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BEFORE THE
SURFACE TRANSPORTATION BOARD

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Public Record

ARIZONA ELECTRIC POWER
COOPERATIVE, INC.,

Complainant,

v.

THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY and
UNION PACIFIC RAILROAD COMPANY,

Defendants.

Docket No. 42058



JOINT MOTION TO ESTABLISH A PROCEDURAL SCHEDULE

Pursuant to 49 C.F.R. §§ 1111.8 and 1117.1, Defendants The Burlington Northern & Santa Fe Railway Company ("BNSF") and Union Pacific Railroad Company ("UP") and Complainant Arizona Electric Power Cooperative, Inc. ("AEPCO") hereby move the Board to establish a procedural schedule in the above-captioned matter. Discovery in this rate reasonableness proceeding is nearing completion. The parties have conferred and have agreed to request that the Board adopt the following procedural schedule to govern the completion of discovery and the submission of evidence:

Close of Discovery	December 16, 2002
Opening Evidence	February 7, 2003
Reply Evidence	May 27, 2003
Rebuttal Evidence	July 3, 2003

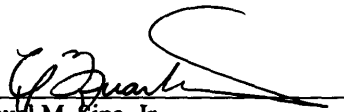
This schedule proposal reflects defendants' concern over the likely complexity of evidence in this proceeding and the burdens that will result from the fact that the filing of

evidence in this proceeding will overlap with the filing of evidence in another rate reasonableness proceeding in which BNSF is the defendant. *See* STB Docket No. 42057, *Public Service Company of Colorado d/b/a Xcel Energy v. The Burlington Northern and Santa Fe Railway Company* (Decision served Oct. 9, 2002). AEPCO does not accept defendants' justifications for the proposed dates, but it is willing to accept the proposed schedule in order to move this proceeding forward.

Therefore, the parties respectfully request that the Board grant their Joint Motion to Establish a Procedural Schedule.

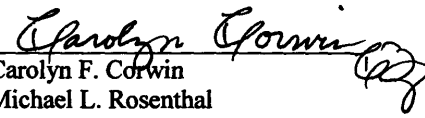
Respectfully submitted,

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