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February 13, 2013

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February 13, 2013
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Rachel D. Campbell
Director, Office of Proceedings
Surface Transportation Board
395 E Street, SW
Suite 1002
Washington, D.C. 20423-0001

Re: STB Docket No. NOR 42125, *E.I. DuPont de Nemours & Company v. Norfolk Southern Railway Company*; STB Docket No. NOR 42130, *Sunbelt Chlor Alkali Partnership v. Norfolk Southern Railway Company*

Dear Ms. Campbell:

This is in response to your letter to the undersigned dated February 11, 2013 in the above-referenced proceedings in which you indicate that the Board is declining our client Norfolk Southern Railway Company's ("NS's") offer to provide a laptop loaded with the MultiRail software for purposes of analyzing the operating evidence in these cases. In order to make certain that the record in these cases clearly reflects both the nature and purpose of NS's offer, as well as the bases for the Board's rejection of that offer, I offer the following clarifications.

First, NS's offer was to provide both the Board and the Complainants "limited access to MultiRail for purposes of [these] cases." See NS Reply Evidence in Docket No. 42125 at III-C-158, n. 245; NS Reply Evidence in Docket No. 42130 at III-C-122, n. 192. Specifically, NS has arranged with Oliver Wyman, owner of the MultiRail software, to provide a laptop computer loaded with the MultiRail program and the car blocking and train plans developed by NS in each case using MultiRail. The license that Oliver Wyman is prepared to provide the Board for such access requires that the laptop and software be returned to Oliver Wyman at the end of the proceedings. In short, NS did not propose to purchase MultiRail for the Board's permanent use but rather to arrange for the Board (and the Complainants) to have access to MultiRail as an analytical tool in these cases only. That arrangement does not appear to violate the statutory provisions referenced in your letter, because no expenditure of Board funds in violation of the Anti-Deficiency Act would be involved, nor would the Board have to commit to future expenditures that might not be available due to the threat of sequestration.

Rachel D. Campbell

February 13, 2013

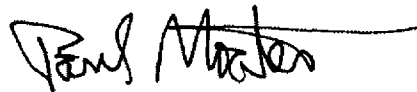
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Second, even if the Board chooses not to accept NS' offer to provide it with MultiRail as an analytical tool, the Board has ample means to review and analyze NS' Reply Evidence, including that dealing with operating plans and operating costs, which in each case is fully documented and supported by detailed narratives and workpapers. As NS's Reply Evidence explained, "[t]he MultiRail program facilitated the task of analyzing the specific services required" by the very large carload networks proposed by Complainants (NS Reply Evidence in Docket No. 42130 at III-C-122; NS Reply Evidence in Docket No. 42125 at III-C-158). In short, although NS believes that MultiRail could be useful to the Board in its consideration of the evidence in these cases, the Board has all the evidence it needs to conclude that each of the Complainants' operating plans is infeasible and fails to provide adequate service for the selected traffic groups, and that the operating plans and costs presented in NS' Reply Evidence are well-supported and feasible.

NS remains prepared to have Oliver Wyman provide the Board with the form of license covering the use of MultiRail and upon execution of such license, to make available a laptop loaded with the MultiRail program and the car blocking and train plans submitted by NS in each case. The Board is, of course, free to evaluate NS's Reply Evidence without the benefit of using the analytical tool employed by NS in preparing that evidence. However, should the Board conclude that it would like to use MultiRail in those analyses, NS remains prepared to make the arrangements described herein.

If you have any questions, please let me know.

Sincerely,



G. Paul Moates

cc: Jeffrey O. Moreno
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