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August 19, 2019

US Surface Transportation Board
395 E. Street, SW
Washington, DC 20423

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Re: Docket No. FD 36326
BROOKFIELD ASSET MANAGEMENT, INC. AND DJP XX, LLC –
CONTROL EXEMPTION – GENESEE & WYOMING, INC., ET AL.

Ladies and Gentlemen:

I am writing in my capacity as the Executive Director of the Blackstone River Valley National Heritage Corridor, Inc. (BHC). BHC is a Massachusetts nonprofit corporation which has been Congressionally charged with implementing plans to protect the historical, cultural, scenic and natural resources in the John H. Chafee Blackstone River Valley National Heritage Corridor (Corridor). As such BHC has an obligation to prepare comments to other federal entities on matters which may affect the Corridor in order that such entities such as the Surface Transportation Board may support plans for the Corridor to the maximum extent practicable.¹

These comments are directed to the proposed acquisition of control of Genesee & Wyoming, Inc. (GWI) and the 106 rail carriers it controls (GWI Railroads) by Brookfield Asset Management, Inc. (Brookfield) and DJP XX, LLC (DJP). These comments have particular reference to the presence and operations of GWI's Providence & Worcester Railroad as they affect the Corridor, the Park and the Blackstone River Valley Greenway.

Blackstone River Valley Greenway

The Blackstone River Valley Greenway (Greenway) was conceived as a 48-mile multi-use path along the Blackstone River for recreation and appreciation of the Corridor's resources. Originally termed a "Bikeway", it is now referred to as a "Greenway."

¹ Congress established the Corridor in 1986 by Public Law 99-647, 100 Stat. 3625 (Act). The Act also established a bi-state (Massachusetts and Rhode Island) federal Commission charged with preparing a Cultural Heritage and Land Management Plan for the Corridor, including policies to protect the historical, cultural, scenic and natural resources of the Corridor. In 2014 Congress established the Blackstone River Valley National Historical Park within the Corridor. See Public Law 113-291 at § 3032, codified at 16 USC 410ppp. Also in Public Law 113-291, at § 3052 Congress provided that the Commission's existence would terminate in 2021 and that the Commission should select a "local coordinating entity" to assume the duties of the Commission in implementing plans for the Corridor resources. The Commission has selected BHC as that entity.

Although many studies have been prepared over the years, the Greenway is still a work in progress. Completed sections include (i) a paved 3.5-mile segment which proceeds from the Blackstone River Valley National Heritage Corridor Visitor Center at Worcester south to Millbury, MA, (ii) a 3.5-mile segment which proceeds from south Uxbridge east and south into Blackstone, MA, with multiple bridges and views of the Blackstone River and remnants of the Blackstone Canal, and (iii) an 11-mile segment which proceeds from Woonsocket, RI south to Cumberland, passing several rolling dams and entering Rhode Island's Blackstone River State Park. Another segment which is in the final stages of construction will connect the southern end of the Greenway in MA to its northern terminus in RI. All in all, approximately 50% of the Greenway has been completed.

Current Planning

Completing the Greenway has proved to be a significant challenge. In 2017 BHC arranged for preparation of a study to develop a workable alignment for the Greenway through an approximately 13-mile stretch known as Segments 3, 4 and 5. These segments begin at the southern terminus of the Greenway in Millbury, MA and continue south through the Towns of Millbury, Sutton, Grafton and Northbridge, including many heavily settled areas. Section 3 terminates at the north end of Massachusetts' Blackstone River and Canal Heritage State Park. See Exhibit A to these comments, "Blackstone River Bikeway, Segments 3, 4, & 5", prepared by Fuss & O'Neill, 317 Iron Horse Way, Providence, RI 02908 (2017 Study).

At present, BHC's primary focus is on Segment 2. This segment proceeds from the southern end of the Blackstone River and Canal Heritage State Park south through Uxbridge to the northwestern end of the recently completed Segment 1 in Blackstone, MA. In this regard BHC is working closely with the Massachusetts Department of Conservation and Recreation to identify rights-of-way through this segment.

Providence & Worcester Railroad

The Providence and Worcester Railroad Company (PW) was incorporated in both MA and RI in 1845 to provide rail transportation in the Blackstone River Valley between its namesake cities. The railroad opened for business in 1847, an event which sounded the death knell for the Blackstone Canal which had opened in 1828. When the canal ceased operations, the PW purchased much of the canal property, and in places its right-of-way follows the route of the canal.

The PW began as an independent railroad. In the late 19th century it became part of the New York, New Haven, and Hartford Railroad and ultimately Penn Central. In 1972 the PW was able to separate from Penn Central and again operate independently. GW's bid to acquire the PW was approved by the Surface Transportation Board in December 2016.

Greenway Alignment and the PW

In order to maintain a close connection with the Blackstone River, the Greenway alignment will often lie in close proximity to the PW. The proposed alignment for the Greenway in Sections 3, 4 and 5 as shown in the 2017 Study highlights several instances where the Greenway would run parallel to the PW right-of-way. In other instances, the Greenway will need to cross from one side of the PW right-of-way to the other side. And there are instances where it would be advantageous for the Greenway to cross the Blackstone River on a dedicated path cantilevered from a PW bridge.

The proposed Greenway alignment may encounter similar instances in Section 2 where it would parallel the PW right-of-way or cross the right-of-way, for example, crossing from one side of the PW right-of-way to the other side near US DOT Crossing Inventory Number 861598E.

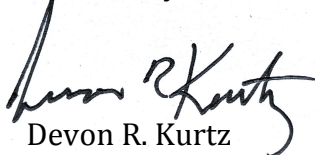
Cooperation and Communication Going Forward

For communities in the Blackstone River Valley, progress in completing the Greenway is important news. See Exhibit B, "Blackstone votes to close Canal Street for major construction," Woonsocket Call, August 16, 2019.

In years past the PW has been helpful in establishing a workable route for the Greenway. BHC looks forward to similar cooperation and communication with the PW in the future.

BHC requests that the STB include, as a requirement of the acquisition, that the new owners will work cooperatively with BHC, municipalities along the Blackstone River, the Commonwealth of Massachusetts, the State of Rhode Island and the US Department of the Interior to accommodate the completion of the Blackstone River Valley Greenway.

Yours truly,



Devon R. Kurtz
Executive Director

Cc:

Party Of Record	Billington, Robert	175 Main Street Pawtucket, RI 02860 Tel: 401. 724. 2200 Fax:	bvri@bu.edu	Blackstone Valley Tourism Council
Party	Denton, Peter W.	Steptoe &	pdenton@steptoe.com	Brookfield Asset Management, Inc., And Djp

Of Record		Johnson Llp 1330 Connecticut Avenue, Nw Washington, DC 20036- 1795 Tel: 202- 263-3237 Fax:		Xx, Llc
Party Of Record	Grebien, Honorable Donald R.	Pawtucket City Hall 137 Roosevelt Avenue Pawtucket, RI 02860 Tel: (401) 728-0500 EXT. 281 Fax: (401) 723-8620	dgrebien@pawtucketri.com	Honorable Donald R. Grebien
Party Of Record	Gregory, Richard H	Blackstone River Valley National Heritage Corridor, Inc. 670 Linwood Ave. Unit #10 Whitinsville, MA 01588 Tel: 508- 234-4242 Fax:	rgregory@orsonandbrusini.com	Blackstone River Valley National Heritage Blackstone River Valley National Heritage Corridor, Inc.
Party Of Record	Kravitz, Thomas J.	Town Of North Smithfield PO Box 248 Slatersville, RI 02876- 02876 Tel: Fax:	tkravitz@nsmithfieldri.org	Town Of North Smithfield