



# BLUE RIDGE DISPATCHER

Vol. 22

December 2015

No. 12



Skip Hansberry will present a delightful and memorable show at the December meeting of the Blue Ridge Chapter, NRHS. It's entitled "Rail Photos You Can't Repeat". A more detailed description of his show is on Page 2. Here are a few images to whet your appetite. Western Maryland F-7 #231 leads a pair F-7B's and a Chessie GP-9 into the curve near Montrose, West Virginia in June, 1975. Ann Arbor GP-35 #391 is southbound near the Michigan/Ohio border on 9/11/1981, twenty years before the day became famous. N&W GP-18 #953 and ex-NKP GP-9 #2523 ease the once-a-week Abingdon local into West Jefferson, N.C. in August, 1975.

**Wednesday, December 9, 2015. 6:00 p.m.**  
**Charley's Restaurant**  
**707 Graves Mill Rd. Lynchburg, VA**



OFFICIAL PUBLICATION OF THE BLUE RIDGE CHAPTER  
NATIONAL RAILWAY HISTORICAL SOCIETY  
Lynchburg, Virginia



**DECEMBER PROGRAM DESCRIPTION.** The theme of the December program is “Rail Photos You Can’t Repeat”. In some instances the corporate entity has disappeared; in others the paint scheme has changed or the class of engine has been retired. In the most extreme cases the rails have been removed.

As I sorted through the slides I was amazed at how many “fallen flags” I had recorded. In fact I began to see how many distinct liveries I could include. At last count it was over forty, so there should be something to please almost everyone.

I would consider a few of these to be among my all-time favorite images. Many are rather “ho-hum” photographically, but evoke great memories I’d like to share with you. Still others could only be considered photographic failures, but after all these years, perhaps we can get a laugh out of them. A number of the slides, particularly the non-Kodachromes, are beginning to deteriorate. In the past I would have avoided these, but my philosophy has evolved to “let’s enjoy them before they get any worse”.

**DISCLOSURE:** A number of these images have been shown many years ago. There has been enough turnover in our organization that they should be “new” to most of you. If you are old enough to have seen them thirty years ago, then I figure you are old enough to have forgotten them by now.

I am well aware of the time constraints December places on most of us. If we can get through the business meeting with no slow orders, I would expect to have you on your way home around 8:45 p.m. + -. So grab an “other”, significant or otherwise, and come join us for our December get-together. I look forward to seeing you there to share these experiences.

- Skip “Groundhog” Hansberry

### **Get Well List – December 2015.**

Please keep these two Blue Ridge Chapter members and two valuable friends and former members of the BRC in your thoughts and prayers.

Dale Diacont: BRC Secretary, Recovering from kidney stone related surgery at his home. 220 Chantilly Drive, Waynesboro, Va. 22980. Please also keep Dale’s wife Audrey in your prayers due to the recent passing of her Dad in Newport News, Va.

Tex. Carter: BRC member, Recovering from hip surgery at The Carrington, 2406 Atherholt Road, Lynchburg, Va. 24501. Room 308. Cell Phone: 434-485-9560.

Chuck Hladik: Friend of the Chapter and former member. Currently in rehab at the VA Hospital, Salem, Va. Cell Phone: 434-941-7456.

Garland Gay: Friend of the Chapter and former member in rehab at Westminster-Canterbury in Lynchburg.

I called Tex and Chuck today. They would love to hear from you. Visitors are also welcome. Rick Johnson also spoke with Tex today by phone.

Get well soon guys!

- Norris Deyerle

### **611 Steam Locomotive headed back to the shop for more work By Jenna Zibton - Virginia Today Anchor**

ROANOKE (WSLS 10) – An update on the 611 Steam Engine. It’s going back into the shop in January 2016 for new wheels. The Virginia Transportation Museum says they hope to have more excursions next year but have not heard from Norfolk Southern yet. For the 611 to run properly it needs new axles and bearings. The repairs come at a cost of \$200,000. Museum Executive Director Bev Fitzpatrick says the damage is from years of steel on steel not just the trips over the summer. The new wheels will mean it can run for many years.

The Norfolk and Western Class J 611 steam passenger locomotive made a historic return to the rails over the summer. Following two decades spent in retired silence, the 65-year-old engine’s restoration and triumphant return resulted in an estimated \$4.5 to \$7 million of total economic impact in the Virginia communities she visited, with excursion passengers in Roanoke alone accounting for an estimated \$549,300 of outside money spent in Roanoke in 2015.

**Blue Ridge Chapter, NRHS**  
**Minutes of Meeting – November 11, 2015**

President Rick Johnson called the meeting to order at Charley's Restaurant at 7:30 p.m. and welcomed 25 members and four guests: Donna Duval, Fred Mayer, Chris Beard and John Gardner. Total of 29 in attendance. Fred Mayer rejoined the Chapter for 2016. The minutes of the October meeting were approved as published in the "Blue Ridge Dispatcher".

**Treasurer's Report:** John Tanner: John did not have an accurate report for October or November. At the upcoming December meeting John will give us an updated October report along with the November and December reports. That will bring us up to date for 2015.

**Old Business:** Altavista BRC Christmas Banquet – Norris is taking up money for it tonight. Cost is \$15.00 per person. Reservations are required.

**New Business:** Rick thanked all of the current officers that ran for reelection for 2016. Rick thanked Dale Diacont for his service to the Chapter as Secretary for 2015. He requested that Norris Deyerle record the minutes of tonight's meeting in Dale's absence. Rick thanked Norris for running for the BRC Secretary's position for 2016. Norris was elected to the position. Chapter Secretary Dale Diacont has returned home after a stay in the hospital. Dale will have kidney stone surgery at a future date. Chapter Vice President Gale McKinley's mother passed away. Lou Revelle reported that Chapter member Tex Carter fell and injured his hip. Rick asked everyone to keep these members in their thoughts and prayers. Lou will be conducting the upcoming F&P Railroad field trip between Rock Mount, Va. and Gretna, Va. that Tex was going to head up. Lou also announced that effective January 1, 2016, he will be the new manager of the Campbell County Historical Society and Courthouse Museum in the old circa 1848 court house in Rustburg, Va. Lou requested that members of the BRC help with the setup up a local railroad room. The museum will need docents when it reopens in March, 2016. Rick Johnson will be accepting local BRC, NRHS dues after the business meeting and presentation. They are \$13.00 per person. He reminded everyone of the annual Kemper Street Station Holiday Gathering on Saturday December 19, 2015. Rick also asked that anyone interested in signing up to present a program to please get with him. Rick will be mailing a letter to the VMT regarding our recent member approval of a donation along with a check for the continuing FireUp611 Campaign. Robin Shavers handed out fliers of the upcoming High Bridge Railroad Club 19<sup>th</sup>. Annual Open House model train display in Farmville, Va. Ed Fielding announced the upcoming Buckingham Branch Railroad Santa Claus Train rides out of Dillwyn, Va. sponsored by the Old Dominion Chapter, NRHS. Car Hosts and other helpers are needed.

**Blue Ridge Chapter, NRHS Chairman of Virginia's Rail Heritage Region Partners:** Norris Deyerle – No Report

**Blue Ridge Chapter, NRHS National Representative:** Bob Leslie, Bob asked us to read his full report on his recent trip to the NRHS Fall Conference in Utica, NY. Out of approximately 140 NRHS chapters only around 30 chapters were represented at the conference. Rick thanked Bob for attending and representing the BRC.

**Webmaster Report:** John Siegle- No Report

**Editor's Report:** Garland Harper – No Report, Rick Thanked Garland for his work on the November edition of the "Blue Ridge Dispatcher" newsletter.

Rick reminded everyone that there will be no "Fun Meeting" on November 25<sup>th</sup>. due to the Thanksgiving Holiday. Skip Hansberry will be presenting our December show.

The business meeting was adjourned at 7:50 pm.

**50/50 Raffle:** Won by Derek Wimberly, who split the proceeds with the Chapter.

Wayland Moore presented a slide show featuring slides from the late and great BRC member Dick Myers.

Respectfully submitted, Norris Deyerle, Acting Secretary

**Blue Ridge Chapter, NRHS 2015/2016 Calendar of Events**  
**57<sup>th</sup>/58<sup>th</sup> Anniversary of the Blue Ridge Chapter**  
**A Virginia's Rail Heritage Region Partner**  
**Compiled by Norris Deyerle, BRC, NRHS, Chairman of Virginia's Rail Heritage Region Partners**  
**Newly updated or added events since last month printed in "Bold Italics".**

Notice: I urge our friends with the other railway historical groups and museums to take advantage of [www.trainfinder.com](http://www.trainfinder.com), [www.trains.com](http://www.trains.com) or <http://www.modelshopsusa.com/form/event>. There is no cost to promote your train show on these websites. It's simple to add your event to their websites and your event approval is fast and efficient. These are websites that will help us all get the word out about our events!

Are you interested in learning more about the historic Norfolk & Western Railway "High Bridge" in Farmville, Va.? Please check out the following links for more info:

Friends of High Bridge Trail: <https://sites.google.com/site/friendsofhighbridgetrail/>

High Bridge Trail State Park: [http://www.dcr.virginia.gov/state\\_parks/hig.shtml](http://www.dcr.virginia.gov/state_parks/hig.shtml)

<http://www.virginia.org/Listings/OutdoorsAndSports/HighBridgeTrailStatePark/>

Historical USGS Topographical Maps: A great research tool for locating abandoned railroad lines, etc.

<http://nationalmap.gov/historical/>

Virginia Department of Rail and Public Transportation – Free Official State of Virginia Railroad Map, 600 East Main Street, Richmond, Va. 23219. Phone: 804-786-4440. [www.drpt.virginia.gov](http://www.drpt.virginia.gov)

Tennessee Valley Railroad/Norfolk Southern 21st Century Steam Train Excursion Schedule Info:

<http://www.tvrail.com/pages/21st-century-steam> Note: Find more railroad related info on other websites at the end of this Calendar of Events.

#### **DECEMBER 2015**

Now through 1-10-16 {Sunday} Bevell's Hardware famous Christmas Holiday O-Scale Model Train Display, 18' X 56'! It's simply spectacular! Take the family for a short ride to Blackstone, Va. Admission is FREE! For more info including directions to the store, times of operation and days open please go to [www.bevellshardware.com/traindisplay.aspx](http://www.bevellshardware.com/traindisplay.aspx)

Now through 1-11-16 {Monday}: Lewis Ginter Gardenfest of Lights, visit their website for ticket prices and more info. Operating model train layout. Open nightly 5:00 – 10:00 pm. Closed Dec. 24 & 25, 2015. Info: [www.lewisginter.org/visit/dominion-gardenfest-of-lights](http://www.lewisginter.org/visit/dominion-gardenfest-of-lights), Courtesy of Tom Riddle

**12-09-15: {Wednesday} BRC Monthly Meeting, Presentation by Skip "Groundhog" Hansberry, Program titled "Rail Photos You Can't Repeat". You will find a more complete program description elsewhere in this newsletter. Please plan to attend and bring a friend. I promise it will be like taking a train ride down memory lane!**

**12-12 & 19-15: {Saturdays} High Bridge Railroad Club, 19<sup>th</sup>. Annual Holiday Open House, Model Trains Galore! 106 Fourth Street, Farmville, Va. Corner of Main Street and 4<sup>th</sup>. Street. In the basement of the Downtown Stage, Information on the Web: [sites.google.com/site/HBRRClub](https://sites.google.com/site/HBRRClub) Submitted by Robin Shavers**

**12-19-15: {Saturday} Annual BRC Kemper Street Station "Holiday Gathering", Please wait to arrive after the Regional Amtrak train has arrived and discharged its passengers. This should be around 9:00 pm. Please park on the upper Amtrak parking lot if you are able to. Handicapped parking may be available on the lower level. Parking spaces need to be available for Amtrak Train #19 that arrives around 10:00 pm. You are requested to bring finger foods and munchies to share with other BRC members and Amtrak passengers. Pizza, cookies, sodas and ice with cups are welcomed. No alcoholic beverages allowed. The party usually ends before 11:00 pm or once Amtrak Train #19 leaves. Guests and family members are more than welcome! This has been one of our most well-attended Chapter functions for many years! Hope to see you there!**

#### **JANUARY 2016**

**01-13-16: {Wednesday} BRC, NRHS Regular Monthly Meeting, Tom Dixon Presentation "C&O/B&O 1967-1972"**

**01-03-10-17-24 & 31-16 { All Sundays in January} Historic Antietam Station, Hagerstown Model Railroad Museum, Open House, Model trains and new museum displays, Free admission, donations welcomed, Hours: 1:00 - 5:00 pm. 17230 Shepherdstown Pike, Sharpsburg, MD 21782 More information, email: [Antietam.station@verizon.net](mailto:Antietam.station@verizon.net), Web: [www.antietamstation.com](http://www.antietamstation.com). Voice Mail: 301-800-9829**

**01-17-16: {Saturday} Virginia Train Collectors Nansemond-Suffolk Academy Toy Train and Collectible Show, Times 9:00 am to 2:00 pm. Admission \$6.00. Spouses and children 12 and under {with adult} admitted free. Nansemond-Suffolk Academy, 3372 Pruden Boulevard {Route 460}, Suffolk, Va. 23434. This is a very well attended and long running train show. Please mark your calendar for this date. Info: Russell Youens, 804-342-6023, email [jryouens@verizon.net](mailto:jryouens@verizon.net).**

**01-27-16: {Wednesday} BRC, NRHS "Fun Meeting"**

#### **FEBRUARY 2016**

**02-10-16: {Wednesday} BRC, NRHS Regular Monthly Meeting - Derek Wimberly Presentation**

#### **MARCH 2016**

**03-09-16: {Wednesday} BRC, NRHS Regular Monthly Meeting**

**03-23-16: {Wednesday} BRC, NRHS "Fun Meeting" Steve Hutchison Presentation**

#### **APRIL 2016**

**04-13-16: {Wednesday} BRC, NRHS Regular Monthly Meeting – Wayland Moore Presentation**

**MAY 2016**

05-11-16: {Wednesday} BRC, NRHS Regular Monthly Meeting – Kurt Reisweber Presentation  
05-25-16: {Wednesday} BRC, NRHS “Fun Meeting” – Robin Shavers Presentation

**JUNE 2016**

06-8-16: {Wednesday} BRC, NRHS Regular Monthly Meeting

**JULY 2016**

07-13-16: {Wednesday} BRC, NRHS Regular Monthly Meeting  
07-27-16: {Wednesday} BRC, NRHS “Fun Meeting”

**AUGUST 2016**

08-10-16: {Wednesday} BRC, NRHS Regular Monthly Meeting  
08-13-16: {Saturday} Lynchburg Rail Day 2016 presented by the Blue Ridge Chapter, NRHS

**SEPTEMBER 2016**

09-14-16: {Wednesday} BRC, NRHS Regular Monthly Meeting  
09-28-16: {Wednesday} BRC, NRHS “Fun Meeting”

**OCTOBER 2016**

10-12-16: {Wednesday} BRC, NRHS Regular Monthly Meeting – Kurt Reisweber Presentation

**NOVEMBER 2016**

11-09-16: {Wednesday} BRC, NRHS Regular Monthly Meeting – Wayland Moore Presentation  
11-23-16: {Wednesday} ALERT! NO BRC, NRHS “FUN MEETING” DUE TO THE THANKSGIVING HOLIDAY

**DECEMBER 2016**

12-03-16: {Saturday} BRC, NRHS Annual Christmas Banquet  
12-14-16: {Wednesday} BRC, NRHS Regular Monthly Meeting  
12-17-16: {Saturday} BRC, NRHS Kemper Street Station Holiday Gathering

**“Lynchburg Rail Day 2016”, Saturday, August 13, 2016.**

Blue Ridge Chapter, NRHS Website: [www.blueridgenrhs.org](http://www.blueridgenrhs.org)

Rail Cam Suggested Viewing by Lee Hawkins: [www.railserve.com](http://www.railserve.com) has been on my suggested list for some time but BRC member Lee Hawkins noticed that a new location has been added. Log on to <http://www.railserve.com/RailCams/> You will see the Thomasville, NC rail cam located in downtown Thomasville, NC right on the Southern {NS} mainline.

**Model Railroading:**

High Bridge Railroad Club, Farmville, Va. Info: [www.sites.google.com/site/hbrrclub](http://www.sites.google.com/site/hbrrclub)

**Modern Day Railroading:**

Norfolk Southern and CSX Locomotives – The Diesel Shop, NS and CSX Loco rosters with professional quality photographs. The NS site includes NS Heritage locomotives. <http://www.thedieselshop.us/NS.HTML> &

<http://www.thedieselshop.us/CSX.HTML>

**“Fallen Flag” railroad of local interest:**

Franklin & Pittsylvania Railroad, The old “fast and perfect” railroad that ran between Gretna and Rocky Mount, Va.:

<http://www.fandprailroad.org>

Locomotive Search Tool And Railroad Photos Link: [www.railbaron.rpicturearchives.net](http://www.railbaron.rpicturearchives.net)

Railroad Related Events Information: Visit: [www.varailheritage.org](http://www.varailheritage.org), [www.vmt.org](http://www.vmt.org), [www.linkmuseum.org](http://www.linkmuseum.org), [www.nctrans.org](http://www.nctrans.org), [www.RoanokeNRHS.org](http://www.RoanokeNRHS.org), <http://nrhsvirginia.blogspot.com>, [www.dcnrhs.org](http://www.dcnrhs.org), [www.odcnrhs.org](http://www.odcnrhs.org), [www.nwhs.org](http://www.nwhs.org), [www.cohs.org](http://www.cohs.org), [www.csxthsociety.org](http://www.csxthsociety.org), [www.thecrhs.org](http://www.thecrhs.org), [www.theruralretreatdepot.com](http://www.theruralretreatdepot.com), [www.srha.org](http://www.srha.org), [www.rfandp.org](http://www.rfandp.org), [www.vatraincollectors.com](http://www.vatraincollectors.com), [www.traincollectors.org](http://www.traincollectors.org), [www.railroadcollectors.org](http://www.railroadcollectors.org), [www.nhvry.org](http://www.nhvry.org), [www.norfolksouthernrhs.org](http://www.norfolksouthernrhs.org), [www.RailServe.com](http://www.RailServe.com), [www.gsmr.com](http://www.gsmr.com), [www.trains.com](http://www.trains.com), [www.TrainFinder.com](http://www.TrainFinder.com), [www.gserr.com](http://www.gserr.com), [www.wghshow.com](http://www.wghshow.com), [www.drpt.virginia.gov](http://www.drpt.virginia.gov), [www.crewerailroadmuseum.org](http://www.crewerailroadmuseum.org)

Norfolk Southern/TVRM Steam Excursion Website: <http://www.21stcenturysteam.com> OR

<http://www.tvrail.com/pages/21st-century-steam>

Steam Train Events in the United States and Canada: [www.diary.svsfilm.com](http://www.diary.svsfilm.com)

Steam Locomotive Locations: [www.steamlocomotive.com](http://www.steamlocomotive.com)

Railroad Historical Information and Related Photos: [www.hawkinsrails.net](http://www.hawkinsrails.net)

Railroad Photos: [www.railsinvirginia.com](http://www.railsinvirginia.com), [www.railfirephotography.com](http://www.railfirephotography.com)

Key Lock & Lantern Railroad History and Preservation Organization, [www.klnl.org](http://www.klnl.org)

Danville & Western Ry. Website: Railway operated in Southwestern Virginia between Danville and Stuart.

<http://southern-railway.railfan.net/dw/>

Trains & Travel International: [www.traintrips.biz](http://www.traintrips.biz)

Additional links to other NRHS Chapters, Railroad Historical Societies and Museums available at

[www.blueridgenrhs.org](http://www.blueridgenrhs.org)

Virginia Museum Of Transportation Rail Cam: <http://www.nwhs.org/cam/vmt>

Roanoke, Va. Rail Cam: <http://128.173.197.94:443/RRCmov>

### The end of the line for Union Station in Lynchburg.

It's too bad this event wasn't recalled this time last year, the fiftieth anniversary, but, better late than never. Lee Hawkins recorded the last train departure from Union Station at the foot of Ninth Street in downtown Lynchburg and the first arrival at the new facility at the end of Woodall Rd. The date was December 30, 1964.

At one time all three of Lynchburg's railroads served Union Station. Southern Ry. trains stopped stopping here in October, 1931. C&O service ended in April, 1957.



Train 25, the Powhatan Arrow, making its stop in downtown Lynchburg. Williams Viaduct and X Tower visible, too.



Train 25 departs Union Station. The last train to stop here.



Train 4, the Pocahontas, arrives at the new Woodall Rd. facility.



The crew of #4 at Woodall Rd.

**Lee Hawkins remembers...** On this page is documented the end of Union Station operations in downtown Lynchburg and the start-up of N&W's passenger operation out of the station built at the end of Woodall Rd. 51 years ago this month. Dec. 30, 1964.

On the next page is the local paper's account of the changeover.

# N&W Begins Operations At New \$122,000 Depot

The new \$122,000 passenger-freight station off Candler's Mountain Road was put into service Wednesday by the Norfolk & Western Railway and at the same time it closed its old station at the foot of Ninth Street.

No official ceremony marked the opening of the new station as it is not yet fully completed but the first passenger train to stop there was No. 4 east-bound, which arrived at 12:26 p.m.

The first west-bound passenger train to stop at the new station, which is located on the south side of Fort Hill Memorial Park between Fort Avenue and U.S. Rt. 29-A bypass, was No. 3 at 5:30 p.m. Wednesday.

N&W train No. 25, the Powhatan Arrow, was the last passenger train to stop at the old passenger station here. It was headed west and passed through Lynchburg about 9:30 a.m. Wednesday.

The old passenger station at the foot of Ninth Street was built in 1890 and remodeled in the 1940s. It had long been considered by N&W officials as too large and too costly to maintain as well as outmoded.

A railway spokesman said trains 17, 18, 41, 42, 45, and 46 operating between Washington, Bristol and southern points will continue to stop only at the Kemper Street Station of Southern Railway. All other N&W passenger trains will stop at the new station.

The new station is reached by a recently completed access road built by the City of Lynch-

burg off Candler's Mountain Road. Known as Woodall Road, the new roadway cost approximately \$75,000, including all items of paving, drainage, surfacing and clearing.

Contractor for the new station is J. Walker Caldwell, Inc., of Roanoke. Bids for the structure were opened in Roanoke in August and work was started later that same month.

The new station, which concentrates all of N&W's services here under one roof, is a completely modern structure of glass, steel and concrete, with

a portion of it being of pre-fabricated construction.

It is 117 feet by 46 feet and is located within the "Y" created by N&W's belt line and the connecting track to Southern Railway's main line at nearby Mountview.

The interior of the new station has a large waiting room and ticket and baggage counter in the west end of the structure. There are a traffic department, agent's and clerk's offices in the center portion of the building and mail, express and local freight space is located in the eastern end.

Ample paved and lighted parking area is provided. The building faces the N&W belt line.

N&W spokesmen in Roa-

See N&W Pg. 17, Col. 1

Lynchburg News  
December 31, 1964

## N&W

(Continued from Page Eight)

noke, headquarters for the railway, said today by telephone that no plans have been made as yet for the future use of the abandoned passenger station at the foot of Ninth Street.

However, there are indications that the building will either be sold or rented, possibly for warehouse operations.

Some of the tracks at the foot of Ninth Street will continue to be used by the Chesapeake & Ohio Railway for the operation of coal trains and N&W will continue to have a connection with C&O there.

**NORFOLK SOUTHERN BOARD OF DIRECTORS UNANIMOUSLY REJECTS  
UNSOLICITED INDICATION OF INTEREST FROM CANADIAN PACIFIC**

***Canadian Pacific's Indication of Interest is Grossly Inadequate and  
Not in the Best Interests of Norfolk Southern and Its Shareholders***

***Transaction Would Face Substantial Regulatory Risks and Uncertainties Highly Unlikely to Be Overcome***

***Norfolk Southern Confident That Its Strategic Plan Will Deliver Compelling Shareholder Value***

Norfolk, Va., December 4, 2015 – Norfolk Southern Corporation (NYSE: NSC) (“Norfolk Southern” or the “Company”) today announced that its board of directors has unanimously rejected Canadian Pacific’s (TSX:CP)(NYSE:CP) previously announced unsolicited, low-premium, non-binding, highly conditional indication of interest to acquire the Company for \$46.72 in cash and a fixed exchange ratio of 0.348 shares in a new company that would own Canadian Pacific and Norfolk Southern. After a comprehensive review, conducted in consultation with its financial and legal advisors, the Norfolk Southern board concluded that the indication of interest is grossly inadequate, creates substantial regulatory risks and uncertainties that are highly unlikely to be overcome, and is not in the best interest of the Company and its shareholders.

“We believe in our ability to generate greater shareholder value through execution of our strategy – delivering efficient and superior service to build a more profitable franchise based on price and volume growth, implementing efficiency measures, and increasing returns on capital to strengthen our financial performance, all while maintaining our disciplined capital return strategy,” said Chairman, President and CEO James A. Squires. “Norfolk Southern has made growth investments and we expect to realize the benefits of these investments in the years ahead, especially as our intermodal volumes continue to build. Specifically, we expect to achieve an operating ratio below 70 in 2016 with additional improvements over the next five years resulting in increasing ROE and an operating ratio below 65 by 2020. By maximizing our asset utilization, we believe we can achieve double-digit compounded EPS growth over this period. In short, Norfolk Southern is well positioned to deliver compelling value to our shareholders.”

Mr. Squires continued, “There is a high probability that, after years of disruption and expense, the proposed combination would be rejected by the Surface Transportation Board (“STB”). We also believe the STB would reject Canadian Pacific’s proposed voting trust structure, and that there is no certainty that any other voting trust structure would be approved. Even if the proposed combination were ultimately to be cleared, it would be subject to a wide range of onerous conditions that would reduce the value of the stock consideration that has been proposed.”

Mr. Squires concluded, “We believe that Canadian Pacific’s short-term, cut-to-the-bone strategy could cause Norfolk Southern to lose substantial revenues from our service-sensitive customer base. We also believe the proposed transaction risks harm to vital transportation infrastructure and the communities we serve. Any strategy that hurts our customers and the broader community is highly unlikely to receive regulatory approval and is inconsistent with the delivery of shareholder value over the long-term.”

The Norfolk Southern board, composed of 13 directors, 11 of whom are independent, undertook a comprehensive review of the Canadian Pacific proposal. The Norfolk Southern board, in making its determination, considered among other factors:

- **The Canadian Pacific indication of interest substantially undervalues Norfolk Southern**
  - Norfolk Southern, under the direction of its board of directors and a recently appointed Chief Executive Officer, is successfully executing a strategic plan to drive operational improvements. The board is confident that the continued execution of this strategic plan is superior to Canadian Pacific’s grossly inadequate and high-risk proposal.
  - The board believes that Canadian Pacific’s indication of interest is opportunistically timed to take advantage of a Norfolk Southern market valuation that has been adversely affected by a challenging commodity price environment, does not fully reflect infrastructure investments Norfolk Southern has made, and does not incorporate the upside from further improvements anticipated to result from the initiatives that the Company is implementing.
- **Norfolk Southern is successfully executing on its strategy**
  - Norfolk Southern’s management team is successfully executing a number of revenue growth initiatives focused on pricing discipline and growth in merchandise and intermodal market opportunities.
  - Norfolk Southern’s strategic plan is focused on providing superior customer service, continuing the recent improvement in network performance, and implementing efficiency measures, including managing headcount, increasing locomotive productivity, and integrating technological innovations.
  - Norfolk Southern’s strategic plan provides for double-digit compounded EPS growth over the next five years, increasing ROE, and, by 2020, an operating ratio below 65.
  - Norfolk Southern is committed to pursuing a disciplined capital allocation strategy while investing appropriately in its network. Over the past 10 years, since the inception of its share repurchase program, the Company has distributed nearly \$15 billion to shareholders, consisting of an average of approximately \$1 billion in share repurchases per year and a steadily increasing dividend with a 10-year annual compound growth rate of 14%.
- **Transaction would face substantial regulatory risks and uncertainties that are highly unlikely to be overcome**
  - The board believes that the proposed transaction is unlikely to be completed given the substantial regulatory risks. Notably, any transaction must be determined by the STB to both “enhance competition” and be in the “public interest”.
  - Given the extended review process of two years or more and the uncertainty of approval, there would be significant disruption to Norfolk Southern’s business and operations.
  - The Norfolk Southern board also believes that in the event the transaction did close, it would be only after the imposition of substantial regulatory conditions compromising the potential benefits of a combination and reducing the value of the proposed stock consideration.
- **There is no certainty that the STB would approve a voting trust - the voting trust structure proposed by Canadian Pacific is unprecedented and likely would not be approved**
  - Contrary to Canadian Pacific’s claims, a voting trust under which a transaction would close prior to final STB approval of the merger would not protect Norfolk Southern shareholders from regulatory uncertainty. Under STB rules established in 2001, any voting trust would require both a public comment period and approval by the STB based on a finding that the voting trust itself is in the public interest. There is no certainty that the STB would approve use of a voting trust.
  - The voting trust structure proposed by Canadian Pacific is unprecedented, and it is highly likely it would be rejected by the STB because the Canadian Pacific management team would control or be substantially involved in the operations of Norfolk Southern prior to receiving regulatory approval of the proposed merger transaction.
- **The proposed transaction would be detrimental to Norfolk Southern’s customer base and communities**
  - Canadian Pacific’s unilateral open access proposal would undercut the financial performance of the combined entity as well as degrade service and dis-incentivize investment.
  - Any strategy that adversely impacts Norfolk Southern’s service-sensitive customer base and communities is unlikely to receive regulatory approval and is inconsistent with the delivery of shareholder value over the long-term.
- **Canadian Pacific’s synergy targets are overstated and imply significant reduction in investment to maintain service**
  - Canadian Pacific’s overstated synergy targets imply significant reduction to investment and employment levels, which the board believes would harm service levels and would be unacceptable to the STB.
  - Operating synergies are limited because the Canadian Pacific and Norfolk Southern networks serve entirely separate regions and only connect at five points.
  - Any near-term cost savings that might result from applying Canadian Pacific’s short-term focused operating model on Norfolk Southern would be offset by traffic diversions, service deterioration and loss of service-sensitive customers.
  - Open access has been widely documented to produce negative revenue synergies from traffic loss and rate compression while also increasing operating costs.
- **The transaction would not help Chicago congestion issues**
  - As the smallest Class 1 railroad in Chicago, accounting for less than 5% of all Chicago rail traffic, Canadian Pacific’s volumes are too small to impact Chicago rail traffic.
  - The proposed transaction would likely increase Chicago congestion.
  - Less than 15% – or less than one train per day – of current Canadian Pacific-Norfolk Southern connecting traffic can be efficiently rerouted around Chicago.
  - Further, Norfolk Southern believes that the proposed transaction would cause more, not less, traffic congestion in Chicago. We expect Canadian Pacific would increase revenues by converting interline traffic between Norfolk Southern and both BNSF Railway (“BNSF”) and Union Pacific (“UP”) to single-line traffic in the proposed Canadian Pacific-Norfolk Southern system. Much of this Norfolk Southern traffic with BNSF and UP avoids Chicago today. Unlike BNSF and UP, Canadian Pacific does not have efficient Chicago bypass routes, so Canadian Pacific would have to route most of this traffic through Chicago.
  - Not only do the lines of Canadian Pacific and Norfolk Southern not physically connect in Chicago, but neither company’s traffic can be moved to other Canadian Pacific-Norfolk Southern connecting points without all constituencies incurring substantial extra miles, cost and time.



The following is the text of the letter that was sent on December 4, 2015, to Canadian Pacific's Chief Executive Officer, E. Hunter Harrison, and its Chairman of the Board, Andrew F. Reardon.

Mr. E. Hunter Harrison  
Chief Executive Officer, Canadian Pacific  
7550 Ogden Dale Road S.E.  
Calgary, AB T2C 4X9 Canada

Mr. Andrew F. Reardon  
Chairman of the Board, Canadian Pacific

Dear Mr. Reardon and Mr. Harrison:

The board of directors of Norfolk Southern Corporation, in consultation with its financial and legal advisors, has carefully reviewed your letter dated November 9, 2015, that we received on November 17, 2015, regarding a potential acquisition of Norfolk Southern. After a thorough analysis, the board of directors has unanimously determined that the proposed consideration set forth in your letter of \$46.72 in cash plus 0.348 shares in a new company which would own Canadian Pacific and Norfolk Southern is grossly inadequate and substantially undervalues Norfolk Southern. Further, the board determined that the transaction proposed by you gives rise to substantial risks and uncertainties and is not in the best interest of Norfolk Southern and its shareholders.

The risks and uncertainties result from the substantial regulatory hurdles that exist, which are highly unlikely to be overcome. We believe the regulatory review process would take two years or more from now, with a very low likelihood of approval. Even in the unlikely event of approval, Norfolk Southern would be in limbo for this extended period, causing loss of momentum and disruption to our business and operations. In addition, substantial regulatory conditions would be required to win regulatory approval, adversely affecting the value of the combined company and the stock our shareholders would receive.

While you have publicly raised the possibility that a voting trust could be used so a transaction could be closed before full regulatory approval has been obtained, you failed to disclose the fact that any voting trust would require a public comment period and regulatory approval process, with approval based on the STB finding that such a trust is in the public interest. There is no precedent for a voting trust being approved under the new rules adopted in 2001, and there is no certainty that the STB would approve use of a voting trust.

Moreover, the structure you have proposed, under which Canadian Pacific would take control of the management and operations of Norfolk Southern, is unprecedented and has never been approved by the STB. As such, we do not believe that regulators would approve the voting trust structure. In any event, a voting trust structure would not address the uncertain value of the stock our shareholders would receive, as the ultimate value of the combined entity would be impacted in large part by concessions imposed as part of the regulatory review of a transaction.

Beyond not being in the best interests of our shareholders given the regulatory risks and the grossly inadequate value of your proposal, we also believe that the proposed transaction would be detrimental to Norfolk Southern's customer base. We have heard significant concerns from customers regarding a transaction with Canadian Pacific. Further, if Canadian Pacific were to implement its short-term strategy, it would cause Norfolk Southern to lose substantial revenues from our service-sensitive customer base. We also believe the proposed transaction risks harm to vital transportation infrastructure and the communities we serve.

We have seen your public statements regarding a desire to meet. As you know, I was the one who suggested a meeting with you following the incorrect Canadian press reports that we had been discussing a transaction. When we met you suggested the possibility of a further meeting, while acknowledging that the discussion might not be confidential; subsequently, I agreed to a meeting if you and Bill Ackman, the Principal of Pershing Square, a Canadian Pacific board member, and a controlling shareholder, entered into a customary confidentiality agreement, which you refused to do. The fact is that not only did we already meet, but I also offered you several opportunities to provide additional information to our board for it to consider in reviewing the transaction you proposed – you did not provide additional information. In light of the grossly inadequate terms you proposed, and the regulatory risks to both the approval of the transaction and the ultimate value of a combined entity, we do not believe that there is any basis to meet.

Our board of directors and management team are committed to continuing to act in the best interests of Norfolk Southern and its shareholders. Norfolk Southern is executing on its strategic plan to implement operational improvements, which the board believes will enhance value for all shareholders. Our board does not believe that the transaction you proposed reflects the value inherent in Norfolk Southern and the benefits of our strategic plan. Accordingly, the board has unanimously rejected your proposed transaction.

Sincerely,  
Jim Squires

Too cute for words. Here is a Christmas quiz for all of you. Can you identify the lad sitting on Santa's lap? He is alive and among us today and is a Blue Ridge Chapter member in good standing. Answer is hidden elsewhere in this newsletter.



## The last run: CSX engineer describes final ride through McDowell

Many of you know that CSX abruptly closed down Erwin Yard near Johnson City, TN, and much of the former Clinchfield line several weeks ago due to a continued downturn in coal traffic, laying off over 300 workers. Here is one employee's account of his last run on the old C.C.&O.



Clinchfield power at Elkhorn City, KY. (G. Harper)



Clinchfield caboose lettered C. C. & O. near Dante, VA. (G. Harper)

Last night and into this early morning has been bittersweet. I want to keep this moment, this memory, for as long as I can, so I have chosen to document it here. It's 4 a.m. and I have just completed my last run out of Erwin on APBR A202 pool turn on CSX's former Clinchfield Route.

When all this came about with the closure of Erwin Yard, I was heading into my off days Wednesday and Thursday. The last trains out of Erwin had pretty much come and gone by the time I marked back up Friday at 00:01. It seemed my run was over on my beloved southend pool turn. I even noted on another post that, "If only I had known my last trip was my last trip, I would have savored it a bit more"... I called the yard office yesterday afternoon to see if there was anything else to go, maybe I could get just one more.

The yardmaster told me, "I'm sorry Joe, but there is not." So that's it. I am first out, and it's over. I picked up my daughters from school, head home and resort back to staring into the void... My natural state for the last few days.

Then the phone rang at 15:30, it was the crew caller calling me for a relief job to relieve Q69615 at 17:30. I was to taxi to Marion and take the train to Bostic. This was it, this is my last run. I got it. A short run, but a good one. Thank God. I show up at the yard office where there were a few guys coming in from their last run, others just came in to see who was there. The general conversation was asking what the other's were thinking about doing, "Where you going, Nashville? Birmingham?"

"Etowah? Tampa?," Followed by the "It's been good working with you," then the handshakes, the hugs, the misty eyes, the turns and walks away. Same as it has been down here for the last few days.

My conductor and I finally loaded up our taxi with our grips and orders and headed to Marion. He's a fine man, a guy I went to school with who is also an engineer that has been cut back to conductor in recent months. He jumped in the front seat, and I got in the back.

That's the way it is. I am sure there is a story as to why, but if I have been told the story, I have since forgotten it. The conductor sits in the front seat, the engineer in the back, always, that's just the way it is... There was some small talk, about where he might go, the kids, where would be the best place for the kids, and schools. But mostly quiet, a bit somber.

We arrived at Marion where we relieved a seasoned crew, both were engineers, one a few spots behind me in seniority the other cut back to conductor. There was the typical chit chat you get when you relieve a crew, but this time it lingered a little more with finally, handshakes, firm hugs, keep in touch, and the it will be alrights...

My conductor and I loaded up, contacted the dispatcher and started on our way. It was extremely sentimental to me. Not knowing what the future holds, this is my chance to savor the run. I ignored the Automatic mode (trip optimizer) and chose to run this train manual, like I was trained to do years ago by men who were considered giants of the Clinchfield. We tore out of Marion with four locomotives (two of them dead in tow) and 7,400 tons of mixed time freight. I pulled them through Jacktown then I started to throttle off and set up the dynamics to hold us back down the hill to Prison Curve. Come back on the throttle a couple of notches, then back off to dynamic to get us through the dip at Muddy Creek, where you come off of them again and get back in the throttle. All while maintaining 45 mph. This is where he shared with me, "The fastest I have ever been on a train was right here." He told me what the speed was, it was pretty impressive, but he was a bit reluctant to tell me who the Engineer was. We laughed and he said, "I thought we was going to send it all out in to the cornfield when we hit the curve!" That's how most good stories go out here, they are always the kind that in the moment it's pure terror, "we could die here," kind of stories, but after some time has passed, you can share them with that nervous laugh that comes out when you reflect on the fear, but cover it with the laugh.

After the dip at Muddy Creek we started up the hill to "Fero," where you top it, then proceed down Vein Mountain. I set my dynamics up and proceed to bunch the train up against me gently like I have done so many times in the past. Like I was taught, when the slack comes in lightly. "You have to feel it in the seat of your pants" kind of lightly. He said, "This train is all messed up, empty's on the head end and rear, with loads through the middle." I told him, it felt fine. I could feel the loads in the middle of the train slightly come in on us and press us up to 40 mph where I held them with dynamic. Once we got by the 40 mph speed board I put first service train brake on and eased up the dynamics. The train responded perfectly, and we cruised

down the mountain at 40 and hit the 35 mph speed board at "Sandfill" right on target. Now, this isn't bragging. This is pride. We still have that on the Clinchfield. Some choose to do it, some choose to do it right.

As we glided down Vein Mountain he says, "It's been an honor to work with such a great engineer like you." I buckled, it's been an emotional week, and to get such a compliment at that moment was unexpected and moved me to tears in the darkness of the cab. I didn't say anything for a moment, then I told him he was one of the best out here, I never heard an ill word about him. My compliment was weak compared to his, but it was all I could muster. We went a couple of miles in silence when he said, "hey man, if you don't care, can I take 'em a couple of miles". This broke me down. Knowing that there may never be another chance again for him to run a train down the Clinchfield, I knew this trip was just as important to him as it was to me. I said, "I got what I wanted, I nailed both speed boards, you take 'em down the big rail. (Meaning, run them through Thermal and on to Logan, the 50 mph track.) He got in the seat, and said "I just don't think I'll ever get to do this again." I said, "Take 'em as far as you want".

We sat in silence both of us trying miserably to hold back tears as he ran them at 50 mph through Thermal and on to Tate where you hit a pretty good size dip called "Panic Dip" I finally spoke and said "When I started running I always feared this spot", He said, "yeah, I think they named it appropriately", with a little bit of a chuckle, I had to lightly give a laugh too. He ran them like a champ through the dip right on 50, like he has done numerous times in his tenure on the Clinchfield. He finally spoke up once we were by "Dairy Farm" and said, "Thanks man, you can take them back now." I patted him on the back. We both sat down and continued in silence, I couldn't dare look at him; the emotions were just too much.

We got the train to Bostic, switched it for the outbound, and by the time we were done, the outbound crew showed up to take over and on to Hamlet, N.C. We had to hang around there a little while waiting on our final taxi ride home, so we just kind of stood out there and watched our train pull out of the yard. The yard office sits right next to the track so when a train comes in or out, the noise is pretty loud, joints cracking, flanges rubbing the rail. Metal on metal noise...But then the rear comes by, the noise fades, and all you see is a blinking red light silently going the distance up the hill, then disappears in the darkness.

After a little while, my conductor says "I wish I had taken a picture of that engine. I have a picture of the first engine I ran, I would have liked to have one of this one too." I had thought the same thing earlier, we should do a selfie, our last run on the Clinchfield with engine 233 in the background, but I blew it off. I regret that now...

Our taxi finally showed up, and with it was the best driver Bostic has to offer. Just the man we needed for the quiet ride home. A quiet ride where memories play out in your mind knowing this is it, it will all be different now. The ride none of us wanted to take ended two and a half hours later, in the parking lot of the Erwin Yard Office around 3 a.m. Just in time to see the last train of 20 some cars and eight engines head out of Erwin.

This is it. The yard is empty now, no crews, no engines, only a couple of cars for the industry we have left in Erwin, and lonely switch target lights. It's over.

God has been with me all day, I have felt it. Everything has been placed perfectly for this day. The pride held by every man doing the job today, that they have done for years has been immeasurable. Faced with what we have been given, everyone of them continues to carry the pride and responsibility they have had placed on them by becoming engineers, conductors, carmen, electricians, mechanics, signalmen, yardmasters, clerks and so many other titles on the Clinchfield. I pray that where ever they go they have the respect they deserve, because they are simply the greatest people I have ever met. To put it in better words, my brothers and sisters of Erwin Terminal, we are the CLINCHFIELD.

- Joe Barr, CSX railroad engineer.

### **NRHS News December Issue Now Available**

Dear NRHS members,

The December 2015 issue of the NRHS News is now available for download by members of the NRHS. Use the link below.

[NRHS News - December Issue](#)

The issue includes articles on:

- An update on plans for the 2016 NRHS convention in Colorado
- New renewal system for NRHS is now up and running
- Two print issues of NRHS News, and two issues of Bulletin planned in 2016
- Applications now available for NRHS Railway Heritage Grants now available
- RailCamp sponsors thanked
- Return of 611 is boost for Roanoke economy.

And much more.

Submissions are always being accepted for the NRHS News. The deadline for the February issue is Jan. 15, 2016, but please submit articles and photos as soon as possible as the layout process is ongoing. Please submit articles and photos on chapter events within two weeks of the event. Photos should be high resolution photo files attached to an email. Photos that are included in the body of a text file or in the body of an email cannot be used.

All submissions should be emailed to <nrhsnews@charter.net> or mailed to NRHS News, c/o Charles S. Williams, 4712 Brushy Mountain Road, Moravian Falls, N.C. 28654.

Also, announcements of upcoming chapter events that you would like to post on the NRHS Facebook page may be submitted to the same addresses. Please remind your chapter members to "like" the NRHS Facebook page.

Thanks for your cooperation, and I hope that you enjoy this issue. Please feel free to send comments and suggestions to <nrhsnews@charter.net>.

- Charles S. Williams

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**The BLUE RIDGE DISPATCHER is published by the Blue Ridge Chapter, National Railway Historical Society. Opinions expressed are those of the editor and contributors and do not necessarily reflect the views of the Blue Ridge Chapter or the National Railway Historical Society unless otherwise stated.**

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**Lynchburg Rail Day 2016. Saturday, August 13, 2016.**