



Catalyst for Regional Progress

PVPC

Timothy W. Brennan, Executive Director

223/63

August 8, 2008

Anne K. Quinlan, Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

Reference: STB Finance Docket No. 35147
Norfolk Southern Railway, Pan Am Railways, Inc., et. Al. – Joint
Control and Operating/Pooling Agreements — Pan Am Southern LLC

Dear Secretary Quinlan.

The Pioneer Valley Planning Commission (PVPC) would like to submit the following review comments regarding the creation of a new joint venture railroad, Pan Am Southern, which would service our region. The PVPC is the designated Regional Planning Agency for the planning district encompassing the 43 cities and towns comprising Hampden and Hampshire Counties in western Massachusetts. The PVPC is also the lead transportation planning agency for this region and, in this capacity, it provides ongoing staffing and technical support to the Pioneer Valley Metropolitan Planning Organization (MPO)

The PVPC recognizes the importance of freight rail to our region and we have been working with freight rail carriers to expand and improve the use of rail while reducing our over-reliance on trucking. The PVPC has also been meeting with officials from Pan Am Railways to discuss the possibility of reactivating the Connecticut River Line between Springfield, and Northfield, Massachusetts for a combination of rail passenger and freight services. The PVPC is in fact currently managing a \$750,000 federally-funded feasibility study to explore the possibility of moving the Amtrak Vermonter service back onto the Connecticut River Line. The subject study will also evaluate the viability of providing commuter rail service north of Springfield on the Connecticut River Line. Pan Am officials have been involved in this process from the start and Pan Am has been a proactive and positive partner in this important planning process. The PVPC appreciates the active involvement and cooperation that Pan Am officials have demonstrated as well as their commitment to advance this project. The PVPC is seeking assurance that the creation of Pan Am Southern will in no way jeopardize the potential for passenger rail service on the Connecticut River Line and we have repeatedly been advised that this will be the case if the subject joint venture railroad is created.

Reintroducing rail passenger service to the Connecticut River Line will undoubtedly require a significant public investment in the existing rail corridor and its infrastructure in order to successfully achieve a desired 60 mph speed for rail passenger services. This public investment will also improve operations and efficiency for the freight that is currently transported on this line, and create new opportunities to expand the amount of freight that is transported on this line. Accordingly, we believe the benefits to be derived from this new joint venture railroad are significant and positive and thus merit broad public support.

Thank you for the opportunity to comment on this proposed merger. The addition of a second Class One carrier to our region's transportation mode options will be good for our region, our state and for New England as a whole. The PVPC has maintained a good working relationship with the Pioneer Valley Railroad, CSX and Pan Am, and we look forward to working with officials from Pan Am Southern if this proposed merger is ultimately approved by the Surface Transportation Board (STB). It offers the opportunity to promote and expand the use of existing rail corridors serving our region in order to move additional volumes of freight and passenger traffic and it will contribute positively to our region's efforts to conserve energy and reduce greenhouse gas emissions. For all of the aforementioned reasons, we support the subject joint venture of Norfolk Southern and Pan Am Railways and urge the STB to give it serious and favorable consideration..

Sincerely,

A handwritten signature in black ink, appearing to read "Tim Brennan", with a horizontal line above it.

Timothy Brennan
Executive Director