

**Congress of the United States**  
Washington, DC 20510

February 1, 2016

The Honorable Daniel R. Elliott III  
Chairman  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

The Honorable Ann D. Begeman  
Vice Chairwoman  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

The Honorable Debra Miller  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

Dear Chairman Elliott and Surface Transportation Board Members:

We write today to share our concerns regarding Canadian Pacific Railway's proposal to acquire Norfolk Southern Corporation. We believe that this acquisition could negatively impact thousands of rail shippers, manufacturing industries, and local communities in the Commonwealth of Pennsylvania, and urge you to thoroughly review this proposal.

As you know, the Commonwealth of Pennsylvania has a deep and rich railroading history and community, in which Norfolk Southern has played and continues to play a key role. Over 2,200 miles of Norfolk Southern track are located in communities across the Commonwealth. North America's largest locomotive repair shop, which is owned by Norfolk Southern, is located in Altoona, PA and employs approximately 1,000 Pennsylvanians. In fact, Pennsylvania is home to more than 7,000 railroad employees – 5,200 of whom work for Norfolk Southern – in addition to 32,300 railroad retirees, spouses, and survivors. Norfolk Southern's employment in the Commonwealth translates to more than \$340 million in annual wages and associated benefits. Long-term investments in reducing highway congestion and improving efficient access to national and global products for Pennsylvania industries and consumers will benefit our economy for at least the next 50 years.


We are deeply concerned by recent public statements from Canadian Pacific regarding the proposed acquisition and voting-trust structure, even before receiving regulatory approval for the acquisition. We understand that Canadian Pacific plans to place its railroad into a voting trust, which would allow Canadian Pacific to out vote Norfolk Southern's shareholders, maintain a separation of companies and install Canadian Pacific's current CEO to start running operations at Norfolk Southern. It has been reported that the \$1.8 billion in savings announced by Canadian Pacific would be achieved through disinvestments in network capacity, rapid workforce reductions, shuttering of facilities, and other asset sales. Canadian Pacific's approach could have devastating impacts on numerous local economies, the rail workforce and communities across Pennsylvania. For example, Norfolk Southern recently purchased approximately 280 miles of

track from The Delaware & Hudson Railway Company, a subsidiary of Canadian Pacific. This line was suffering from years of disinvestment and service reductions by its previous owner. In contrast to Canadian Pacific's neglect of the track, Norfolk Southern is currently investing significant amounts of capital in this line to improve rail service in communities between Sunbury, PA and Schenectady, NY. The Canadian Pacific business model, if applied at Norfolk Southern through the proposed acquisition; could jeopardize the benefits and investments that Norfolk Southern has made in the Commonwealth of Pennsylvania.

Congress has given the Surface Transportation Board the power to keep the interest of consumers in mind when considering mergers. An unapproved acquisition and circumvention of the Surface Transportation Board's jurisdiction and authority could adversely impact Pennsylvania's local communities and regional economy.

Thank you for your careful consideration of this important matter.

Sincerely,




Robert P. Casey, Jr.  
United States Senator



Mike Doyle  
United States Representative



Robert Brady  
United States Representative



Chaka Fattah  
United States Representative



Matt Cartwright  
United States Representative



Brendan Boyle  
United States Representative