



August 30, 2019

Soren Hall
U.S. Army Corps of Engineers
Chicago District/Regulatory Branch
231 South LaSalle Street
Chicago, IL 60604

RE: LRC-2018-00651
Wisconsin Central Ltd.
Spaulding to South Sutton
New Track Extension
Unincorporated Hoffman Estates and Elgin, Cook County, Illinois

Dear Mr. Hall,

Thank you very much for your July 15, 2019 letter regarding CN's plan to add an additional track between Spaulding and South Sutton, Illinois. We appreciate this opportunity to provide additional information and to answer questions and concerns raised by area residents and local leaders. We further appreciate the leadership role that the U.S. Army Corps of Engineers has played in facilitating this important discussion.

The information requests are repeated below, followed by our response. In addition, we are responding to the public notice comments provided with your May 6, 2019, which are provided following the information request items. As discussed, due to the relationship between the information requests and the public notice comments, they have been combined into a single letter.

Comment 1: Provide an expanded discussion of the project purpose and need. The application states that the purpose of the project is to allow trains to pass without slowing and/or stopping. Describe any other needs within the corridor that will be addressed by the proposed work. Explain how the proposed improvements address the needs in the immediate area and the Leighton Subdivision;

Response: **The purpose and need for the Project is to ensure the safe and more efficient movement of trains throughout the existing CN network. The Spaulding to South Sutton Leighton Subdivision New Track Extension Project (the "Project") is one of the primary north-south main line tracks along the Wisconsin Central Ltd ("CN") corridor that transports vital customer rail traffic between Winnipeg, Canada and Chicago. This rail line, and its right of way, has been used for freight and commuter train traffic since 1889. Completion of the Project as proposed will help achieve the goal of improved fluidity and resilience for northbound and southbound train traffic flows.**

Chicago is the hub of the CN rail network, the fifth largest in the United States. Chicago itself is the largest freight rail hub in North America. Measured by the volume of intermodal containers handled, it is the fifth largest port in the world. More than 25% of U.S. rail traffic touches Chicago at some point on its route. 500 freight trains and 800 passenger trains pass through Chicago on a daily basis. The demand for rail service is increasing: the industry projects that over the next 30 years freight volumes

shipped from Illinois will increase by 30% and rail shipments passing through Illinois will increase by 25%. Therefore, it is critical railroads be permitted and encouraged to invest in their existing networks for the continued safe, efficient, and fluid movement of trains and the consumer goods that they carry. Safety is a core value at CN. The safe and efficient movement of trains is CN's number one priority.

In order to avoid delays and ensure the safe, fluid, and efficient movement of trains over its expansive rail network, CN must constantly evaluate, update, and re-design their existing track. To be as efficient as possible and to keep up with growing demand for rail service, extended siding and double track projects are required. This specific project is an example of the continued re-investment by CN into its existing rail network in order to maintain safety and fluidity.

As part of CN's long term planning, CN evaluates and invests significant capital in the maintenance and expansion of its rail network. The Project is part of that process. Since 2000, CN has invested and constructed approximately 200 different long siding/double track projects network wide. In the last few years, over 600 miles of new track and approximately two million ties have been constructed and installed to improve the safe, efficient, and fluid movement of trains.

The additional needs that will be addressed with this project include reducing commuter train conflicts, which now occur throughout the Leighton Subdivision, but in particular at the Metra Milwaukee District West Line. The current configuration requires freight trains to travel approximately 4 miles on a single track to clear commuter crossings, which requires longer windows and thus longer wait times. Allowing WCL to bring freight train traffic closer to the Metra interlocking will create better crossing opportunities and the improved movement of trains.

Exhibits providing details of this purpose and need are included in Appendix I.

Comment 2: Provide additional information regarding track capacity and how this project addresses needs within the Sutton to Spaulding segment, as well as the long-term capacity needs within the entire Winnipeg to Chicago corridor. Provide forecasts of daily train numbers for all years for which an assessment has been made;

Response: As discussed above, CN is continually reviewing its network and investing in improvements necessary to match the short and long term needs of a corridor. This proposed project is intended to increase fluidity and resiliency of the Leighton Subdivision, reducing delays and the need for idling trains. This project is a continuation of the long-term efforts to upgrade and improve the fluidity of trains throughout CN's network from the Canadian border to the hub of Chicago, all within existing railroad owned right of way property.

CN has been investing and will continue to invest in other projects to meet the long term capacity needs of the broader Winnipeg to Chicago corridor. An exhibit depicting the existing and proposed CN Network Improvement projects since 2012 is included in Appendix II. Since 2012, a minimum of 26 capacity improvement projects are either

currently under construction, have been completed or are being currently planned within the US network. The green icons on the exhibit represent the thirteen (13) double track/siding projects that have been completed and constructed or are currently under construction. The yellow icons represent the twelve (12) proposed double track/siding projects planned for construction within the next three to five years. The red icon indicates the location of this project.

With regard to forecasts of future train volumes, CN uses forecasts to estimate future capacity needs. Because forecasts rely on market conditions, customer demand, assumptions and variables that change frequently, projections of future volumes over individual network segments vary over time – even month to month. The uncertainty of predicting future train volumes over a particular network segment is compounded the longer a forecast attempts to project into the future.

CN's application stated that "[c]urrently forecasted capacity for 2020 includes a growth of approximately nine (9) trains per day along this [Leithton] Subdivision." That statement was referring to a projection of future traffic volumes from the third quarter (Q3) 2018 to the fourth quarter (Q4) 2020. That projection relied on general indexed volume growth that has so far not been realized. As of April 2019, CN's more recent forecasts of future traffic volumes in Q4 2020 on the Leithton Subdivision are shorter term and do not rely on the same general indexing method. As of the April 2019, CN's forecast projects growth from Q3 2018 to Q4 2020 of only 4-5 trains per day. However, this estimated growth is independent from and will not result from the completion of the Project; CN projects that traffic on this segment will increase even if the Project is not completed.

Comment 3: Provide a detailed alternatives analysis. The analysis should consider the area in which needs are being addressed. For example, if the proposed improvement on-site will provide benefits for a larger segment of rail beyond the project area, the analysis should consider whether or not alternative locations could address the local project needs. Also, discuss the feasibility of constructing the new mainline track on the east side of the tracks (or shifting the existing mainline track east to accommodate the new mainline track in the location of the existing track). Each of the possible alternatives identified in the public notice comments should also be assessed for their feasibility. Approximate acreage of impact to waters of the U.S. must be provided for each feasible alternative;

Response: The Alternatives Analysis is provided in Appendix III. In summary, the basic purpose of the project is to add a second track in this portion of the Leithton Subdivision within the existing right-of-way owned by WCL in order to increase the fluidity of train movements on the Leithton Subdivision. There are no feasible or practicable alternatives available to achieve the basic purpose of the project.

Comment 4: Explain the purpose of the proposed turnout pads, how they are used, and how their location is determined;

Response: Turnout pads provide the ability to safely walk around the turnout area, conduct federally mandated inspections, complete necessary repairs as required and allow for

vehicle access to the turnout area without having to occupy the track that would in turn, result in idling trains.

Comment 5: Provide a restoration plan for the tributaries that will be relocated and re-established. Utilize the tributary baseline information gathered to match or improve upon the functional characteristics of the tributary, where feasible. This should also include a 5-year Management and Monitoring (M&M) plan with annual metrics to measure the progress of the relocated tributary towards meeting established performance standards;

Response: The Railroad Tributary Restoration & BMP Plan Summary and Management & Monitoring Plan (MMP) is provided in Appendix IV.

Comment 6: Provide results from the noise analysis completed for the corridor. Explain measures that were incorporated or considered to address train noise;

Response: WCL evaluated train noise using the same model and methods used on this segment in the CN-EJE acquisition EIS. Train Consist (number of cars and locomotives per train, average length of cars and locomotives), average speed, annual average daily train volume, rail type, and location of rail line were accounted for. Analysis results indicate that the potential change in train noise due to the proposed shift of some trains to the proposed second track by a distance of 15 feet is calculable, but potentially too small to even be perceptible for homes outside of the right of way. Modeling results indicate a small decrease in train noise on one side of the corridor and a small increase on the other; the magnitude of both changes is projected to be so small that it may not be perceivable. On this basis, the net effect is considered inconsequential. Refer to the noise assessment results in Table 2 in the Noise Assessment Memo, provided in Appendix V. Given the results of the noise assessment, no noise measures are required or proposed.

Comment 7: Discuss the proposed locations for track cross-overs, how those are determined, and if they can be modified to reduce noise for adjacent residential properties;

Response: In segments with two tracks, turnout or crossover locations are provided in areas that optimize operational flexibility and allow rail traffic to utilize both tracks as efficiently as possible in order to keep trains moving minimize idling. In general, a mainline cross-over requires 800 feet of horizontally and vertically tangent track with good access for maintenance and inspection of vehicles. Location of a cross-over is also based upon roadway vehicle access for reasons indicated in previous comment #4.

Comment 8: Discuss proposed tree removal, locations where this will be required, and how the loss of trees may affect noise on adjacent properties. Explain plans for replacing the trees to address the visual and noise impacts on the adjacent properties;

Response: The project will result in the unavoidable loss of some trees within the existing ROW due to space limitations. While the practical impact on noise reduction from trees and vegetation is negligible, CN is committed to returning native trees and shrubs, where

appropriate, following the reconstruction of the Railroad Tributary as described in the MMP provided in Appendix IV.

Comment 9: Discuss how the proposed improvements would affect the length of trains accommodated and if the proposed changes would allow trains to operate at higher speeds than existing conditions;

Response: The proposed improvements are designed to accommodate longer trains, but the project is not expected to result in an increase train length. The proposed improvements will improve fluidity and decrease delays on CN's mainline, but will not increase the maximum existing main line speed (45 mph). The maximum speed on the Sutton Siding would be increased from the current 30 mph to 45 mph.

Comment 10: Disclose the operating speeds within the corridor. Discuss any relationship between train speeds and the potential for train derailment;

Response: Today, maximum speed for the existing mainline (east track) is 45 mph and for the current Sutton Siding (west track & north of Shoe Factory Rd) is 30 mph. Post project, the maximum speed for the entire extended Sutton Siding will be increased from 30 mph to 45 mph to match mainline speed. No other speed increases are proposed.

Comment 11: The proposed tracks would be located closer to homes west of the existing tracks. Discuss any policies or Federal regulations regarding the acceptable distance between residential properties and tracks and any means of compensation, such as noise reduction measures or purchase of properties;

Response: There are no Federal regulations regarding minimum clearances between railroad tracks and structures outside the ROW. In the State of Illinois, horizontal clearance of at least 8 feet is required from the centerline of a main track to face of a building or other structure adjacent to the track. The proposed track would comply with this requirement. Accordingly, no special measures will need to be taken with respect to distance between residential properties and tracks.

Comment 12: Discuss any Federal regulations or studies that address proximity of homes to train tracks and their effect on property values;

Response: The existing line has been used as an active rail line since 1889. There are no Federal regulations preventing development from occurring adjacent to any existing railroad tracks or ROW. Further, CN has no control over developers, municipalities or other stakeholders in regards to development occurring adjacent to the existing ROW.

Comment 13: Discuss any policies or Federal regulations that address noise vibrations and impacts to adjacent structures and the potential effect of vibrations on adjacent structures from the proposed work. Describe any measures incorporated in the project design to address vibrations;

Response: The project is not subject to any Federal noise or vibration regulations. While the Surface Transportation Board (STB) and Federal Railroad Administration (FRA) have regulatory requirements or guidance for addressing noise and vibration from freight

railroad activities, they are not applicable to this project. The STB typically evaluates noise and vibration only in the context of its review of projects and transactions requiring STB regulatory approval, and the FRA's guidance for the assessment of noise and vibration impacts applies only to high-speed rail projects. Those requirements and guidance are inapplicable to this project, which neither requires STB approval nor includes a high-speed rail component.

CN's 2009 acquisition of the subject track was approved by the STB, which completed an assessment of noise and vibration impacts of that transaction in connection with the environmental analysis conducted to fulfill NEPA requirements. The model used to assess impacts of that transaction was updated by HDR, using project-specific information provided by WCL, to assess the potential noise impacts of this proposed project. The results of this assessment are included in Appendix V of this response letter.

Comment 14: Detail any analysis that has been completed regarding anticipated changes in delay times at cross-streets as a result of the proposed work;

Response: CN has conducted no specific analysis of potential changes in delay times at cross-streets. There is only one at-grade street crossing associated with this project (Shoe Factory Road), and the proposed project will reduce delays at this crossing because trains will no longer have to come to a full stop in the existing siding located north of Shoe Factory Road.

Comment 15: Discuss any anticipated impacts to Poplar Creek on water quality or wildlife from the proposed bridge expansion;

Response: The bridge expansion at Poplar Creek involves a culverted temporary stream crossing. Water quality impacts will be minimized by strict adherence to soil erosion and sediment control plans as approved by Cook County SWCD, required preconstruction meetings with the contractor, compliance with the SWPPP, and ongoing inspections during construction.

Comment 16: Discuss any anticipated impacts to environmental resources and wildlife at the Poplar Creek Forest Preserve from the increased train traffic;

Response: The proposed second track, which will be constructed along the west side of the existing right-of-way, will not result in any adverse impacts to existing environmental resources at the Poplar Creek Forest Preserve. In accordance with the USACE Regional Permit Program, WCL consulted with the Forest Preserve District of Cook County, and provided the FPD with the Wetland Delineation Report and engineering plans on November 30, 2018. The FPD expressed some concern over potential impacts to Poplar Creek during construction. Those concerns are addressed in Response to USACE Comment 15 above. On February 27, 2019, the FPD was emailed a copy of the public notice and updated engineering plans for the Poplar Creek Bridge and Area 6A south of Golf Road. The FPD has not raised any additional concerns.

Comment 17: Discuss how the proposed work will affect air quality within the project area;

Response: The air quality in the project area currently meets National Ambient Air Quality Standards for all pollutants except ozone. The emissions of pollutants that affect ozone, which are nitrogen oxides (NOx) and volatile organic compounds (VOC), are dropping at a rapid rate for the nation's locomotive fleet. Between 2019 and 2022, for example, EPA projections (see publication EPA-420-F-09-025, Emission Factors for Locomotives, April 2009) indicate that NOx and VOC emission rates for the line-haul locomotive fleet would drop by more than 10%. In addition, project implementation would help to reduce train delays and associated idling, and start and stop emissions in the project corridor. Any changes in locomotive-related emissions would be minor, and would represent very small changes in total emissions from all sources in the project area. Thus, the project would not measurably affect air quality in the project area, which is expected to continue to improve as emissions from all sectors continue to decrease.

Comment 18: Disclose any known drainage or flooding issues with the project area and how the project has been designed to address these concerns. The Village of Hoffman Estates noted that there is a 2010 Detailed Watershed Plan by the Metropolitan Water Reclamation District that has a more recent than the FEMA map;

Response: The Detailed Watershed Plan (DWP) prepared by Hey and Associates for MWRD in December 2010 states in Section 3.5 that "there were no reported problem areas on Poplar Creek Railroad Tributary." The DWP identified a culvert under the railroad just south of Golf Road as being undersized, which could result in Golf Road being inundated due to a 100-year storm event. However, the Project does not include any modifications to that culvert and the DWP estimated Benefit to Cost Ratio was extremely low (0.002) given the minimal damage associated with the roadway overtopping. Additionally, as part of the DWP process MWRD solicited stormwater problem data from communities, agencies (e.g., IDOT, CCHD, etc.), and stakeholders through a questionnaire (referred to as Form B) asking for a summary of any known stormwater problems. There were no Form B responses related to the Poplar Creek Railroad Tributary.

It was mentioned in some public comments that the Poplar Creek Railroad Tributary has typical debris blockage issues (sediment, fallen trees, animal activity, etc.) that have contributed to erosion and alignment issues. The proposed improvements should help alleviate the debris blockage issues since a restrictive culvert will be removed (old farm crossing culvert no longer needed) and the new channel alignment (straight, uniform geometry) will be more hydraulically efficient than the current channel alignment.

Comment 19: The Village of Hoffman Estates noted an existing obstruction within the railroad tributary that has caused flooding on neighboring properties. The Village suggested that the drainage should be modified such that the tributary only overtops to the residential properties at the 100 year storm event, utilizing the new Bulletin 70 (March, 2019). Describe how this comment has been addressed;

Response: The floodplain modeling for this project is based on the current hydrologic and hydraulic modeling provided by MWRD. The modeling was updated by V3/HDR to include more detailed site-specific information to make a comparison between existing and proposed conditions. The modeling demonstrates that the proposed improvements will not adversely affect the adjacent properties. As mentioned above, an old restrictive culvert (presumably a remnant of an old farm crossing) will be removed as part of the proposed improvements. The culvert was not included in the MWRD model. It lowers the water levels in the channel in the area immediately upstream of the existing culvert. The modeling and associated results provided in the permit submittals to the Illinois Department of Natural Resources – Office of Water Resources (IDNR-OWR) and MWRD indicates that the floodplain elevations through the project area are lower in the proposed conditions when compared to the MWRD and/or modified existing conditions floodplain elevations. In addition, the proposed 100-year floodplain boundary is contained within the railroad ROW for the section of channel that is being modified (the unmodified upstream section of channel south of Shoe Factory Road is primarily located outside the railroad ROW so the 100-year inundation limits naturally also extend outside the ROW limits).

Initial coordination with the Illinois Department of Natural Resources – Office of Water Resources (IDNR-OWR) and the Illinois State Water Survey (ISWS) which is FEMA’s technical partner in Illinois) regarding the use of the new Bulletin 70 information suggests that existing floodplain studies / mapping will not be updated until the information is considered regulatory (likely 2020) and then only as part of a Countywide or large scale remapping process. As a result, all permit submittals utilize the hydrologic and hydraulic modeling prepared for the DWP.

Comment 20: The Village of Hoffman Estates noted a restrictive culvert in need of enlargement that conveys flow under the railroad tracks south of IL-58. This was identified in the 2010 Detailed Watershed Plan by the Metropolitan Water Reclamation District. Explain how this comment was addressed;

Response: The proposed railroad improvements do not include any modifications to the size or length of the railroad culvert located south of Golf Road. Nor are any such modifications required. The DWP estimated Benefit to Cost Ratio for modifying the existing culvert was extremely low (0.002), based on the cost of the culvert replacement compared to the minimal risk and level of damage associated with the roadway overtopping. See Response to USACE Comment 18 and 19 above.

Comment 21: Discuss any policies or Federal regulations relating to the proximity of the proposed tracks to homes that are on well and septic. What measures are being taken to ensure that septic systems are not disrupted and the sources of well water are not contaminated;

Response: See Responses to USACE Comments 11 and 12 above. The railroad has had no control over development or the construction of private well or septic systems, which occur adjacent to the ROW. Any private well or septic systems adjacent to the right of way were likely constructed and or installed well after 1889 when the rail line was built.

Through the proper design and soil erosion control proposed for the project, WCL is taking the required actions to protect areas and avoid adverse impact to areas outside of the right of way during construction of the siding extension.

Comment 22: Discuss Federal regulation or policies on addressing the potential for toxic substance spills and how this was incorporated into the project design;

Response: CN is committed to focusing on preventative maintenance, spill prevention, and emergency preparedness to reduce the risk of any events requiring an emergency response and to limit any potential impacts of such an event. CN has a robust Environmental Emergency Management Program designed to protect neighboring communities and the surrounding environment. CN's Environmental Emergency Management Program follows and adheres to the Federal USEPA regulation at Part 112 of Title 40 of the Code of Federal Regulations (40 CFR part 112) for their entire network and all of their facilities.

CN's Environmental Emergency Management Framework is based on the four phases of Emergency Management: Prevention-Mitigation, Preparedness, Response and Recovery-Restoration. The four phases represent a cycle that is an ongoing process allowing CN's program to be dynamic and continuously improve. While the four phases are highly interconnected, CN's goal is to invest its resources when possible into the preparedness phase to ensure that CN is reducing the likelihood of an incident/spill occurring where possible and minimizing the potential impact/need for restoration when it is not possible. Below is a summary of the four above-mentioned phases that make up CN's Environmental Emergency Management Program.

- 1) **Prevention-Mitigation.** The objective of this first phase is to determine and implement required resources to strategically identify hazards, quantify the associated risks and reduce their impact to an acceptable level. CN identifies hazards related to potential derailments and spills. These hazards can be related to the way people perform their daily job or the equipment used to store/transfer materials at yards, on track, and cargo facilities. The identified hazards are characterized to determine their potential risk to health and environment under various scenarios so that effective mitigation and training measures can be developed and implemented. These measures are systematically put into place so that the risk of an environmental incident is reduced. CN ensures that both engineering and administrative controls are implemented to reduce the likelihood of a spill occurring.
- 2) **Preparedness.** The objective of this second phase is to determine and implement measures to ensure resources are in place, employees are knowledgeable, emergency responders have the required expertise and processes are in place to facilitate a safe and optimized emergency response. CN Environment is involved in preparing the CN Emergency Response Plan (ERP) as well as Yard specific Emergency Response Plans where required. Responsibilities include ensuring that their environmental expertise is reflected in the ERP so that impacts to the environment are minimized in the event of a spill. They are part of the Emergency Response team and are on call/ready to respond to a spill in their territory. Environmental Emergency Responders receive

training such as ICS, Hazmat Awareness, Toxicology, etc. to ensure they are qualified to provide CN with excellent guidance in the event of a spill. They ensure that the ERP is optimal and the CN excels at responding to emergencies by:

- completing pre-planned missions;
- mapping out sensitive areas within yards and surrounding environment;
- completing corridor risk assessments to identify sensitive areas throughout the network;
- partnering with responders, consultants and contractors to minimize response time;
- training other organizations on CN's ERP so that they understand CN's process and are confident in CN's ability to respond;
- conducting Emergency Response Exercises with regulators, clients and other industries to develop best practices and build strong relationships;
- strategically locating emergency response equipment along the network to ensure impacts are mitigated as quickly as possible.

3) **Response.** The objective of this phase is to manage response activities to stabilize the situation and reduce impact on business, property, health, and the environment. CN Environment is responsible for notifying the appropriate regulatory agencies when a spill has occurred. Once on site, they are responsible for sharing their environmental expertise with the On-Scene Commander to reduce the environmental impact of the spill and ensure minimal health risk to emergency response workers and the surrounding public. They identify what resources (consultants, contractors, suppliers, etc.) will be required to competently manage the environmental impacts. They are responsible for determining the most efficient way to stop the spill from significantly impacting the environment and ensuring that response efforts do not continue to damage the environment. They complete a net environmental benefit evaluation to prioritize recovery efforts and are responsible for negotiating these priorities with other CN functions. Due to the technical complexity of managing and preventing environmental impacts and the need to capitalize on efforts/needs of the various internal and external stakeholders, Environmental Emergency Responders are trained to be effective problem solvers/decision makers to ensure that planning activities, financial management and logistics are optimized. Throughout the length of the response, they are responsible for updating the different regulatory agencies as well as managing their expectations. In addition, they provide significant support to Public Affairs to ensure the public, neighboring communities and aboriginal communities are well informed and confident with CN's approach to protecting the environment and human health.

4) **Recovery/Restoration-** The objective of this phase is to determine the optimal restoration strategy and manage the restoration activities to remove spill/emergency response activities and ensure that site conditions are returned to a normal state. CN Environment is responsible for managing the site once the

emergency response portion of the work is complete. It is key to develop a comprehensive restoration strategy to ensure that human health and ecological receptors are protected as well as clearly defining the project endpoints. Ideally, if regulatory closure is required, the endpoints should be discussed with the regulatory agencies prior to implementation of the strategy. The first phase is typically to recover any material spilt where technically feasible. As not all material can be recovered, the second phase is to develop a remediation strategy that will be protective of receptors. Throughout the recovery/remediation process, environmental monitoring is conducted to assess the effectiveness of the restoration strategy and to identify potential corrective actions that will need to be taken to meet the desired endpoints. In the event of a large incident, a large component of the project will be supporting Public Affairs in developing a communication strategy and participating where required as well as updating the various regulatory agencies and fulfilling their reporting requirements. Finally, CN Environment has a role in ensuring that opportunities for improvement associated with the Environmental Emergency Management are addressed during incident debrief sessions.

Comment 23: Discuss Federal regulations or policies for safety and any measures, such as Positive Traction Control, that were incorporated into the project design;

Response: Positive Train Control (PTC) is a safety overlay designed to prevent rail accidents resulting from human error. PTC is designed to prevent:

- train to train collisions
- over-speed derailments
- movements beyond authorized work limits on the track
- movement through an improperly lined switch or a crossing with a warning system malfunction

PTC was installed on the mainline track of the Leithton Subdivision by the end of 2018. PTC was implemented during the 1st and 2nd Quarters of 2019. PTC will also be operational on the new track extension.

Comment 24: Respond to the public comments proposing the installation of a wall for noise reduction and/or safety;

Response: Walls may be used to mitigate noise impacts that exceed regulatory thresholds. Noise impacts following the construction of this project would not exceed any such thresholds. Noise walls are not intended or used for safety purposes.

Comment 25: Explain how the proposed project will affect train idling, particularly in proximity to residential properties;

Response: The proposed project is intended to provide enhanced fluidity for the Leithton Subdivision corridor. A benefit of the Project will be a reduction in train idling in/around residential areas. By introducing additional corridor infrastructure, trains will be able to continue moving in either direction while other trains are moving in the

opposite direction. Circumstances can and undoubtedly will occur from time to time that may result in corridor traffic stopping or idling, but that will be the exception, and not CN's planned intent.

Comment 26: Provide an assessment of the economic benefits and/or detriments of the proposed work;

Response: The Project will lead to greater fluidity and reduced delays for CN freight trains on the Leithton Subdivision, which will have important economic benefits to the customers that rely on CN for the safe and efficient transportation of their goods. Locally, the Project will provide construction and other development related jobs in Cook County and neighboring communities. No economic detriments of the Project are anticipated.

Comment 27: Describe any anticipated direct or indirect impacts to Cannon Crossings Park;

Response: 54 form letters (Form Letter 4 listed below) commented on potential issues related to the Park. The primary safety issue raised by the letters concerns park users trespassing on the tracks and ROW to retrieve recreational balls. Access to the railroad ROW from the Park will not be altered by the project. The Park is currently separated from the ROW by landscaping and other volunteer vegetation, a fence at the soccer field location, and the existing Railroad Tributary.

Comment 28: Identify any easement areas necessary for completing the work, such as for construction access or grading;

Response: No permanent impacts outside of the existing right-of-way are required for the project. The proposed embankment, track and structures can be built entirely within the existing ROW. If the selected contractor chooses to acquire temporary easements for construction access, it would approach landowners on a case-by-case basis and negotiate access.

Comment 29: The Illinois Department of Natural Resources recommended that no work occur in Poplar Creek from April 1 to June 15 to protect the spawning season of sensitive fish found within the creek. They also recommended strict adherence to soil erosion and sediment control measures. Explain how this comment will be addressed;

Response: An updated IDNR EcoCAT consultation termination letter dated August 19, 2019 is provided in Appendix VII. Construction activity within Poplar Creek will be limited during the requested dates. Water quality impacts are not anticipated and the risk of any such impacts will be minimized through strict adherence to soil erosion and sediment control plans as approved by SWCD, mandatory preconstruction meetings with the contractor, compliance with the SWPPP, and ongoing inspections.

Comment 30: Provide a response to comments from the property owner at 575 Golf Road regarding impacts to the tributary and/or floodplain near the property;

Response: The proposed improvements have been revised to include a retaining wall that extends approximately 550 feet south of Golf Road. The proposed retaining wall will

tie into the end of the existing railroad culvert and will minimize grading within the railroad ROW. The functionality of the existing drainage way will be preserved. The proposed improvements in this area are under review by IDNR-OWR and MWRD for compliance with all applicable stormwater and floodplain regulations.

Comment 31: Address potential utility conflicts raised in the comments by the Village of Hoffman Estates and the Metropolitan Water Reclamation District;

Response: The applicant does not anticipate utility conflicts as part of this project. This will be confirmed prior to construction.

Comment 32: Provide the most current set of engineering plans with the most recent cover and index page(s) with current revision dates on all sheets Provide additional details on the culvert designs and how the conditions of RP(3) were utilized in the design; and

Response: The current engineering plans, dated May 21, 2019, are provided in Appendix VI.

Comment 33: Responses to the above-requested items shall also be submitted to the Illinois Environmental Protection Agency so that they may continue reviewing your project for Water Quality Certification.

Response: A copy of this response and attachments are being provided to the Illinois EPA for their review. However, in accordance with Regulatory Guidance Letter 19-02, the Section 401 Certification may be considered waived as the permit application was submitted concurrently to IEPA on December 20, 2019, more than 8 months or approximately 240 days ago and, to date, IEPA has not acted on the permit application.

PUBLIC NOTICE COMMENTS

In addition to the information provided above, we are summarizing the number and source of all comments provided in response to the Public Notice. Specific responses are being provided to agency comments, comments from elected officials and the Railroad Committee. A total of 134 individual comments and 172 form letters/emails were received in response to the 60-day public notice period.

AGENCY COMMENTS (6 comments)

Comment 1: USFWS email dated April 22, 2019. Comment on rusty patched bumblebee and lack of any high quality habitat and unlikely presence of the bee.

Response: In previous communication, Mr. Hall noted he is coordinating a no adverse effect determination with FWS.

Comment 2: IDNR letter dated March 21, 2019. No historic properties affected by the project.

Response: No response required.

Comment 3: IDNR EcoCAT review dated March 29, 2018. Recommend that no work occur in Poplar Creek between April 1 and June 15 to protect the spawning season of sensitive fish.

Response: See Response to USACE Comment 29 above. The project will comply with this requirement.

Comment 4: Forest County Potawatomi Community email dated April 16, 2019. Project will have no impact on historic properties.

Response: No response required.

Comment 5: Miami Tribe or Oklahoma letter dated March 19, 2019. No potential link to any specific Miami cultural or historic sites.

Response: No response required.

Comment 6: MWRD email dated February 28, 2019. Concerns about the Poplar Creek Intercepting Sewer 1, located near Spaulding Road.

Response: The attachment to this letter was not provided. The applicant does not anticipate utility conflicts as part of this project. This will be confirmed prior to construction.

ELECTED OFFICIALS/MUNICIPALITIES (9 comments, listed alphabetically)

1. Barrington Area Council of Governments, letter dated April 2, 2019

Comment 1: Potential regional effects of additional train traffic

Response: Train volumes fluctuate based on economic trends and, for reasons independent of the Project. The intent of the Project itself is not to allow for increased train volumes but to enhance the fluidity of the network. Additional train volumes may occur but the reasons for that will be independent of the Project.

Comment 2: Impacts of potential train derailments

Response: The project will not result in any change to the already minimal risk of potential train derailments. In 2019, CN is targeting investment towards track and railway infrastructure maintenance which will continue to reduce the minimal chance of a derailment occurring.

2. Kevin B. Morrison, Commissioner, 15th District, Cook County Board of Commissioners, letter dated March 26, 2019

Comment 1: Concerns by local residents over homeowner safety, environmental impact, natural preservation, property drainage, neighborhood aesthetics, and property values.

Response: All of the concerns are addressed above.

Comment 2: Request for a public hearing.

Response: Public meetings were held on the project on April 22, 2019 at the Hanover Township Office and May 30, 2019 at the Timber Trails Elementary School in Hanover Park.

3. Hanover Township, letter dated March 22, 2019

Comment 1: Concerns by local residents and request for public meeting.

Response: Public meetings were held on the project on April 22, 2019 at the Hanover Township Office and May 30, 2019 at the Timber Trails Elementary School in Hanover Park.

4. Barrington Village President, letter dated March 29, 2019

Comment 1: Potential for regional effects of additional train traffic, including vehicular traffic at at-grade crossings.

Response: Train volumes fluctuate and, for reasons independent of the Project, may increase or decrease over time, but this Project itself is not expected to cause increased train volumes. Therefore the Project will not create additional train traffic effects. The proposed project will result in improved train movement and fluidity.

Comment 2: Thorough review of the impact to the natural and human environment must be conducted.

Response: A thorough review is being conducted.

5. Village of Deer Park, letter dated April 4, 2019

Comment 1: Concern about safety and quality of life, including traffic disruptions and potential for train derailments.

Response: With regard to safety and derailments, responses to these topics are provided in the Alternatives Analysis in Appendix III, particularly regarding PTC that is in place for this corridor. Responses to USACE Comments 11, 12, 22, and 23 above also provide information pertaining to this comment.

With regard to traffic disruptions, the proposed project will result in improved train fluidity. Train volumes fluctuate and, for reasons independent of the Project, may increase or decrease over time, but this Project itself is not expected to cause increased train volumes. CN is continuously developing and fielding new technology that enables CN to monitor track quality and will act as an additional line of defense to reduce the risk of main track derailments.

Comment 2: Request that permit review be extended to 1.44 miles through Deer Park.

Response: This concern is addressed above.

6. Village of Barrington Hills, letter dated April 3, 2019

Comment 1: Potential for regional effects of additional train traffic, including vehicular traffic at at-grade crossings.

Response: Train volumes fluctuate and, for reasons independent of the Project, may increase or decrease over time, but this Project itself is not expected to cause increased train volumes. Therefore the Project will not create additional train traffic effects. The proposed project will result in improved train movement and fluidity.

7. Village of North Barrington, letter dated April 9, 2019

Comment 1: Potential for regional effects of additional train traffic, including vehicular traffic at at-grade crossings.

Response: Train volumes fluctuate and, for reasons independent of the Project, may increase or decrease over time, but this Project itself is not expected to cause increased train volumes. Therefore the Project will not create additional train traffic effects. The proposed project will result in improved train movement and fluidity.

Comment 2: Impacts of vibration from additional trains.

Response: This is addressed in Response to USACE Comment 13 above. In addition, this Project itself is not expected to cause increased train volumes.

Comment 3: Increased risk to the natural and human environment of additional trains carrying hazmat materials.

Response: This is addressed in Response to USACE Comment 22 above.

Comment 4: Impact on area economics and safety due to additional train and traffic.

Response: This is addressed in Response to USACE Comment 22 above.

Comment 5: Cumulative impact of daily freight trains crossing the UP rail line, which has 70 daily commuter and freight trains

Response: This is addressed in Response to USACE Comment 1 above.

8. Village of South Barrington, letter dated April 2, 2019

Comment 1: Study area should be expanded both north and south to measure impacts of additional trains.

Response: The proposed project will result in improved train movement and fluidity. Train volumes fluctuate and, for reasons independent of the Project, may increase or decrease over time, but this Project itself is not expected to cause increased train volumes. Therefore, the Project will not create additional train traffic effects. The proposed project will result in improved train movement and fluidity.

Comment 2: Interested in a thorough review of the proposal, including extensive environmental and economic impact analysis.

Response: The USACE has determined that an environmental impact statement (EIS) is not required for the proposed project. However, CN's responses to the USACE's information requests provide information about potential environmental and economic impacts. In addition, an EIS that thoroughly reviewed the environmental and economic impacts of CN's acquisition of EJ&E was prepared by the Surface Transportation Board in 2008.

9a. Village of Hoffman Estates, email referring to a March 6, 2019 letter from Mayor Bill McLeod. Letter not provided.

9b. Village of Hoffman Estates, letter dated April 12, 2019

Comment 1: Request for public hearing.

Response: Public meetings were held on the project on April 22, 2019 at the Hanover Township Office and May 30, 2019 at the Timber Trails Elementary School in Hanover Park.

Comment 2: Four comments on impacts to floodplain and floodway, and related drainage issues.

Response: These comments are addressed in the Responses to USACE Comments 18-20 above.

Comment 3: The Village maintains a sanitary sewer within an easement on the railroad property, and requested further details on impact to the Village sanitary sewer and access to maintenance.

Response: This is addressed in Response to USACE Comment 31 above.

Comment 4: Railroad operations comments and questions.

Response: These comments and questions are addressed throughout this letter above.

Comment 5: Construction comments and questions.

Response: These comments and questions are addressed throughout this letter above.

Comment 6: Environmental concerns related to impacts on water resources, threatened or endangered wildlife, and the natural and built environment adjacent to the proposed track.

Response: These concerns have been addressed elsewhere in this letter.

Comments 7: Will IEPA conduct a review for Individual Section 401 Water Quality Certification?

Response: The IEPA was provided a copy of the USACE permit application for Section 401 Water Quality Certification. Additional information is provided in Response to USACE Comment 33 above.

RAILROAD COMMITTEE, letter dated April 22, 2019

A letter expressing opposition to the Project was submitted by the Railroad Committee, a group of local homeowners, at the April 22, 2019 public meeting held at the offices of Hanover Township, and it was subsequently provided to the USACE. It includes the following comments and questions.

Comment 1: Homeowner complained that the current siding is “used as a storage facility for trains.”

Response: The current single-track configuration results in trains having to wait on the Shoe Factory Road siding for passing trains to go by. With the increased number of commuter passenger trains, which have dispatching priority, this can cause significant back up and delays of freight trains. The proposed project will improve train movement and fluidity and will decrease the idling of trains near the Shoe Factory Road Crossing. With the new track, trains will no longer have to wait for extended periods at this location for trains to pass before they can resume movement.

Comment 2: Homeowner complained that the rail line was being used as a “freight yard” and that trains are “stored in [their] neighborhood every day.”

Response: The siding at Shoe Factory Road is not a freight yard. The current single-track configuration results in trains having to wait on the Shoe Factory Road siding for passing trains to go by. With the increased number of commuter passenger trains, which have dispatching priority, this can cause significant back up and delays of freight trains. The proposed project will improve train movement and fluidity and will decrease the idling of trains near the Shoe Factory Road Crossing. With the new track, trains will no longer have to wait for extended periods at this location for trains to pass before they resume movement.

Comment 3: Commenter complained about using the Shoe Factory Road siding as a crew change location and asked why other locations, such as Munger or Kirk Yard, could not be used to change crews.

Response: Train crews are federally mandated or allotted 12 hours of on duty time. Once the crew comes on duty at a defined time, federal law requires they stop their trains after 12 hours have expired.

In order for that process to take place, crew changing has to occur in an area where two tracks exist such that all other train traffic can continue to operate around the stopped train.

Due to the complexities of the Leithton Subdivision (i.e. cross passenger traffic outside the control of CN), trains are not always able to advance to their final destination within those 12 hours, resulting in crew changes at locations not always beneficial or convenient to CN and/or the surrounding public. Insofar as

the Project will reduce delays to traffic on the Leighton Subdivision, more trains should be able to make it to more favorable crew change locations than before.

Comment 4: Homeowner complained that the rail line is used as a “freight yard,” that stopped and idling trains are aggravating and destroying the economic value of his community.

Response: The siding at Shoe Factory Road is not a freight yard. The current single-track configuration results in trains having to wait on the Shoe Factory Road siding for passing trains to go by. With the increased number of commuter passenger trains, which have dispatching priority, this can cause significant back up and delays of freight trains. The proposed project will improve train movement and fluidity and will decrease the idling of trains near the Shoe Factory Road Crossing. With the proposed new track, trains will no longer have to wait for extended periods at this location for trains to pass before they can resume movement.

Comment 5: Was there a requirement to give notice of this project to homeowners along the tracks through the permitting process and/or the US Army Corps? Many of our neighbors did not receive notices.

Response: The U.S. Army Corps of Engineers (USACE) Chicago Regulatory Program Regulations, as published in the Federal Register at 33 CFR Parts 325.3(d), requires that Public Notices be sent to adjoining property owners. “Adjoining” is defined as “side by side; having a common point; or sharing a boundary.” Prior to the Public Notice being issued, the USACE approved a map and list of addresses and adjoining properties on January 28, 2019. CN provided notice to all addresses on the lists.

Comment 6: On the current 4.27 mile single track of the old EJ & E, does CN own the land? Are there any easements? What are your current duties and responsibilities under any current easements?

Response: There are no relevant easements. Canadian National (CN) railroad owns the entire existing railroad right-of-way within the proposed 4.27-mile project corridor.

Comment 7: Do any of your plans for 2nd track go outside your current land or easement? Are you encroaching on other land- either private property or forest preserve land? Do you have to use eminent domain in your plans?

Response: No permanent impacts outside of the existing right-of-way are required for the project. The proposed embankment, track and structures can be built entirely within the existing ROW. No encroachments onto private land or Forest Preserve District property is required to construct this project. Eminent domain is not applicable to this project since the project can be constructed entirely on CN owned railroad right-of-way. If the selected contractor chooses to acquire temporary easements for construction access, they would approach landowners on a case-by-case basis and negotiate access.

Comment 8: There is a bridge over Golf Rd/IL-58 that is currently a single track, what are the plan for that expansion and what approvals do you need from the Cook County Zoning board or IDOT?

Response: There is a proposed second structure over Golf Road. This will be an independent, parallel structure to the existing bridge. It will be a similar structure type to the existing, and will maintain the existing horizontal and vertical clearances of the existing bridge. CN has been coordinating with IDOT for the construction of the second bridge. No approval with the Cook County Zoning Board is required.

Comment 9: What about the Trestle by Poplar Creek, it is a single track as well, what are your plans and who needs to approve it? Are there other approvals you need to seek as part of your plans?

Response: There is a proposed second structure over Golf Road. This will be an independent, parallel structure to the existing bridge. It will be a similar structure type to the existing, and maintain the existing horizontal and vertical clearances of the existing bridge. CN has been coordinating with IDOT for the construction of the second bridge. No approval with the Cook County Zoning Board is required.

Comment 10: Commenter asked about cargo carried by CN trains, the risk of derailment, and general changes to safety risks.

Response: Responses to these topics are provided in the Alternatives Analysis in Appendix III, particularly regarding PTC that is in place for this corridor. Responses to USACE Comments 11, 12, 22, and 23 above also provide information pertaining to this comment.

Comment 11: Commenter asked how CN is addressing the increased safety risks?

Response: Responses to these topics are provided in the Alternatives Analysis in Appendix III of this comment response letter, particularly regarding PTC that is in place for this corridor. Responses to USACE Comments 11, 12, 22, and 23 above also provide information pertaining to this comment.

Comment 12: Commenter complained about vibration from existing traffic and asked whether vibration analysis and additional sound testing were performed.

Response: Responses to USACE Comments 6 and 13 provide information pertaining to this comment.

Comment 13: Commenter noted issues with drainage from the existing siding, and asked about plans to address issues raised in a letter from Mayor McLeod. Commenter also asked about drainage and flooding requirements related to the new track.

Response: Responses to USACE Comments 18, 19, and 20 above provide information pertaining to this comment.

Comment 14: The Poplar Creek Forest Preserve is just starting to come back to life, there are many new animals such as owls and flying squirrels that have come back to this area. The Max McGraw Wildlife Foundation is doing a lot of studies as well each day. We have submitted documentation to the US Army Corps and enclosed in your packet is a US Department of the Interior Fish and Wildlife Service Report that outlines threatened and endangered species in the area. With Commissioner Morrison's representative here in the room, please explain how this will be addressed?

Response: The State and Federal regulatory authorities for threatened and/or endangered species are the Illinois Department of Natural Resources (IDNR) and the U.S. Fish & Wildlife Service (USFWS), respectively. On August 19, 2019, the IDNR terminated consultation regarding State threatened/endangered species. The USACE is coordinating a "No Adverse Effect Determination" with the USFWS as it relates to Federal threatened/endangered species. Based on this information and consultation with the required agencies, the project will have no adverse effect on State or Federal threatened and/or endangered species.

Comment 15: What other alternatives were analyzed for a second rail that would have less impact on homeowners and the forest preserve?

Response: Appendix III contains a detailed Alternatives Analysis as required by the USACE.

Comment 16: Commenter asked about the specific limitations that currently prevent the "uninterrupted flow of freight traffic by allowing north and southbound train[s] to pass freely without stopping or slowing" from occurring.

Response: Appendix III contains a detailed Alternatives Analysis as required by the USACE. The information in the Alternatives Analysis and in subsequent responses throughout this comment letter address this topic.

Comment 17: Commenter provided a specific instance of two opposing trains passing each other on the existing siding, noted that the train using the siding was stopped for 3 minutes, and questioned whether the purpose of the project is only to save 3 minutes of freight delay.

Response: Responses to USACE Comments 1 and 2 above and the Alternatives Analysis in Appendix III provide information pertaining to this comment.

Comment 18: A commenter described CN's reporting requirements as imposed by the Surface Transportation Board during its oversight of CN's acquisition of the EJ&E rail line and its Automated Crossing System ("ACS") then requested completion of a spreadsheet to identify each time a train entered and exited the existing siding during calendar year 2018 and the month of March 2019.

Response: CN has already provided all data requested by the USACE. The ACS referenced by the commenter is designed to expedite the movement of emergency vehicles. It was not intended for the generation of data related to train movements.

Comment 19: Who are the Professional Engineers associated with this project? Does V3 Companies provide the engineering for this project? Do they have engineers with the PE accreditation associated with this project? I see on the engineering drawing - CN Southern Region - drawn by DCB and checked by MTG. Are they professional engineers? To what organization do they belong?

Response: CN project engineers and HDR, Inc. are the project engineers for the design of this project and possess the required credentials for engineering design. V3 is the natural resources consultant on the project design team.

Comment 20: Canadian National Railway has a 198mile stretch of railway that they acquired from E, J and E Railway; what other locations could meet the stated goals of the project?

Response: Appendix III contains a detailed Alternatives Analysis as required by the USACE. The information in the Alternatives Analysis and in subsequent responses throughout this comment letter address this topic.

Comment 21: Commenter questioned whether other locations on the Leithton Subdivision could meet the purpose and need of the project, asked about other locations that were evaluated, and the limitations that caused those other locations to be unacceptable.

Response: Appendix III contains a detailed Alternatives Analysis as required by the USACE. The information in the Alternatives Analysis and in subsequent responses throughout this comment letter address this topic.

Comment 22: Commenter listed five locations and asked for each to be evaluated as an alternative for the project's goals, and to describe why each location did not meet the project's goals.

Response: Appendix III contains a detailed Alternatives Analysis as required by the USACE. The information in the Alternatives Analysis and in subsequent responses throughout this comment letter address this topic.

Comment 23: Commenter asked about vibration mitigation techniques that will be used.

Response: Response to USACE Comment 13 above provides information pertaining to this comment.

Comment 24: Commenter claimed that engineering drawings "show the destruction of natural vibration mitigation measures" and asserted that nearby homeowners could expect to incur structural damage over time. Commenter asked whether CN would set up a process for resolving property damage claims.

Response: Responses to USACE Comments 8, 11, 12 and 13 above provide information pertaining to this comment.

Provided below is a summary of the 105 letters and emails provided from residents submitted in response to the public notice, including five different form letters/emails. A total of 172 form letters or emails were submitted in the five different formats. All of the comments from these letters and emails are addressed in the responses above.

- Individual Residents Letters or Emails (45 letters, 60 emails)
- Local Residents Form Letter 1 (40 letters, 2 emails, 42 total)
- Local Residents Form Letter 2 (7 letter, 3 emails, 10 total)
- Local Residents Form Letter 3 (15 letters, 50 emails, 65 total)
- Local Resident Form Letter 4 (22 letters, 32 emails, 54 total)
- Local Residents Form Letter 5 (1 letter signed by a number of residents)

We look forward to further discussion with your office regarding these comments. Please contact Scott at 630-729-6285 or sbrejcha@v3co.com or Ms. Kari Harris at 708-332-4543 to arrange for any further discussion.

Sincerely,
V3 Companies



Scott Brejcha, PWS
Wetland Group Leader, Natural Resources



Thomas E. Slowinski, PWS
Technical Director, Wetlands & Ecology

CC: Congressman Raja Krishnamoorthi
Loren C. Harris, Office of U.S. Senator Tammy Duckworth
U.S. Senator Dick Durbin
William McLeod, Village President, Village of Hoffman Estates
Hanover Township
Wisconsin Central Ltd., Kari Harris
Illinois EPA