

Surface Transportation Board
Ex Parte 704 (Sub-No. 1)—Review of Commodity, Boxcar, and TOFC/COFC Exemptions

Summary of Ex Parte Meeting held on June 11, 2019 between
the Georgia Pacific LLC, American Forest and Paper Association
and Vice Chairman Fuchs

Georgia Pacific LLC (“GP”) and American Forest and Paper Association (“AF&PA”)

Attendees:

- Christie Loucks, Senior Director Rail Logistics, GP
- Julie Landry, American Forest & Paper Association
- Karyn Booth, Thompson Hine LLP
- Kerem Bilge, Thompson Hine LLP

STB Attendees:

- Vice Chairman Patrick Fuchs
- Lisa S. Novins, Attorney Advisor
- Douglas W. Pelsey, Economist

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Meeting Summary:

The meeting began with introductions, and GP thanked the STB Attendees for the opportunity to meet and discuss the Board’s proposed rule and the issues in this proceeding.

GP presented Vice Chairman Fuchs and the STB attendees an overview of GP’s business and product lines, including that GP is a leading manufacturer of building products (plywood, lumber and wallboard), consumer products and pulp/cellulose that is used in many consumer products. It also provided information regarding its rail volumes and equipment needs. GP explained reliance on rail transportation for inbound and outbound traffic based on its facility types. For example, its consumer products mills are heavily dependent on rail for inbound materials, whereas its paper mills ship a high percentage of rail outbound. Its building products mills also use rail for outbound production. (See Exhibit-1).

GP clarified that mileage is not the primary factor determining its preference for rail over truck transportation but rather facility design for shipping and receiving and product dimensions and weight dictate and require its use of rail. Many facilities were built near railroad tracks due to the large and heavy nature of the products manufactured and the costs to configure the mills for only truck transportation is not economical.

GP explained its concerns in connection with railroad rates, de-marketing, service, car supply, service windows, and demurrage. GP stated that its demurrage bills have increased significantly during the last two years. GP also stated the railroads’ shift to 60-foot box cars adversely affects its business, as some of its facilities are dependent on 50-foot box cars for the transportation of brown paper products due to the size of the products. GP also explained a Class-I railroad’s practice of not guaranteeing car supply for certain lanes that the railroad designates as low velocity. GP also stated that a Class-I railroad charges \$900 to void a waybill, if the receiving

facility is embargoed by the railroad. However, GP may not be informed of the embargo before loading the car.

Regarding GP's de-marketing concerns, Vice-Chairman Fuchs asked whether GP would shift back to rail if it was able to receive lower rates (similar to the real rates GP said it previously had been receiving). GP confirmed.

GP explained that they lease approximately 2,000 cars, and also own 1,000 cars. However, GP relies substantially on railroad owned cars for the rest of their volume.

Vice-Chairman Fuchs asked whether there are limits to GP's ability to shift to private cars. GP explained that they have only recently started operating private cars as a back-up due to the railroads' failure to provide enough car supply, or the quality of the cars do not match their needs.

GP explained a Class-I railroad's practice of not guaranteeing car supply for certain lanes that it designates as low velocity. GP explained that it has experienced incidents where one railroad designated another carrier's lane as low velocity despite it being one of the faster lanes in terms of turn times. GP explained that in late 2018, a Class-I railroad changed its service window from 10am – 3pm to 10pm – 3am. GP made adaptations to its plant by adding night shifts, however the railroad retracted from its decision after two months and returned to the previous service window causing disruption to operations, inefficiencies and increased costs.

GP explained that some of the lanes they utilize have increasing R/VC ratios above 180% and that other lanes have been de-marketed where railroads refuse to compete with truck, even though truck prices have risen in recent years. GP stated that it experiences significant difficulties in negotiating contracts with Class-I railroads due to its exempt status. GP also explained that it needs STB oversight and an avenue for recourse against the railroads to ensure reasonable rates, practices and service. GP also stated that it hopes to be able to benefit from any future regulatory changes that the Board may adopt on rail rates, competition and demurrage practices.

The meeting concluded with each side thanking the other for participating in the meeting.

Exhibit-1



WWW.GP.COM

Georgia-Pacific Overview



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GEORGIA-PACIFIC OVERVIEW

Georgia-Pacific is a major player in three primary areas of business:

- Major producer of tissue, towels, napkins and tableware for homes and businesses
- Respected brand name in North American building products
- A top maker of fiber-based packaging
- Global supplier of market, fluff & specialty pulps for thousands of products

BUILDING PRODUCTS



CONSUMER PRODUCTS



PACKAGING + CELLULOSE



BUILDING PRODUCTS

Our Building Products are strong, durable and sustainable.



Founded in 1927 as a hardwood lumber wholesaler, we are now North America's largest producer of wood structural panels



We offer industry leading innovations in gypsum panels with the Dens® product line



We are recognized for contributing to the sustainability of commercial and residential buildings



We are major supplier to leading do-it-yourself warehouse chains across North America

CONSUMER PRODUCTS GROUP

- From bathroom to kitchen to backyard barbeque, we have products to make your life a little easier
- Our retail business makes household tissue, towels and tabletop products we all use every day and many top sellers in mass retail, club and dollar stores
 - Quilted Northern®, Angel Soft® tissue
 - Brawny®, Sparkle® towels
 - Dixie® plates and cups



GP PACKAGING & CELLULOSE



GP is a global leader in customer-focused, fiber-based solutions



We are committed to operating responsibly and sustainably in 45 communities that are home to our packaging plants and paper mills



Our fluff and specialty pulps enhance thousands (maybe millions) of everyday products that improve your life

WE ARE LARGE IN SCALE ...



Shipments

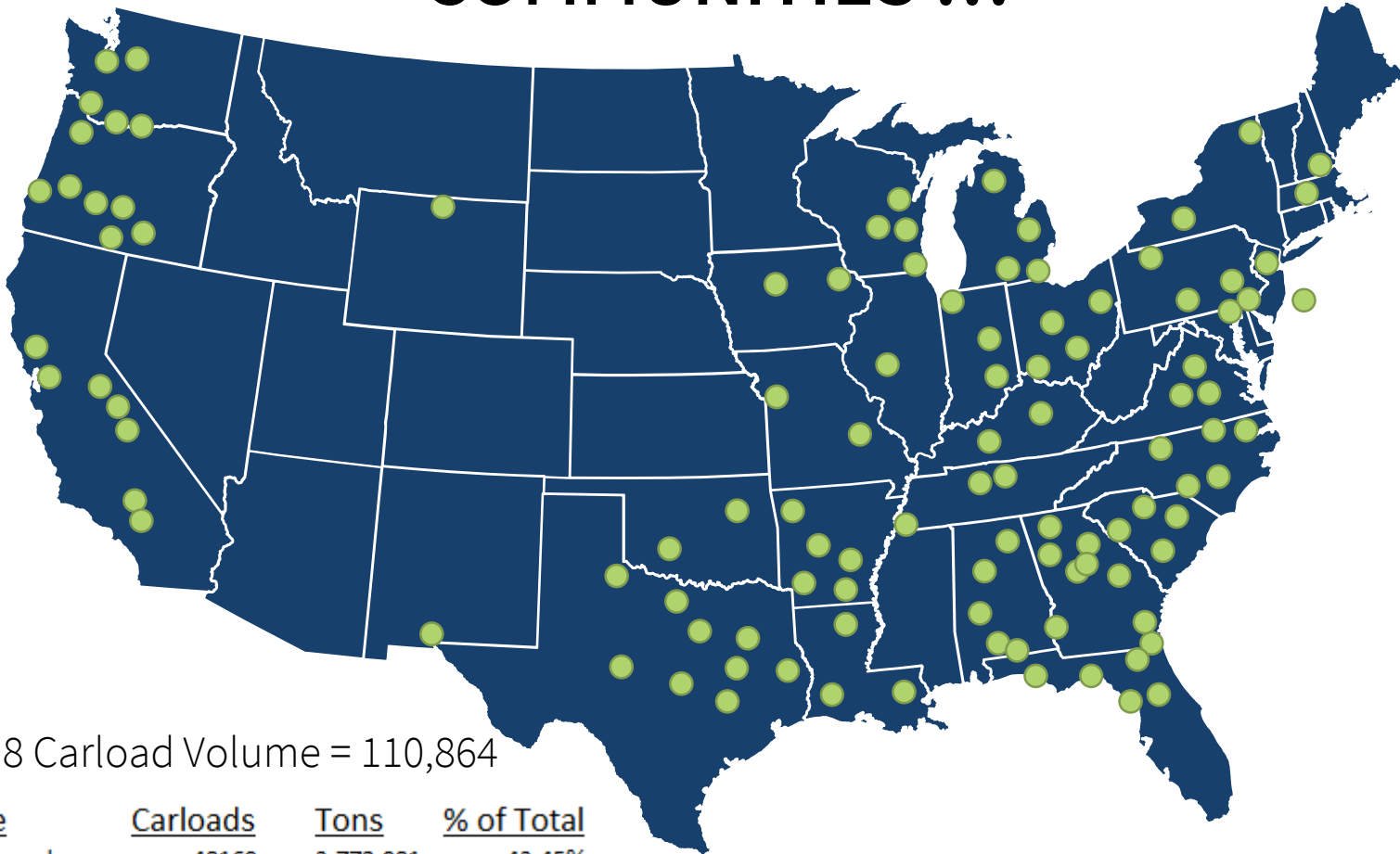
- Our consumer products business ships approximately 27,000 truckloads per month to customers
- Each day, we handle nearly 1 million cases of paper products
- Number of wood and log trucks delivering to us daily would stretch from Atlanta all the way to Chattanooga (~100 miles)



Brands

- We have two billion-dollar brands - Angel Soft and Dixie
- Number of GP products in average grocery or mass retailer: 30
- GP consumer brands are in about 65% of U.S. households
- GP products are used in commercial settings around the world

WE TOUCH HUNDREDS OF SMALL COMMUNITIES ...



2018 Carload Volume = 110,864

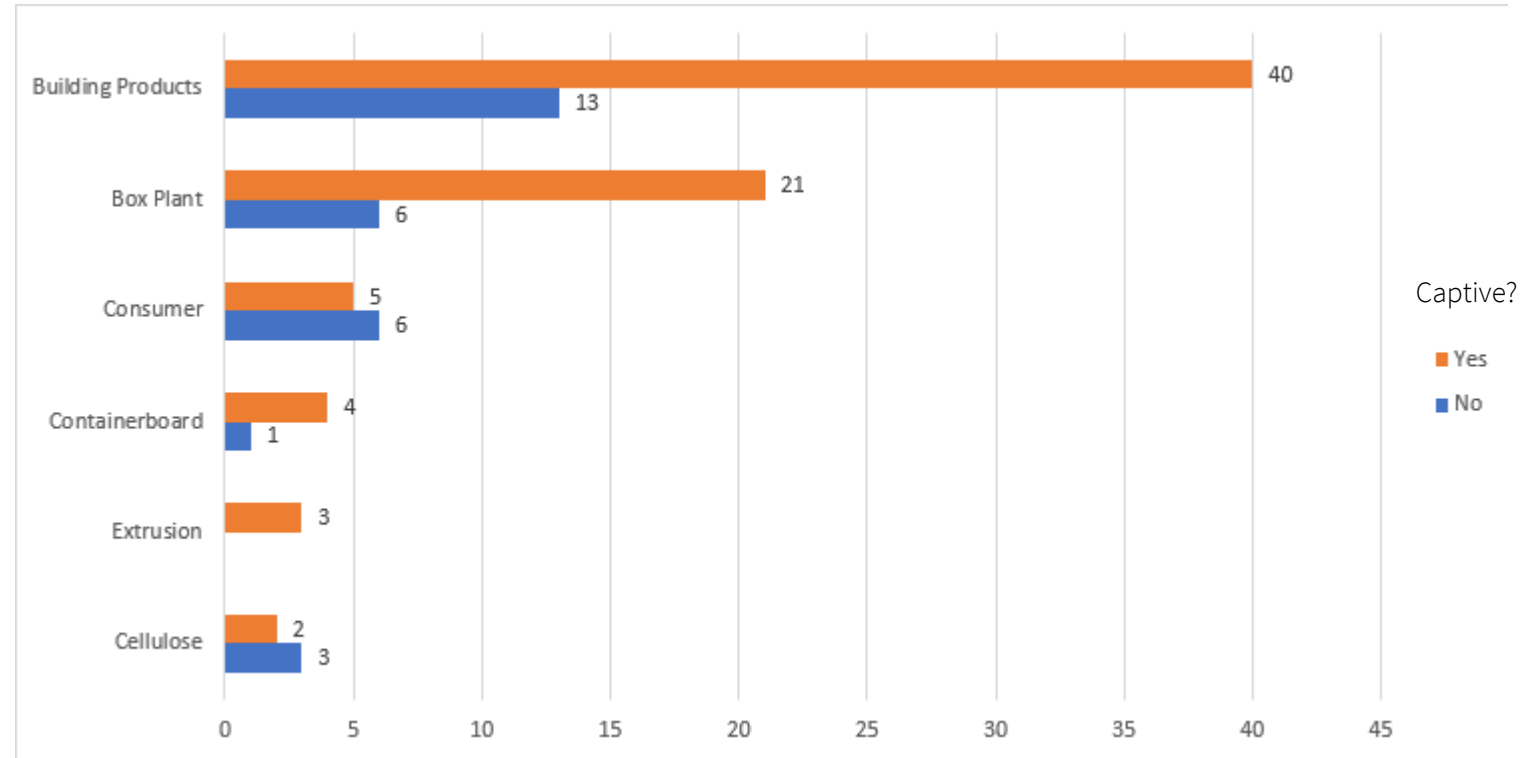
Type	Carloads	Tons	% of Total
Outbound	48169	3,772,081	43.45%
Inbound	33416	2,996,809	30.14%
Intracompany	26832	2,121,242	24.20%
External	2447	218,455	2.21%

Rail Volume % by Mileage Range
< 300 miles = 25% of rail volume
301-500 miles = 40% of rail volume
> 500 miles = 35% of rail volume



104 - GP Rail Served Locations by Type

- Box Plants – 27
- Building Products – 53
- Cellulose – 5
- Consumer Products – 11
- Containerboard Mills – 5
- Extrusion Plants – 3



- 70% of GP locations are “captive” to a single Class I RR

2018 – Rail Volume; Key Shipping Data Points

110,864 Carloads – over 9 million tons of product

70% of volume is produced by GP and shipped outbound

30% of volume is consumed by GP and shipped inbound

>3200 unique origin – destination point pairs

400 lanes make up 80% of the volume

195 different RR's touched GP Freight includes all Class I RR's

GP manages tariff and rules for all; including 70 fuel surcharge scales

45 different commodities shipped / received

>26 different car types/sizes are used

GP leases or owns ~30% of equipment used

70% of car need supplied by RR; primarily boxcars

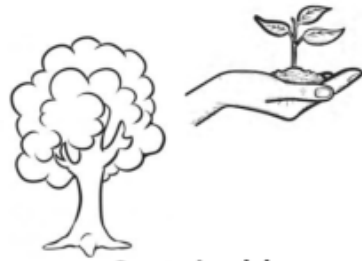
80% Volume Sample: by RR, by Commodity, by GP Origin

RR in Route	Carload Count	% of total
CSXT	40223	18.2196%
NS	24626	11.1547%
UP	23713	10.7411%
CN	18025	8.1647%
CIRR	12497	5.6607%
BNSF	12426	5.6285%
KCS	9372	4.2452%
AGR	8994	4.0740%
ALM	6511	2.9492%
MNBR	6474	2.9325%
HAL	5789	2.6222%
OAR	4208	1.9061%
PNWR	4167	1.8875%
CPRS	3411	1.5451%
GFRR	2554	1.1569%
TASD	2345	1.0622%
SAN	2295	1.0396%

Commodity	Count	% of Total
PULPBOARD	31749	28.64%
WOOD CHIPS	16682	15.05%
WOODPULP	14658	13.22%
PLYWOOD	6024	5.43%
SCRAP	6010	5.42%
GYP SUM WALLBOARD	5075	4.58%
LUMBER	4617	4.16%
OSB	4383	3.95%
CAUSTIC	3965	3.58%
COAL	3742	3.38%
SODIUM COMPOUNDS	1831	1.65%
SULPHURIC ACID	1807	1.63%
PET COKE	1526	1.38%

Origin	Count	% of Total
CEDAR SPRINGS, GA	10048	13.40%
MONTICELLO, MS	6504	8.67%
TOLEDO, OR	5422	7.23%
FOUNTAIN, AL	4547	6.06%
AUGUSTA, MS	3216	4.29%
NAHEOLA, AL	2748	3.66%
CROSSETT, AR	2584	3.45%
FOLEY, FL	2298	3.06%
BIG ISLAND, VA	2138	2.85%
MADISON, GA	1997	2.66%
ENGLEHART, ON	1954	2.61%
CUMBERLAND CITY, TN	1842	2.46%
LOUISVILLE, MS	1830	2.44%
PROSPERITY, SC	1753	2.34%
BREWTON, AL	1724	2.30%
MCCORMICK, SC	1693	2.26%
BELK, AL	1622	2.16%
GURDON, AR	1382	1.84%
DUDLEY, NC	1271	1.69%
ACME, TX	1243	1.66%
HIMES, WY	1107	1.48%

Supply Chain Overview



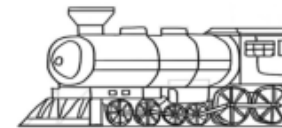
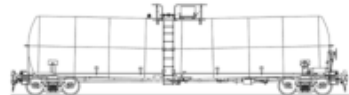
**Sustainable
material sourcing**



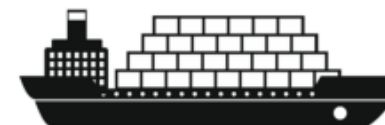
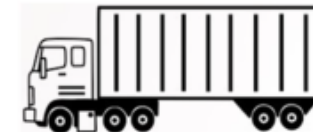
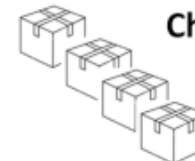
**Major employer and manufacturer
of products that improve
consumers quality of life**



**Consumer of agricultural,
chemical, and other major markets**



**Contributor to
the Global Supply
Chain**



Typical Mill Layouts

