



April 24, 2018

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April 24, 2018
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Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423

Re: F.D No. 36177 – *Hennepin County Regional Rail Authority – Acquisition Exemption – In Hennepin County, MN*

Dear Ms. Brown:

We are counsel for the Hennepin County Regional Rail Authority (“HCRRA”) in the above-referenced proceeding and in Finance Docket No. 36178, in which the Metropolitan Council has sought a Declaratory Order with respect to the rights it is acquiring in two lines of railroad in Hennepin County.¹ HCRRA has received copies of numerous letters that have been filed by parties who assert an interest in the proceeding. The form and repetitive nature of these numerous letters suggests that the writing parties have not reviewed either the facts that have been presented or the law that applies to this proceeding. I am writing to request that the Board disregard the unsubstantiated requests of the various parties for delay, both in this proceeding and in F.D. No. 36178. Delay will only prejudice the parties to the various transactions, for whom timing of completion of the transactions is critical to completion of the project that both HCRRA and the Metropolitan Council describe in our respective pleadings in these proceedings.

Based on STB procedures for Notices of Exemption, we respectfully suggest that none of those letters presents any basis for this Board to halt or delay for any period of time the effective date of the Notice of Exemption that HCRRA has filed. HCRRA has undertaken to ensure that the railroads that have trackage rights on the segment currently owned by HCRRA and the segment on which it will acquire an easement from Soo Line Railroad Company d/b/a Canadian Pacific (CP) as described in this proceeding will continue to have the ability to conduct the operations permitted them under the respective trackage rights agreements. In fact, in none of the anticipated transactions will any of the relevant trackage rights agreements be changed at all. HCRRA stands by those commitments.

¹ A copy of this letter is being submitted in the docket in F.D. No. 36178 as well as this proceeding. HCRRA reserves the right to seek leave to respond to any substantive issues that any party may raise in response to the Petition for Declaratory Order in Finance Docket No. 36178.

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None of the complaining parties has provided any facts that would justify delaying the effective date of the Notice of Exemption in F.D. No. 36177. None of those parties provides any reason for this Board to question whether HCRRA can fulfill its common carrier obligations on the line, either on its own or by contracting with another entity to fulfill those obligations on a line of railroad that is used to provide transportation subject to this Board's jurisdiction. The letter from the Minnesota Valley Regional Rail Authority which itself owns 94.7 miles of track and has relied on another rail carrier to fulfill the common carrier obligations on the lines it owns, confirms that HCRRA would not be alone in relying on the services of third parties to fulfill the obligations of a common carrier on a rail line used in interstate transportation.

Moreover, the agreements that accompanied HCRRA's Notice of Exemption in this proceeding and the Petition for Declaratory Order in F.D. No. 36178, confirm that both HCRRA and the Metropolitan Council have taken great care to ensure that those obligations will be fulfilled. The highly speculative, repetitive assertions in the nearly identical form letters submitted so far include no factual or legal support, and thus provide no factual or legal basis to believe that HCRRA either lacks legal authority or substantive capacity to assure the performance of the obligations it has willingly assumed and confirmed in its Notice of Exemption. In fact, since 1995, HCRRA's authority and capacity to hold a common carrier obligation has been recognized by the Interstate Commerce Commission and now this Board, and has not been questioned since then. *See* STB Docket No. AB-1 (Sub-No 252X) *Chicago and North Western Trans. Co. --Abandonment and Discontinuance of Service Exemption in Hennepin County, MN*, Docket (Service Date December 20, 1995). HCRRA further expanded the reach of the rail operating territory over which it has a common carrier obligation when it acquired an additional line segment from CP in 2002. STB Finance Docket No. 34217, *Hennepin Co. Regional Rail Auth. --Acquisition Exemption - - Soo Line R. Co.* (Service Date July 10, 2002).

To the extent that these multiple letters are considered procedural motions in any respect, HCRRA respectfully requests that they all be denied.

Respectfully submitted,



Charles A. Spitulnik

Cc: All parties of record
William Mullins, Esq.