

June 9, 2022

**VIA E-FILING**

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

Re: STB Finance Docket No. 36500, *Canadian Pacific Railway Limited, et al. – Control – Kansas City Southern et al.*

Dear Ms. Brown:

I am attaching for e-filing the Supplemental Comments of the Commuter Rail Division of the Regional Transportation Authority d/b/a Metra, in the above-referenced proceeding.

Please note that this filing comprises a Public Version and a Confidential Version. We are serving all parties of record with the Public Version and will provide a copy of the Confidential Version to any party that confirms that they have signed the Confidential undertaking that the Board approved as part of the Protective Order in this proceeding.

If you have any questions, please do not hesitate to contact me.

Sincerely,

  
Charles A. Spitulnik

Enclosure

cc: All Parties of Record

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**STB Finance Docket No. 36500**

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**CANADIAN PACIFIC RAILWAY LIMITED; CANADIAN PACIFIC RAILWAY  
COMPANY; SOO LINE RAILROAD COMPANY; CENTRAL MAINE & QUEBEC  
RAILWAY US INC.; DAKOTA, MINNESOTA & EASTERN RAILROAD  
CORPORATION; AND DELAWARE & HUDSON RAILWAY COMPANY, INC. –  
CONTROL – KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN  
RAILWAY COMPANY, GATEWAY EASTERN RAILWAY COMPANY,  
AND THE TEXAS MEXICAN RAILWAY COMPANY**

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**SUPPLEMENTAL COMMENTS OF THE COMMUTER RAIL DIVISION OF  
THE REGIONAL TRANSPORTATION AUTHORITY D/B/A/ METRA IN RESPONSE  
TO REVISED OPERATING PLAN DATA SUBMITTED BY APPLICANTS**

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**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**DOCKET NO. FD 36500**

**CANADIAN PACIFIC RAILWAY LIMITED; CANADIAN PACIFIC RAILWAY COMPANY; SOO LINE RAILROAD COMPANY; CENTRAL MAINE & QUEBEC RAILWAY US INC.; DAKOTA, MINNESOTA & EASTER RAILROAD CORPORATION; AND DELAWARE & HUDSON RAILWAY COMPANY, INC. – CONTROL – KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY COMPANY, GATEWAY EASTERN RAILWAY COMPANY, AND THE TEXAS MEXICAN RAILWAY COMPANY**

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**SUPPLEMENTAL COMMENTS OF THE COMMUTER RAIL DIVISION OF  
THE REGIONAL TRANSPORTATION AUTHORITY D/B/A METRA IN RESPONSE  
TO REVISED OPERATING PLAN DATA SUBMITTED BY APPLICANTS**

**I. Introduction**

Pursuant to the order of this Board dated May 27, 2022, the Commuter Rail Division of the Regional Transportation Authority d/b/a Metra hereby submits these Supplemental Comments in response to the revised Operating Plan data submitted by Applicants<sup>1</sup> in this proceeding on May 13, 2022 (CP-47/KCS-34).

Under applicable federal law, this Board cannot approve a merger of two Class I carriers unless it can determine that the transaction is consistent with the public interest. 49 U.S.C. § 11324(c). Nothing about the revised data submitted by Applicants changes the fundamental point of the Comments Metra submitted in this proceeding on March 15, 2022 (METR-7)

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<sup>1</sup> Applicants in this proceeding are: Canadian Pacific Railway Limited (“Canadian Pacific”), Canadian Pacific Railway Company (“CPRC”), and their U.S. rail carrier subsidiaries Soo Line Railroad Company, Central Maine & Quebec Railway U.S. Inc., Dakota, Minnesota & Eastern Railroad Corporation, and Delaware and Hudson Railway Company, Inc. (collectively, “CP”), and Kansas City Southern and its U.S. rail carrier subsidiaries The Kansas City Southern Railway Company, Gateway Eastern Railway Company, and the Texas Mexican Railway Company (collectively, “KCS”).

(“March 15 Comments”). The Transaction<sup>2</sup> proposed here, and the associated more than thousand-fold increase in delays to Metra trains that is projected as a result,<sup>3</sup> is flatly inconsistent with the public interest due to the future deleterious impact on passenger rail in the Chicago metropolitan region, *see* 49 U.S.C. § 11324(b)(1) – in this case, Metra’s passengers. Metra detailed in its March 15 Comments the ways in which CP’s operations of its own trains and dispatching of operations on Metra’s lines disrupt Metra operations and violate fundamental obligations of long-standing agreements between CP (and its predecessors) and Metra (and its predecessors in interest).

In this proceeding, Applicants seek approval of a proposed Transaction that will increase new freight traffic on Metra-owned rail lines that will serve to materially degrade passenger rail service by causing an approximately estimated 1,200% increase in delays per 100 train miles for Metra trains on the impacted lines. *See* S.V.S. Crowley and Mulholland at 16.<sup>4</sup> Based on Metra’s careful analysis and RTC modeling of the information presented in Applicants’ Amended Operating Plan and associated supporting documents, the attendant costs associated with the extra trains projected to impact Metra’s rail lines necessitate denial of the Application.

## II. Background

On March 15, 2021, Metra filed detailed Comments (METR-7) explaining why the Board cannot approve the proposed Transaction without imposing specified conditions, including requiring the transfer to Metra of dispatching rights over the lines that Metra owns on which CP

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<sup>2</sup> The “Transaction” is the proposed merger between CP and KCS as accepted in the Board’s Decision No. 11 in Docket No. FD 36500, served November 23, 2021. Unless otherwise indicated, capitalized terms in these comments have the meaning as defined in Board Decision No. 11.

<sup>3</sup> *See discussion infra* at 8-9 and Attachment A, Supplemental Verified Statement of Thomas D. Crowley and Robert D. Mulholland of L.E. Peabody and Associates (“S.V.S. Crowley and Mulholland”), at 16-17, attached as Attachment A.

<sup>4</sup> (Future Case Delay Minutes per 100 Train Miles of 15.30 ÷ Base Case Delay Minutes per 100 Train Miles of 1.15 – 1) x 100 = 1,230%. *See discussion infra* at 8-9 and S.V.S. Crowley and Mulholland at Tables 3 and 4, Line B.8., Columns (4) and (5).

operates. Since that date, when it became evident that Applicants provided incorrect information in their Application,<sup>5</sup> including by underestimating train counts between Milwaukee to Chicago by at least 6.28 trains per day<sup>6</sup> and relying extensively on baseline data that they completely failed to reference in their Operating Plan, the Board issued a decision dated April 27, 2022, requiring Applicants to resubmit portions of the Application. Specifically, the Board required Applicants to address certain inconsistencies in the data submitted in support of their Operating Plan and technical issues with the workpapers associated with the Operating Plan. Applicants submitted their Amended Operating Plan and workpapers on May 13, 2022, albeit without much guidance regarding what was changed from their original Operating Plan.

These Supplemental Comments, along with the Supplemental Verified Statement of Thomas D. Crowley and Robert D. Mulholland of L.E. Peabody and Associates, attached to these Supplemental Comments as Attachment A, augments statements made in Metra's March 15 Comments and addresses new or adjusted information supplied by Applicants either in their filing on May 13, 2022, or in discovery. The attached Supplemental Verified Statement from Messrs. Crowley and Mulholland updates their previously submitted analysis of the Transaction based on the Amended Operating Plan, as follows:

1. Applicants now exclude additional bulk trains from their post-merger train counts that they project to add due to "organic growth" even though doing so renders their projections inaccurate because these additional trains will still affect the post-merger operating environment.
2. Applicants still continue to exclude several classes of traffic from both their pre- and post-merger capacity analyses. Most notably, their exclusion of passenger trains from

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<sup>5</sup> The Application was originally filed on October 29, 2021 (CP-25/KCS-13).

<sup>6</sup> See CN-16 at 6.

their capacity analysis not only renders their data inaccurate, it also presumes that all available capacity on Milwaukee District lines owned by Metra is available for Applicants' exclusive use, despite the absence (as outlined in Metra's March 15 Comments) of any contractual or other legal basis for that conclusion.

3. Applicants justify their refusal to conduct any RTC modeling in favor of outdated analysis tools and their own employees' assumptions as justification for their assertions regarding capacity both pre- and post-merger.

The attached Crowley and Mulholland Supplemental Verified Statement also addresses the impact of Applicants' incorrect data in their response to Metra's discovery requests regarding the physical characteristics of the Marquette Subdivision. In short, Applicants still fail to show that the proposed Transaction would not significantly disrupt Metra's operations. In fact, neither the Amended Operating Plan nor adjusted track data for CP's Marquette Subdivision change the ultimate analysis or conclusions submitted in Metra's March 15 Comments, which indicate that there will be significant new disruption to commuter rail service in Chicago as a result of the Transaction.

**III. The Amended Operating Plan Confirms that Applicants Have Not Adequately Considered the Potential Impacts of the Proposed Transaction on Passenger Rail, and that those Impacts will be Substantial and Problematic.**

Nothing in the new information provided by Applicants changes Metra's assessment that the Transaction will harm commuter rail service in the Chicago region and that Applicants have failed to adequately consider this harm. Messrs. Crowley and Mulholland did not find that the data in the Amended Operating Plan would cause any significant changes to the amount of traffic in the base or future case scenarios presented in Metra's March 15 Comments. They did note that Applicants "modified their statement of segment train volumes in both their pre-merger and

post-merger scenarios.” See S.V.S. Crowley and Mulholland at 5. Applicants simply removed bulk trains necessitated by organic growth in commodities from their post-merger train count.<sup>7</sup> See *Id.* It is apparent that this change was made to isolate the impacts caused by the merger alone. See *Id.* at 6-7. While this change decreases the number of trains between the base case and the transaction-related change in traffic, it does not address the fact that these trains are still part of the overall rail traffic environment and will still have to be accommodated in the future. See *Id.* As presented, Applicants simply move this traffic from one category to another, while essentially removing it from consideration in the future case even though that traffic will be part of the operational environment regardless of whether or not it is counted as “transaction-related”. See *Id.*

This treatment of “organic growth” represents yet another example of Applicants simply ignoring certain traffic and omitting it from either the pre- or post-merger operational environment. Applicants still do not include passenger trains or foreign trains in their Amended Operating Agreement, “thereby grossly misrepresenting the capacity that will be required to move all post-merger traffic over the proposed combined system.” S.V.S. Crowley and Mulholland at 7.

Applicants also made some additional changes to their Amended Operating Plan that were not strictly related to their inconsistent traffic numbers. The amended documents attempt to justify Applicants’ decision to not conduct RTC modeling and to instead rely on MultiRail to evaluate the post-merger rail traffic environment, a system that is outdated and inadequate for the purposes of a transaction of the size and scope of the merger proposed here. To support their decision, Applicants refer to three other mergers, all of which occurred over 30 years ago.

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<sup>7</sup> Applicants also made other adjustments to parts of the system, mostly concerning current KCS operations, which are not relevant to Metra’s argument.

Notably these mergers all occurred before the existence of RTC modeling, which is now considered the gold-standard for railroad system modeling, as explained in Metra’s March 15 Comments.

The Amended Operating Plan continues to suffer from the same deficiency of support as the original because of its dependence on MultiRail to develop train schedules without validating them through RTC modeling and instead relying on mathematical capacity calculations to justify their plan, the shortcomings of which were identified in Metra’s March 15 Comments. In addition, Applicants, in footnote 52 to paragraph 116 of their Amended Operating Plan, state that analysis of growth in manifest and intermodal trains was a “manual exercise drawing on the experience and expertise of the Operating Team...” Applicants provide no explanation as to how using a manual “white board” exercise in favor of a data-driven, systematic modeling methodology leads to a better, more accurate result than the widely-accepted RTC model that Metra’s consultants applied to the available data. Applicants, apparently, have still conducted no modeling, RTC or otherwise, to verify their asserted conclusion that growth in manifest and intermodal trains would require no additional capacity (just longer/heavier trains). Similarly, and without any modeling support, Applicants also claimed that organic growth would result in no additional capacity needs.

In addition, Applicants continue to completely ignore various types of traffic, including passenger, local trains, or foreign trains, that operate on lines that will be affected by the proposed Transaction. As Messrs. Crowley and Mulholland explain:

CP/KCS continue to exclude all passenger trains and all foreign freight trains from their train volumes, thereby grossly misrepresenting the capacity that will be required to move all post-merger traffic over the proposed combined system. [fn omitted] Moreover, CP/KCS still fail to acknowledge that Metra’s current volumes are significantly lower than their historical average as a result of Covid, and some of the capacity [that] CP/KCS claim is available to accommodate their projected

volume growth will be needed to accommodate Metra's return to normal service levels.

S.V.S. Crowley and Mulholland at 7 [footnotes omitted]. Applicants provide no explanation as to how their analysis of overall rail traffic impacts could be reliable where they have ignored significant categories of traffic in their analysis.

**IV. Even After Correcting for the Inaccurate Data that Applicants Provided about the Marquette Subdivision in Discovery, the Inadequacies of the Infrastructure on that Line will create Operating Issues on Metra's Territory.**

After reviewing Applicants' initial submission to the Board, and after submitting its March 15 Comments, Metra and its experts Messrs. Crowley and Mulholland discovered that Applicants had provided inconsistent, inaccurate and/or out-of-date track data for two sidings on the Marquette Subdivision. When Metra submitted interrogatories and requests for additional production of information to confirm that the sidings in question were actually considerably longer than Applicants' information suggested, Applicants stated that they had already provided all relevant information, essentially denying the request to clarify track chart information that appeared inaccurate and inconsistent with other contradictory and less authoritative information supplied in the voluminous and undesignated records that CP provided. However, Metra's consultants, using their own research (as described in S.V.S. Crowley and Mulholland at 12-13), were nonetheless able to determine that the track chart information provided by Applicants was inaccurate.

Based on its determination regarding the inaccuracy of previously provided information, Messrs. Crowley and Mulholland re-modeled the operation proposed by Applicants using updated information in its RTC simulations. The updated modeling does not change the ultimate analysis or the conclusion that the proposed Transaction will cause significant disruption to

Metra's commuter service and to the associated rail network. As discussed further in S.V.S. Crowley and Mulholland, the revised analysis shows that reductions in speed and increases in delays for Metra's trains are even worse than Metra previously predicted. *Id.* at 16-17. Specifically, with adjusted sidings, the modeling conducted by Messrs. Crowley and Mulholland now projects an approximately 1,200% increase in delays per 100 train miles to Metra trains.<sup>8</sup> Messrs. Crowley and Mulholland discuss the reasons for this increase from previous projections in the attached Supplemental Verified Statement. S.V.S. Crowley and Mulholland at 16-17.

Moreover, overall, even with the longer sidings on the Marquette Subdivision, "... the system is still shown to be over capacity even with the increased infrastructure on the Marquette Subdivision". *Id.* at 17. That is, the increased congestion on Metra's lines and the adverse impact on Metra's operations due to overflow traffic from the Marquette Subdivision remains an enormous issue for Metra and its passengers.

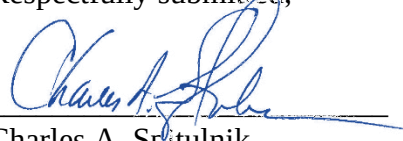
## **V. Conclusion**

Applicants' amendments to the proposed Operating Plan do not correct Applicants' initial failure to adequately assess the full impacts of the proposed merger. The issues that Metra identified in its initial filing remain unaddressed, and Metra's own updated analysis shows that the Transaction will significantly harm essential commuter rail service in the Chicago area. As a result, Metra's conclusion that the proposed Transaction is not consistent with the public interest because of the potential serious negative impact on Metra's operations remains unchanged. Unless this Board imposes the conditions Metra has identified in its March 15 Comments, the Application must be denied.

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<sup>8</sup> (Future Case Delay Minutes per 100 Train Miles of 15.30 ÷ Base Case Delay Minutes per 100 Train Miles of 1.15 – 1) x 100 = 1230%. See S.V.S. Crowley and Mulholland at Tables 3 and 5, Line B.8., Columns (4) and (5). This compares with their previous projected increase of 405%, respectively, presented in Metra's March 15 Comments. See S.V.S. METR-7, Ex. C, V.S. Crowley and Mulholland at 67-68.

Respectfully submitted,



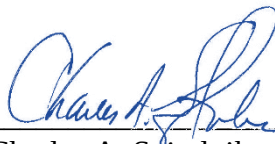
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**CERTIFICATE OF SERVICE**

I hereby certify that I have on the 9th day of June 2022, caused to be served a copy of the foregoing SUPPLEMENTAL COMMENTS, upon all parties of record in this proceeding.



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Dated: June 9, 2022

**ATTACHMENT A**

**Supplemental Verified Statement of  
Thomas D. Crowley and Robert D. Mulholland of L.E. Peabody and Associates**

**PUBLIC VERSION**

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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DOCKET NO. FD 36500

CANADIAN PACIFIC RAILWAY LIMITED; CANADIAN PACIFIC RAILWAY  
COMPANY; SOO LINE RAILROAD COMPANY; CENTRAL MAINE & QUEBEC  
RAILWAY US INC.; DAKOTA, MINNESOTA & EASTER RAILROAD CORPORATION;  
AND DELAWARE & HUDSON RAILWAY COMPANY, INC. – CONTROL – KANSAS  
CITY SOUTHERN, THE KANSAS CITY SOUTHERN RAILWAY COMPANY, GATEWAY  
EASTERN RAILWAY COMPANY, AND THE TEXAS MEXICAN RAILWAY COMPANY

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SUPPLEMENTAL VERIFIED STATEMENT

of

Thomas D. Crowley  
President

and

Robert D. Mulholland  
Senior Vice President

**L. E. PEABODY & ASSOCIATES, INC.**  
ECONOMIC CONSULTANTS

On Behalf Of

**THE COMMUTER RAIL DIVISION OF THE  
REGIONAL TRANSPORTATION AUTHORITY AND NORTHEAST  
ILLINOIS REGIONAL COMMUTER RAILROAD CORPORATION  
(METRA)**

Dated: June 9, 2022

# **PUBLIC VERSION**

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## **LIST OF EXHIBITS**

| <b>Exhibit<br/>No. <sup>1</sup></b> | <b>Exhibit Description</b>                                                                   |
|-------------------------------------|----------------------------------------------------------------------------------------------|
| <b>(1)</b>                          | <b>(2)</b>                                                                                   |
| 11                                  | Change in CP/KCS Calculation of Projected Increase in Trains Per Day                         |
| 12                                  | CP Provided Track Charts and 2022 Satellite Imagery of Harper's Ferry                        |
| 13                                  | CP/KCS May 31, 2022 response to Metra's Fourth Set of Interrogatories and Sixth Set Requests |

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<sup>1</sup> Exhibit No. 1 through Exhibit No. 10 are included with our Verified Statement filed in this proceeding on March 15, 2022.

# **PUBLIC VERSION**

## **I. INTRODUCTION**

We are Thomas D. Crowley and Robert D. Mulholland, President and a Senior Vice President, respectively, of L. E. Peabody & Associates, Inc. We are the same Thomas D. Crowley and Robert D. Mulholland who presented a Verified Statement in support of The Commuter Rail Division of the Regional Transportation Authority and Northeast Illinois Regional Commuter Railroad Corporation's ("Metra") March 15, 2022 Comments in this proceeding. L. E. Peabody & Associates, Inc. is an Economic Consulting Firm that specializes in addressing economic, transportation, marketing, financial, accounting and fuel supply matters. We have spent most of our consulting careers of over 50 and 25 years, respectively, evaluating railroad operations, capacity, costs and profitability and pricing issues for shippers, producers, railroads and government agencies. Our credentials are included as Exhibit No. 1 and Exhibit No. 2 to our March 15, 2022 Verified Statement ("VS").

We have been asked by Counsel for Metra to review the updated Application and supporting documents filed by the Canadian Pacific Railway Company ("CP") and the Kansas City Southern ("KCS") (jointly "CP/KCS") on May 13, 2022, and to determine the extent to which our March 15, 2022 VS should be modified and/or expanded in light of the revised documents.<sup>2</sup> The results of our review are contained in following sections of this Supplemental Verified Statement ("SVS").

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<sup>2</sup> The Board's Decision No. 17 instructed CP/KCS to "amend their Operating Plan to include (1) an explicit identification of the baseline traffic density values used in the Operating Plan calculations and to be used in the environmental review; (2) a comprehensive explanation of how those values were generated; and (3) a comprehensive explanation of the rationale underlying those methodological choices" and to "support data claims in the Operating Plan with specific citations to relevant portions of any supporting workpapers ... include the supplemental information from their March 21, 2022 response ... [and] revise as necessary and resubmit all workpapers associated with their Operating Plan."

**II. SUMMARY OF FINDINGS**

Our March 15, 2022 VS included a lengthy section describing several deficiencies inherent in the framework CP/KCS used to quantify the impacts of its proposed merger on the traffic and operations over rail lines owned by Metra in the Chicago area.<sup>3</sup> We reviewed the updated Application and determined that while the relevant supporting documentation offered by CP/KCS has been modified, our critique is still valid. Specifically:

1. CP/KCS continue to exclude multiple classes of traffic from the pre- and post-merger train counts considered in their capacity analyses, most notably commuter and intercity passenger traffic;
2. CP/KCS still presume that all available capacity on the Milwaukee District (“MD”) lines owned by Metra is reserved exclusively for CP/KCS and fail to acknowledge Metra’s right to return to its pre-Covid passenger volumes;
3. CP/KCS still have made no effort to quantify or evaluate the impact of their proposed merger on Metra’s operations and performance;
4. CP/KCS still have not conducted any RTC simulations to ensure that their proposed operating plan is feasible; and
5. The capacity analyses offered in support of the proposed operating plan remain insufficient.

Importantly, the changes made by CP/KCS have little impact on their statement of CP freight volumes moving over Metra’s MD lines over which CP operates (and that CP/KCS call the CP Elgin, C&M, and Fox Lake Subdivisions). Moreover, the train volumes we included in the Rail Traffic Controller “RTC” simulations we developed in support of our March 15, 2022 VS were largely developed from sources other than the density data. Specifically, our base period train volumes were developed from: (1) CP historical train event data provided in response to Metra’s Requests for Production (for CP freight traffic); (2) Metra operational data and train

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<sup>3</sup> See, our March 15, 2022 VS, Sections IV, VI, and VII, at pages 9-14, 17-35, and 36-52, respectively.

## PUBLIC VERSION

schedules (for Metra traffic); (3) Public Amtrak train schedules and operating data (for Amtrak trains); and (4) Operating plan descriptions of Chicago operations (for select Foreign trains).<sup>4</sup>

Similarly, our post-merger train volumes were developed from: (1) CP's post-merger operating plan schedules (for scheduled CP freight traffic); (2) Metra operational data and train schedules (for Metra traffic); (3) Public Amtrak train schedules and operating data (for Amtrak trains); (4) Operating plan descriptions of Chicago operations (for select Foreign trains); and (5) CP/KCS projected daily volumes (for "unscheduled" (unit train) CP freight traffic). Although our future case unit trains were developed from CP/KCS' projections, the revisions included in the work papers supporting the Amended Operating Plan do not result in changes to the future case train volumes moving over the line segments we modeled in RTC.

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<sup>4</sup> As discussed in our March 15, 2022 VS at pp. 20-24, the train event data provided by CP did not include data for the dozens of foreign freight trains and passenger trains moving over Metra's operating territory.

**III. EVALUATION OF AMENDED APPLICATION  
AND SUPPORTING DOCUMENTS**

Below we discuss the changes to CP/KCS' posited operating plan and supporting documents under the following topical headings:

- A. Updated Pre-and Post-Merger Train Counts
- B. Operating Plan Feasibility

**A. UPDATED PRE-AND POST-MERGER  
TRAIN COUNTS**

CP/KCS modified their statement of segment train volumes in both their pre-merger and post-merger scenarios. Specifically, CP/KCS now exclude bulk trains required to move projected organic growth from their post-merger train counts.<sup>5</sup> This change serves to reduce the difference between their base and future scenario train volumes. For example, the change in trains per day on the portion of the Elgin Subdivision west of Bensenville was previously calculated as 8.21 trains,<sup>6</sup> but it has been revised to exclude bulk organic growth and is now calculated as 8.00 trains.<sup>7</sup>

Table 1 below summarizes the change in CP/KCS trains per day for the Bensenville Metra – Randall Road segment due to its change in procedures for calculating the trains per day.

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<sup>5</sup> See, Amended Operating Plan at page 51, ¶ 151.

<sup>6</sup> 11.41 minus 3.20 = 8.21.

<sup>7</sup> 11.20 minus 3.20 = 8.00.

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Table 1  
**CP/KCS Revisions to Change in Trains per Day Calculation**  
(Bensenville Metra, IL – Randall Road, IL)

| <b>Item</b>                               | <b>Original<br/>Calculation</b> | <b>Revised<br/>Calculation</b> | <b>Difference</b> |
|-------------------------------------------|---------------------------------|--------------------------------|-------------------|
| (1)                                       | (2)                             | (3)                            | (4)               |
| 1. MultiRail (Operating Plan) Base        | 2.29                            | 2.29                           | 0.00              |
| 2. Bulk Train Base                        | 0.91                            | 0.91                           | 0.00              |
| 3. Total Base (Line 1 + Line 2)           | 3.20                            | 3.20                           | 0.00              |
| 4. MultiRail (Operating Plan) Future      | 10.29                           | 10.29                          | 0.00              |
| 5. Bulk Train Organic Growth              | 0.21                            | Excluded                       | 0.21              |
| 6. Bulk Train Synergy Growth              | 0.00                            | 0.00                           | 0.00              |
| 7. Total Future (Sum of Lines 4, 2, 5, 6) | 11.41                           | 11.20                          | 0.21              |
| 8. Net Increase (Line 7 – Line 3)         | 8.21                            | 8.00                           | 0.21              |

Source: Exhibit No. 11, Line 24.

As shown in Table 1, CP/KCS removed organic growth in bulk commodities from their calculation of post-merger train volumes. CP/KCS offered the following explanation for this change at Paragraph 114 of their revised Operating Plan:<sup>8</sup>

114. Although the Optimized Plan and the Growth Plan reflect only Transaction related growth in traffic to enable apples-to-apples comparisons that isolate the effects of the Transaction, the Operating Plan Team also considered sources of “organic” growth in traffic volumes (in other words, growth that would be experienced by CP and KCS independent of the Transaction) in order to confirm – and demonstrate to the Board – that the operation of the combined network will be fully resourced and capable of an efficient operation without congestion or service degradation. The Operating Plan Team’s analysis of capacity (including the desirability of infrastructure investments in several locations) and other resourcing need took account of both (a) anticipated organic growth in the volume of traffic currently handled by CP or KCS as well (b) the new traffic that will be attracted by the Transaction.<sup>46</sup>

<sup>46</sup> Only the volume growth that will be attracted by the combined network was considered in quantifying the Transaction-related effects.

<sup>8</sup> See, CP/KCS Amended Operating Plan at p. 51.

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CP/KCS' modified procedures now capture only "Transaction related growth" in their calculation of post-merger train volumes. This adjustment is apparently intended to isolate the merger impact. However, CP/KCS' workpapers still project bulk organic growth, and that incremental volume will still need to move in the future. Although CP/KCS want the Board to focus only on the growth they classify as being related to the merger, all of the growth will need to be accommodated in future operations, regardless of the source of the volume increases.

This change in presentation is in keeping with CP/KCS' other omissions from their pre- and post-merger train counts. Most notably, CP/KCS continue to exclude all passenger trains and all foreign freight trains from their train volumes, thereby grossly misrepresenting the capacity that will be required to move all post-merger traffic over the proposed combined system.<sup>9</sup> Moreover, CP/KCS still fail to acknowledge that Metra's current volumes are significantly lower than their historical average as a result of Covid, and some of the capacity the CP/KCS claim is available to accommodate their projected volume growth will be needed to accommodate Metra's return to normal service levels.<sup>10</sup>

Our RTC modeling reflects all future CP/KCS freight train volumes, regardless of whether CP/KCS attribute their projected existence to "transaction related" or "organic" growth, as well as all future passenger train volumes. Future freight train volumes will have an impact on future passenger services, and vice versa. CP/KCS made no effort to assess this in either their original or amended operating plan.<sup>11</sup>

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<sup>9</sup> See, Crowley/Mulholland March 15, 2022 VS at pp. 20-24.

<sup>10</sup> See, Crowley/Mulholland March 15, 2022 VS at pp. 11-12.

<sup>11</sup> See, Crowley/Mulholland March 15, 2022 VS at pp. 10-11.

**1. Unscheduled Trains**

CP/KCS' treatment of manifest and intermodal organic growth differs from their treatment of bulk organic growth (discussed above). Whereas CP/KCS acknowledge that bulk organic growth will require additional trains, but exclude those trains from their statement of "transaction-related" volume growth, they use a different approach in accounting for organic growth in commodities that move on manifest and intermodal trains. As we discussed in our March 15, 2022 VS, it is common for freight railroads, including CP and KCS, to operate extra trains when the daily volumes exceed the capacity of the daily scheduled trains.<sup>12</sup>

In their Amended Operating Plan, CP/KCS offer the following explanation regarding their plan to accommodate organic growth in manifest and intermodal trains:<sup>13</sup>

116. The Operating Plan Team, using their professional expertise, examined these 'all-in' future traffic volumes on a segment-by-segment basis and concluded that that they could be accommodated by the Growth Plan operations and capacity. The additional on-demand trains necessary to handle organic growth were identified, and the Team determined that the organic growth in other traffic could be handled by the trains modeled in the Growth Plan (albeit with some increase in tonnage/train length). The Team then reviewed the resulting train counts and yard processing, and determined that layering on organic growth would not result in any incremental need for additional capacity beyond the variable resources (like fuel, etc.) that would naturally be tapped to accommodate traffic growth.<sup>52</sup>

<sup>52</sup> This analysis was a manual exercise drawing on the experience and expertise of the Operating Plan Team, and did not lead to the creation of a workpaper.

CP/KCS claim that organic manifest/intermodal growth will merely require longer and heavier trains (how much longer and heavier they do not bother to quantify), it will not require any additional unscheduled extra trains. This statement and lack of empirical support is similar in tone to CP/KCS' similarly unsupported statements regarding their ability to accommodate all future

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<sup>12</sup> See, Crowley/Mulholland March 15, 2022 VS at pp. 37-39, and Exhibit No. 5, Columns (3) and (5), which show that in 2021, CP operated 2.0 unscheduled extra trains for every 23.9 scheduled operating plan trains over Metra's Milwaukee District lines (CP's Elgin, C&M, and Fox Lake Subdivisions).

<sup>13</sup> See, CP/KCS Amended Operating Plan at p. 52.

growth in line-haul volumes and associated yard activity without any increase in demand for local train service.<sup>14</sup> Although we believe that CP/KCS' claim that "organic growth in other traffic could be handled by the trains modeled in the Growth Plan" is very optimistic, we continue to conservatively include only the trains that are identified in the proposed operating plan in our Future Case RTC simulations.

## **B. OPERATING PLAN FEASIBILITY**

The feasibility of the Amended Operating Plan offered by CP/KCS continues to be unproven for the reasons discussed below.

### **1. MultiRail-Based Operating Plan**

The Amended Operating Plan is based largely on a MultiRail study, and supported by a mathematical capacity analysis. We discussed the shortcomings associated with this approach, and the need for more sophisticated analysis including RTC simulations, in our March 15, 2022 VS.<sup>15</sup>

We note that the Amended Operating Plan contains new Exhibits 1-3, which are excerpts from the CN/IC merger application, the UP/SP merger application, and the BN/ATSF merger applications, all filed in the mid-1990s. These additions may be intended to bolster CP/KCS inevitable argument that RTC analysis is not necessary, because it wasn't required in prior mergers, and those prior mergers relied on analyses similar to the analyses performed by CP/KCS in this proceeding. However, we are no longer living in the 1990s, simulation technology has vastly improved, and the use of models that are available now should not be precluded because they did not exist decades ago when similar transactions were being evaluated. Furthermore, the

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<sup>14</sup> See, Crowley/Mulholland March 15, 2022 VS at pp. 28-33.

<sup>15</sup> See, Crowley/Mulholland March 15, 2022 VS at pp. 36-52.

service crisis that resulted from the UP/SP merger should give the Board pause with respect to employing the same evaluation criteria it used to evaluate that proposed transaction.

## 2. Bensenville and Schiller Park Yard Activity

As with the updated train volumes discussed above, CP/KCS also recast some of their discussion regarding projected yard activity and its impact on future system operations. CP/KCS project significant increases in carload traffic handled at Bensenville and Schiller Park, as shown in Table 2 below.

| Item                                | Base Volume | Growth Volume | Increase | Percent Increase |
|-------------------------------------|-------------|---------------|----------|------------------|
| (1)                                 | (2)         | (3)           | (4)      | (5)              |
| 1. Bensenville/Schiller Park IMS 1/ | 687         | 1,273         | 586      | 85%              |
| 2. Bensenville 2/                   | 983         | 1,095         | 112      | 11%              |
| 3. Shiller Park Auto 2/             | 3           | 76            | 73       | 2,440%           |
| 4. Total 3/                         | 1,673       | 2,444         | 771      | 46%              |

1/ CP/KCS Amended Operating Plan Table 13, p. 126.  
2/ CP/KCS Amended Operating Plan Table 6, p. 72.  
3/ Sum of Lines 1-3.

Despite this acknowledgement, CP/KCS double down on their statements regarding their ability to accommodate volume growth through Chicago. As before, CP/KCS seem to claim that there will be no immediate need to increase local train volumes.<sup>16</sup> The following excerpts are included in the CP/KCS Amended Operating Plan.

162. The Growth Plan is able to provide effective service to the combined network traffic using the same local service designs that CP and KCS operate today. As CPKC integrates the two networks, in-depth reviews of local service levels may reveal opportunities to adjust local assignments to provide further improvements in the service provided to customers. CP

<sup>16</sup> See, CP/KCS Amended Operating Plan at pp. 71, 75 and 91.

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plans to approach this process – referred to as “white-boarding” – on a customer-specific basis to design services that consider end-to-end customer transit time along with the service timing and frequency that meets the customer’s needs. The process will review such factors as spotting capacity, loading and unloading time, and private fleet sizing to address the customer’s supply chain needs and improve its asset turns. [emphasis added]

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171. Other changes in yard processing will occur as volume migrates to the combined CP/KCS network. At St. Paul, Chicago and Jackson, among others, some portion of the traffic currently interchanged with other roads will migrate to single-line service. The Operating Plan has taken into account these traffic shifts and simultaneously assured that there is sufficient capacity to handle them and that existing service levels are maintained at the existing gateways that will see reductions in interchange volumes.<sup>72</sup>

<sup>72</sup> This analysis was a manual exercise drawing on the experience and expertise of the Operating Plan Team, and did not lead to the creation of a workpaper. [emphasis added]

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210. Some of this new traffic will continue east of Bensenville/Schiller Park via CP’s operating rights on NS and haulage rights on CSX. But that traffic will not burden the Chicago terminal, as it will bypass Chicago interchanges by routing via the IHB and BRC through routes on existing train services, as shown in Figure 9 below. All of the additional traffic east of Bensenville yard (whether to other railroads for interchange in Chicago or for movement beyond Chicago to Detroit and eastern Canada) will be accommodated in existing train services, with the result that there will be no new train operations east of Bensenville yard. [emphasis added]

The language CP/KCS use to describe the future operations is revealing. They claim that the growth can be accommodated using the same services, service designs, and operations that are used today. But they are silent with respect to the frequency of service that may be required. Running additional trains over existing routes may not change the service design, but it would increase the train volume. CP/KCS should be made to clarify exactly what they mean when they say that services will not change following the merger, and whether they consider service design and frequency of service to be interchangeable concepts. Here again, CP/KCS offer no empirical

analysis in support of their claims, just an assurance that their Operating Plan Team considered the issue and dismissed it.

Unlike CP/KCS, we conducted RTC simulations to quantify and evaluate the impact of the proposed volume and service frequency increases on Metra's operations and on CP/KCS operations on Metra's MD lines and proximate CP Subdivisions. Our analysis demonstrates that CP's projected post-merger operations will negatively impact Metra's operations, and that this negative impact will be compounded by CP/KCS' inability to move projected freight volumes over the Marquette Subdivision, which will result in even greater freight volume increases over Metra's lines than CP/KCS project.<sup>17</sup>

### **3. Marquette Subdivision Capacity**

In the original Operating Plan, CP/KCS indicated that 96 miles of CTC signaling would be installed from Sabula Jct. (MP 0) to Marquette (MP 98), however some of that upgrade is planned for implementation independent of the CP/KCS transaction. Therefore, CP/KCS revised the miles of CTC for this segment to 72 miles between MP 24 and Marquette (MP 98). This change has no impact on our RTC modeling exercise.

In conducting our review of the Marquette Subdivision infrastructure, we discovered some inconsistencies in the data provided by CP/KCS in response to Metra's request for production and other materials submitted in support of the merger Application. Specifically, we determined that the track charts provided by CP in response to Metra's requests for production contain out-of-date and seemingly inaccurate data for select sidings on the Marquette Subdivision. The CP Track Charts show a {                    } siding at Harper's Ferry (Marquette Subdivision Milepost 109.8), whereas the CP timetables show a 10,500 foot siding at Harper's Ferry. A similar but smaller

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<sup>17</sup> See, Crowley/Mulholland March 15, 2022 VS at pp. 53-71.

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discrepancy exists at Eckards (Marquette Subdivision Milepost 82.7), where the CP Track Charts show a siding length of { }, while the timetables show a contradictory figure of 8,615 feet.<sup>18</sup>

Track Chart data is the primary and most critical data source required to model infrastructure within the RTC model. The detail and granularity of data required for accurate infrastructure replication (including, but not limited to, elevation, grade, curvature data, and precise switch and turnout locations) is only included in the track charts – it is not present in other data sources such as the timetables, schematics, or engineering stick diagrams.

In its Initial Requests for Production, Metra instructed Applicants to “[p]roduce, in standard track chart format and in electronic database file format, documents containing all current track data for the Applicable Routes.” Metra’s requests included a detailed description of the Track Chart contents. The documents produced in response to this request included the Marquette Subdivision Track Charts dated 2019.<sup>19</sup>

Upon initially observing the major discrepancy at Harper’s Ferry, we reviewed Google Maps satellite imagery in February 2022. Those publicly available images show the shorter siding at this location. This review appeared to corroborate the Track Chart data that was replicated in our RTC simulations. A secondary review of Google Maps and Google Earth satellite imagery in April and May of 2022 also supported the track chart data provided by CP/KCS (screen shots are attached as pages 3 and 4 of Exhibit No. 12). However, during our April/May review, we also viewed some USGS satellite imagery that shows the longer sidings reflected in the CP Timetables.

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<sup>18</sup> Applicants belatedly produced RTC modeling data that showed siding lengths at Eckards and Harper’s Ferry that conflict with the Marquette Subdivision Track Charts. Because RTC simulations are often used to evaluate the impact of proposed infrastructure, the appearance of these sidings in the RTC simulations does not demonstrate their existence.

<sup>19</sup> The provided Track Charts showing the location and dimensions of the Harper’s Ferry and Eckards sidings are included at pages 1 and 2 of Exhibit No. 12. The provided materials also included CP Timetables dated 2021.

As a result of this April/May review, Metra served another round of Requests for Production on CP/KCS on May 13, 2022, identifying the discrepancy and requesting updated Track Charts. In its May 31, 2022 response to Metra's request, CP/KCS indicated that the Track Charts CP provided to Metra were actually from 2010 (despite being stamped with an August 2019 date). CP/KCS further stated that they have produced all relevant documents (but they are available to meet and confer).<sup>20</sup>

We have conducted a series of supplemental RTC simulations to quantify the impact of our depiction of the Marquette Subdivision infrastructure in our RTC simulations filed in support of our March 15, 2022 VS that relied on dated track charts provided by CP/KCS in response to Metra's initial Requests for Production.

These changes have an impact on the model outputs, because they provide additional locations that can accommodate train meet/pass events on the Marquette Subdivision. We adjusted both the RTC Base Case and the RTC Future Case simulations supporting our March 15, 2022 VS to determine the impact of adjusting the siding lengths at Harper's Ferry and Eckards to reflect the timetable data rather than the track chart data provided by CP in our models.

**a. Updated RTC Base Case**

Table 3 below shows the impact on our Base Case simulation results of the change in siding lengths at Harper's Ferry and Eckards.

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<sup>20</sup> See, CP/KCS May 31, 2022 response to Metra's Fourth Set of Interrogatories and Sixth Set Requests at pp. 7-8 (included as Exhibit No. 13). CP/KCS also stated in their response that "Metra may only revise its comments to address [the revisions included in the amended OP and supporting docs]."

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Table 3  
**RTC Base Case With and Without  
Siding Extensions at Harper's Ferry and Eckards**

| <b>Train Group</b>                                   | <b>Average<br/>Speed<br/>(MPH)</b> | <b>Delay<br/>Percent 1/</b> | <b>Delay Per<br/>100 Train-<br/>Miles<br/>(Minutes)</b> | <b>Total<br/>Delay<br/>(Hours)</b> |
|------------------------------------------------------|------------------------------------|-----------------------------|---------------------------------------------------------|------------------------------------|
| (1)                                                  | (2)                                | (3)                         | (4)                                                     | (5)                                |
| <b>A. <u>Base Case without Siding Extensions</u></b> |                                    |                             |                                                         |                                    |
| 1. Metra                                             | 31.52                              | 0.56%                       | 1.06                                                    | 3.6                                |
| 2. Amtrak                                            | 57.68                              | 2.66%                       | 2.70                                                    | 2.9                                |
| 3. Unit Train                                        | 25.32                              | 28.18%                      | 52.67                                                   | 132.3                              |
| 4. Local                                             | 17.89                              | 26.99%                      | 70.41                                                   | 59.2                               |
| 5. Operating Plan                                    | 21.82                              | 17.74%                      | 41.44                                                   | 139.1                              |
| 6. Other                                             | <u>25.88</u>                       | <u>38.85%</u>               | <u>64.87</u>                                            | <u>4.9</u>                         |
| 7. Total                                             | 26.18                              | 15.33%                      | 30.46                                                   | 341.9                              |
| <b>B. <u>Base Case with Siding Extensions</u></b>    |                                    |                             |                                                         |                                    |
| 8. Metra                                             | 31.51                              | 0.61%                       | 1.15                                                    | 3.9                                |
| 9. Amtrak                                            | 58.46                              | 1.27%                       | 1.29                                                    | 1.4                                |
| 10. Unit Train                                       | 25.95                              | 24.77%                      | 46.29                                                   | 116.2                              |
| 11. Local                                            | 17.79                              | 27.12%                      | 70.78                                                   | 59.5                               |
| 12. Operating Plan                                   | 21.84                              | 17.59%                      | 41.08                                                   | 137.9                              |
| 13. Other                                            | <u>29.32</u>                       | <u>22.58%</u>               | <u>37.70</u>                                            | <u>2.8</u>                         |
| 14. Total                                            | 26.39                              | 14.42%                      | 28.66                                                   | 321.7                              |

Source: workpaper "Summary Tables for Successful RTC Cases\_with Siding Extensions.xlsx."

1/ Delay Percent = 100 x True delay ÷ Total elapsed ideal seed run time.

As shown in Table 3 above, modeling the extended sidings has a small positive impact on the Base Case simulation results, with a small increase in overall train speed (i.e., 0.21 MPH increase for all trains) and corresponding decreases in delay percent (-0.91%) and delay per 100 train miles (-1.80 minutes). These improvements did not accrue evenly to all train groups. For example, Metra train speeds showed a very small decrease in train speed (-0.01 MPH) and slight increases in delay percent (+0.05%) and delay per 100 train miles (+0.09 minutes). The extended sidings on the Marquette Subdivision allowed long freight trains on that part of the network to move more efficiently, but the downstream impacts of that increased throughput has cascading effects that resulted in small negative impacts on the short Metra, Local, and "Other" trains

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(primarily work trains). The extended sidings created more opportunity to side long trains, and as a result, the sidings were no longer unoccupied and available for shorter trains to use.

### b. Updated RTC Future Case

After we updated our Base Case simulation, we updated the Future Cases to observe the impact. Table 4 below compares the Future Case metrics with and without the siding extensions considered.

| <p style="text-align: center;">Table 4<br/> <b>RTC Future Case with and without<br/> Siding Extensions at Harper's Ferry and Eckards</b></p>                                     |                                    |                             |                                                         |                                    |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|-----------------------------|---------------------------------------------------------|------------------------------------|
| <b>Train Group</b>                                                                                                                                                               | <b>Average<br/>Speed<br/>(MPH)</b> | <b>Delay<br/>Percent 1/</b> | <b>Delay Per<br/>100 Train-<br/>Miles<br/>(Minutes)</b> | <b>Total<br/>Delay<br/>(Hours)</b> |
| (1)                                                                                                                                                                              | (2)                                | (3)                         | (4)                                                     | (5)                                |
| <b>A. <u>Future Case without Siding Extensions</u></b>                                                                                                                           |                                    |                             |                                                         |                                    |
| 1. Metra                                                                                                                                                                         | 30.83                              | 2.84%                       | 5.37                                                    | 25.0                               |
| 2. Amtrak                                                                                                                                                                        | 55.44                              | 7.67%                       | 7.71                                                    | 22.8                               |
| 3. Unit Train                                                                                                                                                                    | 20.84                              | 51.68%                      | 98.05                                                   | 349.6                              |
| 4. Local                                                                                                                                                                         | 12.68                              | 75.28%                      | 196.94                                                  | 168.5                              |
| 5. Operating Plan                                                                                                                                                                | 18.97                              | 42.33%                      | 94.06                                                   | 444.9                              |
| 6. Other                                                                                                                                                                         | <u>19.83</u>                       | <u>81.15%</u>               | <u>135.52</u>                                           | <u>10.1</u>                        |
| 7. Total                                                                                                                                                                         | 24.27                              | 32.49%                      | 60.63                                                   | 1,021.0                            |
| <b>B. <u>Future Case with Siding Extensions</u></b>                                                                                                                              |                                    |                             |                                                         |                                    |
| 8. Metra                                                                                                                                                                         | 29.33                              | 8.09%                       | 15.30                                                   | 71.3                               |
| 9. Amtrak                                                                                                                                                                        | 55.66                              | 7.24%                       | 7.28                                                    | 21.5                               |
| 10. Unit Train                                                                                                                                                                   | 21.26                              | 49.94%                      | 95.39                                                   | 367.2                              |
| 11. Local                                                                                                                                                                        | 12.40                              | 81.11%                      | 212.27                                                  | 181.7                              |
| 12. Operating Plan                                                                                                                                                               | 19.66                              | 37.21%                      | 82.76                                                   | 377.3                              |
| 13. Other                                                                                                                                                                        | <u>24.44</u>                       | <u>47.03%</u>               | <u>78.51</u>                                            | <u>5.9</u>                         |
| 14. Total                                                                                                                                                                        | 24.28                              | 32.38%                      | 60.45                                                   | 1,024.8                            |
| <p>Source: workpaper " Summary Tables for Successful RTC Cases_with Siding Extensions.xlsx."</p> <p>1/ Delay Percent = 100 x True delay ÷ Total elapsed ideal seed run time.</p> |                                    |                             |                                                         |                                    |

As shown in Table 4 above, in the Future Case with Siding Extensions, overall train speed increased very slightly, and small improvements in delay percentage and delays per 100 train miles

were reduced overall, and for most train groups individually. However, speed was reduced and delays increased substantially for Metra trains.

The reduction in speed and increase in delays for Metra's trains may seem counter-intuitive. However, there are a couple of explanations for the unexpected results. First, in our March 15, 2022 VS Future Case, we had to remove 13 CP line-haul freight trains from the system to get the simulation to run, i.e., RTC could not dispatch all trains, demonstrating that the system was over capacity. When we increased the siding lengths on the Marquette Subdivision, we only had to remove 11 CP line-haul freight trains to get the Future Case simulation to run. Although the expansion of physical capacity allowed more CP line-haul trains to operate over the system, those extra trains slowed down some operations, including for Metra trains. Moreover, because the changes did not allow for all CP line-haul trains to be dispatched, the system is still shown to be over capacity even with the increased infrastructure on the Marquette Subdivision.

Second, sometimes in RTC modeling (and in the real world), when interference is reduced on one part of the system, fluidity and throughput in that area increase, but this leads to more train conflicts downstream. A simple example would be double tracking 50 miles of a 100-mile single track segment. Although trains would move efficiently over the double track section, this could cause a bottleneck where the single-track section starts. Instead of a steady trickle of trains over the entire segment, the result can be a backup of trains at the new choke point. In our Future Case simulation, increased capacity on the Marquette Subdivision improved performance in that area, but reduced performance for Metra trains operating hundreds of miles away in Chicago.

**c. Updated Future Case with  
Infrastructure Expansion**

At Metra's request, we also updated the simulation in which infrastructure is added to Metra's lines to determine the impact on Metra's future service levels in that scenario.

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As a reminder, this scenario involved eight (8) additional infrastructure expansion projects on the MD-W line, and three (3) additional infrastructure expansion projects on the MD-N line.

The eight (8) additional infrastructure expansion projects on the MD-W are:

1. Addition of receiving tracks at Bensenville Yard equal to the maximum length of incoming trains;
2. Addition of receiving tracks at Galewood Yard equal to the maximum length of incoming trains;
3. Addition of new powered cross-overs at Bartlett and Itasca;
4. Addition of two (2) new mainline tracks between Tower B12 and Tower B17;
5. Separation of the CP and Metra Milwaukee West tracks and construction of a fly-over from south of Tower A5 to northerly dedicated west bound Metra track;
6. Reduction of the curves at Tower A5 to allow increased speeds from 10 MPH to 25 MPH;
7. Addition of a new southeasterly wye leg at Cragin Junction to direct CP traffic south onto BRC without a reverse move; and
8. Addition of two (2) new mainline tracks between Tower A5 and Tower B12.

The three (3) additional infrastructure expansion projects on the MD-N are:

1. Addition of new universal cross-overs at Lake Forest and Glenview;
2. Addition of a new third main line between Rondout and Tower A20; and
3. Addition of a new connection at Tower A20 to allow CP trains to exit the Metra mainline before entering UP territory.

Table 5 below compares the Future Case metrics with the addition of the infrastructure identified above to Metra's MD lines, with and without siding extensions at Harper's Ferry and Eckards.

Table 5  
**Future Case with Additional Milwaukee District Infrastructure**  
**RTC Results with and without Siding Extensions**

| <b>Train Group</b>                                                                                        | <b>Average Speed (MPH)</b> | <b>Delay Percent 1/</b> | <b>Delay Per 100 Train-Miles (Minutes)</b> | <b>Total Delay (Hours)</b> |
|-----------------------------------------------------------------------------------------------------------|----------------------------|-------------------------|--------------------------------------------|----------------------------|
| (1)                                                                                                       | (2)                        | (3)                     | (4)                                        | (5)                        |
| <b>A. <u>Future Case with Additional Milwaukee District Infrastructure, without Siding Extensions</u></b> |                            |                         |                                            |                            |
| 1. Metra                                                                                                  | 31.13                      | 1.91%                   | 3.62                                       | 16.9                       |
| 2. Amtrak                                                                                                 | 56.20                      | 6.22%                   | 6.25                                       | 18.5                       |
| 3. Unit Train                                                                                             | 21.97                      | 47.55%                  | 90.06                                      | 343.4                      |
| 4. Local                                                                                                  | 13.65                      | 57.85%                  | 161.69                                     | 140.1                      |
| 5. Operating Plan                                                                                         | 19.41                      | 32.09%                  | 75.11                                      | 347.5                      |
| 6. Other                                                                                                  | 23.10                      | 55.55%                  | 92.77                                      | 6.9                        |
| 7. Total                                                                                                  | 24.80                      | 26.97%                  | 51.39                                      | 873.4                      |
| <b>B. <u>Future Case with Additional Milwaukee District Infrastructure, with Siding Extensions</u></b>    |                            |                         |                                            |                            |
| 8. Metra                                                                                                  | 31.18                      | 1.74%                   | 3.28                                       | 15.3                       |
| 9. Amtrak                                                                                                 | 55.99                      | 6.61%                   | 6.64                                       | 19.6                       |
| 10. Unit Train                                                                                            | 21.52                      | 49.77%                  | 94.86                                      | 373.3                      |
| 11. Local                                                                                                 | 14.21                      | 53.62%                  | 149.94                                     | 129.9                      |
| 12. Operating Plan                                                                                        | 20.15                      | 27.48%                  | 64.20                                      | 298.8                      |
| 13. Other                                                                                                 | 19.89                      | 80.73%                  | 134.77                                     | 10.1                       |
| 14. Total                                                                                                 | 24.98                      | 25.90%                  | 49.41                                      | 847.0                      |

Source: workbook "Summary Tables for Successful RTC Cases\_with Siding Extensions.xlsx."

1/ Delay Percent = 100 x True delay ÷ Total elapsed ideal seed run time.

As shown in Table 5 above, the Future Case with Additional Milwaukee District Infrastructure plus the siding extensions on the Marquette subdivision resulted in improved performance for both Metra and CP Operating Plan trains, but slightly worse performance for other train groups and overall. In our March 15, 2022 VS Future Case simulation with infrastructure added to Metra's lines, we had to remove 12 CP freight trains to get the model to dispatch, because the projected volumes exceeded the available capacity. In this updated simulation that extended two (2) sidings on the Marquette Subdivision, we still had to remove seven (7) CP freight trains to get the simulation to run to completion. As with the primary Future Case, the future case with

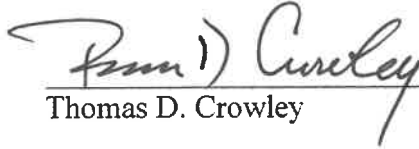
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infrastructure additions on the Metra Milwaukee District Lines was still shown to be over capacity, but the additional infrastructure improvements served to mitigate the impact on Metra trains.

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### VERIFICATIONS

I, Thomas D. Crowley, verify under penalty of perjury that I have read this Supplemental Verified Statement on behalf of Metra, that I know the contents thereof, and that the same are true and correct. Further, I certify that I am qualified and authorized to file this statement.

  
Thomas D. Crowley

Executed on 6/9/22

\* \* \*

I, Robert D. Mulholland, verify under penalty of perjury that I have read this Supplemental Verified Statement on behalf of Metra, that I know the contents thereof, and that the same are true and correct. Further, I certify that I am qualified and authorized to file this statement.

  
Robert D. Mulholland

Executed on 6/9/2022

**Exhibit 11**

**Change in CP/KCS Calculation of Projected Increase in Trains Per Day**

**Comparison of CP-KCS Trains Per Day Counts Underlying Original and Amended Operating Plan Filing Used in Appendix A**

|    |      |             |                                          | MREE  |        | MREE   |           |           | Base       | Growth     |        | Growth Trains |        |
|----|------|-------------|------------------------------------------|-------|--------|--------|-----------|-----------|------------|------------|--------|---------------|--------|
|    | RR   | Subdivision | Segment                                  | Base  | Bulk   | Growth | Bulk      | Bulk      | Trains     | Trains     |        | Per Day       |        |
|    | (12) | (13)        | (14)                                     | (All) | (Base) | (All)  | (Orgnaic) | (Synergy) | Per Day 1/ | Per Day 2/ | Change | No Organic 3/ | Change |
|    |      |             |                                          | (15)  | (16)   | (17)   | (18)      | (19)      | (20)       | (21)       | (22)   | (23)          | (24)   |
| 1  | CPRS | MARQUETTE   | MN/IA MARQUETTE,IA - BLUFF,MN            | 2.00  | 2.66   | 4.00   | 0.62      | 4.00      | 4.66       | 11.28      | 6.62   | 10.66         | 6.00   |
| 2  | CPRS | MARQUETTE   | MARQUETTE,IA - MN/IA MARQUETTE,IA        | 2.00  | 2.66   | 4.00   | 0.62      | 4.00      | 4.66       | 11.28      | 6.62   | 10.66         | 6.00   |
| 3  | CPRS | MARQUETTE   | SABULA,IA - MARQUETTE,IA                 | 7.00  | 3.70   | 9.00   | 0.86      | 4.40      | 10.70      | 17.97      | 7.27   | 17.10         | 6.40   |
| 4  | CPRS | TOMAH WEST  | BRIDGE SWITCH,WI - RIVER JCT WEST,MN     | 5.29  | 3.57   | 5.29   | 0.83      | 0.00      | 8.86       | 9.69       | 0.83   | 8.86          | 0.00   |
| 5  | CPRS | TOMAH WEST  | LA CROSSE,WI - BRIDGE SWITCH,WI          | 11.00 | 6.09   | 11.00  | 1.42      | 0.00      | 17.09      | 18.51      | 1.42   | 17.09         | 0.00   |
| 6  | CPRS | TOMAH       | NEW LISBON,WI - LA CROSSE,WI             | 8.43  | 5.47   | 8.43   | 1.28      | 0.00      | 13.90      | 15.18      | 1.28   | 13.90         | 0.00   |
| 7  | CPRS | TOMAH       | PORTAGE,WI - NEW LISBON,WI               | 8.29  | 5.47   | 8.29   | 1.28      | 0.00      | 13.76      | 15.04      | 1.28   | 13.76         | 0.00   |
| 8  | CPRS | WATERTOWN   | PORTAGE JUNCTION,WI - PORTAGE,WI         | 4.00  | 3.78   | 4.00   | 0.88      | 0.00      | 7.78       | 8.66       | 0.88   | 7.78          | 0.00   |
| 9  | CPRS | WATERTOWN   | WATERTOWN,WI - PORTAGE JUNCTION,WI       | 7.71  | 3.78   | 7.71   | 0.88      | 0.00      | 11.49      | 12.37      | 0.88   | 11.49         | 0.00   |
| 10 | CPRS | WATERTOWN   | DUPLAINVILLE,WI - WATERTOWN,WI           | 7.71  | 3.78   | 7.71   | 0.88      | 0.00      | 11.49      | 12.37      | 0.88   | 11.49         | 0.00   |
| 11 | CPRS | WATERTOWN   | BROOKFIELD,WI - DUPLAINVILLE,WI          | 7.71  | 3.78   | 7.71   | 0.88      | 0.00      | 11.49      | 12.37      | 0.88   | 11.49         | 0.00   |
| 12 | CPRS | WATERTOWN   | GRAND AVE,WI - BROOKFIELD,WI             | 8.86  | 3.78   | 8.86   | 0.88      | 0.00      | 12.64      | 13.52      | 0.88   | 12.64         | 0.00   |
| 13 | CPRS | WATERTOWN   | MILWAUKEE,WI - GRAND AVE,WI              | 5.14  | 3.77   | 5.14   | 0.88      | 0.00      | 8.91       | 9.79       | 0.88   | 8.91          | 0.00   |
| 14 | CPRS | C&M WEST    | STURTEVANT,WI - MILWAUKEE,WI             | 9.29  | 3.67   | 9.29   | 0.86      | 0.00      | 12.96      | 13.82      | 0.86   | 12.96         | 0.00   |
| 15 | CPRS | C&M WEST    | WI/IL C&M,WI - STURTEVANT,WI             | 8.14  | 3.67   | 8.14   | 0.86      | 0.00      | 11.81      | 12.67      | 0.86   | 11.81         | 0.00   |
| 16 | CPRS | C&M WEST    | RONDOUT,IL - WI/IL C&M,WI                | 8.14  | 3.67   | 8.14   | 0.86      | 0.00      | 11.81      | 12.67      | 0.86   | 11.81         | 0.00   |
| 17 | CPRS | C&M         | NORTHBROOK,IL - RONDOUT,IL               | 7.43  | 3.68   | 7.43   | 0.86      | 0.00      | 11.11      | 11.97      | 0.86   | 11.11         | 0.00   |
| 18 | CPRS | C&M         | SHERMER,IL - NORTHBROOK,IL               | 7.43  | 3.67   | 7.43   | 0.86      | 0.00      | 11.10      | 11.96      | 0.86   | 11.10         | 0.00   |
| 19 | CPRS | C&M         | TOWER A2,IL - SHERMER,IL                 | 1.71  | 0.02   | 1.71   | 0.00      | 0.00      | 1.73       | 1.73       | 0.00   | 1.73          | 0.00   |
| 20 | CPRS | FOX LAKE    | RONDOUT,IL - FOX LAKE,IL                 | 0.57  | 0.00   | 0.57   | 0.00      | 0.00      | 0.57       | 0.57       | 0.00   | 0.57          | 0.00   |
| 21 | CPRS | CHICAGO     | CHICAGO (Other)                          | 5.00  | 0.91   | 13.00  | 0.21      | 0.00      | 5.91       | 14.12      | 8.21   | 13.91         | 8.00   |
| 22 | CPRS | CHICAGO     | DAVIS JUNCTION,IL - SABULA DRAWBRIDGE,IA | 5.43  | 0.92   | 13.43  | 0.21      | 0.00      | 6.35       | 14.56      | 8.21   | 14.35         | 8.00   |
| 23 | CPRS | CHICAGO     | RANDALL ROAD,IL - DAVIS JUNCTION,IL      | 2.00  | 0.93   | 10.00  | 0.22      | 0.00      | 2.93       | 11.15      | 8.22   | 10.93         | 8.00   |
| 24 | CPRS | ELGIN       | BENSENVILLE METRA,IL - RANDALL ROAD,IL   | 2.29  | 0.91   | 10.29  | 0.21      | 0.00      | 3.20       | 11.41      | 8.21   | 11.20         | 8.00   |
| 25 | CPRS | ELGIN       | BENSENVILLE,IL - TOWER B12,IL            | 24.71 | 4.71   | 31.14  | 1.10      | 0.00      | 29.42      | 36.95      | 7.53   | 35.85         | 6.43   |
| 26 | CPRS | ELGIN       | CRAGIN JUNCTION,IL - RIVER GROVE,IL      | 11.00 | 1.31   | 11.00  | 0.31      | 0.00      | 12.31      | 12.62      | 0.31   | 12.31         | 0.00   |
| 27 | CPRS | ELGIN       | ELGIN (Other)                            | 1.71  | 0.03   | 1.71   | 0.01      | 0.00      | 1.74       | 1.75       | 0.01   | 1.74          | 0.00   |

1/ MREE Base (All) + Bulk (Base). Base Trains Per Day Utilized in Original Operating Plan Appendix A and Amended Operating Plan Appendix A.

2/ Bulk (Base) + MREE Growth (All) + Bulk (Organic) + Bulk (Synergy). Growth Trains Per Day Utilized in Original Operating Plan Appendix A.

3/ Bulk (Base) + MREE Growth (All) + Bulk (Synergy). Growth Trains Per Day Utilized in Amended Operating Plan Appendix A.

**Exhibit 12**

**CP Provided Track Charts and 2022 Satellite Imagery of Harper's Ferry**





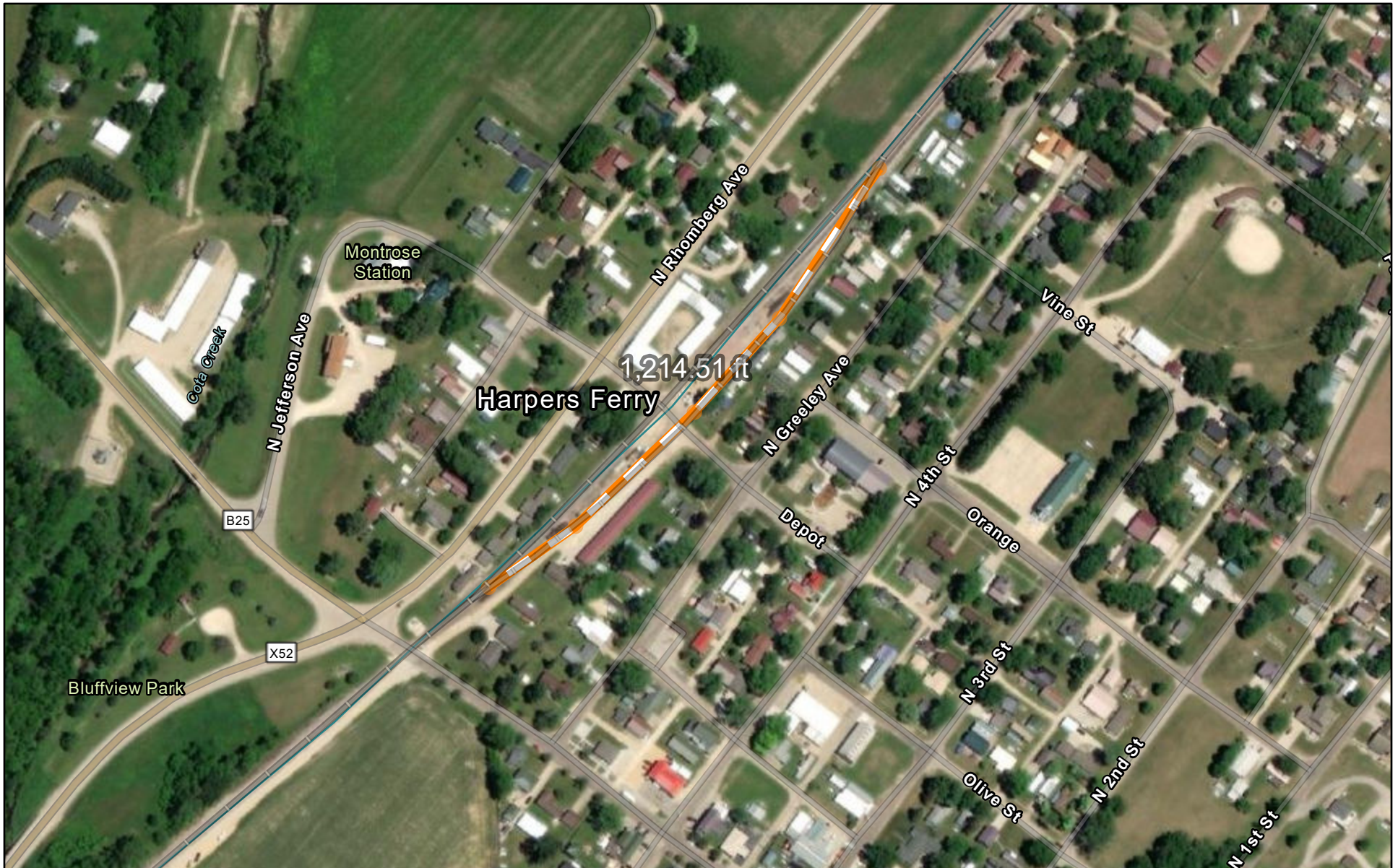
**Google Earth Satellite Imagery of Harpers Ferry Siding at MP 109.7 As of June 7, 2022**



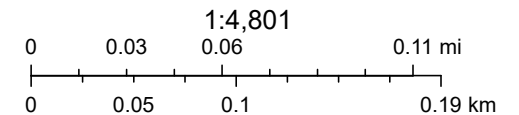
# PUBLIC VERSION

Exhibit 12  
Page 4 of 4

ArcGis OpenStreetMap Satellite Imagery Hybrid of Harper's Ferry Siding at MP 109.7 as of May 16, 2022



5/16/2022



Source: Esri, Maxar, Earthstar Geographics, and the GIS User Community,  
Sources: Esri, HERE, Garmin, FAO, NOAA, USGS, © OpenStreetMap

**L. E. PEABODY & ASSOCIATES, INC.**  
ECONOMIC CONSULTANTS

**PUBLIC VERSION**

**Exhibit 13**

**CP/KCS May 31, 2022 response to Metra's Fourth Set of  
Interrogatories and Sixth Set of Requests**

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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Finance Docket No. 36500

CANADIAN PACIFIC RAILWAY LIMITED, *ET AL.*  
– CONTROL –  
KANSAS CITY SOUTHERN, *ET AL.*

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**KANSAS CITY SOUTHERN AND CANADIAN PACIFIC’S JOINT RESPONSES AND OBJECTIONS  
TO METRA’S FOURTH SET OF INTERROGATORIES AND SIXTH SET OF REQUESTS**

Pursuant to 49 C.F.R. Part 1114, Subpart B, Canadian Pacific Railway Limited, Canadian Pacific Railway Company, Soo Line Railroad Company, Central Maine & Quebec Railway US Inc., Dakota, Minnesota & Eastern Railroad Corporation, and Delaware and Hudson Railway Company, Inc. (collectively, “Canadian Pacific” or “CP”) and Kansas City Southern, The Kansas City Southern Railway Company, Gateway Eastern Railway Company, and The Texas Mexican Railway Company (collectively, “KCS”; together with CP, the “Applicants”) hereby respond and object as follows to the Fourth Set of Interrogatories and Sixth Set of Requests to Applicants served by the Commuter Rail Division of the Regional Transportation Authority d/b/a Metra (“Metra”) served on May 13, 2022 (“Sixth Metra Requests”), in connection with the above-captioned proceeding.

**GENERAL OBJECTIONS**

The following General Objections apply to each of the Sixth Metra Requests and shall have the same force and effect as if set forth in full in response to each individually numbered Sixth Metra Request.

1. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent they purport to impose upon the Applicants burdens or duties that are greater than, or otherwise conflict with, the requirements or the permissible scope of discovery under 49 C.F.R. Part 1114, Subpart B, or under other Surface Transportation Board (the “Board”) rules or precedents.

2. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent they purport to seek information and/or documents that are not relevant to the issues raised in the above-captioned proceeding.

3. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent that they seek information or documents protected from discovery by the attorney-client privilege, attorney work product doctrine, common interest, or any other applicable privilege, protection, immunity, doctrine, statute, regulation, agreement, or protective order. Any disclosure or production of such information or documents is inadvertent and should not be construed as a waiver. Applicants reserve all rights under applicable law to demand and/or require the return of all copies thereof and non-use by Metra, or by any other person or entity in this or any other proceeding.

4. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent that they seek the production or identification of documents prepared in connection with, or information relating to, possible settlement or mediation of this or any other proceeding.

5. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent they call for information or documents that are confidential, proprietary, or commercially or competitively sensitive. Applicants will

make available information and documents subject to the Board's Protective Order issued in this proceeding on April 2, 2021, and all responses and documents should be treated in accordance with that Order.

6. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent that they purport to seek documents or information not in the Applicants' possession, custody or control.

7. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent that they are not proportional to the needs of the above-captioned proceeding and impose an undue burden on the Applicants.

8. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent they purport to seek the production or identification of documents that are unreasonably cumulative or duplicative of documents already in Metra's possession, custody or control, or that are publicly available, or that are otherwise obtainable in a more convenient, less burdensome or less expensive manner than from the Applicants.

9. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent they purport to seek the production or identification of documents that are unreasonably cumulative or duplicative of documents or information encompassed by (i) the Railroad Control Application that Applicants filed on October 29, 2021 in this proceeding, including all amendments thereto (the "Application"), and by (ii) the accompanying workpapers including all amendments thereto that Applicants submitted to the Board in connection with their Application (the "Workpapers").

10. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent they misstate or misconstrue the Application or accompanying Workpapers or any other facts or law.

11. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein as unduly burdensome and oppressive to the extent that they purport to require the Applicants to conduct a special study or to undertake anything more than a reasonable search for responsive information.

12. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent that they are unduly burdensome in failing to allow for a reasonable time for compliance.

13. Applicants reserve the right to challenge the competency, relevance, materiality, or admissibility of, or to object on any ground to, the use of information requested in the Sixth Metra Requests and in any responses the Applicants may provide thereto, in any subsequent proceeding, or further proceedings in this matter. To the extent that the Applicants provide responsive information or documents, the Applicants do not concede that such information is relevant, material, or admissible into evidence, and any such production or identification is not intended to waive any of the Applicants' objections to any of the Sixth Metra Requests.

14. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent they seek the discovery of documents or information beyond what the parties have previously agreed to through meet and confer discussions regarding similar requests.

15. Applicants object to the Sixth Metra Requests and to each Definition, Instruction and Request contained therein to the extent they seek the discovery of documents or information unrelated to the revisions the Board ordered Applicants to make in the Amended Operating Plan and Accompanying Workpapers given that Metra may only revise its Comments to address these revisions. *See* Decision No. 17, at 6 (Apr. 27, 2022).

16. Applicants' Responses and Objections are based upon information presently known to them. Applicants reserve the right to rely upon facts, documents, or other evidence that they may develop or that may subsequently come to their attention; to assert additional objections; and to supplement or amend these responses at any time as this proceeding continues.

**RESPONSES AND OBJECTIONS TO SPECIFIC INTERROGATORIES AND  
PRODUCTION REQUESTS**

**Request No. 1:**

In its Initial Requests for Production Metra instructed Applicants to “[p]roduce, in standard track chart format and in electronic database file format, documents containing all current track data for the Applicable Routes.” Metra’s requests included a detailed description of the Track Charts and track data requested. On December 18, 2022, Applicants responded that you would “conduct a reasonable search for non-duplicative, non-privileged documents responsive to this Request,” and between December 17, 2022 and December 23, 2022, you produced Documents including Track Charts and other track information for the Applicable Routes. These Documents included { }. On February 23, 2022, Applicants produced Rail Traffic Controller modeling data that indicated { } that conflict with { }. Do

the { that were provided in response to Metra's requests for production accurately represent CP's Current track configuration for { g}? If they do not, describe with specificity any discrepancies between { and CP's Current track configuration for { }, and explain in detail why accurate Track Chart data was not produced as a result of the Initial Requests for Production. If { do not accurately represent CP's Current track configuration at { }, produce and identify with specificity, in standard track chart format and in electronic database file format, updated Documents containing all Current Track Charts and other track information for { }, including but not limited to the following:

- a. Track Charts, including industry leads, spurs, and sidings;
- b. Station names, valuation section numbers, and latitude/longitude data;
- c. Track elevation, curvature, and grade data;
- d. Speed limits (may be present in track charts or timetables);
- e. Detailed schematics of track intersections, vehicle road crossings and interchange locations;
- f. Rail weight, turnout sizes, switch and signaling data;
- g. Detailed yard configurations for all yards; and
- h. The Current configuration of the {Eckards Siding and the Harpers Ferry Siding}, including turnout locations and siding length.

**Response to Request No. 1:**

In addition to the General Objections set forth above, Applicants object to this Request on the grounds that it is vague and ambiguous, cumulative, overly broad, unduly burdensome, and not proportional to the needs of this proceeding. Applicants further object to this Request to the extent it seeks documents or information already available to Metra. Applicants further object to the extent this Request seeks documents or information not within Applicants' possession, custody or control. Applicants further object to this Request to the extent it would require Applicants to conduct a special study. Applicants further object to this Request to the extent it misstates or misconstrues any fact or law. Applicants further object to this Request because it is unrelated to the revisions the Board ordered Applicants to make in the Amended Operating Plan and Accompanying Workpapers given that Metra may only revise its Comments to address these revisions. *See* Decision No. 17, at 6 (Apr. 27, 2022).

Subject to and without waiving the General Objections and the specific objections set forth above, Applicants respond that in response to Metra's request for track charts, Applicants produced the most recent ordinary course track charts that Applicants could locate after a reasonable search, which were track charts from 2010. CP noted in its responses and objections to Metra's First Set of Requests that CP would not perform a special study. Applicants further respond that while CP's current track configuration is not the same as the track configuration reflected in the 2010 track charts, Applicants produced GIS database files and timetable documents in response to Metra's First Requests, and that such documents are used in the ordinary course and sufficient to show CP's current track configuration at {  
}. Such GIS database files and timetable documents

are available in Virtual Data Room (“VDR”) at subfolder 10.5. Applicants further respond that they are available to meet and confer regarding this Request.

**Request No. 2:**

If you are aware of any other discrepancies between the information contained in the track chart data produced by Applicants in response to the Initial Requests for Production and CP’s Current track information and Track Charts on the Applicable Routes, describe any discrepancies in detail and explain why accurate track chart data was not produced in response to the Initial Requests for Production. Produce and identify with specificity any documents that were included in the Initial Requests for Production but were not provided to Metra. Produce and identify with specificity, in standard track chart format and in electronic database file format, updated Documents containing all Current Track Charts and track configuration information for the Applicable Routes, including but not limited to the following:

- a. The Track Charts for all routes on the Applicable Routes, including industry leads, spurs, and sidings;
- b. Station names, valuation section numbers, and latitude/longitude data;
- c. Track elevation, curvature, and grade data;
- d. Speed limits (may be present in track charts or timetables);
- e. Detailed schematics of track intersections, vehicle road crossings and interchange locations;
- f. Rail weight, turnout sizes, switch and signaling data; and
- g. Detailed yard configurations for all yards and sidings.

**Response to Request No. 2:**

In addition to the General Objections set forth above, Applicants object to this Request on the grounds that it is vague and ambiguous, cumulative, overly broad, unduly burdensome, and not proportional to the needs of this proceeding. Applicants further object to this Request to the extent it seeks documents or information already available to Metra. Applicants further object to the extent this Request seeks documents or information not within Applicants' possession, custody or control. Applicants further object to this Request to the extent it would require Applicants to conduct a special study. Applicants further object to this Request to the extent it misstates or misconstrues any fact or law. Applicants further object to this Request because it is unrelated to the revisions the Board ordered Applicants to make in the Amended Operating Plan and Accompanying Workpapers given that Metra may only revise its Comments to address these revisions. *See* Decision No. 17, at 6 (Apr. 27, 2022).

Subject to and without waiving the General Objections and the specific objections set forth above, Applicants reiterate that the track charts they produced are dated from 2010, and are the most current track charts Applicants could locate after a reasonable search. As explained in Applicants' response and objections to Request No. 1, Applicants never agreed to conduct a special study to update these track charts. Applicants again refer Metra to the GIS database files referred to in Applicants' response and objections to Request No. 1, which are used in the ordinary course and sufficient to show CP's current track configuration. Applicants further respond that they are available to meet and confer regarding this Request.

Dated: May 31, 2022

Respectfully submitted,

*/s/ William A. Mullins*

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*/s/ David L. Meyer*

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*Counsel for CP*

**CERTIFICATE OF SERVICE**

I hereby certify that I have caused the foregoing Joint Responses and Objections to Metra's Fourth Set of Interrogatories and Sixth Set of Requests to Kansas City Southern and Canadian Pacific to be served electronically or by first-class mail, postage pre-paid, on all parties of record in these proceedings.

/s/ Nathan Golden

Nathan Golden

May 31, 2022