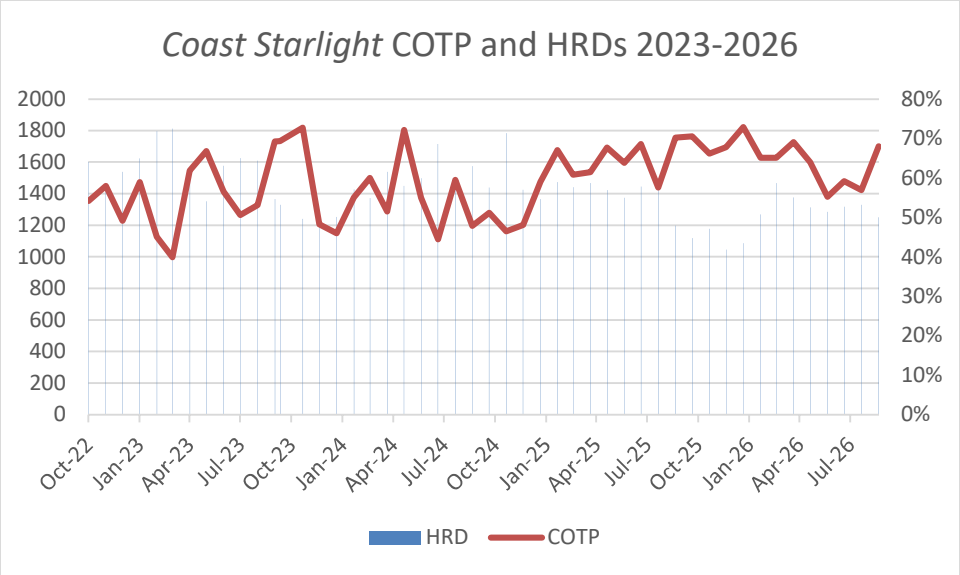
Historic Performance - *Coast Starlight*

34. Amtrak's *Coast Starlight* service operates from Seattle, WA to Los Angeles, CA. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (*i.e.* Amtrak FY 2023 through FY 2026).

35. During that period, the *Starlight never achieved COTP at or above 80%.* It achieved its highest COTP (72.9%) in January 2026.

36. Generally, on the *Coast Starlight* route, as COTP increased, HRDs decreased. For example, in January 2026, the *Coast Starlight* achieved a COTP of 72.9% and incurred 1,087 minutes of HRD per 10,000 train miles. In December 2022, however, its COTP was 49.1% and it incurred 1,539 minutes of HRD per 10,000 train miles.

37. A graph depicting the data Amtrak analyzed for the *Coast Starlight*, which illustrates Amtrak's findings, is below:



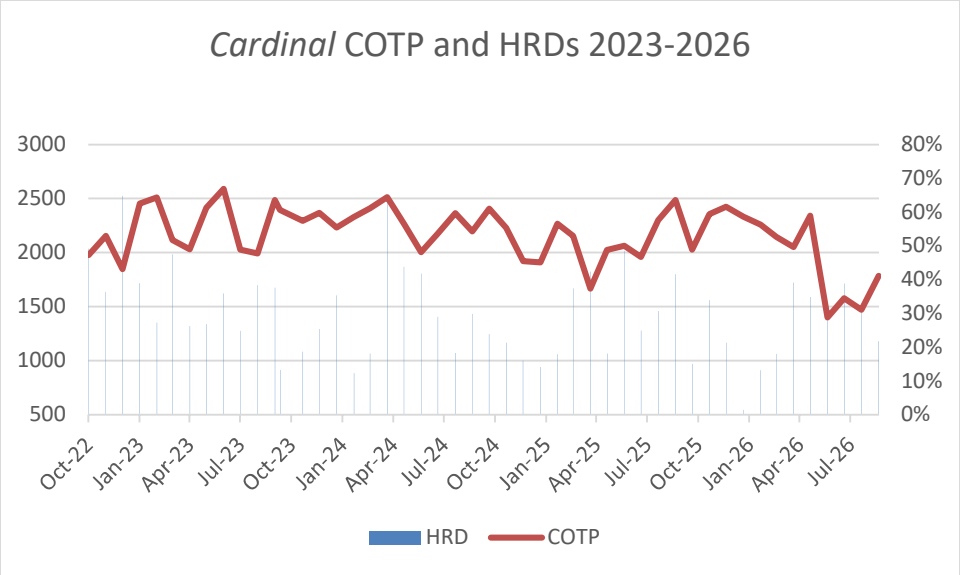
Historic Performance - *Cardinal*

38. Amtrak's *Cardinal* service operates from New York, NY to Chicago, IL. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

39. During that period, the *Cardinal* never achieved a COTP of 80% or higher. It achieved its highest COTP (66.9%) in June 2023.

40. Generally, on the *Cardinal* route, as COTP increased, HRDs decreased. For example, in September 2023, the *Cardinal* achieved a COTP of 63.6% and incurred 1,675 minutes of HRD per 10,000 train miles. In June 2025, however, its COTP was 50.0% and it incurred 2,016 minutes of HRD per 10,000 train miles.

41. A graph depicting the data Amtrak analyzed for the *Cardinal*, which illustrates Amtrak's findings, is below:



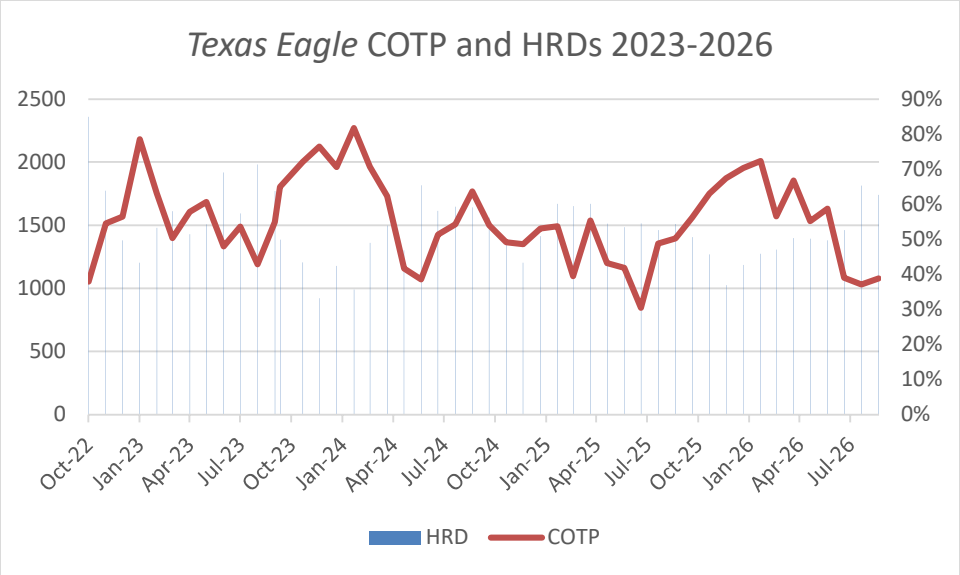
Historic Performance - *Texas Eagle*

42. Amtrak's *Texas Eagle* service operates from San Antonia, TX to Chicago, IL. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

43. During that period, the *Texas Eagle* achieved a COTP at or above 80% only one time (81.8% in February 2024).

44. Generally, on the *Texas Eagle* route, as COTP increased, HRDs decreased. For example, in December 2025, the *Texas Eagle* achieved a COTP of 67.4% and incurred 1,026 minutes of HRD per 10,000 train miles. In October 2022, however, its COTP was 37.9% and it incurred 2,357 minutes of HRD per 10,000 train miles.

45. A graph depicting the data Amtrak analyzed for the *Texas Eagle*, which illustrates Amtrak's findings, is below:



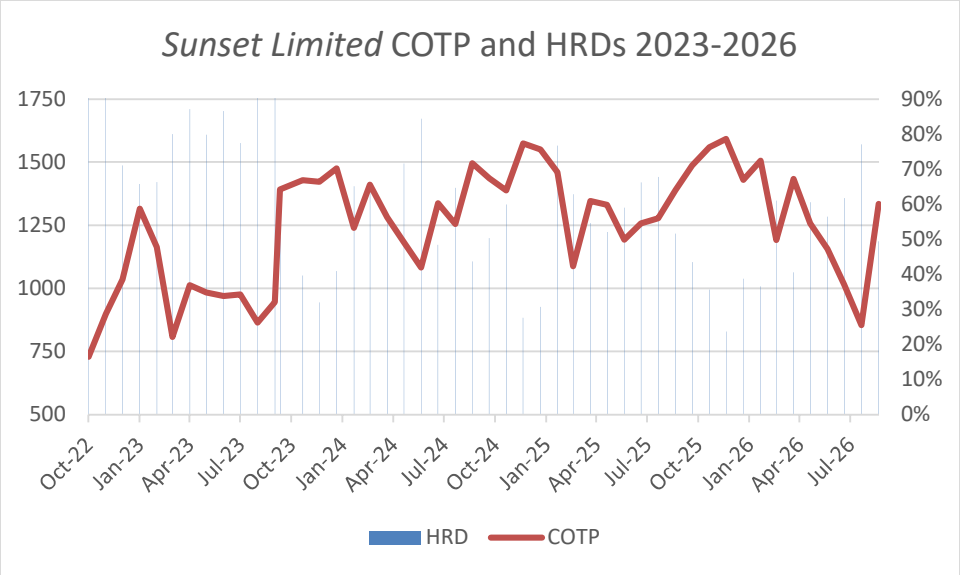
Historic Performance - *Sunset Limited*

46. Amtrak's *Sunset Limited* service operates from Los Angeles, CA to New Orleans, LA. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

47. During that period, the *Sunset Limited* never achieved a COTP of 80% or higher. It achieved its highest COTP (78.6%) in December 2025.

48. Generally, on the *Sunset Limited* route, as COTP increased, HRDs decreased. For example, in January 2025, the *Sunset Limited* achieved a COTP of 75.6% and incurred 926 minutes of HRD per 10,000 train miles. In June 2025, however, its COTP was 49.9% and it incurred 1,319 minutes of HRD per 10,000 train miles.

49. A graph depicting the data Amtrak analyzed for the *Sunset Limited*, which illustrates Amtrak's findings, is below:



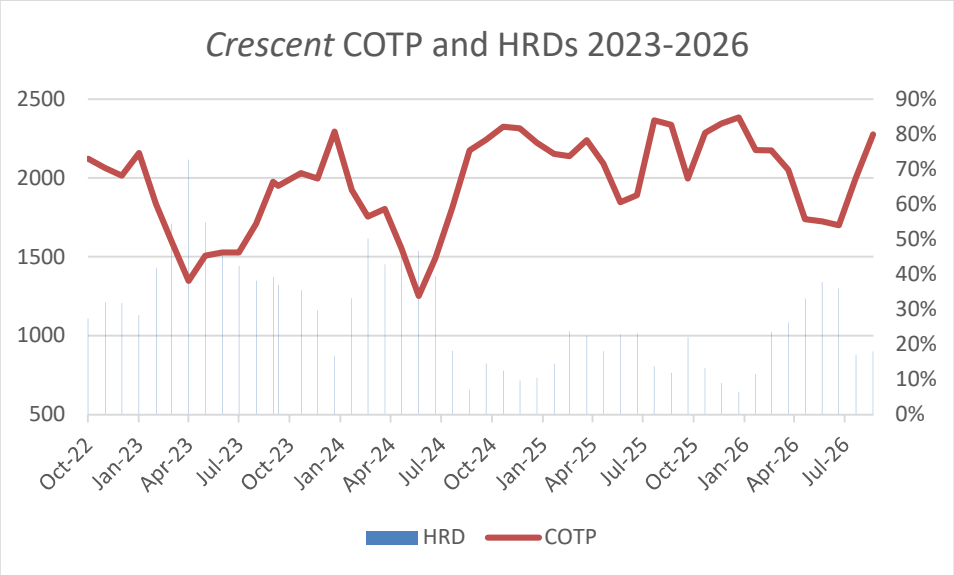
Historic Performance - *Crescent*

50. Amtrak's *Crescent* service operates from New York, NY to New Orleans, LA. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026)

51. During that period, the *Crescent* service achieved a COTP of 80% or higher several times: January 2024 (80.7%); November 2024 (82.1%); December 2024 (81.6%); August 2025 (83.9%); September 2025 (82.6%); November 2025 (80.3%); December 2025 (83.0%); January 2026 (84.8%).

52. Generally, on the *Crescent* route, as COTP increased, HRDs decreased. For example, in January 2024, the *Crescent* achieved a COTP of 80.7% and it incurred 873 minutes of HRD per 10,000 train miles. In May 2024, however, it achieved a COTP of 47.4% and incurred 1,578 minutes of HRD per 10,000 train-miles.

53. A graph depicting the data Amtrak analyzed for the *Crescent*, which illustrates Amtrak's findings, is below:



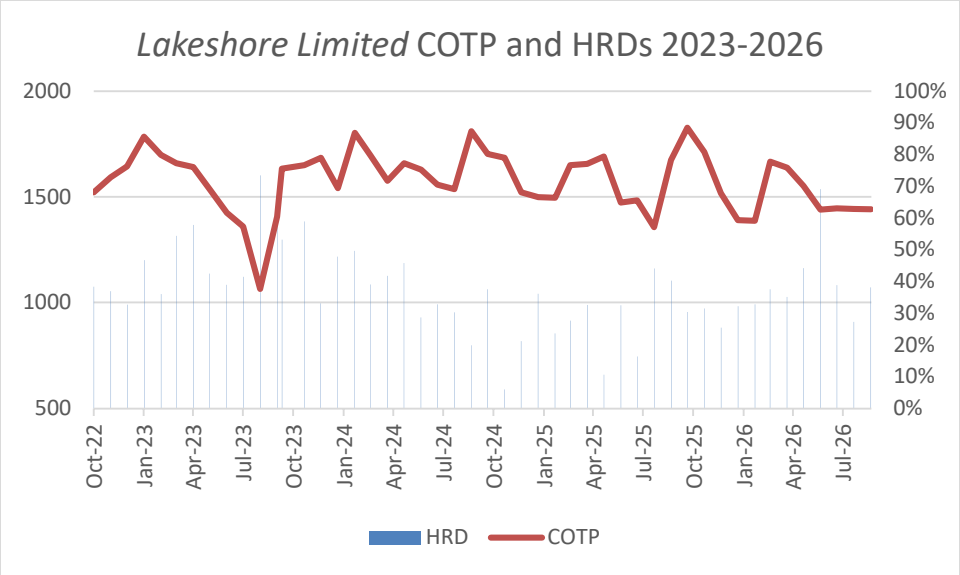
Historic Performance – *Lake Shore Limited*

54. Amtrak's *Lake Shore Limited* operates from New York, NY (or Boston, MA) to Chicago, IL. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

55. During that period, the *Lake Shore Limited* service achieved a COTP at 80% or higher several times: January 2023 (85.6%); February 2024 (86.8%); September 2024 (87.3%); October 2024 (80.2%); October 2025 (88.5%); and November 2025 (80.8%).

56. Generally, on the *Lake Shore Limited* route, as COTP increased, HRDs decreased. For example, in April 2025, the *Lake Shore Limited* achieved a COTP of 77.0% and incurred 989 minutes of HRD per 10,000 train-miles. In July 2023, however, its COTP was 57.2% and it incurred 1,121 minutes of HRD per 10,000 train miles.

57. A graph depicting the data Amtrak analyzed for the *Lake Shore Limited*, which illustrates Amtrak's findings, is below:



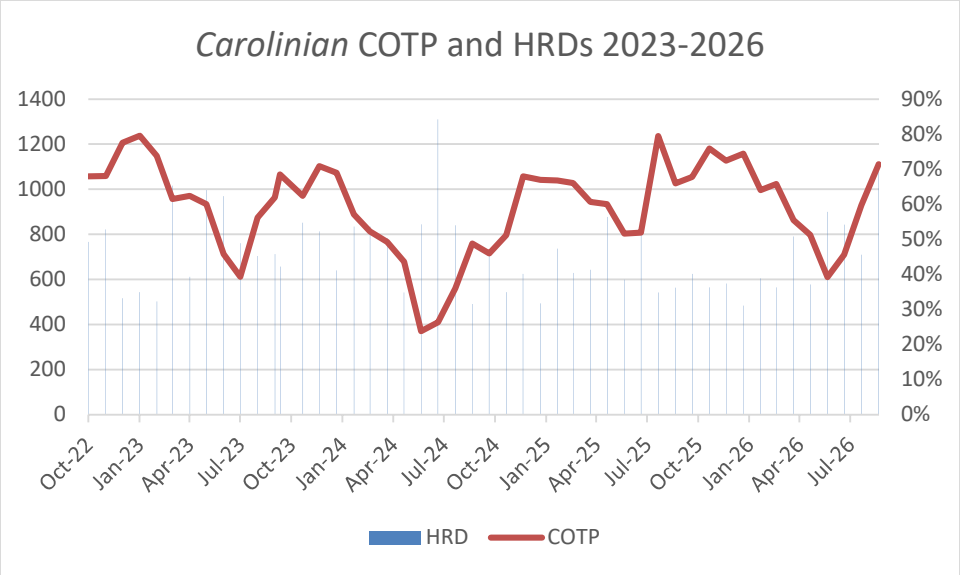
Historic Performance - *Carolinian*

58. Amtrak's *Carolinian* service operates from New York, NY to Charlotte, NC. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

59. During that period, *the Carolinian never achieved a COTP of 80% or higher*. It achieved its highest COTP (79.6%) in January 2023.

60. Generally, on the *Carolinian* route, as COTP increased, HRDs decreased. For example, in December 2022, the *Carolinian* achieved a COTP of 77.5% and it incurred 516 minutes of HRD per 10,000 train miles. In March 2023, however, it achieved a COTP of 61.4% and incurred 1,016 minutes of HRD per 10,000 train-miles.

61. A graph depicting the data Amtrak analyzed for the *Carolinian*, which illustrates Amtrak's findings, is below:



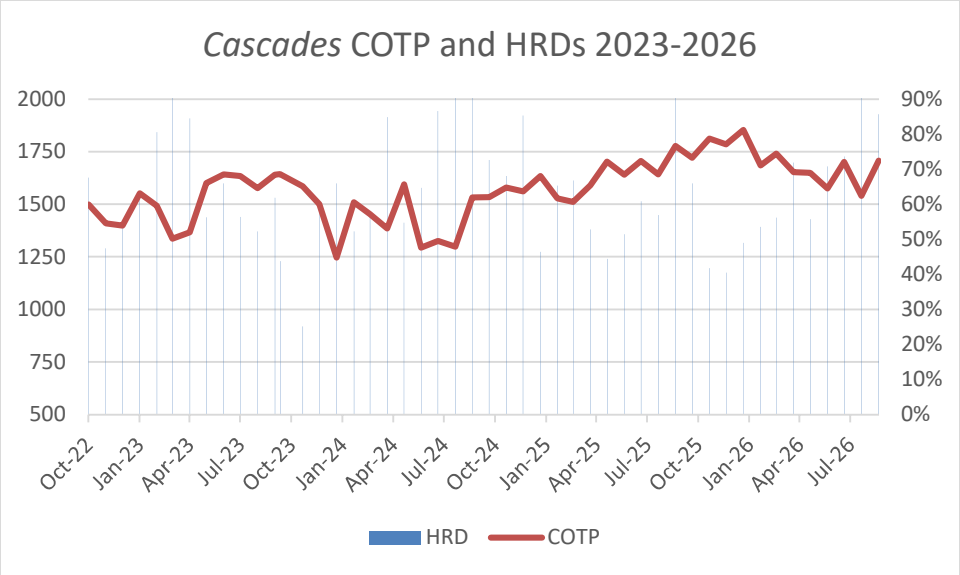
Historic Performance - *Cascades*

62. Amtrak's *Cascades* service operates from Eugene, OR to Vancouver, BC. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

63. During that period, the *Cascades* achieved a COTP at 80% or higher *only one time* (81.2% in January 2026).

64. Generally, on the *Cascades* route, as COTP increased, HRDs decreased. For example, in December 2025, the *Cascades* service achieved a COTP of 77.1% and incurred 1,175 minutes of HRD per 10,000 train-miles. In January 2024, however, its COTP was 44.8% and it incurred 1,600 minutes of HRD per 10,000 train miles.

65. A graph depicting the data Amtrak analyzed for the *Cascades*, which illustrates Amtrak's findings, is below:



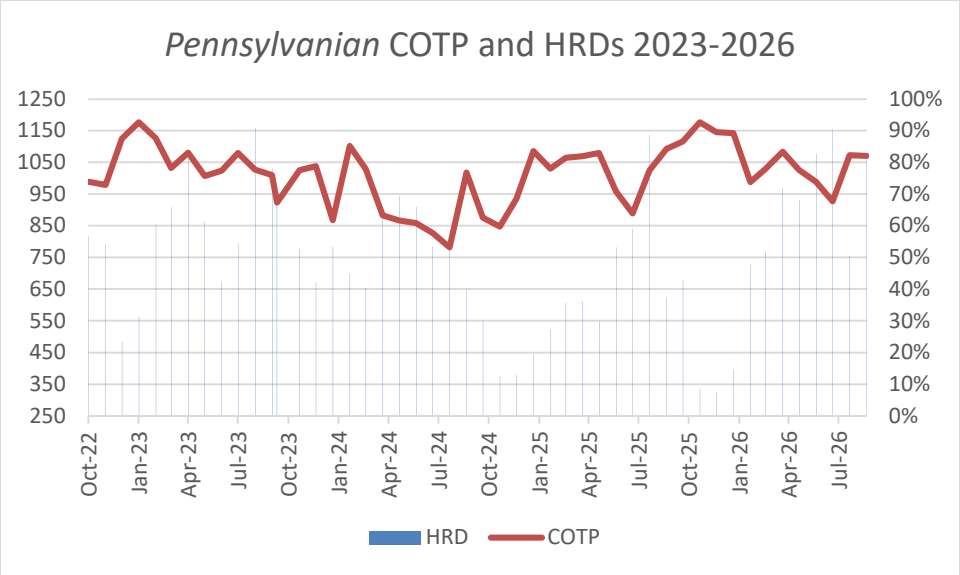
Historic Performance - *Pennsylvanian*

66. Amtrak's *Pennsylvanian* service operates from New York, NY to Pittsburgh, PA. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

67. During that period, the *Pennsylvanian* achieved COTP of 80% almost half the time.

68. Generally, on the *Pennsylvanian* route, as COTP increased, HRDs decreased. For example, in December 2025, the *Pennsylvanian* achieved a COTP of 89.5% and incurred 325 minutes of HRD per 10,000 train-miles. In May 2024, however, its COTP was 61.6% and it incurred 944 minutes of HRD per 10,000 train miles.

69. A graph depicting the data Amtrak analyzed for the *Pennsylvanian*, which illustrates Amtrak's findings, is below:



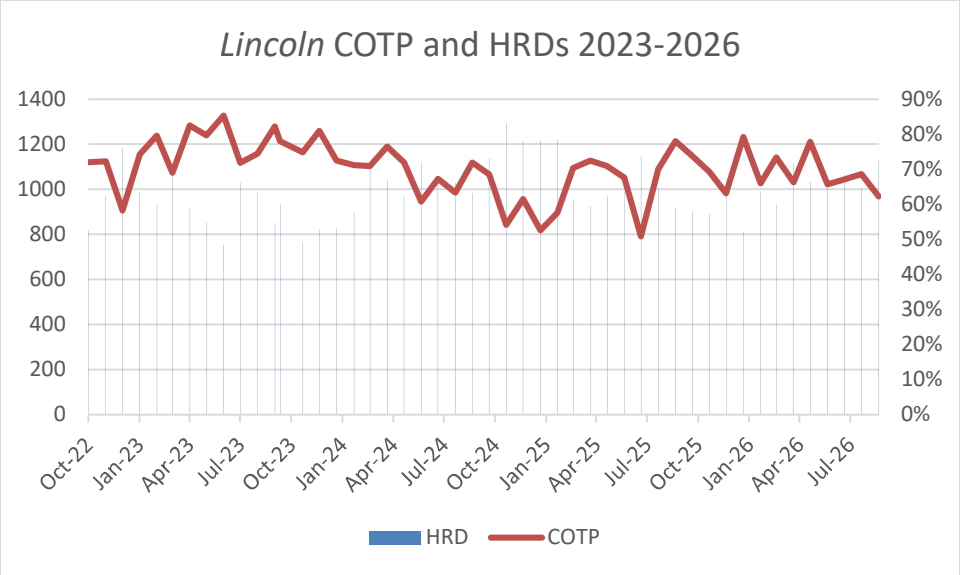
Historic Performance - *Lincoln Service*

70. Amtrak's *Lincoln* service operates from Chicago, IL to St. Louis, MO. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

71. During that period, the *Lincoln* service achieved a COTP of 80% or higher four times: April 2023 (82.5%); June 2023 (85.3%); September 2023 (82.1); and December 2023 (80.9%).

72. Generally, on the *Lincoln* route, as COTP increased, HRDs decreased. For example, in February 2024, the *Lincoln* service achieved a COTP of 71.2% and incurred 899 minutes of HRD per 10,000 train-miles. In December 2022, however, its COTP was 58.2% and it incurred 1,184 minutes of HRD per 10,000 train miles

73. A graph depicting the data Amtrak analyzed for the *Lincoln*, which illustrates Amtrak's findings, is below:



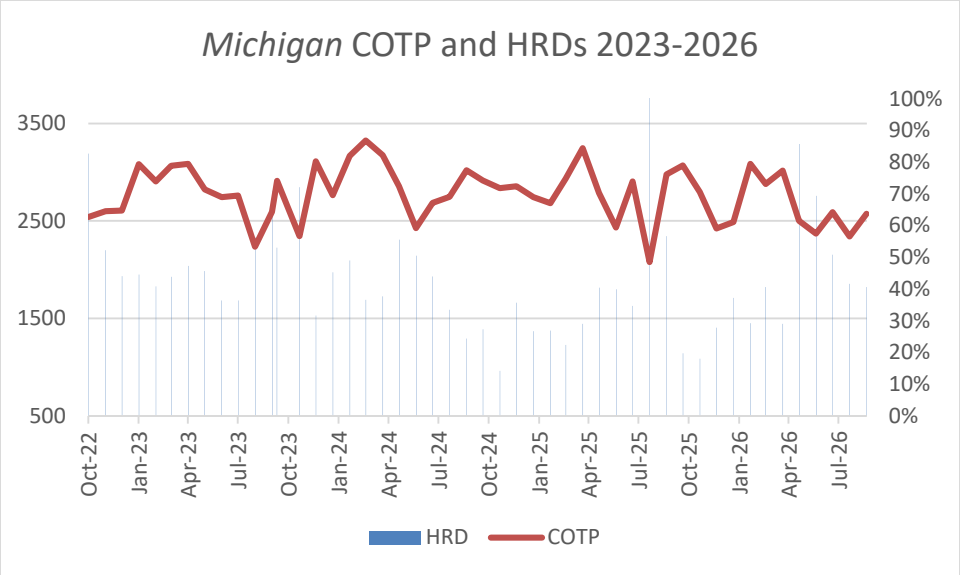
Historic Performance – *Michigan*

74. Amtrak's *Michigan* services operate from Chicago, IL to Port Huron, MI (or Pontiac, MI or Grand Rapids, MI). Amtrak analyzed monthly COTP and HRD data for the services from October 2022 and September 2026 (FY 2023 through FY 2026).

75. During that period, the *Michigan* services achieved a COTP of 80% or higher five times: December 2023 (80.3%); February 2024 (82.1%); March 2024 (86.9%); April 2024 (82.2%) and April 2025 (84.4%).

76. Generally, on the *Michigan* route, as COTP increased, HRDs decreased. For example, in September 2024, the *Michigan* services achieved a COTP of 77.5% and incurred 1,294 minutes of HRD per 10,000 train miles. In November 2023, however, its COTP was 56.7% and it incurred 2,843 minutes of HRD per 10,000 train miles

77. A graph depicting the data Amtrak analyzed for the *Michigan*, which illustrates Amtrak's findings, is below:



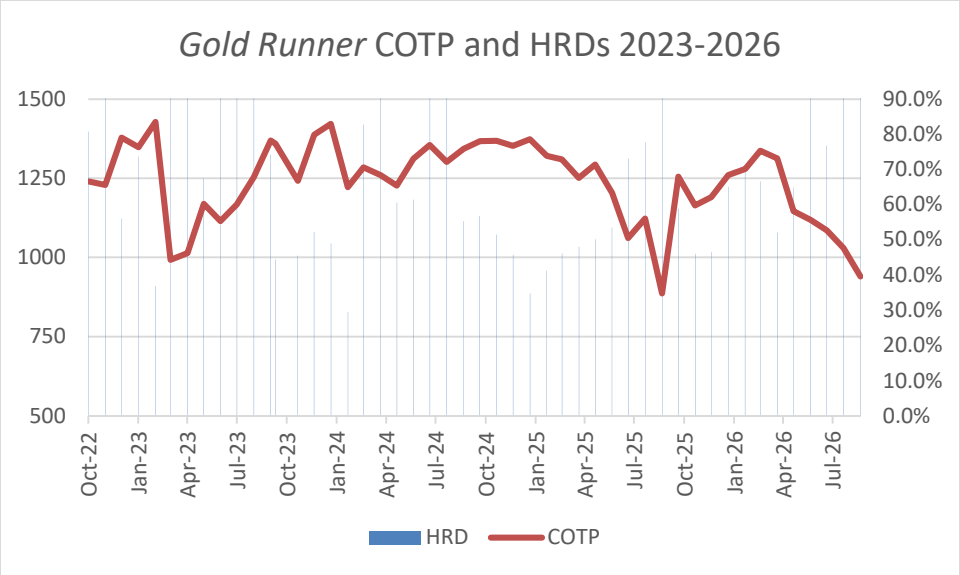
Historic Performance – *Gold Runner*

78. Amtrak's *Gold Runner* service operates from Bakersfield, CA to Sacramento, CA or Oakland, CA. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

79. During that period, the *Gold Runner* service achieved a COTP of 80% or higher twice: February 2023 (83.5%); and January 2024 (82.9%).

80. Generally, on the *Gold Runner* route, as COTP increased, HRDs decreased. For example, in February 2023, the *Gold Runner* service achieved a COTP of 83.5% and incurred 909 minutes of HRD per 10,000 train-miles. In April 2024, however, its COTP was 68.4% and it incurred 1,878 minutes of HRD per 10,000 train miles

81. A graph depicting the data Amtrak analyzed for the *Gold Runner*, which illustrates Amtrak's findings, is below:



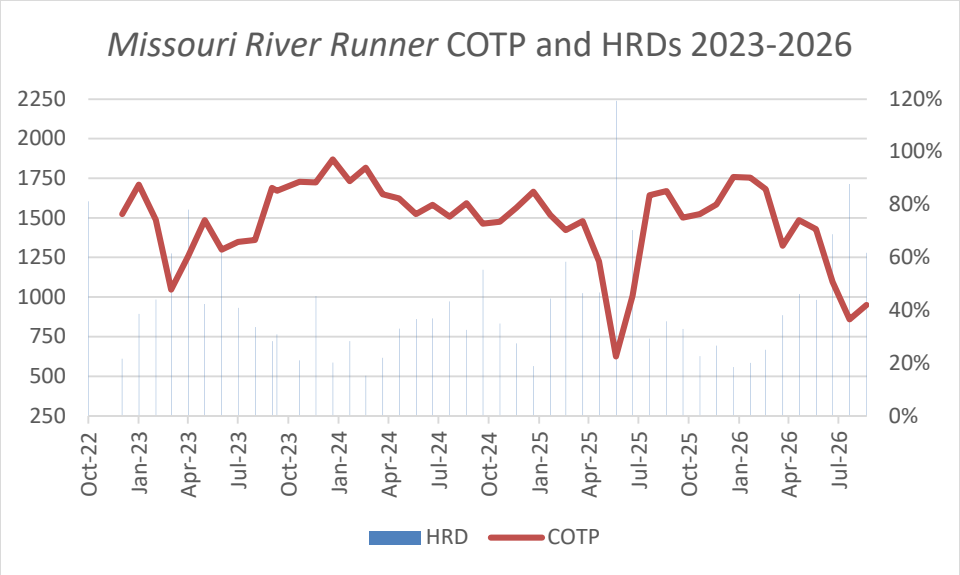
Historic Performance – *Missouri River Runner*

82. Amtrak's *Missouri River Runner* service operates from Kansas City, MO to St. Louis, MO. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

83. During that period, the *Lincoln* service achieved a COTP of 80% or higher *eighteen times*. In fact, it even achieved its best COTP (97.1%) in January 2024.

84. Generally, on the *Missouri River Runner* route, as COTP increased, HRDs decreased. For example, in November 2023, the *Missouri River Runner* service achieved a COTP of 88.6% and incurred 600 minutes of HRD per 10,000 train miles. In June 2025, however, its COTP was 22.6% and it incurred 2,238 minutes of HRD per 10,000 train miles

85. A graph depicting the data Amtrak analyzed for the *Missouri River Runner* which illustrates Amtrak's findings, is below:



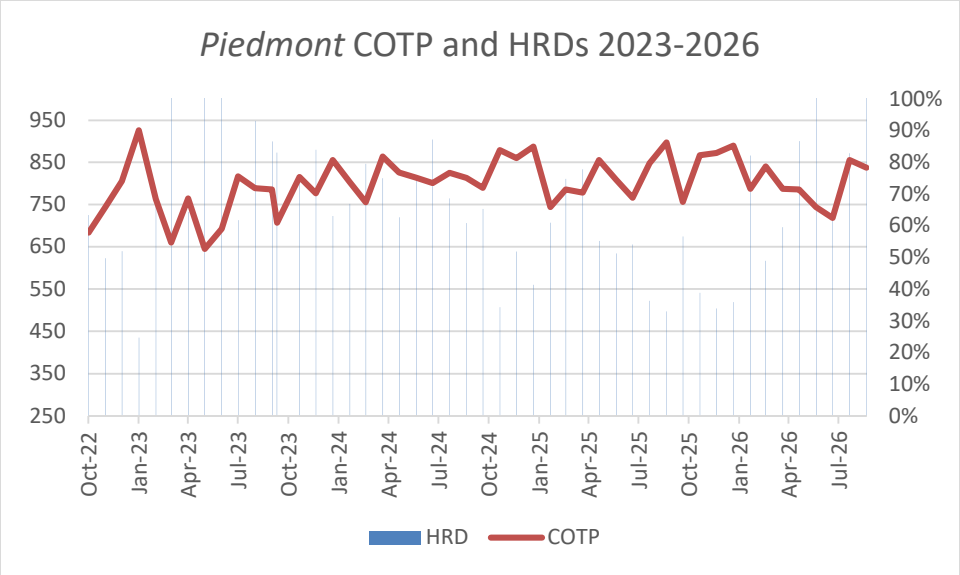
Historic Performance – *Piedmont*

86. Amtrak's *Piedmont* service operates from Charlotte, NC to Raleigh, NC. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

87. During that period, the *Piedmont* service achieved a COTP of 80% or higher ten times. In fact, it even achieved its best COTP (90.2%) in January 2023.

88. Generally, on the *Piedmont* route, as COTP increased, HRDs decreased. For example, in November 2024, the *Piedmont* service achieved a COTP of 83.9% and incurred 507 minutes of HRD per 10,000 train-miles. In March 2023, however, its COTP was 54.7% and it incurred 1,019 minutes of HRD per 10,000 train miles

89. A graph depicting the data Amtrak analyzed for the *Piedmont*, which illustrates Amtrak's findings, is below:



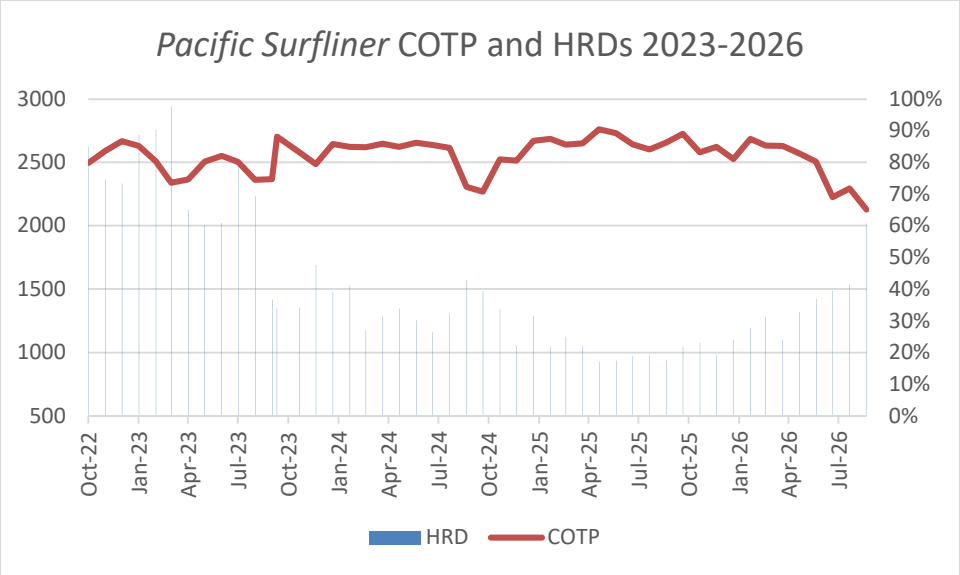
Historic Performance - *Pacific Surfliner*

90. Amtrak's *Pacific Surfliner* service operates from San Diego, CA to San Luis Obispo. Amtrak analyzed monthly COTP and HRD data for the service from October 2022 and September 2026 (FY 2023 through FY 2026).

91. During that period, the *Surfliner* achieved a COTP of 80% or higher thirty-seven times.

92. Generally, on the *Pacific Surliner* route, as COTP increased, HRDs decreased. For example, in August 2024, the *Surfliner Service* achieved a COTP of 84.6% and incurred 1,307 minutes of HRD per 10,000 train-miles. In September 2026, however, its COTP was 65.1% and it incurred 2,018 minutes of HRD per 10,000 train miles.

93. A graph depicting the data Amtrak analyzed for the *Surfliner*, which illustrates Amtrak's findings, is below:



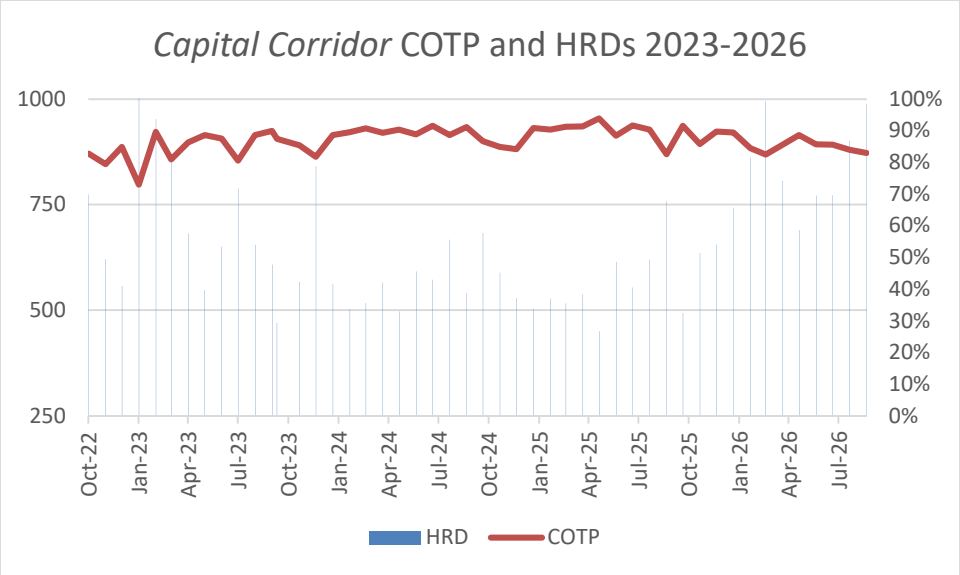
Historic Performance - *Capital Corridor*

94. Amtrak's *Capital Corridor* service operates from Auburn, CA to San Jose, CA. Amtrak analyzed monthly COTP and HRD data from October 2022 and September 2026 (FY 2023 through FY 2026).

95. During that period, the *Capital Corridor* achieved a COTP at or above 80% forty-six times.

96. Generally, on the *Capital Corridor* route, when COTP increased, HRDs decreased. For example, in March 2024, the *Capital Corridor* achieved a COTP of 90.7% and incurred 517 minutes of HRD per 10,000 train-miles. In December 2023, however, its COTP was 81.7% and it incurred 841 minutes of HRD per 10,000 train miles.

97. A graph depicting the data Amtrak analyzed for the *Capital Corridor*, which illustrates Amtrak's findings, is below:



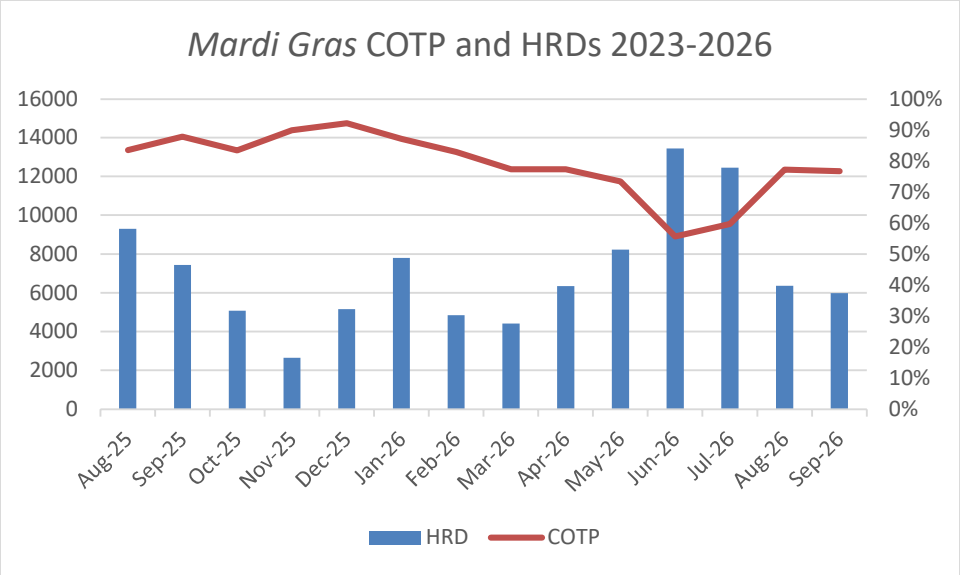
Historic Performance – *Mardi Gras Service*

98. Amtrak's *Mardi Gras Service* operates from New Orleans, LA, to Mobile, AL. Amtrak analyzed monthly COTP and HRD data from August 2025 and September 2026.

99. During that period, the *Mardi Gras* service achieved a COTP at or above 80% seven times.

100. Generally, on the *Mardi Gras* route, when COTP increased, HRDs decreased. For example, in November 2025, the *Capital Corridor* achieved a COTP of 89.9% and incurred 2,647 minutes of HRD per 10,000 train-miles. In June 2026, however, its COTP was 55.7% and it incurred 13,449 minutes of HRD per 10,000 train miles.

101. A graph depicting the data Amtrak analyzed for the *Mardi Gras*, which illustrates Amtrak's findings, is below:



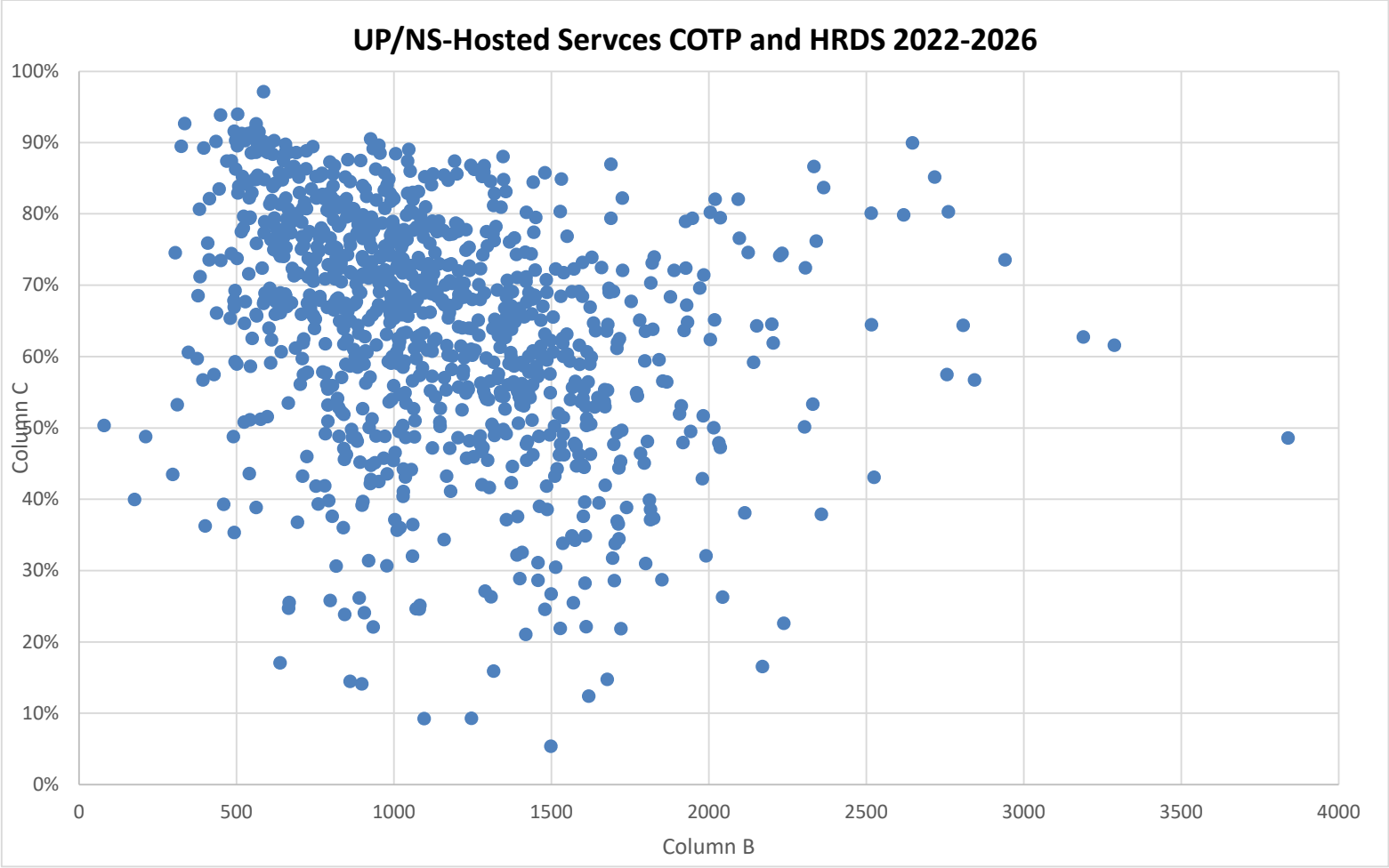
C. General Correlation Between COTP And HRDs Per 10,000 Train Miles

102. As mentioned above, my responsibilities include tracking and reporting delay data to the FRA. Amtrak's reports are pulled from sources to which Amtrak's Host Railroads, including UP and NS, have access. Amtrak's reporting to the FRA is also publicly available on the FRA's website.

103. Amtrak analyzed monthly HRD data for each route and compared it to the COTP monthly data. The data also demonstrates a correlation between HRDs and COTP. Specifically, when monthly HRDs on a route *decreased*, the monthly COTP for that route *increased*.

104. When that data is plotted to a scatterplot, that correlation is clearly established for Amtrak services hosted, in whole or in part, by UP/NS[3]:

[3] There were 12 data points where HRDs were greater than 4,000. I have excluded those outliers from this chart.



105. Because, Amtrak's COTP is already largely substandard across all of its services hosted by UP/NS, additional freight traffic on UP/NS, such as the added volume of freight trains specific in the Growth Plan submitted with the merger application, HRDs will continue to increase and, as a result, COTP will likely decrease.

D. Recurring Delays on "At-Risk" Corridors

106. My team at Amtrak also analyzed specific UP/NS-hosted services that contain "at risk" corridors identified by Amtrak's consultant, DB. (See DB VS at ¶ 41). Specifically, we analyzed data from the *Sunset Limited, Crescent, Lincoln, Texas Eagle and Mardi Gras Service,* all of which contain corridors that DB identified as being the most "at risk" to have degraded passenger rail service due to the increases in freight traffic contemplated by UP/NS' Growth

Plan.

107. Amtrak determined that segments that experience recurring host-responsible delays would be most at-risk for passenger service degradation once additional freight traffic is added. Therefore, Amtrak performed an analysis to identify such segments.

108. In performing this analysis, Amtrak reviewed its Conductor Delay Reports for each month from FY 2022 to FY 2026 and calculated the following data points for each Amtrak train that operated in that month:

a. delay occurrences by reason (per delay code);

b. the Average Delay Minutes per Occurrence; and

c. the Average Delay Minutes Per Trip (both in the aggregate for the entire route and on a segment-by-segment basis).

109. To calculate Delay Minutes per Occurrence, Amtrak divided the total delay minutes (less any delay minutes coded as "Holding or Time" ("NOD")) by the number of delay occurrences, by route segment and specified period.

110. To calculate Delay Minutes per Trip, Amtrak divided the total delay minutes (less any delay minutes coded as NOD) by the trips operated during a specified period, by route segment.

111. Amtrak used the data to identify segments on services containing "at risk" corridors that experience recurring delays. In that regard, Amtrak identified segments where, on average, its trains experience one (or more) delay occurrences 40-49% of the time, 50-99% of the time; and 100%+ of the time.

112. To calculate those percentages, Amtrak divided the total number of delay occurrences (less any delays coded as NOD) by the number of trips operated during the specified

period, by route segment.

At-Risk Corridors on the Sunset Limited Route

113. Amtrak's *Sunset* service currently covers 69 active Amtrak-defined segments. Thirty-one segments reported an unbroken pattern of delay occurrences of more than 40% of all trains operated between FY 2022 to Q4 2026.

114. In FY 2026, Q3 alone, the *Sunset Limited* experienced 9,492 minutes of FTI delays and 2,716 minutes of DSR delays (i.e., delays attributable to Host railroad-issued slow orders) on UP.

115. In FY 2026 Q3, between Los Angeles and El Paso alone, *Sunset Limited* trains experienced 4,499 minutes of FTI delays *and* 1,036 minutes of DSR delays (or, on average, 59.20 minutes of FTI delays and 13.63 minutes of DSR delays per trip) on UP.

116. The analysis further shows that from FY 2023 and FY 2026, ***Amtrak trains were delayed 100% of the time on five different segments*** **on the** ***Sunset Limited*****:**

a. El Monte, CA (a control point) to Los Angeles Airport, CA ("XEL-LAX");

b. Sentinel, AZ to Yuma, AZ ("XZS-YUM");

c. Sanderson, TX to Alpine, TX ("SND-ALP");

d. Del Rio, TX to Langtry, TX (a control point) ("DRT-XLY"); and

e. Beaumont, TX to Houston, TX ("BMT-HOS").

Collectively, Amtrak refers to these as the "At-Risk *Sunset* Segments."

117. Amtrak then used its quarterly delay data from FY 2025 and FY 2026 to determine the average delay minutes per trip for each Amtrak train in each At-Risk *Sunset* Segments.

118. Amtrak calculated the following average minutes of delay per trip for each of the At-Risk *Sunset* Segments during each quarter of each FY:

Average Minutes of Delay per Trip								
	FY25Q1	**FY25Q2**	**FY25Q3**	**FY25Q4**	**FY26Q1**	**FY26Q2**	**FY26Q3**	**FY26Q4**
XEL-LAX	7.74	8.95	6.90	6.82	6.55	4.82	7.70	7.55
XZS-YUM	14.72	12.46	20.86	20.17	6.94	15.43	21.00	21.68
SND-ALP	5.46	6.43	6.68	12.05	7.43	14.14	12.86	13.50
DRT-XLY	8.00	7.32	8.82	7.58	8.16	8.82	9.07	8.55
BMT-HOS	24.50	27.01	30.50	26.92	27.51	22.11	25.25	31.90

119. Amtrak then analyzed the reasons for delays in each At-Risk *Sunset* Segment. To do this, Amtrak reviewed its conductor delay data, and recorded the number of delay occurrences, by type, for each segment.

a. **El Monte, CA to Los Angeles Airport, CA ("XEL-LAX")**

120. The results of Amtrak's analysis for the XEL-LAX segment are below:

For Trains Exper. Delay				Delay Reason & Number of Occurences					
Delay Occr. Frequency		**# Trips**	**Segment**	**DCS**	**FTI**	**PTI**	**RTE**	**DMW**	**DSR**
100% or more	Q1 2025	78	XEL-LAX	5	7	2	34		25
100% or more	Q2 2025	74	XEL-LAX	5	13		27		42
100% or more	Q3 2025	78	XEL-LAX	11	8	2	18	1	48
100% or more	Q4 2025	78	XEL-LAX	6	7	1	22		52
100% or more	Q1 2026	80	XEL-LAX	9	6		21		52
100% or more	Q2 2026	74	XEL-LAX	7	3		2		70
100% or more	Q3 2026	76	XEL-LAX	8	7	2	10	1	65
100% or more	Q4 2026	80	XEL-LAX	6	3	4	10		65
Avg. Delay Min/Trip	Totals	618		57	54	11	144	2	419
7.13		**# Trips**	**Segment**	**DCS**	**FTI**	**PTI**	**RTE**	**DMW**	**DSR**

121. Based upon the foregoing data, Amtrak trains traversing this At-Risk *Sunset* Segment will, on average, incur at least one delay caused by HRDs that are coded as RTE (the code used for routing delays, including host railroad dispatcher holds) or DSR (the code utilized

for temporary speed restrictions, including host railroad issued slow orders) on approximately 91% of their trips. The average minutes of delay per trip *in this segment alone* is 7.13 minutes.

122. The *Sunset*'s Schedule Skeleton shows {{[redacted]}}

123. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 765 delays in the XEL-LAX segment from FY 2025 through FY 2026. 733 of those delays were HRDs. Therefore, 95.82% of delays incurred by Amtrak trains in this segment were caused by the Host Railroad.

124. And, because the *Sunset* operated 618 times during the sample period, a trip of a train traversing the segment experienced, on average, 1.19 HRD occurrences.

b. Sentinel, AZ to Yuma, AZ ("XZS-YUM")

125. The results of Amtrak's analysis for the XZS-YUM segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences					
Delay Occr. Frequency		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	78	XZS-YUM	8	41		9		46
100% or more	Q2 2025	74	XZS-YUM	4	53	1	6	1	62
100% or more	Q3 2025	78	XZS-YUM	9	64		9	1	97
100% or more	Q4 2025	78	XZS-YUM	9	90		12		31
100% or more	Q1 2026	80	XZS-YUM	13	29		27	1	21
100% or more	Q2 2026	74	XZS-YUM	2	61		9	4	38
100% or more	Q3 2026	76	XZS-YUM	5	59	2	3	1	96
100% or more	Q4 2026	80	XZS-YUM	6	87	2	13	2	71
Avg. Delay Min/Trip	Totals	618		56	484	5	88	10	462
16.66		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

126. Based on the foregoing data, Amtrak trains traversing this At-Risk *Sunset* Segment will, on average, incur at least one HRD coded as DSR or FTI (the code utilized for freight train interference) *every trip*. The average minutes of delay per trip *in this segment alone*

is 16.66 minutes.

127. The *Sunset*'s Schedule Skeleton shows {{[redacted]}}

128. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 1,161 delays in the XZS-YUM segment from FY 2025 through FY 2026. 1,105 of those delays were HRDs. Therefore, 95.18% of delays incurred by Amtrak trains in this segment were caused by the Host Railroad.

129. And, because the *Sunset* operated 618 times during the sample period, a trip of a train traversing the segment experienced, on average, 1.79 HRD occurrences.

c. Sanderson, TX to Alpine, TX ("SND-ALP")

130. The results of Amtrak's analysis for the SND-ALP segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences					
Delay Occr. Frequency		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	78	SND-ALP	4	18		1		22
100% or more	Q2 2025	74	SND-ALP		30		2		17
100% or more	Q3 2025	78	SND-ALP	2	26		1		12
100% or more	Q4 2025	78	SND-ALP	3	30		2		34
100% or more	Q1 2026	80	SND-ALP	2	29		1	3	19
100% or more	Q2 2026	74	SND-ALP	2	21			2	68
100% or more	Q3 2026	76	SND-ALP	4	28		2	1	58
100% or more	Q4 2026	80	SND-ALP	2	21		3	3	32
Avg. Delay Min/Trip	Totals	618		19	203	0	12	9	262
9.82		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

131. Based on the foregoing data, Amtrak trains traversing this At-Risk *Sunset* Segment will, on average, incur at least one HRD coded as DSR or FTI on approximately 75% of their trips. The average minutes of delay per trip *in this segment alone* is 9.82 minutes.

132. The *Sunset*'s Schedule Skeleton shows {{[redacted]

[redacted]

[redacted]}}

133. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 842 delays in the SND-ALP segment from FY 2025 through FY 2026. 505 of those delays were HRDs. Therefore, 59.98% of delays incurred by Amtrak trains in this segment were caused by the Host Railroad.

134. And, because the *Sunset* operated 618 times during the sample period, a trip of a train traversing the segment experienced, on average, 0.82 HRDs.

d. **Del Rio, TX to Langtry, TX ("DRT-XLY")**

135. The results of Amtrak's analysis for the DRT-XLY segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences					
Delay Occr. Frequency		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	78	DRT-XLY	2	9	2	2	1	17
100% or more	Q2 2025	74	DRT-XLY	5	21		3		5
100% or more	Q3 2025	78	DRT-XLY	2	22	1	2		12
100% or more	Q4 2025	78	DRT-XLY		16		1		3
100% or more	Q1 2026	80	DRT-XLY		16				27
100% or more	Q2 2026	74	DRT-XLY		18	1	2		15
100% or more	Q3 2026	76	DRT-XLY	2	12	1			1
100% or more	Q4 2026	80	DRT-XLY		15				4
Avg. Delay Min/Trip	Totals	618		11	129	5	10	1	84
8.29		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

136. Based on the foregoing data, Amtrak trains traversing this At-Risk *Sunset* Segment will, on average, incur at least one HRD coded as FTI or DSR on approximately 34% of their trips. The average minutes of delay per trip is 8.29 minutes in this segment alone

137. The *Sunset*'s Schedule Skeleton shows {{[redacted]

[redacted]}}

138. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 820 delays in the DRT-XLY segment from FY 2025 through FY 2026. 240 of those delays were HRDs. Therefore, 29.27% of delays incurred by Amtrak trains in this segment were caused by the Host Railroad.

139. And, because the *Sunset* operated 618 times during the sample period, a trip of a train traversing the segment experienced, on average, 0.39 HRDs

e. **Beaumont, TX to Houston, TX ("BMT-HOS")**

140. The results of Amtrak's analysis of for the BMT-HOS segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences					
Delay Occr. Frequency		Max. # Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	78	BMT-HOS	22	25		59		65
100% or more	Q2 2025	74	BMT-HOS	14	22		51		117
100% or more	Q3 2025	78	BMT-HOS	32	23		51	1	58
100% or more	Q4 2025	78	BMT-HOS	41	25		49	1	91
100% or more	Q1 2026	80	BMT-HOS	14	17		56		77
100% or more	Q2 2026	74	BMT-HOS	11	20		42	1	35
100% or more	Q3 2026	76	BMT-HOS	32	19		45	1	61
100% or more	Q4 2026	80	BMT-HOS	16	18		41	2	51
Avg. Delay Min/Trip	Totals	618		182	169	0	394	6	555
26.96		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

141. Based on the foregoing data, Amtrak trains traversing this At-Risk *Sunset* Segment will, on average, incur an HRD coded as RTE or DSR *every trip*. The average minutes of delay per trip *in this segment alone* is 26.96 minutes.

142. The *Sunset*'s Schedule Skeleton shows {{[redacted]}}

143. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 1,390 delays in the BMT-HOS segment from FY 2025 through

FY 2026. 1,306 of those delays were HRDs. Therefore, 93.96% of delays incurred by Amtrak trains in this segment were caused by the Host Railroad.

At-Risk Corridors on the Crescent Service

144. Amtrak's *Crescent* service currently covers 56 Amtrak-defined segments. Fifteen segments reported an unbroken pattern of delay occurrences on more than 40% of all trains operated between Q1 2023 to Q4 2026.

145. Additionally, a portion of the corridor between Roanoke, VA and Manassas, VA (which hosts Amtrak's long-distance *Cardinal* and *Crescent* services) are particularly noteworthy. While *Crescent* COTP has markedly improved over the past two years, *Cardinal* underperformed during Amtrak's FY 2025 and FY 2026 (75.3% and 70.0% for *Crescent*; 51.6% and 48.5 for *Cardinal*). Both services experience significant FTI delays in the FY 2026, Q3 (12,713 for *Crescent*; and 110 for *Cardinal*) on NS.

146. The analysis further shows that from FY 2023 and FY 2026, ***Amtrak trains were delayed 100% of the time on six different segments on the Crescent service***:

a. Atlanta, GA to Anniston, AL ("ATL-ATN");

b. Anniston, AL to Birmingham, AL ("ATN-BHM");

c. Birmingham, AL to Tuscaloosa, AL ("BHM-TCL");

d. Tuscaloosa, AL to Meridian, MS ("TCL-MEI");

e. Meridian, MS to Laurel, MS ("MEI-LAU"); and

f. Hattiesburg, MS to Picayune, MS ("HBG-PIC").

Collectively, Amtrak refers to these as the "At-Risk *Crescent* Segments".

147. Amtrak then used its quarterly data from FY 2025 and FY 2026 to determine the average minutes of delay per trip for each Amtrak train in each At Risk *Crescent* Segment.

148. Amtrak calculated the following Average Minutes of Delay per trip, for each of the At-Risk *Crescent* Segments during each quarter of each year:

Average Minutes of Delay per Trip								
	FY25Q1	**FY25Q2**	**FY25Q3**	**FY25Q4**	**FY26Q1**	**FY26Q2**	**FY26Q3**	**FY26Q4**
ATL-ATN	15.88	23.43	14.21	14.09	11.55	13.69	15.94	13.72
ATN-BHM	9.06	10.56	13.03	10.68	9.84	7.86	12.79	9.29
BHM-TCL	9.33	10.64	12.38	9.57	9.69	7.23	15.77	11.93
TCL-MEI	17.25	25.53	25.49	23.49	23.98	32.59	32.38	30.97
MEI-LAU	13.93	16.94	23.25	13.97	17.18	18.51	22.77	20.93
HBG-PIC	5.71	8.45	6.42	7.55	6.10	10.48	9.15	9.18

149. Amtrak then analyzed the reasons for delays in each At Risk *Crescent* Segment. To do this, Amtrak reviewed its quarterly conductor delay data, and recorded the number of delay occurrences, by type, for each segment.

a. **Atlanta, GA to Anniston, AL ("ATL-ATN")**

150. The results of Amtrak's analysis of the ATL-ATN segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences						
Delay Occr. Frequency				CTI	DCS	FTI	PTI	RTE	DMW	DSR
100% or More	Q1 2025	184	ATL-ATN		82	119		66	3	86
100% or More	Q2 2025	116	ATL-ATN		38	66		20	1	133
100% or More	Q3 2025	182	ATL-ATN		71	76		23		122
100% or More	Q4 2025	184	ATL-ATN		46	89		22	1	137
100% or More	Q1 2026	184	ATL-ATN		62	71		15	2	103
100% or More	Q2 2026	108	ATL-ATN		30	50		15	2	64
100% or More	Q3 2026	182	ATL-ATN		63	97	1	17	1	57
100% or More	Q4 2026	184	ATL-ATN		80	75		9	5	102
Avg. Delay Min/Trip		1324		0	472	643	1	187	15	804
15.31		Trips	Segment							

151. Based on the foregoing data, Amtrak trains traveling over this At-Risk *Crescent* Segment will, on average, incur at least one HRD coded as FTI or DSR *every trip*. The average minutes of delay per trip *in this segment alone* is 15.31 minutes.

152. The *Crescent*'s Schedule Skeleton shows {{[redacted]}}

153. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 2,641 delays in the ATL-ATN from FY 2025 through FY 2026. 2,122 of those delays were HRDs. Therefore, 80.34% of delays incurred by Amtrak trains were the Host's responsibility.

154. And, because Amtrak trains operated over this segment 1,324 times in the sample period, a trip of a train traversing the segment experienced, on average, 1.60 HRDs.

b. Anniston, AL to Birmingham, AL ("ATN-BHM")

155. The results of Amtrak's analysis of the ATN-BHM segment is below:

For Trains Exper. Delay				Delay Reasons and Number of Occurrences						
Delay Occr. Frequency				CTI	DCS	FTI	PTI	RTE	DMW	DSR
100% or More	Q1 2025	184	ATN-BHM		115	46		89		6
100% or More	Q2 2025	116	ATN-BHM		60	27		56	2	36
100% or More	Q3 2025	182	ATN-BHM		92	46		125	2	53
100% or More	Q4 2025	184	ATN-BHM		68	44		43	2	173
100% or More	Q1 2026	184	ATN-BHM		57	52	1	10	3	142
100% or More	Q2 2026	108	ATN-BHM		38	14		14	1	63
100% or More	Q3 2026	182	ATN-BHM		53	48		17	3	78
100% or More	Q4 2026	184	ATN-BHM		68	42	1	13	1	61
Avg. Delay Min/Trip		1324		0	551	319	2	367	14	612
10.39		Trips	Segment							

156. Based on the foregoing data, Amtrak trains traveling over this At-Risk *Crescent* Segment will, on average, incur at least one HRD coded as DCS (the code used for delays caused by signal failures) or DSR on approximately 88% of their trips. The average minutes of delay per

trip *in this segment alone* is 10.39 minutes.

157. The *Crescent*'s Schedule Skeleton shows that {{[redacted]}}

158. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 2,428 delays in the ATN-BHM segment from FY 2025 through FY 2026. 1,865 of those delays were HRDs. Therefore, 76.80% of delays incurred by Amtrak trains were the Host's responsibility.

159. And, because Amtrak trains operated over this segment 1,324 times in the sample period, a trip of a train traversing the segment experienced, on average, 1.41 HRDs.

c. Birmingham, AL to Tuscaloosa, AL ("BHM-TCL")

160. The results of Amtrak's analysis of the BHM-TCL segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences						
Delay Occr. Frequency				CTI	DCS	FTI	PTI	RTE	DMW	DSR
100% or More	Q1 2025	184	BHM-TCL		110	25	6	43	4	72
100% or More	Q2 2025	116	BHM-TCL		64	30	2	35	1	30
100% or More	Q3 2025	182	BHM-TCL		108	38	3	62	6	61
100% or More	Q4 2025	184	BHM-TCL		65	29	5	41	4	132
100% or More	Q1 2026	184	BHM-TCL		75	28	3	44	5	113
100% or More	Q2 2026	108	BHM-TCL		18	20	2	39	2	39
100% or More	Q3 2026	182	BHM-TCL		51	68	9	22	3	35
100% or More	Q4 2026	184	BHM-TCL		70	38	6	25	4	84
Avg. Delay Min/Trip		1324		0	561	276	36	311	29	566
10.82		Trips	Segment							

161. Based on the foregoing data, Amtrak trains traveling over this At-Risk *Crescent* Segment will, on average, incur at least one HRD coded as DCS or DSR on approximately 85% of their trips. The average minutes of delay per trip *in this segment alone* is 10.82 minutes.

162. The *Crescent*'s Schedule Skeleton shows that {{[redacted]

a [redacted]

[redacted]}}

163. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 2,318 delays in the BHM-TCL segment from FY 2025 through FY 2026. 1,779 of those delays were HRDs. Therefore, 76.75% of delays incurred by Amtrak trains were the Host's responsibility.

164. And, because Amtrak trains operated over this segment 1,324 times in the sample period, a trip of a train traversing the segment experienced, on average, 1.34 HRDs.

d. Tuscaloosa, AL to Meridian, MS ("TCL-MEI")

165. The results of Amtrak's analysis of the TCL-MEI segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences						
Delay Occr. Frequency				CTI	DCS	FTI	PTI	RTE	DMW	DSR
100% or More	Q1 2025	184	TCL-MEI		51	58	123	8	1	117
100% or More	Q2 2025	116	TCL-MEI		16	67	84	4		100
100% or More	Q3 2025	182	TCL-MEI		59	69	116	29	5	150
100% or More	Q4 2025	184	TCL-MEI		64	78	103	7	2	129
100% or More	Q1 2026	184	TCL-MEI		58	103	118	6		171
100% or More	Q2 2026	108	TCL-MEI		42	71	68	6	2	112
100% or More	Q3 2026	182	TCL-MEI		51	129	109	13	4	74
100% or More	Q4 2026	184	TCL-MEI		57	114	110	13	3	161
Avg. Delay Min/Trip		1324		0	398	689	831	86	17	1014
26.46		Trips	Segment							

166. Based on the foregoing data, Amtrak trains traveling over this At-Risk *Crescent* Segment will, on average, incur at least one HRD coded as PTI (the code used for delays caused by passenger train interference (a dispatching issue)) or FTI *every trip*. The average minutes of delay per trip *in this segment alone* is 26.46 minutes.

167. The *Crescent*'s Schedule Skeleton shows {{[redacted]

[redacted]

[redacted]}}

168. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 3,379 delays in the TCL-MEI segment from FY 2025 through FY 2026. 3,035 of those delays were HRDs. Therefore, 89.82% of delays incurred by Amtrak trains were the Host's responsibility.

169. And, because Amtrak trains operated over this segment 1,324 times in the sample period, a trip of a train traversing the segment experienced, on average, 2.29 HRDs.

e. Meridian, MS to Laurel, MS ("MEI-LAU")

170. The results of Amtrak's analysis of the MEI-LAU segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences						
Delay Occr. Frequency				CTI	DCS	FTI	PTI	RTE	DMW	DSR
100% or More	Q1 2025	184	MEI-LAU		64	49		87	2	64
100% or More	Q2 2025	116	MEI-LAU		42	29	1	60		74
100% or More	Q3 2025	182	MEI-LAU		65	34		114	3	125
100% or More	Q4 2025	184	MEI-LAU		58	50	1	108	1	8
100% or More	Q1 2026	184	MEI-LAU		72	45		101		35
100% or More	Q2 2026	108	MEI-LAU		47	29		55		128
100% or More	Q3 2026	182	MEI-LAU		45	63		99	1	214
100% or More	Q4 2026	184	MEI-LAU		48	56	2	82	1	333
Avg. Delay Min/Trip		1324		0	441	355	4	706	8	981
18.44		Trips	Segment							

171. Based on the foregoing data, Amtrak trains traveling over this At-Risk *Crescent* Segment will, on average, incur at least one HRD coded as RTE (the code used for re-routing delays) or DSR *every trip*. The average minutes of delay per trip *in this segment alone* is 26.46 minutes.

172. The *Crescent*'s Schedule Skeleton shows that {{[redacted]}}

173. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 2,719 delays in the MEI-LAU segment from FY 2025 through FY 2026. 2,495 of those delays were HRDs. Therefore, 91.76% of delays incurred by Amtrak trains were the Host's responsibility.

174. And, because Amtrak trains operated over this segment 1,324 times in the sample period, a trip of a train traversing the segment experienced, on average, 1.88 HRDs.

f. Hattiesburg, MS to Picayune, MS ("HBG-PIC")

175. Finally, the results of Amtrak's analysis of the HBG-PIC segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences						
Delay Occr. Frequency				CTI	DCS	FTI	PTI	RTE	DMW	DSR
100% or More	Q1 2025	184	HBG-PIC		3	20			1	82
100% or More	Q2 2025	116	HBG-PIC		5	8		1		117
100% or More	Q3 2025	182	HBG-PIC		3	18		1		349
100% or More	Q4 2025	184	HBG-PIC		4	15		1		278
100% or More	Q1 2026	184	HBG-PIC		5	14		1		172
100% or More	Q2 2026	108	HBG-PIC		3	11			2	251
100% or More	Q3 2026	182	HBG-PIC		7	25			2	205
100% or More	Q4 2026	184	HBG-PIC		4	15		2	2	289
Avg. Delay Min/Trip		1324		0	34	126	0	6	7	1743
7.88		Trips	Segment							

176. Based on the foregoing data, Amtrak trains traveling over this At-Risk *Crescent* Segment will, on average, incur at least one HRD coded as DSR *every trip*. The average minutes of delay per trip *in this segment alone* is 7.88 minutes.

177. The *Crescent*'s Schedule Skeleton shows that {{[redacted]}}

178. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 2,654 delays in the HBG-PIC segment from FY 2025 through

FY 2026. 1,916 of those delays were HRDs. Therefore, 72.19% of delays incurred by Amtrak trains were the Host's responsibility.

179. And, because Amtrak trains operated over this segment 1,324 times in the sample period, a trip of a train traversing the segment experienced, on average, 1.45 HRDs.

At-Risk Corridors on the Lincoln Service

180. Amtrak's *Lincoln Service* currently covers 31 Amtrak-defined segments between Chicago, IL, and St. Louis, MO. Seven segments have shown an almost unbroken pattern of delay occurrences since Q1 2023, with between 40% and more than 100% of trains experiencing at least one delay per segment.

181. In FY 2026, Q3, the *Lincoln Service* experienced 5,582 minutes of FTI delays on UP.

182. The analysis further shows that from FY 2023 to FY 2026, Amtrak trains were delayed 50% or more of the time on three separate segments:

a. 21st Street, Chicago, IL to Summit, IL ("XTF-SMT");[4]

b. Joliet, IL to Dwight, IL ("JOL-DWT"); and

c. Carlinville, IL to Alton, IL ("CRV-ALN").

Collectively, Amtrak will refer to these as the "At-Risk *Lincoln* Segments".

183. Amtrak then analyzed quarterly data for FY 2025 and FY 2026, to determine the average minutes of delay per trip for each At Risk *Lincoln Service*.

184. Amtrak calculated the following average minutes of delay per trip for each of the At-Risk *Lincoln* Segments during each quarter for each year:

[4] This segment is hosted by Canadian National Railway Company.

Average Minutes of Delay per Trip								
	FY25Q1	**FY25Q2**	**FY25Q3**	**FY25Q4**	**FY26Q1**	**FY26Q2**	**FY26Q3**	**FY26Q4**
XTF-SMT	5.67	4.23	4.43	5.04	4.95	5.25	5.13	4.33
JOL-DWT	6.15	6.40	6.32	5.43	5.16	4.92	4.80	6.43
CRV-ALN	3.05	2.86	3.05	3.14	2.9	3.19	3.23	3.64

185. Amtrak then analyzed the reasons for delays in each At-Risk *Lincoln* Segment. To do this, Amtrak reviewed its conductor delay data, and recorded the number of delay occurrences, by type, for each of those segments.

a. 21st Street, Chicago, IL to Summit, IL ("XTF-SMT")

186. The results of Amtrak's analysis of the XTF-SMT segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences							
Delay Occr. Frequency		Oprt'd	Segment	CTI	DCS	FTI	PTI	RTE	MBO	DMW	DSR
50% to 99%	Q4 2024	732	XTF-SMT	12	97	259	10	27	3	11	32
50% to 99%	Q1 2025	723	XTF-SMT	8	62	251	19	25	5	4	43
50% to 99%	Q2 2025	688	XTF-SMT	6	61	231	10	38		8	29
50% to 99%	Q3 2025	719	XTF-SMT	3	64	232	9	43	4	5	57
50% to 99%	Q4 2025	686	XTF-SMT	2	82	237	16	40	2	6	11
50% to 99%	Q1 2026	722	XTF-SMT	2	57	212	7	64	3	7	134
50% to 99%	Q2 2026	659	XTF-SMT	7	42	215	8	64	3	7	118
50% to 99%	Q3 2026	725	XTF-SMT	6	52	232	13	50	4	5	108
50% to 99%	Q4 2026	705	XTF-SMT	4	43	218	12	55	4	6	5
Avg. Delay Min/Trip		6359	Total	50	560	2087	104	406	28	59	537
7.84		Trips	Segment	CTI	DCS	FTI	PTI	RTE	MBO	DMW	DSR

187. Based on the foregoing analysis, Amtrak trains traveling over this At Risk *Lincoln* Segment will, on average, incur at least one HRD coded as FTI, DCS or DSR on approximately 50% of their trips. The average minutes of delay per trip *in this segment alone* is 7.84 minutes.

188. The *Lincoln Services*' Schedule Skeleton shows that {{[redacted]}}

189. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 4,046 delays from FY 2025 to FY 2026 in the XTF-SMT segment. 3,803 of those delays were HRDS. Therefore, 93.99% of delays incurred by Amtrak trains were the Host's responsibility.

190. And, because Amtrak trains operated over this segment 6,359 times in the sample period, a trip of a train traversing the segment experienced, on average, 0.60 HRDs.

b. Joliet, IL to Dwight, IL ("JOL-DWT")

191. The results of Amtrak's analysis of the JOL-DWT segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences							
Delay Occr. Frequency		Oprt'd	Segment	CTI	DCS	FTI	PTI	RTE	MBO	DMW	DSR
100% or more	Q4 2024	732	JOL-DWT	3	116	131	168	17		6	113
100% or more	Q1 2025	723	JOL-DWT	2	89	158	159	19		12	167
100% or more	Q2 2025	688	JOL-DWT	1	109	205	133	22		9	130
100% or more	Q3 2025	719	JOL-DWT	2	91	156	132	27		12	163
100% or more	Q4 2025	686	JOL-DWT	1	104	120	122	32		34	271
100% or more	Q1 2026	722	JOL-DWT	1	82	85	163	77		23	180
50% to 99%	Q2 2026	659	JOL-DWT	2	89	74	134	94		17	32
50% to 99%	Q3 2026	725	JOL-DWT	3	108	90	127	77		50	114
100% or more	Q4 2026	705	JOL-DWT	2	116	122	126	62		80	172
Avg. Delay Min/Trip		6359	Total	17	904	1141	1264	427	0	243	1342
5.75		Trips	Segment	CTI	DCS	FTI	PTI	RTE	MBO	DMW	DSR

192. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Lincoln* Segment will, on average, incur at least one HRD coded as FTI, PTI or DSR on approximately 59% of their trips. The average minutes of delay *in this segment alone* is 5.75 minutes.

193. The *Lincoln Service*'s Schedule Skeleton shows that {{[redacted]}}

194. Amtrak also assessed all delays impacting Amtrak's trains on this segment.

Amtrak trains incurred a total of 6,780 delays from 2025 and 2026. 5,338 of those delays were HRDs. Therefore, 78.73% of delays incurred by Amtrak trains were the Host's responsibility.

195. And, because Amtrak trains operated over this segment 6,359 times in the sample period, a trip of a train traversing the segment experienced, on average, 0.84 HRDs.

c. Carlinville, IL Alton, IL ("CRV-ALN")

196. The results of Amtrak's analysis of the CRV-ALN segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences							
Delay Occr. Frequency		Oprt'd	Segment	CTI	DCS	FTI	PTI	RTE	MBO	DMW	DSR
50% to 99%	Q4 2024	732	CRV-ALN		19	49	10	10		1	62
50% to 99%	Q1 2025	723	CRV-ALN		19	71	10	6		3	61
50% to 99%	Q2 2025	688	CRV-ALN		18	63	9	7		6	42
50% to 99%	Q3 2025	719	CRV-ALN		17	60	20	11		23	67
50% to 99%	Q4 2025	686	CRV-ALN		24	68	15	12		9	86
50% to 99%	Q1 2026	722	CRV-ALN		16	67	15	17		6	92
50% to 99%	Q2 2026	659	CRV-ALN		15	57	37	6		11	36
50% to 99%	Q3 2026	725	CRV-ALN		27	71	36	5		10	35
50% to 99%	Q4 2026	705	CRV-ALN		13	69	40	5		6	44
Avg. Delay Min/Trip		6359	Total	0	168	575	192	79	0	75	525
3.85		Trips	Segment	CTI	DCS	FTI	PTI	RTE	MBO	DMW	DSR

197. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Lincoln* Segment will, on average, incur at least one HRD coded as FTI or DSR on approximately 17% of their trips. The average minutes of delay *in this segment alone* is 3.85 minutes.

198. The *Lincoln Service*'s Schedule Skeleton shows that {{[redacted]}}

199. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 5083 delays from 2025 and 2026. 1,614 of those delays were HRDs. Therefore, 31.75% of delays incurred by Amtrak trains were the Host's responsibility.

200. And, because Amtrak trains operated over this segment 6,359 times in the sample period, a trip of a train traversing the segment experienced, on average, 0.25 HRDs.

At-Risk Corridors on the Mardi Gras Service

201. Amtrak's *Mardi Gras Service* covers 14 Amtrak-defined segments between Mobile, Alabama, and New Orleans, Louisiana. Five segments reflect a recurring pattern of delays where between 40% and more than 100% of all trains operated have experienced at least one delay occurrence, per segment, almost continually since Q4 FY 2025 (when the *Mardi Gras Service* began operating).

202. The further analysis shows that since Q4 FY 2025, Amtrak trains are delayed 100% (or more) of the time on one segment: Bay St. Louis, MS to *N.O.T. Jct.* ("BAS-XNO").[5] Additionally, Amtrak trains operating over the portion of the *Mardi Gras Service* hosted by NS - - *N.O.T. Jct.* to *East City Jct.* ("XNO-XEJ") - - are delayed between 50% - 99% of the time. Amtrak will refer to these segments as the "At Risk *Mardi Gras* Segments."

203. Amtrak then analyzed quarterly data for FY 2025 and FY 2026, to determine the average minutes of delay for the At Risk *Mardi Gras Service*.

204. Amtrak calculated the following average minutes of delay per trip for each of the At-Risk *Mardi Gras* Segments during each quarter:

Average Minutes of Delay per Trip								
	FY25Q1	**FY25Q2**	**FY25Q3**	**FY25Q4**	**FY26Q1**	**FY26Q2**	**FY26Q3**	**FY26Q4**
BAS-XNO	N/A	N/A	N/A	17.78	17.27	20.85	26.18	25.39
XNO-XEJ	N/A	N/A	N/A	3.68	2.33	2.71	3.86	3.29

205. Amtrak then analyzed the reasons for delays in the At Risk *Mardi Gras* Segments.

[5] This segment is hosted by CSX Transportation, Inc.

To do this, Amtrak reviewed its conductor delay data, and recorded the number of delay occurrences, by type, for each of those segments.

a. **Bay St. Louis, MS to N.O.T. Jct. ("BAS-XNO")**

206. The results of Amtrak's analysis on the BAS-XNO segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurences						
Delay Occr. Frequency		Oprt'd	Segment	DCS	FTI	PTI	RTE	MBO	DMW	DSR
100% or More	Q4 2025	176	BAS-XNO	58	35	123	10	9	4	117
100% or More	Q1 2026	368	BAS-XNO	75	98	255	18	12	13	164
100% or More	Q2 2026	358	BAS-XNO	45	153	237	14	23	12	133
100% or More	Q3 2026	358	BAS-XNO	65	174	247	8	20	5	181
100% or More	Q4 2026	364	BAS-XNO	55	163	218	12	15	6	323
Avg. Delay Min/Trip		1624	0	298	623	1080	62	79	40	918
21.49		Trips	Segment	DCS	FTI	PTI	RTE	MBO	DMW	DSR

207. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Mardi Gras* Segment will, on average, incur at least one HRD coded as PTI, FTI or DSR *every trip*. The average minutes of delays *in this segment alone* is 21.49 minutes.

208. The *Mardi Gras*' Schedule Skeleton shows that {{[redacted]}}

209. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred 3,248 delays in this segment from 2025 and 2026. 3,021 of these delays were HRDs. Therefore, 93.01% of delays incurred by Amtrak trains were the Host's responsibility.

210. And, because Amtrak operated 1,624 times over this segment during the sample period, a trip of a train traversing the segment experienced, on average, 1.86 HRDs.

b. N.O.T. Jct. to East City Jct. ("XNO-XEJ")

211. The results of Amtrak's analysis on the XNO-XEJ segment is below:

For Trains Exper. Delay				Delay Reason and Number of Occurrences						
Delay Occr. Frequency		Oprt'd	Segment	DCS	FTI	PTI	RTE	MBO	DMW	DSR
50% to 99%	Q4 2025	176	XNO-XEJ	29	6	3	57			
50% to 99%	Q1 2026	368	XNO-XEJ	37	17	2	4			7
50% to 99%	Q2 2026	358	XNO-XEJ	31	19	3	23	1	1	17
50% to 99%	Q3 2026	357	XNO-XEJ	27	39	2	13		1	36
50% to 99%	Q4 2026	363	XNO-XEJ	30	31	2	16		1	30
Avg. Delay Min/Trip		1622	0	154	112	12	113	1	3	90
4.27		Trips	Segment	DCS	FTI	PTI	RTE	MBO	DMW	DSR

212. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Mardi Gras* Segment will, on average, incur at least one HRD coded as DCS, FTI, RTE or DSR approximately 29% of the time. The average minutes of delays *in this segment alone* is 4.27 minutes.

213. The *Mardi Gras*' Schedule Skeleton shows that {{[redacted]}}

214. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred 1,173 delays in this segment from 2025 and 2026. 484 of these delays were HRDs. Therefore, 41.26% of delays incurred by Amtrak trains were the Host's responsibility.

215. And, because Amtrak operated 1,622 times over this segment during the sample period, a trip of a train traversing the segment experienced, on average, 0.30 HRDs.

At-Risk Corridors on the Texas Eagle Service

216. Amtrak's *Texas Eagle* service currently covers 71 Amtrak-defined segments. Twenty-three segments reported an unbroken pattern of delay occurrences of more than 40% of all trains operated between Q1 2023 to Q4 2026.

217. In FY 2026, Q3 alone, the *Texas Eagle* experienced 14,601 minutes of FTI delays and 6,469 minutes of DSR delays on UP.

218. In FY 2026 Q3, between St. Louis and San Antonio, *Texas Eagle* trains experienced 13,491 minutes of FTI delays *and* 5,730 minutes of DSR delays (or, on average, 74.54 minutes of FTI delays *and* 31.66 minutes of DSR delays *per trip)* on UP.

219. The analysis further shows that from FY 2023 to FY 2026, Amtrak trains are delayed 100% of the time on five separate segments:

a. Texarkana, TX to Marshall, TX ("TXA-MHL");

b. Cleburne, TX to McGregor, TX ("CBR-MCG");[6]

c. McGregor, TX to Temple, TX ("MCG-TPL");[7]

d. Opal Junction, TX To Taylor, TX ("XOJ-TAY"); and

e. San Marcos, TX to San Antonio, TX ("SMC-SAS").

Collectively, Amtrak will refer to these as the "At-Risk *Texas Eagle* Segments".

220. Amtrak then analyzed quarterly data for FY 2025 and FY 2026, to determine the average minutes of delay per trip for each At-Risk *Lincoln Service*.

221. Amtrak calculated the following average minutes of delay per trip for each of the At-Risk *Texas Eagle* Segments during each quarter for each year:

Average Minutes of Delay per Trip								
	FY25Q1	**FY25Q2**	**FY25Q3**	**FY25Q4**	**FY26Q1**	**FY26Q2**	**FY26Q3**	**FY26Q4**
TXA-MHL	18.15	18.52	11.15	18.51	16.19	17.81	23.14	30.18
CBR-MCG	18.63	18.69	10.75	12.84	11.55	9.05	11.06	11.49
MCG-	13.65	11.78	6.73	7.64	8.03	6.88	6.05	10.74

[6] This segment is hosted by BSNF Railway Company.

[7] This segment is hosted by BSNF Railway Company.

TPL								
XOJ-TAY	11.02	13.81	9.11	11.48	13.92	11.43	7.43	15.53
SMC-SAS	19.53	15.82	11.92	17.45	9.35	7.21	9.69	12.78

222. Amtrak then analyzed the reasons for delays in each At Risk *Texas Eagle* Segment. To do this, Amtrak reviewed its conductor delay data, and recorded the number of delay occurrences, by type, for each of those segments.

a. Texarkana, TX to Marshall, TX ("TXA-MHL")

223. The results of Amtrak's analysis of the TXA-MHL segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurence					
Delay Occr. Frequency		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	182	TXA-MHL	17	163			8	19
100% or more	Q2 2025	188	TXA-MHL	12	181	1	1	1	61
100% or more	Q3 2025	246	TXA-MHL	13	188			2	79
100% or more	Q4 2025	184	TXA-MHL	13	188	1	1		98
100% or more	Q1 2026	184	TXA-MHL	16	172	2		1	40
100% or more	Q2 2026	170	TXA-MHL	12	160		3	5	31
100% or more	Q3 2026	181	TXA-MHL	10	191			11	97
100% or more	Q4 2026	184	TXA-MHL	14	193	1	7	14	155
Avg. Delay Min/Trip	Totals	1519		107	1436	5	12	42	580
19.21		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

224. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Texas Eagle* Segment will, on average, incur at least one HRD coded as FTI, PTI or DSR *every trip*. The average minutes of delay *in this segment alone* is 19.21 minutes.

225. The *Texas Eagle's* Schedule Skeleton shows that {{[redacted]}}

226. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 2,468 delays from 2025 and 2026. 2,182 of those delays were

HRDs. Therefore, 88.41% of delays incurred by Amtrak trains were the Host's responsibility.

227. And, because Amtrak trains operated over this segment 1,519 times in the sample period, a trip of a train traversing the segment experienced, on average, 1.44 HRDs.

b. Cleburne, TX to McGregor, TX ("CBR-MCG")

228. The results of Amtrak's analysis of the CBR-MCG segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occrrences					
Delay Occr. Frequency		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	180	CBR-MCG	7	82	3			764
100% or more	Q2 2025	167	CBR-MCG	5	80	3		3	216
100% or more	Q3 2025	181	CBR-MCG	10	58	6		1	340
100% or more	Q4 2025	184	CBR-MCG	17	95	7	1	2	373
100% or more	Q1 2026	184	CBR-MCG	9	87	2	4	9	237
100% or more	Q2 2026	168	CBR-MCG	8	41	6	3	1	302
100% or more	Q3 2026	180	CBR-MCG	11	85	6	3	5	282
100% or more	Q4 2026	184	CBR-MCG	15	67	2	1	2	270
Avg. Delay Min/Trip	Totals	1428		82	595	35	12	23	2784
12.29		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

229. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Texas Eagle* Segment will, on average, incur at least one HRD coded as FTI or DSR *every trip*. The average minutes of delay *in this segment alone* is 12.29 minutes.

230. The *Texas Eagle's* Schedule Skeleton shows that {{[redacted]}}

231. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 3,619 delays from 2025 and 2026. 3,531 of those delays were HRDs. Therefore, 97.57% of delays incurred by Amtrak trains were the Host's responsibility.

232. And, because Amtrak trains operated over this segment 1,428 times in the sample period, a trip of a train traversing the segment experienced, on average, 2.47 HRDs.

c. **McGregor, TX to Temple, TX ("MCG-TPL")**

233. The results of Amtrak's analysis of the MCG-TPL segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurence					
Delay Occr. Frequency		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	180	MCG-TPL		35	3		6	588
100% or more	Q2 2025	167	MCG-TPL	7	26	2	1		242
100% or more	Q3 2025	181	MCG-TPL	5	29	3	1	3	244
100% or more	Q4 2025	184	MCG-TPL	13	45	4		2	232
100% or more	Q1 2026	184	MCG-TPL	9	55			1	213
100% or more	Q2 2026	168	MCG-TPL	9	35		2		207
100% or more	Q3 2026	180	MCG-TPL	7	33	2	1	1	199
100% or more	Q4 2026	184	MCG-TPL	7	38	3		3	223
Avg. Delay Min/Trip	Totals	1428		57	296	17	5	16	2148
8.94		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

234. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Texas Eagle* Segment will, on average, incur at least one HRD coded as FTI or DSR *every trip*. The average minutes of delay *in this segment alone* is 8.94 minutes.

235. The *Texas Eagle's* Schedule Skeleton shows that {{[redacted]}}

236. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 2,659 delays from 2025 and 2026. 2,539 of those delays were HRDs. Therefore, 95.49% of delays incurred by Amtrak trains were the Host's responsibility.

237. And, because Amtrak trains operated over this segment 1,428 times in the sample period, a trip of a train traversing the segment experienced, on average, 1.78 HRDs.

d. Opal Junction, TX To Taylor, TX ("XOJ-TAY")

238. The results of Amtrak's analysis of the XOJ-TAY segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occrrences					
Delay Occr. Frequency		Max. # Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	182	XOJ-TAY	27	8		1	3	569
100% or more	Q2 2025	188	XOJ-TAY	38	7	1	1		219
100% or more	Q3 2025	246	XOJ-TAY	31	9	3	5		315
100% or more	Q4 2025	184	XOJ-TAY	37	7		1		359
100% or more	Q1 2026	184	XOJ-TAY	27	10		1	2	276
100% or more	Q2 2026	170	XOJ-TAY	31	10	2	2	3	307
100% or more	Q3 2026	181	XOJ-TAY	32	5				243
100% or more	Q4 2026	184	XOJ-TAY	35	13	1	2	3	304
Avg. Delay Min/Trip	Totals	1519		258	69	7	13	11	2592
11.72		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

239. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Texas Eagle* Segment will, on average, incur at least one HRD coded as FTI or DSR *every trip*. The average minutes of delay *in this segment alone* is 11.72 minutes.

240. The *Texas Eagle's* Schedule Skeleton shows that {{[redacted]}}

241. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 3,029 delays from 2025 and 2026. 2,950 of those delays were HRDs. Therefore, 97.39% of delays incurred by Amtrak trains were the Host's responsibility.

242. And, because Amtrak trains operated over this segment 1,428 times in the sample period, a trip of a train traversing the segment experienced, on average, 2.07 HRDs.

e. San Marcos, TX to San Antonio, TX ("SMC-SAS")

243. The results of Amtrak's analysis of the SMC-SAS segment is below:

For Trains Exper. Delay				Delay Reason & Number of Occurence					
Delay Occr. Frequency		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR
100% or more	Q1 2025	182	SMC-SAS	80	26	2	66	2	875
100% or more	Q2 2025	188	SMC-SAS	44	43	2	93	8	248
100% or more	Q3 2025	246	SMC-SAS	38	32	2	99	11	326
100% or more	Q4 2025	184	SMC-SAS	113	46		95	16	301
100% or more	Q1 2026	184	SMC-SAS	62	29	1	69	3	150
100% or more	Q2 2026	170	SMC-SAS	28	26		58	3	142
100% or more	Q3 2026	181	SMC-SAS	22	38		59	6	160
100% or more	Q4 2026	184	SMC-SAS	54	40	1	50	5	151
Avg. Delay Min/Trip	Totals	1519		441	280	8	589	54	2353
12.94		# Trips	Segment	DCS	FTI	PTI	RTE	DMW	DSR

244. Based on the foregoing analysis, Amtrack trains traveling over this At-Risk *Texas Eagle* Segment will, on average, incur at least one HRD coded as DCS, RTE or DSR *every trip*. The average minutes of delay *in this segment alone* is 12.94 minutes.

245. The *Texas Eagle's* Schedule Skeleton shows that {{[redacted]}}

246. Amtrak also assessed all delays impacting Amtrak's trains on this segment. Amtrak trains incurred a total of 4,017 delays from 2025 and 2026. 3,725 of those delays were HRDs. Therefore, 92.73% of delays incurred by Amtrak trains were the Host's responsibility.

247. And, because Amtrak trains operated over this segment 1,519 times in the sample period, a trip of a train traversing the segment experienced, on average, 2.45 HRDs.

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Dated: November 18, 2026

Yoel Weiss

Yoel Weiss
Director - Host Railroads
National Railroad Passenger Corporation

{{PUBLIC VERSION - HIGHLY CONFIDENTIAL INFORMATION REDACTED}}

BEFORE THE
SURFACE TRANSPORTATION BOARD

Docket No. FD 36873

UNION PACIFIC CORPORATION AND UNION PACIFIC RAILROAD COMPANY––CONTROL ––NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY

VERIFIED STATEMENT OF ANDREAS AEPPLI
ON BEHALF OF NATIONAL RAILROAD PASSENGER CORP.

1. My name is Andreas Aeppli, I submit this Verified Statement in support of National Railroad Passenger Corp.'s ("Amtrak") comment in response to the April 30, 2026 Amended Merger Application ("Merger Application") filed by Union Pacific ("UP") and Norfolk Southern Railway Company ("NS" individually; collectively "Applicants").

2. This Verified Statement will address:

   a. how the proposed merger between UP and NS is likely to change freight flows and adversely impact Amtrak's operations, including the Amtrak services with the greatest exposure to increased Host-Responsible Delays ("HRDs") like Freight Train Interference ("FTI"); and

   b. concerns with and shortcomings in Applicants' methodology for projecting freight growth based on current capacity.

I. Background and Qualifications

3. I am presently employed by DB E.C.O. North America Inc. ("DB") as a Principal Consultant, a position I have held since January 2024. DB is a rail and transit consulting firm that offers specialized management and technical consulting services to agencies, private companies and operators in rail and public transportation. DB's engagements span from management consulting and technical consulting to comprehensive rail implementation projects.

4. In 1983, I obtained a Bachelor of Arts from Claremont McKenna College, with a concentration in Economics.

5. In 1988, I obtained a Master of Science in Transportation from Massachusetts Institute of Technology. While at M.I.T., I conducted research on grain transportation pricing in the western United States.

6. A copy of my Curriculum Vitae is attached as **Exhibit A.**

7. From 1983 through 1986, I worked in the marketing department of Chicago North Western Railroad, where I served as a manager, specializing in marketing information systems and analytical studies. During my tenure, my responsibilities included analyzing the sensitivity of rail traffic to truck competition, installing a comprehensive marketing information system, and analyzing rate divisions with other carriers.

8. From 1978 through 2013 I served as President of A & L Associates, an M.I.T spin-off firm specializing in rail engineering economics, asset management, and information systems, provided through a mix of consulting and custom software solutions.

9. In 2000, I began working as Principal in Charge of Freight and Logistics at Global Insight,[1] where I was responsible for providing transportation products and consulting capabilities to carriers, industrial firms, and public agencies throughout the world.

10. From 2008 through early 2024, I was the senior rail and asset management expert and leader of rail-related business development efforts at Cambridge Systematics. My work included advising a broad range of public and private entities.

[1] "Global Insight" as used here includes its predecessor entity Reebie Associates.

11. My experience and education have provided me with extensive knowledge of the railroad industry, maintenance and reliability, and transportation economics and marketing, which I have used to support clients in a variety of legal and regulatory proceedings. For example, I have performed inter- and intra-modal competitive analyses for several major rail mergers, including the division of Conrail and CSX, Transportation, Inc. and NS (in 1999), the acquisition of Wisconsin Central by Canadian National Railway Company (in 2001), and most recently the 2023 combination of Canadian Pacific Railway and Kansas City Southern Railway Company.

12. Additionally, I have provided technical analyses and written and oral testimony on the nature of specific commodity markets for several other Surface Transportation Board proceedings, including Ex Parte 704 (review of commodity, boxcar, and TOFC/COFC exemptions) and Ex Parte 711 (reciprocal switching).

II. Amtrak's Retention of DB

13. Amtrak retained DB to study the portions of Amtrak's existing national network that are "hosted" by UP or NS. Specifically, DB analyzed the potential impacts of changes in activity on the Applicants' main lines that are utilized by or intersect with that subset of Amtrak's network.

14. The main input for DB's analysis was the UP-NS Operating Plan, which is Applicant's formal description of how the combined railroad is proposed to operate, including how they expect routings, train services, yard/blocking work, and traffic densities to change post-merger. The Operating Plan contains key information for identifying potential facility and corridor traffic shifts and for analyzing the potential impact of same on Amtrak's passenger service (*e.g.*, identifying risks of Amtrak trains incurring delays caused by freight train interference ("FTI") around key terminals).

15. The Operating Plan also contains explicit statements by Applicants concerning passenger rail, making that it a key reference point for logging and testing Applicants' assurances concerning the operation of passenger rail service if the merger is implemented.

A. DB's Assumptions

16. For the purposes of its review and analysis, DB assumed the statements in the merger application accurately reflect Applicants' goals and intentions. For example, DB's analysis assumes Applicants will complete the capacity investments described in their Service Assurance Plan. Consequentially, DB's analysis is conditioned on those investments actually being constructed. If, however, those investments are deferred, or not built, the projected freight volumes will operate on the current, pre-merger infrastructure, exacerbating the adverse impacts to Amtrak passenger rail service described throughout this statement.

17. DB also made experience-based assumptions where Applicants' Operating Plan lacked detail. For example, Applicants failed to provide results from a train-by-train dispatch model (or a similar simulation) to substantiate their claims that there will be no impacts to Amtrak's passenger rail service. Similarly, information that would show how traffic would be handled through specific terminals and service plans is largely absent, requiring interpretation based on partial disclosures and operating experiences, rather than direct evidence.

B. UP and NS Existing Networks

18. Applicants operate extensive national networks that interface mid-continent. The Merger Application, as supplemented on July 7. 2026 and July 27, 2026 and corrected by the Second Errata of September 4, 2026 describes these networks, including trackage rights held by UP and NS.

19. For example, NS holds trackage rights on the Meridian Speedway between Meridian, MS and Shreveport, LA that enables it to interchange with UP at Shreveport. However, DB notes that NS does not own or operate facilities in Shreveport.

20. Likewise, UP operates over other railroads' lines under trackage rights on routes Amtrak uses, including BNSF lines between Portland, OR and Tacoma, WA, near Spokane, WA, and over Cajon Pass in California. Those lines, and the added freight trains Applicants plan to operate on them, are discussed in ¶ 44, infra.

21. Below is an image depicting Applicants' networks, including the interchange points where DB expects to see the greatest changes in freight activity:

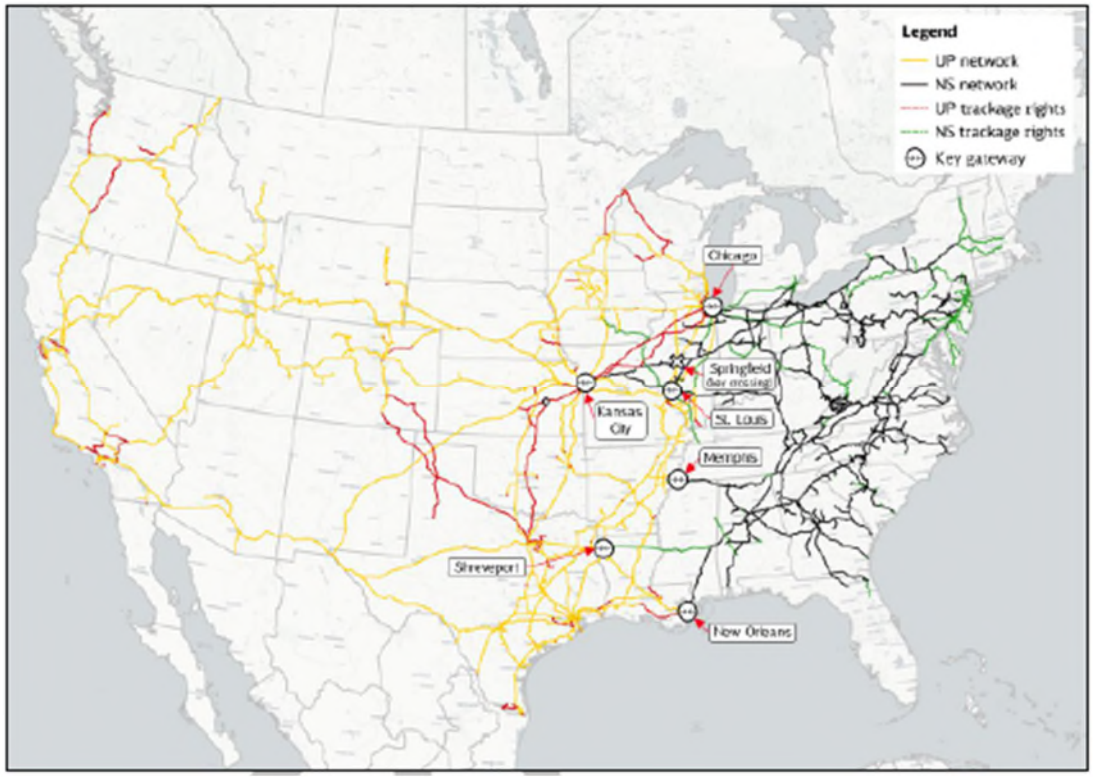


Figure 1: UP and NS networks and key interchange points

22. In this Verified Statement, DB first sets out to understand existing traffic flows on UP and NS' networks. To do this, DB analyzed "Principal Routes," which Applicants define as the

trunks of their respective networks. Per the Merger Application,[2] UP has eight Principal Routes and NS has four.

23. In their Merger Application, UP/NS contend that they do not anticipate fundamentally changing the Principal Routes after the merger, *but* that they will significantly improve service on their east-west routes. This, in turn, will attract additional, new freight traffic.

24. Applicants provide segment-by-segment freight traffic volumes for the Base, Optimized, and Growth Operating Plan ("Growth Plan") submitted with their application.

25. DB's analysis focused on changes in freight train counts between the Base Plan (which captures existing pre-merger operations of UP and NS) and the Growth Plan (which captures projected traffic growth after integration of UP and NS operations).

26. DB also analyzed "Key Gateways," which represent locations at the edges of the UP and NS networks where major interchange activities occur. Currently, Applicants interchange traffic at the Key Gateways of Chicago, St. Louis, Kansas City, Memphis, Shreveport, and New Orleans.[3] DB expects these key gateways to see the largest changes in freight activity after the merger, because traffic that UP and NS now hand to each other there will now stay on one railroad

27. In contrast, intersections between the Principal Routes represent key internal junctions. The largest yards and terminals tend to be located near these intersections since they act as the hubs of UP and NS' respective networks, sorting and distributing traffic among the various origin-destination pairs.

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[2] UP-NS Operating Plan, §§ 3.1, 3.2, 5.1; Merger Application, Vol. 2, pages 629-678, 720.

[3] UP-NS Operating Plan, Sec. 3.3; Apr. 30, 2026 Merger Application Vol. 2 page 678.

28. As part of its Corridor Exposure Analysis, DB analyzed Applicants' detailed, segment-by-segment freight traffic volumes for the Base, Optimized and Growth plans.

III. DB's Corridor Exposure Analysis

29. DB's Corridor Exposure Analysis focused on changes in the freight train counts between the Base Plan and the Growth Plan.[4]

30. An image depicting the changes in freight train counts between current pre-merger levels and the anticipated levels specified by Applicants in their Growth Plan is:

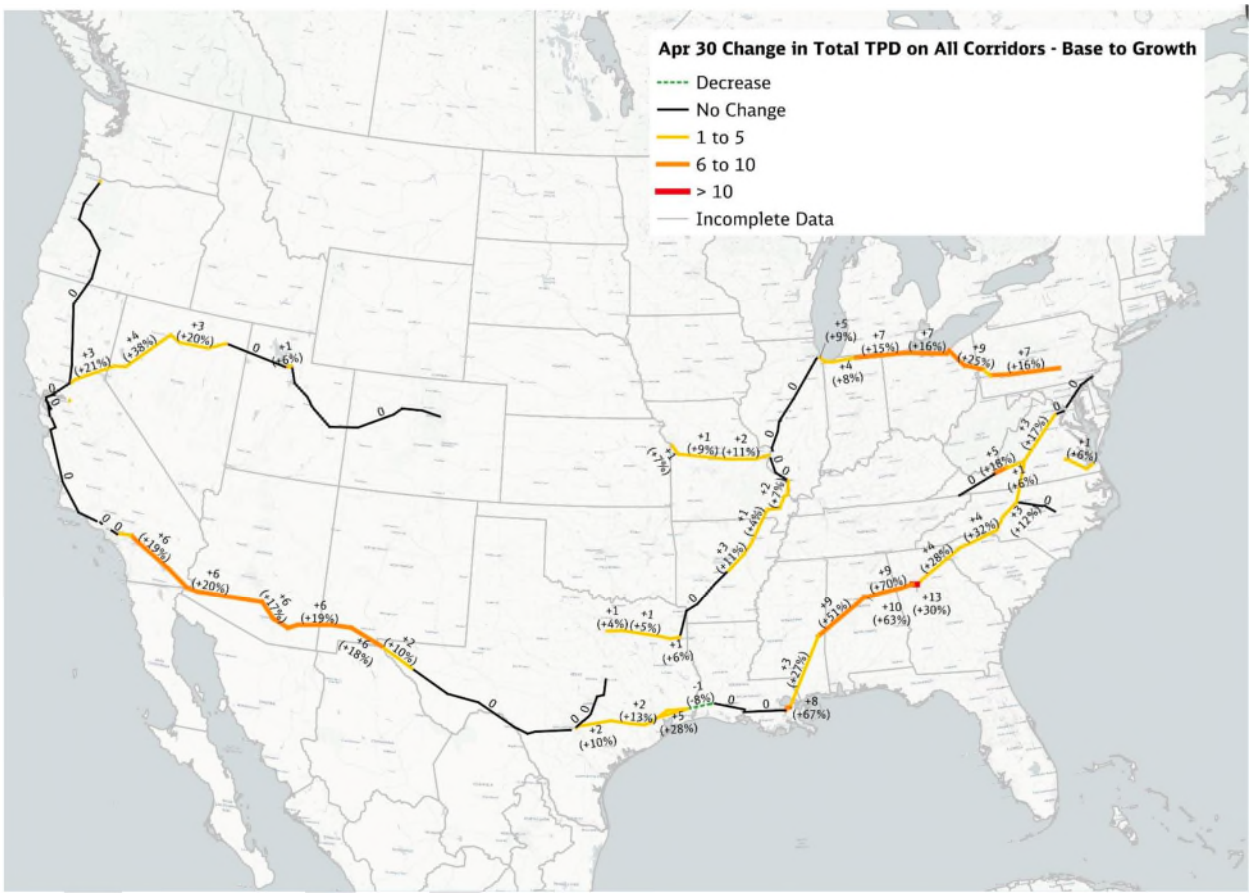


Figure 2: Change in total trains per day on UP and NS lines, Base Plan to Growth Plan

[4] Growth beyond the timeframe projected in the Merger Application is expected to be accommodated primarily along the Principal Routes, creating long-term exposure for overlapping Amtrak routes.

31. As discussed herein, the majority of corridors on which Amtrak operates will experience increases in freight traffic. DB analyzed the potential adverse impacts of the merger resulting from these increases on different geographic parts of Amtrak's system.

A. Methodology

32. As the Board knows, Applicants did not submit comprehensive traffic modeling, such as Rail Traffic Controller ("RTC") modeling, which the freight railroad industry considers to be the industry-standard process for determining whether a given corridor can actually accommodate increased train counts and/or increased train lengths.

33. The absence of such modeling in the Amended Application required DB to independently develop a methodology to identify the portions of UP/NS' network where they host Amtrak trains which were most at risk of degrading passenger rail service if Applicants' implement their Growth Plan utilizing only those infrastructure upgrades identified in the Merger Application.

34. To do this, DB first examined each Applicants' respective network. Then, DB identified "exposure factors" and created a scoring rubric for same. Finally, DB applied the rubric to each subsection of Amtrak's network hosted by UP/NS to identify "at risk" corridors.

1. <u>Dividing the Network</u>

35. Below are images of UP and NS' respective networks.

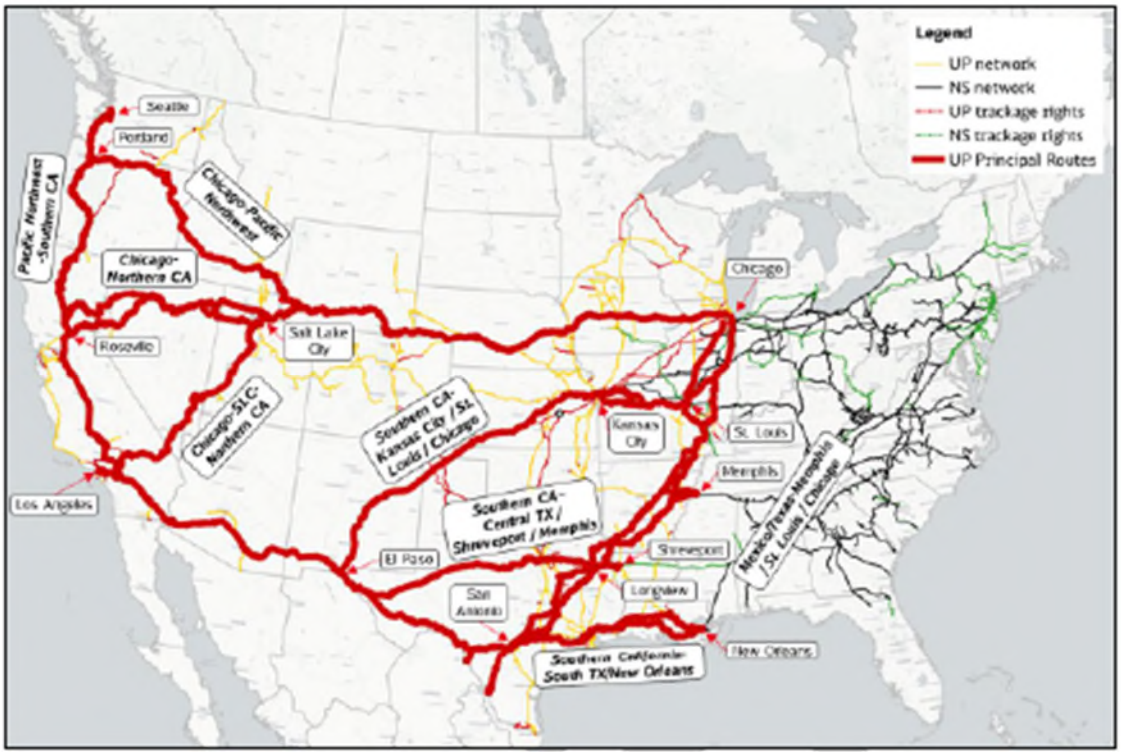


Figure 3: UP network and principal routes

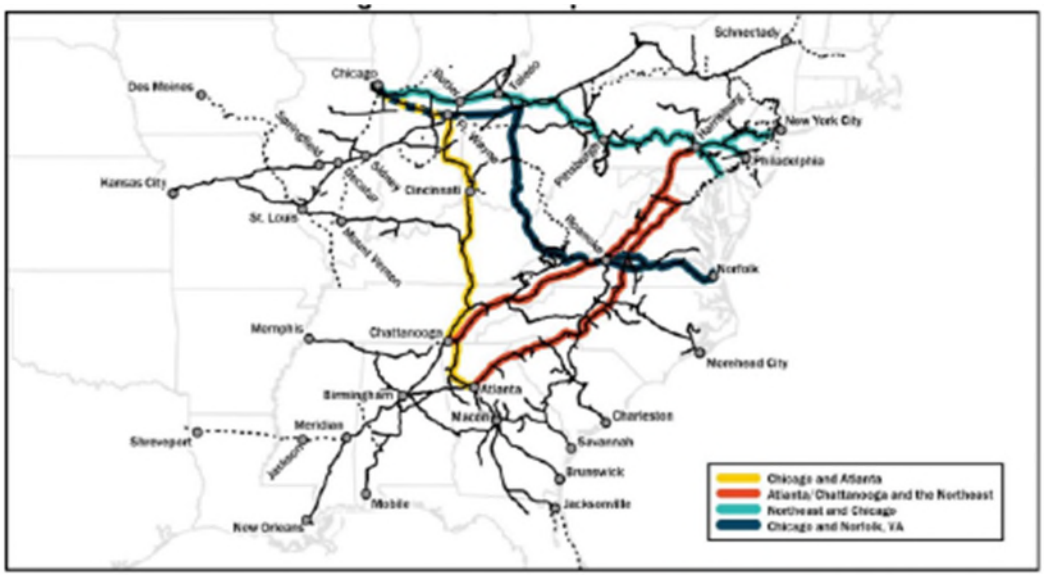


Figure 4: NS network and principal routes

36. DB then correlated Applicant's networks to Amtrak's national network. A map depicting Amtrak's network, including the portions hosted by UP and NS is below:



Figure 5: Amtrak network on UP and NS lines and the 19 corridors DB rated

37. DB took the UP- and NS-hosted subsets of the Amtrak network and divided it into 19 corridors. Each corridor is geographically defined based on the topology of the Amtrak, UP and NS networks. To streamline the analysis, the corridors were defined such that they do not overlap geographically.

38. Those 19 corridors, and the Amtrak service that operates over them, are below:

#	Corridor	Relevant Amtrak Service
1	Roseville, OR to Portland, OR	Amtrak Cascades (Eugene to Portland), *Coast Starlight*
2	San Jose, CA to Roseville, CA	*California Zephyr* (Emeryville to Roseville), *Capitol Corridor, Coast Starlight, Gold Runner* (Oakland to Martinez)

3	Stockton, CA to Sacramento, CA	*Gold Runner*
4	San Luis Obispo, CA to San Jose, CA	*Coast Starlight*
5	Los Angeles, CA to San Luis Obispo, CA	*Coast Starlight, Pacific Surfliner*
6	Roseville to Denver, CO	*California Zephyr, Capitol Corridor* (Roseville to Auburn), *Winter Park Express* (Fraser to Denver)
7	Los Angeles, CA to New Orleans, LA	*Sunset Limited*
8	San Antonio, TX to St. Louis, MO	*Texas Eagle*
9	Kansas City, to St. Louis, MO	*Missouri River Runner*
10	St. Louis, MO to Chicago, IL	*Lincoln Service, Missouri River Runner, Texas Eagle*
11	New Orleans, LA to Lynchburg, VA	*Carolinian* (Charlotte to Greensboro), *Crescent, Mardi Gras* (New Orleans), *Piedmont* (Charlotte to Greensboro)
12	Chicago (Cardinal)	*Cardinal*
13	Chicago, IL to Porter, IN	*Blue Water, Floridian, Lake Shore Limited, Pere Marquette, Wolverine*
14	Porter, IN to Cleveland, OH	*Floridian, Lake Shore Limited*
15	Cleveland, OH to Pittsburgh, PA	*Floridian*
16	Pittsburgh, PA to Harrisburg, PA	*Pennsylvanian*
17	Roanoke, VA to Manassas, VA	*Cardinal* (Orange to Manassas), *Crescent* (Lynchburg to Manassas), *Northeast Regional* service to Roanoke
18	Greensboro, NC to Selma, NC	*Carolinian, Floridian* (Cary to Selma), *Piedmont* (Greensboro to Raleigh)
19	Petersburg, VA to Norfolk, VA	*Northeast Regional* service to Norfolk

2. Identifying Exposure Factors

39. DB then identified multiple factors to determine the potential exposure of each corridor to adverse impacts from the merger based on Applicants' Growth Plan. Using guidance from Amtrak personnel and DB's own experience and research, DB identified the following 9 factors: (a) change in freight train count; (b) existing weekday Amtrak train count; (c) existing

"Customer On-Time Performance" ("COTP") and FTI concerns; (d) planned expansions of Amtrak service; (e) whether the corridor is located along a Principal Route; and (f) whether the corridor passes through area of concern; (g) whether the corridor is mostly single tracked; (h) planned capacity projects in the corridor; and (i) other miscellaneous factors.

a. Change in freight train count: This factor reflects the reality that increases in freight train counts directly lead to an increase in network congestion and, consequently, increased FTI delays to Amtrak trains despite Amtrak's preference rights. To calculate changes in freight train counts, DB compared Applicants' Base and Growth Plan projections set forth in the Merger Application. DB then assigned a score to measure the risk to Amtrak's trains based on Applicants' projected growth, assigning a greater risk-based score to increases on single-tracked corridors than on double-tracked corridors. As discussed in greater detail, *infra,* this reflects the fact that increases on single-tracked corridors have a greater negative impact on Amtrak performance.

i. DB notes that a corridor being "single tracked" impacts two factors for different reasons. Factor (a) scores how many trains Applicants add, and an added train costs more on single track. Factor (g) scores whether the corridor is mostly single track today, regardless of whether trains are added. If factor (g) were removed, every corridor DB rates as "High" risk would still rate "High" or "Medium-High" risk.[5]

b. Existing weekday Amtrak train count: DB calculated this factor by counting the number of Amtrak trains for a given service that departed their origin point on a weekday; the *Winter Park Express*, one Amtrak route that operates seasonally and on only two weekdays was no included.

[5] Even if Applicants were to build new sidings, conflicts between opposing trains on remaining single-track segments still result in significantly lower capacity than on a fully double-track corridor.

c. Existing COTP and FTI concerns: The quality of the performance of Amtrak's intercity passenger rail service is most accurately measured by the Federal Railroad Administration's Metrics and Standards, specifically the COTP metric. As the Board knows, COTP measures the number of customers who arrive at their destination within 15 minutes of their scheduled arrival time. FRA set the minimum standard for Amtrak performance at 80% COTP. Therefore, DB reviewed and recorded COTP data for Fiscal Year 2005 for each route that operates over at least one of the corridors identified above in paragraph 38. Then, to determine the Host Railroad's responsibility (including UP and NS' responsibility) for the recorded COTP, DB reviewed the HRD data for that same year, including data reflecting the specific cause of delay (e.g., FTI, DSR, RTE, etc.). Stated another way, DB reviewed the COTP and HRD data for each route that operates over UP or NS' system. Both COTP and HRD data are collected by Amtrak and reported to the FRA in the normal course of business pursuant to the Metrics and Standards. DB used Amtrak's FY 2025 COTP and HRD per 10,000 train-miles for each service. DB scored this factor "1" where a service on the corridor had FY 2025 COTP below 60%,[6] rounded to the nearest whole percent, or where Amtrak staff identified existing FTI problems on the corridor. Four services fell below 60% COTP in FY 2025: *Floridian* (27.4%), *Texas Eagle* (46.7%), *Cardinal* (51.6%) and *California Zephyr* (53.2%). The *Coast Starlight* was at 59.9%, which rounds to 60%. (*See* Verified Statement of Yoel Weiss ("Weiss VS") at ¶ 21).

[6] Because 19 of the 25 services DB analyzed were below 80% COTP in fiscal year 2025, and every corridor carries at least one of them, DB set the threshold for this factor at 60%. Otherwise, every corridor would receive a point for it, nullifying the utility of the factor.

d. Planned expansions of Amtrak service: This factor reflects the significant support Amtrak received from the federal government and state partners to enhance and expand its intercity passenger rail service. (*See, e.g.*, FRA's Corridor ID program). DB identified corridors where enhancements and/or expansions of Amtrak service are contemplated, based on information provided by Amtrak.[7]

e. Location along a Principal Route: This factor reflects whether a given corridor is located on one of the Applicants' self-designated "Principal Routes." As stated above, Principal Routes are at the core of the UP and NS networks. Any growth in freight train volumes or length beyond what is claimed in the Merger Application will likely be concentrated along these routes.

f. Passes through area of concern: In this factor, DB identified locations where merger-driven concentrations of operational changes create particularly concerning risks to Amtrak's interests due to the combined presence of Amtrak hubs, existing FTI hotspots, and ongoing public investments in passenger rail. Relying on its SME's review and analysis of train-count changes, interchange volumes, and capacity utilization (as discussed and described in the Merger Application and in Applicants' Second Submission in Response to Decision No. 21 (July 27, 2026) ("7/27 Second Submission"). *see, e.g., id.* at pp. 174, 180 to 181 (projected use of 99.7% of capacity between New Orleans and Oliver Junction)), DB identified Chicago, IL, New Orleans, LA, Springfield, IL, and Meridian, MS, as locations of concern.[8] The main reasons supporting DB's decision are as follows:

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[7] A list of relevant service expansions on UP and NS corridors are discussed below in ¶ 105.

[8] In addition to these areas of concern, DB also identified other locations similar to Springfield on the Chicago-St. Louis corridor, where NS crosses over the UP-hosted Amtrak route at-grade. Those areas are: (1) WR Tower in Granite City, Illinois (adding 1 train per day to NS Brooklyn District crossing); (2) Bloomington, Illinois (adding 1 train per day to NS Bloomington District crossing); and (3) Dwight, Illinois (no change). *See* Apr. 30, 2026 Merger Application Electronic Appendices E and M for segments 10204, 10170, and 10226. Given the limited growth

i. *Chicago, IL*: The hub of the North American rail network, Chicago handles more interchange activity than any other location and, therefore, is already an area where Amtrak trains have high potential for incurring FTI delays. According to the Merger Application, Applicants intend on adding up to: (a) about 4 to 5 freight trains per day (an 8% to 12% increase in freight traffic) to the NS Chicago Line between Chicago and Porter, IN, used by 14 Amtrak trains a day; and (b) about 14 freight trains per day (from 7.2 to 21.4 trains per day, nearly triple the Base Plan) on the primary interchange route between UP's Geneva Subdivision and NS 47th Street Intermodal facility that crosses over Amtrak's Lincoln and Texas Eagle routes at the Brighton Park, IL crossing.[9] Applicants plan no project at that crossing (*see* ¶ 95, *infra*).

ii. *New Orleans, LA*: This area of concern includes the Back Belt (owned by NS), an area that historically already handles significant interchange activity, making it an area on which Amtrak trains already have high potential for incurring FTI delays. Applicants plan to add 8 freight trains per day to the Back Belt, more than doubling freight traffic from 6 to 14 trains per day (a 133% increase),[10] which will likely increase the frequency and severity of FTI delays to Amtrak trains. To the extent Applicants point to new publicly-funded crossovers planned for the Back Belt, DB has concerns about whether same will be sufficient to accommodate the large increase in freight traffic.

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projection on these crossings, DB did not believe any were significant enough to warrant designating them as an area of concern. If, however, Applicants increase their projected growth, DB will have to reevaluate same.

[9] Train counts are taken from the Apr. 30, 2026 Merger Application Electronic Appendices E and M for segments 10235, 11985, 12314, 12702, 12312 and 12307.

[10] Per train counts in Apr. 30, 2026 merger application electronic appendices E and M (as corrected Sept. 4, 2026) for segment 10164.

iii. *Springfield, IL*: Applicants plan to add 5 freight trains per day (a 62% increase) to the NS line crossing over the UP-hosted Chicago-St. Louis Amtrak corridor in Springfield.[11] Although significant public investment is currently underway to consolidate the UP and NS corridors through downtown as part of the Springfield Rail Improvements Project, these changes were not designed to materially increase capacity on the NS route. The project was designed to add track capacity for passenger trains and to reduce at-grade street crossings.[12]

iv. *Meridian, MS*: Applicants expect to add about 4 freight trains per day on the Meridian Speedway between Meridian, MS, and Monroe, LA, doubling UP/NS trains on that line from 3.9 to 7.7 per day (Applicants' counts do not include trains of CPKC, which co-owns the line). These trains come on top of the freight trains Applicants add on the *Crescent* corridor through Meridian (about 3 per day from New Orleans and about 9 per day toward Birmingham[13]. Meridian is already an FTI hotspot arising from interchange activity and trains going to/from the Meridian Speedway.

g. Mostly single-tracked corridor: This factor reflects the congestion that Amtrak passenger rail service faces on large portions of Applicants' system due to single-track corridors. Amtrak trains often get delayed either following a freight train in the same direction or waiting in a siding for a freight train in the opposite direction to clear the track. Additionally, Applicants are expecting to increase average train lengths as traffic gets further consolidated. But, under the Growth Plan, longer trains will likely increase the delays to Amtrak trains because, on the routes

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[11] Per train counts in Apr. 30, 2026 Merger Application Electronic Appendices E and M (as corrected Sept. 4, 2026) for segment 10157.

[12] *See* Federal Railroad Administration, Springfield Rail Improvements Project Final Environmental Impact Statement, Vol. II, Section 2 (Purpose and Need), at 2-5, 2-17.

[13] *See* Applicants' Electronic Appendices E and M, segments 12149 and 12303

Amtrak uses other than the *Crescent* route between New Orleans and Atlanta, Applicants do not appear to be making similar investments in expanding siding and yard infrastructure to accommodate them. On that route NS plans seven siding projects and one double-track extension, including a new 14,000-foot siding at Pearl River, LA and a longer, faster siding at Lumberton, MS between New Orleans and Meridian. DB counts all eight in Section IV; even after them, the Hawkes to Basic stretch, discussed at length *infra*, has no siding long enough for 14,000-foot trains and, therefore, remains the bottleneck on the corridor. In other words, because there will be more trains that exceed siding lengths (or are too long to sit in a yard) the number (and length) of FTI delays where Amtrak must either follow a long freight train *or* sit in the siding until the freight train clears the segment, will both increase.

i. DB notes that UP is one of the most aggressive Class I railroads when it comes to running longer freight trains. According to RailState,[14] 10% of UP's trains in the Southwest (including the route of the *Sunset Limited*) are longer than 2.5 miles.[15] And, the Application expressly says that NS will adopt UP's train length strategy nationwide.[16] This creates particularly high-risk exposure to Amtrak trains that currently operate on NS. For example, although the Merger Application fails to specify every location where these longer trains will operate, the pattern of investment on the NS Crescent Corridor indicates Applicants' plan to run

[14] RailState is a data analytics company that provides real-time, independent visibility into the North American freight rail network

[15] RailState. January 7, 2025 "Long Trains in the US Southwest" published in Railway Age, available at https://www.railwayage.com/freight/class-i/long-trains-in-the-u-s-southwest/ (December 2024 data).

[16] UP-NS Operating Plan, § 10.1.2.1; Apr. 30, 2026 Merger Application Vol. 2, p. 801.

trains up to 15,000 feet long *in addition* to running an additional 8 to 10 trains per day on single track sections.[17]

ii. There is historical evidence to demonstrate this likely outcome. Beginning in 2018, many Class I railroads started making concerted efforts to lengthen their freight trains. Amtrak's delay records show that delay from following long freight trains rose from an average of 32 minutes per 10,000 train-miles in 2014 to 2017 to 61 minutes per 10,000 train-miles in 2019 to 2022.[18]

h. Planned capacity projects: The factor reflects the infrastructure projects UP and NS have planned to accommodate the increased traffic on their network. In their Application, UP and NS commit to mainline capacity projects in key corridors both independently and as part of the merger. For example, Applicants have planned main line capacity projects located along the following Amtrak routes: (1) *Sunset Limited* (one merger project and two projects UP planned before the merger, all on the Gila Subdivision between Yuma, AZ and Tucson, AZ); (2) *Lake Shore Limited* and *Floridian* (one project along the NS Chicago Line at Butler, IN); and (3) *Crescent* (NS New Orleans, LA to Atlanta, GA corridor on the NO&NE and Birmingham Subdivisions). Assuming these capacity projects are completed, DB expects they may add *some* capacity, thereby reducing the exposure risk.

i. For the purposes of the corridor exposure ratings, DB assumed that new second main track and siding extensions (but not new crossovers) would improve capacity and

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[17] Merger Application Vol. 2 at pp. 908 to 912

[18] Nat'l Academies of Sciences, Engineering, and Medicine. 2024. Long Freight Trains: Ensuring Safe Operations, Mitigating Adverse Impacts. Washington, D.C.: The Nat'l Academies Press. *Available at* https://doi.org/10.17226/27807, at p. 96.

slightly reduce Amtrak's risk exposure. However, a more detailed RTC-style simulation analysis would more accurately determine if the projects will mitigate potential harms to Amtrak.

ii. Applicants, however, appear to have over designated certain infrastructure as "Main Line Capacity" improvements.[19] For example, Applicants have so-designated a pair of cab signal removal projects along Amtrak routes *Floridian* (Cleveland to Pittsburgh) and *Pennsylvanian* (Pittsburgh to Harrisburg)). In that regard, the Application describes two projects as replacing the legacy NS cab signal systems with a modern PTC system. But, as the Board knows, PTC is primarily a safety-overlay system that does not inherently increase line capacity. The Merger Application describes these investments as primarily enabling UP locomotives (which do not have cab signals) to operate over these NS routes without restriction. Therefore, DB does not expect these signal projects to significantly mitigate the capacity impacts of increased freight train counts due to the merger. Indeed, signal changes add no track or meet/pass locations, and meet/pass locations are what limit capacity on the corridor**s**.[20]

i. Other factors: This factor recognizes that there may be other unique factors about individual corridors may warrant scoring adjustments. An example of such a factor is directional running, where UP runs freight trains mostly in one direction on each of two parallel lines, so Amtrak trains must either run against the flow or take a longer route (see ¶ 42(a), infra and n.26). DB added 1 point for directional running on three corridors: Los Angeles, CA, to New Orleans, LA, San Antonio, TX to St. Louis, MO, and Kansas City, MO to St. Louis. MO. DB also added points where Applicants' own capacity data show high projected use of capacity on the corridor

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19 *See* UP-NS Service Assurance Plan, § IV.B.1.b; Apr. 30, 2026 Merger Application Vol. 2, page 913-914.

20 *See* ¶ 97, infra.

after the merger: 2 points each on Los Angeles to New Orleans and St. Louis to Chicago, and 3 points on New Orleans to Lynchburg. On San Antonio to St. Louis, DB added 2 points based on its own judgment of capacity on that corridor. Applicants' public figures show 99.7% capacity utilization between New Orleans and Oliver Junction and 94.2% capacity utilization between Wellton and Picacho.21 DB did not add points on Los Angeles to San Luis Obispo, where the high use comes mainly from passenger trains. DB added 1 point on Chicago to Porter because Amtrak staff advised that the high number of trains already on this line, historically one of the worst for FTI delay, warrants added weight.

j. DB assigned a score for each factor; the scoring rubric is as follows:

Corridor exposure factor	Rubric
Change in freight train count[22]	**Single-track** 5: +10 or more trains per day ("tpd") 4: +6 to 10 tpd 3: +1 to 4 tpd **Multiple track** 3: +10 or more tpd 2: +6 to 10 tpd 1: +1 to 5 tpd 0: No change or reduction
Existing weekday Amtrak train count	1: 5+ tpd 0: 4 or fewer tpd
Existing OTP or FTI concerns	1: Yes (or COTP <60%)[23] 0: No
Planned expansion of Amtrak service	1: Yes 0: No

21 7/27 Second Submission at pp. 174, 180.

22 DB rounded each change in train count to the nearest whole train before scoring.

23 *See* n.5, supra.

Located along principal route?	1: Yes 0: No
Pass through area of concern?	2: Passes through 2 areas of concern 1: Passes through 1 area of concern 0: None
Mostly single-track corridor?	1: Yes 0: No
Planned capacity factors	0: No significant projects proposed -1: Multiple projects proposed
Other factors	+/- as needed (directional running: +1; high projected use of capacity in Applicants' data: +2 or +3; Amtrak assessment of congestion: +1)

B. Scoring Each Corridor

40. After reviewing each corridor and assigning it a score, DB identified 5 corridors that have the highest risk for degradation of Amtrak's performance due to Applicants' merger plans. DB also identified 2 corridors that it considers to be at a "medium-high" risk level for degradation of Amtrak's service. Those 7 corridors and their scores (and ratings) are:

Corridor	**Relevant Amtrak Service(s)**	**Total Score**	**Corridor Exposure Rating**
Los Angeles to New Orleans	*Sunset Limited*	11	High
San Antonio to St. Louis	*Texas Eagle*	9	High
St. Louis to Chicago	*Lincoln Service, Missouri River Runner, Texas Eagle*	8	High
New Orleans to Lynchburg	*Carolinian (Charlotte to Greensboro), Crescent, Mardi Gras Service (New Orleans), Piedmont (Charlotte to Greensboro)*	14	High
Roanoke to Manassas	*Cardinal (Orange to Manassas), Crescent (Lynchburg to Manassas),*	8	High

	Northeast Regional service to *Roanoke Service*		
Roseville to Denver	*California Zephyr, Capital Corridor (Roseville to Auburn), Winter Park Express (Winter Park to Denver)*	7	Medium-High
Chicago to Porter	*Blue Water, Floridian, Lake Shore Limited, Pere Marquette, Wolverine*	7	Medium-High

41. Below, DB provides the key reasons for its risk rating for each corridor:

a. **Los Angeles to New Orleans**: Applicants' growth plan reflects that they intend to add about 6 freight trains per day between West Colton, CA, and El Paso, TX, an increase[24] in freight traffic of 17% to 20% depending on the segment.[25] Based on DB's review, Applicants' planned infrastructure capacity project targeting this corridor will be insufficient once local trains and busier periods are counted. Indeed, UP dispatches this corridor using a "directional running" approach, which is the practice of running freight trains in one direction on a given single-track subdivision, with all traffic headed in the opposite direction operating on a parallel single-track subdivision.[26] This dispatching practice requires Amtrak to "swim upstream" against directionally running freight traffic east of Houston.

[24] Merger Application Vol. 2 at p. 762, ¶ 316; Electronic Appendices E and M, segments 10678 to 10556 and 10559 to 10563.

[25] *See* Section IV(C), infra.

[26] When UP implements this practice, it splits traffic such that each subdivision primarily sees freight trains in one direction only. UP is incentivized to do this because it simplifies dispatching of freight trains by minimizing the number of meets between trains moving to opposite direction. This, however, creates issues for Amtrak passenger trains, which are required to either: (a) travel on the longer, slower route to stay with the direction of freight traffic; or (b) swimming upstream against freight traffic to serve intermediate stations.

b. **San Antonio to St. Louis**: According to Applicants' Growth Plan, they intend to add about 3 freight trains per day around Little Rock (Bald Knob to North Little Rock), an 11% increase in freight traffic ***in an area where Amtrak reports that FTI delay is already common.***[27] Directional running in northeast Texas and Arkansas will likely cause additional delays to Amtrak trains.

c. **St. Louis to Chicago**: According to Applicants' Growth Plan, the NS line crossing over the corridor in Springfield will see about 5 more freight trains per day, a 62% increase in freight traffic, while the UP/NS interchange route crossing the corridor at Brighton Park will add about 14 freight trains per day, ***nearly triple today's level***. Compounding the risk, most of the UP-owned portion of this corridor is single track with areas where Amtrak passenger trains already experience significant FTI delays. Applicants add no freight trains along this corridor itself; the added trains cross it at-grade in Springfield, IL and Brighton Park, IL where each added freight train can hold an Amtrak train at the crossing.

i. DB scored Springfield as an area of concern under factor (f), ¶ 39(f), *supra*. There, NS' line from Kansas City, MO to Butler, IN intersects with UP's north-south line (that hosts 10 Amtrak trains a day on the *Lincoln Service* and *Texas Eagle*) at grade. Separately, DB added 2 points to this corridor under factor (i) (Other factors), ¶ 39(i), *supra*, because Applicants' capacity data show high projected use of capacity on it.

d. **New Orleans to Lynchburg**: This *corridor* has the single-highest exposure among all Amtrak routes hosted by UP or NS. Applicants' Growth Plan reflects that Applicants plan to add about 9 to 10 freight trains per day between Meridian, MS, and Austell, GA, increases in

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[27] Merger Application Vol. 2 at p. 763, ¶ 318; Electronic Appendices E and M, segment 10430.

freight traffic of 58% to 83% on the single-track segments, and about 13 freight trains per day on the double track between Austell and Atlanta, GA, ***a 31% increase in freight traffic***.[28] DB doubts that the Applicants' proposed capacity improvements will be able to fully mitigate these increases. Two areas of particular concern within this corridor are New Orleans, LA to Meridian, MS and the New Orleans Back Belt segment.[29]

e. **Roanoke to Manassas**: According to their Growth Plan, Applicants intend to add about 3 freight trains per day to the single-track corridor between Lynchburg, VA and Manassas, VA, ***a 29% increase in freight traffic***, from 9.7 to 12.6 trains per day. The corridor also carries five or more Amtrak trains each weekday; the *Cardinal*, which uses it, had FY 2025 COTP of 51.6%; and Amtrak plans to expand service here.

f. **Roseville to Denver**: Applicants' Growth Plan states that Applicants intend to add up to 4 freight trains per day between Sparks and Tule, NV, ***an increase in freight traffic of about 47%***, and 3 more freight trains per day across the Sierra Nevada between Roseville, CA, and Sparks, NV, ***an increase in freight traffic of about 29%.*** DB is concerned that this increased traffic will compound existing congestion issues across the Sierra Nevada mountains. Amtrak reports that operations east of Colfax, CA, and at the Elko, NV, yard are already congested, and that winter snow work further reduces capacity. The *California Zephyr* had fiscal year 2025 COTP of 53.2%.

g. **Chicago to Porter**: Per Applicants' Growth Plan reflects Applicants intent to add about 4 to 5 freight trains per day, an increase in freight traffic of about 8% to 12%, in the already

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[28] Merger Application Vol. 2 at p. 908; Electronic Appendices E and M, segments 10049, 10033, 10034, 10142, 10016, 10039 and 10026.

[29] *See infra*.

congested NS corridor between Chicago, IL and Porter, IN. This area has historically been a significant FTI hotspot.

42. Focusing only on corridors that have received a "High" corridor risk rating, DB rates 9 services the most at-risk for degradation of service, each because it uses one or more "high risk" corridor. They are:

Service	Relevant Corridors
Cardinal	Roanoke to Manassas
Carolinian	New Orleans to Lynchburg (Charlotte to Greensboro)
Crescent	New Orleans to Lynchburg Roanoke to Manassas
Lincoln	St. Louis to Chicago
Mardi Gras	New Orleans to Lynchburg (New Orleans)
Piedmont	New Orleans to Lynchburg (Charlotte to Greensboro)
Northeast Regional to Roanoke	Roanoke to Manassas
Sunset Limited	Los Angeles to New Orleans
Texas Eagle	San Antonio to St. Louis St. Louis to Chicago

43. In addition to analyzing at-risk corridors on UP and NS' systems, DB also analyzed projected freight traffic changes on select corridors where UP and/or NS have trackage rights over railroads on which Amtrak service operates. DB's analysis focused on segments that might be critical to Amtrak and is not a comprehensive analysis of every location where UP and/or NS trackage rights overlap with the Amtrak network.[30] Applicants plan no main line capacity project on the BNSF lines between Portland and Tacoma or over Cajon Pass (see ¶ 95, infra). The results are summarized as follows:

[30] Applicants also hold trackage rights or freight easements on other Amtrak routes where the Growth Plan adds no freight trains: BNSF near Spokane, WA (Empire Builder); Porter, IN to Detroit, MI, owned by Amtrak and Michigan DOT (Blue Water, Wolverine); the Northeast Corridor (Amtrak); and Manassas to Alexandria, VA, owned by VPRA (Cardinal, Crescent, Northeast Regional). NS also operates over CSXT between Albany, NY and Worcester, MA (Lake Shore Limited), a line Applicants' train count data do not cover.

Corridor	Owner	Relevant Amtrak Service	Freight Train Count Change	Note
Portland to Tacoma	BNSF	*Cascades*, *Coast Starlight*	+2 tpd	UP runs on this BNSF line under trackage rights. Washington State spent about $800 million of public money upgrading it for Cascades service, so added freight uses capacity the public paid for
Cajon Pass (San Bernardino – Victorville, CA)	BNSF	*Southwest Chief*	+1 tpd	UP shares this BNSF mountain crossing under trackage rights. It is one of the busiest freight lines in the country and the Southwest Chief's only route between Los Angeles and the east.
BNSF Transcon Northeast of Kansas City	BNSF	*Southwest Chief*	+6 tpd	BNSF dispatches NS and UP traffic in the area; per the Merger Application, 6 freight trains per day are added on the NS Kansas City District that uses BNSF trackage rights.

IV. Applicants' Overstate their Capacity

44. Because of Amtrak's general concerns about UP and NS' claims about available capacity on their systems, DB was asked to review Applicants' claims on two corridors: New Orleans, LA to Atlanta, GA (on NS), and West Colton, CA to Tucson, AZ (on UP). DB chose these two corridors because they carry the two highest exposure scores in Section III: New Orleans to Lynchburg (14) and Los Angeles to New Orleans (11). DB does not dispute Applicants' arithmetic. DB applies Applicants' own formula but uses one average freight speed, 40 miles per hour, on both corridors. DB's point is that {{[redacted]}}

A. DB's Methodology for Calculating Capacity on Applicants' System

45. To calculate capacity on Applicants' systems, DB made five assumptions, four taken from Applicants' method and one, the speed, set by DB. First, DB followed Applicants' method and left out local trains (*i.e.* freight trains that serve customers along the same track and do not typically traverse the entire segment). Applicants' published train counts exclude local trains.[31] {{ }}

46. Second, DB followed Applicants' method of counting each Amtrak train the same as a freight train, even though Amtrak trains have statutory preference over freight traffic.[32] This results in overall capacity utilization being significantly ***understated*** because Amtrak's presence and priority is likewise ***understated***.

47. Third, DB added no time for track work beyond what Applicants' peaking factor already allows. Applicants fold track work, the mix of train types and uneven arrivals into one factor, which they call a peaking factor. [33] In that regard, Applicants first calculate the most trains a single-track stretch could carry in a day from the time a pair of trains needs to cross it and meet, plus a spacing allowance. They then divide that number by the peaking factor, which they explain as covering "maintenance, train mix / transit variance, and interarrival variability" (which is time lost to: track work, fast and slow trains sharing the line, and trains arriving bunched together rather than evenly spaced). The result is what Applicants call "fluid capacity." The factor allows for these effects on an average day and then applied to Applicants' train counts, which {{ }}, and it does not allow for months that run

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31 Apr. 30, 2026 Merger Application Electronic Appendix T.

32 Electronic Appendix T.

33 7/27 Second Submission at p. 375 n.5.

above the annual average, which Applicants acknowledge occur.[34] DB tests each of these separately below.[35]

48. Fourth, DB matched Applicants' methodology of treating traffic as consistent, meaning it assumed the same number of trains run every day, every month. UP based its train counts as averages across the weeks, months and year. The formula allows for uneven hours within a day, but not for materially busier days or months, which Applicants have already admitted happens. *See* 7/27 Second Submission at p. 171 (claiming review of pre-merger train performance when train counts and capacity utilization were at projected post-merger levels and purportedly finding delays "not statistically different from, and in some cases is lower than, passenger train delay at lower traffic levels.").[36]

49. Fifth, DB used one average freight speed between meeting points, 40 miles per hour, on both corridors. The faster the assumed speed, the more trains DB's formula says the track can carry.

50. DB then used Applicants' own capacity formula (the Line Capacity Methodology workpaper, described at 7/27 Second Submission at p. 375 n.5) and relaxed the assumptions one

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34 7/27 Second Submission at p. 171

35 *See* IV(B),(C) *infra*.

36 Applicants' expert, Dr. Zetenyi, states that, "after accounting for seasonal patterns and broad annual changes, passenger delay is not statistically significantly worse when CU equals or exceeds the projected post-merger level than when it remains below that level for the Relevant Amtrak Services for which this comparison can be made." 7/27 Second Submission at pp. 390 to 391, Zetenyi VS ¶ 32. That comparison cannot be made for the Crescent, Mardi Gras, Cardinal, Carolinian, Piedmont, Roanoke and California Zephyr services, among others, because their projected post-merger utilization exceeds anything in the historical data. *Id.* at p. 390 n.23.

at a time, {{)}}, to better reflect real-world conditions.

51. The first step in this process required testing the freight traffic based on the "as filed" Application. In other words, DB tested Applicants' train counts without local traffic.

52. The second step required testing, again using Applicants' own train data, but this time {{ }}. DB did this to more accurately reflect real world conditions on the segment.

53. The third step - - which DB refers to its "Base Case" - - also required testing. Like the previous steps, this used Applicants' own train data {{ }}. Based on its operating experience, DB plans main lines to use no more than 80% of their capacity, so that delays recover instead of spreading. Applicants say their fluid capacity figures are conservative.[37] But the figures they compare with demand are their High Threshold values.[38] Their peaking factor allows for track work, the mix of trains and uneven arrivals.[39] ***But it does not allow for busier months***: Applicants' train counts are annual averages, and Applicants acknowledge that train counts vary from month to month.[40] A 20% reserve covers a month about 25% busier than average. It is also less cautious than international guidance: the

37 7/27 Second Submission at p. 179.

38 *Id.* at p. 180.

39 *Id.* at p. 375 n.5.

40 *Id.* at p. 171.

International Union of Railways (UIC) proposes that mixed passenger and freight lines be occupied no more than 75% of the time in the peak hour and 60% over the day.[41]

B. Capacity on Atlanta to New Orleans is Overstated

54. DB selected this corridor for analysis because of its importance to Amtrak's *Crescent* and *Mardi Gras* [42]and because Applicants acknowledge that operations in the New Orleans area can become congested and because NS and others have raised concerns about Meridian and the Back Belt.

55. To perform its capacity analysis, DB divided the Atlanta to New Orleans corridor into five segments. Each segment, including its length and whether it is single or double tracked is set forth below:

Segment	Length (Miles)	Track
Back Belt[43] (New Orleans)	4	Terminal (junctions and crossings inside NS's New Orleans terminal; not tested as line capacity)
New Orleans, LA to Meridian, MS	194	Single
Meridian, MS to Burstall, AL	139	Single
Burstall, AL to Birmingham, AL	21	Double
Birmingham, AL to Austell, GA	141	Single

41 UIC Code 406, Capacity (2d ed. June 2013), at 29, Table 1. *See also* Merger Application Vol. 2 at p. 1012, ¶ 353 ("Applicants plan traffic flows so main lines operate below their maximum capacity.")

42 Merger Application Vol. 2 at p. 715, ¶ 224

43 The Back Belt is a 4-mile portion of track between East City Junction and Oliver Junction that is shared by both the Crescent and Mardi Gras services.

56. Applicants' Growth Plan shows that they plan to add the following number of freight trains to each segment of the Atlanta to New Orleans corridor[44]:

a. Back Belt: +8 trains per day

b. New Orleans to Meridian: +3 trains per day

c. Meridian to Burstall: +9 trains per day

d. Burstall to Birmingham: +10 trains per day

e. Birmingham to Austell: +9 to 10 trains per day

57. Applicants' plan to upgrade infrastructure on two segments, New Orleans to Meridian and Meridian to Burstall, *concedes that those segments will carry more traffic than they can handle today.* Applicants rely on eight projects to fix that.[45] Again, for the purposes of its analysis, DB assumed that Applicants will complete these projects.

58. DB then looked to identify bottlenecks on this segment because - - as Applicants concede - - bottlenecks dictate capacity.[46] Here, DB identified and analyzed a specific bottleneck in the New Orleans to Meridian segment: Hawkes, Mississippi to Basic, Mississippi, a distance of 35 miles.

59. In performing the first step of its analysis, DB noted that the Hawkes to Basic stretch contains *no usable siding*: the Barnett siding, at 6,081 feet, is too short to meet a train, and none of Applicants' eight projects is on this stretch. On Applicants' own formula, at an average

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[44] Apr. 30, 2026 Merger Application Electronic Appendix T (unchanged in the Sept. 4, 2026 corrections), segments 10164, 10163, 10049, 10033, 10034, 10142, 10016 and 10039; Merger Application Vol. 2 at p. 908.

[45] 7/27 Second Submission at p. 100.

[46] *See* 7/27 Second Submission at p. 375 n.5 (bottleneck capacity is the lowest capacity of the single track stretches in a segment).

speed of 40 miles per hour, this stretch can carry 12.2 trains per day, before and after Applicants' projects. But based on the as-filed Growth Plan, Applicants plan to run 14.3 trains per day over Hawkes to Basic. Stated differently, ***the stretch will be using 117% of its capacity: 2.1 trains per day too many***.

60. There is, however, one way that DB was able to make Applicants' anticipated added freight traffic workable {{ }} given the existing infrastructure limitations of the segment (*i.e.*, single track and no siding). Specifically, DB found that the stretch could accommodate the added traffic *if* all freight traffic operated at an average speed of 50 miles per hour across the entire segment. That is 10 miles per hour more than the speed DB assumes.

61. Indeed, based on the experience of DB's SMEs, freight trains traversing congested corridors travel, on average, 35 mph to 40 mph. Even if a train travels at faster speeds, *e.g.* intermodal trains, which Applicants treat as highest priority, generally travel at 55 mph *at the very most*. And, regardless of priority, all freight trains experience areas where they need to slow or stop; they also are capped to 40 mph while using turnouts and diamonds in most instances. For these reasons, DB does not consider it reasonable to base capacity on an Operating Plan that requires freight trains to travel at an average speed of at least 50 mph across the entire segment, and faster still once local trains and busier periods are counted (see ¶¶ 64 and 66, infra).

62. Under step two of its analysis, {{ }}

63. Like the analysis in step one, DB was able to make Applicants' anticipated added freight traffic fit the stretch {{ }} only if freight traffic crossed the stretch at a speed of 58 miles per hour. This is 18 miles per hour faster than the speed DB assumes.

64. In Step Three, DB added in the 20% capacity reserve to accommodate busier time periods. {{ }}

65. And, as with the previous steps, DB was able to make Applicants' Growth Plan fit the stretch's current capacity only where freight traffic traveled at 82 miles per hour. In DB's opinion, this assumption is unreasonable.

66. When analyzing the remainder of the New Orleans to Meridian corridor, there are three distinct stretches that are inadequate to handle volumes under the DB's calculated Base Case. As depicted in the chart below, those three stretches are: {{ }}

[redacted]

[redacted]}}

67. DB notes that the congestion that will occur on all stretches under DB's Base Case can be remedied on the New Orleans to Meridian corridor *if* UP/NS extends Barnett (1.7 track-miles) and add new sidings on Dragon to Shows Field and Picayune to Debry (2.8 track-miles each),[47] the projected cost of which is between $59 million to $147 million (about 7.4 track-miles at $8 million to $20 million per track mile, in 2025 dollars). Applicants' own eight projects on this route cost about $11 million per mile of new track, in 2023 dollars, which is within DB's range.[48] Across the whole route from New Orleans to Austell, not counting the Back Belt, the Base Case would need about 35.6 track-miles of new track, at an estimated $285 million to $712 million.

[47] Barnett, Dragon, Shows Field, Picayune and Derby are passing sidings or control points on NS's New Orleans to Meridian line. Each stretch named in this section is the single track between two such points.

[48] Merger Application Vol. 2 at pp. 909 to 912.

68. Based on the lack of capacity to accommodate the Base Case, DB is concerned that once Amtrak's preference rights are considered, the true capacity on the segment will be even more strained. Indeed, as stated above, Applicants' methodology counts each Amtrak train as one freight train and {{ }}.[49] But, that does not reflect real-world conditions, where {{ }} or passenger train consumes greater line capacity than a through freight train.

69. It is DB's practice, based on its operating experience, to give trains that use more track time more "slots" than a through freight train. Amtrak trains use more because their statutory preference over freight means freight trains must clear the line, often by waiting in a siding, for each Amtrak train. *See* 49 U.S.C. § 24308(c). Local trains use more because they stop on the main track to serve customers. Specifically, local trains are typically assigned 2 slots, Amtrak trains are assigned 1.5 slots, and freight trains are assigned 1 slot. {{ }}

C. Capacity on West Colton to Tucson is Overstated

70. DB next applied its methodology to test capacity from West Colton, CA, to Tucson, AZ. DB selected this corridor because of its importance to Amtrak's *Sunset Limited* service and because Applicants identify the Wellton to Picacho segment on this corridor as the only segment on the UP network where merger growth would exceed current capacity.[50]

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49 *See* Applicants' Appendix T.

50 7/27 Second Submission at pp. 96 to 97.

71. DB then used the same methodology and applied the same step-based approach to Amtrak's *Sunset Limited*. Specifically, DB analyzed the West Colton, California to Tucson, AZ corridor, a line of railroad that is 448 miles long.

72. To perform this analysis, DB divided the West Colton to Tucson corridor into six segments, which are the six UP line segments listed in the Merger Application, as follows:

Segment	Length (Miles)	Track
West Colton to Beaumont, CA	21	Double
Beaumont, CA to Niland	106	Primarily double
Niland to Yuma	58	Primarily double
Yuma to Wellton	44	Primarily double
Wellton to Picacho	166	Mix of single and double
Picacho to Tucson	52	Double

73. UP's Growth Plan shows that UP/NS plan to add the following number of freight trains to each portion of the West Colton to Tucson corridor[51]:

a. West Colton to Beaumont: + 5.9 trains per day

b. Beaumont to Niland: + 5.9 trains per day

c. Niland to Yuma: + 5.9 trains per day

d. Yuma to Wellton: + 5.9 trains per day

e. Wellton to Picacho + 5.9 trains per day

f. Picacho to Tucson: + 5.9 trains per day

[51] *See* Apr. 30, 2026 Merger Application Electronic Appendices E and M (as corrected Sept. 4, 2026) for segments 10678, 10677, 10676, 10558, 10557 and 10556. The September 4, 2026 corrections do not change the train counts on these segments.

74. Based on the planned infrastructure upgrades to the segment, UP/NS itself concedes Wellton to Picacho will carry more traffic than it can today: 35.8 trains per day against a current capacity of 35. Applicants rely on one merger project, on the Mohawk to Stoval second main track, along with two pre-merger projects, Yuma to Fortuna, AZ, and Bosque, AZ, to Shawmut, AZ, to fix that.[52]

75. DB then identified bottlenecks on this corridor. Specifically, DB identified and analyzed a bottleneck on the Wellton to Picacho portion of the route: Wellton to Colfred, a distance of 12.3 miles of single track. In reviewing same, DB made the same five assumptions as detailed above in ¶¶ 46 and 50, all of which favor UP.

76. DB then applied the same step-based approach:

a. First, DB tested the freight traffic based on the "as filed" Application;

b. Second, DB {{[redacted]}}; and

c. Third, DB tested its "Base Case" which {{[redacted]}}.

77. In performing the first step of its analysis, DB notes that the Wellton to Colfred stretch has only one siding, at Noah, and it is too short for UP's long trains to meet or pass there. Notably, this single siding is only 8,360 feet long, which is too short for the long freight trains Applicants intend on operating. UP reports a current capacity of 35 trains per day for the Wellton to Picacho segment as a whole. The segment carries 29.9 trains per day today, and UP plans to run 35.8 trains per day on it after the merger.[53]

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52 7/27 Second Submission at pp. 96 to 98.

53 7/27 Second Submission at p. 97.

78. Applicants state that a $34.1 million project to build a second main track between Mohawk and Stoval will raise the segment's capacity to 38 trains per day by the end of Year 2.[54] In DB's recomputation, after this project the tightest point on the segment is the Wellton to Colfred stretch, at 31.0 trains per day. In other words, he Mohawk to Stoval project does not change the Wellton to Colfred stretch.

79. This creates a bottleneck on the corridor, as depicted here:

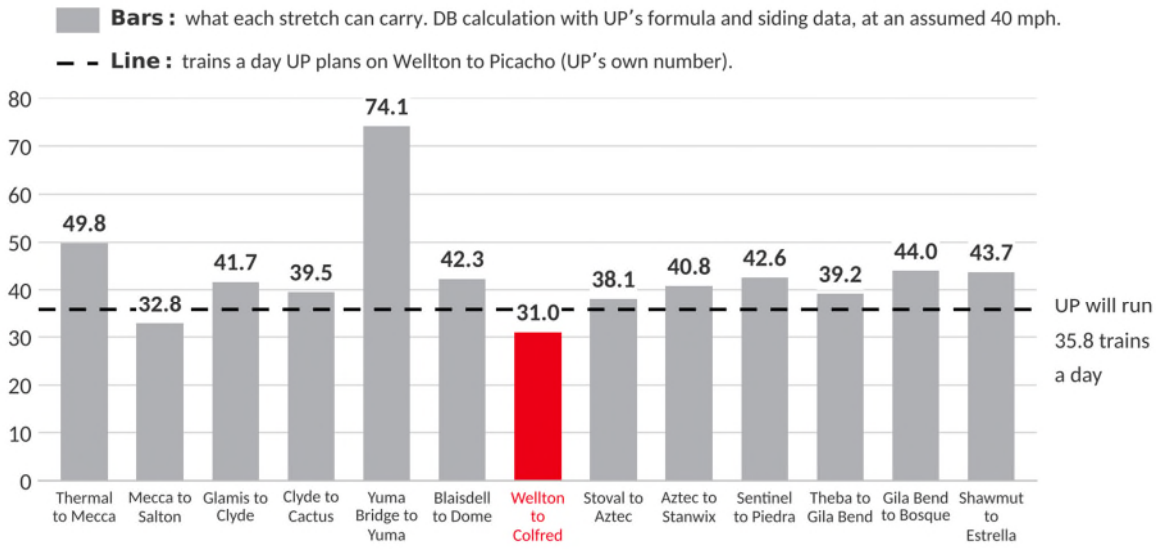


Figure 7: West Colton to Tucson: trains a day each stretch can carry, against the 35.8 trains UP plans on Wellton to Picacho

80. As stated above, Applicants plan to run 35.8 trains per day on the segment, and its tightest stretch, Wellton to Colfred, has a capacity of 31.0 trains per day. Stated differently, under Step One {{[redacted]}}, the Wellton to Colfred stretch ***will already be at-115% of its capacity, 4.8 trains a day too many***. {{[redacted]

[54] 7/27 Second Submission at p. 97; Merger Application Vol. 2 at pp. 899 to 900.

o [redacted] }}.[55]

81. This result assumes freight trains average 40 miles per hour between meeting points, the same speed DB uses on the *Crescent* route. At that speed, DB's capacity for the Wellton to Picacho segment is below the 35 trains per day UP reports for it today. Put another way, the Growth Plan fits this stretch only if freight trains average at least 52 miles per hour across it. That speed differs from the 50 miles per hour needed on Hawkes to Basic (see ¶ 61, supra) because each meet adds a fixed time for trains to clear, which weighs more on a shorter stretch: Wellton to Colfred is 12.3 miles long; Hawkes to Basic is 35 miles.

82. DB also notes that the Applicants also have longer-term plans for the area, double tracking 4.9 miles between Wellton and Noah. This will increase capacity to 45 trains a day "when an increase becomes necessary".[56] But UP/NS gives no date or cost for this project and does not list it among its merger investments.[57] DB, therefore, does not count it in its capacity analysis. If, however, UP builds it, DB's recomputation shows the segment's capacity rises to 38.1 trains per day, and the Base Case described below {{ }}, because the Stoval to Aztec stretch would become the segment's capacity bottleneck.

83. Under step two of its analysis, {{ [redacted] .

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55 7/27 Second Submission at p. 180.

56 7/27 Second Submission at pp. 180 to 181.

57 Merger Application Vol. 2 at pp. 749 to 750.

[redacted]}}

84. DB, however, was able to make UP's anticipated added freight traffic fit the capacity of the stretch only if freight traffic crossed the stretch at a speed of 58 miles per hour. That is 18 miles per hour faster than the speed DB assumes.

85. In Step Three, {{[redacted].}}

86. And, like the previous step, DB was able to fit UP's Growth Plan to the stretch's capacity only where freight traffic traveled at 95 miles per hour. ***No freight train travels that fast***.

87. When analyzing the rest of the corridor, eleven single track stretches have inadequate capacity to handle the traffic contemplated by DB's calculated Base Case. As depicted in the chart below, those eleven stretches are: {{[redacted]





88. DB notes that all stretches under the Base Case can be fixed on the West Colton to Tucson corridor if - - in addition to the three planned projects described above - - UP/NS extends double track at one end of each of these eleven stretches, from about 0.9 miles (Glamis to Clyde; Gila Bend to Bosque) to about 7.2 miles (Wellton to Colfred). At Wellton to Colfred, DB's fix needs about 7.2 miles of double track, 2.3 miles more than the 4.9 miles Applicants describe as their long-term plan to connect the Wellton and Noah sidings on that stretch (see ¶ 84, supra). In total, UP would need to add 28.3 miles of second main track, which DB estimates would cost between $226 million to $565 million (28.3 miles at $8 million to $20 million per mile, in 2025 dollars).

89. Based on the lack of capacity to accommodate the Base Case, DB is concerned that once traffic priority is considered, the true capacity on the segment will be even more strained.

Indeed, as stated above, Applicants' method counts the *Sunset Limited* as one freight train and leaves local trains out. But, that does not reflect real-world conditions, where {{ }} or passenger train consumes greater line capacity than a through freight train.

90. And, as stated above, DB's practice, based on its operating experience, to give trains that use more track time more "slots" than a through freight train. Amtrak trains use more because their statutory preference over freight means freight trains must clear the line, often by waiting in a siding, for each Amtrak train. 49 U.S.C. § 24308(c). {{ }} The Base Case assumes all trains are weighted the same. When DB counts {{ }} Bringing every stretch on the corridor to that standard would take about 35.6 miles of new second main track, at an estimated $285 million to $713 million.

V. Applicants' Planned Infrastructure Projects and the Corridor ID Program

A. Applicants' Planned Infrastructure Projects

91. In their Service Assurance Plan, Applicants repeatedly (and summarily) claim that their system either: (a) has existing excess capacity to accommodate increased freight traffic; *or* (b) will have adequate capacity once certain planned capacity projects are completed.

92. Applicants commit to investing approximately $480 million (2023 dollars) in merger-related main-line capacity projects.[58] The Application included the following map depicting the locations of these projects:

[58] Merger Application Vol. 2 at p. 896, ¶ 84.

Figure 4: Merger-Related Main Line Capacity Projects



Figure 9: Applicants' merger-related main line capacity projects

93. The Merger Application also describes several main line capacity projects that were already planned prior to the Application. DB refers to those projects as a "Pre-Merger Investment," whereas all other projects represent new projects contemplated solely due to the merger.

94. Applicants plan main line capacity projects on only two of the five corridors DB rates "High" risk (Los Angeles to New Orleans and New Orleans to Lynchburg) and on none of the other three (San Antonio to St. Louis, St. Louis to Chicago and Roanoke to Manassas). They plan none on the BNSF line between Portland and Tacoma or at the Brighton Park crossing in Chicago[59]. The following main line capacity projects are located along Amtrak routes:

[59] Merger Application Vol. 2 at pp. 749 to 750, Table 9 (Planned Investments on Main Lines). Applicants add a new intermodal train pair between Seattle and North Platte to the Cascades route, which uses BNSF between Seattle and Portland. *Id.* at pp. 757 to 758, ¶¶ 303, 305.

95. Sunset Limited: all three capacity projects are on the Gila Subdivision between Yuma, AZ and Tucson, AZ.

i. Yuma to Fortuna Double Track (about 5.6 miles new second main track, MP 737.3 to 742.9; pre-Merger Investment with an estimated completion date in 2027).

ii. Bosque to Shawmut Double Track (about 8.7 miles new second main track, MP 862.1 to 870.8, plus a set-out track at MP 890.8; Pre-Merger Investment with an estimated completion date in 2027).

iii. Mohawk to Stoval Double Track (about 6.0 miles of new second main track, MP 795.9 to 801.9; $34.1M, Year 2).[60]

b. Lake Shore Limited, Floridian: one project along the NS Chicago Line at Butler, IN.

i. CP-358 Crossover, Toledo West Subdivision (new #20 LH powered crossover at key junction in Butler, IN; $4.6M, Year 2).

c. Crescent: eight projects along NS New Orleans to Atlanta corridor on the NO&NE and Birmingham Subdivisions.

i. Pearl River New Siding, NO & NE Subdivision (3.0 miles of new 14,000 ft siding south of existing siding; centralized traffic control (signal) upgrade; $19.4M, Year 3)

[60] DB uses “Year 2” and “Year 3” as those terms are used in the Growth Plan. Because Year 1 is the completion year, “Year 2” is Completion year +1 and “Year 3” is Completion year +2.

ii. Lumberton Siding Extension, NO&NE Subdivision (extends approximately a 6,000-foot siding to more than 15,000 ft, speed 15 to 40 mph, CTC upgrade; $22.0M, Year 3).

iii. North End Meridian Double Track, Birmingham Subdivision (2.9-miles of second main track extension north from CP Breyer; $28.6M, Year 3).

iv. Toomsuba Siding Extension, Birmingham Subdivision (extends approximately 7,000-foot siding to more than 15,000 feet, speed 15 to 40 mph; $23.3M, Year 3).

v. Moundville Siding Extension, Birmingham Subdivision (extends approximately 6,000-foot siding to more than 15,000 feet, speed 20 to 40 mph; $20.7M, Year 3).

vi. Fleming Siding Extension, Birmingham Subdivision (extends approximately 9,000-foot siding to more than 15,000 feet, speed 25 to 40 mph; $16.0M, Year 3).

vii. Foster Siding Extension, Birmingham Subdivision (extends 10,000-foot siding to more than 15,000 feet, speed 30 to 40 mph; $13.1M, Year 3).

viii. Temple-Taylor Siding Extension, Birmingham Subdivision (extends approximately 10,000 foot siding to more than 15,000 feet, speed 25 to 40 mph; $11.4M, Year 3)

96. Applicants' *Crescent* corridor projects appear aimed primarily at creating more locations to hold longer trains of up to 15,000 feet. Seven of the eight projects add or lengthen sidings on the NO&NE and Birmingham Subdivisions, which host the *Crescent*. An increase in very long trains of up to 15,000 feet on these corridors will very likely cause increased delays for

Amtrak trains, especially around yards, terminals, and connecting lines where no infrastructure projects are planned to accommodate the longer train lengths.

97. In addition to the above referenced projects, Applicants' Service Assurance Plan identifies two cab signal removal projects along Amtrak routes, which Applicants have classified as "Main Line Capacity" improvements. These projects are:

a. Floridian: NS Cleveland Line cab-signal phaseout, Cleveland to Pittsburgh.

i. Cleveland to Pittsburgh Cab-Signal Phaseout Phase I, Cleveland Line + Fort Wayne Line (139 miles; PTC-only architecture; $34.3M, Year 3)

a. Pennsylvanian: NS Pittsburgh Line cab-signal phaseout, Pittsburgh to Harrisburg.

a. Pittsburgh to Harrisburg Cab-Signal Phaseout Phase II, Pittsburgh Line + Conemaugh Line (326 miles; PTC-only architecture; $37.3M, Year 3).

98. As mentioned above, *see* supra 39(h)(ii), DB does not expect these signal projects to significantly mitigate the capacity impacts of increased freight train counts due to the merger.

B. The Corridor ID Program and Applicants' Growth Plan

99. As the Board is aware, the Infrastructure Investment and Jobs Act (Pub. L. 117-58) ("IIJA") shows Congress' investment in America's rail network. Indeed, it provides unprecedented federal funding for rail improvement projects all over the country.

100. Relatedly, the IIJA also created the Corridor Identification and Development Program ("Corridor ID Program"). Specifically, Congress directed the Secretary of Transportation to "facilitate the development of intercity passenger rail corridors." 49 U.S.C. § 25101(a). As part of this process, the Secretary can receive proposals from, among others, Amtrak and regional passenger rail authorities. 49 U.S.C. § 25101(b).

101. For each corridor selected, "the Secretary shall partner with the entity that submitted the proposal, relevant States, and Amtrak, as appropriate, to prepare a service development plan . . ." 49 U.S.C. § 25101(d). The Secretary's authority under the IIJA has been delegated to the FRA. *See* 49 C.F.R. 1.89(a).

102. On December 8, 2023, the FRA announced it had selected 69 corridors across 44 states through the Corridor ID Program which will "drive future passenger rail expansion."[61]

103. According to the FRA, the initial round of selections "aim[ed] to upgrade 15 existing rail routes, add or extend service on 47 new routes, and advance 7 new high-speed rail projects, creating a pipeline of intercity passenger rail projects ready for implementation and future investment."[62]

104.

DB performed a high-level analysis of existing and projected train count data provided in the Merger Application with corridors on the FRA Corridor ID program. Where a Corridor ID corridor overlaps with existing Amtrak service, the table below refers to the exposure analysis above.

105. Corridors within the Corridor ID Program with moderate to high existing freight traffic *and* a projected increase in freight volume are at risk due to the proposed merger. DB has identified the following corridors as being at risk based on Applicants' Growth Plan:

Corridor	**Host**	**Sponsor**	**Threat Analysis**
Atlanta to Savannah	NS	Georgia DOT	Applicants plan to add 1 to 2 freight trains per day.
Charlotte to Kings Mtn., NC	NS	North Carolina DOT	*See* New Orleans to Lynchburg analysis. Applicants plan about 4 more trains per day between Spartanburg and Charlotte.

61 https://railroads.dot.gov/sites/fra.dot.gov/files/2023-12/FRA%2013-23.pdf

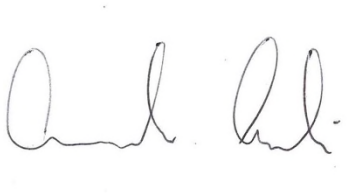
62 *Id.*

Cleveland-Columbus-Dayton-Cincinnati (3C&D)	NS	Ohio Rail Development Commission	Applicants plan to add 2 freight trains per day; this line is already busy approaching Cincinnati
Cleveland-Toledo-Detroit	NS	Ohio Rail Development Commission	Applicants intend on adding about 6 to 7 trains per day on the Chicago Line between Toledo and Cleveland; the line between Toledo and Detroit already handles moderate freight traffic.
Coachella Valley Rail	UP	California DOT	Applicants plan about 6 more freight trains per day (19% to 20%) on UP's Yuma Subdivision between Colton and Indio, which this service would use. DB's capacity test found no short single-track stretch between Colton and Indio; the short stretches begin east of Indio.
Commonwealth	NS	Virginia DRPT	Virginia DRPT plans this service between Hampton Roads and the New River Valley via Richmond and Charlottesville, sharing the NS line between Charlottesville and Christiansburg with the Washington to Bristol corridor. On those NS segments, Applicants plan about 1 to 3 more freight trains per day.
Houston to San Antonio	UP	Texas DOT	On UP's Glidden Subdivision between Houston and San Antonio, part of the Los Angeles to New Orleans corridor, Applicants plan about 2 more freight trains per day (7% to 15%).
I-20 Corridor Intercity Passenger Rail Service	UP, NS	Southern Rail Commission	Applicants plan to add 2 freight trains on UP between Dallas and Shreveport and about 4 on the NS Meridian-Jackson segment, doubling NS trains from 3.9 to 7.7 trains per day.
Phoenix to Tucson	UP	Arizona DOT	This service would likely use UP's Phoenix Subdivision between Phoenix and Picacho, where Applicants add no freight trains (about 4 per day today), and the Gila Subdivision between Picacho and Tucson, where they add about 6 (17%). The line between Picacho and Tucson is double track.
Washington, DC to Bristol, VA; New River Valley Extension	NS	Virginia DRPT	Applicants' Growth Plan adds about 1 freight train per day between Roanoke and Walton, a line that already carries about 28 freight trains per day. Applicants' data also show 4 more passenger trains per day west

			of Roanoke. Those trains are Amtrak's planned extension to the New River Valley under Virginia's 2024 agreement with NS, under which Virginia funds the infrastructure the service needs; the merger does not add them.
Winston-Salem to Raleigh, NC	NS	North Carolina DOT	Applicants plan about 3 more trains per day on the NS main line through Greensboro.

106. Accordingly, Applicants' planned increases in freight traffic on these corridors may stand as an obstacle to the goal of the Corridor ID program, which is to expand passenger rail service across the United States.

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Dated: November 18, 2026

_____

Andreas Aeppli
Principal Consultant
DB E.C.O. North America Inc.

EXHIBIT A

Andreas E. Aeppli

Principal Consultant
DB E.C.O. North America Inc.

Education

M.S., Transportation, Massachusetts Institute of Technology, 1988
B.A., Economics, Claremont McKenna College, 1983

Professional Employment History

DB E.C.O. North America Inc.
Principal, January 2024 – present

Cambridge Systematics, Inc.
Principal, February 2015 – January 2024
Senior Associate, May 2008 - February 2015

Global Insight (USA), Inc.
Principal, 2005-2008

Robert Reebie & Associates, Inc.
Principal, 2000-2005

A&L Associates, Inc.
President, 1987-2013

Chicago & North Western Transportation Co.
Manager, Marketing, 1983-1986

Professional Experience

DB E.C.O. North America

Various Confidential Clients, UP-NS Merger Support. Mr. Aeppli is serving as Principal-in-Charge for these efforts, coordinating with the clients, their counsel, assessing STB actions, developing client strategies, and overseeing QA/QC.

Northern New England Passenger Rail Authority (NNEPRA), *Downeaster* Service Development Plan (SDP). DB is leading the creation of a new SDP that will produce a blueprint for advancing the successful Boston-Portland-Brunswick Amtrak *Downeaster* service into the 2030s and beyond. Andreas is serving as the Principal-in-Charge, leading the project team in all elements of the Plan.

Washington Department of Transportation, State Rail Plan (2025). DB, as part of a team, is presently developing an updated State Rail Plan for Washington. Mr. Aeppli is overseeing railroad and shipper outreach for the plan, along with the freight-related elements.

Amtrak, Project Development Phase Services for Chicago Hub Improvement Program Chicago Rolling Stock Yard Storage and Expansion Assessment. DB as part of a team, assessed access and capacity needs for two properties that Amtrak was considering acquiring to support their long-term operational needs.

VIA Rail Canada, Canadian Transportation Agency (CTA) Train Service Agreement Proceeding. For a proceeding before the CTA, Mr. Aeppli is presently serving as a senior advisor on behalf of VIA Rail Canada in an administrative proceeding against Canadian National Railway Company (CN).

California High Speed Rail, Early Train Operator (ETO). Since 2017 DB has been providing a range of capabilities in support of the CHSRA's efforts to implement high speed rail service in California that includes all facets of operations planning, regulatory compliance, rolling stock specification, cost and economic analysis, and business planning.

City of Chicago, Chicago Region Environmental and Transportation Efficiency (CREATE) Program Support. Established in 2003, the CREATE Program is a public-private partnership of the Class I railroads, passenger operators Metra and Amtrak, and public agencies that include Illinois DOT, the City of Chicago, and the federal government that has sought to improve Chicago's rail network to meet the evolving demands of the 21st century through a set of 70 strategic investments.

City of Chicago, Rail Futures Study II: Rail's Regional Impact. Mr. Aeppli is presently reprising his leadership in examining the impact of rail on Chicago and the surrounding region the purpose of which is to ensure that the region's transportation system and programs such as CREATE remain in alignment with the economic, livability, and mobility goals of the region.

Cambridge Systematics (CS)

Vermont Agency of Transportation (VTrans), Increasing Gross Weight Limits on Highways. As Principal-in-Charge, Mr. Aeppli oversaw the development of a legislative report that examined the impacts of increasing the permissible gross vehicle weight of motor vehicles from 99,000 pounds to 107,000 pounds over six axles and 117,000 pounds over seven axles on an annual special permit basis. The report focused on seven topics, quantifying the direct impacts on Vermont's highway bridges and pavements, revenue strategies, impacts to shippers, and safety.

Portland Metro, Regional Freight Delay and Commodities Movement Study. Mr. Aeppli served as Principal-in-Charge to evaluate the level and value of commodity movement on the regional freight network within each of the mobility corridors identified in the Regional Transportation Plan's Mobility Corridor Atlas.

Ohio Rail Development Commission (ORDC), On-Call for Grant Application Technical Support. Mr. Aeppli functioned as the Principal-in-Charge for a series of projects entailing development of impact analyses for a range of proposed railroad investments in support of federal grant applications.

Massachusetts Department of Transportation (MassDOT), Freight Plan Update. Mr. Aeppli served as a Senior Advisor of this 2023 freight plan update.

Montana Freight Plan Update (2022). As part of a team led by Kimley Horn and Associates (KHA), Mr. Aeppli served as the Principal-in-Charge for CS engagement in this effort.

CN Railway, Surface Transportation Board Docket EP 704, Review of Commodity, Boxcar, and TOFC/COFC Exemptions. Mr. Aeppli oversaw an analysis that identified the degree to which each of the EP-704 commodities were subject to modal competition, and examined the typical length of haul for these commodities by mode.

CN Railway, CP-KCS Merger Analysis. Mr. Aeppli served as project manager for an effort that examined the multi-modal competitiveness across a set of specific commodities in the context of a potential combination of KCS and CP.

CN Railway, Analysis of Modal Competition for Surface Transportation Board Docket Ex Parte-711, Petition for Rulemaking to Adopt Revised Competitive Switching Rules Mr. Aeppli oversaw development of an analysis of the competition between rail and competing modes for an STB proceeding that was considering mandating reciprocal switching access to shipper facilities that are served exclusively by a single carrier.

National Railway Labor Council (NRLC), Assessment of Rail Industry Economic Performance. As part of a team, Mr. Aeppli oversaw the development of various elements of an Exhibit submitted before the Presidential Emergency Board (PEB) 250.

Maine Department of Transportation, Statewide Rail Plan. Mr. Aeppli served as the Principal-in-Charge of this 2023 statewide rail plan update. Successor to the 2014 Plan, the 2023 Plan was developed in a dynamic environment, which included re-entry of Class I railroads into the state, growth of Amtrak *Downeaster* service, and the after-effects of the COVID-19 pandemic.

Rhode Island Public Transit Agency (RIPTA), Action Plan for Electrification and Service Growth. As part of a team led by AECOM, Mr. Aeppli served as a senior advisor to develop an implementation plan for migrating the agency's revenue fleet to zero emissions.

Port of Long Beach, Pier B On-Dock Rail Dock Facility (Phase 2) MEGA 2022 Grant Application. Mr. Aeppli served as senior advisor to develop a grant application for a set of improvements that were part of a larger overall initiative..

Confidential Client, Review of Business Case for Passenger Rail Operating Concession. For a new private intercity passenger rail service, Mr. Aeppli served as a senior advisor to a potential operator. The work entailed a review and validation of a ridership and revenue study that underlies the business case for the service, including concession fees.

Massachusetts Department of Transportation, Northern Tier Passenger Rail Study. Mr. Aeppli served as project manager for CS, as part of a team headed up HNTB, to evaluate the potential for implementing passenger rail service along Massachusetts' Northern Tier corridor between Boston, Greenfield, North Adams, and Albany, NY.

Vermont Agency for Transportation (VTrans), US/Canadian Border Regions Project. For a consortium of federal, state, and provincial agencies, Mr. Aeppli served as the Project Manager of an effort to facilitate and coordinate communication for a series of transportation and border crossing facilities projects that are being completed in the US/Canada border regions of Vermont and eastern New York State.

Metrolink (Los Angeles), Zero Emissions Vehicle Pilot Implementation Plan V2 (PIP 2.0). Mr. Aeppli served as Project Director for this effort to provide a roadmap for Metrolink's vehicle and facility planning to meet the goals of the Metrolink Climate Action Plan (CAP). PIP 2.0 provided recommendations for a technology and vehicle type that would be suitable for a pilot implementation program and for future Metrolink zero emissions investment.

Confidential Client, Independent Review of Business Case for Proposed Passenger Rail Rolling Stock Investment. Mr. Aeppli managed an evaluation of the key factors that would influence the financial performance of a proposed investment in the highly uncertain environment around the COVID-19 pandemic.

City of Chicago, Southwest Industrial Corridor (SWIC) project. Mr. Aeppli served as Principal-in-Charge for this project, for which the initial effort entailed an in-depth examination of how to address livability, equity, and environmental quality needs and concerns of the neighborhoods in the heavily commercial/freight-oriented southwest region of the City, and the 31st Street Corridor in particular.

Maine DOT Highway Grade Crossing State Action Plan (SAP). Mr. Aeppli served as the Principal-in-Charge for a plan that was developed in accordance with the Federal Railroad Administration's December 2020 directive.

Virginia DOT, At-Grade Crossing State Action Plan (SAP). Mr. Aeppli served as CS' Project Manager to develop an SAP as part of a team. Following FRA guidance, the SAP leveraged stakeholder input and current risk assessment and prioritization methodologies to produce a set of actions that reflect the present and future needs of the Commonwealth.

Massachusetts Department of Transportation (MassDOT), Public Transportation Agency Safety Plans (PTASP). Mr. Aeppli served as Principal-in-Charge for a project that entailed an informational effort and subsequent development of PTASPs for eight of eleven eligible Massachusetts Regional Transit Authorities.

Missouri Department of Transportation, Economic Impact of Amtrak's *Missouri River Runner* Passenger Rail Service. As part of developing Missouri DOT's combined Freight and Rail Plans, Mr. Aeppli served as a senior advisor in analyzing the transportation, tourism, and economic development impacts of its twice-daily St. Louis to Kansas City intercity rail service.

Arkansas DOT Statewide Grade Crossing Safety Action Plan Mr. Aeppli served as the Principal in Charge for an effort to produce a Plan that will comply with the recently issued Federal Railroad Administration (FRA) State Highway Rail Grade Crossing Safety Guidance.

Vermont Agency for Transportation (VTRANS), Statewide Rail and Freight Plan updates. Mr. Aeppli served as Principal-in-Charge to update both Vermont's 2012 Freight and 2015 Rail Plans. Fully compliant with current federal guidance, the plans build on the detailed analysis

conducted in the previous plans, focusing on changes that have affected Vermont, its economy, goods movement, prospects for the future, and identification of future policy and investment needs.

Sherman-Denison (TX) MPO, Freight Mobility Plan Phase III. In this third phase of an ongoing effort to develop a comprehensive freight plan for Grayson County, TX, Mr. Aeppli served as a senior advisor to a CS team advising SDMPO on how to facilitate mobility, efficiency, and economic growth through freight rail.

Vermont Agency of Transportation, Autoroute 35 to Highgate Springs Impact Analysis. Mr. Aeppli oversaw a project to gain a clearer understanding of the potential primary impacts that will arise in the vicinity of Highgate Springs during the period when Autoroute 35 and other border improvement projects are under construction.

Minnesota Department of Transportation District 3 Freight Plan. Mr. Aeppli served as a Senior Advisor for a regional freight plan that provided a fine-grained examination of freight system performance, needs, and issues in the north central region of the state. The work entailed close engagement with regional MnDOT staff, local planning agencies, and private sector stakeholders.

Port Authority of New York and New Jersey, New York Cross-Harbor Freight Tier II EIS. As part of a joint venture, Mr. Aeppli assisted in the development of a Tier II Environmental Impact Statement (EIS) for improving goods movement by rail between Long Island, New York City, and the regions west of the Hudson River.

Florida DOT District 4, CRISI Grant Application for Grade Crossing Improvements. Mr. Aeppli served as senior advisor in the preparation of a complete grant application for the USDOT's Consolidated Rail Infrastructure and Safety Improvements (CRISI) program.

Chicago Department of Transportation, Chicago Region Rail Traffic Trends. Mr. Aeppli served as senior advisor to the first comprehensive analysis of freight rail in Chicago since he co-directed Reebie Associates' 2003 **Freight Rail Futures Study**.

Southern California Association of Governments, Integrated Passenger and Freight Rail Forecast. Mr. Aeppli led CS' efforts as part of a team in assessing the future investment needs of Southern California's primary rail network to support projected passenger and freight traffic through 2045.

Utah Department of Transportation, Moab - Salt Lake City Passenger Rail Feasibility Study. Mr. Aeppli served as project manager for a high-level assessment of the potential for implementing passenger rail service between Moab, UT and Salt Lake City..

Chicago Metropolitan Agency for Planning, Illinois International Port District (IIPD) Master Plan. Mr. Aeppli served as senior advisor, applying his expertise in waterborne freight, rail, and trucking to develop and assess opportunities for logistics-related development in the Port District in the context of the greater Chicago region's ongoing evolution as North America's largest inland logistics hub and the particular multi-modal capabilities and geographic location offered by IIPD.

Volpe National Transportation Center, Transit Asset Management Guide Supplement Update. Mr. Aeppli developed revisions to the FTA's *Asset Management Guide Supplement: Asset Class Overviews and Lifecycle Management* (2012) to better align the asset categories with the definitions

contained in the 2016 TAM rule and to confirm that the standards and practices highlighted are still consistent with overall industry state of the practice.

Southern California Association of Governments (SCAG), Transit Asset Management Target Setting. Mr. Aeppli served as a senior advisor to this effort to develop a performance measurement framework and inventory capital asset replacement needs for the 100+ transit operators across SCAG's six-county region in support of Federal State of Good Repair guidelines, the SCAG Regional Transportation Plan, and Federal Improvement Program reports.

LA Metro Freight Plan, Support Development of Coordinated Rail Investment Program. Mr. Aeppli served as a Senior Advisor on rail-related topics during the development of a multi-modal freight plan that addressed the complex needs and issues facing goods movement in the County. A primary outgrowth were some initial steps in developing a robust initiative that will help ensure that Southern California's joint use freight and passenger main lines meet 21st century needs.

South Florida Regional Transit Authority (SFRTA), Transit Asset Management Plan and TransAM Deployment. Mr. Aeppli served as a senior advisor to develop their first ever Transit Asset Management Plan (TAMP) in accordance with FTA guidance.

Virginia Department of Rail and Public Transportation (DRPT), Planning Level Rail Capital Cost Estimating Tool. Mr. Aeppli served as a Principal in Charge and Senior Advisor to this effort to develop a capital cost estimation tool for proposed investments in the State's passenger and freight rail network, similar to what VDOT uses for highway planning level cost estimates. The tool helps to readily assess cost estimates of proposed projects and facilitates understanding of the "true cost of rail" to decision makers.

Washington Department of Transportation, 2020 Washington Statewide Rail Plan. Mr. Aeppli served as the Principal in Charge for CS' involvement in an effort to provide critical content to WSDOT for its creation of a new Statewide Rail Plan.

Pennsylvania Department of Transportation, 2021 Statewide Rail Plan. As a collaborative effort with AECOM, Cambridge Systematics developed a comprehensive rail plan that reflects the complexity of Pennsylvania's passenger and freight rail system and is fully FRA compliant. Mr. Aeppli, who served as CS' Principal in Charge, focused on the freight elements of the plan.

Pioneer Valley Transportation Authority (PVTA), Tier I Transit Asset Management (TAM) Plan Mr. Aeppli managed development of PVTA's TAM Plan that covered all nine federally required required elements.

Orange County New York Department of Planning, Tier II Transit Asset Management Plan. Mr. Aeppli oversaw development of a Tier II TAM Plan for a county government that acquires and holds rolling stock and other assets for FTA 5307 operators.

Southern California Edison Zero Emissions Freight Concepts. With the potential for a State of California grant to acquire and install electrical infrastructure to support Zero Emissions (ZE) goods movement, SCE contracted with CS to develop potential concepts for rail and highway. CS led a team that examined ZE technologies for one or more pilots, focusing primarily on battery electric and electric catenary truck, and rail electrification.

Florida Department of Transportation, Updated Strategic Intermodal System (SIS) Freight Facility Identification. The intent of this project was to develop revised methodologies for determining the eligibility of freight facilities for inclusion in an updated SIS plan. Mr. Aeppli oversaw the development of revised measures using publicly available data and worked closely with GIS specialists in mapping freight assets (principally freight rail lines and terminal facilities) and assessing the impacts of proposed selection criteria.

City of Sioux City, Iowa, Rail Study – Phase II. Aeppli oversaw a team that developed strategies and recommendations to address key rail bottlenecks, improve safety and reduce community impacts, and leverage the economic opportunities that the rail services bring to Sioux City and the surrounding region. The study entailed a detailed examination of goods movement in the region, the economic impacts of rail service, and identification of obstacles to a safer and more efficient flow of goods.

Cook County Illinois, Freight Plan. Mr. Aeppli served as Senior Advisor to Cook County's first ever Freight Plan, the result of one of five foundational recommendations from the recently completed Long-Range Transportation Plan.

Alabama DOT State Highway-Rail Grade Crossing Action Plan and Railroad Directory. In 2009, Alabama was one of ten states mandated to produce a statewide grade crossing safety plans.

Alewife Commuter Rail Station study. This study identified the potential ridership and operational feasibility of an infill commuter rail station in the City of Cambridge's Alewife area for a private developer. Aeppli oversaw the analysis of train performance and schedule impacts under various scenarios using different types of passenger rolling stock.

CSX Transportation Co. (CSXT), Technical Support for Washington DC to Richmond VA Rail Improvements DEIS. Mr. Aeppli oversaw a project to provide technical support to CSXT in the review, analysis, and preparation of comments to the Tier II Draft Environmental Impact Statement (DEIS) for proposed improvements to support expanded passenger rail service on the 123-mile corridor paralleling I-95 in Virginia (DC2RVA). Cambridge Systematics technical review focused on five areas: freight traffic forecast; passenger traffic forecast; capacity and operations; economic impacts; and air quality/energy impacts.

Confidential Client, West Coast Terminal Study. Mr. Aeppli managed this examination of potential alternatives for a new West Coast bulk export terminal, the purpose of which was to assist the client in identifying the most optimal path to pursue. This in-depth effort included working with an engineering subcontractor to develop conceptual design and capital cost estimation of five terminal sites, along with analysis of operational costs, permitting requirements, risks, institutional considerations, and rail service.

Confidential Client, Common Fleet Study. As project manager, Mr. Aeppli oversaw an assessment of the potential benefits and costs that would result from consolidating the railcar fleets of participating member producers. The analysis focused on the operational, administrative, infrastructure, financial, and marketing impacts of potential consolidation, the individual producers, and the serving railroad.

Arizona DOT, **Overweight Permit Fee Structure Development: TAC #4.** The purpose of the study was to examine the impacts on roadway infrastructure that would result from relaxing truck weight limits between the Arizona border and the Tucson Inland Port, the intent of which would be to streamline the flow of goods moving to and from Mexico.

Confidential Client, Technical Analysis for Surface Transportation Board Docket Ex Parte-704, *Review of Commodity, Boxcar, and TOFC/COFC Exemptions*. Mr. Aeppli served as project manager to provide supporting testimony and analysis for an STB submission.

Caltrans, California Statewide Rail Plan (2018). Mr. Aeppli served as Senior Advisor and Task Manager for CS' participation in this PRIIA-compliant rail plan sets forth the state's vision, goals, policies and investment strategies for freight and passenger rail transportation throughout California, along with its North American linkages.

Colorado Department of Transportation, Statewide Rail and Freight Plans Mr. Aeppli served as a senior advisor developing a FAST Act compliant Multimodal Freight Plan and a PRIIA-compliant State Rail Plan.

Commonwealth of Massachusetts, Statewide Freight Plan. Mr. Aeppli served as the Principal-in-Charge of this 2017 update to the Commonwealth's 2010 Freight Plan.

Hennepin County, Minnesota, Freight Study. Mr. Aeppli served as principal in charge for this freight study, the purpose of which was to gain a fundamental understanding of how Hennepin County's transportation networks are being used for the handling of freight, and how these uses are evolving.

South Dakota Department of Transportation, Agricultural Freight Data Improvement Study SD2014-09. Mr. Aeppli oversaw completion of a study to integrate new and commonly used sources of agricultural data to examine current and future freight transportation demand on rural transportation systems.

Virginia Department of Rail and Public Transport (VDRPT), TransAM Asset Management System Implementation. Mr. Aeppli managed the deployment of Cambridge Systematics' TransAM software for VDRPT, which oversees over 70 transit agencies and FTA Section 5310 grantees.

Vermont Agency for Transportation (VTRANS), Autoroute 35 Cross-Border Traffic Study. Serving as the Principal-in-Charge, Mr. Aeppli administered this effort to develop estimates of passenger and freight traffic that would cross over the border at Highgate Springs, along with the effects on the other nearby border crossings in Vermont and New York.

Minnesota Department of Transportation, Statewide Freight Plan. Aeppli served as senior advisor and project manager for this freight plan that was completed in 2016.

Port of Long Beach, Freight Rail Primer. Mr. Aeppli examined various rail capacity analyses of the Port's rail infrastructure, the strengths and weaknesses of the analytical approaches used, and other available options.

Chicago Region Environmental and Transportation Efficiency (CREATE) Program GS-21A 95th Street Grade Separation Benefit/Cost Analysis. Undertaken on behalf of the consortium that makes up CREATE, Mr. Aeppli served as the Principal-in-Charge of a benefit/cost analysis that was central to a successful $1.25 million application under the FRA's Safe Transportation of Energy Products (STEP) by Rail Program.

Massachusetts Regional Transportation Agencies (MARTA), TransAM Asset Management System Deployment. Under the leadership of the Pioneer Valley Transportation Agency (PVTA), Mr. Aeppli oversaw the deployment of Cambridge Systematics' TransAM tool for a consortium of 14 public transit agencies located in the Commonwealth of Massachusetts.

Northeast Corridor Commission (NECC), Northeast Corridor Right-of-Way Cost Allocation Study. Mr. Aeppli served as CS' Project Manager for a study that examined methods by which right-of-way maintenance and capital costs can be accurately and fairly allocated across the Northeast Corridor's (NEC) broad range of commuter, intercity, and freight operators.

Greenbrier, Inc., Analysis of Proposed PHMSA-2012-0082 (HM-251) Rulemaking, **Hazardous Materials: Enhanced Tank Car Standards and Operational Controls for High-Hazard Flammable Trains**. Mr. Aeppli oversaw analysis to help formulate discussion points in response to a report developed by the Brattle Group on behalf of the Railway Supply Institute Committee on Tank Cars (RSI-CTC), and to develop independent assessments of quantitative projections related to tank car shop and construction capacities.

Vermont Agency for Transportation (VTRANS), Statewide Rail Plan. Superseding the last plan completed in 2006, this PRIIA compliant plan reflects the extensive changes that had occurred in Vermont railroading, the funding environment, and the strong growth of the State's intercity passenger service, and commitments by the State to see further improvement.

Minnesota Department of Transportation (MNDOT), Rail Plan Update. Following up on the award winning 2010 Rail Plan, Aeppli served as Project Manager for this update completed in 2016.

Indiana Railroad/CSX Indianapolis Intermodal Terminal Study. Mr. Aeppli oversaw an analysis of the traffic potential for an expanded intermodal facility in the Indianapolis metropolitan region. Volumes were estimated using a competitive service model that compares anticipated service performance with other highway and rail options for each potential lane.

A Better City, South Boston Waterfront Transportation Study. For a consortium of public stakeholders, Mr. Aeppli oversaw development of the freight elements of a comprehensive transportation plan, including identification of principal freight-related uses, long-term trends, and potential impacts on existing industrial users.

FHWA Office of Transportation Policy Studies (HPTS) Intermodal Transportation and Inventory Cost Model (ITIC) Mode Shift Model Review and Assessment. As part of a review of key policy-level analytical tools, Mr. Aeppli conducted an in-depth analysis of the ITIC model, and alternatives.

BNSF Performance Assessment of Intermodal Terminal Connector & Collector Roadways. Mr. Aeppli oversaw this assessment of the capacity and designation of intermodal connector and collector roads serving BNSF TOFC/COFC intermodal terminals.

Virginia DOT Office of Intermodal Planning and Investment (OIPI), Freight Trends Assessment. Aeppli served as project manager for a trends assessment that illuminates how the future of Virginia's transportation system will be affected by changes in the types, locations, and travel demands of major economic generators and freight movement patterns and modes.

New Mexico DOT Amtrak *Southwest Chief* Impact Study Mr. Aeppli oversaw this 2014 analysis of the impacts of a potential reroute of Amtrak's *Southwest Chief* from its historic Santa Fe route through western Kansas, Southeastern Colorado, and Northeastern New Mexico to BNSF's Transcon route through Amarillo, Texas.

Vermont DOT, Development of Cost-Benefit Analysis for Grade Crossing Improvements Mr. Aeppli oversaw a benefit-cost analysis of proposed improvements for a set of three grade crossings on the Clarendon & Pittsford, used by Amtrak's *Ethan Allen* service.

South Dakota Department of Transportation, Statewide Rail Plan. Mr. Aeppli served as a senior advisor in the development of this PRIIA-compliant rail plan, completed in 2014.

Washington Department of Transportation, Washington Statewide Rail Plan. Mr. Aeppli served as a Senior Advisor and project manager for a State Rail Plan that was completed in 2014.

Georgia Department of Transportation, Long Range Transportation Plan. This project entailed development of an LRTP with a plan year of 2040. Aeppli participated in freight related elements, and oversaw the freight and passenger rail components of the plan.

New York Metropolitan Transportation Commission, Regional Freight Plan Update, 2015-2040 Interim Plan. Mr. Aeppli lead efforts to analyze current conditions of the rail and intermodal systems in the region, and identify critical policy, infrastructure, and operational issues that will need further examination in the upcoming integrated regional freight plan.

Etihad Rail, Assessment of North American Practice for Cross Border Rail Transportation As part of an effort to identify global best practices, Mr. Aeppli assessed the North American approach to the carriage of freight and passengers between the United States and Canada and the United States and Mexico.

Confidential Client, Rail Service Negotiation Support. For a high-volume bulk shipper, Aeppli provided assistance in negotiating the terms and conditions of long-term contracts for rail service.

Caltrans Statewide Rail Plan. Mr. Aeppli assisted in the development of the statewide Rail Plan for California completed in 2013.

Mississippi Development Authority (MDA) and Mississippi DOT, Joint Rail Corridor Economic Impact Study. Serving as Deputy Project Manager, Mr. Aeppli oversaw key elements of a study that examined the role of short line railroads on the State's economic vitality through their ability to provide competitive options for connecting businesses, ports and farms to global markets.

Confidential Client, Intermodal Terminal Market Study. For a Class I railroad, Aeppli oversaw an analysis of the traffic potential for a proposed intermodal terminal in a location that had not been substantively served by the carrier.

Confidential Client, Unserved Intermodal Lanes Study. Working on behalf of a Class I railroad, Mr. Aeppli examined linkages between highway capacity, potentially divertible freight truck trips, and the extent to which certain major highway corridors suffer from congestion now and in 2040.

Southern California Association of Governments (SCAG) Electrification Study. As part of a review of potential options to reduce freight-related greenhouse gas emissions, Mr. Aeppli oversaw

an examination of the potential benefits and costs of various electrification technologies in Southern California.

Georgia Department of Transportation Statewide Freight and Logistics Plan. Developed at the instigation of the Commission for New Georgia's Freight and Logistics Task Force, the goal of the plan was to develop public and private strategies and projects that would maintain Georgia's preeminent position as the freight and logistics hub of the Southeast.

CSX, Worcester, Massachusetts Intermodal Terminal Study. Aeppli oversaw a gate survey at CSX' Beacon Park Yard in Boston, the results of which were used to examine the catchment area of the existing terminal, and the impacts on highway usage resulting from a relocation to Worcester.

Transportation Technology Center, Inc. (TTCI) Wayside Detector Post-Audit. For this effort, Aeppli participated in conducting an economic analysis of the costs and realized benefits of several types of wayside detectors installed on North American railroads. Such detectors include Wheel Impact Load Detectors, Truck Performance Detectors (TPD), and various types of bearing detectors.

Port Authority of New York and New Jersey, Cross-Harbor Freight Movement EIS. As part of a joint venture, Mr. Aeppli assisted in the development of an ongoing Environmental Impact Statement (EIS) for improving goods movement by rail between Long Island, New York City, and the regions west of the Hudson River.

Ohio Department of Transportation, Go Ohio. Chartered by Ohio's 21st Century Transportation Priorities Task Force, Go Ohio defined a transportation system for Ohio's economic future.

VTrans ARRA Grant Application Development. Aeppli led a team that assisted VTrans in applying for grants under the Transportation Investment Generating Economic Recovery (TIGER) and High-Speed Intercity Passenger Rail (HSIPR) programs of the 2009 American Recovery and Reinvestment Act (ARRA).

Chicago Region Environmental and Transportation Efficiency (CREATE) Program Grant Application. Mr. Aeppli served as the Project Manager on an initiative to develop a Transportation Investment Generating Economic Recovery Program (TIGER I) grant application.

Minnesota Comprehensive Statewide Freight and Passenger Rail Plan. For the Minnesota Department of Transportation (DOT), Mr. Aeppli oversaw the freight elements of a comprehensive freight and passenger rail statewide plan, the first rail plan in the State's history.

Vermont Statewide Freight Plan. Mr. Aeppli led a team that examined Vermont's evolving freight transportation needs, covering all modes including highway, rail, air and water.

Vermont Western Corridor Transportation Management Plan. As part of an initiative to develop a long-term vision for the highway and rail systems along the state's Western Corridor, Aeppli assessed the potential for expanded rail freight, both as a means of furthering economic development as well as mitigation of truck traffic.

LOSSAN Rail Corridor Agency, Los Angeles – San Diego Corridor Capacity Study. Aeppli served on a team that examined the potential operational impacts of proposed infrastructure improvements in the San Diego County section of the LOSSAN corridor.

Rail Network Capacity Study. On behalf of a confidential client, Mr. Aeppli managed the development of a network-level long-term rail system capacity assessment.

I-95 Corridor Coalition, Northeast Rail Operations Study II. Conducted in two phases, the objectives of the first phase was to identify physical, operational and institutional barriers to advancing freight and passenger rail service in New York and the New England states.

I-95 Corridor Coalition. Mr. Aeppli participated in Phase II of the Mid-Atlantic Rail Operations Study (MAROps), the Mid-Atlantic Truck Operations Study (MATOps) and the Northeast Rail Operations Study II (NEROps). For MAROps, Aeppli assisted in identifying future freight rail system capacity requirements in the region for a series of alternative scenarios, based on economic and demographic forecasts, existing and planned infrastructure capacity, and external conditions such as fuel costs.

Union Internationale des Chemins de fer (UIC), Europe – North American Rail Intermodal Study. Mr. Aeppli assisted KombiConsult GmbH of Frankfurt, Germany in an examination of best practices in the delivery of intermodal service in North America that may be applicable to the European context.

Raritan Industrial Track Concept Development Study. For the New Jersey Department of Transportation (DOT), Mr. Aeppli, as part of a team, provided services for the Raritan Express Corridor and Industrial Track Rehabilitation Concept Development Study.

City of Chicago, Chicago Railroad Economic Opportunities Project (CREOP). Mr. Aeppli served as an industry expert in advising the City of Chicago on how it can exploit its unique position as the hub of the North American rail network, a role that is expected to be enhanced as the Chicago Region Environmental and Transportation Efficiency (CREATE) program reaches fruition.

Binghamton (NY) Metropolitan Transportation Study (BMTS) Freight Study. This broad-ranging freight study examined future demand for goods movement over BMTS region's rail and highway network, and identifying and assessing the benefits and costs to the region of potential improvements in infrastructure.

Select Work Performed Prior to Cambridge Systematics

Global Insight, European Consulting and Product Marketing. Mr. Aeppli directed marketing of transportation consulting capabilities and data products to land-side logistics and industrial firms in the Europe Union region and elsewhere. During this time, he oversaw the launching of the European Inland Trade Model (EITM), a database and application for examining the inland distribution of ocean container freight.

Army Corps of Engineers Institute for Water Resources, Barge Cost Model management. As Principal in Charge, Aeppli was responsible for the use, maintenance and enhancement of a Barge Cost Model software package originally developed by Reebie Associates.

Port of Montreal, Container Shipping Market Study. Experiencing substantial growth in container volumes during the first decade of the 21st century, the Port of Montreal (POM) was compelled to develop a long-term strategy for expanding capacity.

Confidential Property Development Clients, **Examination of Market Potential for Intermodal Terminals, Warehousing and Industrial Facilities**. For domestic and overseas clients, Mr. Aeppli conducted studies examining the viability of potential real estate investments for industrial developers and financial firms.

Confidential Industrial and Railroad Clients, Railcar Fleet Performance Analysis and Maintenance Management. For a variety of users of railcar fleets, Mr. Aeppli has performed reliability and performance assessments. Typical projects have included baseline or fleet audits, preventative maintenance planning, and fleet sizing and replacement planning.

Confidential Industrial Clients, Development of the *Railcar Economic Model*™ (*REM*™), a tool that provides fleet managers with the ability to forecast maintenance costs for budgeting purposes, estimate the Economic Limit of Repair, and provide guidance in making repair/replace decisions using the full range of financial considerations, including tax rates, depreciation schedules, cost of capital and the presence of mileage credits.

Confidential Industrial Clients, Development of Software for Managing Railcar Maintenance. Mr. Aeppli led the development of the Structured History System (SHS™) which are used by fleet managers to monitor fleet, car, and shop performance, plan budgets, and detect and respond to problems. The SHS integrates data from diverse sources into a single scheme organized for maintenance management.

Confidential Investor Consortium, Economic Adviser for Pennsylvania Turnpike Concession. As the Principal in Charge, Aeppli supervised a team that provided data along with in-depth analysis on the macroeconomic factors that are expected to drive travel demand in the region served by the Pennsylvania Turnpike over a fifty-year period.

Confidential Investment Banking Client, Railroad Market Analysis. Aeppli oversaw the production of a detailed overview of current and forecast commodity flows in the US by mode of transport for a select group of commodities that are of particular importance to the railroad industry.

U.S. Department of Transportation, Assistant Secretary for Transportation Policy, Benefits of Road Pricing to the Trucking Industry. This study, for which Mr. Aeppli served as the Principal Investigator, examined the issue of congestion relief through the lens of the trucking industry and the perceived costs and productivity gains that may arise through the use of dedicated or mixed-use toll road facilities.

Maine Department of Transportation (MEDOT), Northeast CanAm Connections Study. A consortium of northern New England states, lead by MEDOT, along with New York and the eastern Canadian provinces, initiated an examination of the adequacy of transportation links within and outside the region to facilitate trade and economic development.

Massport, Port of Boston Container Cargo Outlook and Marketing Plan Review. For a review of Massport's long-term marketing and facility needs plan, Aeppli appraised the current and potential physical capacity of Massport's Conley container terminal, its access to the regional highway network and rail intermodal service, and its position vis á vis competing ports.

Southern California Association of Governments (SCAG), Heavy Duty Truck Model Update. Using state-of-the-practice modeling and analytical tools, Mr. Aeppli supported development of the

2008 update, a major advance in evaluating potential strategies and estimating the impacts of truck activity on the regional transportation system.

National Retail Federation, Port Tracker. Aeppli developed statistical performance measures and narrative describing rail system conditions for a monthly paid-subscription newsletter directed at major importers of containerized freight.

Washington State Transportation Commission, Rail Capacity Study. As part of a team undertaking a high-level strategic analysis, Aeppli investigated current and projected sources of freight traffic over the Washington state rail network, and assisted in evaluating impacts on the rail network from different economic sectors and types of traffic.

Confidential Clients, Short Sea Shipping Market Studies. Mr. Aeppli undertook several confidential market assessments for private shipping companies that were evaluating the economic feasibility of starting short sea shipping services along the U.S. Atlantic and Pacific coasts.

Massachusetts Seaport Advisory Council (MSAC), Market Feasibility Study and Economic Model for Short Sea Shipping from Fall River and New Bedford Ports. In a series of two projects, Aeppli participated in examining the market potential for short sea shipping from either the Fall River or New Bedford ports, using a combination of available data and original research.

Confidential Client, Barge Strategy Study. On behalf of a global cement producer, Mr. Aeppli served as the Principal Investigator for an assessment of the economic performance and competitive environment surrounding the firm's barge transportation strategy along the Mississippi River System.

Confidential Investment Banking Client, Indiana Toll Road Concession. In response to the State of Indiana's 2005 request for concessionaire proposals, Aeppli managed a project to profile the freight traffic on the Indiana Toll Road for a potential bidder.

Macedonian Railways, IT Strategic Plan and System Procurement. Mr. Aeppli served as Project Manager for this US Trade and Development Agency sponsored technical study that entailed development of a strategic plan and detailed specifications for a new information systems architecture.

Massachusetts Executive Office of Transportation, Allston Landing Study. CSX' Boston area Beacon Park Yard (BPY) facility, which has served the region as the primary rail freight yard has attracted interest for redevelopment into other uses.

U.S. Department of Transportation, Assistant Secretary for Transportation Policy, Four Corridor Case Studies of Short Sea Shipping Services. Aeppli participated in this effort to assess the feasibility of short-sea shipping operations in four potential domestic U.S. lanes in order to determine if such services could serve as an economically viable alternative to overland freight.

St. Claire County, MidAmerica St. Louis Airport/Scott Air Force Base Cargo Opportunities Analysis. As part of a long range facility and use plan, Aeppli supported an analysis of potential demand for air cargo service at the MidAmerica St. Louis Airport.

Confidential Client, Superfund Litigation Support. For Superfund cases in Wisconsin and Michigan, Mr. Aeppli investigated the logistics of the shipment of contaminated materials by rail and truck that were associated with a particular producer. The work entailed development of extensive data that included the collection and analysis actual shipment data and then corroborating it with carrier documents and interviews.

City of Chicago/Chicago Transit Authority (CTA), Cargo Marketing and Financial Feasibility Analysis for Proposed Airport Express Service. As Principal in Charge, Aeppli examined the financial feasibility of handling small cargoes in the CTA's proposed express service between downtown Chicago and the two major airports.

City of Chicago, Freight Rail Futures Study. As part of the effort leading to the CREATE initiative, Mr. Aeppli examined the current and future impact of rail freight activity on the city's economy, including labor, land use, business activity, congestion on roadways and regional passenger service.

Federal Highway Administration, Office of Freight Management and Operations, Freight Analysis Framework. Mr. Aeppli was a key participant in developing analyses and reports on the present state of the goods movement, the interface between its public and private stakeholders, and the impact on Federal transportation policy and programs.

Niagara Frontier Transportation Authority (NFTA), Cross-Border Air Markets Study. NFTA identified a potential opportunity to attract air cargo traffic from locations in southern Ontario (such as Kitchener and Hamilton) with much shorter driving times to Buffalo-Niagara International Airport than Toronto's Pearson International Airport.

Canadian National – Wisconsin Central Merger Proceeding: Highway Traffic Diversion (2001). For the merger application of the Wisconsin Central System (WC) and the Canadian National Railway (CN), Mr. Aeppli participated in developing detailed projections of intermodal volumes and services in US domestic lanes that would be affected by the proposed merger.

World Bank and Indian Railways, Market Planning Tools and Analysis. Aeppli led development of a freight demand model for a Long-Range Decision Support System (LRDSS), a large-scale planning tool used by the Indian Railways to evaluate long-term operations and investment strategies.

Confidential Client, Transit Rolling Stock Component Reliability Analysis. Aeppli performed reliability analysis of particular high-failure components for a railcar manufacturer involved in legal action with a transit agency.

New Jersey Transit Analysis to Improve Fleet Availability through Improved Maintenance Process Flows. Aeppli participated in a study that examined ways for NJT to improve equipment utilization when emu railcars were not in train service or undergoing direct maintenance activities.

Confidential Client, Assessment of Passenger Railcar Marketplace. On behalf of a surety bondholder involved in a bankruptcy proceeding, Mr. Aeppli performed a competitive analysis of the North American passenger railcar manufacturing sector and a detailed forecast of market demand over a 10-15 year period.

Tri-Cities Regional Port District (Granite City, IL) Freight Planning Study. This port district retained Mr. Aeppli to develop a database inventorying shippers, carriers and other stakeholders involved in goods movement in the Illinois portion of the St. Louis SMSA, analyze intra- and inter-regional freight flows, and identify critical issues for further action.

U.S. Department of Transportation, Volpe National Transportation Center, Mid-Altantic to Southeast Intermodal Studies. Aeppli managed two projects that entailed evaluating intermodal service, geographic sources of traffic, and impacts on the regional highway networks in the mid-Atlantic to Atlanta, Georgia and Jacksonville, Florida corridors.

Association of American Railroads, Impact of Rail Intermodal Traffic on the SCAQMD Region. Mr. Aeppli oversaw development and use of an innovative economic geography model to determine whether intermodal traffic caused an increase or decrease in vehicle miles traveled in Southern California.

Association of American Railroads, Analysis of Roadway Access to Rail Freight Terminals. Developed a geocoded database to locate auto ramps, TOFC/COFC ramps, bulk transfer facilities and grain terminals on the National Highway System.

Association of American Railroads, Impact of Potential Regulations on Railroad Emissions in Southern California. Mr. Aeppli performed project management for a large-scale assessment of the primary and secondary impacts that would take place in various regulatory scenarios for rail emissions.

Association of American Railroads, Documentation and Program Review of a Mode Choice Model. Mr. Aeppli oversaw a detailed review and creation of written documentation of the Intermodal Competition Model (ICM). Utilizing total logistics costs to estimate mode selection at the shipment level, the ICM is based on research by Dr. Paul Roberts of MIT, and had been adopted by the AAR to examine modal policy issues, such as the impacts on mode choice from increased fuel taxes and changes in truck sizes and weights.

National Commission on Intermodal Transportation, Assessment of Technologies and Research Needs. Produced conference that brought together industry leaders to discuss technology and research needs, and wrote white paper for Commission.

Confidential Railroad Client, Development of Information Systems Strategic Plan. For a short line holding company located in the Midwest, Mr. Aeppli developed a strategic plan and implementation roadmap for their information systems.

Chicago & North Western Transportation Co. Mr. Aeppli served as a manager in marketing, specializing in marketing information systems and analytical studies. Projects included analysis of the sensitivity of traffic to truck competition, installation of a comprehensive marketing information system, analysis of rate divisions with other carriers, and assessments of potential rail line abandonments.

Selected Publications

Analysis of Truck Mileage Within an MPO: Does Intermodal Goods Movement Make a Difference? (with Clark Frazier and Patrick Little). Proceedings of the Geographical Information Systems for Transportation Symposium. March 1993.

Infrastructure Availability, Access and Highway Congestion, in Implications of Intermodal Freight Movements for Infrastructure Access, Capacity, and Productivity, U.S. Department of Transportation, March 1996.

Analysis of Intermodal Terminal Highway Access to Economic Activity Centers (with Clark Frazier, Carl Martland and Bahar Norris). Transportation Research Circular Number 459: Intermodal Freight Terminal of the Future. Washington, D.C.: Transportation Research Board, National Research Council, July 1996.

Key factors in Road-Rail Mode Choice in India: Applying the Logistics Cost Approach (with Peter Cook, Sanjay Das, and Carl Martland). Proceedings of the 31st conference on simulation: Winter Simulation---A Bridge to the Future - Volume 2, Phoenix, Arizona, 1999.

Information Systems Acquisition and Development in Central and Eastern Europe: Lessons from the Macedonian Railways (with Patrick Little). Proceedings of the Transportation Research Forum Annual Meeting. March 2003.

Four Ways Transit Agencies Can Amp Up Asset Management (with Kyle Emge). Metro Magazine, March, 2018.

Professional Affiliations

Transportation Research Board (TRB), Member

Panel member on the National Cooperative Rail Research Program (NCRRP) project 03-02, *Intercity Passenger Rail in the Context of Dynamic Travel Markets*

CERTIFICATE OF SERVICE

I, Jerry A. Cuomo, declare under penalty of perjury that on the 18th day of November, 2026, I have caused to be served a copy of the Opening Comment and Requests for Conditions of the National Railroad Passenger Corp. (Amtrak) (with the Verified Statements of Richard Slattery, Yoel Weiss and Andreas Aeppli) upon all parties and counsel of record via electronic mail.

Executed on: November 18, 2026

By: /s/ Jerry A. Cuomo
Jerry A. Cuomo