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BEFORE THE SURFACE TRANSPORTATION BOARD

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Office of Chief Counsel
November 19, 2026
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Public Record

Finance Docket No. FD 36873

Union Pacific Corporation and Union Pacific Railroad Company — Control —

Norfolk Southern Corporation and Norfolk Southern Railway Company

COMMENTS AND REQUEST FOR CONDITIONS OF AMERICAN ASSOCIATION OF PRIVATE RAILROAD CAR OWNERS, RAILROAD PASSENGER CAR ALLIANCE, AND HERITAGERAIL ALLIANCE

Respectfully submitted,

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I. INTRODUCTION AND INTEREST OF THE COMMENTERS

The American Association of Private Railroad Car Owners (AAPRCO), HeritageRail Alliance (HRA) and Rail Passenger Car Alliance (RPCA) respectfully submit these comments regarding the proposed acquisition of Norfolk Southern Corporation by Union Pacific Corporation.

AARPCO, founded in 1977, is a non-profit organization representing private passenger railcar owners, promotes safe operation, and helps coordinate private car movements with Amtrak.

HRA, is the champion and facilitator of a strong and vibrant heritage rail community in North America, acting as the collective voice of railway museums and tourist lines, and leading by example through innovation, education, and advocacy. It works with member organizations, regulatory agencies, suppliers, and other rail-oriented organizations to foster the interests of rail preservation and strengthen our industry as a whole.

RPCA, founded in 1982, is a non-profit professional association that supports the preservation, maintenance, and operation of historic and privately owned passenger railcars in North America.

Our organizations submit these comments not in opposition to the proposed merger, but to request **reasonable**, **enforceable conditions** on any approval, as detailed in this letter. These conditions would protect the public interest by preserving reliable access to freight transportation for railroad equipment owners and the communities, businesses, and institutions that depend on those movements.

II. RAIL HERITAGE INDUSTRY GENERATES NATIONAL ECONOMIC ACTIVITY

Our organizations neither support nor oppose the proposed transaction. Rather, we respectfully urge the Surface Transportation Board to recognize and protect an important segment of interstate commerce whose interests have received little attention throughout this proceeding: **the rail heritage industry and the owners, operators, museums, commercial transportation companies, railroads, contractors, and businesses responsible for the interstate movement of railroad equipment.†**

The rail heritage industry is neither a niche hobby nor a collection of isolated preservation organizations. It is a significant component of the nation's transportation, tourism, and economic development economy.

According to the HeritageRail Alliance's most recent 2022 studies, tourist railroads and railroad museums generate an estimated **$1.5 billion in annual economic impact**, invest approximately **$500 million annually** in operations, restoration, maintenance, employment, and capital improvements, and collectively serve well over **10 million passengers every year**. Those expenditures support skilled trades, mechanical contractors, non-profit and charities, hospitality businesses, museums, restaurants, hotels, and local economies in communities throughout the United States.

Underlying this entire industry is one indispensable requirement: ***The ability to move railroad equipment.***

† "Railroad equipment" includes private cars, locomotives, passenger cars, freight cars, and other rolling stock tendered as freight, regardless of ownership or historical affiliation, subject to applicable federal safety requirements, lawful restricted-movement provisions, and reasonable route, interchange, and operating requirements. Section 11101(a), 49 U.S.C., requires transportation upon reasonable request. Commenters request protective conditions under 49 U.S.C. § 11324(c) against arbitrary categorical exclusions and unreasonable barriers to such transportation.

III. MOVEMENT OF RAIL EQUIPMENT IS ESSENTIAL TO OUR INDUSTRY

Locomotives, private cars, passenger cars, and other railroad rolling stock must routinely move between restoration facilities, operating railroads, museums, contractors, storage locations, interchange points, and public events. Without reliable access to the national freight rail network, much of the economic activity generated by this industry simply cannot occur.

These movements are not extraordinary accommodations, but legitimate commercial freight movements. Passenger cars, private cars, locomotives, and other railroad rolling stock are transported under established commodity classifications, waybilled as freight, inspected in accordance with applicable Federal Railroad Administration regulations and carrier requirements, invoiced as commercial transportation, and moved by paying customers through the national rail network.

IV. CURRENT TRANSPORTATION ENVIRONMENT IS UNCERTAIN

Over time, the railroad industry has experienced consolidation, workforce reductions, and the retirement of generations of experienced personnel. Whatever the reasons for those changes, one consequence has been a loss of the institutional knowledge and internal processes once used to handle movements that fall outside routine unit train and manifest freight, including the movement of railroad equipment. As a result, customers moving compliant railroad equipment increasingly encounter inconsistent service, prolonged approval processes, uncertainty regarding

applicable policies, delayed movements, and, in some cases, damage resulting from unnecessary handling or extended dwell time.

The consequences extend beyond inconvenience. Delayed or disrupted equipment movements can jeopardize publicly-funded restoration projects operating for the goodwill and benefit of citizenry, contractual obligations, tourism programs, and commercial operations, resulting in substantial economic losses for equipment owners, host railroads, contractors, local communities, and the many businesses that depend upon these activities.

Equally concerning is the absence of a transparent and consistently applied framework governing these movements. Equipment owners and commercial transportation customers have at times experienced prolonged periods without meaningful communication, inconsistent application of carrier policies, and uncertainty regarding whether otherwise compliant movements will be approved. Such unpredictability undermines the ability of customers to plan responsibly and conduct business with confidence.

Perhaps most paradoxically, organizations whose very mission is to preserve, promote, and celebrate the American railroad industry have increasingly found themselves compelled to investigate or utilize highway transportation and other alternative means to relocate railroad equipment when freight rail service is unavailable or uncertain. That outcome serves neither the interests of the railroads, their customers, nor the public interest. Railroad equipment should, whenever reasonably practicable, move over the national rail system under transparent, commercially reasonable, and consistently applied policies that recognize these movements for what they are: legitimate freight transportation.

Our members are freight customers like any other rail shipper. They work directly with Class I, regional, and short-line railroads throughout North America. Like every other shipper appearing before this Board, they depend upon transparent, commercially reasonable, and predictable access to the national rail system.

Moreover, our concern extends well beyond inconsistent communication or unclear procedures. Equipment owners encounter outright refusals and requirements, costs, barriers, or delays that can make transportation effectively unavailable. Equipment owners also encounter requirements introduced or materially changed shortly before scheduled movements, including after substantial planning and expense. These late-stage barriers can make transportation impractical or effectively unavailable, even when owners have satisfied previously communicated requirements.

We seek conditions requiring the merged carrier to provide transportation upon reasonable request and preventing it from accomplishing through unreasonable administrative or commercial obstructions what would amount to an unjustified refusal of service, while preserving legitimate safety and operating requirements.

V. EXTENSIVE MECHANICAL OVERSIGHT AND COMPLIANCE EXISTS

Railroad equipment represented by RPCA and AAPRCO members is not exempt from the safety standards governing the national rail network. To the contrary, rolling stock are routinely inspected, evaluated, repaired, and approved for movement in accordance with applicable Federal Railroad Administration regulations, railroad mechanical department requirements, interchange standards, and carrier operating rules. In many cases, because of the nature of their operation and their historical significance, these assets undergo inspection, testing, maintenance, and repair processes that exceed applicable regulatory minimums before they are authorized to move. These movements occur only after the equipment has been determined suitable for transportation under the conditions prescribed by the participating railroads.

Suitability is determined by inspection, mechanical condition, regulatory compliance, and carrier approval and not the date on the builder's plate. The age or significance of railroad equipment does not diminish its status as freight, nor does it relieve owners or carriers of the obligation to satisfy applicable safety and mechanical standards before movement.

Historically, these movements have been handled successfully through longstanding commercial relationships between railroads, key personnel, and their customers. Recent experience of our members has demonstrated significant uncertainty, burdensome and inconsistent costs, and extended delays surrounding the movement of compliant railroad equipment, all of which have consequences far beyond an individual shipment.

Of particular relevance to this proceeding, Union Pacific owns, maintains, and operates a nationally recognized fleet of historic locomotives, private cars, and passenger cars that are comparable in age, mechanical complexity, regulatory oversight, and operational requirements to

equipment owned by many RPCA and AAPRCO members. Union Pacific's longstanding experience managing, inspecting, transporting, and operating historic railroad equipment demonstrates that such assets can be safely integrated into a modern freight railroad environment while remaining subject to appropriate mechanical, operating, and regulatory standards.

VI. CONSEQUENCES EXTEND FAR BEYOND INDIVIDUAL EQUIPMENT OWNERS

When railroad equipment cannot move predictably, the impacts ripple throughout an interconnected transportation ecosystem, affecting communities, museums, contractors, private cars, passenger operations, as well as hotels, restaurants and tourism operations whose businesses rely on timely and consistent railroad service.

The result is that a single transportation decision may affect numerous independent organizations and commercial enterprises, each with legitimate interests of their own, and with painfully few options for recourse. This is not simply an issue affecting one institution, museum, or private passenger rail operation. It is an issue affecting interstate commerce, transportation planning, economic development, commercial investment, and customer service across a broad segment of the railroad industry.

Importantly, our organizations are not requesting preferential treatment. We are requesting **predictability, transparency, and consistency.**

VII. REQUEST THAT MERGER CONDITIONS PRESERVE COMMERCIAL ACCESS

As the Board considers whether this merger serves the public interest, RPCA and AAPRCO respectfully request that the Board condition its approval on the merged carrier maintaining a transparent, commercially reasonable, and consistently applied framework governing the movement of locomotives, private cars, passenger cars, and other railroad rolling stock.

Such a framework should include:

- Published, system-wide policies governing railroad equipment movements.
- Clearly identified, qualified points of contact responsible for coordinating those movements.
- Consistent application of movement standards throughout the combined network.
- Timely communication regarding approvals, routing, inspection requirements, and scheduling.
- Commercially reasonable response times for movement requests.
- Documented explanations when movement requests are materially altered.
- A framework of this kind, adopted by the nation's first transcontinental railroad, would also serve as a practical reference point for the industry as a whole.

These recommendations would benefit both customers and the railroad itself.

Throughout our members' experience, railroad operating personnel, mechanical departments, transportation professionals, and customer service representatives have consistently demonstrated professionalism, technical expertise, and a genuine commitment to serving customers. Clear policies empower those employees to make informed decisions, reduce uncertainty, improve communication, and strengthen confidence in the transportation process.

In the same way a traditional freight shipper may base their production and employment levels on the arrival of freight, customers planning restoration projects, maintenance activities, equipment leases, transportation contracts, and public events frequently do so many months in advance. Host railroads, contractors, vendors, and communities likewise make substantial commitments based upon those plans. A transparent and consistently applied policy allows all parties to make responsible business decisions while reducing unnecessary disruption and uncertainty.

VIII. MERGER CONDITIONS SHOULD PROTECT CUSTOMERS OF ALL SIZES

The proposed merger has been presented as an opportunity to improve customer service, strengthen network efficiency, and better serve the nation's freight transportation needs. RPCA and AAPRCO respectfully submit that these commitments should extend to every legitimate class of freight transportation customer — including those whose freight consists of railroad equipment itself.

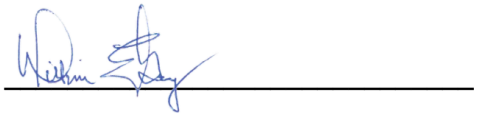
The Board's responsibility is to determine whether this transaction is consistent with the public interest. We respectfully submit that preserving commercially reasonable access to the national rail network for qualified customers moving compliant railroad equipment is entirely consistent with that responsibility.

For these reasons, RPCA and AAPRCO respectfully request that, should the Board approve the Transaction, it impose conditions requiring the merged carrier to maintain transparent, predictable, and commercially reasonable policies governing the interstate movement of compliant railroad equipment.

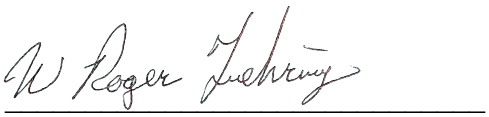
IX. IN THE PUBLIC INTEREST AND CONCLUSION

Such conditions would protect a legitimate segment of interstate commerce, support a **$1.5 billion** national industry, sustain the movement of equipment serving approximately **10 million passengers annually**, and preserve the economic partnerships among freight railroads, passenger operators, museums, contractors, communities, and businesses that depend upon reliable access to the national rail network.

Respectfully submitted,



William Gray, President
American Association of Private Railroad Car Owners



W. Roger Fuehring, President
Railroad Passenger Car Alliance



Terry Koller
HeritageRail Alliance

Dated: November 2nd, 2026

CERTIFICATE OF SERVICE

I hereby certify that on November 19, 2026, I caused copies of the foregoing document to be served by email or first-class mail, postage prepaid, upon all parties of record in this proceeding and all signatories to the document.

Terry Koller



Terry Koller
HeritageRail Alliance
Dated: November 19th, 2026