

# ALASKA RAILROAD

## BOARD OF DIRECTORS REGULAR Board Meeting

Friday, September 27, 2024  
Commencing at 9:00 a.m. in person at  
Fairbanks City Council Chambers  
800 Cushman Street, Fairbanks, Alaska 99701

&

## Join Virtual Zoom Meeting Room

<https://us02web.zoom.us/j/88269840119?pwd=yceilpcUbFpSaM4ojgRVivL7hcCbGz.1>

Meeting ID: 882 6984 0119 Passcode: 664019



### Dial-In by your nearest location to join by audio only

- +1 253 205 0468 US
- +1 253 215 8782 US (Tacoma)
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- +1 669 900 6833 US (San Jose)
  - +1 719 359 4580 US
- +1 301 715 8592 US (Washington DC)
  - +1 305 224 1968 US
  - +1 309 205 3325 US
- +1 312 626 6799 US (Chicago)
  - +1 360 209 5623 US
  - +1 386 347 5053 US
  - +1 507 473 4847 US
  - +1 564 217 2000 US
  - +1 646 931 3860 US
  - +1 689 278 1000 US
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**ARRC BOARD OF DIRECTORS MEETING  
AGENDA**

Friday, September 27, 2024 ~ 9:00 a.m.  
[Fairbanks City Council Chambers](#)  
800 Cushman Street, Fairbanks, Alaska 99701  
[Zoom Virtual Meeting Room](#)

- I. CALL TO ORDER
- II. ESTABLISH QUORUM
- III. SAFETY BRIEFING
- IV. CHAIR COMMENTS
- V. ADOPTION OF AGENDA
- VI. CONFLICT OF INTEREST DISCLOSURES
- VII. ADOPTION OF MINUTES
  - 1. [Approval of Regular Meeting Minutes of June 11, 2024](#)
  - 2. [Approval of Special Meeting Minutes of August 1, 2024](#)
- VIII. OPPORTUNITY FOR PUBLIC COMMENT
- IX. BRIEFING ITEMS
  - A. Public Briefings (a portion may be held in Executive Session)
    - 1. [CEO Update](#)
    - 2. [Safety Update](#)
    - 3. [Financial Report](#)
    - 4. [Annual Benefits Reports: Pension Plan, 401\(k\) Tax Deferred Savings Plan, 457 Deferred Compensation Plan, Health Care Trust](#)
    - 5. [Rail Extensions Update](#)
  - B. Committee Reports
    - 1. [Real Estate Committee](#)
    - 2. Executive Committee
    - 3. Safety Committee
    - 4. Audit Committee
- X. NEW BUSINESS
  - A. [Executive Session Briefings](#)
    - 1. Contracts, Claims, Litigation, Personnel and Financial Matters
    - 2. Seward Passenger Dock
    - 3. Legislative Update
    - 4. Business Development Report
  - B. [Adoption of Consent Agenda](#)
    - 1. [Resolution No. 2024-23 Relating to Approval](#) of the [Second Amendment to the Alaska Railroad Corporation 401\(k\) Tax Deferred Savings Plan for Non-Represented Employees](#) (Loan Provision Clarifications)
    - 2. [Resolution No. 2024-24 Relating to Approval](#) of the [Second Amendment to the Alaska Railroad Corporation 401\(k\) Tax Deferred Savings Plan for Represented Employees](#) (Loan Provision Clarifications)
    - 3. [Resolution No. 2024-25 Relating to Approval](#) of [the Second Amendment to the Alaska Railroad Corporation Pension Plan \(Buy Back Procedure\)](#)
    - 4. [Resolution No. 2024-26](#) Relating to Approval of the Restatement of the Alaska Railroad Corporation Health Care Trust
    - 5. [Resolution No. 2024-27](#) Relating to Approval of the [Alaska Railroad Corporation's Title VI Program for Federal Fiscal Years 2025-2027](#)
    - 6. [Resolution No. 2024-28](#) - Relating to the Selection of a Firm to Perform the 2024-2025 Performance Audit
    - 7. [Contract #20986](#) – Dojer Services, LLC – Whittier

**ARRC BOARD OF DIRECTORS MEETING  
AGENDA (continued)**

Friday, September 27, 2024 ~ 9:00 a.m.

8. [Contract #21053](#) – JL Healy Hotel, LLC – Healy
9. [Contract #21102](#) – Alaska Tourism Development, LLC - Healy
10. [Contract #21013](#) – OFD, LLC (Fairbanks)
11. [Contract #21104](#) – Dimond Fencing Company, Inc. (Fairbanks)

**XI. OPPORTUNITY FOR PUBLIC COMMENT/DIRECTORS/CEO/STAFF COMMENTS**

**XII. ADJOURNMENT**

# 2024 June 11 Regular BD Meeting Minutes

# ALASKA RAILROAD CORPORATION MINUTES OF THE REGULAR BOARD OF DIRECTORS MEETING

Anchorage, Alaska  
Tuesday, June 11, 2024

## I. CALL TO ORDER

Chair John Shively called the meeting to order at 9:00 a.m. on Tuesday, June 11, 2024. The meeting was held in person at 327 West Ship Creek Avenue, 3rd Floor, Anchorage, Alaska 99501, with a virtual participation option.

## II. ESTABLISH QUORUM

Chair Shively requested that Board Secretary Jennifer Mergens establish a quorum. Chair Shively, Vice Chair Judy Petry, Director John Binkley, Director Gale Dinsmore, Director John Reeves, and Commissioner, Department of Commerce Community and Economic Development, Julie Sande were present. Commissioner, Department of Transportation & Public Facilities, Ryan Anderson joined the meeting during executive session. Ms. Mergens established a quorum.

Staff members present:

A. Behrend, Chief Counsel	M. Maddox, Chief Financial Officer
P. Roberts, Chief Special Agent	C. Keogh, Director, Rules, Safety & Operating Officer
D. Wade, VP Marketing & Customer Service	C. Terry, VP, Real Estate
T. Erickson, Director, Supply Management	A. Kinnaman, Controller
B. Lindamood, VP Engineering/Chief Engineer	L. Knox, Director, Strategic & Financial Planning
C. Hopp, Chief Operating Officer	M. Clemens, Director, External Affairs
L. Hall, Executive & Corporate Administrator	C. Clarke, Corporate Communications Officer
J. Mergens, Chief Human Resources Officer	T. Covington, Director, Safety
B. O'Leary, President & Chief Executive Officer	R. Highstone, Risk Manager
R. Traini, Director, Employment Practices	K. Taylor, Manager Leasing, Real Estate
J. Garner, Superintendent, Transportation	T. Wareham, Deputy Chief Counsel
C. Frank, Conductor/Engineer	L. Messelheiser, Road Foreman Engines, DSLE
A. Smales, Leasing Technician Real Estate	
M. Weatherell, Trainmaster PTC	

**Guests and members of the public present:**

John Springsteen, Commissioner Regulatory Commission of Alaska	Nicholas Capozzi, Special Assistant Office of the Governor
Brittany Hippe, HDR	Katherine Wood, HDR
James Campbell	

### **III. SAFETY BRIEFING**

Mr. Covington discussed how maintaining a defensible space along the perimeter of buildings can help prevent structure loss and property damage in the event of a wildfire.

### **IV. CHAIR COMMENTS**

Chair Shively said he anticipated a lengthy executive session, and expressed his desire for an efficient meeting due to some afternoon commitments.

### **V. ADOPTION OF AGENDA**

Director Binkley moved to adopt the agenda, and Director Dinsmore seconded the motion. The agenda was unanimously approved as presented.

### **VI. CONFLICT OF INTEREST DISCLOSURES**

No member stated any conflict of interest.

### **VII. ADOPTION OF MINUTES**

Director Binkley moved to approve the Regular Board Meeting minutes of March 29, 2024. Director Dinsmore seconded the motion. The meeting minutes were unanimously approved as presented.

### **VIII. OPPORTUNITY FOR PUBLIC COMMENT/STAFF/DIRECTORS**

No public attendees had comments.

### **IX. BRIEFING ITEMS**

#### **A. Public Briefings**

##### **1. CEO Update**

Mr. O'Leary briefed the Board on relevant business matters arising since the March 29, 2024 meeting. He shared that despite avalanche risks delaying the start of this year's Coastal Classic, passenger results are looking very strong. Mr. O'Leary said that as compared to 2023, there is an increase of 9-16% on our three major summer routes, gravel trains are again operating, and barge volumes continue to be strong. He said ARRC has made progress with the Royal Caribbean Group on the Seward Passenger Dock project and anticipates having more information to share with the Board in the next few weeks. Mr. O'Leary shared that ARRC's grants team has applied for over \$700 million in grants from various federal entities that will support infrastructure improvements along

the railroad. He shared ARRC will host congressional staff later this summer. Mr. O’Leary concluded his update by reviewing the items listed on the Consent Agenda.

## **2. Safety Update**

Mr. Covington and Mr. Hopp discussed 2024 safety statistics. Mr. Covington shared that while still within range of ARRC’s 2024 goal, there has been a significant increase in lost-time work days (45 lost time days in 2024 compared to 19 lost time days during the same period in 2023). He said there was one FRA trespasser casualty this year, and currently, ARRC’s FRA casualty rate is 3.6, compared to 2.4 during the same period last year.

## **3. 2024 Financial Report**

Ms. Maddox reported ARRC’s year-to-date April 2024 business results. Highlights of her presentation included:

- Net loss of \$12 million year-to-date, which is a \$3.6 million larger loss than expected according to the revised budget.
- Freight revenue is down 9.7% (\$4 million), primarily driven by lower fuel surcharges due to lower fuel rates and one less ARMS barge due to the timing of the budgeted extra barge.
- Passenger revenue is up 30% over the same period in 2023, with the Aurora winter train, packages, and charters/special trains outperforming 2023.
- Real Estate revenue exceeded the revised budget by 1.4% (\$100,000), which is largely attributable to Seward Freight Dock activity.
- Operating expenses came in over revised budget by 0.8% (\$400,000), which is largely attributed to materials, supplies, equipment usage, and wages and benefits.
- Annual insurance renewals are in progress, and ARRC is requesting Board approval to renew the liability coverage up to 10% over 2023 premium rates, and up to 15% for the property coverage.

## **B. Committee Reports**

### **1. Real Estate Committee**

Committee Chair Binkley stated that the Real Estate Committee met on May 28, 2024, and all Board Members were present. Ms. Terry shared that the two leases before the Board were discussed at that meeting and were recommended for approval.

### **2. Executive Committee**

Chair Shively said the Executive Committee met on May 28, 2024, noting the confidential meeting notes were included in the Board materials. He said that the discussions primarily surrounded the items listed under the Consent Agenda.

### **3. Safety Committee**

Committee Chair Dinsmore said the Safety Committee met on April 4, 2024. Mr. Hopp shared that the meeting notes are confidential and were provided in the Board materials, and that plans and analysis are underway to improve statistical safety data.

## **X. NEW BUSINESS**

### **C. Executive Session Briefings**

Vice Chair Petry moved to have the Board recess to Executive Session to discuss the listed Executive Session agenda items. Director Dinsmore seconded the motion. There was no further discussion or objection. The motion was approved and the Board convened to Executive Session at 9:46 a.m. The following items were discussed:

1. Contracts, Claims, Litigation, Personnel and Financial Matters
2. Legislative Update
3. Seward Passenger Dock Project Update
4. Business Development Report

Chair Shively called the meeting back into public session at 11:40 a.m.

### **D. Adoption of Consent Agenda**

Chair Shively read the Consent Agenda into the record. Vice Chair Petry made a motion to adopt the listed items under the Consent Agenda. Director Dinsmore seconded the motion. There was no further discussion or objections and the Consent Agenda, consisting of the following nine items, was adopted:

1. Resolution No. 2024-12 – Relating to Insurance Renewal for 2024-2025
2. Resolution No. 2024-13 – Relating to the Comprehensive Identification and Evaluation of ARRC Cultural Resources to Support Future Streamlined Reviews under National and State Historic Preservation Acts (AFE No. 11279)
3. Resolution No. 2024-14 – Relating to Increase in Funding for Repairs of Damage Caused by 2021 Southend Heavy Rainfall Washout Event in the Kenai Peninsula Borough (AFE No. 11030 S-1)
4. Resolution No. 2024-15 – Relating to the 2024 Vehicle and Equipment Program (AFE No.11280)
5. Resolution No. 2024-16 – Relating to FRA CID Program Grant Funding for Anchorage North and South Corridor Project (AFE No.11282)
6. Resolution No. 2024-17 – Relating to Approval of the Collective Bargaining Agreement between the Alaska Railroad Corporation and Teamsters Union Local No. 959 of the International Brotherhood of Teamsters
7. Resolution No. 2024-18 – Relating to Amendment of Board Rule No. 8 - Procurement Rules
8. Contract Lease No. 21053 – JL Healy Hotel, LLC (Healy)
9. Contract Lease No. 21057 – Joshua Baumgartner (Fairbanks)

## **XII. OPPORTUNITY FOR PUBLIC COMMENT/STAFF/DIRECTORS**

Chair Shively agreed with Director Dinsmore that he appreciates both staff and Board Member contributions. He concluded with the reminder that Board Members should expect a special Board Meeting in July.

## **XIII. ADJOURNMENT**

Director Binkley moved to adjourn, and Vice Chair Petry seconded the motion. The meeting adjourned at 11:45 a.m.

ATTESTED BY:

\_\_\_\_\_  
Jennifer Mergens  
Board Secretary

Date \_\_\_\_\_

# 2024 AUG 1 Special BD Meeting Minutes

**ALASKA RAILROAD CORPORATION (ARRC)  
MINUTES OF THE SPECIAL BOARD OF DIRECTORS MEETING**

**Anchorage, Alaska  
Thursday, August 1, 2024**

**I. CALL TO ORDER**

Board Chair John Shively called the special meeting to order at 9:00 a.m. on Thursday, August 1, 2024. The meeting was held in person at 327 West Ship Creek Avenue, 3<sup>rd</sup> Floor, Anchorage, Alaska 99501, with a virtual participation option. The meeting was called for the specific purpose of considering the proposed replacement of the Passenger Dock and Terminal at the Corporation’s Seward Terminal Reserve with new dock and terminal facilities to be constructed by developer Seward Company, LLC, and then purchased by the Corporation for a guaranteed purchase price, including considering whether to authorize the Corporation to enter into a purchase and sale, leasing and lease termination agreement (“PSA”) and Ground Lease with Seward Company; a Pier Usage Agreement (“PUA”) with Royal Caribbean Group (“RCG”); and a bank financing agreement to pay a portion of the purchase price for the new facilities. The Board will also consider whether to approve two Authorizations for Expenditure associated with construction and purchase of the new facilities.

**II. ESTABLISH QUORUM**

Chair Shively requested that Board Secretary Jennifer Mergens establish a quorum. Chair John Shively, Vice Chair Judy Petry, Director John Binkley, Director John Reeves, Director Gale Dinsmore; Commissioner, Department of Transportation & Public Facilities, Ryan Anderson and Commissioner, Department of Commerce Community and Economic Development, Julie Sande were present.

A full quorum was established by Ms. Mergens.

Staff members present:

A. Behrend, Chief Counsel	M. Maddox, Chief Financial Officer
C. Hopp, Chief Operating Officer	B. Lindamood, VP, Chief Engineer
L. Knox, Director Financial Planning & Analysis	J. Mergens, Chief Human Resources Officer
A. Kinnaman, Controller	L. Hall, Executive & Corporate Administrator
B. O’Leary, President & Chief Executive Officer	C. Terry, VP Real Estate
K. Taylor, Manager Leasing, Real Estate	M. Clemens, Director, External Affairs
T. Sellers Wareham, Deputy Chief Counsel	D. Wade, VP Marketing & Customer Service
	C. Clarke, Corporate Communications Officer

Guests:

Mickey Richardson  
Preston Carnahan  
Jason Davis  
Seth Stegelmann

Kat Sorensen  
Ethan Berto  
Tory Korn  
Les Cronk

### **III. ADOPTION OF AGENDA**

Director Binkley moved to adopt the agenda as presented, and Vice Chair Petry seconded the motion. There was no discussion and the agenda was adopted.

### **IV. CONFLICT OF INTEREST DISCLOSURES**

No member disclosed any conflicts of interest related to the agenda items.

### **V. OPPORTUNITY FOR PUBLIC COMMENT**

Kat Sorensen (Seward City Manager) provided public comment in support of the development of the Seward Passenger Dock and Terminal replacement.

### **VI. NEW BUSINESS**

#### **A. Action Item**

1. Seward Passenger Dock and Terminal Replacement and Related Agreements and Authorizations for Expenditure

Mickey Richardson of Seward Company, LLC, Preston Carnahan of Royal Caribbean Group, and Jason Davis of Turnagain Marine Construction Corporation presented the development plan and timeline for the Seward Passenger Dock and Terminal Replacement.

Mr. Richardson noted that the Seward Dock is well past its service life. He said The Seward Company is a local developer working in conjunction with Royal Caribbean Group to develop and design the new dock. Mr. Richardson stated that the proposed replacement dock would be a 748-foot dock and will be the most robust floating double-berth pier in Alaska. He further shared that the modernized facility will easily accommodate all classes of cruise vessels, including Royal Caribbean's Quantum Class ships sailing in the Alaska market, as well as potential winter cargo shipments in coordination with ARRC's adjacent Seward freight dock. Mr. Richardson said the proposed facility also includes a new 60,000 square foot terminal building, and the new dock will accommodate electrification to allow for shore power on both sides of the pier – an important new feature meeting future regulations and objectives for low emission solutions.

Mr. Carnahan said that with the approval of the necessary agreements, The Seward Company and local contractor Turnagain Marine will begin construction of the new terminal building this fall. He said the 2025 cruise season will not be affected; construction of the new pier will take place from fall of 2025 to the following spring, with the projected grand opening May 2026.

Additional information about the project and deal include that upon completion of the project, ARRC will purchase the new dock and terminal from the Seward Company for the agreed upon price of \$137 million. ARRC will serve as the sole owner and operator of the facility, consistent with its current model as an open port. The three-source financing structure includes: internal cash generated through Port Improvement Fees assessed to cruise passengers between 2022 through 2025; revenue bonds previously authorized during the 2022 legislative session; and a commercial loan. Both the bonds and the loan will be secured by a 30-year pier usage agreement with Royal Caribbean Group, which provides preferential berthing rights to Royal Caribbean ships as well as an annual revenue guarantee based on 140,000 passengers to fund the debt payments for the life of the loan and bond repayments.

Vice Chair Petry moved to have the Board recess to Executive Session to discuss confidential and privileged matters related to the action items. Director Binkley seconded the motion. There was no further discussion or objection. The motion was approved and the Board convened to Executive Session at 9:32 a.m. Mr. Carnahan, Mr. Richardson, and Mr. Jason Davis were invited into Executive Session briefly to answer questions.

Chair Shively called the meeting back into public session at 11:45 a.m.

## **B. Adoption of Consent Agenda**

Chair Shively stated that the Seward Dock Project is important to ARRC and for the City of Seward, with economic benefits spanning Southeast, Southcentral and Interior Alaska as cruise guests travel our state. He read the Consent Agenda into the record. Commissioner Anderson proposed a motion to table the Consent Agenda. Commissioner Sande seconded the motion. Chair Shively called for a roll call vote on the motion to table Adoption of the Consent Agenda. The vote failed with a minority of two members in favor and five members opposed to the motion to table. (In Favor: Commissioner Anderson, Commissioner Sande. Opposed: Chair Shively, Vice Chair Petry, Directors Binkley, Reeves and Dinsmore.) Vice Chair Petry made a motion to adopt all five listed items under the Consent Agenda. Director Reeves seconded the motion.

During discussion Director Binkley said the structure of this agreement is not new. He reiterated that had the Senate completed their approval of the Corporation's proposed bonding legislation prior to the legislative session expiration, the Governor most likely would have signed the bond legislation and the financing would have moved forward composed entirely of bonds. Chair Shively stated that we can all agree that the financing structure of the replacement of the Seward Passenger Dock and Terminal facilities project is vast and complex, but also that the project is vital to the City of Seward and the State of Alaska. He said reaching this phase has taken quite a long time, many hours and discussions, and he feels confident that moving forward is the right decision.

There was no further discussion. Chair Shively called for a roll call vote on the motion to adopt the Consent Agenda. The motion to approve the five following items listed under the consent agenda passed with five members in favor and two members opposed. (In Favor: Chair Shively, Vice Chair Petry, Directors Binkley, Reeves and Dinsmore. Opposed: Commissioners Anderson and Sande.)

1. Resolution No. 2024-19 – Relating to Authorization for the Corporation to Enter into Certain Agreements and Take Necessary and Appropriate Steps to Accomplish the Construction, Purchase and Financing of a New Seward Passenger Dock and Terminal
2. Resolution No. 2024-20 – Relating to Funding of a Deposit Toward the Purchase of a New Seward Passenger Dock and Terminal (AFE No. 11293)
3. Resolution No. 2024-21 – Relating to Funding of an Upgraded Transfer Span for the New Seward Passenger Dock and Terminal (AFE No. 11294)
4. Resolution No. 2024-22 – Relating to Approval of a Financing Proposal and Taking Further Action to Finance All or a Portion of the Seward Passenger Dock Project
5. Contract Lease No. 21051 – Seward Company, LLC

## **VII. OPPORTUNITY FOR PUBLIC COMMENT (For Agenda Items Only)**

No member of the public provided comments.

## **VIII. CEO/STAFF COMMENTS/DIRECTORS**

Chair Shively expressed his appreciation to both staff and Board Members, noting that reviewing the voluminous materials in such a short time is not ideal, but necessary and essential for the replacement of the outdated dock and terminal building.

## **IX. ADJOURNMENT**

Vice Chair Petry moved to adjourn. Director Dinsmore seconded the motion. The meeting was adjourned at 11:55 a.m.

ATTESTED BY:

\_\_\_\_\_  
Jennifer Mergens  
Board Secretary

Date \_\_\_\_\_

## **IX. BRIEFING ITEMS**

### **A. PUBLIC BRIEFINGS**

#### **ITEM 1: CEO Update**

**Verbal presentation**

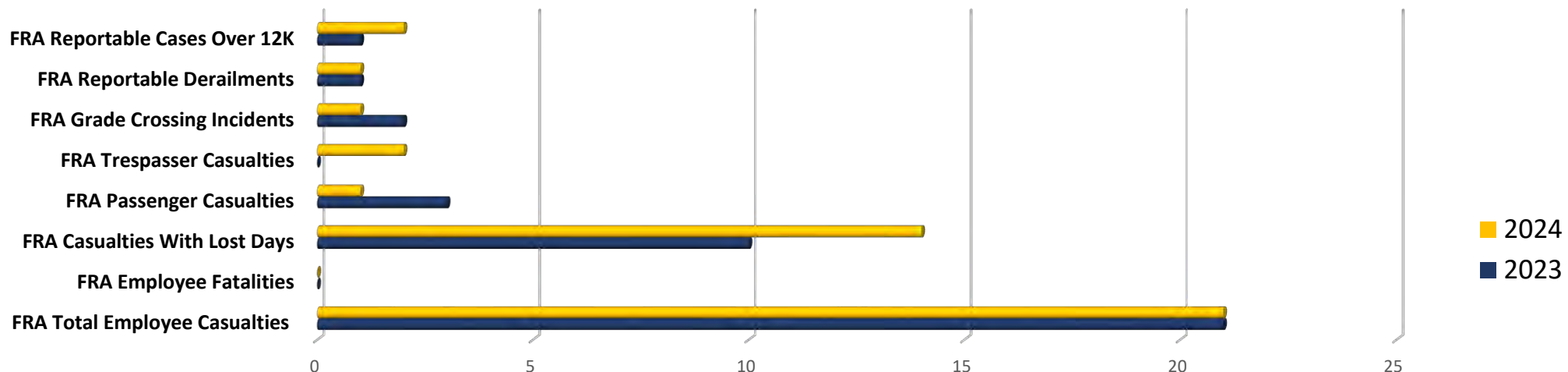
# ARRC BOD Safety Report 2024 September



# Safety Report

FRA Safety Data

2023 Vs. 2024, YTD (16 Sept 24)



	FRA Total Employee Casualties	FRA Employee Fatalities	FRA Casualties With Lost Days	FRA Passenger Casualties	FRA Trespasser Casualties	FRA Grade Crossing Incidents	FRA Reportable Derailments	FRA Reportable Cases Over 12K
2024	21	0	14	1	2	1	1	2
2023	21	0	10	3	0	2	1	1

	FRA Casualty Rate	Lost Time Rate	Lost Work Days	Restricted Work Days
2024	4.0	2.7	147	147
2023	3.8	1.8	187	587

\*FRA Casualty Rate = FRA Reportable Injuries (regardless of lost time) x 200,000 divided by total hours worked.  
 Lost Time Rate = Lost Time Cases x 200,000 divided by total hours worked



# ➤ YTD JULY 2024 Business Results

*Michelle Maddox, CFO  
September 27, 2024*



Photo courtesy: Ben Traylor

# YTD JULY 2024 Executive Summary

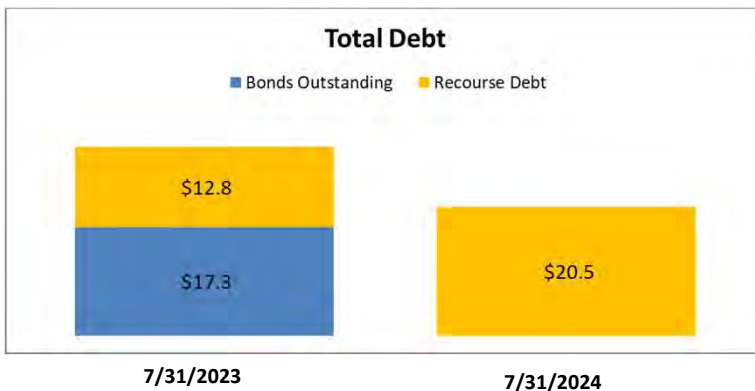
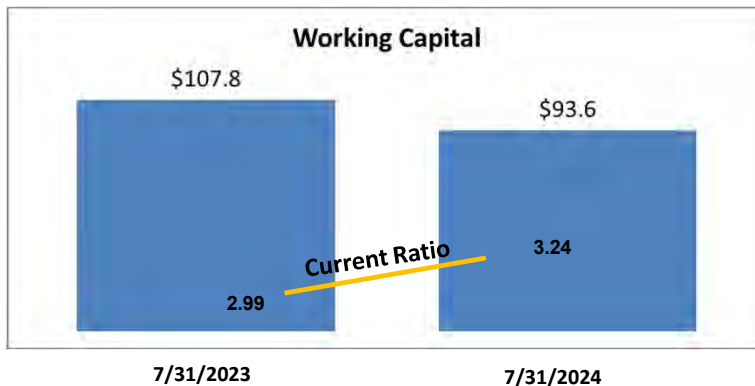
**YTD net income of \$14.1 million was a smaller net income by \$1.1 million according to the revised budget**

- *Freight revenue under-performed revised budget by \$4.8 million, or 6.4%*
  - *Largest portion of the variance is primarily due to lower fuel surcharges due to lower fuel rates and lower than expected Miscellaneous Local-Freight Forwarding revenue*
- *Passenger revenue out-performed revised budget by \$1.1 million, or 3.4%*
  - *All scheduled service is out-performing revised budget, with Coastal Classic leading the over-performance*
- *Operating expenses came in under revised budget by \$0.8 million, or 0.7%*
  - *Materials and Supplies came in over revised budget, while Contracts and Rents, Depreciation, and Other Expenses came in under revised budget*
- *Real Estate net revenue out-performed revised budget by \$1.5 million, or 9.6%*
  - *Driven primarily by over-performance in Seward passenger dock activity*
- *Other revenue out-performed revised budget by \$0.2 million, or 17.1%*
  - *Driven primarily by higher interest income than budgeted*

**ARRC cash balance and total debt were \$74.3 million and \$20.5 million, respectively, and net working capital was \$93.6 million.**

# Financial Position

at July 31, 2024  
(\$ millions)



- Continuing to maintain strong liquidity increasing to more than 3.0x current assets to current liabilities
- Decrease in year-over-year total debt, increase in year-over-year recourse debt
  - ARRC issued new Locomotive and Flat Car Debt in January 2024
  - Final principal payment for 2015B series bonds was made on August 1, 2023
- ARRC's trailing 12-month cash flow decreased on a year-over-year basis and leverage ratios increased
  - *debt-to-cash flow ratios are a measure of the company's ability to repay its debt from cash flow generated by the business. We have adjusted the Total Debt ratio to reflect only 20% of the bonds par value outstanding.*

	7/31/2023	7/31/2024
Recourse Debt / EBITDA	0.24x	0.32x
Total Debt (net of grant revenue) / EBITDA	0.30x	0.32x

*Note: Total Debt includes ARRC FTA bonds but excludes unamortized bond premium*

# YTD JULY 2024 Freight Revenue Performance

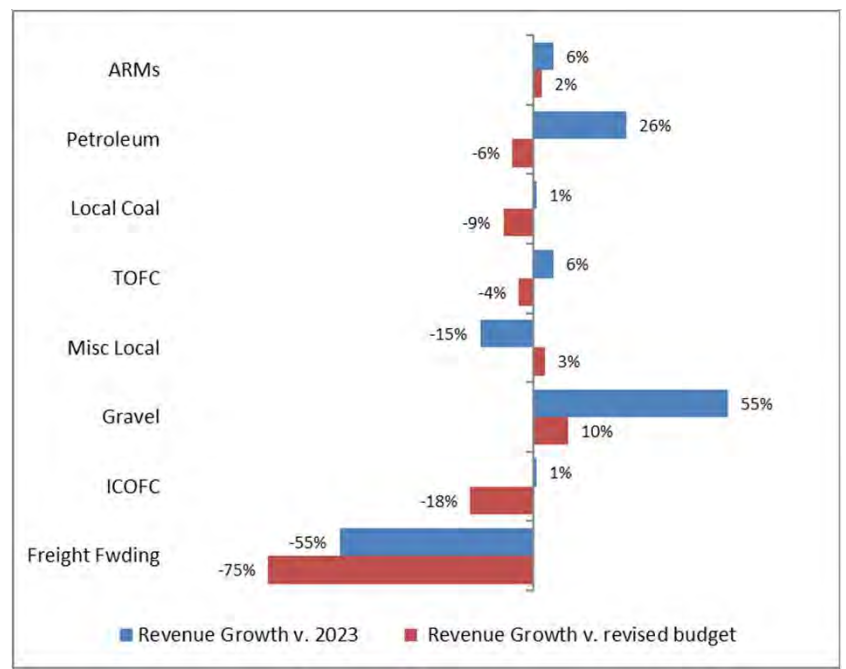
## FREIGHT REVENUE (net of fuel surcharge)

**- 4%**  
v. revised budget

**+ 7%**  
v. 2023

- Units: up 4% v. 2023  
down 9% v. revised budget
- Freight Revenue per unit:  
up 3% v. 2023  
up 5% v. revised budget
- *Most business lines out-performed prior year with the exception of Local Misc & Freight Forwarding*
- *ARMs, Gravel and Local Misc out-performed revised budget*

## Freight revenue variance



# YTD JULY 2024 Passenger Revenue Performance

## PASSENGER REVENUE

**3%**

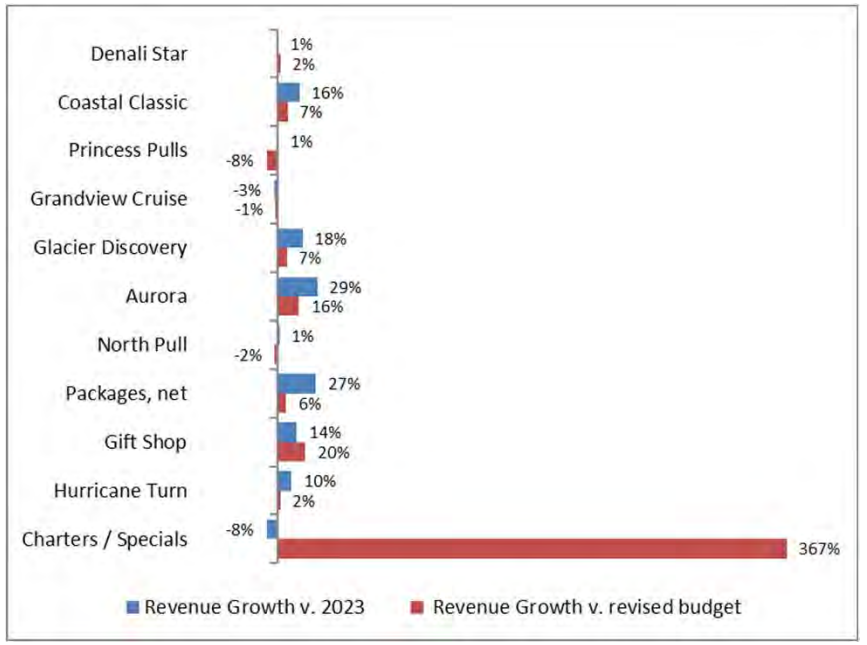
v. revised budget

**7%**

v. 2023

- ARRC Ridership: up 5% v. 2023  
up 6% v. revised budget
- Revenue per ARRC passenger:  
up 5% v. 2023  
up 1% v. revised budget
- *Passenger revenue out-performed revised budget and 2023, primarily due to the out-performance of Coastal Classic*

## Passenger revenue variance



# YTD JULY 2024 Real Estate Revenue Performance

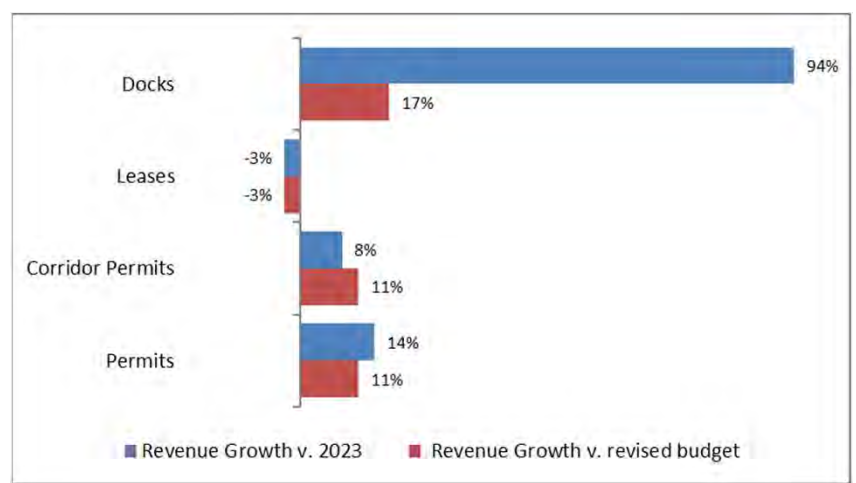
## REAL ESTATE REVENUE

**+ 7%**  
v. revised budget

**+ 31%**  
v. 2023

- *Permits, corridor permits and docks out-performed revised budget and prior year.*

## Real Estate revenue variance



# YTD JULY 2024 Operating Expense Performance

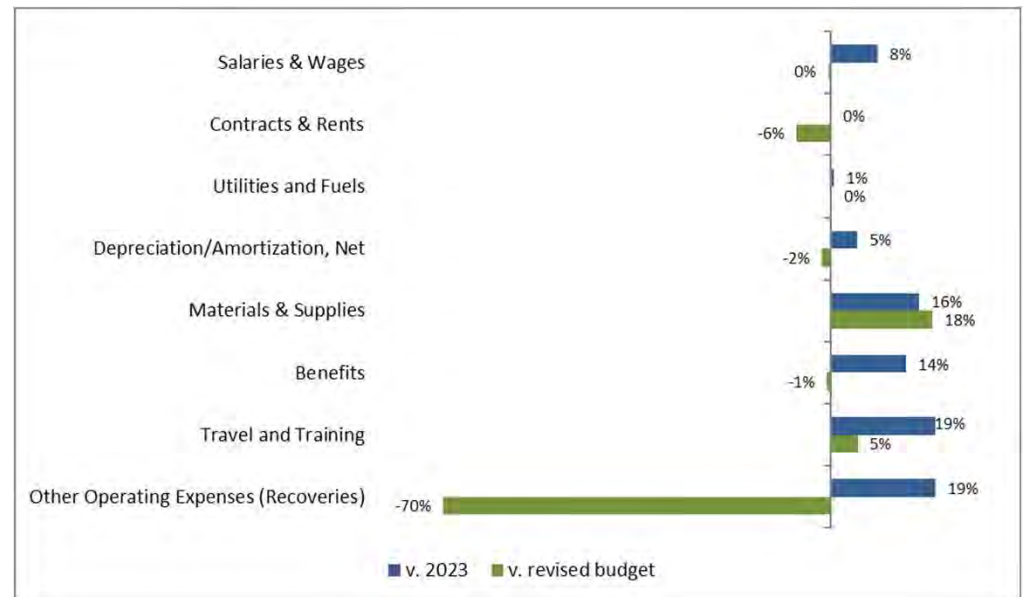
## OPERATING EXPENSES

**- 0.7%** v. revised budget

**+ 5%** v. 2023

- Total operating expenses is under revised budget, primarily due to lower than expected contract expense and higher recoveries than expected
- Total operating expenses is over prior year in all categories

## Operating expense variance



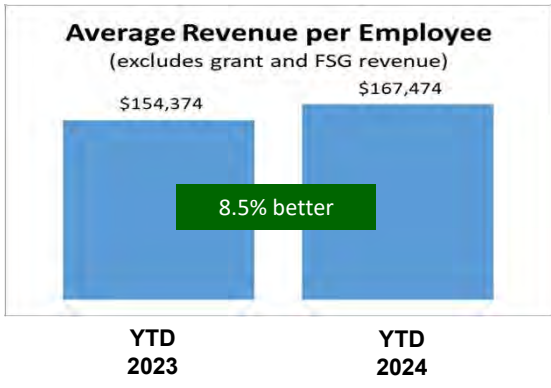
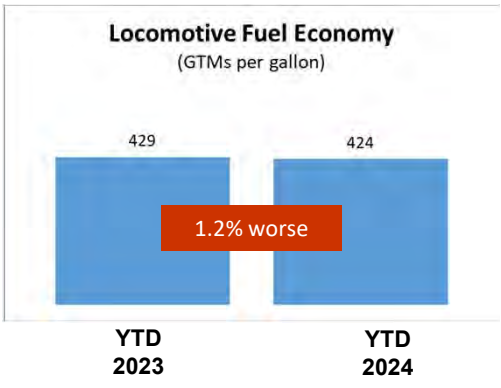
# ➤ YTD JULY 2024 Financial Performance

*\$ millions*

	YTD July 2024	YTD Revised Budget	Variance from budget	YTD July 2023	Variance from prior year
Operating Revenues	\$ 102.4	\$ 106.1	\$ (3.7)	\$ 98.8	\$ 3.5
Operating Expenses	\$ 107.4	\$ 108.2	\$ (0.8)	\$ 102.1	\$ 5.3
Operating Income (Loss)	\$ (5.0)	\$ (2.1)	\$ (2.9)	\$ (3.3)	\$ (1.8)
Real Estate, net	\$ 17.6	\$ 16.0	\$ 1.5	\$ 12.5	\$ 5.1
Other Income	\$ 1.6	\$ 1.3	\$ 0.2	\$ 1.7	\$ (0.1)
Net Income (Loss)	\$ 14.1	\$ 15.2	\$ (1.1)	\$ 10.9	\$ 3.2

- Operating revenue under-performed as compared to revised budget, due to under-performance of freight revenue. Operating revenue over-performed prior year
- Operating expenses were under revised budget and over performed prior year
- Real Estate net revenue out-performed revised budget and prior year, due largely to Seward Passenger Dock activity
- Other Income (Expense) out-performed with revised budget due to higher interest income
- YTD Net Income was smaller than revised budget and larger than prior year

# YTD JULY 2024 Operating Highlights





# ➤ YTD JULY 2024 Net Income Forecast

**Net income forecast for 2024, given actual YTD July performance and latest revised budget for the remainder of the year, is \$36.3 million, which is \$0.8 million larger than the original budget net income for the year**

- *Freight revenue forecast is \$5.3 million lower than reflected in original budget primarily due to an expected decrease in fuel surcharge revenue due to decrease in expected fuel rates, with a corresponding decrease in operating expenses for fuel, and lower than expected local miscellaneous/freight forwarding revenue*
- *Passenger revenue forecast is expected to perform as expected in original budget*
- *Real Estate net revenue forecast is \$8.5 million over what was reflected in the original budget due largely to increase in Seward Dock Improvement fee and an increase in expected cruise ship dockings*
- *Operating expense forecast is \$2.6 million over what was reflected in original budget with larger variances in the Passenger, Mechanical and Facilities departments*
  - *Variance for Passenger is primarily due to lower than expected YTD contract expense*
  - *Variance for Mechanical is related to higher than expected expense for rolling stock parts, heavy equipment parts, and professional fees for seasonal temporary carman employees in Fairbanks*
  - *Variance for Facilities is primarily due to higher than expected contract costs for roof snow removal, janitorial, and lawn care contracts*

## **IX. BRIEFING ITEMS**

### **A. PUBLIC BRIEFINGS**

#### **ITEM 4: Annual Benefits Reports:**

**Pension Plan**

**401(k) Tax Deferred Savings Plan**

**457 Deferred Compensation Plan**

**Health Care Trust**

# Alaska Railroad Corporation

## Pension Plan

### Annual Report – July 2024

The Pension and Represented 401(k) Savings Plan Committee recently received the Plan’s Actuarial Valuation report which is an important source of information regarding the funded status of ARRC’s Pension Plan. The report’s purpose is to determine the ARRC’s annual Actuarially Determined Contribution to the Plan and to measure the Plan’s funding status and progress. This Annual Report provides information, extracted from the valuation, on the Plan’s operations and finances, and highlights the most recent actions taken by the Committee.

2023 saw the Pension Plan outperform its benchmark in three of the four quarters. With the exception of a loss of -2.94% in the third quarter, the Plan had positive returns of 3.84% in the first quarter, 3.22% in the second quarter, and 7.75% in the fourth quarter. The Pension Plan was able to finish calendar year 2023 with a Plan return of 12.10% (net of investment management and consulting fees) versus its benchmark of 10.49%. This was a great year for the Plan. Over the past five years the 5-year average return of 8.62% has exceeded the policy index by 0.51%, which ranks in the 57<sup>th</sup> percentile among the peer universe. The Plan has maintained a disciplined approach to rebalancing (which adheres to the Investment Policy) and thereby keeps risk under control. Lastly, the Committee remains diligent in terms of cost management and has kept the Plan investment expense at 0.58% of assets, while maintaining the asset allocation.

During 2023, Plan investments earned a return of 12.1% on a market value basis and 7.4% on the smoothed actuarial asset value basis which is used to determine ARRC’s annual Plan contribution amount. This actuarial gain on the smoothed actuarial value of assets (which were assumed to earn 7.25%), decreased the unfunded actuarial accrued liability by approximately \$0.2 million. There was a small loss of approximately \$0.5 million due to a larger COLA than expected and also a net loss of approximately \$1.4 million due to demographic experience being less favorable overall than assumed. The Committee is pleased to report that the Plan remains well funded at a funded ratio of 94.4% on an actuarial basis. As a result, the total Actuarially Determined Contribution, which is ARRC’s employer contribution to the Pension Plan, was determined to be \$3.21 million for 2024. Outlined below are a few additional statistics with respect to the Pension Plan:

	2023 ACTIVITY	2022 ACTIVITY
Net Assets January 1	\$ 235,728,031	\$ 271,627,043
Employee Contributions	5,327,500	4,986,692
Employer Contributions	3,147,623	2,672,812
Net Investment Income (Loss)	28,183,077	(32,966,738)
<b>Total Additions (Subtractions)</b>	<b>\$ 36,658,200</b>	<b>\$ (25,307,234)</b>
Pension Benefits Paid	10,806,601	9,242,144
Disability Benefits Paid	123,689	72,880
Refund of Employee Contribution Accounts	1,148,492	912,384
Administrative Expenses	427,137	364,370
<b>Total Deductions</b>	<b>\$ 12,505,919</b>	<b>\$ 10,591,778</b>
<b>Net Assets December 31</b>	<b>\$ 259,880,312</b>	<b>\$ 235,728,031</b>
Retiree Count	410	388

Additional accomplishments include:

- The Pension Plan Document was restated effective January 1, 2023, and then amended to reflect the new Required Minimum Distribution age and clarification on Forfeitures.
- The Committee selected Managed Medical Review Organization, Inc. (MMRO), as the new Pension Disability Medical Determination firm.
- The Committee replaced MetWest, Rimrock & PIMCO and reallocated the funds to 60% Dodge & Cox I Shares and 40% to Sterling Total Return R6.
- The Committee approved rebalancing the Pension Plan to focus on the underweight of the Real Estate sector.

## 12/31/2023 PENSION PLAN FUNDS & ASSETS

In Thousands

- Met West Total Return
- PIMCO Dynamic Bond
- Rimrock Low Volatility
- T Rowe Price Global Multi-Sector Bond
- Hotchkis & Wiley High Yield
- DFA Inflation-Protected Secs Port Instl
- Cash
- MFS Int'l Eq
- Prime Property Fund LLC
- RREEF Fd of Amer REIT II
- PIMCO Commodities- Real Return
- T Rowe Price Structured Research Tr-B
- Vanguard Inst- Index
- JP Morgan Mid Cap Value
- MFS Mid Cap Growth R6
- American Century Small Cap Value
- Hood River Small Cap Growth



## 12/31/2023 Pension Plan Asset Classes



Please contact the Alaska Railroad Pension Committee Members and staff if you have any questions.

- |                  |  |
|------------------|--|
| Jennifer Mergens | Committee Chairman & CHRO                  |
| Michelle Maddox  | Committee Member & Chief Financial Officer |
| Ashley Schultze  | Committee Member & Labor Representative    |
| Dirk Hosler      | Committee Member & Labor Representative    |
| Theresa MacLeod  | Committee Member & Manager, Ret Plans      |
| Kristine Stone   | Retirement and LMS Coordinator             |

Alaska Railroad Corporation  
401(k) Tax Deferred Savings Plan  
Annual Performance Report - July 2024

The Represented and Non-Represented 401(k) Tax Deferred Savings Plan Committees are pleased to present the 401(k) Plan's Annual Performance Report which provides valuable information on the Plan's finances and activity status for the previous year. Some notable statistics are:

- Participants' funds were allocated at the end of 2023 as follows:
  - ✓ Large Cap 28.4%
  - ✓ Mid Cap 4.9%
  - ✓ Fixed Income 23.2%
  - ✓ Small Cap 5.2%
  - ✓ International 6.6%
  - ✓ Target Date Retirement Funds 30.7%
  - ✓ Loan Fund 1.0%.
- The annualized rate of return for the Plan was 15.82% compared to -14.34% for 2022.
- The annualized weighted average Expense Ratio was 0.173%.
- The average participant balance was \$166,669.
- The Plan currently offers a choice of 24 investment funds.

Additional accomplishments include:

- Empower, in accordance with the Committee's request, has focused on providing outreach and education to encourage participants to enter their additional and outside assets on their personal web page to utilize Advisory Services/Managed Accounts more effectively.
- Implementation of a Best Interest Participant (BIP) tool on Empower's website so participants have the opportunity to become more engaged with their accounts and can optimize long-term strategies. The BIP tool reviews various data points/suitability questions entered and provides the participant with 3 options: Point-in-Time Advice, My Total Retirement service, or a Target Date Retirement Fund.
- The Required Minimum Distribution age was updated, Hardship self-certification was implemented, and Terminal Illness and Adoption distribution provisions are being implemented pursuant to IRS Secure Act options.
- Continuation of in-person presentations and quarterly communication campaigns.
- Restatement of the 401(k) Plan Documents, effective March 1, 2023. In addition, the Represented Plan was amended to allow UTU employees additional rollover options.
- Approval of an amended 401(k) Investment Policy Statement.

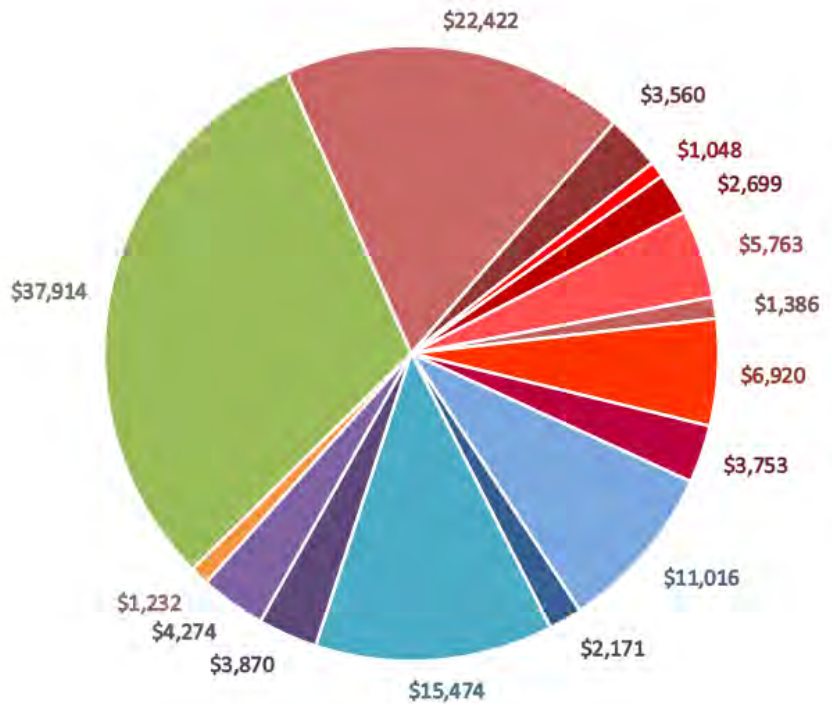
**401(k) Plan Activity**

	2023	2022
Employee Contributions	\$4,454,663	\$4,208,422
Employer Match	\$1,014,927	\$984,758
<b>Total</b>	<b>\$5,469,590</b>	<b>\$5,193,280</b>
Plan Balance on 12/31	\$123,501,741	\$107,583,820
Average Balance	\$166,669	\$149,253
Active Participants as of 12/31 (employed)	490	487
All Participants	740	711

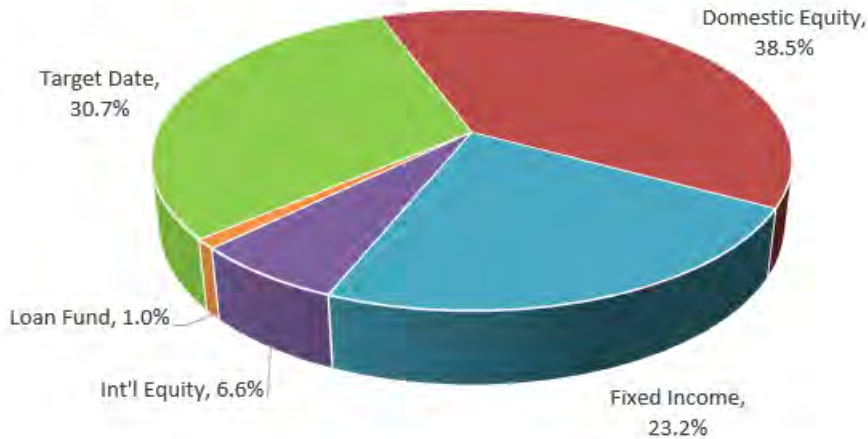
	% of Active Employees Participating	
	2023	2022
ARW	46%	48%
ATDA	75%	79%
TMSTR	59%	64%
Non-Rep	79%	78%
TCU	87%	83%
UTU	64%	66%
<b>Total</b>	<b>61%</b>	<b>63%</b>

12/31/2023 401(k) Asset Allocation, Total Fund with Loans  
In Thousands

- Fidelity 500 Index
- Fidelity Extended Market Index
- JPMorgan Mid Cap Value R6
- Loomis Sayles Small Cap Growth N
- MFS Growth R6
- MFS Mid Cap Growth R6
- Vanguard Windsor II Fund - Admiral
- Victory Integrity Small Cap Value R6
- Fidelity US Bond Index
- T Rowe Price Global Multi Sector Bd I
- Putnam Stable Value
- American Funds EuroPacific Gr R6
- Fidelity Total Intl Index
- Loan Fund
- Vanguard Target Retirement Funds



12/31/2023 Asset Classes



**Please contact the Committee Members and staff if you have any questions.**

**401(k) Tax Deferred Savings Plan Committee Members:**

Jennifer Mergens	Committee Chairman and Chief Human Resources Officer
Michelle Maddox	Committee Member & Chief Financial Officer
Ashley Schultze	Committee Member & Labor Representative
Dirk Hosler	Committee Member & Labor Representative
Theresa MacLeod	Committee Member & Manager, Retirement Plans
Kristine Stone	Retirement & LMS Coordinator

Alaska Railroad Corporation  
457 Deferred Compensation Plan  
Annual Performance Report - July 2024

The Non-Represented 457 Deferred Compensation Plan Committee is pleased to present the 457 Plan’s Annual Report which provides valuable information on the Plan’s finances and activity status for the previous year. Some notable statistics are:

- Participants’ funds were allocated at the end of 2023 as follows:
  - ✓ Large Cap 30%
  - ✓ Mid Cap 4.5%
  - ✓ Fixed Income 19.3%
  - ✓ Small Cap 8.2%
  - ✓ International 8%
  - ✓ Target Date Retirement Funds 30%
- The average participant balance was \$129,666.
- The Plan currently offers a choice of 24 investment funds.

Additional accomplishments include:

- Empower, in accordance with the Committee’s request, has focused on providing outreach and education to encourage participants to enter their additional and outside assets on their personal web page to utilize Advisory Services/Managed Accounts more effectively.
- Implementation of a Best Interest Participant (BIP) tool on Empower’s website so participants have the opportunity to become more engaged with their accounts and can optimize long-term strategies. The BIP tool reviews various data points/suitability questions entered and provides the participant with 3 options: Point-in-Time Advice, My Total Retirement service, or a Target Date Retirement Fund.
- Continuation of in-person presentations and quarterly communication campaigns.
- Amendment of the Plan to provide: 1) Updated Normal Retirement Ages for Supplemental Elective Deferrals to align with the Normal Retirement Age of 62 for Tier 1 and Age 65 for Tier 2 participants; 2) Elimination of the First of the Month rule to capture participant’s deferral changes more timely, which also mirrors the 401(k) Plan deferral calendar administratively assisting ARRC’s Payroll department.
- Approval of an amended 457 Plan Investment Policy Statement.

**457 Plan Activity**

	2023	2022
Employee Contributions	\$508,805	\$526,614
Plan Asset Balance on 12/31	\$9,335,986	\$7,808,433
Average Balance	\$129,666	\$118,310
Active Participants	51	49
Eligible Participants	343	314
Percent of Active Employees Participating	19%	20%

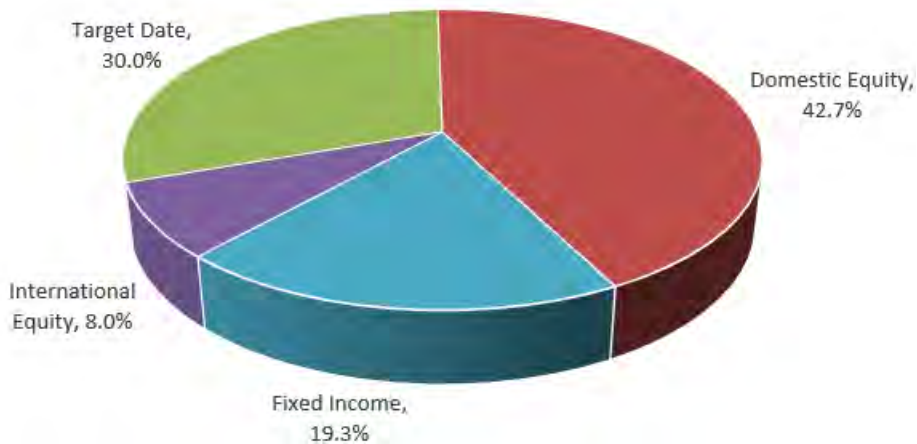
## 12/31/2023 Asset Allocation 457 Plan

In Thousands

- Vanguard Target Retirement Funds
- Fidelity 500 Index
- Fidelity Extended Market Index
- JPMorgan Mid Cap Value R6
- Loomis Sayles Small Cap Growth N
- MFS Growth R6
- MFS Mid Cap Growth R6
- Vanguard Windsor II Fund - Admiral
- Victory Integrity Small Cap Value R6
- Fidelity US Bond Index
- T Rowe Price Global Multi Sector Bd I
- Putnam Stable Value Fund 15bps
- American Funds EuroPacific Gr R6
- Fidelity Total Intl Index instl Premium



## 12/31/2023 Asset Classes



**Please contact the Committee Members or staff if you have any questions.**

**457 Deferred Compensation Plan Committee Members:**

Jennifer Mergens	Committee Chairman and Chief Human Resources Officer
Michelle Maddox	Committee Member & Chief Financial Officer
Theresa MacLeod	Committee Member & Manager, Retirement Plans
Kristine Stone	Retirement & LMS Coordinator

Alaska Railroad Corporation  
Health Care Trust  
Annual Performance Report - June 2024

The ARRC Health Care Trust Committee recently received the Trust’s Actuarial Valuation report which is an important source of information regarding the funded status of ARRC’s Health Care Trust. The report’s purpose is to determine the ARRC’s annual Actuarially Determined Contribution to the Plan, to measure the Trust’s funding status and progress, and to assist ARRC in making informed decisions regarding Plan benefits and investments. This Annual Report provides information, extracted from the valuation, on the Trust’s operations and finances, and highlights the most recent actions taken by the Committee.

With the exception of a 1.83% loss in the third quarter, 2023 was a great year for the Health Care Trust. The trust returned 2.98% in the first quarter, 2.09% in the second quarter, and 6.40% in the fourth quarter. The Health Care Trust was able to finish the year with a Plan return of 9.82% (net of investment management and consulting fees) versus the benchmark of 8.70%. The 5-year average return is 5.83%. The asset allocation continues to be 60% Fixed Income and 40% Equity due to the plan’s overfunded status (implemented in 2021), which has continued and helped the return relative to the older, more aggressive allocation. The Committee remains diligent in terms of cost management and has kept the Plan investment expense at 0.55%.

The Plan investments earned 4.3% on the smoothed actuarial asset basis which is used to determine the Plan’s contribution amount. This actuarial loss on the value of assets (which were assumed to earn 6.00% in the prior valuation) increased the unfunded actuarial accrued liability by approximately \$1.0 million. Significant gains occurred, approximately \$2.5 million, due to participant demographic experience - mainly retirees dropping coverage and fewer participants electing coverage than expected. Also, projected medical claims, net of premiums, increased less than expected which decreased the unfunded actuarial accrued liability by approximately \$0.9 million. Overall, the value of the Plan’s Accrued Liability decreased from \$16.39 million in 2022 to \$13.81 million in 2023, and the overfunded status of the Plan increased over the same period.

The Committee is pleased to report that the Trust still remains exceptionally well-funded at a funded ratio of 429.6% on an actuarial basis. The Railroad is not required to make an Annual Required Contribution to fund the Trust for 2024 due to its already overfunded status. Outlined below are a few additional statistics:

	2023 ACTIVITY	2022 ACTIVITY
Net Assets January 1	\$ 51,746,708	\$ 58,922,441
Employer Contributions	-	-
Net Investment Income (Loss)	5,011,515	(6,546,682)
<b>Total Additions (Subtractions)</b>	<b>\$ 5,011,515</b>	<b>\$ (6,546,682)</b>
Health Care Trust Disbursement, Less Retiree Premiums	(1,094,765)	(566,953)
Administrative Expenses	(95,085)	(62,098)
<b>Total Deductions</b>	<b>\$ (1,189,850)</b>	<b>\$ (629,051)</b>
<b>Net Assets December 31</b>	<b>\$ 55,568,373</b>	<b>\$ 51,746,708</b>
Retiree & Survivor Count	34	39

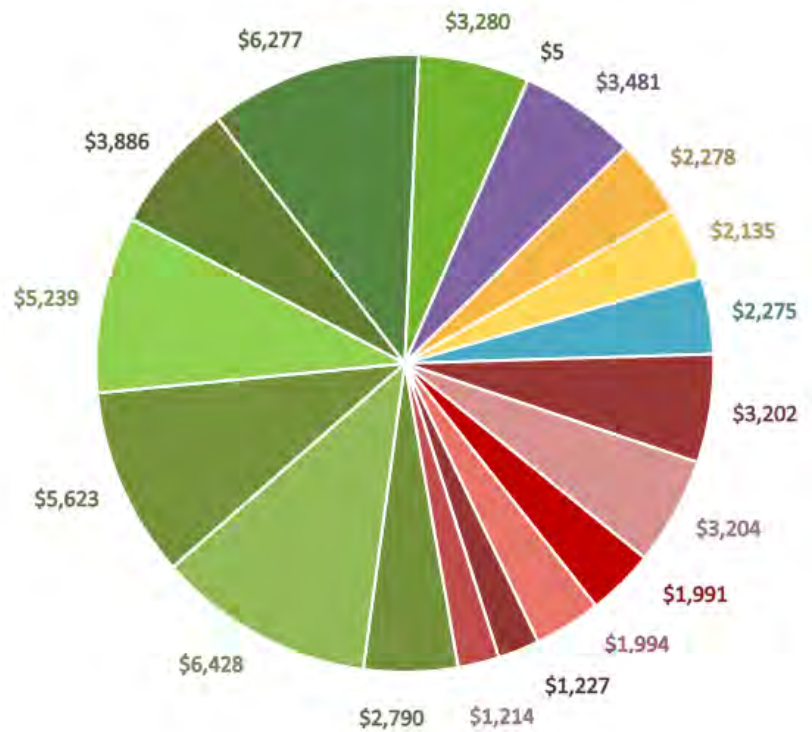
Additional accomplishments include:

- The Committee approved an amended Health Care Trust Investment Policy Statement.
- The Committee replaced Metropolitan West Total Return Bond fund with 60% Dodge & Cox and 40% Sterling Total Return R6.
- The Committee replaced PIMCO Total Return & Rimrock Low Volatility with 60% Dodge & Cox and 40% Sterling Total Return R6.

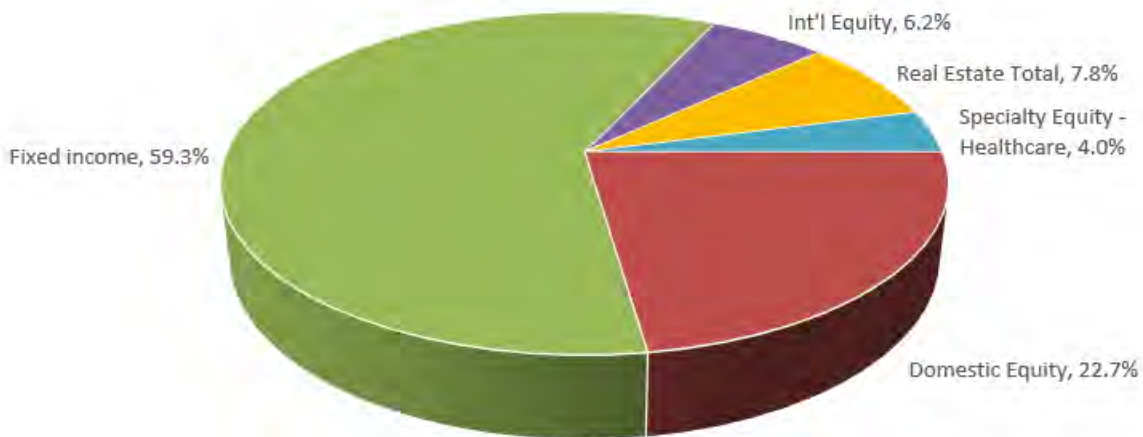
### 12/31/2023 ARRC Health Care Trust Funds & Assets

In Thousands

- Vanguard Short-term Inv Grade Adm
- Met West Total Return
- PIMCO Dynamic Bond
- Rimrock Low Volatility Fund
- T Rowe Price Global Multi-Sector Bond
- Hotchkis & Wiley High Yield
- DFA Inflation-Protected Secs Port Instl
- Cash
- MFS Int'l Eq
- Prime Property Fund LLC
- RREEF Fd of Amer REIT II
- Vanguard Health Care Index Adm
- Vanguard Instl Index
- T Rowe Price US Equity Research
- JP Morgan Mid Cap Value
- MFS Mid Cap Growth R6
- American Century Small Cap Value
- Hood River Small Cap Growth



### 12/31/2023 Health Care Trust Asset Classes



**Please contact the Committee Members if you have any questions.**

**Health Care Trust Committee Members & Staff:**

Jennifer Mergens  
Michelle Maddox  
Megan Schmidt  
Theresa MacLeod  
Kristine Stone

Committee Chairman and Chief Human Resources Officer  
Committee Member & Chief Financial Officer  
Committee Member & Manager, Benefits & Records  
Committee Member, Secretary, & Manager, Retirement Plans  
Retirement and LMS Coordinator

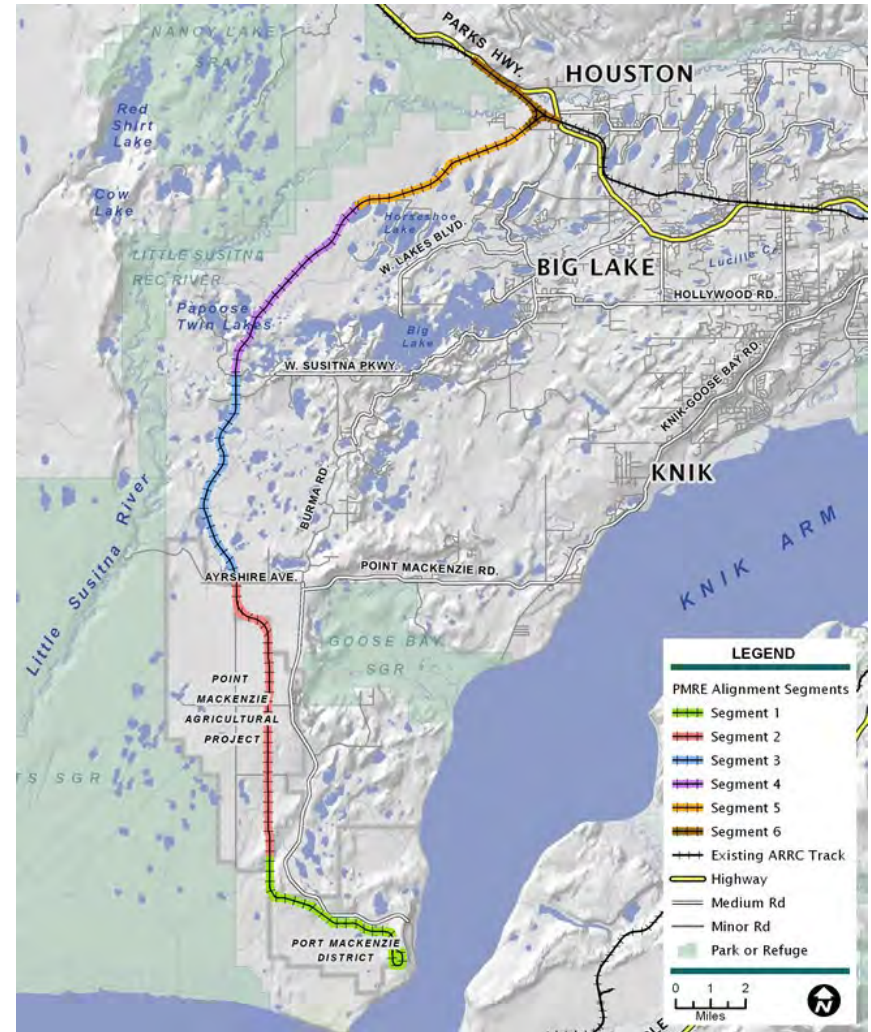


# ARRC Rail Extensions – Board Update

September 2024

# Port MacKenzie Rail Extension (PMRE)

- 32 miles - Houston to Port MacKenzie
- Funded through \$184 million in State Budget Appropriations 2008-2015
- Mat-Su Borough was project sponsor
- ARRC acted on MSB's behalf to construct the project
- ARRC would own and operate the rail line once completed
- Civil construction of Segments 1,3,4,5,6, and the Bi-Modal Bulk Facility are complete



## PMRE Remaining Work

Remaining construction estimated 3 years to complete:

- Segment 2 civil construction (approx. 8 miles)
- Roadbed preparation and Subballast placement
- Telecom and signal construction
- Facility construction
- Track construction

## PMRE – Next Steps

### **Further funding is needed to continue construction.**

- ARRC assisted MSB in the pursuit of a 2021 Build-Back-Better Grant as well as legislative requests
- ARRC continues to promote PMRE with potential customers as well as state agencies including AIDEA, but as yet there is no anchor tenant customer that would allow ARRC to follow Seward Passenger Dock model

### **May 2024, ARRC submitted FRA CRISI grant to complete PMRE:**

- \$275 million project - \$220 million federal, \$55 million match subject to legislative appropriation
- Both Governor and Congressional Delegation declined to offer support letters
- Grant awards expected fall 2024

# Northern Rail Extension (NRE)

NRE is a four-phase project to construct and operate 80 miles of new rail line connecting the existing Eielson Branch rail line at the Chena River Overflow Structure to a point near Delta Junction. In addition to freight and potentially passenger rail services serving commercial interests and communities in or near the project corridor, the project also supports critical national security readiness by providing access to the JPARC military training grounds, the nation's largest unencumbered airspace for joint military exercises. The project is segmented into four phases:

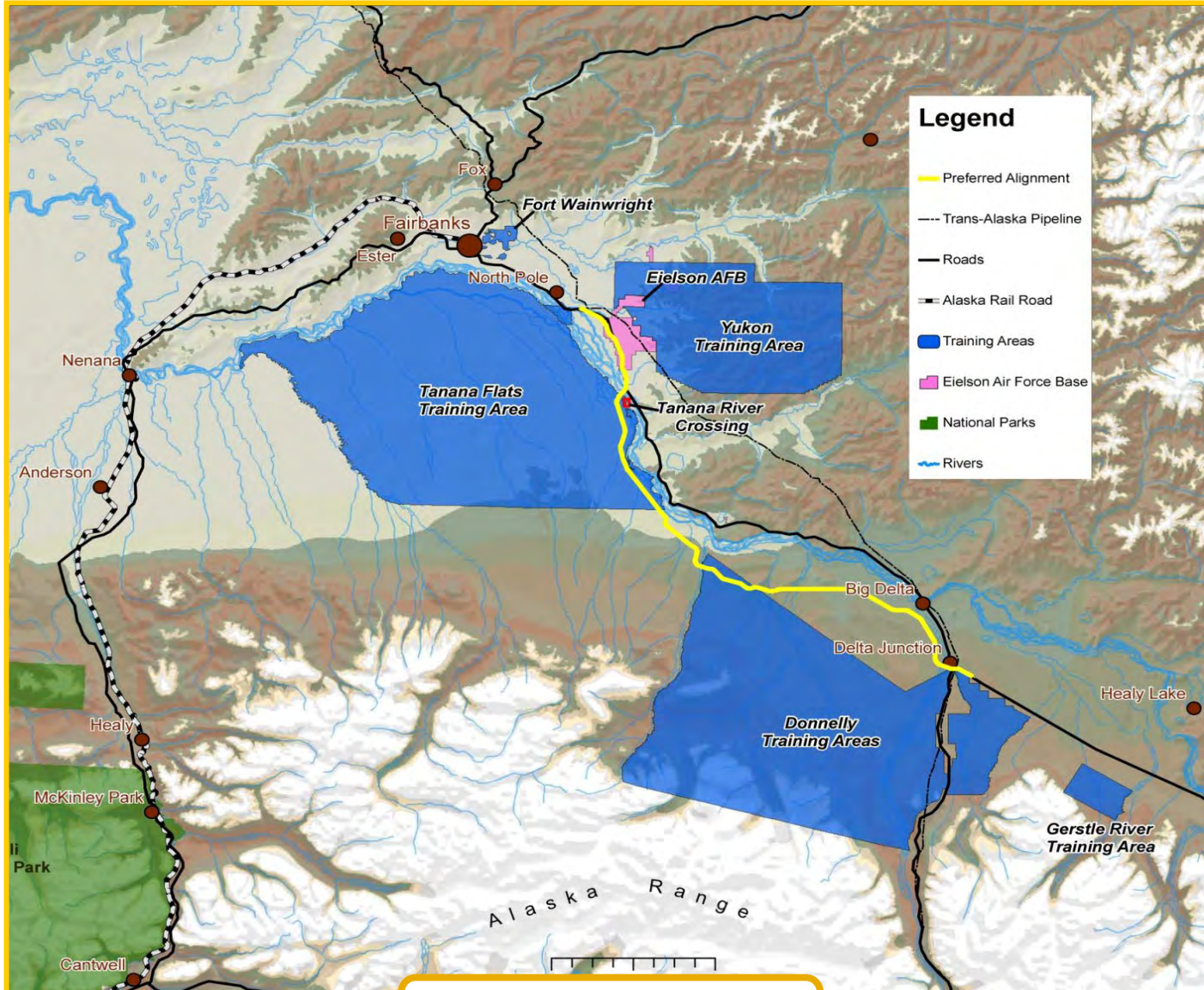
**Phase One:** Tanana River Crossing at Salcha (Joint Tanana Range Access); *completed in 2014.*

**Phase Two:** Rail construction from Moose Creek near North Pole to the Salcha crossing.

**Phase Three:** Rail construction from the Salcha crossing to the Donnelly Military Training Area.

**Phase Four:** Donnelly to Delta Junction.

# Northern Rail Extension (NRE)



# NRE Completed Work – Phase 1

## Construction

Fall 2011 - Spring 2014

- 3300-ft bridge
- 2 miles of levee

## Funding

\$188.2 million

- \$104 million DOD/FRA
- \$84 million SOA



## NRE Remaining Work – Phases 2, 3, 4

- Potential NEPA re-evaluation
- ROW acquisition
  - Congressional assistance will likely be required for federal ROW segments
  - Up to 20 private parcels need to be acquired
  - Significant work with DNR regarding state lands is anticipated
- Final permits (primarily USACE)
- Construction

# NRE Remaining Work – Phases 2, 3, 4

## 2024 Cost Projections\*

- Phase 2 (Final Permitting, ROW, 13 Miles of Construction): \$278 million
- Phase 3 (30 Miles of Construction): \$651 million
- Phase 4 (38 Miles of Construction): \$826 million

**TOTAL: \$1.7 billion**



## NRE – Next Steps

### **Further funding is needed to continue construction.**

- No indication of renewed Department of Defense appropriations
- Scale of NRE vastly exceeds ARRC's ability to fund without outside assistance

### **May 2024, ARRC submitted DOT MEGA grant to complete Phase 2 of NRE:**

- \$278 million project - \$167 million federal, \$110 million match subject to legislative appropriation. (\$50 million congressionally directed spending request not funded.)
- Governor declined to offer support letter
- Grant awards expected fall 2024

# 2024 September 10 Real Estate Committee Notes



## Alaska Railroad Corporation Board of Directors Real Estate Committee Notes

Date: September 10, 2024

Time: 9:00 a.m.

Location: Hybrid Meeting

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### Board Members:

John Binkley, Committee Chair (in person)  
John Shively, Committee Member  
John Reeves, Committee Member  
Judy Petry, Committee Member  
TJ Dinsmore, Committee Member  
Commissioner Ryan Anderson, Committee Member  
Commissioner Julie Sande, Committee Member

### Staff present:

Christy Terry, Andy Donovan, Kellyan Taylor, Kristen Gratrix, Bill O'Leary, Jennifer Mergens, Dale Wade, Brian Lindamood, Kate Dueber, Michelle Maddox, Andy Behrend, Clark Hopp, Jon Roder, Meghan Clemens, Lorine Hall, Amy Kinnaman, and LaFewt Knox, Tina Wareham

### Members of the Public present:

Dacia Haddad  
Michelle Boutin – Attorney representing Dojer Services LLC.  
Jackie Wilde  
Hope Scarpinato  
David Miller  
Bob Tuteur  
Chuck Kopp  
Cherrie Curry  
Tim Worthen  
David Grossklaus  
Unknown [(321)230-0687]

### Customer Communications:

Ms. Terry said that she is working with multiple potential customers on items that are confidential and proprietary. Based on those conversations, we are working toward two potential leases for the November Real Estate Committee and Board meetings.

Ms. Terry stated that she has had a number of customer meetings in Seward and attended last night's Seward City Council Meeting to keep the community informed on operations and project plans.

Contracts to be presented to the Board of Directors for consideration:

Contract No. 20986 – Dojer Services, LLC – Whittier

Ms. Terry shared that the customer is a long-time lease holder and is looking for a new 35-year ground lease. Dojer serves the Prince William Sound and is considered an anchor tenant in Whittier. Ms. Terry states that the customer has agreed to the negotiated lease language.

Contract No. 21053 – JL Healy Hotel, LLC – Healy

Ms. Terry shared that the lease is for an existing customer who is applying for a new 35-year lease that includes a 10-acre expansion to accommodate future development.

There was discussion about the expansion of the Healy area to accommodate more tourism and hotel activity related to Denali National Park.

Contract No. 21102 – Alaska Tourism Development, LLC. – Healy

Ms. Terry shared that this is a lease assignment and a new 35-year lease for more development of cabins to accommodate expansion of the Healy area as a tourist destination.

Contract No. 21013 – OFD, LLC. – Fairbanks

Ms. Terry shared with the group that the customer currently has a 35-year lease, but has applied for a 55-year lease to secure additional financing for the improvements made both to the interior and exterior of existing buildings onsite.

Contract No. 21104 – Dimond Fencing Company, Inc. – Fairbanks

Ms. Terry shared that Dimond Fencing has a new owner through a lease assignment and they have applied for a new 35-year ground lease.

Briefing / Update

Seward

Dock Traffic

Ms. Terry stated that to date we have had 83 of the 96 planned cruise ship dockings for the season. She reminded the Committee about the Viking ships that not only dock but

also stay for three days. For the freight dock there have been 151 other vessels including pipe, Spenard Builder Supply early in the season and other general freight activity. Looking forward through the end of the year into early next, there is anticipated 20,000 tons of pipe and frac sand coming over the freight dock in addition to normal freight activity.

#### Passenger Dock Project – Seward Company, LLC

Ms. Terry shared an update for the project. The terminal building subcontractor has been engaged and is actively working on the terminal engineering and detailed design. The floats are nearly 100% designed and the plate steel has been procured by the fabricator. Additional geotechnical borings will be made next week to allow for final terminal foundation and marine design. R&M has been engaged as a third-party Quality Assurance firm and will provide QA info to Seward Co, RCG, and ARRC.

#### Anchorage

##### Depot Drive

The Depot Drive project is complete, there is some contaminated soil that remains onsite that is being tested and remediation plans are being discussed.

##### East Ship Creek Ave. Building Demolitions

Ms. Terry shared that there are two buildings that will be demolished on East Ship Creek Avenue in the upcoming weeks. This is consistent with the plan to meet the Planned Community (PC) requirements for the Ship Creek District through attrition, which is a long-standing land use plan. Ms. Terry shared that she sits on the Board for the Anchorage Downtown Partnership as it is essential to participating with the Downtown businesses.

##### Freight Shed Update

Ms. Terry shared that the Freight Shed roof had endured some damage due to snow load over the winter. Repairs are being made to the trusses this fall.

#### Whittier

##### Head of Bay Project Update

Ms. Terry shared that the first cruise ship will be docking tomorrow, September 11. Ms. Terry stated that she, Ms. Maddox and Mr. Wade would be attending the reception.

#### Whittier Master Plan

Ms. Terry stated the Draft Whittier Master Plan is being internally vetted with the intent of sharing it with external stakeholders and the City of Whittier in October. Highlights include a grade separation, second main track, relocated Terminal entrance, and reconstruction of the Barge Slip.

#### Land Exchange

Ms. Terry shared that she has been attending meetings with the City of Whittier weekly, attending council meetings and working with the community on determining non-operational land available for fair market value purchase price or comparable land trade. A draft Memorandum of Understanding was received yesterday and is under review.

#### Fairbanks

##### Yard Waterline update

Ms. Terry shared that the Fairbanks yard fire suppression line has been tested and two leaks were discovered. We continue to plan to complete repairs prior to winter.

##### Water Tower update

Ms. Terry shared before and after photos of the water tower which was recently painted.

Ms. Terry shared information about the upcoming ARRC Open House event, which will occur on Saturday, September 28 at 9:00 a.m.

#### Cantwell

##### Land Purchase

Ms. Terry shared that the land purchase adjacent to the mainline ROW in Cantwell was complete. The land has been used in the past to accommodate hard rock moves, and most recently for offloading passengers during the Riley Fire in Denali Park. Ms. Terry stated that it is also our desire to acquire the DOT parcel at that location either through trade or purchase.

#### Nenana

##### Land Sale

Ms. Terry shared that House Bill 395, which passed during the 2024 legislative session and was signed by the Governor last week. The land transfer would consist of 188 acres appraised at \$2.2 million, which is the fair market value required by statute. In addition, the proposed transaction would include payment of approximately \$725,000 of back lease payments. The City may also have available a potential U.S. Environmental Protection

Agency (EPA) grant for land contamination clean-up that includes funding opportunity for property purchase. ARRC plans to participate in the EPA grant application by providing a letter of support. The goal is for the Board to review authorizing this land purchase at the November Board Meeting.

#### Public Comment

Michelle Boutin stated that she is an attorney representing Dojer Services, LLC and spoke in support of her client's lease application. She was available for questions.

#### Executive Session

Committee Chair Binkley asked for a motion to move into executive session to discuss proprietary and privileged financial and legal matters associated with the Seward Passenger Dock transaction. Committee Member Petry so moved and Committee Member Dinsmore seconded. There was no discussion or objection and the Committee moved into Executive Session.

At 10:42 a.m., Chair Binkley moved the meeting back to public session.

#### Adjournment

Committee Member Petry moved to adjourn and Committee Member Dinsmore seconded. The motion passed with no discussion or objection and the meeting adjourned at 10:42 a.m.

**ARRC BOARD OF DIRECTORS MEETING  
EXECUTIVE SESSION AGENDA**

**X. NEW BUSINESS**

**B. Executive Session Briefings**

**Friday, September 27, 2024**

1. Contracts, Claims, Litigation, Personnel and Financial Matters
2. Seward Passenger Dock
3. Legislative Update
4. Business Development Report

**All Matters Are Confidential. Public Members will be moved into a private waiting room and rejoined when public session reconvene.**

## **X. NEW BUSINESS**

### **C. Adoption of Consent Agenda**

- 1. Resolution No. 2024-23 Relating to Approval of the Second Amendment to the Alaska Railroad Corporation 401(k) Tax Deferred Savings Plan for Non-Represented Employees (Loan Provision Clarifications)**
- 2. Resolution No. 2024-24 Relating to Approval of the Second Amendment to the Alaska Railroad Corporation 401(k) Tax Deferred Savings Plan for Represented Employees (Loan Provision Clarifications)**
- 3. Resolution No. 2024-25 Relating to Approval of the Second Amendment to the Alaska Railroad Corporation Pension Plan (Buy Back Procedure)**
- 4. Resolution No. 2024-26 Relating to Approval of the Restatement of the Alaska Railroad Corporation Health Care Trust**
- 5. Resolution No. 2024-27 Relating to Approval of the Alaska Railroad Corporation's Title VI Program for Federal Fiscal Years 2025-2027**
- 6. Resolution No. 2024-28 - Relating to the Selection of a Firm to Perform the 2024-2025 Performance Audit**
- 7. Contract #20986 – Dojer Services, LLC – Whittier**
- 8. Contract #21053 – JL Healy Hotel, LLC – Healy**
- 9. Contract #21102 – Alaska Tourism Development, LLC - Healy**
- 10. Contract #21013 – OFD, LLC (Fairbanks)**
- 11. Contract #21104 – Dimond Fencing Company, Inc. (Fairbanks)**

DATE: September 10, 2024

TO: Bill O'Leary, President and CEO

FROM: Theresa MacLeod, Manager, Retirement Plans

SUBJECT: Second Amendment to the Represented 401(k) Plan &  
Second Amendment to the Non-Represented Plan –  
Loan Provision Clarifications

The ARRC 401(k) Tax Deferred Savings Plan for Represented Employees and the ARRC 401(k) Tax Deferred Savings Plan for Non-Represented Employees are being amended to provide the following for each Plan:

1. The total loan amount shall not exceed the lesser of 1) one-half of the combined balance of the Participant's Pretax Contribution Account, Catch-up Contribution Account, and Rollover Account, or 2) \$50,000, reduced by the highest outstanding loan balance from the Plan in the "prior rolling 12-month period."

Previously the loan amount was reduced by the highest outstanding loan balance from the Plan during the "preceding year." This has been clarified to align with administrative practice.

2. Payments are considered made when received by the Plan. The defaulted loan balance shall be reported as taxable income to the Participant for the year in which the default occurs. If a loan is in default, the Plan shall foreclose upon the Participant's Account balance to the extent of the unpaid balance of the loan "when the Participant takes a distribution of their entire benefit." Also, once a Participant is eligible for a distribution, "they may elect to offset the unpaid balance of the loan prior to receiving a full distribution."

Previously, each Plan provided that the Plan would foreclose upon the Participant's Account balance to the extent of the unpaid balance of the loan as of the "earliest date on which the Participant is eligible for a distribution." The revised provision requires the loan be paid in full upon 100% distribution, and also allows the Participant to elect to offset the loan prior to receiving a full distribution, i.e., a partial distribution at Retirement, Termination, Disability, Age 59 1/2, and death.

Amendments to the 401(k) Tax Deferred Savings Plan for Represented Employees and the 401(k) Tax Deferred Savings Plan for Non-Represented Employees are necessary to clarify and incorporate these changes.

Please let me know if you have any questions.

Adopted: \_\_\_\_\_

Resolution No. 2024-23

Relating to Approval of the Second Amendment to the Alaska Railroad Corporation 401(k) Tax Deferred Savings Plan for Non-Represented Employees (Loan Provision Clarifications)

WHEREAS, the Alaska Railroad Corporation (“ARRC”) sponsors the Alaska Railroad Corporation 401(k) Tax Deferred Savings Plan for Non-Represented Employees (the “Plan”); and

WHEREAS, Section 9.1 of the Plan provides for amendment of the Plan; and

WHEREAS, the Plan was adopted effective September 1, 1985; and

WHEREAS, the Plan was amended and restated March 1, 2023; and

WHEREAS, the proposed amendment to the Plan is attached hereto as Appendix A; and

WHEREAS, adoption of an amendment of the Plan requires the approval of the ARRC Board of Directors; and

WHEREAS, ARRC desires to amend the Plan to clarify that the total loan amount shall not exceed \$50,000, reduced by the highest outstanding loan balance from the Plan “in the prior rolling 12-month period” instead of the “preceding year;” and

WHEREAS, ARRC desires to amend the Plan to clarify that the Plan shall foreclose/offset an unpaid loan balance upon a 100% full distribution, and that a Participant may also elect to offset the unpaid balance of a loan *prior* to receiving a full distribution;

NOW, THEREFORE, BE IT RESOLVED that the ARRC Board of Directors has reviewed and approves the proposed changes to the Plan attached hereto as Appendix A, and hereby approves the amendment to the Plan to amend the loan provisions effective October 1, 2024.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the ARRC Board of Directors hereby directs and authorizes the President and Chief Executive Officer, or their designee, to take such actions as are reasonably necessary to:

- (a) Execute the Second Amendment to the Plan, substantially in the form of Appendix A attached hereto;
- (b) Execute any and all other documents as he deems necessary or desirable to carry out the foregoing resolution;
- (c) Take such actions as he deems necessary or desirable to effectuate the intent of this resolution and to meet statutory, regulatory or contractual requirements; and
- (d) Certify this resolution to any necessary person, corporation or governmental entity.

This is to certify that I am the Secretary of the Board of Directors of the Alaska Railroad Corporation, and the above Resolution 2024-23 is a true and correct copy of the resolution adopted by the Alaska Railroad Corporation's Board of Directors at its regular board meeting on September 27, 2024.

Date \_\_\_\_\_

\_\_\_\_\_  
Jennifer Mergens  
Board Secretary

Corporate Seal

SECOND AMENDMENT  
TO THE  
ALASKA RAILROAD CORPORATION  
401(k) TAX DEFERRED SAVINGS PLAN  
FOR NON-REPRESENTED EMPLOYEES

The Alaska Railroad Corporation 401(k) Tax Deferred Savings Plan for Non-Represented Employees, as amended and restated March 1, 2023 (“Plan”), is hereby further amended as follows, pursuant to Section 9.1 of the Plan, effective October 1, 2024, as follows:

1. Section 7.6(b)(2), Loan to Participants, is amended in its entirety as follows:
  - (2) \$50,000, reduced by the highest outstanding loan balance from the Plan in the prior rolling 12-month period.
2. Section 7.6(1), Loan to Participants, is amended by replacing the paragraph immediately following subsection (3) as follows:

Payments are considered made when received by the Plan. The defaulted loan balance shall be reported as taxable income to the Participant for the year in which the default occurs. If a loan is in default, the Plan shall foreclose upon the Participant’s Account balance to the extent of the unpaid balance of the loan when the Participant takes a distribution of their entire benefit. Once a Participant is eligible for a distribution, they may elect to offset the unpaid balance of the loan prior to receiving a full distribution.

IN WITNESS WHEREOF, Alaska Railroad Corporation has caused this Second Amendment to the Plan to be executed on this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

ALASKA RAILROAD CORPORATION

BY: \_\_\_\_\_

ITS: \_\_\_\_\_

Adopted

Resolution No. 2024-24

Relating to Approval of the Second Amendment to the Alaska Railroad Corporation 401(k) Tax Deferred Savings Plan for Represented Employees (Loan Provision Clarifications)

WHEREAS, the Alaska Railroad Corporation (“ARRC”) sponsors the Alaska Railroad Corporation 401(k) Tax Deferred Savings Plan for Represented Employees (the “Plan”); and

WHEREAS, Section 9.1 of the Plan provides for amendment of the Plan; and

WHEREAS, the Plan was adopted effective September 1, 1985; and

WHEREAS, the Plan was amended and restated March 1, 2023; and

WHEREAS, the proposed amendment to the Plan is attached hereto as Appendix A; and

WHEREAS, adoption of an amendment of the Plan requires the approval of the ARRC Board of Directors; and

WHEREAS, ARRC desires to amend the Plan to clarify that the total loan amount shall not exceed \$50,000, reduced by the highest outstanding loan balance from the Plan “in the prior rolling 12-month period” instead of the “preceding year;” and

WHEREAS, ARRC desires to amend the Plan to clarify that the Plan shall foreclose/offset an unpaid loan balance upon a 100% full distribution, and that a Participant may also elect to offset the unpaid balance of a loan *prior* to receiving a full distribution;

NOW, THEREFORE, BE IT RESOLVED that the ARRC Board of Directors has reviewed and approves the proposed changes to the Plan attached hereto as Appendix A, and hereby approves the amendment to the Plan to amend the loan provisions effective October 1, 2024.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the ARRC Board of Directors hereby directs and authorizes the President and Chief Executive Officer, or their designee, to take such actions as are reasonably necessary to:

- (a) Execute the Second Amendment to the Plan, substantially in the form of Appendix A attached hereto;
- (b) Execute any and all other documents as he deems necessary or desirable to carry out the foregoing resolution;
- (c) Take such actions as he deems necessary or desirable to effectuate the intent of this resolution and to meet statutory, regulatory or contractual requirements; and
- (d) Certify this resolution to any necessary person, corporation or governmental entity.

This is to certify that I am the Secretary of the Board of Directors of the Alaska Railroad Corporation, and the above Resolution 2024-24 is a true and correct copy of the resolution adopted by the Alaska Railroad Corporation's Board of Directors at its regular board meeting on September 27, 2024.

Date \_\_\_\_\_

\_\_\_\_\_  
Jennifer Mergens  
Board Secretary

Corporate Seal

SECOND AMENDMENT  
TO THE  
ALASKA RAILROAD CORPORATION  
401(k) TAX DEFERRED SAVINGS PLAN  
FOR REPRESENTED EMPLOYEES

The Alaska Railroad Corporation 401(k) Tax Deferred Savings Plan for Represented Employees, as amended and restated March 1, 2023 (“Plan”), is hereby further amended as follows, pursuant to Section 9.1 of the Plan, effective October 1, 2024, as follows:

1. Section 7.6(b)(2), Loan to Participants, is amended in its entirety as follows:
  - (2) \$50,000, reduced by the highest outstanding loan balance from the Plan in the prior rolling 12-month period.
2. Section 7.6(1), Loan to Participants, is amended by replacing the paragraph immediately following subsection (3) as follows:

Payments are considered made when received by the Plan. The defaulted loan balance shall be reported as taxable income to the Participant for the year in which the default occurs. If a loan is in default, the Plan shall foreclose upon the Participant’s Account balance to the extent of the unpaid balance of the loan when the Participant takes a distribution of their entire benefit. Once a Participant is eligible for a distribution, they may elect to offset the unpaid balance of the loan prior to receiving a full distribution.

IN WITNESS WHEREOF, Alaska Railroad Corporation has caused this Second Amendment to the Plan to be executed on this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

ALASKA RAILROAD CORPORATION

BY: \_\_\_\_\_

ITS: \_\_\_\_\_

DATE: September 10, 2024  
TO: Bill O'Leary, President and CEO  
FROM: Theresa MacLeod, Manager, Retirement Plans  
SUBJECT: Second Amendment to the Alaska Railroad Corporation Pension Plan

The ARRC Pension Plan is being amended to update the Plan's Buy-Back Procedures to simplify administration and comply with applicable law.

In the event a Participant elects to receive a distribution of their employee account benefits following termination, they forfeit their prior Accrued Benefit. If they later become reemployed, the Participant may elect to repay the prior distribution in full, together with interest, from the date of distribution through the date repayment is completed. This results in the reinstatement of the Participant's prior Credited Service and Earnings. Repayment must be made within five years following reemployment, or prior to the Participant's Retirement Date, whichever occurs first.

Currently, a Participant who is reemployed, and wishes to repay a prior distribution may elect the following repayment methods: 1) direct repayment by check, a lump sum or periodic installments; 2) direct rollover of pre-tax or after-tax funds, but not amounts that are designated Roth accounts, from an Eligible Retirement Plan; 3) trustee to trustee transfer from an Eligible Retirement Plan; or 4) payroll deductions designated as Employee contributions which are paid by the Employer and which are "picked-up" contributions. A Participant may not elect to repay a prior distribution with a combination of direct after-tax repayments and pre-tax payroll deductions – other combinations are acceptable.

The Pension Committee recommends removing repayment by pre-tax payroll deduction for ease of administration and on advice of counsel, and expressly allowing repayment by after-tax payroll deduction. Going forward, all repayment options will be on an after-tax basis with the exception of a direct rollover of pre-tax funds from another qualified plan or IRA, which will still be allowed and handled by the Trustee.

Please let me know if you have any questions.

Adopted: \_\_\_\_\_, 2024

Resolution No. 2024-25

Relating to Approval of the Second  
Amendment to the Alaska Railroad Corporation  
Pension Plan

WHEREAS, the Alaska Railroad Corporation (“ARRC”) sponsors the Alaska Railroad Corporation Pension Plan (the “Plan”); and

WHEREAS, Section 10.1 of the Plan provides for amendment of the Plan; and

WHEREAS, the Pension and Tax Deferred Savings Committee recommends changes to the Plan’s buy-back procedures for rehired employees to simplify administration, comply with applicable law, and accommodate if information is delayed; and

WHEREAS, these recommended changes are to Section 4.5(b) Participant Received Distribution of Contributions, subsection (iii) Repayment Election, which is revised to remove repayment by pre-tax payroll deduction; and

WHEREAS, adoption of an amendment to the Plan requires the approval of the ARRC Board of Directors.

NOW, THEREFORE, BE IT RESOLVED that the ARRC Board of Directors has reviewed the proposed changes to the Plan and hereby approves the Second Amendment to the Plan in substantially in the form of the amendment attached hereto as Exhibit A, generally effective as of the date of approval by the ARRC Board of Directors.

NOW, THEREFORE, BE IT FURTHER RESOLVED that the ARRC Board of Directors hereby directs and authorizes the President and Chief Executive Officer, or their designee, to take such actions as are reasonably necessary to:

- (a) Execute the Second Amendment substantially in the form of Exhibit A attached hereto;
- (b) Execute any and all other documents as they deem necessary or desirable to carry out the foregoing resolution;
- (c) Take such actions as they deem necessary or desirable to effectuate the intent of this resolution and to meet statutory, regulatory or contractual requirements; and
- (d) Certify this resolution to any necessary person, corporation or governmental entity.

**[certification and signature page follows]**

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This is to certify that I am the Secretary of the Board of Directors of the Alaska Railroad Corporation, and the above Resolution No. 2024-25 is a true and correct copy of the resolution adopted by the Alaska Railroad Corporation's Board of Directors at its regular board meeting on September 27, 2024.

Date \_\_\_\_\_

\_\_\_\_\_  
Jennifer Mergens  
Board Secretary

Corporate Seal

SECOND AMENDMENT  
TO THE  
ALASKA RAILROAD CORPORATION  
PENSION PLAN

The Alaska Railroad Corporation Pension Plan (the “Plan”), as amended and restated effective January 1, 2023, and as subsequently amended through the First Amendment, is hereby further amended, pursuant to Section 10.1, effective as of the date approved by the Board of Directors, as follows:

1. Section 4.5(b) Participant Received Distribution of Contributions, subsection (iii) Repayment Election, is amended by replacing it in its entirety with the following:

(iii) Repayment Election

A Participant who is reemployed and wishes to repay a prior distribution of contributions under Section 4.5(b)(ii) may elect any of the following methods:

- (A) direct repayment by check, a lump sum or periodic installments;
- (B) direct rollover of pre-tax or after-tax funds, but not of amounts that are designated Roth accounts, from an Eligible Retirement Plan as defined in Section 5.5(a);
- (C) trustee to trustee transfer from an Eligible Retirement Plan as defined in Section 5.5(a) pursuant to Code Section 457(e)(17) or Code Section 403(b)(13); or
- (D) after-tax payroll deductions;

in accordance with procedures established by the Committee.

A Participant’s election to repay a prior distribution must specify the method(s) of repayment and schedule of repayments. If a Participant has had more than one Period of Service followed by a Termination and a distribution, the Participant shall make a separate repayment election with respect to each such prior distribution.

Notwithstanding the foregoing, if a Participant who has elected to repay a prior distribution Terminates or dies before repayment is completed, the Participant or such Participant’s Beneficiary must repay the full balance due within 60 days after Termination in order to receive a full reinstatement of forfeited benefits.

In the event a Participant has repaid only a portion of the full amount due upon such Participant's Pension Starting Date, or in the event a Beneficiary has not repaid the full amount due within 60 days following the Participant's death, the Participant's forfeited Accrued Benefit shall be partially reinstated in accordance with Section 4.5(b)(ii)(C).

IN WITNESS WHEREOF, the Alaska Railroad Corporation has caused this Second Amendment to the Plan to be executed on this \_\_\_\_ day of \_\_\_\_\_ 2024.

ALASKA RAILROAD CORPORATION

BY: \_\_\_\_\_

ITS: \_\_\_\_\_

Adopted: \_\_\_\_\_, 2024

Resolution No. 2024-26

Relating to Approval of the Restatement of the  
Alaska Railroad Corporation Health Care Trust

WHEREAS, the Alaska Railroad Corporation (“ARRC”) sponsors the Alaska Railroad Corporation Health Care Trust (the “Trust”); and

WHEREAS, Section 8.1 of the Trust provides for amendment of the Trust.

WHEREAS, the Trust was adopted by the ARRC effective June 1, 2005 and has been amended four times since its original adoption;

WHEREAS, the ARRC desires to amend and restate the Trust document;

WHEREAS, adoption of the amendment and restatement of the Trust requires the approval of the ARRC Board of Directors;

WHEREAS, the Board of Directors previously approved changes to the Trust as documented in the proposed January 1, 2023 restatement at its meeting September 22, 2023; however, the Trustee insisted on additional editorial, clarifying and indemnification changes before countersigning;

WHEREAS, the Trust is further amended from the changes approved in the restatement presented at its September 22, 2023 Board of Director meeting to make the following additional changes:

1. Revising the “Witnesseth” provisions to reflect the additional history of the Trust prior to the restatement;
2. Removing reference to the initial short plan year in section 1.1 of the Trust;
3. Clarifying the non-discretionary role of the Trustee by eliminating section 6.2 of the Trust and making conforming changes in section 4.1(c), section 4.2, renumbered section 6.2, section 7.2, and rewritten section 7.11(j) regarding Trustee reliance on instructions and documentation;
4. Referring to the Trust Agreement instead of the Trust where applicable;
5. Rewriting section 7.4 of the Trust to reflect negotiated General Indemnification terms; and
6. Revising section 7.11(c) of the Trust to clarify the Trustee’s right to employ agents, servants and attorneys, subject to the Trustee’s fiduciary standard of care;
7. Adding a clause to section 8.1 of the Trust to require Trustee approval to amendments to the Trust Agreement;
8. Revising section 10.3 of the Trust regarding appointment of a successor trustee.

NOW, THEREFORE, BE IT RESOLVED that the ARRC Board of Directors has reviewed the proposed revised restatement of the Health Care Trust and hereby approves the 2024 Restatement of Alaska Railroad Corporation Health Care Trust effective October 1, 2024.

NOW, THEREFORE, BE IT FURTHER RESOLVED that the ARRC Board of Directors hereby directs and authorizes the President and Chief Executive Officer (“CEO”), or the CEO’s designee, to take such actions as are reasonably necessary to:

- (a) Execute the restated the Alaska Railroad Corporation Health Care Trust substantially in the form of Exhibit A attached hereto;
- (d) Take such actions as the CEO deems necessary or desirable to effectuate the intent of this resolution and to meet statutory, regulatory, or contractual requirements; and
- (e) Certify this resolution to any necessary person, corporation, or governmental entity.

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This is to certify that I am the Secretary of the Board of Directors of the Alaska Railroad Corporation, and the above Resolution No. 2024-26 is a true and correct copy of the resolution adopted by the Alaska Railroad Corporation’s Board of Directors at its regular board meeting on September 27, 2024.

Date \_\_\_\_\_

\_\_\_\_\_  
Jennifer Mergens  
Board Secretary

Corporate Seal

Resolution No. 2024-27

Adopted:

Relating to the Approval of the Alaska  
Railroad Corporation's Title VI Program  
for Federal Fiscal Years 2025-2027

WHEREAS, the Alaska Railroad Corporation (ARRC) is a recipient of federal funding from the Federal Transit Administration (FTA) and is therefore required to have a Title VI Program prohibiting discrimination in FTA-funded programs and services on the basis of race, color, and national origin; and

WHEREAS, the ARRC's Title VI Program must be updated and submitted to the FTA every three years; and

WHEREAS, an updated Title VI Program for Federal Fiscal Years 2025-2027 is due to FTA in 2024; and

WHEREAS, FTA Circular 4702.1B requires that the ARRC's Title VI Program be approved by the ARRC Board of Directors.

NOW THEREFORE BE IT RESOLVED, that the ARRC Board of Directors has considered the ARRC's Title VI Program for Federal Fiscal Years 2025-2027 as presented by ARRC Management, and hereby approves the ARRC Title VI Program for Federal Fiscal years 2025-2027.

# ALASKA RAILROAD



## TITLE VI PROGRAM Fiscal Years 2025 - 2027

## UPDATES FOR Fiscal Years 2022 – 2024

**Corporate Office:** 327 West Ship Creek Avenue  
Anchorage, Alaska 99501

**Mailing Address:** P.O. Box 107500  
Anchorage, Alaska 99510-7500

**Contact:** Tina Sellers Wareham, Deputy Chief Counsel

**Number:** (907) 265-2461 (office) / (907) 265-2443 (fax)

**Email:** [sellerswarehamt@akrr.com](mailto:sellerswarehamt@akrr.com)

**Web site:** <http://www.alaskarailroad.com>

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## Appendices

Appendix A	Title VI Complaint Form
Appendix B	ARRC Policy 62-1, Anti-Discrimination and Harassment
Appendix C	ARRC LEP Plan
Appendix D	Notice to Beneficiaries
Appendix E	ARRC Public Outreach Plan and Updates 2022-2024
Appendix F	List of Title VI Investigations, Complaints and Lawsuits
Appendix G	On-Time Performance 2022-2024
Appendix H	Standard Vehicle Assignments
Appendix I	ARRC Board Resolution

Cover Photograph: Nenana Centennial Celebration by Jaime Holt

**I. ALASKA RAILROAD CORPORATION  
TITLE VI POLICY STATEMENT**

It is the policy of the Alaska Railroad Corporation (“ARRC”) that no person shall, on the grounds of race, color, or national origin, be excluded from participation in, be denied the benefits of, or otherwise be subjected to discrimination under any program or activity for which the ARRC receives federal financial assistance from the United States Department of Transportation (“DOT”). The benefits and services of DOT-assisted activities shall be made available to, and be fairly and adequately distributed among, beneficiaries without regard to race, color, or national origin. The location of existing or proposed facilities and the provision of DOT-assisted services shall not deny access to any person on the basis of race, color, or national origin, and the communities that we serve shall not be adversely impacted on the basis of race, color, or national origin.

ALASKA RAILROAD CORPORATION

Dated: \_\_\_\_\_

\_\_\_\_\_  
Bill O’Leary  
President and Chief Executive Officer

## II. DEFINITIONS

- A. **ARRC** - Alaska Railroad Corporation.
- B. **DOT** - United States Department of Transportation.
- C. **Discrimination** - Any action or inaction, whether intentional or unintentional, in any program or activity of the ARRC that results in disparate treatment, disparate impact, or perpetuating the effects of prior discrimination based on color, race, or national origin.
- D. **Disparate Impact** - A facially neutral policy or practice that disproportionately affects members of a group identified by race, color, or national origin, where the ARRC lacks a legitimate justification and where there exists one or more alternatives that would serve the same legitimate objective but with less disproportionate effect on the basis of race, color, and national origin.
- E. **Disparate Treatment** - Actions that result in circumstances where similarly situated persons are intentionally treated differently (i.e., less favorably) than others because of their race, color, and national origin.
- F. **Federal Financial Assistance** - Funding from DOT, including:
  - 1. grants and loans of DOT funds;
  - 2. the grant or donation of DOT property and interests in property;
  - 3. the detail of DOT personnel;
  - 4. the sale and lease of, and the permission to use (on other than a casual or transient basis) DOT property or any interest in such property without consideration or at a nominal consideration, or at a consideration which is reduced for the purpose of assisting the ARRC, or in recognition of the public interest to be served by such sale or lease to the ARRC; and
  - 5. any DOT agreement, arrangement, or other contract which has as one of its purposes the provision of assistance.
- G. **FTA** - Federal Transit Administration.
- H. **Limited English Proficient (LEP) Persons** - Persons for whom English is not their primary language and who have a limited ability to read, write, speak, or understand English. It includes people who reported to the U.S. Census that they speak English less than very well, not well, or not well at all.
- I. **Low Income** - A household income at or below the U.S. Department of Health and Human Services poverty guidelines.

2024 POVERTY GUIDELINES FOR ALASKA	
Persons in family/household	Poverty guideline (\$)
For families/households with more than 8 persons, add \$6,730 for each additional person.	
1	18,810
2	25,540
3	32,270
4	39,000
5	45,730
6	52,460
7	59,190
8	65,920

**J. Minority Persons** - Include the following:

1. American Indian and Alaska Native, which refers to people having origins in any of the original peoples of North and South America (including Central America), and who maintain tribal affiliation or community attachment;
2. Asian, which refers to people having origins in any if the original peoples of the Far East, Southeast Asia, or the Indian subcontinent;
3. Black or African American Populations, which refers to peoples having origins in any of the Black racial groups of Africa;
4. Hispanic or Latino Population, which includes persons of Cuban, Mexican, Puerto Rican, South or Central American, or other Spanish culture or origin, regardless of race; and
5. Native Hawaiian and Other Pacific Islander, which refers to people having origins in any of the original peoples of Hawaii, Guam, Samoa, or other Pacific Islands.

**K. National Origin** - The particular nation in which a person was born, or where the person's parents or ancestors were born.

**L. Passenger Services** - The ARRC's provision of public transportation to passengers by rail.

**M. Provision of Facilities** - The construction, expansion, renovation, remodeling, alteration or acquisition of facilities.

**N. Public Transportation** - Regular, continuing shared-ride surface transportation services that are open to the general public or open to a segment of the general public defined by age, disability, or low income. The ARRC provides public transportation services to the general public.

- O. Service Area** - The geographic area in which the ARRC is authorized to provide service to the public.
- P. Service Standard/Policy** - An established service performance measure or policy used by the ARRC as a means to plan or distribute services and benefits within its service area.
- Q. Title VI** - Title VI of the Civil Rights Act of 1964, codified at 42 U.S.C. § 2000d.

### III. GENERAL REQUIREMENTS AND GUIDELINES

**A. Annual Certification and Assurances** - ARRC will submit its Title VI Assurances as part of its annual Certification and Assurance submission to the Federal Transit Administration (FTA).

**B. Complaint Procedures** - In compliance with 49 CFR Section 21.9(b), ARRC has developed procedures for investigating and tracking Title VI complaints filed against it:

1. Complaint to ARRC

a. Filing. Any person who believes that he or she has been subjected to discrimination on the basis of race, color, or national origin in the provision of ARRC services, programs, or activities may file a complaint with the ARRC Legal Department in person at 327 West Ship Creek Avenue, Anchorage, Alaska, by mail at P.O. Box 107500, Anchorage, Alaska 99510-7500, or by email at [sellerswarehamt@akrr.com](mailto:sellerswarehamt@akrr.com). A copy of the ARRC's Title VI Complaint Form is attached as Appendix A.

b. Time of Filing. The complaint must be in writing and filed within 180 calendar days of the date of the alleged discriminatory act.

c. Contents of Complaint. The complaint must state, at a minimum:

- (i) the details of each and every alleged discriminatory act;
- (ii) the date of the alleged discriminatory act;
- (iii) the identity of the ARRC employee who committed the alleged discriminatory act, if known;
- (iv) the basis of the alleged discrimination (race, color, or national origin); and
- (v) the relief sought by the complainant.

d. Investigation and Resolution. The complaint will be investigated according to the procedures set forth in ARRC Policy 62-1, "Anti-Discrimination and Harassment," (except that the investigation shall be under the purview of the ARRC Legal Department rather than the Director, Labor Relations). Before a decision is issued, every effort to achieve a mutually satisfactory resolution to the complaint will be made. Complaints shall be tracked according to the normal procedures of the ARRC Legal Department for tracking all legal

matters. A copy of ARRC Policy 62-1, "Anti-Discrimination and Harassment" is attached as Appendix B.

- e. Appeal. If the complainant is not satisfied with the decision on the complaint, the complainant may appeal to the ARRC President and CEO within fifteen (15) calendar days of the issuance of the decision. The President and CEO will review the complaint and the results of the investigation and issue a decision within thirty (30) calendar days of the date on which the appeal was filed. The decision of the President and CEO shall be final.

## 2. Complaint to DOT

- a. Any person who believes that he or she, individually or as a member of a specific class of persons, has been subjected to discrimination on the basis of race, color, or national origin in the provision of passenger services by the ARRC may file a written complaint with the FTA or with DOT. A complaint must be filed within 180 calendar days of the date of the alleged discriminatory event.
- b. The complaint will be processed in accordance with the complaint procedures of the FTA or the DOT, depending upon where the complaint is filed.

### **C. Recording Title VI Activities** - In compliance with 49 CFR Section 21.9(b), ARRC will prepare and maintain a list of any active investigations (conducted by entities other than the FTA), lawsuits, or complaints naming ARRC that allege discrimination on the basis of race, color, or national origin. This list shall include:

1. Date the investigation, lawsuit, or complaint was filed;
2. Summary of the allegation(s);
3. The status of the investigation, lawsuit, or complaint; and
4. Actions taken by the ARRC in response to the investigation, lawsuit or complaint.

### **D. Providing Meaningful Access for Limited English Proficient (LEP) Persons** - The ARRC will take steps to ensure meaningful access to the benefits, services, information, and other important portions of its programs and activities for LEP individuals. ARRC will assist LEP persons to participate in the transportation planning process and programs. ARRC staff will make every effort to provide translators and document translation, where feasible, upon request. A copy of the ARRC LEP Plan is attached as Appendix C.

### **E. Notifying Beneficiaries of Protection under Title VI** - In compliance with 49 CFR Section 21.9(d), ARRC will provide information to the public regarding its Title VI

obligations and apprise members of the public of the protections against discrimination afforded them by Title VI. The ARRC's notice will include:

1. A statement that the ARRC operates programs without regard to race, color, and national origin;
2. A description of the procedures that members of the public should follow in order to request additional information on the ARRC's nondiscrimination obligations;
3. A description of the procedures that members of the public should follow in order to file a discrimination complaint against the ARRC.

A copy of the ARRC's current Title VI Notice is contained in Appendix D.

**F. Providing Additional Information Upon Request** - ARRC acknowledges that FTA may request information other than that which is required by FTA C 4702.1B in the investigation of discrimination or to resolve concerns about possible noncompliance with Title VI.

**G. Preparing and Submitting a Title VI Program** - ARRC acknowledges that its Title VI submissions and updates must be provided to the FTA Region 10, Civil Rights Office, once every three (3) years and will include the following:

1. A summary of public outreach and involvement activities undertaken since the last submission and a description of steps taken to ensure that minority and low-income persons had meaningful access to the activity and/or services provided by the ARRC (Appendix E);
2. A copy of ARRC's LEP Plan (Appendix C);
3. A copy of ARRC's procedures for tracking and investigating Title VI complaints (Appendix B);
4. A list of Title VI investigations, complaints, or lawsuits that are currently active or have occurred in the past three (3) years (Appendix F);
5. A copy of ARRC's notice to the public that it complies with Title VI and instructions to the public on how to file a discrimination complaint (Appendix D).

**H. Promoting Inclusive Public Participation** - ARRC will seek out and consider the viewpoints of minority, low-income, and LEP populations in the course of conducting public outreach and involvement activities. In doing so, ARRC will offer early and continuous opportunities for the public to be involved in the identification of social, economic, and environmental impacts of proposed ARRC decisions. In addition to following its LEP Plan, ARRC will endeavor to:

1. Coordinate with individuals, institutions, or organizations and implement community-based public involvement strategies to reach out to members in the affected minority and/or low-income communities;
2. Provide opportunities for public participation through means other than written communication, such as personal interviews or use of audio or video recording devices to capture oral comments;
3. Use locations, facilities, and meeting times that are convenient and accessible to low-income and minority communities; and
4. Use different meeting sizes or formats, or varying the type and number of news media used to announce public participation opportunities, so that communications are tailored to the particular community or population.

A copy of ARRC's Public Involvement Plan is attached as Appendix E, along with a summary of the ARRC's public involvement activities during 2022-2024.

- I. Minority Representation on Planning and Advisory Bodies** - The ARRC has no transit-related, non-elected planning boards, advisory councils or committees, or similar committees, the membership of which is selected by the ARRC.
- J. Providing Assistance to and Monitoring Subrecipients** - The ARRC has no subrecipients.
- K. Determination of Site or Location of Facilities** - In determining the site or location of facilities, ARRC does not make selections with the purpose or effect of excluding persons from, denying them the benefits of, or subjecting them to discrimination on the grounds of race, color, or national origin.
1. The ARRC will conduct a Title VI equity analysis during the planning stage with regard to where a project is located or sited to ensure the location is selected without regard to race, color, or national origin. The analysis will be conducted in accordance with 49 CFR Part 21 and the requirements of FTA Circular 4702.1B.
  2. If ARRC determines that the location of the project will result in a disparate impact on the basis of race, color, or national origin, ARRC will only locate the project in that location if there is a substantial legitimate justification for locating the project there, and if there are no alternative locations that would have a less disparate impact on the basis of race, color, and national origin.

#### **IV. Program Specific Requirements for Recipients Serving Large Urbanized Areas**

The ARRC is located in an Urbanized Area of 200,000 or more, but is *not* among

the FTA Transit Providers in Urbanized Areas of 200,000 or more that operate 50 or more fixed route vehicles in peak service,<sup>1</sup> nor has it been placed in that category at the discretion of the Director of Civil Rights. Accordingly, the only further requirement placed upon the ARRC by FTA Circular 4702.1B is that of setting system-wide standards and policies.

## A. Setting System-Wide Service Standards

In compliance with 49 CFR Section 21.5(b)(2) and (7) and Appendix C to 49 CFR part 21, the ARRC has adopted quantitative system-wide service standards using the following indicators:

1. Vehicle load - the ratio of passengers per vehicle or the ratio of passengers to the number of seats on a vehicle during a vehicle's maximum load point.

The ARRC has the advantage of knowing in advance the number of passengers it will be serving on any given day. All riders have seats and there is never an issue of overcrowding or standing in the aisles. If bookings exceed expectations, extra passenger cars are added to the standard consists.

2. Vehicle headway - the time interval between two vehicles traveling in the same direction on the same route.

On a daily basis from mid-May through mid-September:

- a. A southbound passenger train (the "Coastal Classic") leaves Anchorage at 6:45 a.m., stops at Girdwood, Alaska at 8:05 a.m., and arrives in Seward, Alaska at 11:20 a.m. A northbound train departs Seward at 6:00 p.m., stops at Girdwood at 8:50 p.m., and arrives in Anchorage at 10:15 p.m.
- b. A southbound passenger train (the "Glacier Discovery") leaves Anchorage at 9:45 a.m. and arrives in Whittier, Alaska at 12:30 p.m. A northbound train leaves Whittier at 6:45 p.m. and arrives in Anchorage at 9:15 p.m.
- c. ARRC offers the Spencer Whistle Stop service, a partnership between ARRC and the U.S. Forest Service, as part of the Glacier Discovery Train service. The train leaves Whittier at 12:45 p.m. via the DMU<sup>2</sup> and arrives in Portage at 1:15 p.m., leaves Portage at 1:25

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<sup>1</sup> The List of Recipients in UZAs of 200,000 with 50 or more Vehicles in Fixed Route Peak Service may be found at: <https://www.transit.dot.gov/regulations-and-guidance/civil-rights-ada/fixed-route-peak-service-list>

<sup>2</sup> The DMU was purchased with funds from the U.S. Department of Agriculture, U.S. Forest Service to provide the whistle stop service.

p.m. and arrives at the Spencer Whistle Stop at 1:45 p.m., leaves Spencer Whistle Stop at 1:55 p.m. and arrives at Grandview at 3:20 p.m. The train leaves Grandview at 3:30 p.m., arrives at Spencer Whistle Stop at 4:30 p.m., leaves Spencer Whistle Stop at 4:40 p.m., arrives at Portage at 5:15 p.m., arrives at Whittier at 5:30 p.m., leaves Whittier at 6:45 p.m., arrives in Girdwood at 7:35 p.m., and arrives in Anchorage at 9:15 p.m.

- d. A northbound passenger train (the “Denali Star”) leaves Anchorage at 8:20 a.m. and arrives in Fairbanks at 8:00 p.m. This train stops at Wasilla at 9:35 a.m., Talkeetna at 11:05 a.m., and Denali National Park at 3:40 p.m. before arriving in Fairbanks, Alaska at 8:00 p.m. A southbound Denali Star leaves Fairbanks at 8:15 a.m. daily, stopping at Denali National Park at 12:10 p.m., Talkeetna at 4:40 p.m. and Wasilla at 6:05 p.m., before arriving at Anchorage at 8:00 p.m.
- e. A northbound passenger train (the “Hurricane Turn”) leaves Talkeetna, Alaska at 12:45 p.m. and travels north to Hurricane, Alaska (arriving 3:00 p.m.), providing a flag stop service along the 55-mile route. The schedule enroute depends upon the number of stops requested along the route and the amount of time each stop takes for boarding or disembarking and baggage service. The northbound Hurricane Turn operates approximately 1½ hours behind the northbound Denali Star. The southbound Hurricane Turn leaves Hurricane, Alaska, and travels south to Talkeetna (arriving 5:50 p.m.), providing the same flag stop service along the 55-mile route. The southbound schedule likewise depends upon the number of stops requested along the route and the amount of time needed at each stop for boarding or disembarking and baggage service. The southbound Hurricane Turn operates approximately one hour behind the southbound Denali Star.

From approximately mid-September through mid-May of each year:

- a. On the first Thursday of each month, a passenger train (the “Hurricane Turn”) leaves Anchorage, Alaska at 8:30 a.m., arrives in Wasilla at 10:05 a.m., leaves Talkeetna at 11:35 a.m. and then travels approximately 55 miles north, providing flag-stop service from Talkeetna to Hurricane, located approximately 66 miles south of Denali National Park. A southbound service departs Hurricane upon arrival of the northbound train, returning to Talkeetna, Wasilla and Anchorage on the same Thursday.
- b. A north and southbound service (the “Aurora”) operates between Anchorage and Fairbanks north on Saturdays and south on Sundays. These trains are the only passenger traffic on the ARRC

system on Saturdays and Sundays between mid-September and mid-May. Additionally, ARRC operates weekday Aurora service on select dates during the winter season.

3. On-time performance - a measure of runs completed as scheduled, using the ARRC's definition of "on time" and "acceptable level of performance." See Appendix G.
4. Service availability - a general measure of the distribution of routes within the ARRC's service area. The ARRC operates on a fixed route system and therefore does not vary its physical routes within its service areas. Stops within the fixed route system are distributed according to population density and demands of the ridership.

**B. Setting System-wide Service Policies.** In compliance with 49 CFR Section 21.5(b)(2) and (b)(7), and Appendix C to 49 CFR Part 21, the ARRC has adopted system-wide service policies to guard against service design and operational policies that have a disparate impact. ARRC uses the following indicators:

1. Distribution of Transit Amenities - items of comfort and convenience available to the general riding public.

ARRC's Coastal Classic, Denali Star, and Glacier Discovery Trains all provide the same on-board service, including dining cars, restrooms and washbasins, potable water, tour guides, baggage service, no-smoking cars, and wheelchair accessibility.

On the Coastal Classic and the Denali Star routes, the ARRC offers Goldstar service in addition to its regular Adventure Class service. In addition to all amenities cited above, Goldstar service includes confirmed seating in the upper seats of the car, inclusive meals, and access to an outdoor viewing platform. Goldstar service is offered to the public at an additional cost over Adventure Class.

A review of other transit amenities mentioned in FTA Circular 4702.1B reveals:

- The ARRC has seating at all stop locations;
- The ARRC has shelters at all stop locations;
- The ARRC has schedules and brochures at all major depots;
- The ARRC has maps and schedules aboard all trains;
- The ARRC has waste receptacles at all but two conditional stops.<sup>3</sup>

2. Vehicle assignment -- the process by which transit vehicles are placed into

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<sup>3</sup> This discussion does not include the ARRC's flag stop service, the Hurricane Turn.

service in depots and routes throughout ARRC's system.

ARRC bases its assignment of vehicles solely upon passenger demand and the specific needs of the service offering. Assignment is not based upon the race, color, or national origin of the passengers using the service, nor upon the ethnic makeup of the communities served. On each passenger train, a minimum of one car is ADA-accessible. ARRC's standard vehicle assignments for each train are set forth in Appendix H.

## **V. Board Approval**

The ARRC Board of Directors approved the ARRC Title VI Program (Fiscal Years 2025-2027) at a meeting on September 27, 2024. A copy of the Board's approval resolution is attached as Appendix I.

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix A  
ARRC Title VI Complaint Form



# Title VI Complaint Form

The Alaska Railroad Corporation (ARRC) is committed to ensuring that no person is excluded from participation in or denied the benefits of its services on the basis of race, color or national origin, as provided by Title VI of the Civil Rights Act of 1964, as amended. The following information is necessary to assist us in processing your complaint. If you require any assistance in completing this form, please contact the ARRC Legal Department at (907) 265-2461.

Please submit the completed form to ARRC:

- by mail to: Alaska Railroad Corporation  
Attn: Legal Department  
P.O. Box 107500  
Anchorage, AK 99510-7500
- in person at: ARRC Headquarters  
327 West Ship Creek Avenue in downtown Anchorage
- by email to: [sellerswarehamt@akrr.com](mailto:sellerswarehamt@akrr.com).

## SECTION I:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_ Zip Code: \_\_\_\_\_

Home Phone: \_\_\_\_\_ Work Phone: \_\_\_\_\_

Email Address: \_\_\_\_\_

Accessible Format Requirement?  Large Print  Audio Tape  TTY/TDD  
 Other (specify): \_\_\_\_\_

## SECTION II:

I believe the discrimination I experienced was based on (check all that apply):

**Race**     **Color**     **National Origin**

Date of the Alleged Discrimination (Month, Day, Year): \_\_\_\_\_

*Please complete the second page*

Explain as clearly as possible what happened and why you believe you were discriminated against. Describe all persons who were involved. Include the name and contact information of the person(s) who you believe discriminated against you (if known) as well as names and contact information for any witnesses. If more space is needed, please use the back of this form or attach additional sheets.

**SECTION III:**

Have you filed this complaint with any other Federal, State,  Yes  No  
or local agency or with any Federal or State court?

If you have filed this complaint with another entity, please provide the information below:

Agency: \_\_\_\_\_

Contact Name: \_\_\_\_\_ Phone: \_\_\_\_\_

Address: \_\_\_\_\_

Please attach any written material or other information that you think is relevant to your complaint. Check if additional materials are attached:

**SECTION IV:**

I affirm that I have read the above charge and that it is true to the best of my knowledge, information and belief.

Complainant's Signature: \_\_\_\_\_



Printed Name: \_\_\_\_\_

Date of Signature: \_\_\_\_\_

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix B

ARRC Policy 62-1  
Anti-Discrimination & Harassment Policy

	<b>ALASKA RAILROAD Corporation</b>	<b>Subject: ANTI-DISCRIMINATION &amp; HARASSMENT POLICY 62-1</b>	Page 1 of 9
		Approved by:  <b>Christopher Aadnesen, President &amp; CEO</b>	Effective Date:  3/13/2013

**I. POLICY**


The Alaska Railroad Corporation (ARRC) is an equal employment opportunity employer. The ARRC complies with all applicable laws that prohibit discrimination and harassment in the workplace. It is the policy of the ARRC to ensure equal employment opportunity without discrimination or harassment on the basis of race, color, religion, gender, age, disability, genetic information, national origin, marital status, change in marital status, pregnancy or parenthood when the reasonable demands of the position do not require distinction on the basis of age, physical or mental disability, sex, marital status, change in marital status, pregnancy, or parenthood. Through enforcement of this policy and by education of employees, the ARRC will seek to prevent, correct and appropriately address behavior that violates this policy.

The ARRC expects all employees to support this policy and to comply with all applicable laws prohibiting discrimination, harassment, and retaliation in employment

No adverse employment action will be taken against any individual for exercising his or her rights under applicable law, making a good faith complaint, or assisting in an investigation under this policy. Retaliation for any such protected activity is strictly prohibited, is unlawful, and will be dealt with immediately.

**II. PURPOSE:**

This policy defines prohibited discrimination and harassment and outlines responsibilities for compliance. This policy clarifies procedures available to ARRC employees and applicants who believe that they have been discriminated against or denied equal employment opportunity in any aspect of employment because of race, color, religion, gender, age, disability, genetic information, national origin, marital status, change in marital status, pregnancy or parenthood, when the reasonable demands of the position do not require distinction on the basis of age, physical or mental disability, sex, marital status, change in marital status, pregnancy, or parenthood. These factors or characteristics are referred to as "protected class status."

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### III. COVERAGE:

This policy applies to all ARRC employees and applicants for employment. This policy applies to conduct on ARRC property, on ARRC business, and in any location during work time. It also applies to conduct outside of the ARRC, such as during social or business occasions and events, if the improper conduct adversely impacts the employee's work environment.

### IV. DISTRIBUTION:

This policy is provided to all ARRC employees, unions, and to the general public upon request. This policy is available on the ARRC intranet and website. Managers and supervisors must ensure that employees without email access receive a hard copy of this policy.

### V. REFERENCES/AUTHORITY:

#### A. Federal


1. Title VII of the Civil Rights Act of 1964 (as amended)
2. Age Discrimination in Employment Act of 1967
3. Section 504 of the Rehabilitation Act of 1973 Pregnancy Discrimination Act of 1978
4. The Americans with Disability Act
5. Uniform Guidelines on Employee Selection Procedures" 41 CFR Part 60-3," and 29 CFR Part 1607
6. Equal Pay Act of 1963
7. Civil Rights Act of 1991
8. Family & Medical Leave Act
9. Genetic Information Nondiscrimination Act of 2008

#### B. State

1. Alaska Human Rights Act, Alaska Statutes (AS) 18.80.010 et seq.
2. Pregnancy, Childbirth and Family Leave, AS 23.10.500-23.10.550

### VI. RESPONSIBILITIES:


- A. *All Employees* are responsible for supporting and complying with this policy through their individual conduct and by treating each other equitably and respectfully without regard to protected class status.

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- B. *Director, Labor Relations* is responsible for the interpretation of this policy and investigation of complaints of discrimination, harassment, and retaliation.
- C. *Office of the General Counsel* is responsible for the legal interpretation of this policy and for assisting in its implementation.
- D. *Vice Presidents, Directors, Managers, and Supervisors* are responsible for monitoring and addressing unlawful conduct and behavior in the workplace and taking appropriate and timely correction when a problem is discovered.

#### **VII. DEFINITIONS:**

- A. *Age Discrimination* – Is an adverse employment action taken against an employee or applicant for employment that is based upon the individual's age, unless the reasonable demands of the position require distinction on the basis of age or the challenged action is lawfully based upon a reasonable factor other than age. Age discrimination occurs when the individual's age is the "but for" cause of the challenged adverse employment action.
- B. *Color Discrimination* – Color is an unalterable physical characteristic which may or may not be specifically associated with race. Discrimination on the basis of color may occur when individuals are treated differently because of their skin color. For example, color discrimination may occur when African American individuals are treated differently based on their lighter or darker complexion. Color discrimination may occur in the absence of, or in conjunction with, race discrimination.
- C. *Discrimination* – Any act or failure to act based on an individual's protected class status, and/or reprisal, that adversely affects privileges, benefits, working conditions, results in disparate treatment, or has a disparate impact on an individual.
- D. *Disability Discrimination* – Occurs when a qualified individual with a disability is treated less favorably because the individual: (1) has a physical or mental impairment that substantially limits a major life activity; (2) has a record of having had such impairment; or (3) is regarded as having such impairment. Major life activities include, but are not limited to: hearing, speaking, breathing, seeing, learning, walking, etc. An individual who has been discriminated

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against because he or she has a known association or relationship with a disabled individual is also protected under the law.

E. *Disparate Treatment* – The act of treating an employee or applicant for employment differently based up the individual’s membership in a protected class.


F. *Disparate Impact* – Results when an employer has policies or practices that are neutral on their face but have the effect of disproportionately impacting an individual or group of individuals based upon their membership in a protected class, and the policy or practice is not job-related for the position and consistent with business necessity.

G. *Equal Employment Opportunity (EEO)* – Is a body of laws that prohibit discrimination with regard to terms, conditions, or privileges of employment, including recruiting, hiring, assignment, compensation, benefits, promotions, demotions, transfers, discipline and termination, and any form of unlawful harassment based on protected class status.

H. Harassment


1. *Hostile / Offensive Work Environment* – A hostile work environment results when there is discriminatory conduct or behavior in the work place that is unwelcome and offensive to an individual or a group of individuals based on protected class status. An unlawful work environment may include the inappropriate use of unwelcome slurs, jokes, or other verbal or physical conduct. In order to be unlawful, the conduct must be (a) based upon a protected class status; (b) unreasonable; (c) adversely interfere with an individual’s ability to perform his or her job or advance in his or her career; and (d) create an uncomfortable, intimidating and offensive work environment. The law considers a hostile work environment to be one where communication or conduct is “severe” and “pervasive” enough that the employee(s) and a “reasonable person” would find it to be hostile and abusive. In most cases, a single isolated instance does not constitute a hostile work environment.

2. *Sexual (Gender) Harassment* – Sexual harassment can range from unwelcome sexual advances, requests for sexual favors, and/or other

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verbal or physical conduct of a sexual nature based on one or more of the following conditions: (a) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment; (b) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or (c) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive work environment.

- I. *National Origin Discrimination* – Occurs when an individual suffers adverse employment treatment based upon the fact that the individual is from a particular country or part of the world, because of the person's ethnicity or accent, because they appear to be of a certain ethnic background, or because the individual is married to or associated with a person of a particular national origin.
- J. *Protected Class* – Is a term used in state and federal anti-discrimination law. The term describes characteristics or factors that cannot be targeted for discrimination and harassment. The following characteristics are considered "protected classes" under law and individuals cannot be discriminated against based on these characteristics: race, color, religion, gender, age, disability, genetic information, national origin, marital status, change in marital status, pregnancy or parenthood.
- K. *Race* – Race may be defined broadly as a group of persons related by a common descent or heredity. The entities that enforce racial discrimination laws include many other factors within the term "race," however, including physical characteristics associated with a particular race; illnesses associated with a race (such as sickle cell anemia); cultural characteristics associated with race, such as one's name, cultural dress, accent, or manner of speech; and an individual's relationship or association with an individual of a particular race.
- L. *Religion* – For purposes of religious discrimination, the term "religion" means all aspects of religious observance and practice, as well as belief. It also includes moral or ethical beliefs as to what is right and wrong that are sincerely held with the strength of traditional religious views.
- M. *Retaliation or Reprisal* – Taking any form of adverse employment action against an individual because he or she filed a complaint of discrimination or served as

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a witness, representative, investigator, or other participant in connection with a complaint of discrimination.

- N. *Sex (Gender) Discrimination* – Occurs when a male or female is treated differently because of his or her gender. Sex discrimination also includes sexual harassment.


### VIII. COMPLAINTS OF DISCRIMINATION, HARASSMENT, OR RETALIATION:

The ARRC encourages reporting of all perceived incidents of discrimination, harassment, or retaliation. Individuals who believe they have been the victim of any form of discrimination, harassment, or retaliation may discuss their concerns with anyone in their chain of command, their Union representative (for union members), or the Director of Labor Relations, or they may file a *Complaint of Discrimination*.

The ARRC encourages individuals who believe they are being subjected to harassment to advise the offender(s) promptly that his, her, or their behavior is unwelcome and to request that it stop. This is not, however, a requirement prior to making a complaint, and it is not a substitute for the complaint procedure described above.


#### A. Complaint Process:

1. Complaints must be filed within 180 calendar days of the alleged incident(s) giving rise to the complaint. Complaints filed outside of this time frame are considered untimely and will not be accepted for review.
2. An individual or applicant for employment (complainant) who believes he or she is being harassed, discriminated or retaliated against may initiate the Complaint Process by filing a written and signed statement with the Director, Labor Relations (Director). The complaint must contain sufficient details to allow the Director to determine if the policy may have been violated. The complainant may be required to complete the ARRC Complaint of Discrimination form.
3. If a complainant needs assistance with the preparation and/or presentation of a discrimination complaint, the complainant may designate a co-worker or a union representative to assist him or her. An applicant for employment may have any non-lawyer individual assist him or her. The representative

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may participate in the complaint process along with the complainant.

4. Within five business days of receipt of a complaint, the Director will notify the applicable vice president (VP) of the complaint.
5. Complaints will be investigated impartially and promptly by the Director. The investigation will include interviews of the complainant, the respondent, and other individuals(s) who may have relevant knowledge. Investigations should be completed within 30 calendar days from receipt of a complaint unless legitimate circumstances necessitate a longer period. The Director will keep the complainant informed of any extra time needed to complete the investigation.
6. Upon conclusion of the investigation, the Director will issue a report of findings which shall include findings, determinations, and recommendations. The Director will meet with the respondent's VP to discuss the report. A copy will be sent to Office of the General Counsel and the Chief Financial Officer. If the Director finds that prohibited conduct has occurred and the conduct constitutes a violation of this Policy, the respondent's VP will take effective and appropriate corrective action. The VP is the responsible authority for determining corrective action but shall confer with the Director and/or the Office of the General Counsel. If the Director finds that prohibited conduct has not occurred, the complainant will be notified and the case will be closed.
7. Corrective action may include discipline up to and including suspension or termination. Corrective action shall be appropriate for the conduct and consistent with this policy. Discipline for non-represented employees must comply with Policy & Procedure 61-1, Corrective Actions and Disciplinary Actions for All ARRC Executive and Key Executive Employees. Discipline for represented employees must comply with the discipline process outlined in the applicable collective bargaining agreement.
8. Disciplinary action which may be taken as a result of an investigation is confidential and shall not be disclosed to another party except on a legitimate need to know basis.
9. Immediately following the meeting with the VP, the Director will issue a notice of findings to the complainant(s) and respondent(s). The notice will

	<b>ALASKA RAILROAD Corporation</b>	<b>Subject: ANTI-DISCRIMINATION &amp; HARASSMENT POLICY 62-1</b>	Page 8 of 9
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inform the parties that the investigation has concluded and a report has been submitted to the respondent's VP. The notice will identify the findings, e.g., the alleged conduct constituted a violation of the policy, the alleged conduct did not constitute a violation of the policy. Any party to the complaint may request a meeting with the Director and/or the VP regarding the notice.

10. No adverse action will be taken against an individual for exercising his or her rights under applicable law or for making a good faith complaint or assisting in an investigation under this policy. Any threats or attempts at retaliation must be reported to the Director or Human Resources Director immediately.
11. Complaints of discrimination or harassment and any information received during the course of an investigation and the resolution of an investigation will be kept strictly confidential. Availability of this information will only be to those individuals with a legitimate need to know, as determined by the ARRC, unless required by law to be divulged.
12. All individuals, including the complainant, who are involved in the investigation, are expected to use discretion in maintaining the confidentiality of information and documents generated or discussed during the investigation. This provision does not restrict an individual's ability to exercise his or her rights under applicable law.

**B. Complaint Appeal:**

1. If the complainant is not satisfied with the findings, the complainant may file appeal to the ARRC's President and CEO (CEO) within 15 calendar days of receipt of the notice of findings.
2. The appeal must be submitted in writing and specify the grounds on which the complainant is appealing the notice of findings.
3. The CEO will issue a written decision within 30 calendar days of receipt of the appeal. The CEO may attempt an informal resolution prior to issuing a written decision. The decision of the CEO shall be final.

Nothing in this policy shall prevent the complainant from pursuing formal legal remedies

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or resolution through state or federal agencies or the court.

**IX. RESPONSIBLE DIVISION/DEPARTMENT:**

The Labor Relations Department and Office of the General Counsel are responsible for the periodic review and update of this policy and procedure.

**X. APPENDICES AND FORMS**

- Appendix A – ARRC Complaint of Discrimination Form
- Appendix B – ARRC Designation of Representative Form



# Alaska Railroad Corporation Complaint of Discrimination

(Please Type or Print)

1. Complainant's Name: \_\_\_\_\_ ARRC Location \_\_\_\_\_

Home Address: \_\_\_\_\_

State, Zip Code: \_\_\_\_\_

Home/Cell Phone: \_\_\_\_\_ Work Phone: \_\_\_\_\_

2. Individual who you believe discriminated against you?

\_\_\_\_\_

Division/Office: \_\_\_\_\_

ARRC Location: \_\_\_\_\_

3. You believe this individual discriminated against you on the basis of your: (check all that apply)

age  race  sex  color  national origin  disability  religion  pregnancy  marital status

change in marital status  parenthood; or  in retaliation for your having engaged in protected activity.

**If your complaint is not based upon one of the above protected classes, you may not have an EEO claim.** If that is the case, you should refer to ARRC Policy 64-8, ARRC Policy 61-1, or consult with your union representative, whichever is applicable to you.

4. State the facts regarding the specific incident(s) of discrimination that you are claiming, including the date of the incident and the exact way in which you believe you were discriminated against.

5. Have you discussed your complaint with a manager or supervisor? Yes \_\_\_ No \_\_\_ If yes, with whom and when?

Name: \_\_\_\_\_ Date \_\_\_\_\_

6. Have you filed a complaint about this incident with an outside agency (Alaska Human Rights Commission, EEOC, etc.)?

No \_\_\_\_\_ Yes \_\_\_\_\_ If yes, which agency? \_\_\_\_\_

7. Complainant's Signature:

\_\_\_\_\_ Date \_\_\_\_\_

**Note: The complainant must sign this complaint personally.**

**For ARRC Use Only:**

Date Received:

**ALASKA RAILROAD CORPORATION  
COMPLAINT OF DISCRIMINATION  
DESIGNATION OF NON-LAWYER REPRESENTATIVE**

I, \_\_\_\_\_, hereby designate \_\_\_\_\_, to  
(Complainant) (Printed Name/Title of Representative)

Act as my Representative in the matter(s) pertaining to my complaint of discrimination filed with the Alaska Railroad Corporation on the date below. Even though I have a designated representative, I understand it is still my responsibility to cooperatively participate in the investigation of my complaint.

I understand that the authority and responsibilities granted to the above-named individual, by virtue of this designation, may be terminated by me at any time. Should this occur, I will notify the Director of Labor Relations in writing of my decision.

**Check one and complete as appropriate:**

1.  By designating the individual named above as my representative, I understand that all official correspondence will be sent to my representative with copies to me.

Check the preferred method of contact:

Telephone No (w/ area code): \_\_\_\_\_

Email address: \_\_\_\_\_

Mailing address: \_\_\_\_\_  
\_\_\_\_\_

2.  I am requesting that all correspondence be sent to:

Check the preferred method of contact:

Individual Name \_\_\_\_\_

Email address: \_\_\_\_\_

Mailing address: \_\_\_\_\_  
\_\_\_\_\_

Complainant Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix C

ARRC Limited English Proficiency Plan



**Alaska Railroad Corporation**  
**Limited English Proficiency Plan**

Revised 2024

## I. Introduction

This Limited English Proficiency (LEP) Plan addresses the Alaska Railroad Corporation's ("ARRC") responsibility for providing assistance to LEP persons in accordance with Title VI of the Civil Rights Act of 1964, which states that no person shall be subjected to discrimination on the basis of race, color, or national origin under any program or activity that receives federal financial assistance.

## II. LEP Defined

LEP is a term used to describe individuals who do not speak English as their primary language and who have a limited ability to read, speak, write, or understand English.

## III. Four Factor Analysis

In order to determine the reasonable steps that ARRC must take to ensure that LEP persons have meaningful access to ARRC services, activities, and programs, it is necessary to undertake an analysis based upon the United States Department of Transportation's Four Factor Test as follows:

### **1. The number or proportion of LEP persons eligible in the ARRC service area who may be served or likely to encounter an ARRC program, activity or service.**

ARRC provides transportation services to local, national, and international passengers. It is ARRC's experience that limited and non-English speakers most often travel in tour groups, with a group leader who translates and communicates with the group.

ARRC has examined the most current U.S. Census report for major Alaska rail belt boroughs and continues to track demographic changes through other local resources, including the Alaska Department of Labor and Workforce Development Research & Analysis Section; University of Alaska Anchorage, Institute of Social and Economic Research; and the Anchorage School District (ASD), which is one of the most diverse districts in the country.

In 2023, the American Community Survey found that 103,234 (15%) of Alaskans spoke a language other than English. In the largest borough along the rail belt, the Municipality of Anchorage, 45,274 (16.9%) of residents indicated they spoke a language other than English.

The most common non-English languages spoken statewide were Yu’pik, Inupiaq, Korean, Spanish, Tagalog, Russian, and other Asian and Pacific Island languages.

In 2023, Anchorage School District students spoke 100 different languages at home. After English, the five most common home languages in schools were Spanish, Hmong, Samoan, Filipino, and Yu’pik.

Although the above statistics are instructive, a better indicator of the number of LEP individuals who actually come into contact with the ARRC’s most important activity—its public transportation service—may be derived from the on-board surveys conducted by the ARRC.

The survey results for 2022 show:

Do you speak and understand English:		
Answer Options	Response Percent	Response Count
Well	96.4%	3,753
Not Well	0.5%	20
Not at All	0.1%	4
If not, what language do you speak?		4 (Korean, Japanese, Russian)
	<i>answered question</i>	<b>3,777</b>
	<i>skipped question</i>	<b>116</b>

The survey results for 2023 show:

Do you speak and understand English:		
Answer Options	Response Percent	Response Count
Well	96.2%	3,802
Not Well	0.6%	22
Not at All	0.2%	6
If not, what language do you speak?		6 (Thai, Chinese)
	<i>answered question</i>	<b>3,830</b>
	<i>skipped question</i>	<b>122</b>

The survey results for 2024 to date show:

Do you speak and understand English:		
Answer Options	Response Percent	Response Count
Well	96.0%	3,255
Not Well	1.0%	33
Not at All	0.2%	7
If not, what language do you speak?		7 (French, Japanese, Spanish)
<i>answered question</i>		<b>3,295</b>
<i>skipped question</i>		<b>95</b>

**2. The frequency with which LEP individuals come in contact with an ARRC program, activity or service.**

The most frequent way in which LEP persons come into contact with an ARRC service is through ARRC’s provision of public transportation, which is busiest from mid-May through mid-September of each year (peak). During that period, ARRC operates four regular rail services per day. During the less busy times of the year, ARRC operates passenger trains to Fairbanks on a weekly basis and the Hurricane Turn the first Thursday of each month. Information regarding LEP ridership 2022 to 2024 (to date) is set forth above.

LEP persons would most likely come into contact with ARRC’s other programs and activities through the public participation opportunities offered in connection with ARRC’s capital projects and other programs. From 2001 to date, the ARRC has held hundreds of public meetings on various issues, including capital projects, its Disadvantaged Business Enterprise Program, and environmental concerns.

ARRC’s public transportation schedules and brochures, as well as all notices for public meetings, contain information informing potential travelers and meeting attendees that special services are available by contacting ARRC. No individuals have ever contacted ARRC for assistance with English or any other language. When the need to speak with passengers in any language other than English has arisen, ARRC has been able to accommodate the passengers’ needs through smartphone/tablet language applications or ARRC staff members who speak languages other than English.

**3. The nature and importance of the program, activity or service provided by ARRC to the LEP community.**

In the Alaska Railroad Corporation Act, AS 42.40.010 *et seq.*, the Alaska Legislature declared it is the policy of the State “to provide safe, economical, and efficient transportation to residents, businesses, visitors, and military installations in the

state.” Further, “[t]he continued operation of the Alaska Railroad ... is considered an essential government function of the state.” AS 42.40.010. Thus, it is clear that the ARRC’s provision of public transportation to the people of the State of Alaska, both LEP and non-LEP alike, is of great importance.

ARRC provides public transportation on a fixed route rail system from Seward, Alaska to Fairbanks, Alaska and points in between. Some ARRC services, such as the Glacier Discovery and the Hurricane Turn, serve areas in which the railroad is the only mode of transportation for the residents. These areas are not populated by LEP persons, however. ARRC’s other programs and activities, such as its DBE program and capital projects programs, are of great importance to the communities along the Railbelt, and LEP persons may be impacted by those programs.

#### **4. The resources available to ARRC and overall costs.**

ARRC has assessed its available resources that could be used for LEP assistance. ARRC participated in and supported a local partnership to develop a centralized Language Interpreter Center, which was established in 2007 as a demonstration project funded in part by FTA. Interpreters have received formal training on appropriate interpretation and translation.

### **IV. LEP Plan Outline for Providing Meaningful Access**

Having considered the Department of Transportation’s Four Factor test set forth above, the ARRC has developed the following steps for assisting LEP persons:

- 1. Perform a needs assessment and identify persons who may need language assistance. ARRC will:**
  - Analyze the onboard and online passenger survey data to determine if translation and language assistance needs, if any, are being met;
  - Assess whether there are LEP persons in a project area who could be potentially impacted;
  - Review and analyze attendees for the public meetings and activities;
  - Monitor the ARRC’s ridership survey results to keep apprised of changes; and
  - Make “I Speak Cards” available to passenger reservations and follow-up with reservations and on-board staff to determine usage. The “I Speak Cards” will be available to any other segment of the ARRC when desired for public activities.

## **2. Provide for oral language assistance**

- Oral language assistance will be provided to LEP persons free of charge upon request;
- ARRC will ensure that it advertises and posts that LEP assistance is available;
- ARRC will continue to collaborate with community partners to support the centralized Language Interpreter Center; and
- If ARRC is unable to provide assistance to LEP persons through the use of the Language Interpreter Center or ARRC staff, ARRC will utilize mobile translation apps or reputable online translation services, such as [Languageline.com](http://Languageline.com) or a similar program.

## **3. Notify LEP customers of availability of language assistance services**

- ARRC will advertise that LEP assistance is available at no cost to LEP persons; and
- Notice of the availability of LEP assistance will be published in schedules and general announcements and will be posted in public areas, e.g., depots and open houses.

## **4. Translation of vital documents in languages other than English**

ARRC will monitor the demographics of its customers and determine whether the translation of documents may be necessary.

## **5. Train Staff**

ARRC Staff will be trained on ARRC's obligation to provide assistance to LEP persons. The training will include:

- Understanding Title VI and the ARRC's LEP responsibilities;
- The languages in which the ARRC can provide assistance;
- The use of the "I Speak Cards";
- ARRC reservation system and translation abilities;
- Documentation of language assistance requests;
- How to coordinate obtaining language assistance; and
- How to handle a Title VI or LEP complaint.

## **6. Develop guidance for employees**

ARRC will provide guidance to employees on the following:

- Identifying and assessing language needs;
- Coordinating oral language assistance; including vendor charges for

services, and procedures for accessing and requesting translation assistance;

- Coordinating written translation of materials and publications (as needed);
- Notifying persons of language assistance services; and
- Monitoring access to language assistance.

#### **V. Monitoring, Assessing and Updating the LEP Plan**

ARRC will monitor and evaluate its provision of assistance to LEP persons to ensure that they have meaningful access to ARRC programs and activities. ARRC will monitor and assess:

- The current LEP composition of ARRC's service area;
- The current communication needs of LEP persons;
- Whether existing assistance meets LEP needs;
- Whether staff is knowledgeable about policies and procedures and how to implement them;
- Whether sources of and arrangements for assistance are still current and viable.
- How many LEP requests have been made and how each was addressed;
- Whether the needs of LEP individual(s) have been met;
- Whether there have been changes in primary languages spoken in the service area;
- The need, if any, for the translation of documents;
- Technology changes, staff changes and changes in available resources;
- The adequacy of existing services;
- Whether the ARRC has fulfilled the purpose of the LEP Plan; and
- Whether any complaints have been received.

In order to monitor and assess ARRC's provision of assistance to LEP persons, ARRC will maintain records of the following:

- Race of LEP persons requesting assistance (voluntary);
- Ethnicity of LEP person requesting assistance (voluntary);
- Number of LEP persons in attendance at public meetings;
- Primary language of the population in a given project area;
- Number of LEP persons, by language group, who have received language services from ARRC.

## **VI. Dissemination of the ARRC LEP Plan**

The LEP Plan is included as part the ARRCs Title VI Plan and is posted on the ARRC website at [www.alaskarailroad.com](http://www.alaskarailroad.com). The notice of rights is posted on the internet, in ARRC facilities and railcars, and will be made available upon request from:

ARRC Deputy Chief Counsel  
P.O. Box 107500  
Anchorage, AK 99510-7500  
Fax: (907) 265-2443 or email: [sellerswarehamt@akrr.com](mailto:sellerswarehamt@akrr.com)  
(907) 265-2461

### **Guidance/Resources**

The resources listed below will assist in implementing LEP requirements and may be used in conjunction with this LEP plan.

- U.S. Department of Transportation Policy Guidance Concerning Recipients' Responsibilities to Limited English Proficient Persons, Federal Register Vol. 70, No. 239 (Dec. 14, 2005).
- U.S. Department of Transportation Policy Guidance Concerning Recipients' Responsibilities to Limited English Proficient Persons, A Handbook for Public Transportation Providers, prepared by FTA Office of Civil Rights, April 13, 2007.
- U.S. Department of Transportation Guidance to Recipients on Special Language Services to Limited English Proficient Beneficiaries, Federal Register Vol. 66, No. 14, January 22, 2001.
- U.S. Department of Justice Policy Guidance, Enforcement of Title VI of the Civil Rights Act of 1964-National Origin Discrimination Against Persons With Limited English Proficiency, Federal Register Vol. 65, No. 159, August 16, 2000.
- U.S. Department of Justice Clarifying Memorandum, dated October 26, 2001. <https://www.justice.gov/crt/federal-coordination-and-compliance-section-201>.
- U.S. Department of Justice, Tips and Tools for Reaching Limited English Proficient Communities in Emergency Preparedness, Response, and Recovery, prepared by Civil Rights Division, 2016.
- The Alaska Language Interpreter Center, <http://www.akijp.org/language-interpreter-center/>.
- How to Engage Low-Literacy and Limited English Populations in Transportation Decision Making – US Department of Transportation, Federal Highway Administration, February 2006.
- U.S. Department of Justice, “I Speak” cards and/or Social Security Administration poster.
- Language Assistance Self-Assessment and Planning Tool for Recipients of Federal Financial Assistance, <https://www.lep.gov/resources/selfassesstool.pdf>.

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix D

Notice of Rights to Beneficiaries



## **Title VI Public Notice of Rights**

### **Your Rights Under Title VI of the Civil Rights Act of 1964**

The United States Department of Transportation (DOT) ensures full compliance with Title VI of the Civil Rights Act of 1964 by prohibiting discrimination against any person on the basis of race, color or national origin in the provision of benefits and services resulting from federally-assisted programs and activities. Any person who believes the Alaska Railroad Corporation (ARRC) has violated their Title VI protections should contact the ARRC at (907) 265-2461 or via email to [sellerswarehamt@akrr.com](mailto:sellerswarehamt@akrr.com).

The ARRC has also developed a policy to assist individuals who are Limited English Proficient (LEP). Translation services to assist LEP individuals are available to ARRC's customers upon request. ARRC's Title VI policy, complaint procedures and LEP Plan are available on its website (<https://www.alaskarailroad.com/corporate/civil-rights>) or upon request by contacting the ARRC Legal Department as noted above or the Federal Transit Administration (FTA), Regional Civil Rights Officer, Jackson Federal Building, 915 Second Avenue, Suite 3142, Seattle, WA 98174 at (206) 220-4462. Federal Title VI information, including procedures for filing complaints, can also be accessed on the FTA website at: [www.fta.dot.gov](http://www.fta.dot.gov). Hearing impaired individuals can use the Alaska Relay Service by dialing 7-1-1 from anywhere inside Alaska, **OR** dialing toll-free from anywhere outside the state (800) 770-8255 (**voice**); (800) 770-8973 (**TTY**); (800) 770-8973 (ASCII); (866) 355-6198 (STS); (866) 355-6199 (**Spanish**); (800)-770-6108 (VCO Direct).

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix E

ARRC Public Involvement Plan and  
Public Outreach Updates 2022-2024



# Public Involvement Procedures

**July 2009**  
**amended April 2013**  
**updated September 2024**

## For additional information:

**Contact:** External Affairs  
**Number:** (907) 265-2357 (office) / (907) 265-2312  
(fax)

**Corporate Office:**  
327 West Ship Creek Avenue  
Anchorage, Alaska 99501

**Mailing Address:**  
P.O. Box 107500  
Anchorage, Alaska 99510-7500

Email: [ClemensM@akrr.com](mailto:ClemensM@akrr.com)

Web site: <http://www.alaskarailroad.com>

# Alaska Railroad Corporation Public Involvement Policy & Procedures

*(July 2009 • amended April 2013 • updated September 2024)*

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# Alaska Railroad Program of Projects Public Involvement Policy & Procedures

## ***The Alaska Railroad Corporation***

The Alaska Railroad Corporation (ARRC) is a state-owned corporation, does not receive state funding to operate, and is the only full service U.S. railroad offering both freight and passenger service. From tidewater at Whittier and Seward to the heart of Interior Alaska, the Railroad covers more than 500 miles. Initially owned by the federal government, the Alaska Railroad has been providing service to Alaskans since 1923 and was purchased by the State of Alaska in 1985.

## ***Mission and Vision***

**Mission:** “Through excellent customer service and sound business management practices, provide safe, efficient and economical transportation and real estate services that support and grow economic development opportunities for the State of Alaska.”

**Vision:** “The Alaska Railroad Corporation provides a safe, reliable, flexible railroad with which the communities and rail customers can better partner to meet today’s requirements, while planning confidently for tomorrow.”

## ***Program of Projects***

To fulfill its mission and vision, the Alaska Railroad works with state and local agencies and the public to implement a system-wide Program of Projects (POP). The Alaska Railroad’s POP — made possible through funding from various federal agencies along with internal funding — greatly enhances the Railroad’s service to Alaska communities and makes the Railroad’s operation more safe and efficient. Based in part on strategic planning efforts, the Alaska Railroad’s POP includes, but is not limited to, investments in rail, ties, ballast, depots, passenger services, technology and equipment. ARRC’s POP includes public involvement efforts that meet and often exceed regulatory and agency requirements.

## ***Purpose of the Public Involvement Plan***

As a state-owned corporation that operates in close proximity to many Alaska communities, and as a recipient of federal financial assistance, ARRC desires widespread public input into and support for its POP and all of its other services, programs, and activities that require public involvement.

An effective public involvement process provides for an open exchange of information and ideas between the public and transportation decision-makers. This plan is designed to create two-way communication between ARRC and targeted audiences. ARRC’s objectives are to: educate the public about the need for and benefits of its POP and other programs and incorporate the public’s views and concerns in the decision-making process.

Through the communication process, the Railroad seeks to build goodwill with the communities and businesses it serves while strengthening its role as an integral part of Alaska's transportation network. The desired result is meaningful public input and widespread support for the POP and individual projects, creating an atmosphere in which the Railroad can thrive economically and better meet its public mission.

### **Plan Overall Goal**

*Develop and strengthen two-way communication that creates awareness of the Alaska Railroad's Program of Projects and other activities requiring public involvement, and allows for input from targeted audiences resulting in a mutually agreeable program.*

### **Program Objectives**

Objectives of two-way communication include:

- Inform, educate, and enhance community(s) awareness about projects
- Facilitate public involvement through project phases
- Solicit input from target groups
- Monitor community concerns on a regular basis and adjust strategies accordingly
- Gain consensus
- Build relationships and meet requirements that will allow the Railroad to move through the requisite approval processes smoothly and on time
- Build relationships that will facilitate regulatory approval and promote continued funding
- Foster an informed and involved public that is satisfied with the transportation solution

### **Guiding Principles**

There are certain guiding principles that set the tone for a successful public involvement program for publicly funded transportation projects. These principles address the public's need to have views and concerns heard and addressed. In addition, these principles assist the Railroad in gaining public understanding and acceptance, while avoiding an autocratic or adversarial role. The Alaska Railroad's guiding principles are:

- All public input is important to the ARRC and is sought without regard to race, color, national origin, proficiency with the English language, or any other status protected by law.
- Community concerns deserve respect.
- Gaining public support requires projects that deserve support and fulfill ARRC's mission.
- Dialogue and discussion with neighbors should start at project inception and should continue through project completion.
- Focus on reaching decisions rather than simply conducting participation activities.

## **Target Audiences**

The Railroad’s public involvement plan is directed toward several target audiences or stakeholders who have specific interests in, or may be affected by, ARRC’s proposed program of projects. While these audiences will sometimes overlap, there is seldom a homogenous mixture that can be labeled “the general public.” Therefore, ARRC tailors its communication plan to each audience and for each project. ARRC’s key audiences include, but are not limited to:

- Alaska media
- ARRC Board of Directors
- ARRC employees
- ARRC freight customers
- ARRC tenants (i.e., those with leases and/or permits for use of ARRC land)
- ARRC transportation partners – commercial ground transportation (bus, shuttle, motorcoach, taxi), recreation providers, contract railcar services, local public bus systems, municipal airports, transportation industry associations, individual airlines, etc.
- Community/business/education/environmental groups – community councils, chambers of commerce, Anchorage and Fairbanks centers for the environment, economic development organizations, civic organizations, etc.
- Community residents – Fairbanks, North Pole, Nenana, Palmer, Wasilla, Birchwood, Eagle River, Chugiak, Anchorage, Girdwood, Whittier, Seward, Talkeetna, etc., including specifically those residents making up the minority and low income populations of these communities
- Government officials – congressional delegation, governor, state legislators, state commissioners, borough and city officials, assembly members, planning and zoning commissions, etc.
- Key opinion leaders – elected officials, tribal leaders, other minority community leaders, local activists, media representatives, boards and commissions
- Regulatory and funding agencies – FRA, FHWA, FTA, EPA, USF&W, U.S. Army Corps of Engineers, ADOT/PF, ADEC, ADF&G, etc.
- Visitor industry – Industry organizations, Alaska Dept. of Natural Resources, railbelt convention and visitors bureaus, hotels, recreation and tour businesses, other visitor destinations and facilities.

## **Strategies**

Strategies address the interests and issues of the target audiences and convey the collective benefits resulting from the POP or individual projects. Listed below are many of the key messages/actions ARRC uses in seeking approval, input and involvement from the target audiences.

- Promote the Railroad as a good neighbor

- Demonstrate willingness to partner and plan with state and local agencies and the public in transportation project decisions
- Demonstrate willingness to listen to community input
- Demonstrate ARRC’s commitment to safety and the environment
- Position ARRC as a major player in the state’s transportation network
- Establish ARRC as a partner in planning for the state’s future and financial well-being
- Ensure that none of the ARRC’s projects, programs or other activities result in discrimination on the basis of race, color, or national origin
- Showcase benefits – rail as a safe and environmentally friendly mode of public transportation, protection and enhancement of the environment, energy conservation, air quality advantages and improved quality of life
- Explain the economic and service benefits the State of Alaska, its visitors and residents will receive from proposed projects
- Describe new jobs that will result from newly created services
- Assure stakeholders that proposed services are sustainable and benefit local communities, businesses, the state and the Railroad
- Position new services as complementary to local communities’ economic development efforts
- Demonstrate the increased safety and security of the transportation system for motorized and non-motorized users
- Promote the increased accessibility and mobility options available and demonstrate the integration and connectivity of the transportation system, across and between modes, for people and freight.
- Emphasize the preservation and improvement of the existing transportation system
- Promote improved system management, operation and communication
- Demonstrate rail’s support role in the economic vitality of the railbelt by enabling global competitiveness, productivity and efficiency

## ***Public Involvement Techniques***

There are numerous public involvement techniques to employ in crafting an effective public involvement program. Some target groups; others are more focused on individuals. The ARRC uses a variety of techniques aimed at diverse audiences to engage the public and gain input. Following are many public involvement techniques employed by ARRC as is appropriate and meaningful.

- Public Meetings/Hearings:  
Public *meetings* present information to the public and obtain informal input from community

residents. They are tailored to specific issues or community groups and may be informal or formal.

A public *hearing* is more formal than a public *meeting*. Held prior to a decision point, a public hearing gathers community comments and positions from all interested parties for public record and input into decisions. Public hearings are required by the federal government for many transportation projects and all comments must be documented. Public meetings are optional events and thus tailored to the needs of the organization and the targeted audience.

- Town Forums/Open Houses/Informal “Walk-In” Meetings:  
A town forum or open house is an informal setting in which people get information about a plan or project. They typically have no formal agenda. Unlike a public meeting, no formal discussions and presentations take place and there are no audience seats. Information is presented buffet-style and materials are distributed throughout the room. Information is also available to take home. These meetings are effective when a project or plan is first introduced to build community interest and awareness. Such meetings often appeal to people who are reluctant to speak at public meetings.

During years of robust capital improvement activity, ARRC will conduct open house style meetings in key population hubs along the railroad route to share and gather information on project plans. During years of moderate capital investment, ARRC will organize open house events for individual projects as warranted by public interest, impacts and agency requirements. ARRC also participates in regional transportation open house events hosted by municipal or state agencies (Mat-Su Valley, Anchorage, Fairbanks).

- ARRC Web Site – [www.alaskarailroad.com](http://www.alaskarailroad.com):  
Project information is provided on ARRC’s website and can be accessed round-the-clock. Website visitors are encouraged to provide their opinions and suggestions on any or all ARRC projects via a direct “public comment” e-mail address. The project links contain project information, meeting announcements and project photos/graphics.
- Direct Public Comment Tools  
Using a dedicated email address, [public\\_comment@akrr.com](mailto:public_comment@akrr.com), the public can submit comments, questions, opinions and suggestions via the internet. Phone numbers for corporate and External Affairs officials are publicized, allowing the public to voice opinions and concerns verbally. ARRC officials deliver timely responses.
- Public Information Materials:  
Materials are produced to provide information about a project when it is in the planning stage or is underway. Such materials summarize details in straightforward non-technical language and often include explanatory graphics. Public information materials can be a significant value in helping people to decide to participate or to seek more information. Materials used by ARRC include but are not limited to: fact sheets, frequently asked questions and answers, displays and models, photographs and drawings, posters, maps, report summaries, advertising and public notices, direct mailers pieces, newsletters, opinion editorials, project briefing booklets, etc. The ARRC’s public information materials include a statement that the materials may be made available in a language other than English if requested.

- Report to State:  
The annual ARRC Report to State summarizes ARRC’s 5-year capital improvement plan. It is updated by December 1 each year and distributed to state officials (Governor, Administration and Legislature) and posted on the ARRC web site for public access.
- Speakers Bureau:  
ARRC pursues and accepts speaking engagements to railbelt community and business groups. Speaking opportunities expand community participation while allowing ARRC to respond to public concerns and misinformation. Presentations can be tailored to address specific concerns and open a channel to distribute other information such as brochures, etc. Groups ARRC speaks to regularly include but are not limited to: chambers of commerce and other business organizations, rotaries and other civic organizations, schools, visitor organizations, special interest groups, community councils.
- Mailing Lists:  
A mailing list is a collection of names of those affected by or interested in the Alaska Railroad, or in a specific project, program or plan. Lists include organizations, residents, media, elected officials, abutters, agency personnel, interest groups and others. Lists include addresses but may also include telephone and fax numbers or, as well as e-mail addresses for electronic communication. ARRC has enlisted electronic mailing services (such as MailChimp) to build self-subscribing lists that are more effective in communicating with various audiences quickly.  
  
Mailing lists are a way to reach interested parties with announcements of upcoming events, meeting invitations, newsletters, summary reports and other information. Mailing lists allow an organization to provide updated information quickly to targeted groups. Lists can also assist in conducting surveys and other forms of information gathering.  
  
The ARRC External Affairs Department maintains a mailing list of civic, business and elected leaders statewide that may be used for and project mailings as needed. Additional lists are compiled on a project needs basis.
- Direct Mailings:  
Direct mailings are used to provide project information and/or invite the public to special project meetings. Direct mailings are typically more targeted toward particular groups, industries, communities, special interests, etc.
- Advertisements and Public Notices:  
Advertisements and public notices are published in appropriate media to announce upcoming project meetings and board meetings, availability of project information, availability of request for proposals and contract bids, and to provide the public with project updates, as warranted.
- Media Relations:  
Media relations involve disseminating information to media about a project or plan to assist with informing the public. ARRC disseminates information through editorial board meetings, news releases, fact sheets, opinion editorials, background papers, and visual aids such as charts, diagrams, photos and drawings. Briefing reporters and editorial boards with in-depth background helps foster objective reporting. Effective media strategies deliver a uniform

message to prevent the spread of misinformation. Many people rely on the media for information and to help form opinions. Media strategies should be developed early and sustained over time. Where appropriate, the ARRC considers publication of information through non-traditional media, such as those provided in a language other than English.

- Community Council Meetings:  
When appropriate, ARRC attends and provides project updates at community councils within project zones.
- ARRC Board Meetings:  
ARRC board meetings are held on a quarterly basis (sometimes more often), are open to the public, and include the opportunity for public comment. ARRC project presentations and updates are discussed at meetings. Public notice announcements are placed on the State of Alaska’s Online Public Notices and ARRC’s websites at least five days prior to meetings. Where appropriate, the ARRC considers publication of information through non-traditional publications, such as those provided in a language other than English.
- Local and State Transportation Planning Process:  
See section “How ARRC Interfaces with Local and State Transportation Planning Processes.”
- Surveys:  
Public opinion surveys assess widespread public opinion. An agency administers a survey to a sample group of people via a written questionnaire or through interviews in person, by phone, or by electronic media. The sample is considered representative of a larger group. Survey results show public positions or reactions to agency actions and gather information for use in the process. They are useful for learning about community perceptions and preferences and to test whether opinions are changing. Information gained through surveys can enhance an agency’s understanding of public concerns and also test the effectiveness of its public involvement process. Public opinion surveys are administered without regard to race, color, national origin or other discriminatory factors. As warranted, ARRC conducts surveys ranging from a few select questions in a semi-annual regional poll, to a comprehensive project/program-specific questionnaire.
- Community Briefings and Discussion Groups:  
ARRC Executives and External Affairs officials meet periodically with railbelt mayors, Chamber of Commerce officials, and other community leaders to provide briefings about railroad programs and activities, including capital improvements in respective regions. These forums offer two-way communication between ARRC representatives and community civic and business leaders.
- Site Visits, Tours and Train Trips:  
Site visits are trips taken by community residents, officials, agencies, the media or consultants to project areas to showcase the physical environment of a proposal and/or ongoing activity. These excursions give participants a common frame of reference. Site visits also can improve media coverage and reporting accuracy. ARRC participates in, or organizes, such trips as interest and issues warrant.

- Annual Corporate Report:  
ARRC publishes an annual report that details the financial and operational status of the railroad. Information on capital projects is included. The annual report is distributed electronically to all employees, the media, lawmakers and key officials in the administration, and others as requested. The annual report is also available for review on the ARRC web site.
- Briefings:  
Briefings are similar to key person interviews but are usually information-gathering meetings held with a community group or leader. Some briefings are one-on-one but can also involve key groups. Briefings are used for one-way or two-way communication. They provide immediate opportunities for focused communication and help break through barriers to full public participation. They also can be useful in repairing damage or building trust and credibility. Briefings are provided without regard to race, color, or national origin or other discriminatory factors.
- Citizen Advisory Committees / Community Discussion Groups:  
Typically used for individual projects, a citizen advisory committee (CAC) is a representative group of stakeholders that meets regularly to discuss issues of common concern. CACs allow interaction between local residents and the sponsoring agency. A CAC is a forum for hearing peoples' ideas and molds participants into a working group. People participate by examining and discussing issues with others. ARRC established Community Discussion Groups (CDG) to provide a dialog forum with an ongoing purpose. Community Discussion Groups have been established in Seward and Fairbanks, allowing railroad officials and interested community members a quarterly opportunity to discuss concerns and issues. Participation in both the CAC and CDG forums is offered without regard to race, color, or national origin or other discriminatory factors.
- Focus Groups:  
Typically used for individual projects, focus groups are small group discussions with professional leadership. A group of individuals convene to discuss and give opinions on a single topic, providing a tool to gauge public opinion and a forum to identify concerns, needs, wants and expectations. They can inform sponsors of the attitudes and values that people hold and why and can help drive development of policies, programs, and services and the allocation of resources. Focus groups are convened without regard to race, color, national origin or other discriminatory factors.
- Key Person Interviews:  
A key person interview is a one-on-one talk about a specific topic or issue with an individual recognized or designated as a community leader. The main purpose of the interview is to gain information. These interviews help identify issues, concerns, and desired outcomes. They should be scheduled early in the process and just before decision-making. Key person interviews help target potential participants in the public process and elicit ideas for structuring a public involvement program. Key person interviews are held without regard to race, color, or national origin.

## ***How Public Comment Influences Project Decision-Making***

### **A. External Affairs Department (or Contractor)**

Depending on the nature of the public input. Members of ARRC's External Affairs Department (or Contractor) gathers or receives public comment from a number of forums and processes them accordingly:

- Goal: Questions are answered within 10 days.
- Specific complaints and/or suggestions are forwarded on to the project manager for consideration or action.

### **B. Project Manager (ARRC or Contract)**

The Project Manager will consider public input and

- Reject project modification and provide an explanation to Corporate Communications / External Affairs, who will respond to the commenting public.
- Modify project execution if it is within his/her authority and is nominal in scope, cost and impact to the project's desired end result.
- Elevate the comment to the attention of the Director, Project Management, and provide recommendations on various ways to address the concern, suggestion or complaint.

### **C. Capital Project Management**

The Director, Project Management will consider public input and the Project Manager's recommendations, and coordinate appropriate review of engineering, grant, funding, legal and other project requirements, and:

- Reject project modification and provide an explanation to Corporate Communications / External Affairs, who will respond to the commenting public.
- Modify project execution if it is within his/her authority, and is minor in cost and impact to the project's desired end result.
- Elevate the public comment to the attention of Vice President, Chief Engineer, and provide recommendations on various ways to address the concern, suggestion or complaint.

### **D. Director, Project Management and Vice President, Chief Engineer**

The Director, Project Management and VP, Chief Engineer will consider public input and project management recommendations, and coordinate further internal or external research if necessary, and:

- Reject project modification and provide an explanation to Corporate Communications / External Affairs, who will respond to the commenting public.
- Modify project execution if it is within political, fiscal and operational authority.
- Elevate the public comment to the attention of the President/CEO, and provide recommendations on various ways to address concerns, suggestions or complaints that have significant community and political implications.

### **E. President/CEO**

The President/CEO will consider public input, consider project management

recommendations, direct further external or internal research if necessary, direct organization of additional public hearings if necessary, communicate with community/political/tribal leaders if appropriate, and:

- Reject project modification and respond publicly if warranted, or provide an explanation to External Affairs who will respond to the commenting public.
- Modify project execution if it is within political, fiscal and operational authority.
- Elevate the public input to the ARRC Board of Directors and provide recommendations on various ways to address the concern, suggestion or complaint.

#### **F. Board of Directors**

The Board of Directors will consider public input, railroad personnel recommendations, direct further internal and external research if necessary, and:

- Reject project modification and direct the President/CEO to respond publicly if warranted, or provide an explanation to External Affairs who will respond to the commenting public.
- Modify or halt project execution in the best interests of the public, and within the corporation's operational, contractual and fiscal resource limitations.

### ***How ARRC Interfaces with State / Local Transportation Planning Processes***

ARRC participates in Metropolitan Planning Organization (MPO) meetings and ARRC projects appear in MPO and statewide planning documents as appropriate. ARRC's projects are identified in municipal Transportation Improvement Plan (TIP) and the Statewide Transportation Improvement Plan (STIP).

- ARRC provides project proposals to the Anchorage MPO – the Anchorage Metropolitan Area Transportation Study (AMATS) - for inclusion in the city's Long Range Transportation Plan (LRTP) and Transportation Improvement Plan (TIP).
- ARRC projects falling outside the Anchorage MPO are placed into Alaska's Statewide Transportation Improvement Plan (STIP) in coordination with the Department of Transportation and Public Facilities statewide planning process.
- ARRC works with the State Department of Transportation and Public Facilities (DOT&PF) in developing projects associated with national highways within MPO jurisdiction.
- ARRC has a defined role with the Anchorage Area and Fairbanks Area MPOs to better coordinate projects. ARRC is represented on the Anchorage Metropolitan Area Transportation Study (AMATS) and Fairbanks Metropolitan Area Transportation System (FMATS) Technical Advisory Committees (TAC).
- When developing a proposed capital project or service change, the Alaska Railroad engages land, community and/or transportation planning agencies within affected local railbelt governments to ensure local concerns, challenges and opportunities are considered.

## ***How ARRC Considers Tribal / Native Corporation and Other Minority Impacts***

ARRC will consult and collaborate with Alaska tribal and Alaska Native Corporation (ANC) entities when a new capital project may impact tribal/ANC resources. This is accomplished by:

- Research to identify tribes or Native corporation assets that lie within a proposed project area.
- Initiate contact with tribal / ANC leadership to invite consultation, with the purpose to identify resources of cultural, spiritual, historical, or environmental significance, and potential impacts on those resources.
- Incorporate measures for avoiding, minimizing or mitigating impacts to tribal/ANC resources, through collaboration with tribal/ANC leadership.
- Include tribal/ANC stakeholders in other public involvement activities.
- Similar strategies, modified to reach the target audience, are employed when an ARRC project or other activity may impact any other minority or low income population.

## ***Fare and Major Service Changes***

ARRC has established a public involvement process for all fare increases and major service changes. ARRC considers a major service reduction to be the elimination of a scheduled train service or a three-hour departure change to a scheduled train service. Fare increases and major service changes trigger the following public involvement process:

- The ARRC Marketing & Customer Service Department decides passenger fare rates and any service changes during the summer of the year prior to the year of operations.
- Ad notices will be published annually after rates/services are decided. In years where no rate change or service change is anticipated, the notices will be used to inform the public of this fact. In years with a proposed rate increase or service change, ads will state the proposed fare or service change, invite comment and offer an opportunity for a public hearing. The ARRC will accept public comment and requests for public hearing for forty-five (45) days from the date of the notice.
- Public notice advertisements will be published in newspapers of general circulation in Anchorage, Fairbanks and Seward. Proposed fare increases or service changes will also be published on the Alaska Railroad's website.

ARRC's statutory definition and requirements: Pursuant to enabling legislation, the Alaska Railroad Corporation Act, Alaska Statutes 42.40.010, et seq., ARRC makes service changes as follows:

- Pursuant to AS 42.40.120(b)(8), major changes in ARRC service must be approved by the ARRC Board of Directors. In accordance with ARRC Board Rule No. 1, notice of such a Board meeting agenda item would appear on ARRC's and the State of Alaska's Online

Public Notices websites no less than five days prior to the Board meeting at which changes would be discussed. There is full opportunity for public participation in ARRC Board meetings.

- If the ARRC plans a major expansion, reduction, or diversification from the service that it offered in 1985 (the time of transfer from Federal ownership to State ownership), the ARRC is required by AS 42.40.285 to report such plans and the underlying reason in detail to the Alaska Legislature and the governor in advance.
- If the ARRC plans to extend its rail lines (other than spurs, side tracks, etc.), it is required by AS 42.42.285 to obtain prior legislative approval.

## **Communication Tools**

The following resources are used to assist in implementing public involvement techniques:

- [Alaska Directory of State Officials](#) – a comprehensive directory including contact information for the state governor, state legislators, commissioners and their agency staff
- [Alaska Municipal Officials Directory](#) – a comprehensive directory of municipal, borough and city officials
- [Chamber of Commerce Membership Directories](#) – state and railbelt communities.
- [Speaker's Guide](#) – includes various lists of community groups and civic organizations along with their meeting times and locations; these are useful in preparing briefings and for scheduling speakers.
- [Federation of Community Council and Mat-Su Community Council](#) website resources.
- [Word of Mouth](#) – Occasionally, traditional resources are inadequate to provide the ARRC with the most reliable or relevant method of reaching its target audience, such as when the audience includes minority, low income, or Limited English Proficiency communities. In these situations, the most appropriate method of reaching the intended audience may be through individual contact with community members themselves.

## **Vehicles for Submitting Public Comment**

- **ARRC Website**  
[www.alaskarailroad.com](http://www.alaskarailroad.com) - provides a direct link to the External Affairs office
- **Dedicated Email** - [public\\_comment@akrr.com](mailto:public_comment@akrr.com)
- **By Mail** - Alaska Railroad Corporation, Attn: External Affairs  
P.O. Box 107500, Anchorage, AK 99501
- **By Fax** - Public Affairs fax line (907) 265-2312
- **By Phone**  
Director of External Affairs Meghan Clemens, 907-265-2357  
Corporate Communications Officer Catherine Clarke, 907-265-2671 or 907-265-2449

TTY/TDD 265-2620

- **At Public Meetings** - Public comment forms are provided at project public meetings and open houses, and other public forum where projects are discussed. All meeting facilities are accessible to individuals with disabilities.

## **Public Process Requirements**

There are many federal statutes and regulations derived in part from the National Environmental Policy Act (NEPA) and largely from federal surface transportation legislation. Transportation laws include the Intermodal Surface Transportation Efficiency Act (ISTEA, 1991) and its successors, the Transportation Equity Act for the 21<sup>st</sup> Century (TEA-21, 1998); the Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (SAFETEA-LU, 2005); Moving Ahead for Progress in the 21<sup>st</sup> Century Act (MAP-21, 2012); and Fixing America's Surface Transportation Act (FAST Act, 2015).

These laws and regulations provide guidelines for locally developed public involvement processes and procedures. Flexibility is available in developing specific public involvement programs allowing for different situations and specialized approaches, including those applicable to Alaska Railroad projects subject to the federal NEPA process:

Federal Requirements - Three classes of action prescribe the level of documentation required in the NEPA process.

1. Categorical Exclusions and Documented Categorical Exclusions
2. Environmental Assessments
3. Environmental Impact Statements

## **Evaluation and Program Adjustment**

No public involvement work is complete without evaluating the success of the efforts and, if necessary, adjusting the program to increase the success rate. The ARRC uses the following public involvement techniques to gauge the effectiveness of its public involvement.

- Opinion surveys – Public opinion surveys assess widespread public opinion. They can be used to gauge public positions or reactions to actions already taken. Surveys can be used to identify public preferences or changes in opinion. Public opinion surveys can be taken at any time during a process, assisting in continuously gauging as program adjustments are made.
- One-on-one interviews and meetings
- Briefings with agency staff and government officials in project zones
- ARRC Board evaluation of projects – Board members are an extension of the communities and industries they represent. Their guidance and insight on projects is another method of determining public reaction, input and opposition or support for projects.

## ***ARRC's Project Planning Process***

The ARRC's project planning process begins with the development of a "project needs" list involving all ARRC departments, with consideration to partners, customers and community inputs. ARRC develops a POP and proposes it to the public for comment via STIP and municipal TIP vehicles.

The ARRC allocates formula funds for necessary infrastructure improvements in its POP. It also obligates funding for other projects, more appropriately identified as major improvements. These projects are funded through agencies including the Federal Transit Administration and Federal Railroad Administration and embody facilities, track realignments and rolling stock acquisitions.

ARRC is responsible for generating its own federal matching funds and is financially responsible for the maintenance and operations of its projects.

## ***Summary***

Developing an effective public involvement program is a strategic effort that requires careful analysis and understanding of the audiences the plan is directed to and the messages that are delivered. Using this manual as a guide should result in a systematic and consistent approach that is mutually beneficial to the Alaska Railroad and publics it serves.

The Alaska Railroad will be involved in an ongoing capital planning and construction phase for many years to come. Through a comprehensive public involvement plan, the ARRC can look forward to public support for improving the Alaska Railroad to better meet the needs of Alaskans, its visitors and its customers.



## Summary of Public Involvement for Program of Projects 2022-2024

**Dec. 1, 2021 - Report to State of Alaska** – Booklet published and distributed to state lawmakers and policymakers. The report outlines ARRC's 5-year Capital Improvement Plan, including plans for 2022. In addition to being emailed to legislators and state administration officials by Dec. 1, 2021, the electronic document is posted on ARRC's company website available to the general public ([AlaskaRailroad.com](http://AlaskaRailroad.com) > CORPORATE > Leadership > Reports).

### 2022

**January – December 2022 - Project Fact Sheets** – Compiled, updated and posted online at [AlaskaRailroad.com](http://AlaskaRailroad.com) > CORPORATE > Projects. Fact sheets are completed and posted as details and funding are realized or confirmed.

- 2022 Bridge Program
- 2022 Bridge 127.5
- 2022 Bridge 147.4
- 2022 Bridge 190.5
- 2022 Bridge 227.1
- 2022 Bridge 351.4
- 2022 Bridge 354
- 2022 Bridge 355.2
- 2022 Bridge 370.7
- 2022 Bridge 467.9
- 2022 Glenn Highway Rail Crossing Improvements
- 2022 Powered Switch Machine Replacement
- 2022 Seward Passenger Dock Replacement
- 2022 Anderson Wheel Impact Load Detector Installation
- 2022 Replace Car Shop Public Address System
- 2022 Talkeetna Fiber Optic Communications Upgrade
- 2022 Southern-end Track Repairs
- 2022 Avalanche Control Update
- 2022 Track Rehabilitation Program

**Comment / Communication Tools:** Website includes phone number, fax, dedicated email ([public\\_comment@akrr.com](mailto:public_comment@akrr.com)) and mailing address to facilitate response to inquiry.

**April 1, 2022 – 2021 Annual Report**– Posted on ARRC’s company website available to the general public (AlaskaRailroad.com > CORPORATE > Leadership > Reports). Discusses capital investments and funding sources for the 2021 programs and includes outlook for 2022.

**October 20, 2022 - Mat-Su Transportation Fair:** Held 3-7 p.m. at Raven Hall, Alaska State Fairgrounds, 2075 Glenn Hwy, Palmer

- One-stop venue for the public to learn about and ask questions regarding transportation-related capital projects and programs impacting the Matanuska-Susitna Valley (Palmer, Wasilla, Willow, Talkeetna).
- Alaska Railroad participated in the event sponsoring rail tickets giveaway for attendee drawing (promotes attendance).
- ARRC provided fact sheets, printed and also posted online, highlighting several railroad projects in the Mat-Su and statewide, including the overall Bridge Program and Bridge 227.1.
- Sponsored Alaska Public Media radio advertising for the transportation fair to promote attendance from 10/17/2022 through 10/20/2022.

**December 1, 2022 - Report to State of Alaska** – Booklet published and distributed to state lawmakers and policymakers. The report outlines ARRC’s 5-year Capital Improvement Plan, including plans for 2023. In addition to being emailed to legislators and state administration officials by the first week of December 2022, the electronic document is posted on ARRC’s company website available to the general public (AlaskaRailroad.com > CORPORATE > Leadership > Reports).

**December 4, 2022 – Final POP Ad:** Display ad with Notice of Final Program of Projects for 2022, outlining federally funded capital projects, project funding sources and agencies. Published in Alaska Journal of Commerce, a statewide publication.

## 2023

**January 12, 2023 - Anchorage Transportation Fair:** Held 3-7 p.m. at Alaska Airlines Center, Auxiliary Gym, 3550 Providence Drive, Anchorage

- Alaska Railroad participated in the event sponsoring rail tickets giveaway for attendee drawing (promotes attendance).
- One-stop venue for the public to learn about and ask questions regarding transportation-related capital projects and programs impacting the Anchorage Bowl (Whittier, Girdwood, Anchorage, Eagle River and Eklutna).
- Alaska Railroad provided fact sheets to share and public comment email and phone number for follow-up questions. These included projects in Anchorage and statewide, including bridges 86.6, 127.5, and the Whittier Master Plan.

**January – Fall 2023 - Project Fact Sheets** – Compiled, updated and posted online at AlaskaRailroad.com > CORPORATE > Projects. Fact sheets are completed and posted as details and funding are realized or confirmed.

- 2023 Passenger Operations Baggage Shelters
- 2023 Seward Freight Dock Expansion
- 2023 Operations Support Facilities
- 2023 Glenn Highway Rail Crossing Improvements
- 2023 Anadromous Culvert Replacement
- 2023 Defect Detector Replacement
- 2023 Bridge Program
- 2023 Bridge 54.1
- 2023 Bridge 86.6
- 2023 Bridge 114.3
- 2023 Bridge 127.5
- 2023 Bridge 227.1, FAQs & Poster
- 2023 Bridge 284.2
- 2023 Bridge 422.9
- 2023 Bridge 467.8
- 2023 MP 357.1 Drainage Improvement
- 2023 Willow Right of Way Clearing
- 2023 Communication Sites Power Generation
- 2023 Control Switch Machine Replacement
- 2023 Beluga Point Pedestrian Public Safety Improvements
- 2023 Track Rehabilitation Program
- 2023 Earthquake Damage Repairs MP 138-140
- 2023 Whittier Master Plan Update

**Comment / Communication Tools:** Website includes phone number, fax, dedicated email ([public\\_comment@akrr.com](mailto:public_comment@akrr.com)) and mailing address to facilitate response to inquiry.

**April 1, 2023 - 2022 Annual Report** – Posted on ARRC’s company website available to the general public (AlaskaRailroad.com > CORPORATE > Leadership > Reports). Discusses capital investments and funding sources for the 2022 programs and includes outlook for 2023.

**June 25, 2023 – Final POP Ad:** Display ad with Notice of Final Program of Projects for 2023, outlining federally funded capital projects, project funding sources and agencies. Published in Alaska Journal of Commerce, a statewide publication.

**October 2, 2023 – Talkeetna Open House for Bridge 227.1** - Talkeetna Public Library 4:30-6:30 p.m., presentation to Talkeetna Community Council at 7 p.m.

**November 9, 2023 - Mat-Su Transportation Fair:** Postponed day of event due to inclement weather; held January 25, 2024.

- Sponsored Alaska Public Media radio advertising for the transportation fair to promote attendance from 10/30/2023 through 11/09/2023.

**Dec. 1, 2023: Report to State of Alaska** – Booklet published and distributed to state lawmakers and policymakers. The report outlines ARRC’s 5-year Capital Improvement Plan, including plans for 2024. In addition to being emailed to legislators and state administration officials by Dec. 1, 2023, the electronic document is posted on ARRC’s company website available to the general public (AlaskaRailroad.com > CORPORATE > Leadership > Reports).

## 2024

**January 25, 2024 - Mat-Su Transportation Fair:** Held 3-7 p.m. at Raven Hall, Alaska State Fairgrounds, 2075 Glenn Hwy, Palmer

One-stop venue for the public to learn about and ask questions regarding transportation-related capital projects and programs impacting the Matanuska-Susitna Valley (Palmer, Wasilla, Willow, Talkeetna).

- Alaska Railroad participated in the event sponsoring rail tickets giveaway for attendee drawing (promotes attendance).
- ARRC provided fact sheets, printed and also posted online, highlighting several railroad projects in the Mat-Su and statewide, including the overall Bridge Program, Bridge 227.1 and 190.5.

**January – Summer 2024 - Project Fact Sheets** – Compiled, updated and posted online at AlaskaRailroad.com > CORPORATE > Projects. Fact sheets are completed and posted as details and funding are realized or confirmed.

- 2024 Beluga Point Safety Improvements
- 2024 Bridge Program
- 2024 Bridge 54.1
- 2024 Bridge 86.6
- 2024 Bridge 114.3
- 2024 Bridge 127.5
- 2024 Bridge 190.5
- 2024 Bridge 227.1
- 2024 Bridge 284.2
- 2024 Bridge 351.4
- 2024 Bridge 354
- 2024 Bridge 355.2
- 2024 Bridge 413.72024
- 2024 Bridge 422.9
- 2024 Bridge 467.8
- 2024 Bridge 467.9

- 2024 Slope Stabilization & Drainage Improvements MP 357.1
- 2024 Earthquake Damage Repairs MP 138-140
- 2024 Talkeetna Depot Parking Lot Rehabilitation
- 2024 Seward Passenger Dock Replacement
- 2024 Seward Freight Dock Expansion & Corridor Improvement
- 2024 Glenn Highway Improvements MP 34-42
- 2024 Portage Station Improvements
- 2024 Defect Detector Upgrades
- 2024 Drainage Improvements
- 2024 Track Rehabilitation Program

**Comment / Communication Tools:** Website includes phone number, fax, dedicated email ([public\\_comment@akrr.com](mailto:public_comment@akrr.com)) and mailing address to facilitate response to inquiry.

**March 28, 2024 - Anchorage Transportation Fair:** Held 3-7 p.m. at Alaska Airlines Center, Auxiliary Gym, 3550 Providence Drive, Anchorage

- One-stop venue for the public to learn about and ask questions regarding transportation-related capital projects and programs impacting the Anchorage Bowl (Whittier, Girdwood, Anchorage, Eagle River and Eklutna).
- Alaska Railroad provided fact sheets to share and public comment email and phone number for follow-up questions. These included projects in Anchorage and statewide, including bridges 64.7, 86.6, 114.3, 127.5, embankment repair at MP 138-140, and Portage Station improvements.
- Sponsored Alaska Public Media radio advertising for the transportation fair to promote attendance from 03/23/2024 through 03/28/2024.

**March 29, 2024 - 2023 Annual Report** – posted on ARRC’s company website available to the general public (AlaskaRailroad.com > CORPORATE > Leadership > Reports). Discusses capital investments and funding sources for 2023 and includes outlook for 2024.

**April 1, 2024 – Talkeetna Open House for Bridge 227.1** - Talkeetna Public Library 4:30-6:30 pm, presentation to Talkeetna Community Council at 7 pm.

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix F

Summary of Title VI Investigations, Complaints  
and Lawsuits 2022-2024

## **List of Transit-Related Title VI Investigations, Complaints and Lawsuits**

ARRC has had no Title VI lawsuits and has not been the subject of any Title VI investigations conducted by FTA or any other entity. ARRC has not received any Title VI complaints in the past three years.

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix G

ARRC On-Time Performance  
2022-2024

**ARRC ON-TIME PERFORMANCE  
2022 – 2024**

**Coastal Classic (Anch-Seward-Anch)**

	On Time Percent		
	<small>Any variance that is later than scheduled time is considered late</small>		
Event	2022	2023	2024
Anch Depart	78%	76%	83%
Seward Arrival	86%	94%	95%
Anch Arrival	73%	95%	85%

**Denali Star North (Anch-Fbks)**

	On Time Percent		
	<small>Any variance that is later than scheduled time is considered late</small>		
Event	2022	2023	2024
Anch Depart	80%	89%	94%
Fbks Arrival	61%	77%	74%

**Denali Star South (Fbks-Anch)**

	On Time Percent		
	<small>Any variance that is later than scheduled time is considered late</small>		
Event	2022	2023	2024
Fbks Depart	94%	95%	94%
Anch Arrival	22%	10%	18%

**Glacier Discovery (Anch-Whittier-Anch)**

	On Time Percent		
	<small>Any variance that is later than scheduled time is considered late</small>		
Event	2022	2023	2024
Anch Depart	85%	89%	86%
Whittier Arrival	72%	89%	87%
Anch Arrival	90%	86%	80%

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix H

ARRC Standard Vehicle Assignments

PASSENGER CAR INVENTORY				
Type	Coach	Seats	Service	ADA
UP	ARR 200	60	SEW	
UP	ARR 201	60	On Demand	
UP	ARR 202	60	SEW	
UP	ARR 203	60	On Demand	
UP	ARR 204	60	WHR	
DHI	ARR 205	78	WHR	X
DHI	ARR 206	78	FBX	X
DHI	ARR 207	78	HUR	X
DHI	ARR 208	78	SEW	X
DHI	ARR 209	78	FBX	X
DHI	ARR 210	78	On Demand	X
Type	Domes			
GoldStar	ARR 651	72 (bi-level)	FBX	X
GoldStar	ARR 652	72 (bi-level)	FBX	X
GoldStar	ARR 653	72 (bi-level)	FBX	X
GoldStar	ARR 654	72 (bi-level)	FBX	X
GoldStar	ARR 655	72 (bi-level)	SEW	X
GoldStar	ARR 656	72 (bi-level)	SEW	X
Conductor	ARR 500	36 (vista)	On Demand	
Conductor	ARR 501	36 (vista)	SEW	
Conductor	ARR 502	36 (vista)	On Demand	
Gift Shop	ARR 521	38 (amtrk)	HUR	X
Gift Shop	ARR 522	38 (amtrk)	FBX	X
Gift Shop	ARR 523	38 (amtrk)	FBX	X
Type	Diner/Café			
UP Café	ARR 300	48	Retired	
DHI Café	ARR 301	48	On Demand	
UP Diner	ARR 400	48	Retired	
DHI Diner	ARR 401	56	SEW	
Café	ARR 451	46	FBX	
Café	ARR 452	46	FBX	
Café	ARR 352	46	SEW	
Type	Baggage			
Baggage Car	ARR 100	Large	HUR	
Baggage Car	ARR 101	Large	FBX	
Baggage Car	ARR 102	Large	FBX	
Baggage Car	ARR 103	Large	SEW	
Baggage Car	ARR 110	Small	WHR	
Baggage Car	ARR 111	Small	WHR	

2024 Train Consists

<u>Denali Star - NB</u>	<u>Denali Star - SB</u>
522 (38 Dome)	523 (38 Dome)
206 (78)	209 (78)
452 (Café Car)	451 (Café Car)
652 (Bi-Level)	651 (Bi-Level)
654 (Bi-Level)	653 (Bi-Level)
102 (Bag Car)	101 (Bag Car)
<u>Coastal - Seward</u>	<u>Glacier - Whittier</u>
202 (60)	751 (DMU)
200 (60)	205 (78)
501 (36 Dome)	208 (60)
208 (78)	204 (60)
352 (Café Car)	111 (Bag Car)
401 (Diner)	110 (Bag Car)
655 (Bi-Level)	
656 (Bi-Level)	
103 (Bag Car)	
<u>Hurricane Summer</u>	<u>Aurora/Hurricane Winter</u>
207 (78)	101 (Bag Car)
521 (38 Dome)	206 (78)
100 (Bag Car)	207 (78)
	209 (78)
	352 (Café Car)
	401 (Diner)
	100 (Bag Car)

Alaska Railroad Corporation  
Title VI Program 2025-2027

Appendix I

ARRC Board Resolution  
Approval of ARRC Title VI Program

Adopted:

Resolution No. 2024-27

Relating to the Approval of the Alaska  
Railroad Corporation's Title VI Program  
for Federal Fiscal Years 2025-2027

WHEREAS, the Alaska Railroad Corporation (ARRC) is a recipient of federal funding from the Federal Transit Administration (FTA) and is therefore required to have a Title VI Program prohibiting discrimination in FTA-funded programs and services on the basis of race, color, and national origin; and

WHEREAS, the ARRC's Title VI Program must be updated and submitted to the FTA every three years; and

WHEREAS, an updated Title VI Program for Federal Fiscal Years 2025-2027 is due to FTA in 2024; and

WHEREAS, FTA Circular 4702.1B requires that the ARRC's Title VI Program be approved by the ARRC Board of Directors.

NOW THEREFORE BE IT RESOLVED, that the ARRC Board of Directors has considered the ARRC's Title VI Program for Federal Fiscal Years 2025-2027 as presented by ARRC Management, and hereby approves the ARRC Title VI Program for Federal Fiscal years 2025-2027.

Adopted:

Resolution No. 2024-28

Relating to the Selection of a Firm to Perform the 2024-2025 Performance Audit

WHEREAS, the Alaska Railroad Corporation (ARRC) is required to obtain an annual performance audit as prescribed in the Alaska Railroad Corporation Act, AS 42.40.270; and

WHEREAS, the ARRC Board of Directors, at its regular meeting of February 7, 2024, approved Resolution No. 2024-03, which provides for a combined 2024-2025 performance audit consisting of an assessment of the Corporation's intermodal freight service (TOFC and COFC); and

WHEREAS, pursuant to Resolution No. 2020-31, ARRC staff proceeded to issue a request for proposals (the "RFP") to conduct the above-described assessment and complete a report thereon; and

WHEREAS, the ARRC Board of Directors Audit Committee met on September 10, 2024, to consider the proposals ARRC received in response to the RFP, including the proposal presented by DB E.C.O. North America, Inc., a firm with extensive direct intermodal management experience with special expertise in the critical area of intermodal business development and operation; and

WHEREAS, based upon its review of the proposal presented by DB E.C.O. North America, Inc., the Audit Committee recommends that DB E.C.O. North America, Inc. be selected to perform the 2024-2025 performance audit.

NOW THEREFORE BE IT RESOLVED, the ARRC Board of Directors hereby adopts the recommendation of the Audit Committee and hereby selects DB E.C.O. North America, Inc. to perform the 2024-2025 performance audit.

**LEASE SUMMARY**

LESSEE: Dojer Services, LLC

CONTRACT NO: 20986

**LEASE DESCRIPTION:** A portion of Parcel A of U.S. Survey 2559, officially filed December 14, 1994, located within the Whittier Townsite, Anchorage Recording District, Third Judicial District, State of Alaska, containing 56,247 square feet (1.29 acres), more or less.

**KEY CONTRACT PROVISIONS:**

Estimated Effective Date: TBD

Prior Annual Rent: \$17,594.37 annually

Lease Term: Thirty (30) Years

Rent Rate: 8%

Option to Extend: N/A

Rent Adjustment: Rent adjusted every 5 years with adjusted annual rent not to exceed 135% of the prior year's annual rent or to decrease to less than 65% of the prior year's annual rent.

Lease Area: 56,247 sq. ft., more or less.

Base Annual Rent: \$TBD (based on 2024 appraised value)

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PUBLIC NOTICE: Yes, public comment will expire September 26, 2024.

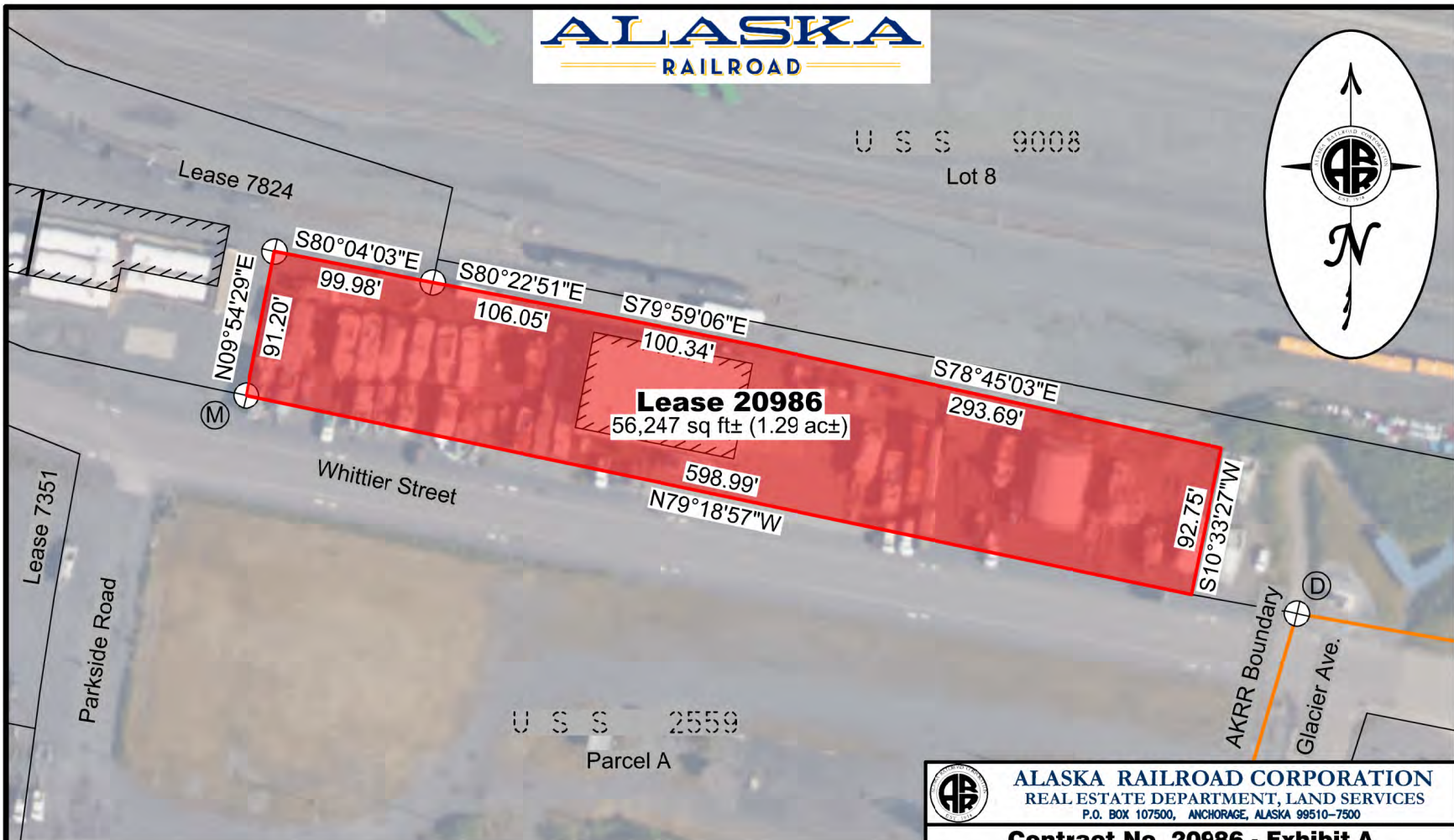
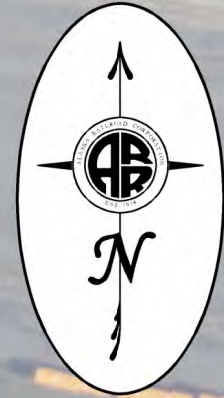
LEGAL REVIEW: Yes

INTENDED USE: Rental space, storage facility, and warehouse consistent with Lessee's business.

**SUMMARY AND RECOMMENDATIONS:** Lessee currently leases the property under a ground lease for a term of thirty-five (35) years, which is due to expire September 30, 2026. Lessee is requesting a new thirty (30) year ground lease. Approval is recommended.

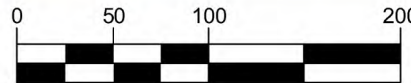
APPROVED: \_\_\_\_\_ Board Meeting Date: \_\_\_\_\_  
Jennifer Mergens  
ARRC Board Secretary

U S S 9008  
Lot 8



**Exhibit Notes:**

- For indexing purposes this property is located in the NE1/4 Sec.23 & NW1/4 Sec.24, T8N, R4E, S.M.
- The meridian of this exhibit is based on ROS 2006-77 Anchorage Recording District.
- Information on this exhibit is derived from record documents and both internally and publicly available GIS data. No land survey was performed to create this exhibit.



1 Inch = 100 Feet

[AlaskaRailroad.com](http://AlaskaRailroad.com)

**ALASKA RAILROAD CORPORATION**  
REAL ESTATE DEPARTMENT, LAND SERVICES  
P.O. BOX 107500, ANCHORAGE, ALASKA 99510-7500

**Contract No. 20986 - Exhibit A**  
**Dojer Services, LLC**  
**Area = 56,247 sq ft± (1.29 ac±)**

**ARRC title - Patent 50-2005-0045 - USS 2559 Parcel A**

DRAWN BY: DCA	SCALE: 1" = 100'	DATE: 2024-09-03
CHECKED BY: JSR	<b>Whittier Terminal Reserve</b>	
APPROVED BY: JSR		

R:\00 RED\LEASES\WH\Inactive\20986-L.dwg

## LEASE SUMMARY

LESSEE: JL Healy Hotel, LLC

CONTRACT NO: 21053

**LEASE DESCRIPTION:** A parcel of land situated within the Section 25, Township 12 South, Range 8 West and within Section 30, Township 12 South, Range 7 West, Fairbanks Meridian and lying west of the west right-of-way line of the Parks Highway, State of Alaska, Department of Highways Project No. F-037-2(2), and north of the northerly right-of-way line of Otto Lake Road. Contains 975,900 square feet (22.4 acres), more or less.

### KEY CONTRACT PROVISIONS:

Estimated Effective Date: October 1, 2024

Prior Annual Rent: \$14,880.00 annually (for 12 acres)

Lease Term: Thirty-five (35) Years

Rent Rate: 8%

Option to Extend: N/A

Lease Area: Approx. 975,744 sq. ft. (22.4 acres)

Rent Adjustment: Rent adjusted every 5 years with adjusted annual rent not to exceed 135% of the prior year's annual rent or to decrease to less than 65% of the prior year's annual rent.

Base Annual Rent: \$25,088.00 (based on 2024 appraisal value)

---

PUBLIC NOTICE: Yes, public comment will expire September 26, 2024.

LEGAL REVIEW: Yes

INTENDED USE: Hotel operations consistent with Lessee's business.

**SUMMARY AND RECOMMENDATIONS:** Lessee was approved for a 12-acre, 35-year Ground Lease at the June 2024 Board Meeting. Prior to executing the new Ground Lease, Lessee requested to increase their lease area by 10.4 acres to the north of and adjacent to the previously approved lease area. Lessee is requesting that previous approval of 35-year Ground Lease be amended to encompass a total lease area of 22.4 acres, more or less. Approval is recommended.

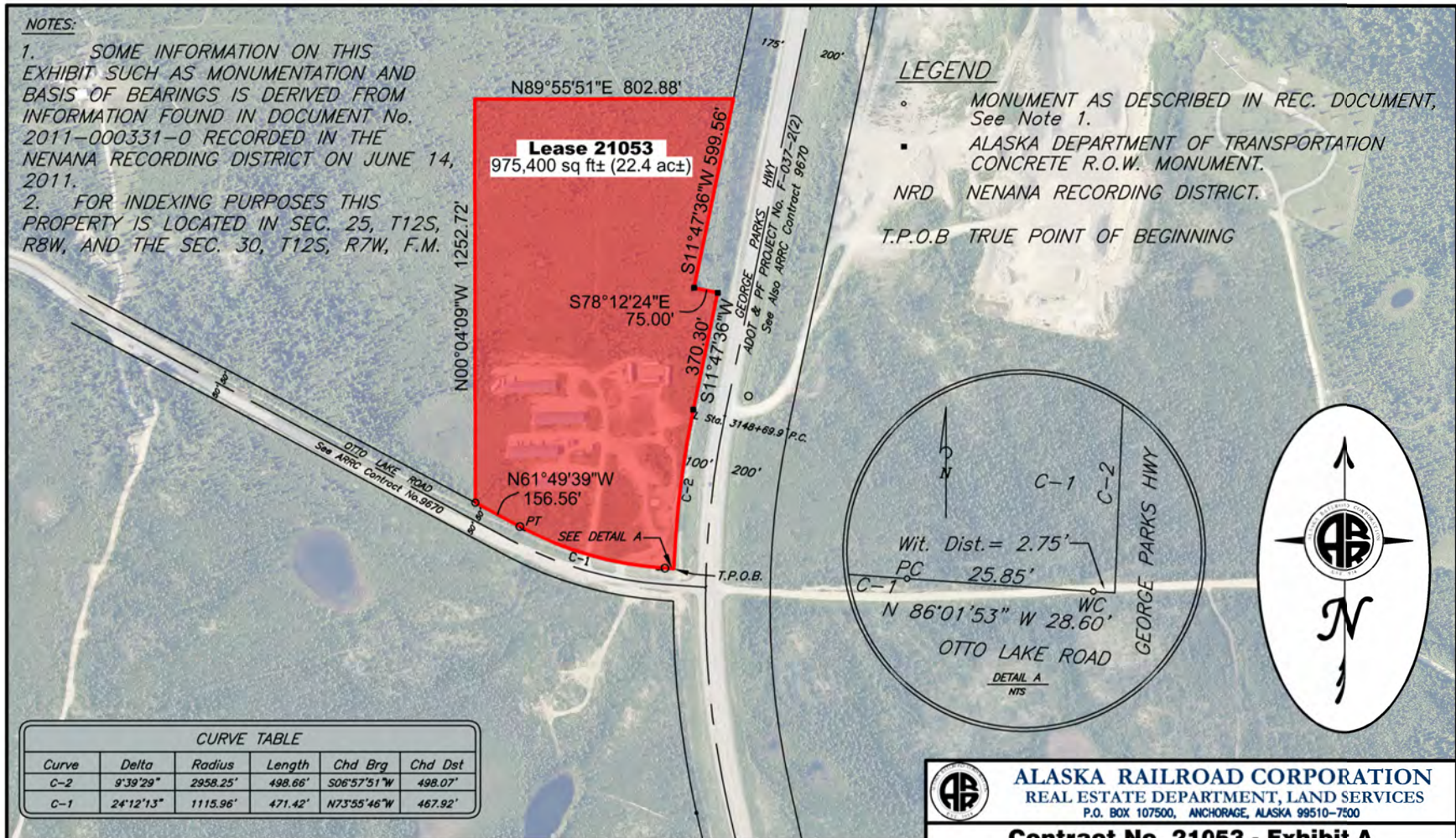
APPROVED: \_\_\_\_\_ Board Meeting Date: \_\_\_\_\_  
Jennifer Mergens  
ARRC Board Secretary

**NOTES:**

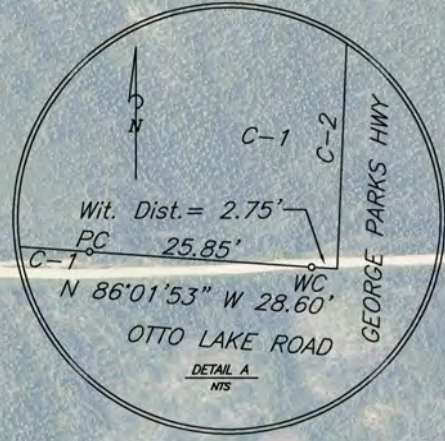
- SOME INFORMATION ON THIS EXHIBIT SUCH AS MONUMENTATION AND BASIS OF BEARINGS IS DERIVED FROM INFORMATION FOUND IN DOCUMENT No. 2011-000331-0 RECORDED IN THE NENANA RECORDING DISTRICT ON JUNE 14, 2011.
- FOR INDEXING PURPOSES THIS PROPERTY IS LOCATED IN SEC. 25, T12S, R8W, AND THE SEC. 30, T12S, R7W, F.M.


**LEGEND**

- MONUMENT AS DESCRIBED IN REC. DOCUMENT, See Note 1.
  - ALASKA DEPARTMENT OF TRANSPORTATION CONCRETE R.O.W. MONUMENT.
- NRD NENANA RECORDING DISTRICT.  
T.P.O.B TRUE POINT OF BEGINNING



CURVE TABLE					
Curve	Delta	Radius	Length	Chd Brg	Chd Dst
C-2	9°39'29"	2958.25'	498.66'	S06°57'51"W	498.07'
C-1	24°12'13"	1115.96'	471.42'	N73°55'46"W	467.92'



 <b>ALASKA RAILROAD CORPORATION</b> REAL ESTATE DEPARTMENT, LAND SERVICES P.O. BOX 107500, ANCHORAGE, ALASKA 99510-7500		
<b>Contract No. 21053 - Exhibit A</b> <b>JL Healy Hotel, LLC.</b> <b>Area = 975,400 sq ft± (22.4 ac±)</b>		
<b>ARRC title - Book 33, Page 968 NRD</b>		
DRAWN BY: JSR	SCALE: 1" = 500'	DATE: 2024-08-23
CHECKED BY: JSR	<b>Healy Reserve</b>	
APPROVED BY: JSR	R:\00 RED\LEASES\HEA\21053-L.dwg	

**LEASE SUMMARY**

LESSEE: Alaska Tourism Development, LLC

CONTRACT NO: 21102

**LEASE DESCRIPTION:** A parcel of land located within Section 25, Township 12 South, Range 8 West, Fairbanks Meridian in the Alaska Railroad Healy Reserve, including all of Government Lot 4, excluding the east 400 feet and the South 450 feet, with a total area of 601,500 sq ft± (13.8 acres±).

**KEY CONTRACT PROVISIONS:**

Estimated Effective Date: October 1, 2024

Prior Annual Rent: \$5,103.00 annually

Lease Term: Thirty-five (35) Years

Rent Rate: 8%

Option to Extend: N/A

Rent Adjustment: Rent adjusted every 5 years with adjusted annual rent not to exceed 135% of the prior year's annual rent or to decrease to less than 65% of the prior year's annual rent.

Lease Area: 601,500 sq. ft., more or less.

Base Annual Rent: \$TBD (based on 2024 appraised value)

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**PUBLIC NOTICE:** Yes, public comment will expire September 26, 2024.

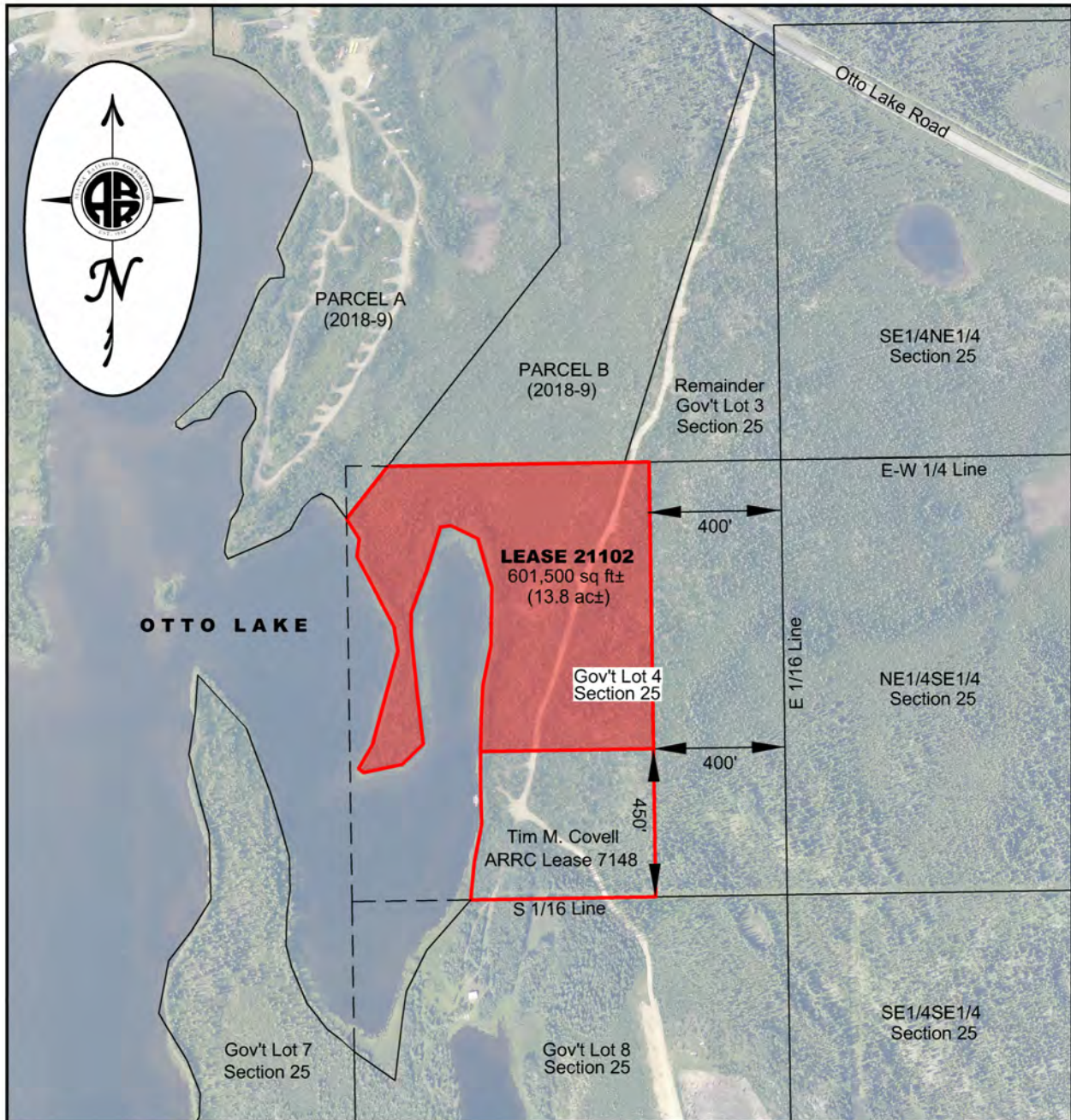
**LEGAL REVIEW:** Yes

**INTENDED USE:** Rental cabins for tourism and hiking trails consistent with Lessee's business.

**SUMMARY AND RECOMMENDATIONS:** Lessee currently leases the property under an assigned ground lease with a remaining term of seven (7) years. The current lease is due to expire July 31, 2031. Lessee is requesting a new thirty-five (35)-year ground lease. Lessee plans to invest \$1.3M in the fall of 2024 for site improvements to include the addition of hiking trails along Otto Lake and construction of ten additional rental cabins. Approval is recommended.

**APPROVED:** \_\_\_\_\_ **Board Meeting Date:** \_\_\_\_\_

Jennifer Mergens  
ARRC Board Secretary



Notes:

1. The lease area on this exhibit is derived from Record Information found on Plat 2018-9 and Record of Survey 94-25. The meanders of Otto Lake are derived from publicly available imagery from the Fairbanks North Star Borough collected in 2012. Lease areas and legal descriptions are subject to change pending a survey to defensibly define the boundary of Government Lot 4 depicted herein.
2. For indexing purposes this Lease Parcel is located in Section 25, T. 12 S., R. 8 W., F.M.



**ALASKA RAILROAD CORPORATION**  
 REAL ESTATE DEPARTMENT, LAND SERVICES  
 P.O. BOX 107500, ANCHORAGE, ALASKA 99510-7500

**Contract No. 21102 - Exhibit A**  
**Alaska Tourism Development, LLC**  
**Area = 601,500 sq ft± (13.8 ac±)**

**ARRC title - Book 33, Page 968 NRD**

DRAWN BY: JSR  
 CHECKED BY: DWC  
 APPROVED BY: JSR

SCALE: 1" = 500'

DATE: 2024-08-28

**Healy Reserve**

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LEASE SUMMARY

LESSEE: OFD, LLC

CONTRACT NO: 21013

**LEASE DESCRIPTION:** A portion of Lot 13 located Northeasterly from the ARRC Fairbanks Reserve, laying south of Helmericks Avenue and north of West Trainor Gate Road, containing 194,417 square feet (4.45 acres), more or less.

KEY CONTRACT PROVISIONS:

Estimated Effective Date: October 1, 2024

Prior Annual Rent: \$34,796.25 annually

Lease Term: Fifty-Five (55) Years

Rent Rate: 8%

Option to Extend: N/A

Rent Adjustment: Rent adjusted every 5 years with adjusted annual rent not to exceed 135% of the prior year's annual rent or to decrease to less than 65% of the prior year's annual rent.

Lease Area: 194,417 sq. ft., more or less.

Base Annual Rent: \$108,875.00 (based on 2024 appraised value)

PUBLIC NOTICE: Yes, public comment will expire September 26, 2024.

LEGAL REVIEW: Yes

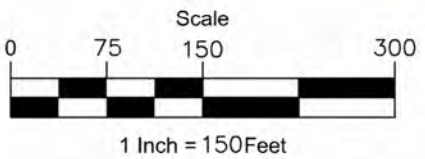
INTENDED USE: Warehouse space, equipment storage, and office space consistent with Lessee's business.

**SUMMARY AND RECOMMENDATIONS:** Lessee was approved for a new Thirty (30)-year Ground Lease in March 2024. Prior to execution of the previously-approved Ground Lease, Lessee requested a longer lease term for the purpose of obtaining long-term investment and financing. Lessee plans to invest in upgrades to existing improvements over the next 5-10 years. Lessee is requesting to modify the Board's previous approval of the Ground Lease to include a Fifty-Five (55)-year lease term. Approval is recommended.

APPROVED: \_\_\_\_\_ Board Meeting Date: \_\_\_\_\_

Jennifer Mergens  
ARRC Board Secretary

# ALASKA RAILROAD



For indexing purposes this property is located in the SW1/4 Sec.2, T1S, R1W, F.M.

 <b>ALASKA RAILROAD CORPORATION</b> REAL ESTATE DEPARTMENT, LAND SERVICES P.O. BOX 107500, ANCHORAGE, ALASKA 99510-7500		
<b>Contract No. 21013 - Exhibit A</b> <b>OFD, LLC</b> <b>Area = 194,417 sq ft± (4.45 ac±)</b>		
<b>ARRC title - Patent 50-2006-0464 - USS 9070 Lot 7</b>		
DRAWN BY: DCA CHECKED BY: JSR APPROVED BY: JSR	SCALE: 1" = 150'	DATE: 2023-09-21
<b>Approx ARRC MP G1.5</b>		
R:\00 RED\LEASES\FBX\21013-L.dwg		

**LEASE SUMMARY**

LESSEE: Dimond Fencing Company, Inc.

CONTRACT NO: 21104

**LEASE DESCRIPTION:** Lots 7, 8 & 9, Block D of the unrecorded plat entitled "Chena Industrial Subdivision" dated Oct. 18, 1968, last revised April, 1969, ARRC #3452.01, sheet 3 of 3, as depicted on a Record of Survey recorded in the Fairbanks Recording District as Plat 2022-55, containing 52,500 square feet, more or less.

**KEY CONTRACT PROVISIONS:**

Estimated Effective Date: October 1, 2024

Prior Annual Rent: \$11,623.50 annually

Lease Term: Thirty-five (35) Years

Rent Rate: 8%

Option to Extend: N/A

Rent Adjustment: Rent adjusted every 5 years with adjusted annual rent not to exceed 135% of the prior year's annual rent or to decrease to less than 65% of the prior year's annual rent.

Lease Area: 52,500 sq. ft., more or less.

Base Annual Rent: \$12,600.00 (based on 2024 appraised value)

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PUBLIC NOTICE: Yes, public comment will expire September 26, 2024.

LEGAL REVIEW: Yes

INTENDED USE: Retail, warehouse and office space consistent with Lessee's business.

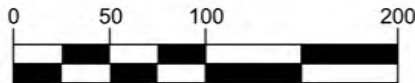
**SUMMARY AND RECOMMENDATIONS:** The prospective lessee is in the process of purchasing the business, including existing improvements, from the existing tenant. The current ground lease, Contract No. 9910, expires April 30, 2039. Lessee is requesting a new thirty-five (35) year ground lease. Approval is recommended.

APPROVED: \_\_\_\_\_ Board Meeting Date: \_\_\_\_\_

Jennifer Mergens  
ARRC Board Secretary



Information on this exhibit is derived from ROS 2022-55 titled "Chena Industrial Subdivision", recorded in the Fairbanks Recording District on August 23, 2022.



1 Inch = 100 Feet

For indexing purposes this property is located in the N1/2 Sec. 9, T. 1 S., R. 1 W., F.M.

[AlaskaRailroad.com](http://AlaskaRailroad.com)



**ALASKA RAILROAD CORPORATION**  
REAL ESTATE DEPARTMENT, LAND SERVICES  
P.O. BOX 107500, ANCHORAGE, ALASKA 99510-7500

**Lease Contract No. 21104 - Exhibit A**  
**Dimond Fencing Company, Inc.**  
**Total Area = 52,500 sq ft ± (1.21 ac ±)**

**ARRC title - Patent 50-2006-0464**  
**USRS T1S, R1W, Sec. 9, F.M.**

DRAWN BY: JSR

SCALE: 1" = 100'

DATE: 2024-08-26

CHECKED BY: JSR

**Fairbanks Terminal Reserve**

APPROVED BY: JSR

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