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January 26, 2004

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Via HAND DELIVERY

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

Part of
Public Record
PUBLIC VERSION

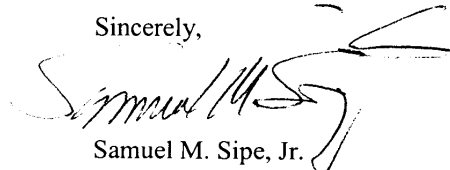
Re: **STB Docket No. 42058, *Arizona Electric Power Cooperative, Inc. v. The Burlington Northern and Santa Fe Railway Company and Union Pacific Railroad Company***

Dear Secretary Williams:

Enclosed for filing in the above-captioned matter are the original and ten copies of the public version of the Joint Supplemental Reply Evidence and Argument of Defendants The Burlington Northern and Santa Fe Railway Company and Union Pacific Railroad Company. The public version of this Joint Supplemental Reply Evidence and Argument consists of a one-volume Narrative and one volume of Exhibits. Also enclosed are three copies of a CD containing a PDF version of the public Narrative. Defendants are filing the Highly Confidential version of this Joint Supplemental Reply Evidence and Argument today under a separate cover letter.

Please date stamp the extra copy of this cover letter and return it to the messenger who delivered this filing.

Sincerely,



Samuel M. Sipe, Jr.

Enclosures

cc: Counsel for Complainant

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Public Record

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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB Docket No. 42058

ARIZONA ELECTRIC POWER COOPERATIVE, INC.

v.

**THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY AND
UNION PACIFIC RAILROAD COMPANY**

**Joint Supplemental Reply Evidence and Argument of
The Burlington Northern and Santa Fe Railway Company
and Union Pacific Railroad Company**

Volume I of I

EXHIBITS

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January 26, 2004

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BNSF/UP Exhibit No. III.A-1
Page 1 of 1

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Summary of BNSF/UP's Revisions to AEP CO's Coal Traffic and Revenue Forecast

	AEP CO		BNSF/UP		Difference	
	Revenue	Tons	Revenues	Tons	Revenues	Tons
2001	\$44,759,564	13,033,818	\$39,699,283	12,869,477	\$5,060,281	164,341
2002	\$41,047,354	11,453,759	\$36,614,505	11,258,139	\$4,432,849	195,620
2003	\$40,274,545	11,789,000	\$38,108,480	11,789,000	\$2,166,066	-
2004	\$38,323,897	12,605,000	\$35,306,273	12,605,000	\$3,017,624	-
2005	\$39,516,412	12,704,928	\$36,095,999	12,608,619	\$3,420,413	96,309
2006	\$40,492,935	12,870,686	\$35,904,546	12,611,721	\$4,588,389	258,966
2007	\$42,217,244	13,033,818	\$37,994,140	12,869,477	\$4,223,104	164,341
2008	\$45,638,191	13,024,969	\$43,477,665	12,624,645	\$2,160,525	400,324
2009	\$49,864,035	13,033,818	\$50,262,167	12,869,477	(\$398,133)	164,341
2010	\$51,002,683	13,033,818	\$51,217,416	12,869,477	(\$214,733)	164,341
2011	\$52,156,102	13,033,818	\$52,232,348	12,869,477	(\$76,246)	164,341
2012	\$53,328,115	13,033,818	\$53,254,590	12,869,477	\$73,525	164,341
2013	\$54,593,517	13,033,818	\$54,347,106	12,869,477	\$246,411	164,341
2014	\$55,839,626	13,033,818	\$55,412,318	12,869,477	\$427,308	164,341
2015	\$57,108,446	13,033,818	\$56,500,667	12,869,477	\$607,779	164,341
2016	\$58,423,130	13,033,818	\$57,625,033	12,869,477	\$798,098	164,341
2017	\$59,764,379	13,033,818	\$58,768,862	12,869,477	\$995,517	164,341
2018	\$61,137,422	13,033,818	\$59,935,549	12,869,477	\$1,201,872	164,341
2019	\$62,543,022	13,033,818	\$61,125,553	12,869,477	\$1,417,469	164,341
2020	\$63,981,964	13,033,818	\$62,339,344	12,869,477	\$1,642,620	164,341

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Cost Matrix for Intermodal Terminal, Interchange & En Route Switching Events

	Terminal	Interchange		Type 2	Type 3	Type 4	Type 5	Type 6	Type 7	Intertrain & Intratrain En Route
		Type 1	Assumes							
I. Lift	\$30.00			\$0	\$0	\$60.00	\$30.00	\$0	\$30.00	\$0
II. Switching/Yard Transfer Sales, Billing, Claims, Collections	\$9.38			\$2.34	\$9.38	\$9.38	\$0	\$9.38	\$9.38	\$4.69
III. Flat Car	\$10.00		no additional interchange costs.	\$0	\$0	\$0	\$0	\$0	\$0	\$0
IV. Trailer & Container	\$3.78			\$2.52	\$5.04	\$5.04	\$5.04	\$5.04	\$5.04	\$2.52
V. Drayage	\$33.00			\$5.50	\$11.00	\$11.00	\$11.00	\$11.00	\$11.00	\$5.50
VI. Facility Capital	\$3.00			\$0	\$0	\$0	\$75.00	\$0	\$0	\$0
VII. Total for RR boxes:	\$16.50			\$0	\$0	\$33.00	\$16.50	\$0.00	\$16.50	\$0
	\$105.66			\$10.36	\$25.42	\$118.42	\$137.54	\$25.42	\$71.92	\$12.71
Total for private boxes: (i.e., excl. trailer / container costs)	\$72.66			\$4.86	\$14.42	\$107.42	\$126.54	\$14.42	\$60.92	\$7.21
Composite cost, based on 20% RR-owned (TBR)	\$79.26			\$5.96	\$16.62	\$109.62	\$128.74	\$16.62	\$63.12	\$8.31

Mix of Interchange Traffic by Type:

BNSF	32.4%	0.0%	13.9%	2.3%	17.6%	31.3%	2.5%
UP	65.8%	2.6%	16.4%	0.5%	3.1%	8.6%	3.0%
Average	49.1%	1.3%	15.2%	1.4%	10.4%	20.0%	2.8%

Weighted Interchange Cost:

\$22.50

Interchange Types:

1. Run-through train
2. Run-through flat set-out by one road train and picked-up by another (road crews & power)
3. Run-through flat set-out by road train, classified in yard, and delivered by yard transfer job (yard crews & power)
4. De-lift, trailer/container classified, re-lifted, and delivered by yard transfer job (yard crews & power)
5. De-lift & dray
6. I/C Received only: flat received, classify and build train
7. I/C Received only: trailer/container received by dray, classify, lift, and build train

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Summary of BNSF/UP's Revisions to AEP CO's Non-Coal Traffic and Revenue Forecast

	AEP CO		BNSF/UP		Difference	
	Revenue	Tons	Revenues	Tons	Revenues	Tons
2001	\$502,800,000	71,100,000	\$353,683,146	70,887,024	\$149,116,854	212,976
2002	\$505,688,052	71,100,000	\$355,739,980	70,887,024	\$149,948,072	212,976
2003	\$508,379,142	71,100,000	\$355,972,822	70,887,024	\$152,406,319	212,976
2004	\$514,120,723	71,100,000	\$359,314,946	70,887,024	\$154,805,777	212,976
2005	\$520,612,212	71,100,000	\$363,176,505	70,887,024	\$157,435,708	212,976
2006	\$527,312,863	71,100,000	\$367,186,582	70,887,024	\$160,126,281	212,976
2007	\$533,975,111	71,100,000	\$371,142,050	70,887,024	\$162,833,061	212,976
2008	\$538,089,844	71,100,000	\$373,174,434	70,887,024	\$164,915,410	212,976
2009	\$542,291,565	71,100,000	\$375,241,073	70,887,024	\$167,050,492	212,976
2010	\$546,582,126	71,100,000	\$377,342,545	70,887,024	\$169,239,581	212,976
2011	\$550,963,424	71,100,000	\$379,479,442	70,887,024	\$171,483,982	212,976
2012	\$555,437,397	71,100,000	\$381,652,365	70,887,024	\$173,785,032	212,976
2013	\$560,006,029	71,100,000	\$383,861,928	70,887,024	\$176,144,101	212,976
2014	\$564,671,349	71,100,000	\$386,108,758	70,887,024	\$178,562,590	212,976
2015	\$569,435,432	71,100,000	\$388,393,495	70,887,024	\$181,041,937	212,976
2016	\$574,300,401	71,100,000	\$390,716,790	70,887,024	\$183,583,611	212,976
2017	\$579,268,429	71,100,000	\$393,079,307	70,887,024	\$186,189,121	212,976
2018	\$584,341,736	71,100,000	\$395,481,726	70,887,024	\$188,860,010	212,976
2019	\$589,522,594	71,100,000	\$397,924,736	70,887,024	\$191,597,858	212,976
2020	\$594,813,329	71,100,000	\$400,409,045	70,887,024	\$194,404,284	212,976

Summary of BNSF/UP's Revisions to AEPCO's Traffic and Revenue Forecast

	Coal Traffic		Non-Coal Traffic		Total	
	Revenue	Tons	Revenues	Tons	Revenues	Tons
2001	\$39,699,283	12,869,477	\$353,683,146	70,887,024	\$393,382,429	83,756,501
2002	\$36,614,505	11,258,139	\$355,739,980	70,887,024	\$392,354,485	82,145,163
2003	\$38,108,480	11,789,000	\$355,972,822	70,887,024	\$394,081,302	82,676,024
2004	\$35,306,273	12,605,000	\$359,314,946	70,887,024	\$394,621,219	83,492,024
2005	\$36,095,999	12,608,619	\$363,176,505	70,887,024	\$399,272,504	83,495,643
2006	\$35,904,546	12,611,721	\$367,186,582	70,887,024	\$403,091,128	83,498,745
2007	\$37,994,140	12,869,477	\$371,142,050	70,887,024	\$409,136,190	83,756,501
2008	\$43,477,665	12,624,645	\$373,174,434	70,887,024	\$416,652,099	83,511,669
2009	\$50,262,167	12,869,477	\$375,241,073	70,887,024	\$425,503,240	83,756,501
2010	\$51,217,416	12,869,477	\$377,342,545	70,887,024	\$428,559,961	83,756,501
2011	\$52,232,348	12,869,477	\$379,479,442	70,887,024	\$431,711,790	83,756,501
2012	\$53,254,590	12,869,477	\$381,652,365	70,887,024	\$434,906,955	83,756,501
2013	\$54,347,106	12,869,477	\$383,861,928	70,887,024	\$438,209,034	83,756,501
2014	\$55,412,318	12,869,477	\$386,108,758	70,887,024	\$441,521,077	83,756,501
2015	\$56,500,667	12,869,477	\$388,393,495	70,887,024	\$444,894,162	83,756,501
2016	\$57,625,033	12,869,477	\$390,716,790	70,887,024	\$448,341,822	83,756,501
2017	\$58,768,862	12,869,477	\$393,079,307	70,887,024	\$451,848,170	83,756,501
2018	\$59,935,549	12,869,477	\$395,481,726	70,887,024	\$455,417,275	83,756,501
2019	\$61,125,553	12,869,477	\$397,924,736	70,887,024	\$459,050,290	83,756,501
2020	\$62,339,344	12,869,477	\$400,409,045	70,887,024	\$462,748,389	83,756,501

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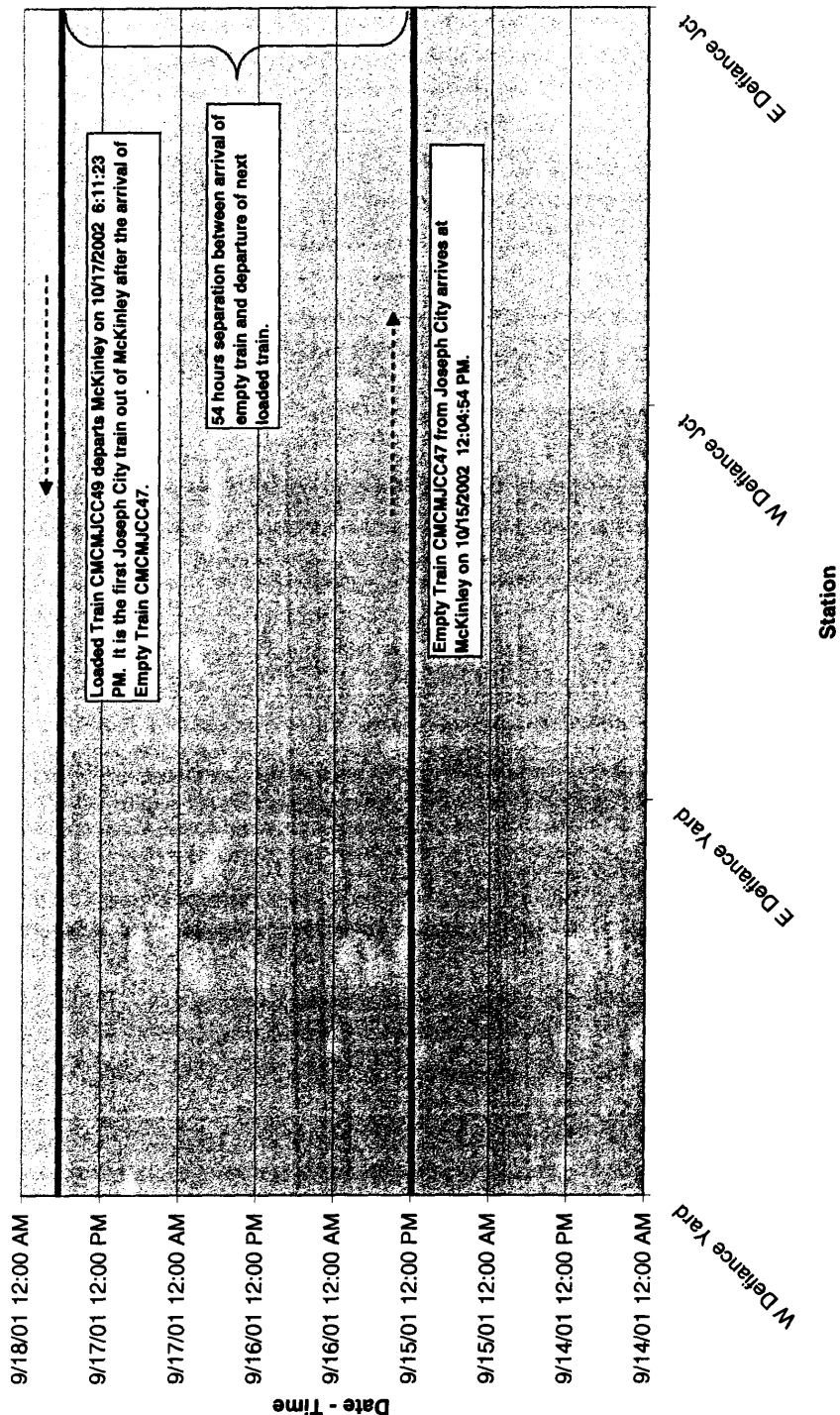


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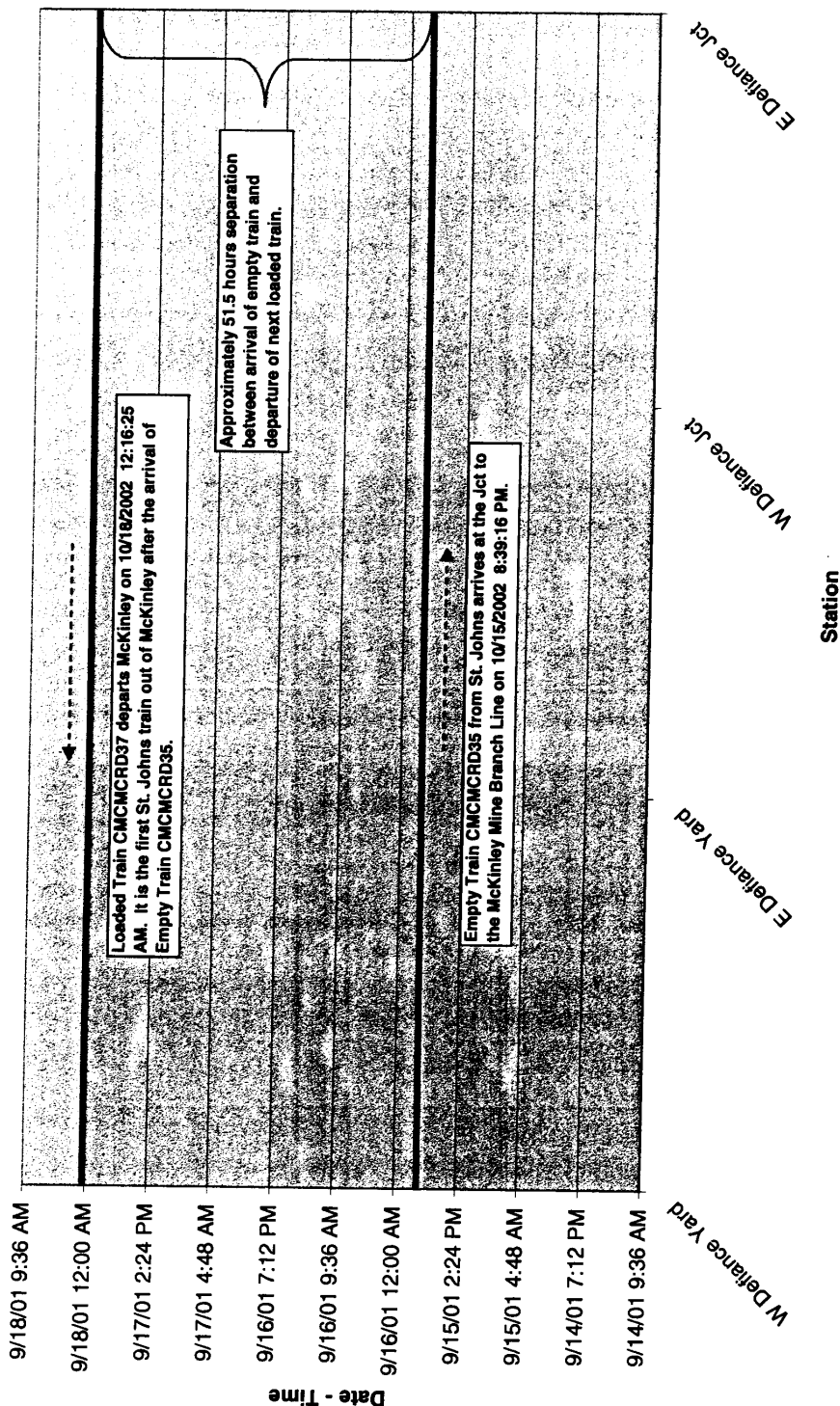
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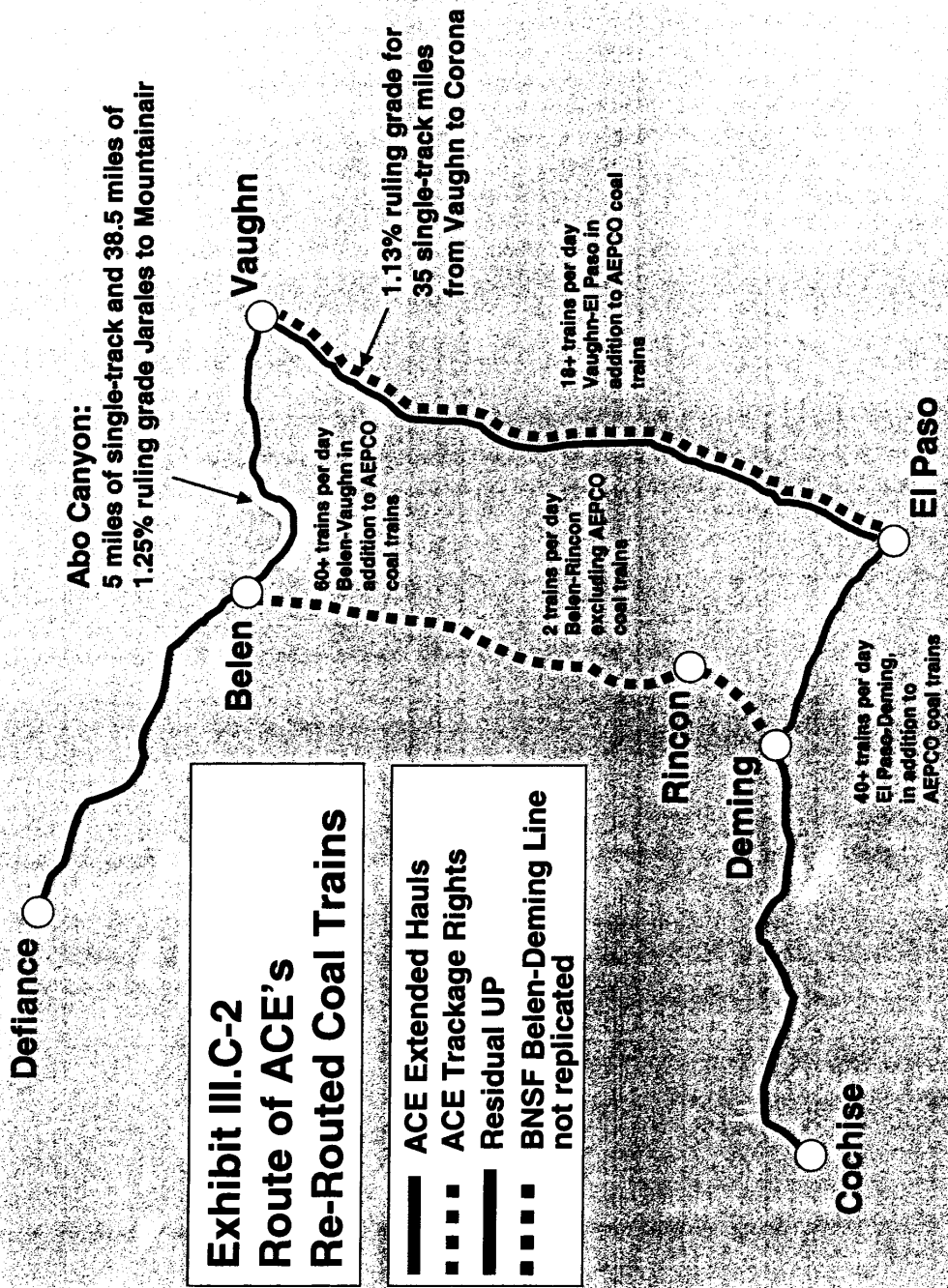


**Actual McKinley Mine Time
Example A**



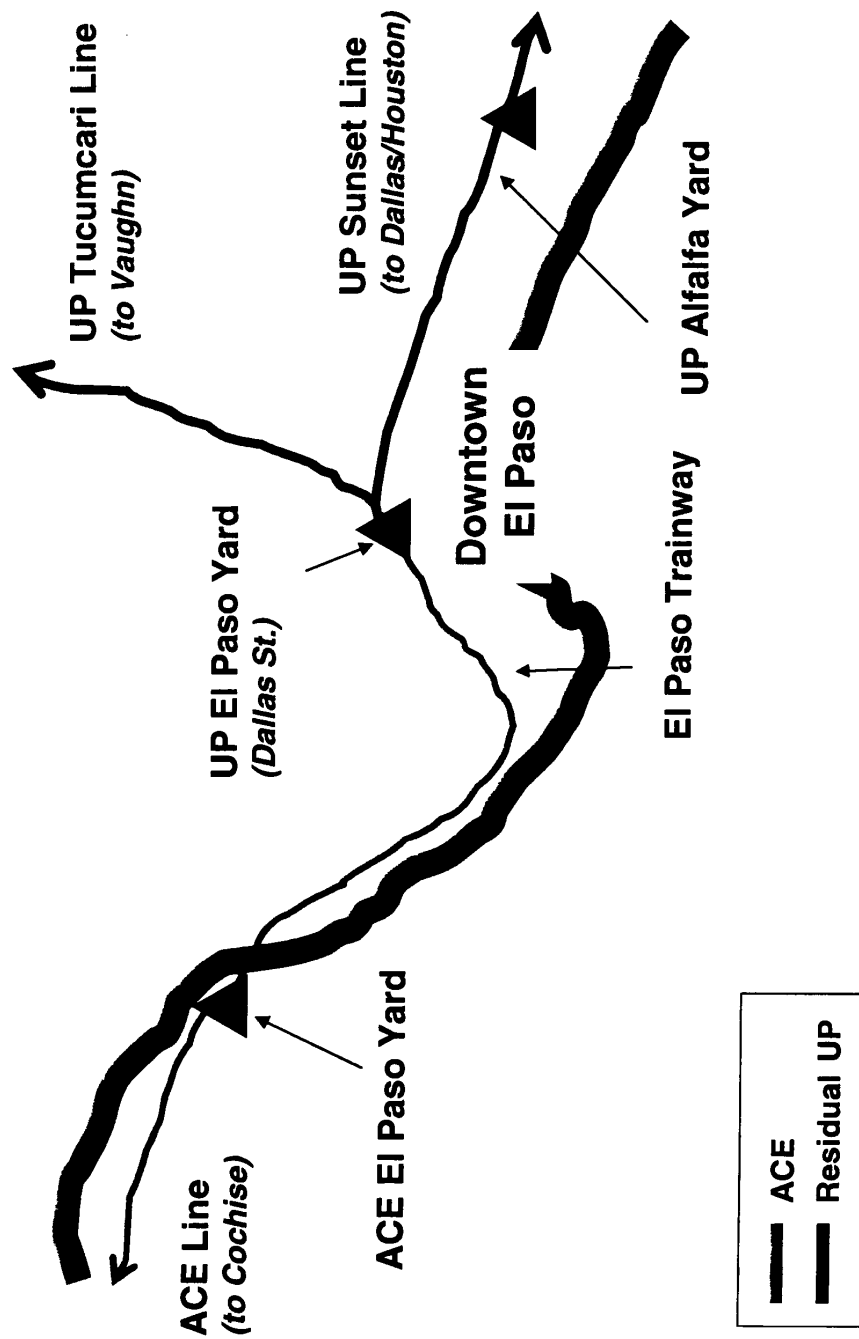
Actual McKinley Mine Time Example B





BNSF/UP Supplemental Reply Exhibit III.D.4-1

Pages 1 through 9 Redacted



COMPARISON OF BNSF'S ESTIMATED ROAD PROPERTY INVESTMENT TO AEP CO'S OPENING

[illegible]

DESCRIPTION		DCF Category		AEP/CO FILED			BNSF REPLY		
				UNIT	QUANTITY	UNIT COST	TOTAL	UNIT	QUANTITY
Signal, Communications and Other Equipment									
FED1 (installed)	Communication Systems	Each	13.00	\$96,083.00	\$1,249,079	Each	14.00	\$60,130	\$841,820
FED2 (installed)	Communication Systems	Each	11.00	\$121,368.00	\$1,335,048	Each	11.00	\$80,868.36	\$889,552
Microwave System	Communication Systems	System	1	\$6,787,612.00	\$6,787,612	System		\$35,827,549.58	\$35,827,550
Dispatch Center	Communication Systems	System	0	\$0.00	\$0	System		\$3,763,105	\$3,763,105
Slide Fence	Communication Systems	System	0	\$0.00	\$0	System		\$797,904	\$797,904
CTC System	Signals & Interlockers	System	1	\$39,331,553.29	\$39,331,553	System	1	\$67,585,648	\$67,585,648
Signals in Dark Areas	Signals & Interlockers	System	1	\$68,491.33	\$68,491	System	1	\$250,006	\$250,006
Power to Signals	Signals & Interlockers	System	0	\$0.00	\$0	System	1	\$15,092,309	\$15,092,309
Snow Melters	Signals & Interlockers	System	0	\$0.00	\$0	System	1	\$530,881	\$530,881
Weather Stations	Signals & Interlockers	System	0	\$0.00	\$0	System		\$2,213,966	\$2,213,966
Fences	Signals & Interlockers	LF	0	\$0.00	\$0	LF	4,669.357	\$2.73	\$12,744,460
Fences and Roadway Signs	Fences and Roadway Signs	Each	0	\$0.00	\$0	Each	296	\$815.81	\$242,369
Gates	Fences and Roadway Signs	Each	0	\$0.00	\$0	Each	1777	\$592.08	\$1,049,093
Fences and Roadway Signs	Fences and Roadway Signs	Each	0	\$0.00	\$0	Each		\$32.40	\$340,889
Cattle Guards	Fences and Roadway Signs	Each	1	\$65,489.73	\$65,490	Each	4,137.00		
Signs	Fences and Roadway Signs								
Buildings & Facilities									
Locomotive repair	Shops and Enginehouses	System	1	\$3,817,597.43	\$3,817,597	System	1	\$12,574,418.22	\$12,574,418
Car repair facilities	Shops and Enginehouses	System	0	\$0.00	\$0	System		\$4,155,357	\$4,155,357
Station and office buildings	Roadway buildings	System	0	\$0.00	\$0	System	0	\$0.00	\$0
Headquarters Building	Roadway buildings	System	1	\$1,387,569.74	\$1,387,570	System		\$2,189,528.09	\$2,189,528
Roadway Buildings	Roadway buildings	System	1	\$1,110,864.62	\$1,110,865	System		\$2,441,473.59	\$2,441,474
Yard Site Costs	Roadway buildings	System	1	\$2,210,036.10	\$2,210,036	System	1	\$3,213,099.00	\$3,213,099
Fueling Facilities									
Vaughn Yard Fuel Facility	Fuel Stations	System	1	\$9,482,080.89	\$9,482,081	System	1	\$40,657,608.68	\$40,657,609
El Paso Yard Fuel Facility	Fuel Stations	System	1	\$8,882,080.89	\$8,882,081	System		\$18,471,993.16	\$18,471,993
Belen Locomotive Fuel Loading Facility	Fuel Stations	System	0	\$0.00	\$0	System	1	\$1,896,100.87	\$1,896,101
Wastewater Treatment	Fuel Stations	System	1	\$150,606.88	\$150,607	System	1	\$2,700,886.85	\$2,700,886
Subtotal					\$942,262,018			\$1,720,966,762	
Test Borings and Soil Investigation									
Mobilization	Public Improvements				\$1,325,390			2.40%	\$40,988,661
Engineering	Engineering			6.80%	\$2,937,619			11.35%	\$193,842,211
Engineering - Survey, Stake-out, Testing	Engineering				\$63,415,771				\$38,681,869
Contingency	Contingency			8.00%	\$0			10.00%	\$170,786,089
TOTAL CONSTRUCTION COSTS					\$1,084,547,588				\$2,165,265,592

BNSF & UP Reimbursable Cost \$3,784,774.31

Total Construction Costs \$2,169,050,366.75

DESCRIPTION		DCF Category	
Right of Way	Land		
Earthwork (see work papers)			
	Grading		
Bridges			
Bridges Type I	Bridges & Culverts		
Bridges Type II	Bridges & Culverts		
Bridges Type II Special	Bridges & Culverts		
Bridges Type III	Bridges & Culverts		
Bridges Type IV	Bridges & Culverts		
Highway Bridge	Bridges & Culverts		
El Paso Trainway	Bridges & Culverts		
Culverts			
	Bridges & Culverts		
	Bridges & Culverts		
Track			
Ballast	Ballast		
Subballast	Ballast		
Steel Ties (12mm)	Ties		
Steel Ties (10mm)	Ties		
Timber Ties (6" x 8" x8-6") Grade 3 New	Ties		
Timber Ties (7" x 9" x8-6") Grade 5 New	Ties		
Transition 7" x 9" x 10'	Ties		
Wheel Stop	Rail and OTM		
Hinged Derail	Rail and OTM		
SS Point Derail	Rail and OTM		
Comp. Joint Assemblies	Rail and OTM		
Geotextiles	Rail and OTM		
135 RE Rail (new, premium)	Rail and OTM		
135 RE Rail (new, standard)	Rail and OTM		
132 RE Rail (Relay) CWR	Rail and OTM		
132 RE Rail (Relay) Jointed	Rail and OTM		
Field welds	Rail and OTM		
Joint Bars and Assembly	Rail and OTM		
Insulated Joint Bars	Rail and OTM		
AREMA 14 inch tie plate	Rail and OTM		
Spring Clip Assembly (Insulated)	Rail and OTM		
Spring Clip Assembly (Non-Insulated)	Rail and OTM		
6" spikes	Rail and OTM		
Rail Anchors	Rail and OTM		
No. 10 Turnouts (hand thrown) w/ties	Rail and OTM		
No. 10 Turnouts (electric) w/ties	Rail and OTM		
No. 14 Turnouts (Spring) w/ties	Rail and OTM		
No. 14 Turnouts (hand thrown) w/ties	Rail and OTM		
No. 14 Turnouts (electric) w/ties	Rail and OTM		
No. 20 Turnouts (electric) w/ties	Rail and OTM		
No. 20 Turnouts (Spring) w/ties	Rail and OTM		
No. 24 Turnouts (Electric)	Rail and OTM		
Switch Stand (Hand thrown)	Rail and OTM		
Rail Lubricators Single Track (Installed)	Rail and OTM		
Rail Lubricators Double Track (Installed)	Rail and OTM		
Track Construction Single Track Mainline	Track Labor		
Track Construction Double Track Mainline	Track Labor		
Track Construction Triple Track Mainline	Track Labor		
Track Construction Quad Track Mainline	Track Labor		
Track Construction Single 3-5 Degree	Track Labor		
Track Construction Double 3-5 Degree	Track Labor		
Track Construction Triple 3-5 Degree	Track Labor		
Track Construction Quad 3-5 Degree	Track Labor		
Track Construction Single 5+ Degree	Track Labor		
Track Construction Double 5+ Degree	Track Labor		
Track Construction Triple 5+ Degree	Track Labor		
Track Construction Quad 5+ Degree	Track Labor		
Track Construction Yard and Set Out track	Track Labor		
Crossings			
Grade Crossings	Public Improvements		
Signalized Grade Crossing (Gate and Lights)	Public Improvements		

QUANTITY	DIFFERENCE UNIT COST	TOTAL
0	\$3,428,729	\$3,428,729
0	\$394,339,968	\$394,339,968
3,278	\$2,797.41	\$17,683,003
(3,970)	\$3,269.46	\$12,767,663
5,774	\$5,067.50	\$29,261,692
(3,247)	\$2,404.64	\$23,517,240
(2,211)	\$2,639.52	\$16,786,283
N/A	\$0.00	\$0
1	\$3,222,298	\$3,222,298
0	\$5,241,100.95	\$5,241,101
598,323	\$0.07	\$10,255,261
(1,952,215)	(\$0.00)	(\$20,559,071)
(2,325,101)	\$0.00	(\$98,283,987)
(58,159)	\$0.00	(\$2,384,791)
37,171	\$3.42	\$1,528,004
2,887,733	\$32.22	\$93,042,757
14,925	\$0.00	\$2,509,536
3	\$599.48	\$1,798
97	\$1,100.00	\$106,700
219	\$5,202.11	\$1,139,263
143	\$160.43	\$22,941
311,889	\$1.90	\$592,663
(26,550)	\$0.00	(\$362,280)
4,263	\$0.00	\$60,330
0	(\$0.00)	(\$868)
148,685	\$0.00	\$1,053,749
3,943	\$271.71	\$3,094,814
3,812	\$59.04	\$1,192,971
(551)	\$0.00	(\$182,166)
5,858,987	\$3.94	\$31,960,481
(2,325,101)	\$0.00	(\$42,168,772)
(58,159)	\$0.00	(\$835,045)
12,520,046	(\$0.00)	\$3,004,803
5,873,986	\$0.05	\$5,586,401
16	\$1,016.44	\$626,903
0	\$0.00	\$0
0	\$0.00	\$0
0	\$0.00	\$0
(3)	\$2,242.31	(\$107,627)
0	\$2,242.31	\$58,300
0	\$2,242.31	\$0
8	\$2,255.93	\$1,261,781
235	\$0.00	\$177,584
4	\$3,373.67	\$93,592
0	\$5,108.88	\$362,730
(293)	\$30,312.55	(\$32,606,865)
196	\$99,886.92	\$99,006,212
97	\$505,082.62	\$49,152,058
1	\$673,443.50	\$592,630
1	\$23,435.86	\$221,739
(2)	\$111,821.28	\$2,035,667
1	\$505,082.62	\$457,157
0	\$747,187.11	\$0
3	\$32,526.38	\$492,670
(6)	\$111,821.28	(\$1,473,418)
1	\$532,354.20	\$479,119
0	\$747,187.11	\$0
14	\$32,605.76	\$3,777,681
(431)	\$1,969,648.06	\$1,891,142
0	\$989,992.08	\$989,992

DESCRIPTION		DCF Category	
QUANTITY	UNIT COST	DIFFERENCE	TOTAL
Signal, Communications and Other Equipment			
FED1 (Installed)			
Communication Systems			
FED2 (Installed)			
Communication Systems			
Microwave System			
Dispatch Center			
Side Fence			
CTC System			
Signals in Dark Areas			
Power to Signals			
Snow Melters			
Weather Stations			
Fences			
Gates			
Cattle Guards			
Signs			
Buildings & Facilities			
Locomotive repair			
Car repair facilities			
Station and office buildings			
Headquarters Building			
Roadway Buildings			
Yard Site Costs			
Fueling Facilities			
Vaughn Yard Fuel Facility			
El Paso Yard Fuel Facility			
Bellevue Locomotive Fuel Loading Facility			
Wastewater Treatment			
Subtotal			
Test Borings and Soil Investigation			
Mobilization			
Engineering			
Engineering - Survey, Stake-out, Testing			
Contingency			
TOTAL CONSTRUCTION COSTS			
BNSF & UP Reimbursable Cost			
Total Construction Costs			

BNSF & UP Reimbursable Cost

Total Construction Costs

QUANTITY	UNIT COST	DIFFERENCE	TOTAL
1	(\$35,953.00)		(\$35,953.00)
0	(\$40,495.64)		(\$40,495.64)
0	\$29,039,937.58		\$29,039,937.58
1	\$3,763,104.91		\$3,763,104.91
1	\$797,904.44		\$797,904.44
0	\$28,254,094.90		\$28,254,094.90
0	\$161,515.16		\$161,515.16
1	\$15,092,309.00		\$15,092,309.00
1	\$530,880.64		\$530,880.64
1	\$2,213,986.01		\$2,213,986.01
4,669,357	\$2.73		\$12,744,460
296	\$818.81		\$242,369
177	\$5,927.08		\$1,049,093
4,136	(\$65,407.33)		(\$275,399)
0	\$8,756,820.79		\$8,756,820.79
1	\$4,155,356.86		\$4,155,357
0	\$0.00		\$0
0	\$801,953.35		\$801,958
0	\$1,330,608.98		\$1,330,609
0	\$1,003,062.90		\$1,003,063
0	\$31,175,527.79		\$31,175,528
0	\$9,589,912.26		\$9,589,912
1	\$1,896,100.87		\$1,896,101
0	\$2,550,278.97		\$2,550,279
			\$778,704,744
			\$38,051,042
			\$130,426,440
			\$38,681,869
			\$96,179,299
			\$1,080,718,004

	\$176,693,244	\$394,339,968
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REDACTED