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DELIVERY BY FAX AND E-MAIL

June 2, 2008

Mr. Medhi Morshed, General Manager
California High Speed Rail Authority
925 L Street, Suite 1425
Sacramento, CA 95814

Mr. David Valenstein
Environmental Program Manager
Federal Railway Administration
1120 Vermont Ave., MS 20
Washington, DC 20590

Dear Mr. Morshed and Mr. Valenstein:

This letter is written on behalf of my clients, the Planning and Conservation League ("PCL"), the Transportation Legal Defense and Education Fund ("TRANSDEF"), and the California Rail Foundation ("CRF"), to comment on the adequacy of the recently-completed Final Programmatic EIR/EIS for the Bay Area to Central Valley High Speed Rail Project ("FEIR/EIS"). I recently received a copy of a letter to the High Speed Rail Authority, dated May 13, 2008, from Mr. Jerry Wilmoth, General Manager for Network Infrastructure for the Union Pacific Railroad. A copy of that letter is attached hereto.

In that letter Mr. Wilmoth states, in no uncertain terms, that the Union Pacific Railroad, "... does not feel it is Union Pacific's best interest to have any proposed alignment located on Union Pacific rights-of-way." As you are aware, there are a number of places within the proposed High Speed Rail Authority's proposed alignment between Los Angeles and San Francisco where the Authority proposes that the high speed rail tracks be placed within Union Pacific right of way. Most specifically, in terms of the above-referenced FEIR/EIS, both the Pacheco Pass alignment alternative and the Altamont Pass alignment alternative are predicated on the use of Union Pacific right-of-way for significant portions of the routing. (See, e.g., FEIR/EIS at 2-40 [both Pacheco alignment alternatives utilize Union Pacific right-of-way south of San Jose].)

It would appear that Union Pacific's vehement opposition to use of its right-of-way likely makes infeasible major portions of the alignments analyzed in the FEIR/EIS. New alignments for these sections will need to be identified and analyzed. This, in turn, will significantly alter the EIR/EIS's analysis and comparison of impacts for the various alternatives under consideration. This makes it impossible for the Authority's Board of Directors, or the public, to accurately assess the choices that will need to be made in determining a final alignment for this important segment. In addition, of course, Union Pacific's opposition will also require reassessment of major portions of the more southern parts of the San Francisco to Los Angeles routing, which was already

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addressed in a prior programmatic EIR/EIS; most specifically the alignment through the Palmdale area, which also is premised on use of Union Pacific right-of-way. The environmental review of those portions of the alignment will also need to be reopened to address this changed circumstance before those portions can proceed to project-level decisions.

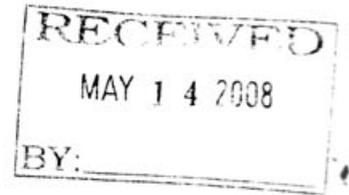
Because of this major change in circumstances, which was not considered in the FEIR/EIS and which the public has not had the opportunity to comment on, the FEIR/EIS needs to be withdrawn and a revised Draft EIR/EIS prepared and circulated to address this major change in circumstances. (*Laurel Heights Improvement Assn. v. Regents of University of California* (1993) 6 Cal.4th 1112, 1120 [26 Cal.Rptr.2d 231; 864 P.2d 502]; see also, *Westlands Water District v. United States Department of the Interior*, 376 F.3d 853 (9th Cir. 2004).)

Please notify me when the Authority and/or Federal Railway Administration take any further action on the environmental review of this project.

Most Sincerely,

A handwritten signature in cursive script that reads "Stuart M. Flashman".

Stuart M. Flashman



May 13, 2008

Mr. Mehdi Morshed
Executive Director
California High Speed Rail Authority
925 L Street, Suite 1425
Sacramento, California 95814

Re: California High Speed Rail Route

Dear Mr. Morshed:

Reference is made to our meeting of May 9, 2008, to discuss the current status of the California high-speed rail initiative and its possible impacts on Union Pacific Railroad.

It was a very informative meeting to hear the efforts you are undertaking as the high-speed train bond measure is being prepared for the November, 2008 ballot.

After hearing your plans regarding the proposed routing for this service, Union Pacific feels it is important for the California High Speed Rail Authority (CHSA) to once again understand Union Pacific's position as related to potential alignments along Union Pacific corridors. Union Pacific has carefully evaluated CHSA's project and for the variety of reasons we discussed during our meeting, does not feel it is Union Pacific's best interest to have any proposed alignment located on Union Pacific rights-of way. Therefore, as your project moves forward with its final design, it is our request you do so in such a way as to not require the use of Union Pacific operating rights-of-way or interfere with Union Pacific operations. The State of California and the nation need railroads to retain their future ability to meet growing demand for rail cargo transportation, or that cargo will be in trucks on the highways.

Should you have any questions or comments, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Jerry Wilmoth".

Cc: Scott Moore - UP
Wesley Lujan - UP

Jerry Wilmoth
General Manager Network Infrastructure

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