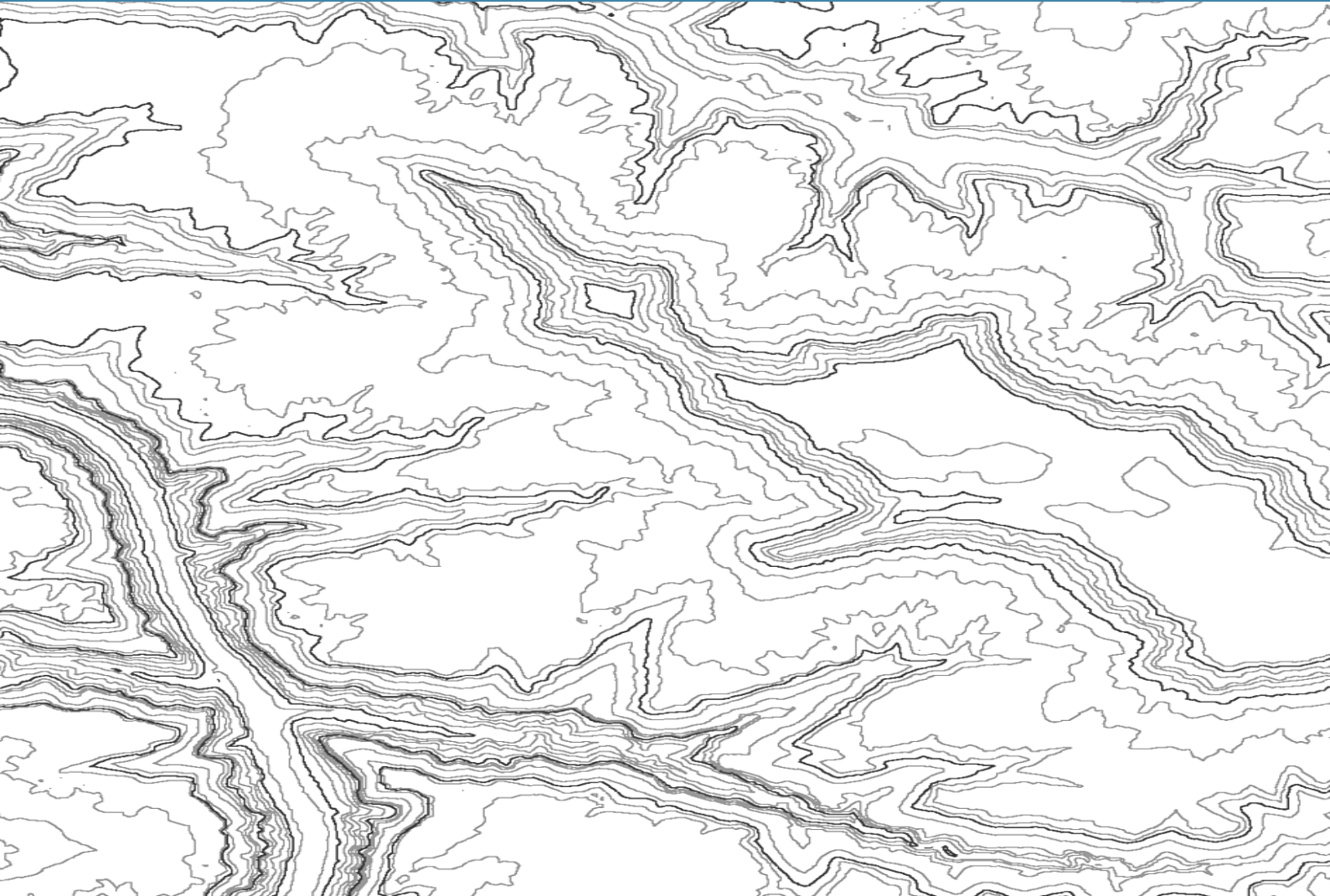


Section 75W Modification Port Botany Industrial Estate

Environmental Assessment
Modification to Project Approval 06/0191
McPherson Street, Botany

October 2014



UAS
Urban Advisory Services

Section 75W Modification Port Botany Industrial Estate

Environmental Assessment Modification to Project Approval 06/0191

McPherson Street, Botany

Client:

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1.0 Introduction

1.1 Background

This report seeks approval for a modification to Project Approval 06_0191 (**Appendix A**) relating to the remediation and redevelopment of land at 26A McPherson Street, Botany (see Figure 1).

Figure 1 – Subject Site



(NSW Land and Property Information, September 2014)

Project Approval 06_0191 for the 'Orica Southlands Remediation and Warehouse Development Project' was granted by the Minister for Planning and Infrastructure on 16th April 2012. The project as originally approved included a staged development of the site for the purposes of remediation and construction of an industrial warehouse complex. The original project was subsequently modified on the 14th August 2013 (Modification 1 - see **Appendix A**).

Project Approval 06_0191 (as modified) relates to land formerly known as 'Southlands'. The 'Southlands' site is owned by Orica, however Goodman Limited (Goodman) is in discussions with Orica to purchase part of the Southlands site, as shown shaded yellow in Figure 1. This Section 75W modification is lodged by Goodman, on behalf of Orica and relates only to the western portion of the Southlands site shown in Figure 1 and hitherto referred to as Port Botany Industrial Estate (PBIE).

Goodman is a global organisation, which owns, develops and manages a significant portfolio of industrial land across Australia and internationally. Pending the successful purchase of the PBIE, Goodman intends to develop and manage the estate, leasing the warehouse space to interested tenants, with a likely focus on freight and logistics.

Upon review of the approved development scheme, a number of inefficiencies and disparities with current trends in the local industrial property market were noted which impact upon the overall feasibility, efficiency, functionality and marketability of the site. Goodman is therefore seeking to modify the design of the approved scheme to better align it with the demands of the current industrial market and to maximise the efficient use of developable land on the site.

1.2 Overview of Proposed Modification

The proposed modified scheme retains the underlying industrial/warehouse use on the site but reconfigures the site layout and the building footprints to better reflect the likely needs of future tenants and improve the functionality of the facility. Key changes proposed by the modification include:

- Alteration of proposed building footprints by consolidating the six approved warehouse buildings into two larger warehouse buildings. Total GFA increased from 36,170m² to 43,360m².
- Reconfiguration of internal circulation and loading areas to improve efficiency and maximise functionality of the warehouses.
- Integration and relocation of car parking areas to provide two consolidated on-site parking areas serving the two warehouse buildings. On site parking reduced from 341 spaces to 286 spaces.

Site constraints such as flooding and contamination are considered in the design of the proposed modification and flood mitigation, remediation and ecological conservation areas committed under the existing approval are unchanged under the modified scheme.

In addition to the principle changes noted above, certain minor modifications to conditions of approval are proposed to reflect the modified scheme and to address potential issues and impacts upon the efficiency of the construction and operation of the project. These amendments are detailed in Table 4 in Section 3 of this report and include the deletion of Condition 20.a.iii which seeks to prevent trucks larger than 12.5m from turning left into Hill Street from Botany Road. Traffic assessment undertaken by Traffix and included at **Appendix D** to this EA concludes that there is no traffic engineering reason to preclude trucks longer than 12.5m undertaking this manoeuvre. The imposition of this condition is therefore unwarranted and could impact upon the ultimate productivity and feasibility of the PBIE. This matter is further discussed in Section 5.3 of this report.

A comparison of the proposed development as modified with the originally approved scheme and Modification 1 is provided in Table 1 below.

Table 1 – Comparison of Approved Scheme and Proposed Scheme

Element	Original Scheme	Approved Scheme	Proposed Scheme
Site Area	98,150m ²	93,940m ²	93,806m ²
Warehouse GFA	42,500m ²	32,170m ²	37,900m ²
Office GFA	4,000m ²	4,000m ²	3,400m ²
Total GFA	46,500m ²	36,170m ²	43,360m ²
Parking	437	341	286
FSR (Assumes equal developable area for purpose of FSR calculation)	0.7:1	0.55:1	0.66:1
Subdivision Pattern	9 lots	12 lots	6 lots

1.3 Purpose and Objectives

The site is subject to a number of environmental constraints such as flooding and contamination which restrict development on certain parts of the site. Most significantly, a large compensatory flood basin is located on the northern portion of the site rendering this area undevelopable. Maximising the efficient use of the land available for development is therefore critical to the overall feasibility of the project.

The underlying objective of the proposed modification is to reconfigure the development scheme to optimise the use of developable land by:

- Providing warehouse space which is better aligned with market demand;
- Improving efficiency of vehicular circulation within the site;
- Improving the overall productivity of the development through more efficient use of land; and
- Better responding to the constraints and opportunities presented by the site.

1.3 Statutory Context

Part 3A of the EP&A Act was introduced in 2006 to establish a framework for the assessment and approval of projects deemed to be of regional or State significance. In 2011, Part 3A was repealed and replaced with an alternative system of assessment, however certain projects which were well advanced within the Part 3A system remained as 'transitional Part 3A projects'. The remediation and redevelopment of the subject site was one of these transitional projects with approval being granted in April 2012.

Modifications to projects determined under Part 3A can be made under Section 75W of the EP&A Act. This report documents a Section 75W modification to Project Approval 06_0191.

The proposal does not alter the underlying character of the approved development and proposes only minor changes to the scale and intensity of the development as approved. Whilst GFA and FSR are increased under the proposed modification, GFA remains less than that originally approved on the site under Project Approval 06_0191 (see Table 1). The proposed development as modified is therefore representative of a modification, rather than a new development and is appropriately considered under Section 75W.

1.4 Document Structure

This report constitutes an environmental assessment of the proposed modified redevelopment scheme for the site. Consultation was undertaken with NSW Planning and Environment (P&E) in respect of the proposed modification on 27th August 2014. At this meeting P&E advised that revised Director General's Environmental Assessment Requirements (EARs) would not be issued in respect of the proposed modification. The report will therefore respond to the original EARs issued in respect of the project as relevant, included **at Appendix B**.

The report includes a description of the proposed modification and key departures from the approved scheme, an assessment of the potential impacts and merits of the proposal, a review of statutory compliance and a detailed account of proposed amendments to approval conditions and the approved Statement of Commitments (SoC).

The report is structured as follows:

- Section 1 – Introduction.
- Section 2 – The Site.
- Section 3 – The Proposed Modification.
- Section 4 – Planning Framework.
- Section 5 – Key Issues.

- Section 6 - Conclusions and Recommendations.

Plans documenting the proposed development are included at **Appendix C**.

To assess the technical aspects of the proposed development as modified, this report is accompanied by a number of Appendices as follows:

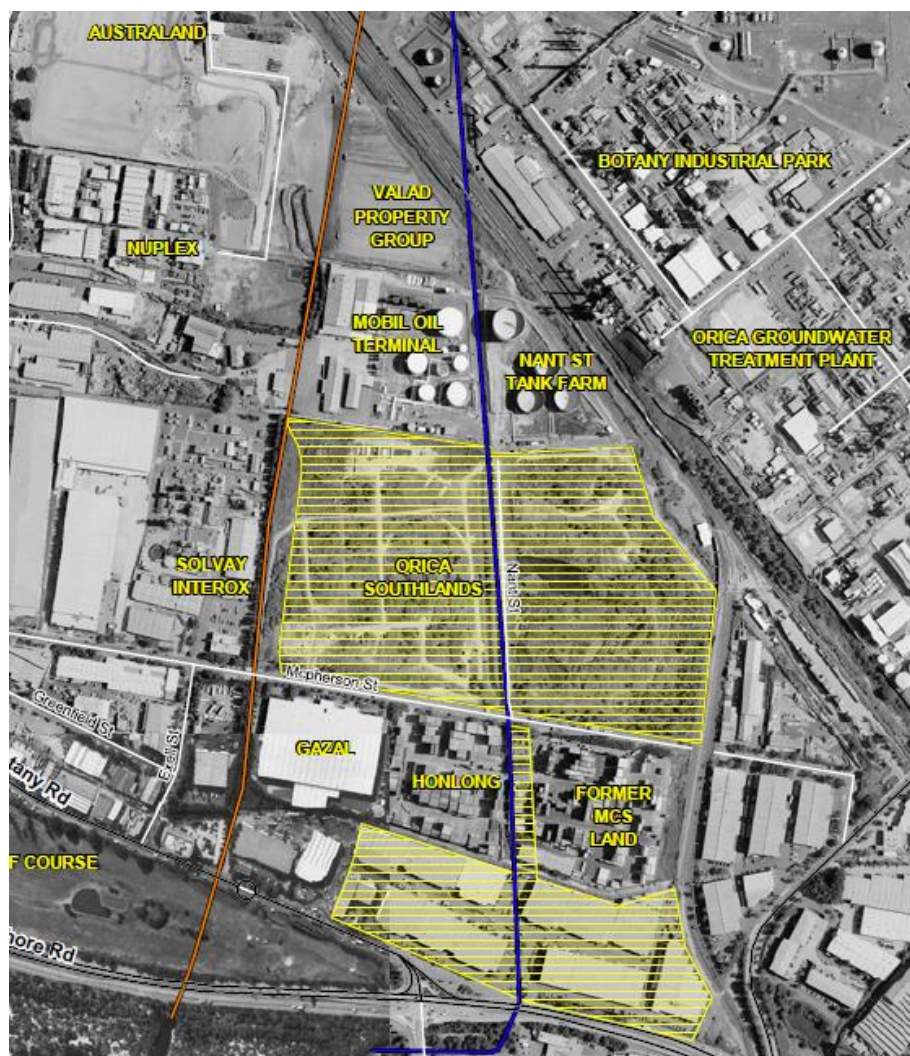
- **Appendix A:** MP06_0191 Consent Document
- **Appendix B:** Director General's Environmental Assessment Requirements
- **Appendix C:** Architecture Plans, Nettleton Tribe
- **Appendix D:** Traffic and Parking Assessment, Traffix
- **Appendix E:** Building Code of Australia (BCA) Report, BM+G
- **Appendix F:** Fire Safety Strategy – RAWFire

2.0 The Site and Context

2.1 The Site

The site subject of the proposed modification is known as PBIE and is legally described as Lot 102 DP 1189375 (26A McPherson Street, Botany). The PBIE previously formed part of the 'Southlands' site shown in Figure 2 below.

Figure 2 – Orica Southlands Site in Context



(*'Southlands Remediation and Development Project – Environmental Assessment, URS, August 2009*)

The Southlands site is some 18.3 ha in area and is located approximately 500m from Botany Bay. The PBIE is that portion of the Southlands site to the north of McPherson Street and to the west of the Springvale Drain (a north-south running, man-made drainage line shown as a blue line in Figure 2).

The PBIE is some 9.381ha in area and is bound by McPherson Street in the south, Springvale Drain in the east, Floodvale Drain and Coal Pier Road in the west and the Mobil Oil Terminal in the north.

The site is currently vacant with the exception of groundwater extraction wells, monitoring wells and associated pipework related to the Orica groundwater remediation works. This infrastructure is generally located along the McPherson Street boundary and the western margin of Springvale Drain.

The Southlands site is underlain by contaminated groundwater plumes which are the subject of a Department of Environment and Climate Change (DECC) Notice of Clean-Up Action (NCUA) (since replaced by a Voluntary Management Proposal (VMP)).

2.2 Site History

The site forms part of the 'Veterans Swamp', which is part of the larger Botany Swamps. The Southlands site was originally used for peat extraction and was purchased in 1980 by ICI Australia Limited (now Orica) as part of the planned expansion of its chemicals plant at Matraville. The site was subject to the dumping of a range of solid waste until 1991 when it was fenced.

The site has remained vacant since the purchase and has been used principally to service the groundwater treatment and monitoring program described above.

2.3 Surrounding Development

Development immediately surrounding the site is generally industrial in nature as shown in **Figure 2**, with a number of heavy industrial operations such as chemicals manufacture present on surrounding lands.

Land to the north of the site is industrial and includes the Mobil Oil Terminal and the Qenos Tank Farm Facility (used for the storage of hydrocarbons), with Botany Industrial Park (BIP) located further to the north-east. Goodman owns the site immediately north of Mobil and north-north west which is shown on Figure 2 (Linfox, Owens and Visa Logistics are the existing tenants with an additional vacant speculative tenancy). Between the Southlands and BIP sites is the Botany Goods Railway Corridor.

Land to the west is developed and used for the operations of the Solvay Interlox chemicals plant. Development south of McPherson Street includes a shipping container storage facility, clothing manufacturer and warehousing as well as 'Discovery Cove' Industrial Estate, also owned and operated by Goodman. Directly to the east of the site is the remainder of the Southlands Site, also vacant with the exception of groundwater monitoring infrastructure, and the Sydenham to Botany railway line.

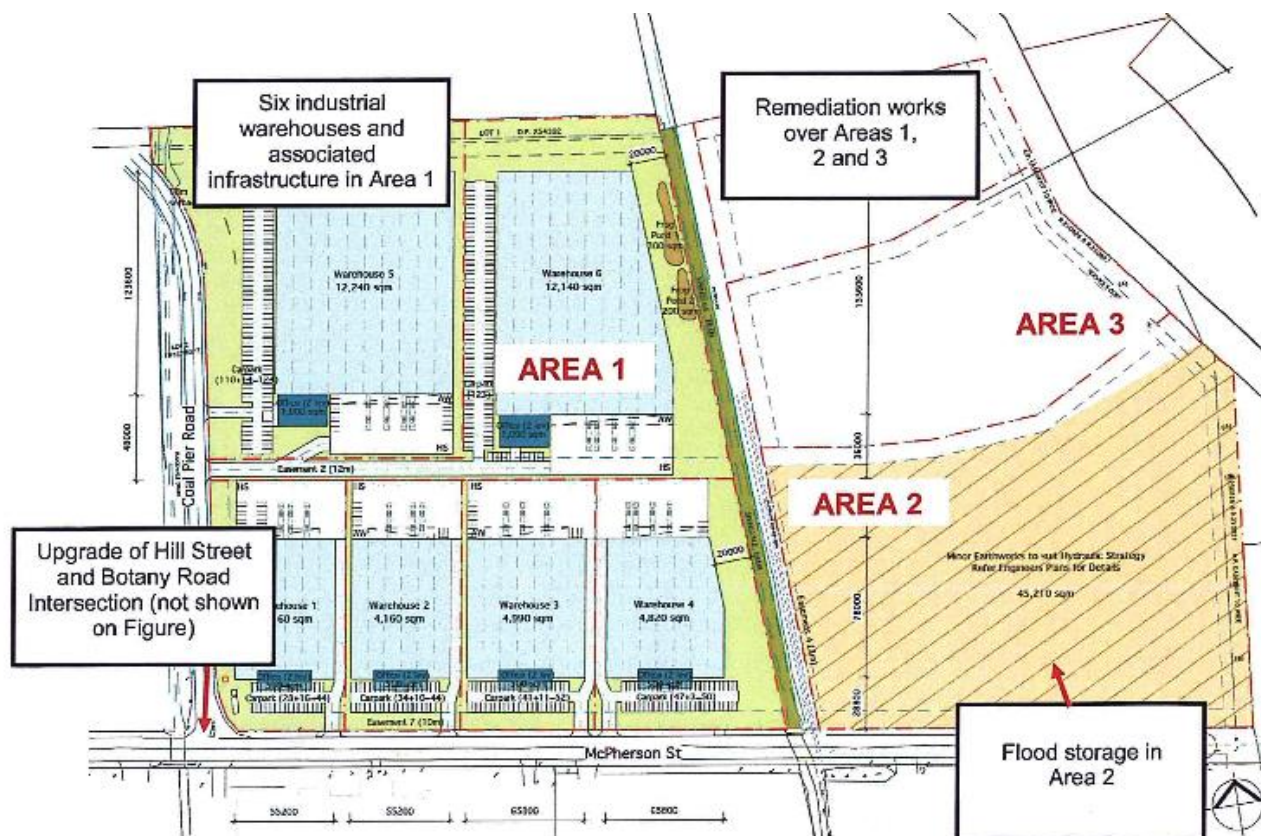
The nearest residential development occurs at some distance to the west and east of the site.

3.0 The Proposed Modification

3.1 Approvals Context

On 16th April 2012, the Minister for Planning approved the 'Orica Southlands Remediation and Warehouse Development Project'. The project included remediation works to the site, along with the staged development of the land for warehousing units. The approved development was separated into three 'Areas' as shown in Figure 3.

Figure 3 – Layout of Approved Project



(NSW Department of Planning and Infrastructure, Director-General's Assessment Report)

The development as originally approved included the following key elements:

- Site remediation works over the whole site (Areas 1, 2 and 3);
- Flood mitigation and drainage works (over Areas 1, 2 and 3);
- Staged subdivision of Areas 1, 2 and 3 into 12 lots;
- Establishment of six industrial use warehouses in Area 1 each with ancillary office components;
- Traffic improvement works at the intersection of Hill Street and Botany Road;
- Car parking as shown on Site Plan SRD DA006 (H) dated 22nd June 2012.

The approved redevelopment scheme included six new warehouse buildings with associated office space and parking as follows:

- Warehousing – 42,500m²
- Office – 4,000m²
- Car parking – 437 spaces

Subsequent to the issue of the Project Approval, a range of investigatory works were implemented (as required under the conditions of approval) to test the depth of groundwater and the potential for groundwater intrusion into a future compensatory basin.

The investigations revealed that due to levels of perched groundwater, particularly along the eastern boundary of the site, the designed basin could not be delivered without the risk of unacceptable intrusion of groundwater. Specifically, the further assessment recommended minimum levels for the basin and that no cut be undertaken along the eastern portion of the site (proposed Stage 2 area).

Accordingly, the extent of the approved compensatory flood basin across the site required modification. These modifications required the increase of flood storage areas on the western portion of Southlands (Stage 1) – being the PBIE, and the expansion of the basin further to the north on the eastern side (proposed Stage 2 area).

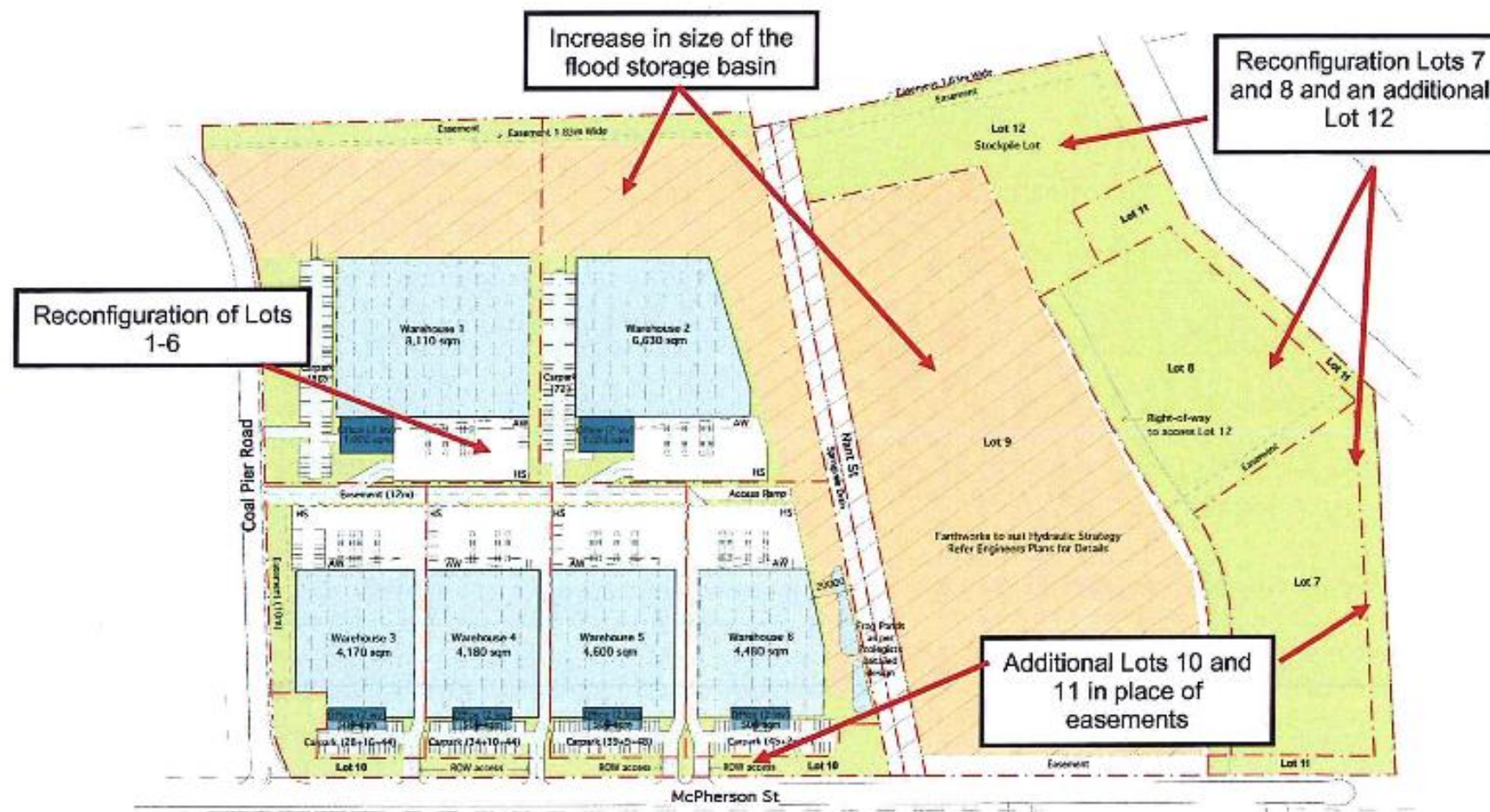
The reconfiguration of the approved compensatory flood basin necessitated a range of other modifications including:

- Change to the location and layout of the warehouse buildings on the site;
- Minor reconfiguration of internal traffic circulation to allow for trucks to move through the site in a one way direction;
- A weir comprising a natural channel constriction in Springvale Drain;
- A revised subdivision and easement plan which proposed:
 - a minor reconfiguration and reduction in size of Lots 1 to 6;
 - Reconfiguration of Lots 7, 8 and 9 to create three development lots (7,8 and 12) over the eastern, unexcavated portion of the site, and Lot 9 (the compensatory flood storage basin on the eastern part of the site);
 - Two additional lots (10 and 11) in place of the originally proposed easements for the Botany Groundwater Clean-up project; and
 - Relocation of the frog ponds.

The approved modified development included 32,170m² of warehouse GFA, 4,000m² of office GFA and 341 car parking spaces. The layout of the project as modified is shown in Figure 4.

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Figure 4 – Layout of Project as Modified



(Source: NSW Department of Planning and Infrastructure, Director-General's Assessment Report)

3.2 Overview of Proposed Modification

Goodman has reviewed the approved redevelopment scheme for Stage 1 of the site and proposes the following key amendments:

- Consolidation of the approved six warehouse buildings into two large warehouse buildings (titled Warehouse A and Warehouse B on proposed plans shown in Figure 6 and included at **Appendix C**). The warehouses would be internally separated into eight units as described in Table 2.
- Reconfiguration of car parking layout with on site parking consolidated into two locations, along the front of Warehouse B (154 spaces) and at the rear of Warehouse A (132 spaces).
- Reconfiguration of loading areas to provide four centrally located recessed loading docks to service Warehouse A and six centrally located recessed docks to service Warehouse B. Loading areas are accessed from Coal Pier Road with a 55m wide hardstand area separating Warehouses A and B.
- Minor reconfiguration of internal traffic circulation with truck ingress and egress via Coal Pier Road and McPherson Street. Separate light vehicle access is provided via Coal Pier Road for Warehouse A and McPherson Street for Warehouse B.

Under the proposed, modified development the two warehouse buildings, associated accessways and parking would be retained under a single lot (Lot 102 DP 1189375) as shown on the Deposited Plan at **Appendix C**. Easements for access for remediation purposes are also shown on the plan. The compensatory flood storage area in the north of the site and the two frog ponds along the eastern site boundary would be retained as approved under the proposed modification.

A summary comparison of the proposed modified development with the originally approved development and that approved under Modification 1 is provided in Table 3.

Table 2 – Breakdown of Proposed Warehouse Units

Unit/Warehouse	Warehouse GFA	Office GFA	Storage GFA	Lobby	Car Parking
1/A	3,300m ²	350m ²	214m ²	0m ²	132
2/A	3,300m ²	350m ²	214m ²	80m ²	
3/A	4,100m ²	350m ²	214m ²	0m ²	
4/A	4,400m ²	350m ²	214m ²	80m ²	
5/B	5,800m ²	500m ²	221m ²	0m ²	154
6/B	6,000m ²	500m ²	221m ²	80m ²	
7/B	6,000m ²	500m ²	221m ²	0m ²	
8/B	5,000m ²	500m ²	221m ²	80m ²	
TOTAL	37,900m²	3,400m²	1,740m²	320m²	286

Figure 6 – Proposed modified site layout

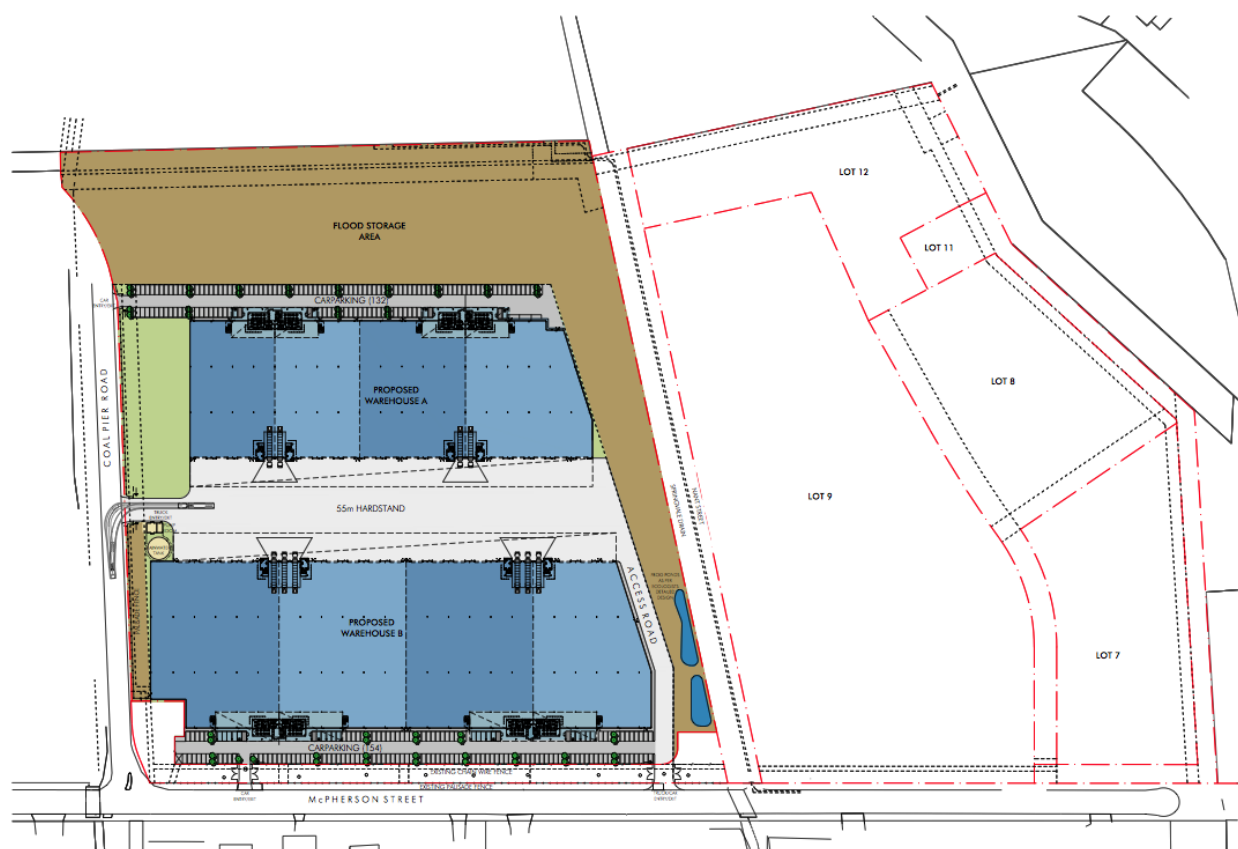


Table 3 – Comparison of Proposal with Approved Development

Element	Originally Approved	Approved Mod	Proposed Mod
Lot configuration	9 lots	12 lots	7 lots
Site Area	98,150m ²	93,940m ²	93,806m ²
Developable Area	*	*	65,923m ²
Warehouse GFA	42,500m ²	32,170m ²	37,900m ²
Office GFA	4,000m ²	4,000m ²	3,400m ²
Mezzanine storage	None	None	1,740m ²
Lobby	None	None	320m ²
FSR*	0.7:1	0.55:1	0.66:1
Parking	437	341	286
Ecological Offsets	500m ²	500m ²	500m ²

* An equal developable area of 65,923m² is assumed for calculation of FSR.

3.4 Warehouse Buildings

The proposed development as modified incorporates two large warehouse buildings oriented east-west on the site, separated by a large area of hardstand providing loading and access areas.

Proposed Warehouse A (the northern building) provides some 15,100m² of GFA, nominally broken into four smaller warehouse units. Ancillary office spaces are provided for each unit at first floor level. There is 856m² of storage space provided in a mezzanine area above the office.

Proposed Warehouse B fronting McPherson Street provides a floorplate of 22,800m², also broken into four smaller units. There is 884m² of storage space provided in a mezzanine area above the office.

The warehouse buildings are of simple and functional design and include a lobby at ground floor with stair access to the offices at first floor level. Buildings reach a maximum height of 13.7m which is approximately 1m higher than the buildings originally approved under project approval 06_0191. Clearance is an important factor in the functionality of modern warehouse buildings, and the additional ridge height proposed responds to this desirable design feature. The buildings proposed under the modified development remain below height restrictions imposed by the Sydney Airport Corporation Limited (SACL) in relation to airspace protection and maximum building heights in surrounding industrial areas subject to *Botany Local Environmental Plan 2013* (LEP 2013).

The warehouse buildings have been designed in consideration of relevant Building Code of Australia (BCA) requirements and fire safety matters and a BCA assessment and Fire Safety Strategy (FSS) have been prepared in respect of the proposed modified development and included at **Appendix E** and **F** to this report.

3.5 Access and Parking

Access to the site for heavy and light vehicles remains largely unchanged from the approved scheme. Heavy vehicle access is provided from Coal Pier Road on the western site boundary and McPherson Street on the southern boundary. The four approved driveways to McPherson Street have been consolidated into two for improved functionality.

Hardstand areas provided at the centre of the site have been consolidated under the proposed modification to provide a 55m wide loading and manoeuvring area central to the development. Four recessed loading docks are provided to service Warehouse A and six are provided to service Warehouse B. The consolidation of this central accessway/loading area significantly improves the efficiency of the development, allowing for an increase in GFA within the warehouse buildings without compromising flood storage and ecological offset areas. This modification responds to the design layout favoured by South Sydney warehouse users.

Parking is provided in two key locations – along the northern perimeter of Warehouse A (132 spaces) and the southern perimeter of Warehouse B (154 spaces). Potential for additional parking on the site exists in the area to the west of Warehouse A as shown on the Master Plan at **Appendix C**. This would require the construction of a multi-deck structure and would be subject to separate assessment and approval.

A condition on the current project approval requires the installation of signage on Botany Road (eastbound) to prevent trucks greater than 12.5m turning left onto Hill Street. The proposed modification seeks the deletion of this condition to allow for larger vehicles to access Hill Street as required. The traffic engineering assessment included at **Appendix D** demonstrates that trucks larger than 12.5m can safely turn left onto Hill Street and therefore there is no reason for this condition to remain under a modified approval.

3.6 Flood Detention and Ecological Offsets

The existing, approved development scheme includes a large area of flood detention in the north of the site and two frog ponds providing offset habitat for the Green and Golden Bell Frog on the eastern boundary of the site.

It is understood that detailed hydrological investigations were undertaken in respect of the proposed development of the broader Southlands Site and it was determined that the northern portion of the subject site would be set aside for compensatory flood detention. The proposed modified development recognises this constraint and does not propose to alter the approved compensatory flood detention area.

Further, as the two frog ponds providing offset habitat for the Green and Golden Bell Frog were committed as part of the assessment of the broader development, these ponds remain as approved under the proposed modification.

3.7 Subdivision Pattern

The proposed modified development would retain the existing registered subdivision pattern for the Stage 1 area as shown in the DP 1189375 included at **Appendix C**. As a manager of industrial property, Goodman intends to retain the site once developed and lease the warehouse space to tenants. As such, Goodman would maintain the warehouse buildings under a single title. Easements for remediation access purposes are retained as shown in the plans at **Appendix C**.

3.8 Amended Conditions

The proposed amendments to the approved development are described in the preceding sections. In order to facilitate the proposed modification, amendments are sought to the conditions of approval as described in Table 4.

Table 4 – Comparison of Proposal with Approved Development

Condition	Existing Condition	Proposed Amended Condition	Reason
MODIFICATION – 06_0191 MOD 1			
NA	Project: The development described in Schedule 1, the EA and PPR and defined as 'Stage 1 Works' and as modified by 06_0191 Mod 1.	Replacing the definition of Project with: Project: The development described in Schedule 1, the EA and PPR and defined as 'Stage 1 Works' and as modified by 06_0191 Mod 2.	To reflect the revised plans and details included in this proposed modification.
NA	Stage 1 Works includes: <ul style="list-style-type: none"> - Site remediation works over the whole site (Areas 1, 2 and 3); - Flood mitigation and drainage works (over Areas 1, 2 and 3); - Staged subdivision of Areas 1, 2 and 3 into 12 lots; - Establishment of 6 industrial use warehouses in Area 1 each with ancillary office components; - Traffic improvement works at the intersection of Hill Street and Botany Road; - Carparking as shown on 	Replacing the definition of Stage 1 Works with: Stage 1 Works includes: <ul style="list-style-type: none"> - Site remediation works over the whole site (Areas 1, 2 and 3); - Flood mitigation and drainage works (over Areas 1, 2 and 3); - Staged subdivision of Areas 4, 2 and 3 into 42 6 lots; - Establishment of 6 2 industrial use warehouses comprising up to 8 units in Area 1 each with ancillary office components; - Traffic improvement works at the intersection of Hill Street and Botany Road; - Carparking as shown on Site 	To reflect the revised plans and details included in this proposed modification.

Condition	Existing Condition	Proposed Amended Condition	Reason
	Site Plan SRD DA006 (H) dated 22 June 2012 in Appendix 4.	Plan SRD DA006 (H) dated 22 June 2012 in Appendix 4. 4244_DA-02 dated September 2014 in Appendix A.	
NA	Defines Mod 1 as being: The modification as described in Southlands Remediation and Development Project – Modification under s.75W of Project Approval – 06_0191 – Reconfiguration of Compensatory Flood Storage Basin, Reconfiguration of Lots 7, 8 and 9, Reconfiguration of Lots 3-6 Boundary, Addition of wording requested by OEH Accredited Site Auditor, dated 26 February 2013 and prepared by DBL property and the Response to Submissions Report – prepared DBL Property and dated 18 June 2013.	Inserting the following definition in alphabetical order: Mod 2 – The modification as described in Southlands Remediation and Development Project – Modification under Section 75W of Project Approval 06_0191 – Environmental Assessment dated October 2014 and prepared by UAS and associated plans ref. 4244_DA-01 to 03, 4244_DA-11 to 12, 4244_DA-17 to 22, 4244_DA-31, 4244_DA-41 to 43, 4244_DA-51 to 53 as prepared by Nettleton Tribe and dated September 2014.	To ensure that the modification is appropriately referenced in approval documentation.
NA	Defines the Statement of Commitments as: Statement of Commitments – The Proponents commitments, dated 18 July 2013, in Appendix 1.	Replacing the definition of ‘Statement of Commitments’ with: Statement of Commitments – The Proponents commitments dated September 2014 and included at Appendix 1	To ensure revised Statement of Commitments is appropriately referenced in approval documentation.
NA	Subdivision (and easements) – Subdivision of only Lots 1 DP254392, Lot 1 DP1078077, Lot 1 DP85542 and Lot 11 DP109505 into Lots 1-12 in accordance with the subdivision plan SRD DA016(J) and SRD DA017(J) at Appendix 5.	Replacing the definition of Subdivision (and easements) with: Subdivision (and easements) – Subdivision of only Lots 1 DP254392, Lot 1 DP1078077, Lot 1 DP85542 and Lot 11 DP109505 into Lots 6 to 12 in accordance with the subdivision plan at Appendix 5.	To reflect the amended subdivision configuration for the Stage 1 area.
Sch. 2/2	The Proponent shall carry out the Project generally in accordance with the: (a) EA; (b) Preferred Project Report Plans, cover dated 1 August 2012; (c) Submissions Report; (d) Statement of Commitments (see Appendix 1); and (e) Modification application 06_0191 MOD 1 and supporting documents; and (f) Conditions of this approval.	Replacing Condition 2 in Schedule 2 with the following: The Proponent shall carry out the Project generally in accordance with the: (a) EA; (b) Preferred Project Report Plans, cover dated 1 August 2012; (c) Submissions Report; (d) Statement of Commitments (see Appendix 1); and (e) Modification application 06_0191 MOD 4 2 and supporting documents; and (f) Conditions of this approval.	To reflect the modifications effected through this modification application.

Condition	Existing Condition	Proposed Amended Condition	Reason
Sch.2/12	'The Proponent shall pay developer contributions to a maximum amount of \$3,110,914.00 payable to Council generally in accordance with the offer dated 7 May 2013 for the provision of infrastructure within the Botany Bay local government area. The contributions to be paid are to reflect the proportion of each lot in Stage 1 as a percentage of the total land area of Stage 1'.	Replacing Condition 12 of Schedule 2 with the following: 'The Proponent shall pay developer contributions to a maximum amount of \$3,110,914.00 [revised contributions figure to be inserted] payable to Council generally in accordance with the offer dated 7 May 2013 [date of revised offer to be inserted] for the provision of infrastructure within the Botany Bay local government area. The contributions to be paid are to reflect the proportion of each lot in Stage 1 as a percentage of the total land area of Stage 1'.	To update contributions payable in line with amendments to Stage 1 effected through this modification application.
Sch.2/13	'The Proponent shall carry out the subdivision of the land north of McPherson Street in accordance with the subdivision plan SRD DA016(J) at Appendix 5 of this approval'.	Replacing Condition 13 of Schedule 2 with the following: 'The Proponent shall carry out the subdivision of the land Areas 2 and 3 north of McPherson Street in accordance with the subdivision plan SRD DA016(J) at Appendix 5 of this approval'.	To remove reference to the subdivision of Area 1 which will not be further subdivided.
Sch.2/14	'Prior to the issuance of a subdivision certificate for each of the Lots, the Proponent shall ensure that the subdivided Lots 1-6 are connected to services, drainage and utilities and provide documentary evidence of the proposed easements to the Principal Certifying Authority or Council.'	Replacing Condition 14 of Schedule 2 with: 'Prior to the issuance of a subdivision certificate for each of the Lots , the Proponent shall ensure that the subdivided Lots 1-6 Lot 6 are is connected to services, drainage and utilities and provide documentary evidence of the proposed easements to the Principal Certifying Authority or Council.'	To reflect the changes to the approved subdivision proposed under this modification.
Sch.2/14	'Prior to the issue of a subdivision certificate, the Proponent shall register an 88B/E Instrument pursuant to the Conveyancing Act 1919 over Lots 1, 2 and 6 requiring the maintenance and management of the flood detention basin and prohibiting the use of the land at grade other than for the maintenance of the flood basin.'	Replacing Condition 14 of Schedule 2 with the following: 'Prior to the issue of a subdivision certificate, the Proponent shall register an 88B/E Instrument pursuant to the Conveyancing Act 1919 over Lots 1, 2 and 6 Lot 1 requiring the maintenance and management of the flood detention basin and prohibiting the use of the land at grade other than for the maintenance of the flood basin.'	To reflect the changes to the approved subdivision proposed under this modification.
Sch.3/20	The Proponent shall undertake the following upgrade works to the Hill Street and Botany Road intersection. These works shall: Be undertaken in accordance with detailed design plans prepared in consultation with Council and to the satisfaction of the RMS; - Be designed in accordance with	Replacing Condition 20 of Schedule 3 with the following: The Proponent shall undertake the following upgrade works to the Hill Street and Botany Road intersection. These works shall: Be undertaken in accordance with detailed design plans prepared in consultation with Council and to the satisfaction of the RMS; - Be designed in accordance with the	Traffic engineering assessment/modelling undertaken by Traffix and included at Appendix D demonstrates that trucks larger than 12.5m can safely turn left onto Hill Street therefore there is no

Condition	Existing Condition	Proposed Amended Condition	Reason
	<p>the Austroads Guide;</p> <ul style="list-style-type: none"> - Be undertaken prior to the commencement of Operation of Stage 1; <p>Include:</p> <ul style="list-style-type: none"> - Extension of the existing right-turn bay by 20m. The right-turn bay shall be at least 3.2metres wide; - Construction of a 900mm wide central median adjacent to and for the full length of the right-turn bay, to the satisfaction of the RMS; and - Installation of signage on Botany Road (eastbound) to prevent trucks longer than 12.5m turning left into Hill Street. 	<p>Austroads Guide;</p> <ul style="list-style-type: none"> - Be undertaken prior to the commencement of Operation of Stage 1; <p>Include:</p> <ul style="list-style-type: none"> - Extension of the existing right-turn bay by 20m. The right-turn bay shall be at least 3.2metres wide; - Construction of a 900mm wide central median adjacent to and for the full length of the right-turn bay, to the satisfaction of the RMS; and — Installation of signage on Botany Road (eastbound) to prevent trucks longer than 12.5m turning left into Hill Street. 	<p>reason for the condition to remain.</p> <p>The imposition of this condition on any modified approval would unreasonably limit the productivity and feasibility of the development.</p>
Sch.3/21	<p>'Prior to the Operation, the Proponent or any subsequent Lot owner shall provide:</p> <ul style="list-style-type: none"> • Parking in accordance with the 06_0191 Mod1 for each individual lot; • The applicable number of accessible parking spaces as required by Australian Standards; • A footpath along the site frontage to McPherson Street (northern side), Coal Pier Road (eastern side) to the satisfaction of Council, as well as along one side of all internal access roads; and • Parking for bicycles. 	<p>Replacing Condition 21 of Schedule 3 with the following:</p> <p>'Prior to the Operation, the Proponent or any subsequent Lot owner shall provide:</p> <ul style="list-style-type: none"> • Parking in accordance with the 06_0191 Mod1 for each individual lot 06_0191 Mod 2; • The applicable number of accessible parking spaces as required by Australian Standards; • A footpath along the site frontage to McPherson Street (northern side), Coal Pier Road (eastern side) to the satisfaction of Council, as well as demarcated pedestrian pathways along one side of all internal access roads; and • Parking for bicycles. 	<p>To reflect revised layout as proposed under this modification.</p>
Sch.3/25	<p>The Proponent shall comply with the restrictions in Table 1, unless otherwise agreed by the Director-General.</p> <p>Construction hours as follows:</p> <ul style="list-style-type: none"> – Monday – Friday: 7am to 6pm – Saturday: 8am – 1pm – Sunday & Public Holidays: Nil <p>Operation hours as follows:</p> <ul style="list-style-type: none"> – All days – 24 hours 	<p>Replacing Condition 25 of Schedule 3 with the following:</p> <p>The Proponent shall comply with the restrictions in Table 1, unless otherwise agreed by the Director-General.</p> <p>Construction hours as follows:</p> <ul style="list-style-type: none"> – Monday – Friday: 6am to 6pm – Saturday: 8am – 1pm 3pm – Sunday & Public Holidays: Nil <p>Operation hours as follows:</p> <ul style="list-style-type: none"> – All days – 24 hours 	<p>To reflect required hours of construction.</p> <p>As there is no proximate residential development, the additional hour of construction will have no unacceptable amenity impacts and will provide for greater construction flexibility.</p>

Condition	Existing Condition	Proposed Amended Condition	Reason
Sch.3/29	Prior to installing any fencing at the site, the Proponent shall submit detailed plans of this fencing to the Director-General for approval. These plans must be prepared in consultation with Council.	Prior to installing any fencing at the site, the Proponent shall submit detailed plans of this fencing to the Director-General for approval. These plans must be prepared in consultation with Council.	Fencing is included in the modified project application. Further details and consultation regarding fencing is not considered necessary.
Sch.3/31	<p>'The Proponent shall prepare and implement a revised Landscape Management Plan for the Project (as modified) to the satisfaction of the Director-General. This plan must:</p> <ul style="list-style-type: none"> • Be prepared in consultation with Council and be submitted to the Director-General for approval within 4 weeks from the determination date of 06_0191 Mod 1; • Include: <ul style="list-style-type: none"> - A Landscape Plan for the project, which identifies screen plantings to minimize visual impacts; - An implementation and maintenance schedule; - Detailed plans and procedures to: <ul style="list-style-type: none"> a) Plant and maintain a 20m riparian corridor each side of Springvale Drain on the site; b) Provide offset habitat for the Green and Golden Bell Frog in the form of two small frog ponds and associated foraging areas; c) Provide for the maintenance and management of the frog ponds, including monthly cleaning and clearing after rain events; d) Manage weeds in the vicinity of the riparian zones; e) Measures to control access; f) Integrate works into the proposed landscaping for the rest of the site; 	<p>Replacing Condition 31 of Schedule 3 with the following:</p> <p>'The Proponent shall prepare and implement a revised Landscape Management Plan for the Project (as modified) to the satisfaction of the Director-General. This plan must:</p> <ul style="list-style-type: none"> • Be prepared in consultation with Council and be submitted to the Director-General for approval within 4 weeks from the determination date of 06_0191 Mod 1 prior to the issue of a construction certificate for the proposed warehouse buildings; • Include: <ul style="list-style-type: none"> - A Landscape Plan for the project, which identifies screen plantings to minimize visual impacts; - An implementation and maintenance schedule; - Detailed plans and procedures to: <ul style="list-style-type: none"> a) Plant and maintain a 20m riparian corridor each side of Springvale Drain on the site; b) Provide offset habitat for the Green and Golden Bell Frog in the form of two small frog ponds and associated foraging areas; c) Provide for the maintenance and management of the frog ponds, including monthly cleaning and clearing after rain events; d) Manage weeds in the vicinity of the riparian zones; e) Measures to control access; f) Integrate works into the proposed landscaping for the rest of the site; g) Maintain and monitor the 	To reflect the modification subject of this report and to ensure that early site preparation works are not delayed by consultation on the landscape plan.

Condition	Existing Condition	Proposed Amended Condition	Reason
	<p>g) Maintain and monitor the landscaping and frog ponds.</p> <ul style="list-style-type: none"> - A Weed and Pest Management Plan that: <ul style="list-style-type: none"> a) Includes measures to control pests, vermin, and noxious weeds; and b) Explicitly excludes the use of pesticides that are likely to be harmful to frogs. <p>The landscaping and frog ponds shall be maintained in accordance with the Landscape Management Plan for the duration of the operation of the project.</p>	<p>landscaping and frog ponds.</p> <ul style="list-style-type: none"> - A Weed and Pest Management Plan that: <ul style="list-style-type: none"> a) Includes measures to control pests, vermin, and noxious weeds; and b) Explicitly excludes the use of pesticides that are likely to be harmful to frogs. <p>The landscaping and frog ponds shall be maintained in accordance with the Landscape Management Plan for the duration of the operation of the project.</p>	
Appendix 1	Replaces Appendix 1 with new Appendix 1 which details the Proponents updated Statement of Commitments.	Replace Appendix 1 with revised Appendix 1.	To reference revised Statement of Commitments.
Appendix 3	Replaces Appendix 3 with new Appendix 3 which details the Proponent's revised Development Contributions Offer.	Replace Appendix 3 with revised Appendix 3.	To reference revised Development Contributions Offer.
Appendix 4	Replaces Appendix 4 with new Appendix 4 which illustrates the revised Site Plan and Elevation Plans.	Replace Appendix 4 with revised Appendix 4.	To reference revised Site Plan and Elevations.
Appendix 5	Replaces Appendix 5 with new Appendix 5 which illustrates the Proponent's revised Subdivision and Easement Plans.	Replace Appendix 5 with revised Appendix 5.	To reference revised Subdivision and Easement Plans.
Appendix 7	Inserts new Appendix 7 after Appendix 6 which illustrates Civil Works Plans.	Replace Appendix 7 with revised Appendix 7.	To reference revised Civil Works Plans.

In addition to the modification of conditions of approval as detailed in Table 4, the application includes certain amendments to the Statement of Commitments for the project, as detailed in Table 5.

Table 5 – Proposed Changes to Statement of Commitments

Existing Commitment	Proposed Amended Commitment	Reason
STATEMENT OF COMMITMENTS		
Works to be carried out in accordance with: <ul style="list-style-type: none"> – Project application; – Preferred Project Development Plans dated 08/11/10. – EA, as amended by: <ol style="list-style-type: none"> a) Southlands Remediation and Development Project – Response to Submissions on the EA and PPR (dated November 2010); b) Southlands Remediation and Development Project – Response to Submissions (June 2011); c) Aurecon Flood Modelling Report (November 2010); d) Modification 1 to the Project Approval; e) Agreed SoC as amended by Mod 1. 	Works to be carried out in accordance with: <ul style="list-style-type: none"> – Project application; – Preferred Project Development Plans dated 08/11/10; – Revised Stage 1 Development Plans dated October 2014; – EA, as amended by: <ol style="list-style-type: none"> f) Southlands Remediation and Development Project – Response to Submissions on the EA and PPR (dated November 2010); g) Southlands Remediation and Development Project – Response to Submissions (June 2011); h) Aurecon Flood Modelling Report (November 2010); i) Modification 1 to the Project Approval; j) Modification 2 to the Project Approval; k) Agreed SoC as amended by Mod 1 and Mod 2. 	To reference plans and details of development as described in this modification.
The Proponent would ensure that all buildings are designed and constructed generally in accordance with the plans provided as part of the PPR, the BCA and the relevant parts of the EP&A Act building certification.	The Proponent would ensure that all buildings are designed and constructed generally in accordance with the plans provided as part of Modification 2 , PPR, the BCA and the relevant parts of the EP&A Act building certification.	To reference revised project details as described in Modification 2
Implementation of landscape design generally as shown in the Landscape Plans for the project (07_011 STG1_LC01-5).	Implementation of landscape design generally as shown in the Landscape Plans for the project submitted with Modification 2 (SS14-2877 001-005, prepared by Site Image and dated September 2014).	To reference revised landscape plans submitted with current modification.
Detailed design to be in accordance with CoBB DCP for Energy Efficiency.	Detailed design to be in accordance with CoBB DCP for Energy Efficiency.	The CoBB DCP does not apply to the subject site.
Detailed design of each building will be submitted to Botany Bay City Council for review and design input from the Council's Urban Design Review Panel prior to issue of a CC for each new building.	Detailed design of each building will be submitted to Botany Bay City Council for review and design input from the Council's Urban Design Review Panel prior to issue of a CC for each new building.	Project approval is granted for the Stage 1 buildings therefore further review of design is not necessary.
Prior to issue of an OC the Proponent will either: <ul style="list-style-type: none"> - Pay developer contributions in accordance with Botany Bay City Council Section 94 Contributions Plan totalling \$3,110,914; OR - Enter into a VPA with Botany Bay City Council prior to issuance of a CC for new buildings in Stage 1 for the carrying out of works in kind as detailed in the SoC with or without monetary contributions up to the maximum contribution payable under the Section 94 Contributions Plan. 	Prior to issue of an OC the Proponent will either: <ul style="list-style-type: none"> - Pay developer contributions in accordance with Botany Bay City Council Section 94 Contributions Plan totalling \$3,110,914; \$XXXX OR - Enter into a VPA with Botany Bay City Council prior to issuance of a CC for new buildings in Stage 1 for the carrying out of works in kind as detailed in the SoC with or without monetary contributions up to the maximum contribution payable under the Section 94 Contributions Plan. 	To reflect revised contributions reflective of proposed development as modified.

3.9 Implementation

Project approval 06_0191 Mod 1 grants consent to a staged development of the site incorporating remediation works and building works. The proposed modification relates principally to the building works associated with Stage 1 of the approved development. Table 6 details the Stage 1 works approved under project approval 06_0191 (Mod 1), the responsible entity and whether they are subject to modification.

Table 6 – Delivery of Staged Development

Element of Development	Stage/Responsibility	Subject to Modification?
Site remediation works over whole site	Stage 1/Orica	No
Flood mitigation and drainage works	Stage 1/Orica	No
Staged subdivision	Stage 1/Orica	Yes
Establishment of 6 industrial warehouses in Area 1	Stage 1/Goodman	Yes
Traffic improvement works	Stage 1/Orica	No
Car parking	Stage 1/Goodman	Yes
Ecological Offset Areas	Stage 1/Goodman	No

4.0 Planning Context

4.1 Overview

As noted earlier in the report, the Southlands project is a transitional Part 3A project, therefore further modifications to the existing project approval are assessed and determined pursuant to Section 75W of the EP&A Act.

The subject site lies within the Botany Bay Local Government Area (LGA), within the area subject to *State Environmental Planning Policy (Port Botany and Port Kembla) 2013* (Ports SEPP). Within the area subject to the Ports SEPP, LEP 2013 does not apply and the principal planning and development controls for the site are contained under the Ports SEPP.

4.2 State Planning Framework

State Environmental Planning Policies (SEPPs) are overarching statutory planning instruments which address specific planning and development issues or apply to particular sites or areas considered to be of State significance.

The subject site is subject to the provisions of the Ports SEPP.

4.2.1 Zoning and Permissibility

Pursuant to the Ports SEPP, the site is zoned IN1 – General Industrial. The objectives of the IN1 zone are as follows:

- To provide a wide range of industrial and warehouse land uses.
- To encourage employment opportunities.
- To minimise any adverse effect of industry on other land uses.
- To facilitate and encourage port related industries that will contribute to the growth and diversification of trade through the port.
- To enable development for the purposes of business premises or office premises associated with, and ancillary to, port facilities or industries.
- To encourage ecologically sustainable development.

The site is not located within the 'Lease Area' or the 'Referral Area' as defined under the Ports SEPP. As such, Botany Bay Council is the consent authority for local development undertaken on the site and there is no statutory requirement to consult with the Port Operator in relation to development proposals.

Within the IN1 zone, the following development is permissible with consent:

Boat building and repair facilities; Business premises; Depots; Food and drink premises; Freight transport facilities; General industries; Jetties; Light industries; Neighbourhood shops; Office premises; Roads; Signage; Truck depots; Vehicle body repair workshops; Vehicle repair stations; Warehouse or distribution centres; Waste or resource management facilities.

All other development is prohibited in the IN1 zone.

As the site benefits from a Project Approval under Part 3A of the EP&A Act, the permissibility of the development is not a statutory impediment to the proposed modification. However, development for the purposes of 'light industry' and 'warehouse and distribution centres' is permissible in the IN1 zone therefore the development as approved and as modified is permissible.

4.2.2 Relevant Provisions

The following provisions of the Ports SEPP are of some relevance to the redevelopment of the site:

- Clause 16 and 17 provide that subdivision and demolition may be carried out on the site subject to development consent.
- Clause 19 provides that certain development applications be referred to the operator of Port Botany. The SEPP identifies a 'Referral Area' within which the clause applies. The subject site does not lie within the 'Referral Area' therefore development of the site does not need to be referred to the Port Operator.
- Clause 20 defines lands zoned IN1 under the SEPP where container depots are prohibited. The subject site is not affected by this clause, therefore there is no restriction on development for container depots on the subject site.
- Clause 21 relates to ancillary development within the IN1 zone and states that:

Development consent must not be granted for development for the purposes of business premises or office premises on land within Zone IN1 General Industrial unless the consent authority is satisfied that the development is associated with, and ancillary to, port facilities or industrial uses of land.

The development as approved includes ancillary office which represents some 12.5% of warehouse space provided on the site. The proposed modification reduces the area of office included in the development to less than 10% of the total warehouse space provided. It is clear that the office space incorporated into the development is ancillary and is therefore consistent with clause 21 of the SEPP.

The Ports SEPP does not include core development controls such as building height, floor space ratio or car parking rates against which the development can be assessed. The assessment of these issues in relation to the approved development and the proposed modification are therefore based on merit. These issues are discussed in relation to the proposed modification in Section 5 of this report.

4.3 Local Planning Framework

4.3.1 Botany Bay Local Environmental Plan 2013

LEP 2013 is the principle local environmental planning instrument applying to Botany Bay Local Government Area (LGA).

As the subject site lies on land subject to the Ports SEPP, the provisions of LEP 2013 do not apply to the site.

4.3.2 Botany Bay Development Control Plan 2013

Pursuant to the provisions of Part 3A of the EP&A Act (now repealed), Development Control Plans (DCPs) are not a statutory matter for consideration for Part 3A projects. Further, *Botany Bay Development Control Plan 2013* (DCP 2013) does not apply to land subject to the Ports SEPP. Therefore, the provisions of DCP 2013 are not considered in relation to the proposed development as modified.

4.4 Contributions Framework

Botany Bay Section 94 Contributions Plan 2005-2010 (Contributions Plan) applies to the subject site. The plan applies levies to new development for:

- Community facilities;
- Recreation facilities and open space;
- Transport management facilities;
- Drainage works; and
- Administration.

Contributions for employment development are calculated based upon the number of additional jobs created by the development proposed. For the purposes of the Contributions Plan, the site lies within the Banksmeadow South Industrial Precinct. Current published contribution rates specified under the Botany Bay Section 94 Contributions Plan for employment development (as applicable to the Banksmeadow South Industrial Precinct) are:

- Community facilities - \$259/worker;
- Administration - \$42/worker;
- Shopping Centre Improvements (City Wide) - \$188/worker;
- Open space and recreation - \$1,745/worker; and
- Transport management - \$20.19/m² of site area.

In order to calculate development contributions, the Contributions Plan adopts the following workforce occupancy rates:

- Modern Industrial Building used for Transport/Storage/Warehousing – 1 employee per 66.5m² GFA or 1 employee per 103.2m² of site area.
- Modern Multi-Unit Industrial Complex used for Transport/Storage/Warehousing - 1 employee per 81.4m² GFA or 1 employee per 137.6m² of site area.

The existing Project Approval includes an agreement with regard to development contributions for the approved development as set out in the table below.

Table 7 – Contributions

Contribution	Rate in CP	Required Contribution
Community Facility	\$259/employee	\$140,870.10
Administration	\$42/ employee	\$22,843.80
Shopping Centre Improvements	\$188/employee	\$102,253.00
Open Space and Recreation	\$1,745/employee	\$949,105.50
Total Per Employees	\$2,234.00	\$1,215,073.00
Transport Management	\$20.19/m ² site area	\$1,895,841.00
Total Payment Required		\$3,110,914.00

As the proposed modification will change the total GFA on the site, and the contribution rates may have changed since the project approval and modification were issued, revised contributions may be applicable to the proposed development as modified.

It is anticipated that contributions would be adjusted to reflect the additional GFA proposed – being 7,190m². Based upon the workforce occupancy rates noted above, this would equate to an additional 88-108 employees, dependent upon the occupancy rate applied to the proposed development as modified.

Adjusted contributions would be recalculated at current rates at the time of determination. Amendment to the VPA applying to the approved Stage 1 development would be required to reflect any additional contributions payable.

5.0 Key Issues

5.1 Planning Issues

The remediation and redevelopment of the site was assessed and approved under Part 3A of the EP&A Act 1979. Part 3A does not require projects to be compliant with local planning controls such as LEPs and DCPs and as such, a merit-based assessment is used as the basis for decision making on these projects.

In the absence of prescriptive development controls, the proposed development as modified is considered on its merits in comparison with the development already approved on the site. In this respect the proposed development departs from that approved in the following key ways:

- Built form on the site is consolidated from six separate buildings into two large warehouse buildings with the potential for internal separation into eight units.
- Internal circulation and loading areas are consolidated into a single, central accessway and loading area.
- GFA on the site is increased by some 7,190m²
- Car parking on the site is relocated and consolidated into two main parking areas. Total on-site car parking is reduced from 341 spaces to 286 spaces.

Importantly, remediation works, flood mitigation works and ecological offset areas are unchanged by the proposed modification.

Whilst the proposed development as modified would potentially increase the bulk of the buildings on the site by consolidating built form into two larger structures, the overall aesthetics of the development would not be significantly impacted. Building height would be 1m taller than the approved building on the site, and architectural and landscaping treatments would be used to soften the appearance of the two buildings from public areas. There are no significant view corridors affected by the proposed development and the scale of the buildings as modified is not out of character with the nature and scale of existing buildings in the surrounding area.

The consolidation of the warehouse buildings is critical to the success of the site as a productive industrial estate as maximum flexibility of spaces is required to cater for a broad range of tenants.

The rationalisation of internal circulation, loading and parking areas on the site as proposed under the modification maximises the efficient use of developable land, enabling an increase in productive GFA. Whilst the proposed modification increases GFA above the currently approved scheme, it remains less than the total GFA originally approved on the site, prior to Modification 1. Further, the increased GFA does not compromise areas of the site required for remediation works, flood mitigation or ecological offsets. The FSR of the proposed modified development remains well under 1:1 (0.66:1), typical of most industrial precincts in the area and is considered a reasonable and appropriate level of development on the site in consideration of its inherent constraints.

It is noted that on-site parking is reduced under the proposed modification, however assessment undertaken by a traffic engineer confirms that the rate of parking on the site is acceptable to meet the likely demands of the development. Further, there is scope on the site to increase on-site parking in the future should this be required. Further details of the traffic and parking assessment undertaken are provided in Section 5.3 and **Appendix D** of this report.

A review of the proposed modified development in relation to key planning issues confirms that the proposal represents an appropriate development outcome for the site.

5.2 Contamination and Remediation

The Southlands site was previously used by Orica for works associated with the groundwater remediation program linked to its Botany operations. Orica retains an ongoing obligation to remediate the site in accordance with relevant requirements.

A quantitative Human Health Risk Assessment (HHRA) was undertaken in respect of the Southlands Site as part of the assessment of the original proposal for the redevelopment of the site. The findings of the HHRA were incorporated into a Remediation Action Plan (RAP) for the site.

The RAP provides a remedial approach to the site to make it suitable for the land use proposed under the redevelopment scheme. According to Project Approval documents, a NSW Department of Environment and Climate Change (DECC) accredited Site Auditor has confirmed that the site can be made suitable for its proposed use if remediated in accordance with the requirements of the RAP. The Site Auditor has confirmed that implementation of the RAP is feasible.

The Southlands site is also affected by Orica's ongoing obligations for groundwater clean-up pursuant to the terms of a NCUA. Orica's obligations include maintaining the groundwater clean-up throughout and following the implementation of the approved redevelopment. Any redevelopment of the land must incorporate the necessary infrastructure for this clean-up work to continue, generally including groundwater wells and associated pipework.

The development approved on the site and the proposed modified development have been designed in consideration of these works and nothing proposed would preclude or impact upon the ongoing remediation of the site. To facilitate ongoing remediation works once the development is complete, easements are established on the subject site to allow for infrastructure and access.

To date, Orica have completed the following works, pursuant to DA06_0191, in order to prepare the site for proposed development:

- Clearing of Areas 1 and 2 are complete (Refer to Figure 3 for area location);
- Remediation of hot spots in Area 1 have been completed;
- Bulk excavation levels to flood storage zones in Areas 1 and 2 are complete;
- Installation of marker layer across Area 1 is complete; and
- Importation of VENM capping layer to Area 1 is 50% complete.

5.3 Traffic and Parking

A Traffic Impact Assessment (TIA) was carried out as part of the environmental assessment of the approved redevelopment scheme and a revised TIA has been prepared in respect of the proposed modification (**Appendix D**).

The TIA prepared for the approved development found that the traffic generation arising from the development could be adequately accommodated by the surrounding road network, subject to certain improvement works to the intersections of Hill Road and Botany Road and Exell Street and Botany Road.

In this respect, Condition 20 of the Project Approval requires that the Proponent carry out improvement works to the intersection of Hill Street and Botany Road only and include:

- Extension of the existing right-turn bay by 20m. The right-turn bay shall be at least 3.2metres wide;
- Construction of a 900mm wide central median adjacent to and for the full length of the right-turn bay, to the satisfaction of the RMS; and
- Installation of signage on Botany Road (eastbound) to prevent trucks longer than 12.5m turning left into Hill Street.

With respect to the final point above which requires the installation of signage to prevent trucks greater than 12.5m from turning left into Hill Street, the proposed modification seeks to have this condition removed from the project approval.

The TIA provides swept path plans (ref. TX.05, Attachment 3 of **Appendix D**) demonstrating that trucks larger than 12.5m can safely and satisfactorily undertake this left-turn manoeuvre, recognising that Hill Street is one-way in a north-bound direction. The assessment finds no safety concerns in relation to this manoeuvre and accordingly it is requested that current access arrangements at this intersection are retained under the proposed modified development.

The restriction of larger trucks from accessing Hill Street at this point would have implications for the type of tenants and operations attracted to the PBIE and would unnecessarily affect the ultimate productivity and feasibility of the development.

Delivery of the remaining traffic and access improvements noted above would remain a key part of the development under the proposed modification.

The potential traffic impacts of the proposed modified development have also been assessed by Traffix along with the adequacy of the proposed on-site parking provision. Parking provision proposed under the current modification is compared with the previously approved schemes in Table 9.

Table 9 – Comparison of Parking Provision

Element	Original Approval	Mod. 1	Proposed Mod. 2
Building Area (GFA)	46,500m ²	36,170m ²	43,360m ²
Parking Provision	440	341	286
Parking Rate	1/106m ²	1/106m ²	1 /152m ²

Whilst the on-site parking rate is reduced under the proposed modification, the TIA notes that the original parking provisions were a concession to the Botany Bay Council controls at the time of approval (which required provision of over 600 spaces) which have since been revised.

Application of current Botany Bay Council parking rates to the proposed modified development would require only 217 parking spaces and reference to the NSW Roads and Maritime Services (RMS) *Guide to Traffic Generating Developments* would require only 138 spaces. The proposed parking provision therefore exceeds minimum requirements as specified in relevant parking codes and the TIA concludes that the proposed on-site parking provision is acceptable in relation to the nature and scale of the proposed development.

In relation to traffic generation, the TIA refers to the traffic modelling and analysis undertaken in respect of the original project application which contemplated a Stage 1 development of 46,500m². The TIA found that the traffic impacts of this development scenario on the local road network were acceptable. The current TIA therefore deduces that a 43,360m² development as currently proposed would have a reduced impact in terms of traffic and is therefore considered acceptable.

The TIA concludes that the proposed access and internal design is generally in accordance with AS2890 and will operate safely and efficiently.

Full details of traffic assessment of the proposed modified development are included at **Appendix D** to this report.

5.4 Hydrology and Flooding

The broader Southlands site, as the last large undeveloped site in the lower catchment currently operates as a defacto flood storage area for other developed areas in the catchment.

Hydrological modelling was undertaken to inform the design and assessment of the approved redevelopment scheme on the site and this found that there would be no significant adverse impacts in terms of flooding on downstream areas as a result of the development provided that the following measures were incorporated into the scheme:

- Fill the Stage 1 area to the required site levels; and
- Conduct earthworks in the south-eastern portion of the site (being the future Stage 2 area) to create necessary levels to satisfy the flood management strategy and create compensatory floodplain storage.

Subsequent to the issue of the Project Approval, Orica commenced a range of investigatory works required under the conditions of approval to test the depth of groundwater and the potential for groundwater intrusion into a future compensatory basin. Further, additional information became available during the course of these investigations regarding groundwater levels in the approved basin area which informed the key findings.

The investigations revealed that due to levels of perched groundwater, particularly along the eastern boundary of the site, the designed basin could not be delivered without the risk of unacceptable intrusion of groundwater. Specifically, the further assessment recommended minimum levels for the basin and that no cut be undertaken along the eastern portion of the site (proposed Stage 2 area).

Accordingly, the extent of the approved compensatory flood basin across the site required modification. These modifications required the increase of flood storage areas on the western portion of the Southlands Site – being the Stage 1 area, subject of the current modification – and the expansion of the basin further to the north on the eastern side (proposed Stage 2 area).

This modification, approved through Section 75W modification 06_0191 Mod 1, resulted in a loss of some 10,000m² of developable land in the Stage 1 area.

Subsequent modelling indicated that potential flooding impacts could be managed effectively under this revised arrangement. However, the conditions of the approved modification (specifically Condition 10, Schedule 3 of the consolidated approval) require the preparation of a 'Hydraulic Modelling Flood Validation Assessment Report' post-completion of the flood storage works to confirm that the 'as constructed' works achieve the standards and specifications outlined in the earlier assessment.

The proposed development as modified has been designed in accordance with the revised flood compensatory area in the north of the site and would not impact on the performance of this basin. Conditions requiring validation of the constructed flood mitigation works would be fulfilled by Orica as required by the existing approval.

The hydrological constraints of the site have been considered and addressed in the design of proposed development such that the modified development can be accommodated on the site without additional impacts.

6.0 Conclusions and Recommendations

6.1 Summary of Findings

This report documents a Section 75W modification to Project Approval 06_0191 for the remediation and development of land at 26A McPherson Street, Botany.

Major Project Approval 06_0191 Mod1 permits the redevelopment of the site for six warehouses, along with associated remediation, subdivision, flood mitigation works, internal roads, car parking and landscaping.

The proposed modification comprises a reconfiguration of the approved site layout to maximise efficiency in the use of developable land on the site and better align the warehouse spaces with market demand. Key amendments to the approved scheme include:

- Alteration of proposed building footprints by consolidating the six approved warehouse buildings into two larger warehouse buildings. Total GFA increased from 36,170m² to 43,360m².
- Reconfiguration of internal circulation and loading areas to improve efficiency and maximise land available for warehousing.
- Integration and relocation of car parking areas to provide two consolidated on-site parking areas serving the two warehouse buildings. On site parking reduced from 341 spaces to 286 spaces.

The existing, registered subdivision pattern, approved remediation works, flood mitigation and ecological offset areas are unchanged by the proposed modification.

The proposal does not alter the underlying character of the approved development and proposes only minor changes to the scale and intensity of the development as approved. Whilst GFA and FSR are increased under the proposed modification, GFA remains less than that originally approved on the site under Project Approval 06_0191. The proposed development as modified is therefore representative of a modification, rather than a new development and is appropriately considered under Section 75W.

The proposed modification maximises productivity by increasing GFA through improving the efficiency of access, loading and circulation areas without compromising the flood mitigation and ecological offset areas required to address constraints and balance outcomes on the site. Goodman is able to deliver on these objectives by utilising its extensive experience in developing and managing industrial sites across Sydney.

The potential impacts of the proposed development as modified have been considered and assessed and it is concluded that the proposal would not result in significant adverse impacts in terms of environmental, social or economic matters.

The proposed development would enable the remediation of significantly contaminated land and its return to productive use and is therefore considered to be in the public interest.

6.2 Conclusions and Recommendations

The proposed development as modified has been designed in consideration of key constraints and opportunities and an understanding of the demands of the local industrial property market. The proposal improves the efficiency and marketability of the site for warehousing uses without compromising environmental outcomes.

The modification proposed represents a relatively minor change to the approved development which does not result in statutory non-compliances or exacerbation of potential impacts. A thorough assessment of the proposed development as modified reveals no statutory or merit-based impediment to its approval.