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 GOVERNMENT RELATIONS

JOSEPH T. CONNOR
 FINANCIAL ANALYST

November 8, 2001



Honorable Linda Morgan
 Surface Transportation Board
 1925 K Street, N.W.
 Washington, D.C. 20423

Re: Ex Parte No. 586, *Arbitration – Various Matters Relating to its Use as an Effective Means of Resolving Disputes That are Subject to the Board's Jurisdiction*

Dear Chairman Morgan:

Pursuant to the Board's Order dated September 20, 2001 in the above-referenced proceeding, this is to request that my name be added to the roster of arbitrators available to arbitrate disputes pursuant to 49 CFR Part 1108. I believe that my resume, including the list of ICC and STB proceedings in which I have participated as counsel, demonstrates that I am sufficiently familiar with the rail transportation or economic issues arising before the Board to be able to effectively act as arbitrator in such disputes.

I am attaching three copies of this letter, along with an extra copy that I will appreciate your date stamping and returning to me in the enclosed postage prepaid envelope.

Very truly yours,

Charles A. Spitulnik

Attachments

ENTERED
 Office of the Secretary

NOV 09 2001

Part of
 Public Record

CHARLES A. SPITULNIK
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Versatile attorney with broad experience as chief legal officer of medium sized transportation corporation and in respected law firms in Washington, D.C. area. Direct experience in general corporate matters, labor and employee relations, transportation, federal regulatory practice and litigation. Operating experience as President and Chief Operating Officer of railroad industry car management firm. A partial list of agency proceedings and publications is attached.

CAREER OVERVIEW

July 2000
To Present

Partner, McLeod, Watkinson & Miller, Washington, D.C.

Current practice focuses on: advising commuter rail systems and short line railroads in start up negotiations, and transaction and operations planning; negotiation and drafting of agreements required for new and continuing operations; obtaining regulatory approvals and representing clients before federal and state agencies as required to enable them to achieve their objectives. Particular emphasis placed on using Railway Labor Act and Interstate Commerce Act provisions for the benefit of the client, where possible, and to understanding the implications of federal rail labor regime in planning transactions. Advise clients in strategic planning to recognize early and successfully address issues that could thwart otherwise valid corporate objectives.

November
1987 to
June 2000

Partner, Hopkins & Sutter, Washington, D.C.
(Of Counsel, November 1987 – October 1988)

1984 to
November
1987

General Counsel and Corporate Secretary,
Fruit Growers Express Company, and its subsidiary
Fleet Management, Inc.; Alexandria, Virginia

Sole in-house counsel on executive staff of corporation with \$35 million in operating revenues and nationwide facilities and service operations. Daily interaction with all levels of management and frequent interaction with Board of Directors. Active participation in policy development with respect to long term planning, and all phases of company's operations. Also included extensive and direct supervision of outside counsel and active participation in all litigation, and in all applicable federal and state regulatory proceedings. Work also involved contract drafting and negotiation for all company transactions, including frequent direct contact with customers.

From June 1987 through November 1987, served as well as President and Chief Operating Officer of Fleet Management, Inc. Supervised staff of 13 in company which relied on state-of-the-art software to manage equipment pools with the goal of improving utilization efficiency. Reorganized company to cut costs in the face of declining revenues, and maintained extensive personal contact with

customers nationwide to increase confidence in the company's product. This subsidiary was offered for sale, and the focus of the President's task shifted to preservation of ongoing operations to preserve value during negotiations with potential buyers. Completed sale of company.

- 1984 Staff Attorney, Pension Benefit Guaranty Corporation, Washington, D.C.
- 1983 to 1984 Private Practice, Washington, D.C. area.
General practice, including corporate, labor relations and transportation.
- 1982 to 1983 Associate, Dechert Price & Rhoads, Washington, D.C.
Primarily engaged in major acquisition matters and regulatory agency proceedings, representing both applicants and opponents, including participation in appellate phases of regulatory proceedings. Worked extensively on labor issues presented in transaction involving acquisition of railroad out of bankruptcy.
- 1979 to 1982 Associate, Highsaw & Mahoney, P.C., Washington, D.C.
Extensive work on behalf of rail labor unions in proceedings before the Interstate Commerce Commission, on matters arising under the Railway Labor Act and other labor matters, and related litigation, as well as negotiation of 13(c) agreements to satisfy requirements of Urban Mass Transportation Act.

EDUCATION

- 1987 Wharton School, University of Pennsylvania, "Finance and Accounting for the Non-Financial Manager"
- 1979 J.D., University of Virginia, Charlottesville, Virginia
- 1975 M.S.W., Syracuse University, Syracuse, New York
- 1973 B.A. with High Honors, Oberlin College, Oberlin, Ohio

PROFESSIONAL DATA

Admitted to Practice in District of Columbia, Virginia and Maryland, before the United States Supreme Court, the United States Courts of Appeals for the D.C., Third, Sixth, Seventh and Ninth Circuits, and the U.S. District Court for D.C., Eastern District of Virginia and the Eastern District of Michigan.

Member: American, D.C., Virginia, and Maryland Bar Associations; Association of Transportation Law, Logistics and Policy

**INTERSTATE COMMERCE COMMISSION AND
SURFACE TRANSPORTATION BOARD CASES**

1. *Major Rail Consolidation Procedures*, Decided: April 27, 2000, Service Date: April 28, 2000, 2000 WL 511067 (I.C.C.)
2. *Review of Rail Access and Competition Issues*, Date: March 18, 1998, Service Date: March 18, 1998, 1998 WL 119810 (I.C.C.)
3. *Ventura County Transportation Commission--Acquisition Exemption--Southern Pacific Transportation Company*, Decided: March 17, 1998, Service Date: March 24, 1998 1998 WL 128076 (I.C.C.)
4. *CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company--Control and Operating Leases/Agreements--Conrail Inc. and Consolidated Rail Corporation*, Finance Docket No. 33388
5. *Rail Service in the Western United States*, Decided: October 15, 1997, Service Date: October 16, 1997, 1997 WL 638203 (I.C.C.)
6. *CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company--Control and Operating Leases/Agreements--Conrail Inc. and Consolidated Rail Corporation*, Decided: August 19, 1997, Service Date: August 19, 1997, 1997 WL 471915 (I.C.C.)
7. *Union Pacific Corporation, et al. --Control and Merger--Southern Pacific Rail Corporation, et al.*, Dated: August 5, 1997, Service Date: August 7, 1997, 1997 WL 441800 (I.C.C.)
8. *Orange County Transportation Authority/Riverside County Transportation Commission/San Bernardino Associated Governments/San Diego Metropolitan Transit Development Board/North San Diego County Transit Development Board--Acquisition Exemption--The Atchison, Topeka and Santa Fe Railway Company*, Decided: October 31, 1994, Service Date: November 14, 1994, 1994 WL 631480 (I.C.C.)
9. *San Bernardino Associated Governments--Acquisition Exemption--Southern Pacific Transportation Company*, Decided: January 31, 1994, Service Date: February 9, 1994 1994 WL 36163 (I.C.C.)
10. *Fox River Valley Railroad Corporation--Trackage Rights Exemption--Wisconsin and Southern Railroad Company*, Decided: February 25, 1993, Service Date: March 3, 1993, 1993 WL 53259 (I.C.C.)

11. *Fox River Valley Railroad Corporation--Trackage Rights Exemption--Chicago and North Western Transportation Company*, Decided: February 19, 1993, Service Date: February 26, 1993, 1993 WL 48295 (I.C.C.)
12. *Orange County Transportation Authority and Riverside County Transportation Commission--Trackage Rights Exemption--The Atchison, Topeka and Santa Fe Railway Company*, Decided: December 28, 1992, Service Date: January 4, 1993 1992 WL 389308 (I.C.C.)
13. *Orange County Transportation Authority, Riverside County Transportation Commission, San Bernardino Associated Governments, San Diego Metropolitan Transit Development Board, North San Diego County Transit Development Board--Acquisition Exemption--The Atchison, Topeka and Santa Fe Railway*, Dated: November 17, 1992, Service Date: November 20, 1992, 1992 WL 336986 (I.C.C.)
14. *The Central Vermont Railway, Inc.--Abandonment Exemption--in Franklin County, Vermont*, March 6, 1992, 1992, WL 50951 (I.C.C.)
15. *The Central Vermont Railway, Inc.--Abandonment Exemption-- in Franklin County, VT.* Decided: February 20, 1992, 1992 WL 34119 (I.C.C.)
16. *Canadian Pacific Limited, Et Al.--Purchase and Trackage Rights-- Delaware & Hudson Railway Company*, July 11, 1990, 1990 WL 287734 (I.C.C.)
17. *Bessemer and Lake Erie Railroad Company--Petition for Declaratory Order-- Interchange Facilities and Trackage Rights*, September 6, 1989, 89 WL 239338 (I.C.C.)
18. *Canadian National Railway Company--Lease from Grand Trunk Western Railroad Company*, August 11, 1989, 1989 WL 239173 (I.C.C.)
19. *St. Lawrence & Atlantic Railroad Company--Acquisition and Operation Exemption-- Certain Rail Lines of Canadian National Railway Company*, Decided: October 6, 1988, 1988 WL 224805 (I.C.C.)
20. *Union Pacific Corporation, Pacific Rail System, Inc., and Union Pacific Railroad Company--Control--Missouri Pacific Corporation and Missouri Pacific Railroad Company*, Decided: September 24, 1982, 366 I.C.C. 462
21. *Guilford Transportation Industries, Inc.--Control--Delaware and Hudson Railway Company*, Decided July 23, 1982, 366 I.C.C. 396
22. *Norfolk Southern Corporation--Control--Norfolk and Western Railway Company and Southern Railway Company*, Decided March 19, 1982, 366 I.C.C. 173, (I.C.C.)
23. *Haskell H. Bell v. Western Maryland Railway Company*, Decided December 30, 1981 366 I.C.C. 64

24. *Norfolk and Western Railway Company--Purchase--Illinois Terminal Railroad Company*, Decided June 19, 1981, 363 I.C.C. 882, 1981 WL 22665 (I.C.C.)
25. *The New York, Susquehanna and Western Railroad Company, Debtor (Walter G. Scott, Trustee)--Plan of Liquidation*, Decided December 22, 1980, 363 I.C.C. 794, 1980 WL 14112 (I.C.C.)
26. *CSX Corporation--Control--Chessie System, Inc., and Seaboard Coast Line Industries, Inc.*, Decided September 23, 1980, 363 I.C.C. 521, 1980 WL 14204 (I.C.C.)
27. *St. Louis Southwestern Railway Company--Purchase (Portion)--William M. Gibbons, Trustee of the Property of Chicago, Rock Island and Pacific Railroad Company, Debtor*, Decided June 6, 1980, 363 I.C.C. 323, 1980 WL 14102 (I.C.C.)

CN Sarnia-Port Huron Tunnel Relocation Cases

28. *City of Detroit v. Canadian National Railway Company, St. Clair Tunnel Company, Grand Trunk Corporation, Grand Trunk Western Railroad, Inc., and Grand Trunk Western Railroad Company*, Decided November 12, 1993, 9 I.C.C.2d 1208, 1993 WL 499799 (I.C.C.)
29. *Grand Trunk Western Railroad, Inc. --Acquisition Exemption--Grand Trunk Western Railroad Company*, Decided: January 6, 1993, Service Date: January 13, 1993, 1993 WL 4332 (I.C.C.)
30. *Grand Trunk Corporation--Continuance in Control-- Grand Trunk Western Railroad, Inc.*, Decided: January 6, 1993, Service Date: January 13, 1993, 1993 WL 4333 (I.C.C.)
31. *St. Clair Tunnel Company--Acquisition Exemption--Canadian National Railway Company*, Decided: December 4, 1992, Service Date: December 10, 1992, 1992 WL 360819 (I.C.C.)
32. *Canadian National Railway Company--Trackage Rights Exemption--St. Clair Tunnel Company*, Dated: December 4, 1992, Service Date: December 10, 1992, 992 WL 360820 (I.C.C.)
33. *Grand Trunk Western Railroad Company--Trackage Rights Exemption--St. Clair Tunnel Company*, Decided: July 29, 1992, Service Date: August 4, 1992, 1992 WL 183936 (I.C.C.)
34. *St. Clair Tunnel Company--Acquisition Exemption--Grand Trunk Western Railroad Company*, Decided: July 29, 1992 Service Date: August 4, 1992, 1992 WL 183937 (I.C.C.)

35. *Canadian National Railway Company--Continuance in Control Exemption--St. Clair Tunnel Company*, Decided: July 28, 1992, Service Date: August 4, 1992, 1992 WL 183938 (I.C.C.)

FEDERAL CASES

1. *Brotherhood of R.R. Signalmen v. I.C.C.*, 63 F.3d 638, (7th Cir.), Aug 21, 1995 (NO. 94-3877)
2. *Detroit/Wayne County Port Authority v. I.C.C.*, 59 F.3d 1314, (D.C. Cir., Jul 18, 1995)
3. *Lamoille Valley R. Co. v. I.C.C.*, 711 F.2d 295, (D.C. Cir., Jun 28, 1983)
4. *Central Vermont Ry., Inc. v. I.C.C.*, 711 F.2d 331, (D.C. Cir., Jun 28, 1983)
5. *Matter of New York, S. and W. R. Co.*, 17 B.R. 905 (D.N.J., Dec 29, 1981)
6. *Matter of New York, S. & W. R. Co.*, 504 F.Supp. 851 (D.N.J., Nov 18, 1980) (NO. B 76-182)

STATE CASES

1. *Intermountain Power Agency v. Union Pacific R. Co.*, 961 P.2d 320, (Utah, Jul 07, 1998)
2. *ALK Associates, Inc. v. Multimodal Applied Systems, Inc.*, 276 N.J.Super. 310, 647 A.2d 1359 (N.J. Super. A.D., Oct 06, 1994)

PUBLICATIONS

1. "Use of Freight Rail Lines for Commuter Operations: Public Interest, Private Property", 26 Trans. L. J. 319 (Summer 1999), with Jamie Palter Rennert
2. "Peaceful Coexistence Between Local Governments and Freight Railroads: An Impossible Dream", 40 *Municipal Lawyer* 10 (Jan./Feb. 1999)
3. Association of Transportation, Law, Logistics & Policy, *Highlights*, Commuter Rail Editor