

**Senate Commerce Committee Nominee Questionnaire, 117<sup>th</sup> Congress**

**A. BIOGRAPHICAL INFORMATION AND QUALIFICATIONS**

1. Name (Include any former names or nicknames used):

Karen Jean Hedlund

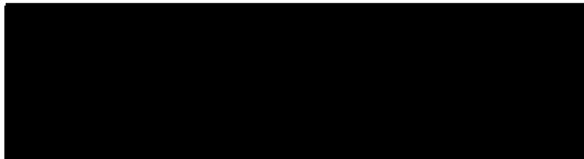
(I used name Karen Hedlund Schneider upon marriage in 1969 until 1973, when I reassumed use of my maiden name, although I remained married).

2. Position to which nominated:

Member, Surface Transportation Board (STB)

3. Date of Nomination: April 29, 2021

4. Address (List current place of residence and office addresses):



5. Date and Place of Birth:

October 27, 1948  
Chicago, Illinois

6. Provide the name, position, and place of employment for your spouse (if married) and the names and ages of your children (including stepchildren and children by a previous marriage).

Alex Hedlund Schneider, age 41  
Erik Reuben Schneider, age 38

7. List all college and graduate degrees. Provide year and school attended.

Harvard University AB 1970  
Georgetown University Law Center JD 1974

8. List all post-undergraduate employment, and highlight all management-level jobs held and any non-managerial jobs that relate to the position for which you are nominated.

**WSP USA – Advisory Services**

New York, New York  
*Vice President*  
January 2015 to April 2020  
*Independent Consultant*  
April 2020 to present

**Karen J Hedlund, PC**

New York, NY and Edwards, CO  
*President/Owner*  
January 2015-present

**United States Department of Transportation**

**Federal Railroad Administration**

Washington, DC  
*Deputy Administrator*  
December 2011 to September 2014  
*Chief Counsel*  
June 2010 to December 2011

**United States Department of Transportation**

**Federal Highway Administration**

Washington, DC  
*Chief Counsel*  
June 2009 – June 2010

**Nossaman, LLP**

Los Angeles and Washington D.C.  
*Partner*  
1995-2009

**SunAmerica Inc.**

Los Angeles, CA  
*Executive Vice President and General Counsel*

1993-1994

**Skadden Arps**

Chicago, IL and Los Angeles, CA

*Partner*

1984-1993

**Mayer Brown**

Chicago, IL

*Associate and Partner*

1974-1984

9. Attach a copy of your resume.

See attached copy of resume of Karen J Hedlund.

10. List any advisory, consultative, honorary, or other part-time service or positions with Federal, State, or local governments, other than those listed above, within the last ten years.

Board Member, Washington Union Station Redevelopment Corporation (2011-2014)

Board Member, Moynihan Station Development Corporation (2011-2014)

Advisor, US Department of Transportation, National Freight Advisory Commission (2012-2014)

Consultant, Gateway Development Corporation (NY and NJ) (2015-2018)

Consultant, Washington State Department of Transportation (2018-2020)

Consultant, Santa Fe Chief and Front Range Passenger Rail Commission (CO) (2018-2020)

Consultant, Peninsula Corridor Joint Powers Board (CA) (2018)

Consultant, High Desert Corridor Joint Powers Authority (CA) (2015-present)

Consultant, Dallas Area Rapid Transit District (TX) (2017-2018).

11. List all positions held as an officer, director, trustee, partner, proprietor, agent, representative, or consultant of any corporation, company, firm, partnership, or other business, enterprise, educational, or other institution within the last ten years.

Board Member, Edge Foundation (2016 to present)

Vice President, WSP (2015-2020)

President, Karen J Hedlund, PC (1996 – present)

Board Member, Union Station Redevelopment Corporation (2011-2014)

Board Member, Moynihan Station Development Corporation (2011-2014)

Trustee, Karen J Hedlund Trust (1996 – present)

12. Please list each membership you have had during the past ten years or currently hold with any civic, social, charitable, educational, political, professional, fraternal, benevolent or religiously affiliated organization, private club, or other membership

organization. (For this question, you do not have to list your religious affiliation or membership in a religious house of worship or institution.). Include dates of membership and any positions you have held with any organization. Please note whether any such club or organization restricts membership on the basis of sex, race, color, religion, national origin, age, or disability.

Women's Transportation Seminar (2008 – present)  
American Public Transportation Association, Co-Chair of the Commuter and Intercity Passenger Rail Legislative Subcommittee (2015 – present);  
Coalition for the Northeast Corridor, Member (2015 to present);  
Harvard Club of New York, New York, New York (2015 to present);  
The Club at Cordillera, Edwards, Colorado (golf club) (2018 – present);  
Arrowhead Alpine Club, Edwards, Colorado (athletic club) (2018 – present);  
Springfield Golf and Country Club, Springfield, Virginia (golf club) (2012-2015)

To my knowledge, none of the above restricts membership on the basis of sex, race, color, religion, national origin, age, or disability.

13. Have you ever been a candidate for and/or held a public office (elected, non-elected, or appointed)? If so, indicate whether any campaign has any outstanding debt, the amount, and whether you are personally liable for that debt.

No.

14. List all memberships and offices held with and services rendered to, whether compensated or not, any political party or election committee within the past ten years. If you have held a paid position or served in a formal or official advisory position (whether compensated or not) in a political campaign within the past ten years, identify the particulars of the campaign, including the candidate, year of the campaign, and your title and responsibilities.

None.

15. Itemize all political contributions to any individual, campaign organization, political party, political action committee, or similar entity of \$200 or more for the past ten years.

Information set out below was derived from Federal Election Committee Report on contributions from Karen Hedlund between January 1, 2011 and ending May 09, 2021.

## 2011

DNC Service Corporation/Democratic National Committee (March) \$1,580  
Obama for America (June) \$1,500

**2012**

DNC Service Corporation/Democratic National Committee (June) \$1,000  
Obama for America (September) \$1,000  
Obama for America (October) \$1,500  
Obama Victory Fund 2012 (October) \$1,500

**2013**

None

**2014**

None

**2015**

None

**2016**

Hillary for America (January) \$2,700  
Parsons Brinckerhoff, Inc. PAC (April) \$500  
Hillary Victory Fund (October) \$2,700

**2017**

WSP USA Inc. PAC (August) \$500

**2018**

None

**2019**

Inslee for America (July, September, October) \$600  
WSP USA Inc. PAC (October) \$500  
Bennet for America (August, September) \$250

**2020**

Biden for President (July, September, October) \$1750  
DNC Services Corp/Democratic National Committee (November) \$700  
Biden Victory Fund (July, October) \$1250  
Biden Fight Fund (November) \$500

**2021**

Friends of Schumer (February) \$500

16. List all scholarships, fellowships, honorary degrees, honorary society memberships, military medals, and any other special recognition for outstanding service or achievements.

Georgetown University Law Center Alumni Award (2003)

17. Please list each book, article, column, Internet blog posting, or other publication you have authored, individually or with others. Include a link to each publication when possible. Also list any speeches that you have given on topics relevant to the position for which you have been nominated. Do not attach copies of these publications unless otherwise instructed.

The publications and speeches of which I have records include:

“Private Equity to Match Public Investment,” Mineta Institute, October 2020. I also made presentations based on the article to the Transportation Research Board, Annual Meeting, Session 1410, January 28, 2021; and (2) APTA’s High Speed Rail Conference, April 8, 2021

“Too Long to Drive, Too Short to Fly, SPEEDLINES, published by the APTA High-Speed and Intercity Passenger Rail Committee, August 2020  
[https://higherlogicdownload.s3-external-1.amazonaws.com/AMERICANPTA/e8a3c67b-ffe4-0a40-d57d-3a092460dc73\\_file.pdf?AWSAccessKeyId=AKIAVRDO7IEREB57R7MT&Expires=1618530568&Signature=%2Bc0XQffdpXTTEd402ZV%2Bg4mQd2E%3D](https://higherlogicdownload.s3-external-1.amazonaws.com/AMERICANPTA/e8a3c67b-ffe4-0a40-d57d-3a092460dc73_file.pdf?AWSAccessKeyId=AKIAVRDO7IEREB57R7MT&Expires=1618530568&Signature=%2Bc0XQffdpXTTEd402ZV%2Bg4mQd2E%3D)

“What is the future of transit and rail post-COVID?” Address to Smart Commute Metro North (CO) Transforum Conference, October 22, 2020

US High Speed Rail Association [Karen Hedlund \(FRA\) - Washington Summit February 12, 2014 and February 2012](#)

[Presentation to National Conference of State Legislatures, Partners Project on Public-Private Partnerships, “PPP Model Legislation”, April 22, 2009. Microsoft PowerPoint - Hedlund NCSL April 2009.PPT](#)

[“Public-Private Partnerships: The Most Effective Finance Tool in the Box.” Horizon, a publication of the Texas Department of Transportation, Fall 2006, horizon\\_fall2006.pdf \(state.tx.us\)](#)

18. List all digital platforms (including social media and other digital content sites) on which you currently or have formerly operated an account, regardless of whether or not the account was held in your name or an alias. Include the name of an “alias” or “handle” you have used on each of the named platforms. Indicate whether the account is active, deleted, or dormant. Include a link to each account if possible.

LinkedIn [\(99+\) Karen Hedlund | LinkedIn](#)  
Facebook [\(20+\) Karen Hedlund | Facebook](#)  
Instagram [@erinjean27 • Instagram photos and videos](#)

19. Please identify each instance in which you have testified orally or in writing before Congress in a governmental or non-governmental capacity and specify the date and subject matter of each testimony.

**House Transportation and Infrastructure Committee**

Subcommittee on Railroads, Pipelines and Hazardous Materials

Hearing on Review of Challenges Facing California High-Speed Rail

January 15, 2014

<https://www.govinfo.gov/content/pkg/CHRG-113hhr86279/pdf/CHRG-113hhr86279.pdf>

**House Transportation and Infrastructure Committee**

Subcommittee on Highways and Transit

Hearing on Innovative Financing and Protecting the Public Interest

February 13, 2007

<https://www.govinfo.gov/content/pkg/CHRG-110hhr34778/pdf/CHRG-110hhr34778.pdf>

**House Transportation and Infrastructure Committee**

Subcommittee on Highways and Transit Hearing on Understanding Public Private

Highway Transactions: The Future of Infrastructure Finance

May 24, 2006

<https://www.govinfo.gov/content/pkg/CHRG-109hhr28290/pdf/CHRG-109hhr28290.pdf>

20. Given the current mission, major programs, and major operational objectives of the department/agency to which you have been nominated, what in your background or employment experience do you believe affirmatively qualifies you for appointment to the position for which you have been nominated, and why do you wish to serve in that position?

The Surface Transportation Board, an independent federal agency reauthorized under the Surface Transportation Board Reauthorization Act of 2015, is charged with the economic regulation of various modes of surface transportation, primarily freight rail, and also has jurisdiction over certain passenger rail matters. The agency has jurisdiction over railroad rate, practice, and service issues and rail restructuring transactions, including mergers, acquisitions, line sales, line construction, and line abandonments.

Having worked on development of freight and passenger rail projects across the country, in both the public and private sectors, it would be a great privilege work to fulfill the Board's role in ensuring a robust national freight and passenger rail system, including exercising its jurisdiction over new high-speed rail projects, and in carrying out its oversight responsibilities relating to the new on-time performance and service metrics and standards applicable to Amtrak.

I had the privilege of serving in the Obama Administration as Chief Counsel of the Federal Railroad Administration (FRA) (2009-2010) and FRA Deputy Administrator (2010-2014). At FRA, a primary focus was helping to administer President Obama's high-speed and intercity passenger rail programs. Many of these projects involved improvements to rail lines owned by our Class 1 railroads that host Amtrak service. In the course of negotiating related agreements with them, I became very familiar with their commercial interests and concerns.

Since departing FRA at the end of 2014, I have continued to remain involved in some of the Nation's most significant rail developments, including the Gateway Hudson River Tunnel and Bridge Project and the proposed Ultra-High-Speed Ground Transportation Project connecting the States of Oregon and Washington and the Province of British Columbia. I have also worked on legislative proposals to advance intercity and high-speed rail as a member of APTA's Legislative Steering Committee. I also bring to this position 35 years of experience as a practicing attorney with several of the nation's leading law firms, Mayer Brown, Skadden and Nossaman, focusing on infrastructure finance and development. In the course of serving as counsel to both public and private entities on multi-million-dollar transactions, I gained a good understanding of the capital markets and the challenges of funding and financing mega-projects.

21. What do you believe are your responsibilities, if confirmed, to ensure that the department/agency has proper management and accounting controls, and what experience do you have in managing a large organization?

The Chairman, with the assistance of other Members of the Surface Transportation Board, is responsible to ensure that the STB is adequately staffed with attorneys, economists, investigators and other personnel to carry out its responsibilities in a timely and efficient manner. They must also oversee the management and accounting of government appropriations to and expenditures by the agency, and must manage



information security risks pursuant to FISMA.

I believe my experience qualifies me to meet these challenges. At the US Department of Transportation, I oversaw the large legal departments of the Federal Highway Administration and the Federal Railroad Administration, and as Deputy Administrator of FRA, I had a lead responsibility in the management of their grant and loan programs, budgets, and administrative affairs. I gained an appreciation for the great career personnel of the agencies who brought deep experience, an objective approach to all issues that came before them and a tireless commitment to service.

22. What do you believe to be the top three challenges facing the department/agency, and why?
1. The Board has received notices of intent to file for approval the first Class 1 merger transaction since the Board's merger rules were revised in 2021 (Kansas City Southern and CP/ CN). The Board is also reviewing the pending acquisition of Pan Am by CSX, as well as the acquisition by Watco of several CN lines in Wisconsin. Merger transactions can be time-consuming, complex, and controversial. Handling these cases appropriately is the first major challenge I see for the Board, as mergers, particularly major mergers, can have a profound impact on the shape of the rail industry and the way in which rail service is provided.
  2. The Board is working on several important new rule-makings that have broad-ranging policy implications for the railroad industry. There is a proposed new procedure for challenging the reasonableness of railroad rates in smaller cases, called "Final Offer Rate Review" (FORR). The purpose of this proposed rule is to reduce the cost, complexity, and duration of rate reasonableness cases, particularly for smaller disputes. A related proposal submitted to the Board would involve a voluntary arbitration procedure for rate review in smaller cases. In another proceeding, the Board is considering whether to remove the exemption for some commodities which have been exempt from Board regulation for several decades; in that proceeding, the Board has also sought public comment concerning a new approach its Office of Economics has developed for possible use in considering class exemption and revocation issues. There is also a long-pending rule to revise the "reciprocal switching" rules. Addressing the issues involved with these rulemakings or proposed rulemakings is the second major challenge I see for the Board, as each could have a significant impact on how rate and other disputes are resolved.
  3. The Board will also be playing an increasing role with respect to intercity passenger rail that is part of the interstate rail network. This includes authorization of new high-performance passenger rail lines, and enforcing Amtrak on-time service under newly adopted metrics and standards. Amtrak

is also initiating a proceeding to reinstate service over the Gulf Coast line. The third challenge I see for the Board will involve gearing up for the increasing number of passenger issues it is likely to face in the coming months and years while continuing to carry out its responsibilities regarding rulemakings, mergers, and other matters that come before it.

## B. POTENTIAL CONFLICTS OF INTEREST

1. Describe all financial arrangements, deferred compensation agreements, and other continuing dealings with business associates, clients, or customers. Please include information related to retirement accounts.

My arrangements are fully described in Part 3 of my Public Financial Disclosure Report.

2. Do you have any commitments or agreements, formal or informal, to maintain employment, affiliation, or practice with any business, association or other organization during your appointment? If so, please explain.

No.

3. Indicate any investments, obligations, liabilities, or other relationships which could involve potential conflicts of interest in the position to which you have been nominated. Explain how you will resolve each potential conflict of interest.

In connection with the nomination process, I have consulted with the Office of the Government Ethics and the Surface Transportation Board's Designated Agency Ethics Official to identify potential conflicts of interest. Any potential conflicts of interest will be resolved in accordance with the terms of the ethics agreement I have entered into with STB's Designated Agency Ethics Official and that has been provided to this Committee. I am not aware of any other potential conflicts of interest.

4. Describe any business relationship, dealing, or financial transaction which you have had during the last ten years, whether for yourself, on behalf of a client, or acting as an agent, that could in any way constitute or result in a possible conflict of interest in the position to which you have been nominated. Explain how you will resolve each potential conflict of interest.

In connection with the nomination process, I have consulted with the Office of the Government Ethics and the Surface Transportation Board's Designated Agency Ethics Official to identify potential conflicts of interest. Any potential conflicts of interest will be resolved in accordance with the terms of the ethics agreement I have entered into with STB's Designated Agency Ethics Official and that has been provided to this Committee. I am not aware of any other potential conflicts of interest.

5. Identify any other potential conflicts of interest, and explain how you will resolve each potential conflict of interest.

In connection with the nomination process, I have consulted with the Office of the Government Ethics and the Surface Transportation Board's Designated Agency Ethics Official to identify potential conflicts of interest. Any potential conflicts of interest will be resolved in accordance with the terms of the ethics agreement I have entered into with STB's Designated Agency Ethics Official and that has been provided to this Committee. I am not aware of any other potential conflicts of interest.

6. Describe any activity during the past ten years, including the names of clients represented, in which you have been engaged for the purpose of directly or indirectly influencing the passage, defeat, or modification of any legislation or affecting the administration and execution of law or public policy.

I have served since 2018 as Chair of Commuter and Passenger Rail Subcommittee of Legislative Committee of APTA. I have also represented WSP as member of Northeast Corridor Coalition. I was not required to register as a lobbyist at any point.

### C. LEGAL MATTERS

1. Have you ever been disciplined or cited for a breach of ethics, professional misconduct, or retaliation by, or been the subject of a complaint to, any court, administrative agency, the Office of Special Counsel, professional association, disciplinary committee, or other professional group? If yes:
  - a. Provide the name of agency, association, committee, or group;
  - b. Provide the date the citation, disciplinary action, complaint, or personnel action was issued or initiated;
  - c. Describe the citation, disciplinary action, complaint, or personnel action;
  - d. Provide the results of the citation, disciplinary action, complaint, or personnel action.

No.

2. Have you ever been investigated, arrested, charged, or held by any Federal, State, or other law enforcement authority of any Federal, State, county, or municipal entity, other than for a minor traffic offense? If so, please explain.

No.

3. Have you or any business or nonprofit of which you are or were an officer ever been involved as a party in an administrative agency proceeding, criminal proceeding, or civil litigation? If so, please explain.

No.

4. Have you ever been convicted (including pleas of guilty or *nolo contendere*) of any criminal violation other than a minor traffic offense? If so, please explain.

No.

5. Have you ever been accused, formally or informally, of sexual harassment or discrimination on the basis of sex, race, religion, or any other basis? If so, please explain.

No.

6. Please advise the Committee of any additional information, favorable or unfavorable, which you feel should be disclosed in connection with your nomination.

None.

#### **D. RELATIONSHIP WITH COMMITTEE**

1. Will you ensure that your department/agency complies with deadlines for information set by congressional committees, and that your department/agency endeavors to timely comply with requests for information from individual Members of Congress, including requests from members in the minority?

Yes.

2. Will you ensure that your department/agency does whatever it can to protect congressional witnesses and whistle blowers from reprisal for their testimony and disclosures?

Yes.

3. Will you cooperate in providing the Committee with requested witnesses, including technical experts and career employees, with firsthand knowledge of matters of interest to the Committee?

Yes.

4. Are you willing to appear and testify before any duly constituted committee of the Congress on such occasions as you may be reasonably requested to do so?

Yes.

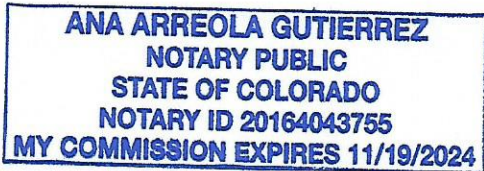
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(Nominee is to include this signed affidavit along with answers to the above questions.)

**F. AFFIDAVIT**

KAREN J. HEDLUND being duly sworn, hereby states that he/she has read and signed the foregoing Statement on Biographical and Financial Information and that the information provided therein is, to the best of his/her knowledge, current, accurate, and complete.



Karen J Hedlund  
Signature of Nominee

Subscribed and sworn before me this 20 day of May, 2021

Ana Arreola Gutierrez  
Notary Public