

HARKINS CUNNINGHAM LLP

Attorneys at Law

Paul A. Cunningham
202.973.7601
pac@harkinscunningham.com

1700 K Street, N.W.
Suite 400
Washington, D.C. 20006-3804
Telephone 202.973.7600
Facsimile 202.973.7610

April 1, 2008

BY FEDEX AND E-MAIL (rutsonv@stb.dot.gov)

Ms. Victoria J. Rutson, Chief
Section of Environmental Analysis
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

**Re: Canadian National Railway Company and Grand Trunk Corporation –
Control – EJ&E West Company (STB Finance Docket No. 35087)**

Dear Ms. Rutson:

I am writing, on behalf of Applicants Canadian National Railway Company and Grand Trunk Corporation (together, "Applicants"; together with their rail carrier subsidiaries, "CN"), to provide you and HDR Engineering, Inc. ("HDR"), with the responses to the items identified as "Medium Priority Information Requests" in your Data and Information Request #2, which you sent as an enclosure to your letter of March 7, 2008, to Normand Pellerin of CN. As indicated in my letter to you of March 21, 2008, responses to some of these items were provided in my responses to your first Data and Information Request, which you sent as an enclosure to your letter of December 18, 2007, to Mr. Pellerin.

16. Please clarify which railroad controls the interlockings on the EJ&E rail line. On December 7, 2007, CN provided a list of the interlockings on the EJ&E. Please confirm that this list is complete.

EJ&E has provided the following additional information about the locations and control of interlockings on its rail lines:

Western Subdivision and Eastern Subdivision (Waukegan-Gary line)

Upton-automatic
Rondout- CP locally
Leithton-CN remote
Barrington-EJ&E remote
Spaulding-CP remote

Surface Transportation Board
CN-EJ&E BIS - FD-35087

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West Chicago-EJ&E locally
Bridge Junction-EJ&E remote
East Joliet (Rock Island)-Metra remote
Chicago Heights-EJ&E remote
Dyer-automatic
Hartsdale-automatic
Griffith-automatic except that the CN or EJ&E dispatcher must request a signal for their route for signal to be displayed, after which signal will be displayed on a "first come" when train reaches a "tap on" location
Van Loon-NS remote
Ivanhoe-automatic except that the IHB or EJ&E dispatcher must request a signal for their route for signal to be displayed, after which signal will be displayed on a "first come" basis when a train reaches a "tap on" location
Kirk Yard Junction-EJ&E remote

Lake Front Line

Michigan Avenue-NS Hick Tower remote
Bridge 728-NS Hick Tower locally
Marks-automatic
South Chicago/SCIH-automatic
South Chicago Bridge 710-EJ&E locally

Whiting Line

Calumet Tower-IHB locally
Bridge 631-EJ&E locally

Illinois River Line

Bridge 552-EJ&E locally

17. If EJ&E now controls operation and maintenance at the various interlockings over which Metra now and will soon be operating (Chicago Heights), what rationale can CN provide to ensure that Metra will not be delayed in terms of train interference or lack of maintenance (slow orders)?

Metra's main concern is that the increased number and length of CN trains over the EJ&E line will overload capacity at interlockers to be controlled by CN after the Transaction, principally at West Chicago and Barrington. Additional CN trains, however, will not be running over and sharing lines that Metra uses for its operations (e.g., UP lines at West Chicago and Barrington). Rather, CN trains will merely cross lines of other freight carriers, which are used by Metra, and thus will pass through the same diamonds as Metra trains at those crossings.

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An examination of CN's Operating Plan (such as CN made in its Response to Comments and Requests for Conditions (CN-29, filed March 13, 2008)), including the number of trains per day and average lengths and speeds of trains that, post-Transaction, will physically occupy the interlockings, shows why traffic that CN anticipates adding to the EJ&E lines is not likely to pose a problem for Metra's trains. CN trains will physically occupy the West Chicago Interlocking for less than 90 minutes a day and the Barrington interlocking for just over 40 minutes a day. *See* CN-29 at 70-71 & n.56. Thus, post-Transaction, there will remain more than adequate capacity to dispatch Metra trains through the interlockings.

As importantly, EJ&E has operated the key interlockings at West Chicago and Barrington under agreements with UP that have been in place for almost 90 years and over 110 years, respectively. Those agreements require EJ&E to give priority to UP freight trains over its own trains, and to give priority to passenger trains over either of the carriers' freight trains. CN will be stepping into these agreements, and there is no reason to believe that CN would not operate these interlockings as conscientiously, efficiently, and protective of Metra service as EJ&E. In its reply comments filed with the Board on March 13, 2008,¹ UP (which has the same interest as Metra does in making sure that traffic on the lines it shares with Metra will not be impaired) indicates that it expects the current agreements will continue to be honored after the Transaction as they are today. UP Reply at 6.

Moreover, as a scheduled railroad, CN finds it critically important that its trains are where they are supposed to be when they are supposed to be there, and insufficient capacity at any of the interlockings along the EJ&E would seriously interfere with CN's ability to meet its customers' needs. And, as a scheduled railroad, CN has extensive experience in running freight trains during short windows between passenger trains without interfering with passenger service.

Finally, insofar as Metra may be concerned about potential delays due to maintenance, CN would point out that the number of CN trains that is projected to cross Barrington daily after full implementation of the Transaction (20 trains) is the same as the number of CN trains that today cross the same Metra route at the Deval Interlocking, where CN must also interface with an additional 40 freight trains of UP and CP. CN's scheduled operations demands that maintenance standards be protected and maintenance performed expeditiously, with any slow orders cleared as rapidly as possible. There is no reason to think that the same attention would not be provided as effectively at the Barrington Interlocking, where less freight traffic would be involved, as it is today at Deval.

¹ Reply of Union Pacific Railroad Company to Northeast Illinois Regional Commuter Railroad Authority, et al. (METRA) (filed Mar. 13, 2008) ("UP Reply").

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18. CN's January 28, 2008 response listed several quiet zones along substantial portions of the EJ&E mainline. SEA understands that many of these quiet zone locations do not have Supplemental Safety Measures (SSM's). Does CN intend to re-evaluate these quiet zones from a risk analysis basis to make sure they remain in compliance with the requirements?

CN has no plans to re-evaluate present quiet zones on the EJ&E lines until it acquires control of the property, except as may be warranted in connection with its ongoing discussions with communities along those lines regarding possible mitigation agreements.

19. Does CN plan to upgrade, extend or replace culverts and bridges as a result of the double-track construction? Have previous hydraulic reports or studies for past EJ&E improvements to bridges and culverts along the proposed double tracks been conducted? If so, we request copies of these technical reports.

CN has conducted no such reports or studies, nor does it expect to until final engineering plans are completed, in approximately three to four months. EJ&E is checking to see if it has any previous hydraulic reports or studies for improvements along the segments CN intends to double-track, but does not believe it has any. EJ&E has informed CN, however, that the segments which CN proposes to double-track between East Siding and Walker and between East Joliet and Frankfort were previously double-tracked, and that the bridges and culverts used for the second main track that formerly was on those segments should still be in place and should accommodate the double-tracking proposed by CN.

20. What is CN's proposed typical cross-sections for new construction, double-tracking and the proposed connections? We request all available information on utility relocations that would be necessary along double tracks and the proposed connection improvements, such as utility type, location, length, and depth of any excavations.

Enclosed as Exhibit A to this letter is a PDF file (Question 20-CN Track Cross Section.pdf) containing diagrams of typical cross-sections of double-track (both tangent and curve track), sidings, and yard tracks that were prepared some years ago for IC. We have not found any more recent "typical" cross sections. Further information about the specific construction projects proposed in connection with the CN/EJ&EW Transaction will be available after final engineering work is completed, in approximately three to four months.

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21. Please provide a listing of at-grade public crossings for both the EJ&E and CN line segments with automatic warning devices that do not contain "constant warning time" circuitry.

The Highway-Rail Crossing Inventory maintained by the Federal Railroad Administration ("FRA"), to which I referred in my letter to you of January 28, 2008 (responding to item no. 11 of your first Information and Data Request), and which is accessible at <http://safetydata.fra.dot.gov/OfficeofSafety/>, contains the information requested. If you download the inventory data (using the page <http://safetydata.fra.dot.gov/OfficeofSafety/Downloads/Default.asp?page=downloaddbf.asp>), train detection information is provided in the SPSEL field, in which the value of "1" indicates constant warning time. If you still need CN to develop a list of the crossings with constant warning time circuitry, please let us know, and we would be happy to do so.

22. Please provide additional clarification of CN response to Question #10 from the first Information Request, dated December 18, 2007. Will there be any other construction or improvements done at Kirk Yard beyond the installation of the crossover track mentioned in the January 28, 2008 response letter? For example, are there any improvements required at Kirk Yard to accommodate the increased through-put? Also, are any improvements proposed for the East Joliet Yard?

CN has not developed any plans for Kirk Yard other than the crossover track that was described in the Application, plans for which were provided in Exhibit L of my letter to you of January 28, 2008. CN expects that, after acquiring control of the property, it would reconfigure Kirk Yard to accommodate the relocation of classification work there from other yards in the Chicago area (*see* CN-2 at 218), but it will have no specific plans for that reconfiguration until after it has acquired experience operating the Yard and the EJ&E system. Similarly, CN expects that it would reconfigure East Joliet Yard to accommodate additional classification work relocated from other Chicago-area yards, but again would have no specific plans until after it has experience operating that Yard and the EJ&E rail lines (*id.*).

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23. With regard to the transport of hazardous materials and hazardous materials sites, please provide copies of the following information:

- CN's Emergency Response Plan,
- EJ&E's Emergency Action Plan,
- Special hazardous materials instructions from CN's U.S. Operations Manual,
- CN's Facility Response Plans for Kirk Yard and East Joliet Yard, and
- List of CN and EJ&E emergency response contractors.

Enclosed as Exhibit B to this letter are CN's Emergency Response Plan (contained in the PDF files, Question 23-CN ER Plan-ver 10.pdf, Question 23-CN-ERP-IC Logbook-Ver 6.pdf, and Question 23-CN-ERP-Supv Logbook.pdf) and EJ&E's Emergency Action Plan (contained in the PDF files, Question 23-EJE Emergency Action Plan pages 1-39.pdf, Question 23-EJE Emergency Action Plan pages 40-45.pdf, Question 23-EJE Emergency Action Plan Appendices A to C.pdf, Question 23-EJE Emergency Action Plan Appendices D to O.pdf, and Question 23-EJE Emergency Action Plan App P.pdf).

CN's special hazmat instructions from its U.S. Operations Manual are included in the PDF file (Question 23-CN Special hazardous materials instructions.pdf) contained in Exhibit C to this letter.

Because CN does not yet control Kirk Yard and East Joliet Yard, it has no facility response plans for those facilities. EJ&E's response plans are found in Appendix G to its Emergency Action Plan, provided in Exhibit B.

CN's and EJ&E's emergency response contractors are listed on the PDF file (Question 23-CN emergency response contractor list.pdf) contained in Exhibit D to this letter, and on page 35 of EJ&E's Emergency Action Plan, provided in Exhibit B.

Because the materials provided in Exhibits B and C include sensitive information about the railroads' responses to hazardous materials emergencies, we request that it be treated as CONFIDENTIAL for purposes of the Protective Order issued by the Board in this proceeding (Decision No. 1, served Oct. 22, 2007).

24. Are any of the proposed routes key train routes on which CN would transport hazardous materials on its existing CN rail lines and the EJ&E rail line? In other words, does CN propose to operate key trains on the CN and EJ&E lines? Do any trackage rights carriers plan to operate key trains on the EJ&E line?

After implementation of the Transaction, the EJ&EW lines between Leithton and Gary would be key routes, over which CN would operate key trains. CN's existing lines within

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the EJ&E arc are presently key routes, and although CN intends to move all or most of the hazardous materials traffic now moving on those lines onto the EJ&E arc, it will keep the designation of those lines as key routes. While EJ&E's trackage rights agreements do not contain any restrictions that would prohibit users of the EJ&E lines from operating key trains over those lines, EJ&E dispatching records for 2006 (for BNSF) and 2007 (for UP) indicate that those trackage rights tenants did not operate any key trains over EJ&E during those years.

25. According to Indiana Department of Natural Resources (DNR), all three proposed Indiana connections would be located within the Indiana coastal zone management area. Indiana DNR indicated it is willing to work with CN to obtain consistency with Indiana's coastal zone management program. (It is typical that rail applicants seek a consistency determination directly from the appropriate coastal zone management agency.) Is CN currently taking the lead for coordination regarding the Indiana coastal zone determination process? If so, please provide information on the status of these coordination efforts.

CN is taking the lead for coordination regarding the Indiana coastal zone determination process but is not actively pursuing a permit from the agency. CN is currently evaluating the location of the EJ&E and proposed connections against the coastal zone management program. As with all necessary permitting, CN will apply for any necessary permits or consistency determinations following its successful acquisition of the EJ&E lines, and will obtain them before beginning any construction work for which they may be required.

26. Please provide the current CN and EJ&E Operating Rule Books.

As noted in my letter to you of March 21, 2008, this information has already been provided.

27. Which rail yards within the EJE arc are regularly used by CN trains and what will be the reduction (or increase) in this use following implementation of the Operating Plan?

The rail yards within the EJ&E arc that CN regularly uses today are its own Glenn, Hawthorne, and Markham yards, BRC's Clearing Yard, and IHB's Gibson Yard. Enclosed as Exhibit E to this letter is an Excel file (Question 27-Traffic in Yards.xls), setting forth information regarding the number of cars per day originating at each yard (which CN projects will not be affected by the Transaction), the number of cars per day terminating at each yard (which CN also projects will not be affected by the Transaction), and the number of cars interchanged per day with a third party in train-to-train connections, before and after implementation of the Transaction. (This information was already provided for Clearing Yard in my letter to you of March 26, 2008, in the response to item no. 12.)

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CN is working diligently to provide you and HDR with the remaining information requested in Data and Information Request #2, and we expect to have answers in the near future to all items that remain outstanding.

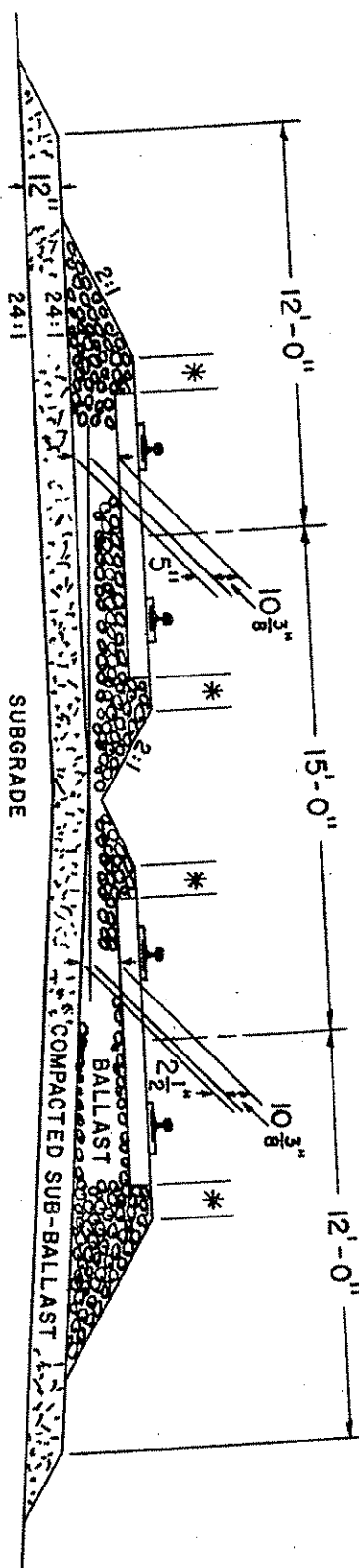
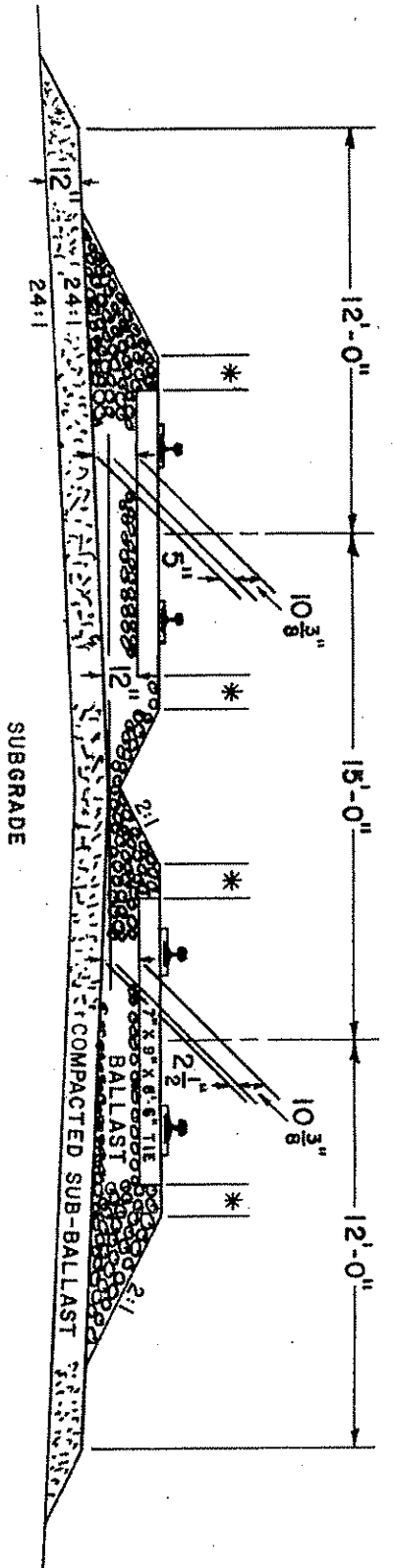
Very truly yours,

A handwritten signature in black ink, appearing to read "Paul A. Cunningham". The signature is fluid and cursive, with a large initial "P" and "C".

Paul A. Cunningham
Counsel for Canadian National Railway Company
and Grand Trunk Corporation

cc: John H. Morton
Normand Pellerin

* 8" SHOULDER - CONVENTIONAL JOINTED RAIL
12" SHOULDER - CONTINUOUS WELDED RAIL



CROSS SECTION FOR TRACK ON CURVE

CROSS SECTION FOR TRACK ON TANGENT

BALLAST QUANTITIES IN CU. YDS.

TIE	TANGENT TRACK	INCREASE PER INCH OF SUPERELEVATION
1 Foot	1 Mile	1 Foot
1 Mile		1 Mile
JT. 7" x 9" x 8'-6"	1.83	9648
CW. 7" x 9" x 8'-6"	1.92	10179
		.0635
		335.4
		.0637
		336.5

COMPUTED ON BASIS OF 3250 TIES PER TRACK MILE AND 15% ALLOWANCE FOR SHRINKAGE.

REVISIONS

6-1-76 REV. & REDR.
11-1-78 REV. & REDR.
ILLINOIS CENTRAL GULF RAILROAD
OFFICE OF VICE PRESIDENT & CHIEF ENGINEER, CHICAGO, ILL.

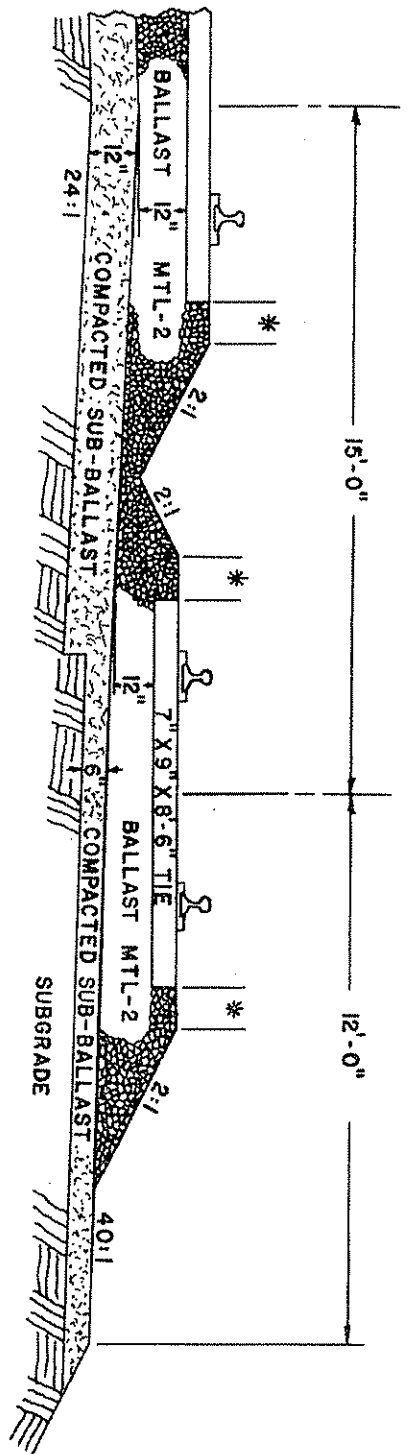
BALLAST CROSS SECTIONS
DOUBLE TRACK - HEAVY SECTION

CORRECT: *[Signature]* ENGR. IN CH. OF W.
DATE: JULY 29, 1942
SCALE: 3/16" = 1'-0"

APPROVED: *[Signature]* VICE PRES. & CHIEF ENGR.
DRWG. NO. 18.01A
FILE NO. E-3107

20

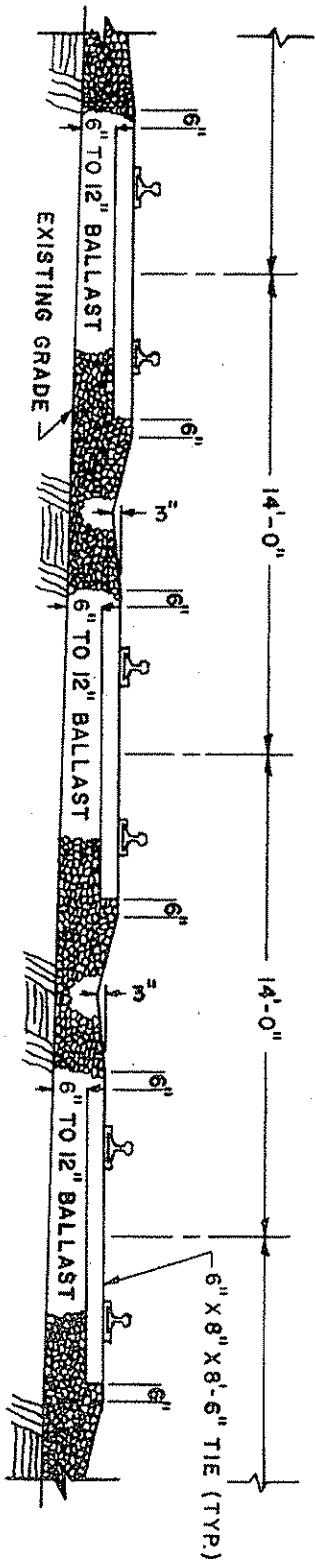
* 8" SHOULDER - CONVENTIONAL JOINTED RAIL
12" SHOULDER - CONTINUOUS WELDED RAIL



MAIN TRACK
(EXISTING)

SCALE $\frac{1}{4}" = 1'-0"$

SIDING TRACK



SCALE $\frac{3}{16}" = 1'-0"$

MULTIPLE YARD TRACKS

REVISIONS

ILLINOIS CENTRAL GULF RAILROAD
OFFICE OF VICE PRESIDENT & CHIEF ENGINEER, CHICAGO, ILL.

BALLAST CROSS SECTIONS
SIDE & YARD TRACKS
(REHABILITATION PROJECTS)

CORRECTED: *[Signature]*
ENGR. R. OF W.

APPROVED: *[Signature]*
VICE PRES. & CHIEF ENGR.

DATE: NOV. 1, 1978

DRWG. NO. 18.03

SCALE: 3/16" & 1/4" = 1'-0"

FILE NO. E-3107

REDACTED

Exhibit B

REDACTED

Exhibit C



Province	Location	ERC	ER Telephone
BC	Vancouver	CEDA Emergency Response	1 888 793-2378
	Kamloops	Quantum Emergency Response	1 866 333-6376
	Prince Rupert	Quantum Emergency Response	1 866 333-6376
	Terrace	Quantum Emergency Response	1 866 333-6376
Alberta	Salmon Arm	Quantum Emergency Response	1 866 333-6376
	Dawson Creek	Quantum Emergency Response	1 866 333-6376
	Calgary	Quantum Emergency Response	1 866 333-6376
	Edmonton	Ceda Emergency Response	1 888 793-2378
Saskatchewan	Wabamun	Quantum Emergency Response	1 866 333-6376
	Saskatoon	Envirotec Services Inc.	1 877 244-9500
	Stoney Creek	Quantum Emergency Response	1 866 333-6376
	Sudbury	Quantum Emergency Response	1 866 333-6376
Ontario	Thunder Bay	Potter's Pumping Services	1 888 213-2220
	St. Amable	MD-UM/RSR	1 888 922 3330
New Brunswick	St. John	RST Industries	1 877 624-8800
Wisconsin	Hudson	Hulcher Emergency Services	1 800 637 5471
	Appleton	Veolia	1 800 688 4005
Michigan	Flint	Youngs Environmental	1 800 496 8647
Ohio	North Canton	Sunpro	1 800 488 0910
Louisiana	Prairieville	United State Environmental	1 888 267 4901
	New Orleans	United State Environmental	1 888 267 4901
	Mobile	United State Environmental	1 888 267 4901
	Port Allen	Hulcher Emergency Services	1 800 659 8032
Mississippi	Jackson	United States Environmental	1 888 267 4901
	Southaven	United States Environmental	1 662 280 3232
	Olive Branch	Hulcher Emergency Services	1 800 637 5471
	East St. Louis	Hulcher Emergency Services	1 800 637 5471
Indiana	Hammond	Hulcher Emergency Services	1 800 637 5471
	Schererville	Sunpro	1 800 488 0910

Rail Yards Used by CN Trains Within the EJ&E Arc

Cars per Day	Pre-Transaction				Post-Transaction				Percentage change in car activity
	Originate	Terminate	Train to Train Connection	Total	Originate	Terminate	Train to Train Connection	Total	
Station									
CLEARINGBRC*	31.0	27.2	573.4	631.6	31.0	27.2	21.6	79.8	-86%
GIBSONIHB*			111.7	111.7			111.7	111.7	0%
GLENN YARD	64.2	58.2	292.8	415.2	64.2	58.2	0.0	122.4	-58%
HAWTHORNE	44.2	44.8	193.3	282.3	44.2	44.8	0.0	89.0	-54%
MARKHAM	14.6	15.4	388.0	418.0	14.6	15.4	14.7	44.8	-88%

* denotes train-to-train connection to/from a 3rd party

STB Finance Docket 35087 Answer to request for information					
Question #28					
Interlocking Name	Owner	Control	Maintained by	Type	Signal Location
Waukesha Sub					
B-12	CP	Metra	Metra	Remote	At crossing
Deval	UP	UP	UP	Remote	At crossing
Leithton	CN	CN	CN	Remote	At crossing
Grayslake	CN	CN	CN	Remote	At crossing
Park	CN	CN	CN	Remote	At crossing
Freeport Sub					
21st Street	Amtrak	Amtrak	CN	Remote	At crossing
Ash Street	CN	CN	CN/CSX	Remote	At crossing
IN Crossing	BNSF	Automatic	CN	Automatic	At crossing
Belt Crossing	BRC	BRC	BRC	Remote	At crossing
Joliet Sub					
Brighton Park	CN	NS	NS	Remote	At crossing
LeMoynes	CN	BRC	BRC	Remote	At crossing
Canal	CSX	IHB	CSX	Remote	At crossing
Elsdon Sub					
Corwith Lead	CN	CN	CN	Remote	At crossing
Hayford	CN	BRC	BRC	Remote	At crossing
Ashburn	CN	NS	Metra	Remote	At crossing
Blue Island	CN	CN	CSX	Manual	At crossing
Thornton Junction	CN	CN/UP	CN	Remote	At crossing
Munster	CN	CN	CN	Remote	At connection
Hays	CN	CN	NS	Remote	At crossing
Griffith	CN	EJ&E	EJ&E	Remote	At crossing
Chicago Sub					
16th Street	CN	Metra	Metra	Remote	At crossing
Kensington	Metra	Metra	Metra	Remote	At crossing