**Article unchanged from e-bulletin.**

**Blue type shows changes from e-bulletin.**

### REGIONAL ISSUES

**NS-ST deal:** 30 May deal reveals many details.
- Structure of filing, list of agreements.
- Proposed schedule.
- Financial details, ST gets $50 million.
- Capital expenditure details.
- Service standards.
- Breach of standards.

** CONNECTICUT**

CSO: CT Biodiesel rejected in Suffield.*

HRRRC: Ethanol refinery to open next year.*

Ports: APEX hired to study maritime industry.

Bridgeport: 1-year extension feeder service.*

Bridgeport: Coastline still selling its terminal.*

New Haven: Feeder service not viable.

**MAINE**

PW/New Haven: Waterfront rail [correction].*

** MASSACHUSETTS**

Senate: Takes bridge tax out of budget bill.*

ST: New customer Kenco will serve USG.*

PW: Clearances on Gardner branch.*

** NEW HAMPSHIRE**

MMA: Millinocket mill suspending operations.*

SLR: New siding + new track for Auburn.**

** VERMONT**

[No report.]

**MARITIMES/QUÉBEC**

Montreal: The port aims at tripling its TEU throughput, versus rivals on the US East coast.**

Halifax: Maine blueberries exported.*

### PEOPLE, POSITIONS, EVENTS

A cross-reference to companies mentioned here.

### FROM THE PUBLISHER

Europe by rail
At least that’s what I will tell the IRS. My daughter aged 15 and I are going to England and Paris, while the getting is good. Oil prices may not let us fly this cheaply again.

Leaving 19 June, back 1 July.

**NS-ST deal**
This issue begins my more complete coverage of the NS-ST deal, which can become the biggest step forward for freight rail in New England since I began this newsletter in 1994. The next issue will have more details, such as the impact on short lines, the possibilities in Connecticut, and the chances in New Hampshire.

- Chop Hardenbergh  
Next formal issue: 7 July
REGIONAL ISSUES

NS-ST PATRIOT CORRIDOR

30 May, DC. MANY, MANY MORE DETAILS OF THE DEAL BETWEEN ST AND NS WERE REPORTED TO THE STB when the two railroads filed 472 pages seeking approval for their creation of Pan Am Southern (PAS) [see 08#05B for description of deal based on information then available]. Atlantic Northeast Rails & Ports cannot report all the details therein, and each reader is referred to the documents:

http://www.stb.dot.gov/filings/ (look at 30 May)

The information on the deal has three levels: the press release and PPT level (regular print) [all in 08#05B], the 108-page Application plus appendices (the fine print), and the 364 pages of actual Agreements (the really fine print).

This issue discusses:
1. Contents of the filing.
2. Proposed schedule for STB decision.
3. Financial arrangements.
4. The capital improvements.
5. Service standards for ST.
6. What happens upon breach of standards.

1. CONTENTS OF THE FILING

The deal, as described in the Application, is composed of agreements and operating plans, plus an Option Agreement. The Option Agreement language is discussed in the filing, but the Agreement itself is not filed.

Contents of filing.

Volume 1 (108 pages)
Application 45 pages
Statement of John Williams about competitive nature 24 pages
Operating Plan 15 pages

Volume 2 (364 pages) Some of these are redacted:
Transaction Agreement
PAS Limited Liability Company Agreement
Railroad Operating Agreement
Capital Projects and Facility Management Agreement
Norfolk Southern Joint Use Agreement
Divisions Agreement
Springfield Terminal Joint Use Agreement

2. THE PROPOSED SCHEDULE

The applicants requested the STB set the following schedule:

30 May Application, related Notices of Exemption, and Motion to Establish Procedural Schedule filed.
30 June Notice of Acceptance of Application and Notices of Exemption to be published in the Federal Register.
14 July Anyone who wishes to participate in the proceeding files Notice of Intent to do so.
30 July Comments, protests, requests for conditions, and supporting evidence, including filings by government agencies, due.
25 Aug Responses to comments, protests, and requests for conditions, and rebuttal in support of Application due.
8 Oct Service of final decision.
22 Oct Final decision effective.

Applicants have requested that the Board consider the deal a ‘minor transaction’; under 49 USC 11325(d)(2), the Board has for a minor transaction 180 days from the filing date of 30 May to issue a final decision, or 26 November. [Motion in FD 35147, 30.May.08]

3. FINANCIAL ARRANGEMENTS

The Option Agreement
‘[T]he Parties have entered into an agreement (the ‘Option Agreement’) dated as of 1 May 2008, pursuant to which NS has paid to B&M five million dollars in the aggregate for an option to purchase:’

1. 26.316%: 26.316% ‘undivided interest in the assets for a purchase price of fifty million dollars, and’
2. To-Be-Constructed Assets. ‘A 100% interest in certain to-be-constructed assets described in section 1.4 of the Option Agreement for a purchase price of $2.5 million.’

3. ST to repair slow orders. ‘[B]y October 1, 2008, and pursuant to the Option Agreement, B&M is required to expend $2.5 million to acquire rail, tie, and ballast, and to use that material for improvements to the Line to remove the long-term slow orders between Milepost CPF 345 and 346 (#1 Track and #2 Track) and between CPF 354 and CPF 363 (#1 Track and #2 Track) between Mechanicville and Ayer as more fully described in Appendix B attached to the Option Agreement.’ [Page 2 of Transaction Agreement]

The Transaction Agreement
Under the Agreement, the Pan Am parties contribute 73.684% of the Assets to PAS, and NS contributes the Option plus cash and services. [Application, page 32]

Will PAS have any working capital?
As shown in the table in this section, PAS will obtain $137.5 million in cash, but as shown in the next section, will pay out $87.5 million on the Patriot Corridor, and $2.5 million on the ‘To Be Constructed Assets’, leaving $47.5 million, which it has to pay to B&M.

B&M ends up with $50 million: $47.5 from exercise of the option, and half the $5 million for the option itself.

Apparently PAS will end up with zero dollars. Because of the staggered payments of NS into PAS, and payments by PAS for capital improvements, PAS will have some working capital during the first three years. [One assumes that operation of PAS will produce more cash. Editor]

<table>
<thead>
<tr>
<th>THE VARIOUS CONTRIBUTIONS</th>
<th>To B&amp;M</th>
<th>To PAS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pan Am parties 74% fraction</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NS has paid B&amp;M for option</td>
<td>$5 million</td>
<td></td>
</tr>
<tr>
<td>NS exercise option to obtain ‘To Be Constructed Assets’</td>
<td>$2.5 million</td>
<td></td>
</tr>
<tr>
<td>B&amp;M expends for track repair</td>
<td>-$2.5 million</td>
<td></td>
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<tr>
<td>NS 30 days after closing+</td>
<td></td>
<td>$59.5+ million</td>
</tr>
<tr>
<td>NS 30 days after closing+</td>
<td></td>
<td>engineering services</td>
</tr>
<tr>
<td>NS one year after closing</td>
<td>$35 million</td>
<td></td>
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<tr>
<td>NS two years after closing</td>
<td>$30 million</td>
<td></td>
</tr>
<tr>
<td>NS three years after closing</td>
<td>$10 million</td>
<td></td>
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<tr>
<td>PAS exercise option 26%**</td>
<td>$37.5 million</td>
<td>property contribution</td>
</tr>
<tr>
<td>PAS option one year**</td>
<td>$10 million</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td>$50 million</td>
<td>$137.5 million</td>
</tr>
</tbody>
</table>

+ The Transaction Agreement, Schedule 2.2(a) on page 52, states: $60,000,000 ‘in cash and in-kind contribution (such in-kind contribution to be pre-construction engineering services for the Mechanicville Intermodal and Automotive Facility not to exceed $500,000) payable and contributable within 30 days of the Closing Date.’

** The Transaction Agreement, Schedule 3 on page 53, states that PAS shall pay $52.5 million to exercise the option, as follows:

1. On the Exercise Date, NS pays $37.5 million to B&M and receives credit for the $5 million paid for the option.

2. Within the next 12 months, PAS will pay to B&M the equivalent of whatever ‘public funding’ PAS actually receives for improving the trackage which PAS owns on the date PAS receives the public funding, up to $10 million.

3. ‘On the first anniversary of the Exercise Date, the Company shall pay the amount of any remaining unpaid purchase price.’ [The difference between the amount paid in #2 and $10 million.]
4. CAPITAL EXPENDITURES

<table>
<thead>
<tr>
<th>CAPITAL EXPENDITURES+</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Rehab of Patriot Corridor*</td>
<td>$39,510,000</td>
</tr>
<tr>
<td>Siding in Pownal, Vermont**</td>
<td>$3,830,000</td>
</tr>
<tr>
<td>Clearance improvements**</td>
<td>$4,160,000</td>
</tr>
<tr>
<td>Millers Falls NECR interchange</td>
<td>$250,000</td>
</tr>
<tr>
<td>Mechanicville Facility***</td>
<td>$37,500,000</td>
</tr>
<tr>
<td>Improvements to Ayer intermodal</td>
<td>$2,050,000</td>
</tr>
<tr>
<td>Ayer San Vel</td>
<td>$200,000</td>
</tr>
<tr>
<td><strong>Total listed expenditures</strong></td>
<td>$87,500,000</td>
</tr>
</tbody>
</table>

+ Figures are more exact from the ‘Proposed Capital Expenditure Plan’ attached to the LLC agreement.
* The Operating Plan, page 6, breaks this out: tie replacements $13.3 million, surfacing $2.5 million, rail replacement $11.1 million, bridge rehabilitation $6.9 million, and communication/signal improvements $5.6 million.

** The foregoing improvements will permit movement of railcars up to 286,000 pounds and will allow PAS to remove currently imposed slow orders which limit train speeds on several line segments to 10 mph, and thereby permit trains to operate at timetable speed of up to 40 mph on several sections of the PAS mainline between Mechanicville NY and Ayer MA.’

*** Application, page 18. The Operating Plan, page 8, adds: The 64-acre site once contained two railyards; it consists of one parcel owned by PAS, and one PAS will have an option to buy. It is bounded on the north by Route 67, and on the south by the B&M main line. CP has agreed to realign certain tracks which traverse the area. NYDOT is planning to upgrade roads in the area for truck traffic, unrelated to the NS-ST deal.

More on the San Vel auto facility
‘At this time, CSXT has elected not to use the Ayer Automotive Facility and not to relinquish the lease, which expires in 2017. B&M will contribute that facility to PAS, but it will not be available for PAS’s use due to the CSXT lease.’ {page 6 of operating plan}

PAS will construct a new auto facility here at San Vel with 810 parking spots. PAS plans to use this ‘at least until Ayer Automotive becomes available to it.’ {page 10}

NS Joint Use Agreement page 13: ‘As soon as the Ayer Automotive Facility becomes available upon termination or expiration of the existing lease thereon, the Parties shall cooperate to make the Ayer Automotive Facility operational [and then] the destination for Automotive Traffic shall be the Ayer Automotive Facility, rather than the Sanvel [sic] Properties. Should there be insufficient capacity at the Ayer Automotive Facility to handle the Norfolk Southern Automotive Traffic, the Sanvel Properties shall remain an automotive distribution facility available to Norfolk Southern pursuant to this Agreement.’

New to the region? This helps:

**RAIL FREIGHT FACILITIES**
**IN NEW ENGLAND**
Malcolm Laughlin, editor
Chop Hardenbergh, publisher

A directory of the 760+ shippers, receivers, transload facilities, and intermodal terminals on the rail lines.

**NEW ENGLAND RAIL DIRECTORIES**
19 Holden Road, Belmont MA 02478
m.laughlin@atlanticnortheast.com
Vox: 617-489-4383  Fax: 617-507-0472
NS bulk facility
‘Separate from, and unrelated to the Transaction, Norfolk Southern intends to construct on vacant land at San Vel that it will lease from B&M (or from PAS if the Transaction is approved) a 3-track corn syrup Thoroughbred Bulk Transfer terminal, which will be operated by Norfolk Southern.’ {Operating Plan, page 10, footnote 5}

Short line interchange

NECR. The applicants, per the Operating Plan page 7, will proposed to NECR to move their interchange from East Northfield to Millers Falls. ‘The topography is relatively flat, and the work would upgrade an existing track that is not presently in service....’

The Application, page 9 footnote 5, states: ‘Pan Am currently connects with NECR at East Northfield, Brattleboro, and White River Junction. Applicants will propose improving the connection with NECR by re-establishing a previously-existing interchange with NECR at Millers Falls.’

The PAS agreement provides that if ‘certain changes in control of Norfolk Southern’ occur, PAS will grant to ST ‘overhead trackage rights between CPF 312 [in Ayer] and connections with CSXT at Rotterdam Junction, with CP at Mohawk Yard, with VTR at Hoosick Junction, and with NECR at East Northfield or Millers Falls.’ [Note no PW trackage rights to Gardner, perhaps because of the rights to Worcester? Editor]

VRS. The Williams statement, page 14, has this language: ‘VTR has connections with Pan Am and will connect post-transaction with PAS, at Hoosick Junction, NY and Bellows Falls, VT. Currently, all of the traffic moving between Pan Am and VTR is interchanged at Hoosick Junction.’

[If ST is already interchanging with VRS only at Hoosick, and proposes to interchange with NECR in Millers Falls, why bother to send a train all the way to White River Junction, when PAS can turn the traffic over to NECR trains at Millers Falls in a haulage agreement? Editor]

5. OPERATING STANDARDS
The parties have set forth standards for ST’s operation of PAS, and what will happen if ST does not meet those standards. Three separate sets of standards apply:

- Those metrics to be created by PAS, which ST must meet as the PAS operator.

- The requirement that ST maintain the Patriot Corridor to FRA Class 3, which permits freight operation at 40 miles per hour.

- The requirement that PAS move the NS haulage trains along the Patriot Corridor in seven hours.

ROA = Railroad Operating Agreement, which comes into effect after STB approval of the deal.
LLC = Pan Am Southern Railway LLC, document creating the railroad.
JOC = Joint Operating Committee for PAS, composed of three members from NS and three from ST.
JUA = NS Joint Use Agreement, between NS and PAS.

Language about metrics created by PAS for ST

Existing track condition. When the Railroad Operating Agreement takes effect, ST accepts the assets ‘where is, as is’ without recourse to PAS, for the purposes of fulfilling the agreement. [ROA page 16]

Performance metrics. ‘Springfield Terminal shall cooperate with Pan Am Southern to maintain and meet the metric goals established by the JOC pursuant to Section 5.3(c) of the LLC Agreement. [ROA page 16]

PAS will have a Joint Operating Committee which will develop ‘specific performance metrics’: (A) safety; (B) ‘service metrics, including on-time train and service performance; (C) engineering and maintenance quality, including miles slow-ordered; (D) performance to budget, including operating ratio; and (E) commercial metrics, including revenue growth and customer satisfaction.’ [LLC page 26]

Language about track and operating standards

Minimum standards, track. ST will keep the Main Line ‘at least to a minimum condition existing as of the Effective Date’ and, after completion the capital improvement projects to a Class 3 standard, to that standard.

Minimum standards, operating. ‘Springfield Terminal shall provide Freight Railroad Services reasonably capable of satisfying the services standards committed to NSR in the Joint Use Agreement.’ [ROA page 11]

Seven-hour run time for haulage trains
For PAS, ST will operate NS haulage trains, auto and intermodal, between Mechanicville and Ayer. ST will also operate NS haulage for interchange with VTR, PW, and NECR.

Finally, ST will operate trains for PAS, originating and terminating traffic in the entire PAS network.

The Joint Use Agreement, Appendix B, specifies service standards for the auto and intermodal trains. These will take effect four years after the Closing, or earlier if the capital improvements are completed.

Service Standard Transit Times. The JUA requires a schedule which states seven hours transit time for auto and intermodal trains between Ayer and Mechanicville, both eastbound and westbound.

If intermodal and auto traffic in mixed train, then ST has seven hours for first haulage traffic to reach the relevant terminal. [JUA page 34, section 1(c)(i) eastbound, and 1(c)(ii) westbound]
6. BREACH OF OPERATING STANDARDS

ST fails to perform under the ROA
PAS has two ways to go:

Material breach. ‘The Agreement may be terminated immediately by Pan Am Southern upon a material breach of this Agreement by Springfield Terminal.’ [ROA page 19]

Dispute resolution. Section 17 of the ROA provides for informal dispute resolution by the Joint Operating Committee, and then by the Management Committee.

If no resolution in 60 days, the parties submit to formal dispute resolution by an arbitrator. Section 17 permits NS as a third-party beneficiary to ‘initiate and prosecute arbitration’. [ROA page 25]

PAS fails to perform under JUA
The JUA, Appendix B, permits NS trackage rights–rights to run its own trains between Mechanicville and Ayer–in the event of Major Service Standard Failure

- Section 2(a) A ‘Major Service Standard Failure’ occurs when Qualifying Trains do not operate to the Service Standard Transit Times at least 85% of the time, measuring with a 60-minute leeway, in any given rolling 90-day period.

- 2(b) PAS has three months to improve, and when it certifies it has improved, ‘this certification shall be validated by Pan Am Southern operations for any 30 consecutive day period within the three months in conformance with the Service Standard Transit Times.’ [JUA page 33]

CONNECTICUT

CSO: BIODIESEL REJECTED*
15 May, Suffield CT. THE ZONING AND PLANNING COMMISSION FAILED TO APPROVE THE CT BIODIESEL APPLICATION on a 3-3 vote [see 08#05A for details of proposed biodiesel refinery]. Two of the three commission members who voted against the special permit application, Frank Ravenola and John O’Malley, said they didn’t believe the proposed use of the land fit the definition of light industrial use allowed in a Planned Development Industrial Park zone. Light industrial use, as defined by the zoning regulations, allows for ‘research and development activities and the manufacturing and/or treatment of finished or semi-finished products from previously manufactured materials.’

According to a description of the process provided by the company and included in a report prepared in January by Town Planner William Hawkins, the manufacturing of biodiesel fuel involves “the mixing of finished products,” which include methanol, bleached and deodorized soybean oil, and animal fat.

Hawkins said on 27 May that the decision to deny the permit was at the discretion of the commission. “They thought it was too intense for a light industrial zone, and it was within their purview to make that decision.” His January report states that zoning regulations are drafted to allow the commission, its staff, and the town some discretion in interpretation. In his professional opinion, he wrote then, the prohibition on chemical manufacturing in light industrial zones ‘is not meant to prohibit a facility such as the one proposed.’

Appeal?
Garth Klimchuk, CT Biodiesel president, said if the company does decide to appeal and the appeal fails, it may look at other sites. But the company doesn’t have any in mind. The appeal process could take anywhere from a number of months to longer than year, surmised Joseph Flynn, an attorney representing the company. [Kristen Tsetsi in Journal Inquirer 28.May.08]

Move production to Massachusetts?
A sister company, Berkshire Biodiesel, is also developing a refinery in Pittsfield, Massachusetts [see 08#05B]. On 2 June, Lee Harrison, Berkshire executive vice-president, wrote: ‘It's still early, but we are considering stepping up production in Massachusetts to make up for the loss of the CT site.’ [e-mail to ANR&P 2 Jun.08]

HRRC: NEW ETHANOL REFINERY*
19 May, New Milford. AMERICAN ENERGY ENTERPRISES WILL BREAK GROUND THIS SUMMER ON A CELLULOSIC ETHANOL DISTILLERY. The plant will produce 50 to 100 million gallons per year of ethanol from 500,000 to one million metric tonnes of biomatter, said Christopher Brown, AEE's chair.

Biomass supply
AEE subsidiary company True North Industries, a local firm engaged in tree services and biomass harvesting/collection, will become the lead source for collecting biomass material.

Financing
“We have a pledge of $75 million from a green ethanol group,” said Brown in March, but he declined to name the group. The pledge, mostly equity with some debt financing, covers much of the estimated $110 million total cost. “We want to do this as a private business,” proving cellulosic ethanol’s viability without relying on government grants. AEE is working with additional smaller direct investors for additional capital investment.

In addition, two other subsidiaries, AEE Commodities and Global Aviation Holdings, profitable businesses that generate revenues for the overall business, will add additional direct investment for the AEE Distillery business.

The site and operation
AEE proposes to operate at the former Century Enterprises/Brass Mill property on Housatonic Avenue in New Milford, a brownfield site vacant for 20 years, contaminated with PCBs but with a 300,000SF steel warehouse. Brown said AEE “is proceeding to acquire the property from the town and has already started contract negotiations.” Cleanup will continue, but Brown envisions a 12-15 month construction period, including rail rehabilitation. Operation will begin in late 2009 or early 2010.

Per a press release in March, the distillery will produce other saleable byproducts with zero waste and zero pollution such as: gypsum; furfural (used as an ingredient for rubber or plastics); and liquid CO2.

The AEE process will produce five to seven megawatts of continuous "green" electricity which will be sold to the power grid as a clean source renewable energy for Connecticut. The distillery will produce its own power and energy to operate and intends to utilize other sources of green energy such as wind and solar power.

Rail
In presenting the intentions of AEE to the New Milford Town Council on 10 March, Brown said AEE expected to rely overwhelmingly on rail service to bring biomass in and transport its finished products out and would use minimal truck service only in off-peak hours, thus decreasing the impact of noise. The facility still has rail, with five total spurs, three running directly into the building, and two alongside it. AEE will lease or acquire ten to 20 feedstock and ethanol cars.

AEE is talking with HRRC about service. Brown would like to bring in biomass by rail from as far away as New York, Canada, Massachusetts, Maine, and Vermont, where he is already contracting with lumber and paper mills. Eventually the plant would have two to three 10-car trains each day of inbound raw materials and outbound ethanol, gypsum, CO2 and other byproducts.

[HRRC marketing maven Rian Nemeroff said he is offering HRRC transloading facilities in Connecticut and Massachusetts so that some of the local raw material could move by rail. ‘Many of the intrastate origins will not have rail service.’ [e-mail to ANR&P 21.May.08]]

Use of the ethanol
AEE will offer E85 (fuel 85% ethanol, which can burn in many newer ‘flex-fuel’ automobiles) at three and eventually six filling stations in the Danbury region. Now, no stations offer E85 within 500-800 miles.

The company is negotiating for “two leased, three purchased, and one joint venture” fueling stations for an initial opening this summer using imported ethanol. Brown anticipates a retail point of purchase price between $2.75 to $3.50 per gallon this summer. For non-flex-fuel cars, AEE will offer customers a conversion kit supported by US Department of Energy. It installs in about 30 minutes and costs, depending the vehicle, $350-$650 for kit plus installation. It will also offer E85 for municipality fleets.

The inbound ethanol will come from Caribbean suppliers and from Iowa/Illinois. AEE is discussing storage and partnering with Gulf Oil terminals in Bridgeport and New Haven.

More on the company
The press release stated that American Energy Holdings and Investments, Inc (AEHI), a subsidiary of American Energy Enterprises, Incorporated (AEE) of Brookfield, Connecticut, will buy the Century Enterprises/Brass Mill property. AEHI will construct, open and assign AEE Distilleries, Inc. to operate the plant.

AEE Distilleries, Inc., in cooperation with a major ethanol/chemical engineering firm and two biotechnology science companies, will manage the ethanol distillery within the 300,000SF facility on 72 acres. The distillery company has already demonstrated the viability of non-food ethanol for the plant.

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PW/ NEW HAVEN*
22 May. THE TERMINALS AT NEW HAVEN WILL NOT SUFFER ANY RAIL SERVICE INTERRUPTION during the construction of the Q-bridge [correcting the account in 08#05A], PW, according to Vice-president Marketing Frank Rogers, ‘will be coordinating with ConnDOT to minimize service issues during construction and we don't anticipate any interruption in service. ...[W]e expect temporary measures (rail, crossings, etc.) to allow us to maintain service during the entirety of construction.’ [e-mail to ANR&P]

[The terminals now have ‘near-dock’ rail, on the other side of Waterfront Street, and by 2010 will have on-dock rail, if they decide to rehab the track in their terminals. See 08#04B.]

CONNECTICUT PORTS
1 May, New Haven. THE CONNECTICUT MARITIME COALITION HAS SELECTED APEX TO STUDY THE ECONOMIC IMPACT OF THE MARITIME INDUSTRY in the state, according to Tom Dubno, chair of the Connecticut Maritime Coalition (CMC, an industry body) and an official at Gateway Terminal. He told the monthly meeting of the New Haven Port Authority that the CMC has been awarded $344,000 by the Connecticut Department of Economic and Community Development to undertake a study of the economic impact of the maritime industry in Connecticut. Although the study will address roads and rail, it will primarily focus on dredging. [minutes of NHPA]

Bill Gash, CMC executive director, said on 4 June that the state executive branch still needs to approve the contract in order to draw the money. He
expects that to happen in three weeks.

John Crowther, who heads the South Windsor, Connecticut Apex office (headquarters in Rockville, Maryland) said Dave Lis of his company will serve as project manager. {ANR&P discussions 5.Jun.08}

NEW HAVEN: FEEDER FUTURE

1 May. THE NEW HAVEN PORT AUTHORITY WAS NOT COMFORTABLE SUGGESTING A SUBSIDY FOR THE FEEDER BARGE, that has no end game, according to Authority Chair John Russo at today’s board meeting. The board was discussing an article in the New Haven Register by reporter Mary O’Leary, who quoted Russo on 30 April: “The number of containers necessary is beyond reach at this point unless we can create other economic opportunities to drive that.” The key is investment by the state in the three major ports, including Bridgeport and New London, Russo noted. “We will not get 400 containers a week without ancillary activity surrounding [the port].”

Judy Sheiffele, port authority director, told the board that there are no participants at this point. The economics have to drive it, be it the price of fuel or something else, but at this time it is less expensive to put the containers on a truck. This understood, the board will revisit the feeder barge project in the future. Sheiffele added that there may be other opportunities, especially if we are ever able to dredge the harbor to a 42-foot depth.

Government an impediment, not a help?
Commissioner Richard Miller stated that it is so difficult to get anything done in this State; the state, the DEP, and Army Corps of Engineers serve more as roadblocks than enablers to any economic growth. “It’s very difficult for Connecticut to be competitive because it’s a non-friendly state when it comes to economic development.” This attitude needs to be changed “if we going to have a viable port.”

Chair Russo hoped the Maritime Coalition study [see other article] will draw more attention to these issues. No one really understands the contributions that the ports make to the economic status of the State.

Tom Dubno stated that it may not seem like it, but progress is being made. The Connecticut Maritime Commission (CTCM, a government body) has managed to have the secretary of Office of Policy and Management, and the commissioners of DEP, DECD, and DOT attend a meeting and listen to the issues facing the maritime industry. This study may help, but at the same time it will by no means be a magic bullet. He felt the very existence of the New Haven Port Authority helps. {board minutes 1.May.08}

BRIDGEPORT: FEEDER EXTENSION*

21 May. THE PORT AUTHORITY RECEIVED A ONE-YEAR EXTENSION TO BEGIN ITS CONTAINER FEEDER SERVICE, according to Joe Riccio, the Port Authority executive director. The extension applies to the performance period as stated in the agreement between Bridgeport and ConnDOT. [The service has not yet begun, as the New Jersey terminals favor lift-on, lift-off, while Bridgeport had started with a roll-on, roll-off scheme. See 07#12A]

He told the Connecticut Maritime Commission that terminals in New Jersey, the US Maritime Administration (MARAD), and the Port Authority will meet in the near future to assist in generating business/users of the proposed service.

MARAD is promoting two feeder pilot projects: Bridgeport and Portsmouth, Virginia. {CTMC minutes of meeting 08-5}

BRIDGEPORT: SELL COASTLINE*

27 May. COASTLINE TERMINALS HAS A “HIGH LEVEL OF INTEREST” FROM PARTIES INTERESTED IN ITS TERMINAL HERE, said Dave Shuda, president. [The terminal is not used following the departure of Turbana–see 08#05A.] Some foresee industrial use, but not necessarily a use needing deep water. Coastline has had offers, but none attractive to its shareholders.

Traffic down in New Haven and New London
Shuda reported Coastline’s New Haven terminal, operated by Logistec, as “extremely slow,” perhaps totalling 150,000 tons/year of break bulk. “I understand New London [state-owned, operated by Logistec] is equally if not more slow.” [See Logistec comment on Connecticut ports in 08#05A.]

Connecticut, at least in break-bulk, has “less and less of a need for three ports.” Coastline is having “a difficult time keeping our skilled work force in breakbulk cargo,” said Shuda.

Possibilities
Other approaches to new traffic exist. Shuda had heard reports of ports considering a role as a niche for containers, or taking autos as a relief port for New York/New Jersey.

As for export possibilities, those existed, though in large part for containers. In break-bulk, he had heard that Pennsylvania ports were exporting coiled steel. {ANR&P discussion}

MAINE

MMA: KATAHDIN MILL SUSPENDED*

29 May, Toronto. FRASER WILL STOP OPERATING KATAHDIN PAPER’S MILLS INOCKET MILL on 28 July. “The root cause for today’s announcement is record high oil prices which have doubled our fuel costs over the last twelve months,” Fraser CEO Peter Gordon said in a statement. The mill will close indefinitely, but be maintained so that operations can restart on an expedited basis if business conditions improve, the company said.

The mill brings in all pulp for its one paper machine, #11, which makes uncoated groundwood supercalendered paper (SCA) for newspaper inserts.
Oil and energy
In 2007, the Millinocket mill consumed more than 400,000 barrels of oil [750 tank cars—see table] in the paper-making process. In contrast, Katahdin’s East Millinocket mill uses only half that; it has a bark boiler which produces 60% of the power needed at the East Millinocket facility, said Katahdin spokesperson Glenn Saucier.

Katahdin is “trying to get a biomass boiler,” Saucier reported. “We are looking at the possibility.” Two barriers exist: the amount of initial capital investment, and the lead time for construction, which he put as 18-24 months. Would the state government help? “The state is looking at different options.” Governor John Baldacci stated: “[W]e will work with the company to design an alternative business plan that relies on a more efficient energy source.”

### Ownership of mill
The same day in January 2003 on which MMA began its operation of the former Bangor and Aroostook system, then-owner of the Millinocket and East Millinocket mills, Great Northern Paper, closed the mills. They were later purchased by Brascan, which became Brookfield Asset Management. That same year, Fraser Papers entered into a lease agreement whereby Fraser Papers agreed to manage the assets of Katahdin in exchange for a management fee based on sales by Katahdin. Fraser Papers has earned management fees from Katahdin which have averaged approximately $6 million per year for 2004-2006.

Fraser considered purchasing the assets in 2007, but in March 2007 decided against it.

### Customers
According to the Proxy Circular describing the potential purchase by Fraser: Since Fraser restarted the Millinocket mill in 2004, Katahdin’s SCA ‘papers have been mainly sold through paper merchants, with smaller amounts sold directly to printers and publishers. In 2006, approximately 88% of shipments were made through merchants. Katahdin’s five largest SC paper customers in 2006 were Athens Paper, Cellmark, Graphic Communications, KMart and Lindenmeyr, representing approximately 81% of total shipments, with the single largest customer representing 47%. Four of the largest customers were paper merchants [Kmart the only end user–editor] who sold the product to the ultimate end user.’

Saucier said that Katahdin would continue to produce SC paper to satisfy customer contracts until it stopped operating. Fraser has no other SC mill; any unmet contractual commitments would have to be satisfied in another fashion. {Management Proxy Circular 29 March 2007; David Sharp of AP in Boston Globe 29 May.08; ANR&P discussion with Saucier 4 Jun.08}

### MMA effect
The table indicates that the Millinocket facility accounts for 3850 carloads. MMA total traffic comes to about 40,000, so it is taking a hit of about 10%.

 Asked whether MMA would take cuts to salary and wages as it did when Great Northern went down, President Bob Grindrod wrote: ‘At this point MMA is still looking for information as to what is really expected to happen. We will then develop a plan that will make up the shortfall based on the best information we are able to obtain. It’s early yet.’ {e-mail to ANR&P 2 Jun.08}

#### SLR: STATE-FUNDED PROJECTS**
20 May, Auburn. **SLR HAS ONE TRACK PROJECT UNDERWAY, AND ONE TO COME HERE.** Andy McDonald, MDOT project manager, is overseeing the addition to the SLR railyard, consisting of a new double-ended siding almost a mile long, on the northeast side of the main line rail-west of Lewiston Junction. Long in the planning [see 07#02A], Maine Track Maintenance won the competitive bidding for the project, and began work November 2007, and expects to complete it in late summer 2008.

Funding of $1.6 million, McDonald explained, came half from the IRAP grant SLR was awarded. The required 50% match consisted of $427,000 from the federal high-speed rail category [SLR received an earmark for this in 2004–see 04#11B], because the project will permit SLR to make up trains without fouling the grade-crossing at the Junction; the balance of $373,000 is paid by SLR. {ANR&P discussion 20 May.08}

Port of Auburn lead track
SLR won a second IRAP grant in September 2007 [see 07#09B], to construct a new lead track for Safe Handling’s Port of Auburn facility. The lead will come off the SLR main and run approximately 2000 feet to the transload facility [see 07#12B for opening ceremony and aerial photograph]. This lead will permit SLR to spot blocks for the facility without blocking the Lewiston Auburn branch, and it will keep the wye track available at all times.

Work on this track will begin in July. The project will be put out to bid in late June. {e-mail to ANR&P from SLR President Mario Brault 29 May.08}

### EAST-WEST HIGHWAY IN MAINE
22 May, Saint John. **RAIL COULD USE THE PROPOSED EAST WEST CORRIDOR**, said Peter Vigue, chair of Cianbro and the person leading the effort to construct a 220-mile toll road through northern Maine, from Calais to Coburn Gore. In 2008 dollars, Vigue told the Saint John Board of Trade, construction costs will exceed $1 billion. His timeline calls for work to begin in 2011 and the toll road to be operational in the fall of 2014.
Beyond its capability of handling heavy trucks towing tandem trailers, the proposed east-west toll road could provide a new utility and communications corridor for high-speed fiber optics networks, natural gas pipelines and electrical transmission lines. The route also would intersect with existing and long-abandoned rail lines, including the rail yard at Brownsville Junction.

Vigue proposed a 2000-foot corridor, enough room for the road, electric and gas transmission lines, and possible future rail line.

Part of trade corridor?
Ivan Court, new mayor of Saint John, said after the Vigue presentation: “I’ve been involved with this for 10 years. The bottom line is that the twin cities of Saint John and Bangor recognized, probably six years ago, that we would be the gateway on this side and that Bangor would be the gateway on the other side. It’s really come a long way, and everybody on both sides realizes that this is long overdue. …… We’re not at the end of the trail; we’re in the heart of probably the seventh largest trade corridor in the world.” [Tom Walsh in Ellsworth American 5 June 08]

** MASSACHUSETTS **

** GENERAL COURT: NO BRIDGE TAX**

21 May, Boston. THE MASSACHUSETTS RAILROAD ASSOCIATION DEFEATED THE PROPOSED TAX TO INSPECT THE BRIDGES, as passed by the House in the budget bill [see 08#05A]. PVRR’s Mike Rennicke wrote: ‘All of the members participated in a mail and phone campaign to convince the many senators in our various operating regions that this was not in the best interest of the Commonwealth or supportive of our economic development efforts.’

The Senate this day adopted on an unanimous voice vote Senator Baddour’s amendment doing away with the outside section on new railroad bridge inspection fees, reported John Hahesy, rail lobbyist of the firm Preti Minahan Strategies. [e-mail to ANR&P]

** CSXT: WORCESTER DEBATE**

21 May, DC. US SENATOR JOHN KERRY CALLED A MEETING OF RAIL OFFICIALS in his office to move ahead the effort to add more commuter trains on the Boston-Worcester segment. CSXT owns the line from Framingham to Worcester [see 08#05A].

At the meeting, Kerry, Lieutenant Governor Timothy P. Murray and US Representative James McGovern (D, Worcester) proposed “some [liability] concepts, which we’re not going to talk about publicly,” Kerry said later. “Part of our homework is to analyze all [commuter-freight liability] agreements on a national basis.”

CSX was represented by Lisa Mancini, vice president of strategic infrastructure initiatives, Maurice O’Connell, resident vice president of public affairs, Anne Reinke, director of federal affairs, and Peter Shudtz, general counsel and vice president of federal regulation. “We will come back and look at it in a month,” said CSX spokesperson Bob Sullivan.

“We laid out that if all things fall apart, eminent domain remains a last-resort option for a state that needs to get things done,” Kerry said. “The argument was powerfully made by the lieutenant governor and by Jim McGovern and myself that this is very important to the state in terms of economic development.”

Beacon Park
CSX officials have said relocating their 80-acre rail yard in Allston is the biggest obstacle to expanding commuter service. Kerry said the state will look into expediting that process.

** Seven more commuter trains?**
Murray and state transportation officials who attended the meeting argue the line can now handle seven more trains; CSXT sees the potential for only one or two additional trains, Murray said. Both sides are planning to share their computer models for rail capacity at their next meeting. [Priyanka Dayal in Worcester Telegram and Gazette 22 May 08]

** PW: CLEARANCES TO GARDNER**

22 May. PW’S GARDNER BRANCH WILL HAVE 19’6” CLEARANCE by this summer, after work at bridges in Holden over Salisbury Street (MP 7.27) and Route 122A (MP 8.45). ‘PW will have met its goal of completing Phase I clearances [permitting mixed doublestack and tri-level autoracks] from Worcester to Gardner and Willimantic, maximizing our market reach and competitive access.’ [e-mail to ANR&P from PW’s Marie Angelini]

** ST: USG IN DEVENS**

23 May, Devens, MA. KENCO HAS SUCCEEDED REGENCY AS A RAIL CUSTOMER here, at 50 Independence Avenue. A 279,000SF distribution center there was occupied fully until 2008 by Regency Warehouse, which has three other facilities in the state.

Earlier this year, Kenco Logistics, headquartered in Tennessee, leased the 155,000SF back of the building from Regency. According to Don Fridell, head of marketing for Kenco, ‘Kenco Devens will employ roughly 21 full time employees. Two new rail spurs will allow Kenco to spot up to ten center I beam rail cars at a time, as well as an existing indoor spur to facilitate box car deliveries.’
Fridell declined to name the customer but he did write: ‘The operation is the major distribution center for the New England market for one of the leading manufacturer of building supplies in the United States.’ {e-mail to ANR&P 30.May.08; ANR&P discussion with Regency official 23.May.08}

USG the new customer
ST’s journal, the *Pam Am Clipper*, announced that USG would become the new customer. {1Q 08 issue} [More in a future issue.]

MORE ON KENCO LOGISTIC SERVICES
Kenco is one of the nation’s leading third-party logistics providers (3PL) managing over 90 facilities and more than 22 millionSF of warehouse space in 22 states and Ontario. Kenco’s core competencies include logistic services, transportation, real estate management, and material handling equipment. The Kenco family of companies includes Kenco Logistic Services, Kenco Transportation, Kenco Toyota-Lift, Kenco Management Services, and JDK Real Estate.

Kenco currently provides logistic services for many industry-leading, Fortune 100 companies such as GlaxoSmithKline, Bristol-Myers Squibb, Whirlpool, and Cummins. Kenco specializes in facilities and services for the pharmaceutical, automotive, food, textile, and appliance industries. {company website}

MORE ON LEHIGH CEMENT/PROVPORT
2 June, Providence. **LEHIGH CEMENT IS RECEIVING CEMENT AT ITS DOME HERE.**
said Joe Leonardo, vice-president logistics for the Lehigh Northeast Cement Company. The company recently put in the ability to receive cement by rail, as well as rail it out, which was (almost) never used, said Leonardo.

Recently, PW was spotting four loads a day at the dome. That’s still only 400 tons, a small part of the dome’s capacity, said Leonardo. Lehigh will use rail or ship depending on price and source of supply. {ANR&P discussion 2.Jun.08; ANR&P special correspondent Ron Chouinard}

MORE ON LEHIGH AT PROVPORT
In 2003, joint venture Glens Falls Lehigh Cement owned and operated three facilities in New England [see 03#02A]: two in Provport, and one in Wilmington, Massachusetts [ST-served, our Directory #173].

The dome in Provport had the ability to load out cement by rail [PW-served, our Directory #488], which it received by ship or barge, from as far away as Turkey.

In 2005, Lehigh Cement purchased the 50% interest in the joint venture Glens Falls Lehigh Cement. It merged the Glens Falls operation into its own Lehigh Northeast Cement Company. {Cement Americas}

The dome retains its siding, but the silos at Provport have no rail access [see map in 07#04B].

MORE ON REGENCY WAREHOUSE
Regency consists of Regency Transportation Incorporated, and Regency Warehousing and Distribution Incorporated (total of 2.5 million SF).

Rail-served Massachusetts locations:
- **Clinton.** 844,000SF, 111 Adams Road. Served by ST.
- **Worcester.** 173,000SF. 66 Atlas Street.

Other. Two non-rail in Massachusetts (Franklin and Northborough), and five locations in New Jersey. {website}

RHODE ISLAND

QUEBEC/MARITIMES

MONTREAL: VISION 2020**
22 May, Montreal. **WOULD MONTREAL TAKE THE CONTAINER MARKET SHARE AIMED AT BY THE NEW NOVA SCOTIA TERMINALS?**
While Patrick Pelletier, the president and CEO of the Port of Montreal, did not directly answer that question, he did describe the port’s own plans to handle traffic growth, as announced on 17 April in the Port Authority’s Vision 2020.

In an address to the Board of Trade of Metropolitan Montreal on that day, Pelletier explained that the growth of global traffic will intensify in the next few years, particularly in container transport, which is at the core of the Port of Montreal’s growth strategy. “Since the early 1990s, world container
traffic has grown almost three times faster than GDP. By 2020, container traffic is expected to grow by nearly 7% a year. We must act right away to obtain a large share of this traffic.” [Port Authority press release]

Montreal’s current market
In 2007, Montreal moved 1.363 million TEUs. Of that, said Pelletier, 71% was North Europe, 19% Mediterranean, and 6% Latin America. Montreal and New York share the lead in the North Europe trade. (For Montreal, waterborne domestic containerized moves, including Newfoundland, account for most of the rest, about 3%.)

On this side of the Atlantic, one-third of the traffic originates or terminates in the United States. Of that, 48% is going to the United States, and 52% coming out of the United States.

About 60% of the containers move into or out of the port by rail, Pelletier said.

Balance
Montreal offers an excellent balance of trade, noted Pelletier: imports 45%, exports 55%. “This permits ships to load and unload fully. It’s a significant advantage to lines to call only one port.”

For 1Q08, Montreal had 151,988 TEUs inbound (up 7.5%), and 179,942 TEUs outbound (up 5.6%).

Where will Montreal’s growth come from?
On 22 May, Pelletier discussed the growth. The 7% figure is based on world-class studies and interviews with all partners in the port, especially the shipping lines, and based on geographical trade region. “With 9 of the top 13 lines calling Montreal, we have a good sample.” Past growth, said Pelletier, was 5% per year. The 7% figure assumes that Montreal will maintain its share of the North European market, and increase its share of the Mediterranean and Latin American markets, which will grow above 10%.

The Mediterranean is growing every month, Pelletier reported. Some of that is Asian traffic moving through the Suez Canal. The Latin American market makes up only 6% of traffic now, but it too is growing above 10% per year.

The competitors
Pelletier did not consider Halifax a major competitor. Rather, he is aiming at the East coast of the United States: New York, Virginia, and Charleston, South Carolina. “We offer the fastest and cheapest route to Chicago, two days ahead of New York, and 4 ½ days faster than Virginia.”

What about Halifax? “We are still faster,” he claimed. [Indeed, the Cornell Group study–see box in 08#01A–calculates the time from Rotterdam to Chicago via Montreal as 146.6 hours, and via Halifax as 150.1 hours.]

Moreover, because a ship moves containers cheaper than rail or truck, and Montreal lies far inland, a direct ship call is cheaper.

Plans
Montreal can currently handle 1.6 million TEUs per year. Vision 2020 would increase that capacity to 4.5 million TEUs per year by 2020. [ANR&P discussion]

Canso and Sydney
While Pelletier did not address these two proposed terminals in Nova Scotia [see 08#05A], they both are looking to Asian boxes via the Suez Canal to supply a large part of their traffic. If Montreal’s traffic with the Mediterranean (and hence Asian traffic moving through that sea) is growing more than 10%, one might conclude Montreal growth will cut away at the future traffic of the Nova Scotia terminals. [editor]

COMPETITION GETTING TO MONTREAL
Of course, shipping direct to Montreal is not the only way to get there:

Rail from New York, Boxes landing in New Jersey can move over the ExpressRail terminals and NS to Montreal. Pelletier labelled this “not significant.”

However, NS spokesperson Rudy Husband wrote: [W]e have experienced positive growth in the NJ-Montreal/Toronto lane 1Q 2008 vs. 2007.” [e-mail to ANR&P 1.May.08]

Rail from Halifax, CN provides two trains a day. [See 08#02A.]

Feeder ship from Halifax. The Great Lakes Feeder Line operation will get underway on the 20th of June [see 08#03B. [ANR&P discussion 10.Jun.2008]
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A SUMMIT ON GOODS MOVEMENT AND AIR QUALITY ON THE EAST COAST
PEOPLE, EVENTS

Robert Ide will become the new Rail Program Manager for the Vermont Agency of Transportation on 16 June. Currently the director of Energy Efficiency for the Vermont Department of Public Service, he served eight years on the Senate Transportation Committee. His former family company, E.T. & H.K. Ide of St. Johnsbury, used rail extensively, so he is familiar with many of the issues that he will face in his new role.

“Rob is keenly aware of the importance that rail plays in Vermont’s economy,” said VAOT Secretary Neale Lunderville. “He brings a wealth of knowledge to the position, and we are extremely happy to have him on board.”

VAOT positions in rail: Rob Ide, head of the rail section as rail program manager; Dick Hosking, rail project manager; Charlie Miller, rail planning coordinator (Amtrak issues, etc); and Nancy Rice, rail project coordinator.

Andreas Aeppli, formerly of Global Logistics (which bought his previous workplace Reebie Associates), in mid-May joined Cambridge Systematics in its new freight practice.

The Union Pacific Railroad will gain a New Englander: John Brennan will become senior counsel-Commerce & Regulatory, in Omaha. His rail positions in New England included manager of contracts & agreements for Guilford, director of Commuter Rail for the MBTA, deputy chief counsel for EOTC, and co-founder of Cape Cod Central Railroad. He is moving to Omaha from DC, where he served most recently as Republican rail staff director at the House Transportation Committee.

MASSACHUSETTS RAIL PLANNING EVENT

The Central Massachusetts Regional Planning Commission (CMRPC) is hosting a Regional Railroad Task Force Roundtable discussion the afternoon of Thursday, 19 June 1:00-3:00 PM. WWW.CMRPC.ORG

Rail freight providers, freight & passenger advocates, intermodal operators, other interested parties: are encouraged to attend and discuss the challenges associated with accommodating restored or expanded passenger rail service on busy, privately-owned freight lines. Although the potential for public-private partnerships in Massachusetts exists, it appears that a range of issues need to be addressed.

CMRPC’s ongoing series of regional roundtable discussions concerning freight and passenger rail, intermodal operations, and trucking, seeks to provide valuable input into both regional and statewide transportation planning efforts.

Where: CMRPC, Union Station, Union Hall Conference Room, 2 Washington Square, Worcester, MA 01604-4016. (Plenty of CSX, MBTA and Amtrak action right outside the window!)

NOTE: Check out the agency website at CMRPC.ORG for directions to Union Station and various parking options. Also, take a look at the site’s “Regional Railroad Crossing” feature, now under development.
ANR&P appears at least four times a month. We send a formal issue twice a month, via post or e-mail. Between the issues, we send out the e-bulletin, only by e-mail. All information in the e-bulletin is included, and often updated, in the issue. Stories not updated for the issue are noted with an asterisk. I urge readers to look at the issue’s updated stories (those without an asterisk). Readers building a personal archive of the newsletter should discard the e-bulletins. All subscribers have access to the newsletter archive on the web, via password, at www.atlanticnortheast.com. If you do not have a password, merely request one from me.

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Purpose
Atlantic Northeast Rails & Ports, née Maine RailWatch (1994-1997) and later Atlantic RailWatch (1998-1999), is dedicated to the preservation and extension of the regional rail network. The editor believes that publishing news on railroads and ports spotlights needed action to preserve the rail network. The publication also imbues the region with a sense of an interdependent community, employing the network to move rail and port traffic. ‘No railroad is an island, entire onto itself.’

E-ISSUE