

FRANKLIN & MARSHALL

July 28, 2008

Gary R. Brown, P.E.
President
RT Environmental Services, Inc.
215 West Church Street
King of Prussia, PA 19406

Dear Mr. Brown:

I am writing in response to your correspondence of July 9, 2008 in which you posed questions regarding the Norfolk Southern Rail Yard Consolidation Project. I forwarded your letter to one of the two new leaders of TRRAAC, Sarah Young Fischer, inquiring how best to respond to TRRAAC consultants. She agreed that since TRRAAC has retained several consultants I should respond to each consultant's questions in his or her area of expertise. This was confirmed in an email dated July 12, 2008. Consequently, I limit my response to the environmental questions contained in your letter, inasmuch as that is your professional training. I will respond to future questions posed by the other consultants as forwarded by the new TRRAAC leadership.

I have listed below a response to the questions in the order in which they appear in your letter.

Page 1 Items:

1. Thank you for your comments. I will respond to engineering design related questions per TRRAAC instructions outlined in paragraph one above. For your information, I have attached Gannett Fleming's review letter dated June 12, 2008 regarding TRRAAC's alternative sites.
2. The truck diversion number represents an estimate of the shipment of goods that will shift from tractor trailers to rail with the completion of this project. The projection was calculated by Gannett Fleming using information supplied by Norfolk Southern consisting of its current customers who have requested expanded rail deliveries, which Norfolk Southern has been unable to provide because of the lack of space in the current Dillerville Yard. Norfolk Southern also included data on the predicted growth of the overall Lancaster market. This information was inserted into a federal government air quality formula that resulted in the estimate of the 55,000 truck diversions annually. This number is a very "real estimate" using existing customer requests and projected demand based upon historical growth rates.
3. Thank you for your comments. I will respond to engineering design related questions per TRRAAC instructions outlined in paragraph one above. For your information, I have attached Gannett Fleming's review letter dated June 12, 2008 regarding TRRAAC's alternative sites.

4. Thank you for your comments. I will respond to engineering design related questions per TRRAAC instructions outlined in paragraph one above. For your information, I have attached Gannett Fleming's review letter dated June 12, 2008 regarding TRRAAC's alternative sites.

Page 2 Items:

Your introductory paragraph to the next series of questions regarding environmental topics infers that our public meeting on June 19th was not "...a proper public meeting under Act 2 Public Involvement Program." Your statement is untrue. To the contrary the public meeting was approved by the Pennsylvania Department of Environmental Protection (DEP) as an acceptable part of the Public Involvement Program (PIP) dated June, 2008, which was developed for the Lancaster County Solid Waste Management Authority (LCSWMA) Parcel Remedial Investigation (RI), Clean-up Plan and re-development process. Notice of the meeting was provided to the public in the *Intelligencer, New Era and Sunday News*.

1. The detention basins in the new yard will be lined to prevent groundwater infiltration into the basin and to preclude stormwater infiltration from the basins into the local groundwater system.
2. Norfolk Southern committed to updating its existing Dillerville Yard emergency management plans now on file with the relevant agencies to include the new and the reconfigured yards prior to the new yard becoming operational.
3. As with all of its operating locations, Norfolk Southern is responsible for reporting and addressing any releases that might occur on its property with the relevant state and federal authorities.
4. The NEPA document, a Categorical Exclusion (CE) for this project, will be available for public review after being accepted by FHWA and PennDOT. The approved document should be available for review by fall 2008. We expect the various reports comprising the full document will be posted on our website in mid August.
5. FHWA has no requirement to solicit public comment on CE Documents, nor is this a requirement of the NEPA regulations for a CE document. An opportunity to comment on the project is provided as part of the PIP. Your letter represents an appropriate response to our request for comments on the project. The recent Public Meeting is part of an ongoing public outreach program administered by the Project Partners that has included 10 neighborhood meetings, a Focus Group Meeting, a project website and numerous one-on-one interactions with interested citizens who had questions on the project. The Project Partners are committed to a professional and collegial open exchange of ideas and concerns on this project and will continue to address public comments and concerns throughout the course of project development.
6. Thank you for your comments. I will respond to engineering design related questions per TRRAAC instructions outlined in paragraph one above. For your information, I have attached Gannett Fleming's review letter dated June 12, 2008 regarding TRRAAC's alternative sites.
7. The remediation of the LCSWMA Parcel will be addressed in the NEPA document through the inclusion by reference of our reports that describe and characterize the wastes that are present on the site proposed to contain the new rail yard. The PADEP Approval letter for the Act 2 clean-up plan will be included as an attachment to the CE. We are addressing the non-media materials and impacted soils only on the site of the

new rail yard (i.e.: LCSWMA Parcel). We have selected waste removal as the most appropriate means of dealing with the waste versus placing a soil or geosynthetic cap on the site, such that all non-media solids are completely eliminated from the site and natural attenuation of impacted groundwater beneath the site is promoted. I believe your question may be driven by some residents' fear that any asbestos that might be contained in the dump is friable and will be released into the air when exposed. Our environmental characterization produced only two samples of waste materials that contained a small proportion of asbestos in a non-friable, organically-bound (NOB) form. During the initial stages of waste removal activities, air monitoring will be performed to assess the presence of friable asbestos. If any friable asbestos would be found during the removal of the non-media solids from the site, all appropriate procedures (each of which will be contained in our site-specific Health and Safety Plan) will be immediately implemented. As you know, there are approved methods of dealing with the removal of friable asbestos, and to the extent that such action is needed, the removal process would be governed by the appropriate methods and regulations.

Page 3 Items:

1. Vermont Avenue is a private road owned by the adjacent property owners including the College. Our transportation plan will address relevant issues for using the private road and accessing public roads to create a safe and efficient removal process.
2. Please see answer to item #1 immediately above.
3. A wheel washing station that will be used to rinse and decontaminate all of the trucks removing the non-media materials is part of our remediation and transportation plans.
4. Norfolk Southern is currently testing the next generation of diesel locomotives and has not developed an implementation plan since the testing has not concluded. It should be noted that the engines Norfolk Southern uses in the Dillerville Yard meet all appropriate EPA standards for emissions. As you know, when current locomotives are rebuilt or replaced they will have to meet the current EPA regulations in use. Each round of EPA regulations requires reduced diesel emissions. Overtime, the diesel emissions will only go down in the Dillerville Yard.

I take exception with your characterization that, "...public confidence is being lost on the project because credible information is not technically available, specifically, on the need for the rail yard expansion to the west..." This is particularly true inasmuch as you have not attended any of our neighborhood meetings nor a meeting of TRRAAC representatives in which Gannett Fleming explained its review letter of TRRAAC's alternate site proposals. I know for a fact that individuals attending the neighborhood meetings have expressed support for our analysis and project and individuals attending the TRRAAC meeting understood and accepted Gannett Fleming's analysis of alternates 1 and 2. I am also disappointed that you infer Gannett Fleming of not being, "...a competent transportation engineer." Gannett Fleming is recognized by state and federal authorities, as well as private entities for their expertise and experience in transportation design and construction.

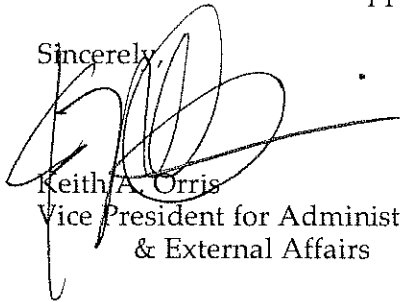
Interestingly, your suggestion to have an independent review of our plans was proposed earlier this year by the College and Lancaster General to TRRAAC and the three municipalities. However, our offer for this independent review was rejected by TRRAAC.

Regarding your comment on the "historic preservation resources review", the intent of the *Natural/Cultural/Socioeconomic Resources* Display Board prepared for the public meeting was to illustrate the cultural resources identified in the project study area and not to describe the process or procedures used under the National Historic Preservation Act. All publicly available material concerning Cultural Resources prepared for the project was shown on the project display boards at the time of the meeting. The material presented was consistent with the type of cultural resources information typically displayed for projects assessed under NEPA. Project staff members were available at the station all evening long and during the public meeting to answer questions concerning cultural resources, including the type of studies conducted. However, there were few visitors at the station and no one requested additional information, which was available.

We have been working closely with all relevant governmental officials and programs on this project for the past three years providing required information and documentation. To infer that our work does not contain "real information" and is not worthy of approval by appropriate authorities is untrue.

We will continue to finalize the PADEP Act 2 RI Report and Clean Up Plan for the LCSWMA Parcel, prepare the NEPA submission and complete all other required steps to obtain the necessary approvals for this project. In a collegial spirit, we will continue to respond to inquiries by residents and are happy to answer your questions in the future. Since we continue to move ahead with the approval process and prepare for field work to begin in October, I respectfully request that if you have any additional substantive questions regarding environmental areas, we will need to receive them by August 30, 2008 in order to have time to appropriately consider and respond to them.

Sincerely,



Keith A. Orris
Vice President for Administrative Services
& External Affairs

cc: Sarah Young Fisher, TRRAAC
Dan Gillis, TRRAAC
Jim Martin, Manheim Township
Bob Krimmel, East Hempfield Township
Bill Laudien, Lancaster Township
Mike Davis, Esq., Barley Snyder
Kathy Horvath, PA Department of Environmental Resources
Jan Bergen, Lancaster General
Rick Crawford, Norfolk Southern
Joel Boelstein, Esq., Fox Rothschild
James Warner, LCSWMA



Gannett Fleming

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June 12, 2008

Keith Orris
Executive Director
Franklin & Marshall College
P.O. Box 3003
Lancaster, PA 17604-3003

*Re: Lancaster, PA – Norfolk Southern Dillerville Yard Consolidation Project – Phase 2
Alternative Site Evaluation*

Dear Mr. Orris:

Reference is made to your request to evaluate the proposed alternative solution being posted on the TRRAAC.com website. As you are aware Gannett Fleming conducted an alternatives study early on in this project where we looked at options to expand Norfolk Southern's capabilities to serve rail freight customers in the Lancaster County area. The need for additional capacity as well as operational flexibility in the existing Dillerville Yard was paramount in our evaluations. The site that TRRAAC proposes was one of the locations that Gannett Fleming investigated for expansion. There are several issues that make the TRRAAC proposed site not feasible for expanded rail operations. While TRRAAC provides no formal engineering design for a detailed review, the basic problems with the site are as follows;

- The TRRAAC drawing would indicate that the existing yard could be extended eastward at its full width. The existing yard has 14 tracks, whereas the southern bridge opening under Dillerville Road only has room for 6 tracks. This feature in the middle of a yard severely restricts the capacity and flexibility of the yard and makes the design untenable.
- The main reason for Gannett's design to realign the existing yard to the north, running parallel to the existing Columbia Branch, but "necking down" at the northern freight railroad opening under the Dillerville Road bridge was to allow for a 2100 foot long Drill Track continuing to the east from Dillerville Road. This Drill Track will allow for switching of the main classification yard to the east. By providing this track, the longer train that arrives and departs for Enola can be broken down into smaller blocks or built up for departure with greater flexibility. No allowance has been made for this Drill Track in the TRRAAC design. If there would be one included it would be shorter than the present Drill Track which would be unacceptable for Norfolk Southern operations. This is the reason that Gannett eliminated the TRRAAC design location as feasible.
- The "Tail Track" or Drill Track must be continuous and act as an extension of the main classification yard to perform effective switching. The classification yard can not be independent from the Drill Track and make both work efficiently. If the Drill track were to be designed as Gannett proposes, as is needed, proceeding east beneath the northern freight railroad opening of Dillerville Road and if, per the TRRAAC design, the switching yard tracks were to bend beneath the southern opening beneath Dillerville Road, the yard engines would be constantly moving and double-handling the rail cars within the yard burning excessive fuel and wasting yard crew time. This orientation would require the locomotives to pull cars from the TRRAAC proposed yard to the west through the ladder track in the vicinity of Harrisburg Pike and most likely past the Little Conestoga Creek bridge then reverse and throttle up to push this large cut of railcars up the grade

Gannett Fleming

Keith Orris

Expansion of Norfolk Southern's Dillerville Yard – Phase 2

Alternative Site Evaluation

Page 2

to the Drill track. This design would exacerbate the noise levels at the geographic location where the citizens have concerns.

- While the original switching yard's late 1800's design allowed for curved tracks with tight track centers, modern yard design does not allow for such criteria due to safety standards for the yard crews. Curved tracks generate poor sight lines and close track centers provide little walking room for the crews on the ground between trains. The TRRAAC design would perpetuate these poor and unacceptable conditions.
- Longer, straighter tracks have the advantage of allowing the Yardmaster to move longer cuts of rail cars into assigned tracks and leave them there until a Local train is put together or the main train departing for Enola is put together. Shorter stub-ended tracks require additional "in-yard" moves by the yard switchers burning additional fuel needlessly and creating longer switching operations.
- The TRRAAC drawing depicts stub-ended storage tracks. Again, stub-ended storage tracks are much more inefficient and require many more switcher engine moves to place the cars in the Local trains than if the Yardmaster has the flexibility of double-ended tracks for placing and sorting rail cars. Stub-ended yards also have the disadvantage of generating many shoving moves with a trainman/woman riding the rear of the cut of cars during switching which includes an element of risk. While NS and its predecessors who have worked Dillerville Yard have a very good safety record any new design should incorporate safety into the design and eliminate such potential hazards.

Gannett Fleming looked at many alternate sites and yard alignments over the 3 years we've been associated with this phase of the project to consolidate and increase the capacity of Dillerville Yard. This included properties owned by NS, Amtrak, Donnelly and the Penn Central Estate. These alternate designs each had a "fatal flaw" such as not creating enough yard capacity, elevation differences precluding a safe profile for rail operations, accommodating only curved tracks which are unsafe, not enough Drill track length for operations, close clearances to the overhead bridges, etc. These flaws were in addition to expected difficulties in acquiring land from property owners such as Amtrak. The design that we have recommended achieved all of the needed goals of capacity improvements, land control and minimal impacts to the corridor.

After studying many alternatives for the Dillerville Yard, we believe the proposed consolidation plan is the superior design as it meets the operational and safety needs of Norfolk Southern, and remediates a former municipal dump.

Sincerely,



Richard Cross IV, P.E.

Director of Track/Civil Design

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