



Farmers Co-operative Elevator Co.

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VIA E-FILING

Cynthia T. Brown, Chief
Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

Re: FD 36178, Metropolitan Council - Petition for Declaratory Order

Dear Ms. Brown:

Farmers Cooperative Elevator Company ("FCE") hereby files these comments in response to the Surface Transportation Board's ("Board or STB") May 22, 2018 decision permitting public comments on the Petition for Declaratory Order ("Petition") filed on April 4, 2018 by the Metropolitan Council ("Met Council"). In that Petition, Met Council requests the Board find that certain proposed transactions involving Met Council, Hennepin County Regional Railroad Authority ("HCRRA") and Soo Line Railroad Company d/b/a Canadian Pacific ("CP") would not require Surface Transportation Board ("Board" or "STB") authorization and would not result in Met Council becoming a rail common carrier. As relevant to us and our concerns, the Board's decision specifically requested comments on whether operational impacts on Twin Cities & Western Railroad Company ("TCW") should be considered as part of the Board's analysis. The unequivocal answer to that question is "yes."

FCE is an active shipper on TCW's line. TCW serves our facilities at Montevideo and Echo. It currently originates in excess of 1500 carloads a year at these facilities. All of these carloads traverse some or all of the rail lines that are involved in this proceeding. Efficient and time sensitive rail service is a significant part of our business model. Any activities undertaken by Met Council that could result in a reduction in transit times or delayed shipments would have a financial impact on our bottom line.

With this in mind, FCE has three main operational concerns. First, as we understand from public records related to the Southwest Light Rail Transit Project ("Project") and our

discussions with TCW, the Project will involve a four year construction timeline. As part of that process, we understand that the rail line will be relocated and realigned. In order to do that, by necessity, the rail line will have to be taken out of service from time to time during certain construction periods. We also understand that in the future, light rail trains and freight trains will be operating within 25 feet of each other. These two factors give us great concern that our shipments will be delayed during the construction period or that future crashes, without adequate restoration of service plans, could result in the line becoming unusable during the crash clean-up phase, delaying our rail service. These concerns could be alleviated if there was some sort of construction and operation agreement between Met Council and TCW. We understand, however, that there is no such current agreement. The only existing agreements are trackage rights agreements governing TCW's overhead operations. From what we understand, those agreements were entered into many years ago and do not contain any provisions dealing with what happens during construction of a parallel passenger transit system in the same railroad corridor or how the corridor should operate in the future when you have both passenger and freight operations in the same corridor. To avoid any operational impacts during the construction phase or during future operations, FCE believes that as a condition to any STB approval, Met Council should be required to enter into a construction and operation agreement with TCW that would protect shippers' transit times during the construction phase, provide for safety plans to prevent future accidents that could delay rail service, and sets forth the obligations of the parties with respect to the future shared usage of the corridor.

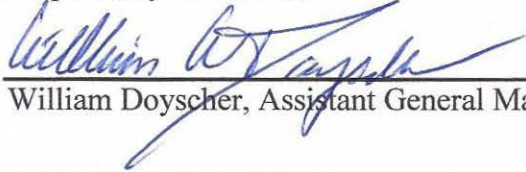
Our second major operational concern involves Met Council's plans to remove a significant number of the existing sidetracks currently used by TCW. We understand that those sidetracks are an integral component of TCW's service to/from our facility. TCW has informed us that without those sidetracks or the ability to use replacement tracks somewhere else nearby, which do not currently exist, our transit times will be significantly impacted. This will cost us both time and money. This is unacceptable. Either the tracks should not be removed, or if they are removed in order to accommodate light rail, Met Council should be required to work with TCW to come up with a plan for the replacement of those tracks in a manner and location that would not adversely impact rail service, and since it is Met Council's plans that are causing the disruption, they should pay all costs associated with the replacement side tracks. The replacement side tracks should be built and in place before the existing sidetracks are torn up. Otherwise, there could be significant operational disruptions in our service.

Lastly, per the draft operating agreement set forth by Met Council and HCRRA, the duties to dispatch trains in the shared spaces will be assigned to HCRRA. This is of particular concern to current freight shippers. Particular attention should be given to the fact that a non-operating entity that has common carrier obligations will be responsible for routing of freight traffic, while having no vested interest in the ability of the operating railroad to perform. Having a disinterested third party dispatching freight is in our eyes not in the best interests of any agreement. While this may only be a small portion of the route that our freight traffic follows it appears that the impact on all freight traffic could very well be significant.

Farmers Cooperative Elevator Company does not take a position on the light rail Project. Our concerns have to do with the operational and safety impacts that will occur due to the realignment of the tracks that TCW operates over and the removal of the sidetracks that TCW

currently uses to provide us service. Those concerns must and should be addressed in any STB decision. If not, there could be significant operational problems and financial impacts on our business if the Project moves forward.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "William Doyscher", is written over a horizontal line.

William Doyscher, Assistant General Manager

June 18, 2018

CERTIFICATE OF SERVICE

I hereby certify that I have served a copy of these comments via prepaid first class mail to all parties of record in this proceeding or by more expeditious means of delivery.

Dated this 18 day of June, 2018.

A handwritten signature in blue ink, appearing to read "William D. Ayres", is written over a horizontal line.