

MWB also proposes to delete from §§ 6.4, 6.5 and 6.6 provisions which were added to implement a merger with the Central States Motor Freight Bureau, Inc. (CSB) that was authorized in *Middlewest Freight Bureau, Inc., and Central States Motor Freight Bureau, Inc.—Merger Agreement*, Section 5a Application No. 34 (ICC served July 9, 1993).

Section 6.3 would be amended to reduce the membership of the Board from 27 directors to 18 directors and to eliminate territorial classifications which apportioned seats on the Board and certain Board committees according to the territories comprising the expanded MWB territory, viz., Southwestern Territory, Middlewest Territory, and Central States Territory. MWB states that these classifications are no longer necessary. Language would also be eliminated which governed the election of the first Board after the merger with CSB.

A new Section 6.4 would be added which would stagger the terms of directors so that one-third are elected each year. Section 6.5 would be amended to reduce the nominating committee from 9 directors to 4 directors. A provision would be added to Section 6.6 authorizing the Board to fill vacancies if an insufficient number of directors are elected. Section 6.9 would be amended to authorize the Board to fill vacancies resulting from death, resignation, inability to serve, or expulsion.

Section 8.1 would be amended to delete the requirement for quarterly Board meetings. MWB states that regularly scheduled Board meetings are no longer necessary. Section 12.1 would be amended to authorize the Board to call and hold meetings when needed. Section 12.3 would be amended to authorize Board meetings by telephone conference call and to permit fax or telephone notices of emergency Board meetings. Section 12.4 would be amended to reduce the quorum requirement for Board meetings from 10 to 7.

MWB states that the amendments do not relate to and are not affected by territorial expansion and do not involve or affect MWB's collective ratemaking activities.<sup>1</sup> MWB states that the Board

<sup>1</sup> MWB has other amendments to its Agreement pending before the Board in Section 5a Application No. 34 (Amendment No. 8), *Middlewest Motor Freight Bureau, Inc.*, which seeks territorial expansion of its collective ratemaking agreement. This request is being considered in Section 5a Application No. 118 (Amendment No. 1), *et al.*, *EC-MAC Motor Carriers Service Association, Inc., et al.*

has no ratemaking authority, as that authority remains vested in the General Rate Committee. MWB states that these proposed amendments do not change the composition of the General Rate Committee or any of its functions.

We seek comment on whether these proposed amendments meet the criteria of 49 U.S.C. 13703(a)(2). Comments on these proposed amendments should be filed in this docket.

Copies of the application and the amendments are available for inspection and copying at the Office of the Secretary, Surface Transportation Board, 1925 K Street, NW, Washington, DC 20423 and from applicant's counsel.

Decided: October 16, 1997.

By the Board, Chairman Morgan and Vice Chairman Owen.

**Vernon A. Williams,**  
*Secretary.*

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## DEPARTMENT OF TRANSPORTATION

### Surface Transportation Board

[STB Finance Docket No. 33485]

#### **St. Lawrence & Atlantic Railroad Co.— Lease and Operation Exemption— Berlin Mills Railway, Inc.**

St. Lawrence & Atlantic Railroad Company (SL&A), a Class III rail carrier, has filed a verified notice of exemption under 49 CFR 1150.41 to acquire and operate rail lines owned by Berlin Mills Railway, Inc., in Coos County, NH, as follows: (1) Approximately 5.5 route miles between milepost 154.6 at Berlin and milepost 149.1 at Gorham; and (2) approximately 0.5 route miles of rail line (which does not have salient milepost designations) in the vicinity of Berlin. The total distance of the rail lines to be leased by SL&A is approximately 6.0 route miles. The transaction was expected to be consummated soon after October 9, 1997, the effective date of the exemption.

If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

An original and 10 copies of all pleadings, referring to STB Finance Docket No. 33485, must be filed with the Surface Transportation Board, Office of the Secretary, Case Control Unit, 1925

K Street, NW, Washington, DC 20423-0001 and served on: Kevin M. Sheys and Edward J. Fishman, Oppenheimer Wolff & Donnelly, 1020 Nineteenth Street, NW, Suite 400, Washington, DC 20036.

Decided: October 16, 1997.

By the Board, David M. Konschnik,  
Director, Office of Proceedings.

**Vernon A. Williams**

*Secretary*

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## DEPARTMENT OF TRANSPORTATION

### Surface Transportation Board

[STB Finance Docket No. 33484]

#### **St. Lawrence & Atlantic Railroad Co.— Acquisition and Operation Exemption—New Hampshire & Vermont Railroad Co.**

St. Lawrence & Atlantic Railroad Company (SL&A), a Class III rail carrier, has filed a verified notice of exemption under 49 CFR 1150.41 to acquire and operate approximately 1 route mile of rail line owned by New Hampshire & Vermont Railroad Co., in the vicinity of Groveton, in Coos County, NH. The transaction was expected to be consummated soon after October 9, 1997, the effective date of the exemption.

If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

An original and 10 copies of all pleadings, referring to STB Finance Docket No. 33484, must be filed with the Surface Transportation Board, Office of the Secretary, Case Control Unit, 1925 K Street, NW, Washington, DC 20423-0001 and served on: Kevin M. Sheys and Edward J. Fishman, Oppenheimer Wolff & Donnelly, 1020 Nineteenth Street, NW, Suite 400, Washington, DC 20036.

Decided: October 16, 1997.

By the Board, David M. Konschnik,  
Director, Office of Proceedings.

**Vernon A. Williams,**

*Secretary.*

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