PROJECT PANTHER
UPDATED ALTERNATIVES ANALYSIS[1]

This document is prepared and submitted pursuant the permitting jurisdiction of the Department of the Army, U.S. Army Corps of Engineers (USACE or Corps) under Section 404 of the Clean Water Act (CWA) and certain requirements set forth under the National Environmental Policy Act, 42 U.S.C.A. §§ 4321 *et seq*. (NEPA).

1.0 INTRODUCTION

The South Carolina Department of Commerce (Commerce) and Orangeburg County Development Commission (OCDC) (collectively, the Applicant), for and on behalf of an economic development client of the State of South Carolina (Client),[2] submits an application for a project that would result in an impact on the environment and involve the discharge of dredge and fill material into waters of the United States. Section 404 of the CWA establishes a regulatory program over such discharges, including wetlands, through issuance of Department of Army (DA) permits. The Applicant proposes to develop an approximately 918-acre site to include the construction and operation of a new rail-served production and distribution facility in the food or beverage industry (Proposed Project). The site is located entirely within the unincorporated part of Orangeburg County (Property). This analysis is drafted to aid and assist compliance with the guidelines promulgated by the U.S. Environmental Protection Agency (USEPA) in conjunction with the Secretary of the Army under the authority of Section 404(b)(1) of the CWA (Guidelines)[3] and NEPA.

1.1 Project Background

Commerce is an instrumentality of the State of South Carolina, whose statutory purpose, as set forth in set forth in S.C. Code Ann. § 13-1-20, is to implement a statewide program for the stimulation of economic activity to develop the potentialities of the State and enhance the economic growth and development of the State through strategic planning and coordinating activities, among other activities. OCDC is a publicly chartered local economic development organization whose purpose includes the recruitment of capital investment and jobs to Orangeburg County, South Carolina (County), through engaging new employers and growing existing industry. The mission of the OCDC

[1] This document has been updated to address comments received during the public comment period.

[2] Client is an established entity in the food or beverage industry and is interested in constructing and operating the Proposed Project set forth herein and in the accompanying application. As frequently occurs in recruiting economic development projects to the State, and consistent with the Cooperative Agreement between Commerce and the Corps, date October 1, 2016, as amended, Commerce, along with OCDC given the Property's location, will serve as co-applicants on the application. Upon the issuance of a Section 404 Permit, it is anticipated that the Permit and its attendant responsibilities will be transferred to the Client for development of the Proposed Project.

[3] 40 C.F.R. Part 230.

is to increase the tax base by soliciting companies to invest in capitalized expenditures in the County, thereby improving the local economy and overall quality of life for the County's citizens. Client has over 100 years of experience within the food or beverage industry, with an established record of success. Due to its significant and growing market share, the Client desires to locate a new production and distribution facility in the Southeast to provide an operational foothold and footprint in the region that is capable of efficiently developing, producing, storing, and shipping Client's products throughout the United States and worldwide.

In accordance with Commerce's statutory authority and the OCDC's economic development mission, for and on behalf of Client, the Applicant proposes to develop a site for the construction and operation of a new rail-served production and distribution facility that will take advantage of South Carolina's transportation, distribution, and logistics (TDL) cluster and initiatives.[4] The Proposed Project facilities will serve as a new development, production and distribution site for Client's branded products. The fully constructed facilities and support operations will allow Client to source, stage, produce, and distribute its products in the most populous and fastest growing region of the United States. Phase I of the Proposed Project is planned to include up to $675 million in private capital investment in the State and create approximately 600 permanent jobs in the County, in addition to a significant number of undetermined construction-related jobs (directly or indirectly) during development of the site and construction of the facilities. As subsequent phases of the Proposed Project are implemented, the total new permanent jobs has the potential to scale to approximately 1,000. In sum, the Proposed Project is expected to provide a significant economic impact on the County, the greater Midlands area, and the State of South Carolina.

The design of the Proposed Project has been developed under a master plan concept that will be constructed in phases to support existing demand, while allowing for planned expansion within the available acreage to address future growth opportunities to meet projected and new demand. The onsite work for the Proposed Project facilities is planned to be built in two or more phases. Ground-clearing activities, including in wetland areas, would begin immediately upon issuance of the Section 404 permit and any required land disturbance permits. Construction of Phase I of the Proposed Project would begin upon the completion of the necessary site work and is contemplated to include construction of required road entries and interior roadways, rail corridor improvements, rail spur installation, a rail shed for receipt of raw materials, personal vehicle (POV) (500) parking spaces and

[4] South Carolina has a robust TDL cluster infrastructure providing a base for reliant industry, as evidenced by the active involvement and support of public and private institutions of these industry sectors. In particular, the South Carolina Manufacturers Alliance acts as a leading organization dedicated to enhancing the state's manufacturing sector's position, including fostering collaboration, promoting innovation, and maintaining a business environment conducive to growth and success in a global marketplace. South Carolina further boasts successful public-private partnerships within the industry, including between the South Carolina Council on Competitiveness (SCCC) and Commerce in the form of the TDL Council, a division of the SCCC that aims at improving the TDL cluster in South Carolina to ensure adequate infrastructure support all industry clusters in South Carolina.

truck/trailer (120) spaces, stormwater detention facilities, as well as the construction of the production and operation buildings. Phase I operation facilities include a ground level of approximately 700,000/sf and a second story level of approximately 150,000/sf, totaling approximately 850,000/sf, which will comprise an office building, guard shack, and production and storage/distribution facilities. As subsequent phases are constructed, additional facilities would be added to the site in a similar production progression allowing for the shared use of existing rail, utility, and roadway infrastructure.

The Proposed Project also includes a new, onsite rail spur from an existing Norfolk Southern rail line to the West of U.S. Highway 21 on the Western border of the Project Area. The proposed rail spur would cross over U.S. Highway 21 in the Southwest corner of the site, progressing along the Southern border of the Property, South of the proposed development, with additional spurs accessing the Southern part of the Phase I facility development and to the East of the development. The location of the rail spur crossing of U.S. Highway 21 is based upon discussions with the South Carolina Department of Transportation (SCDOT) for an approved location to maintain the safety of South Carolina Roadways. The rail spur alignment has also been coordinated with Norfolk Southern who will operate the train traffic along the proposed spur location. In addition, the rail spur is located along the Southern end of the property to preserve the ability for future phases of the Proposed Project to continue expanding towards the North to avoid expansion constraints and allow maximum room for future co-location of other business units. The Client estimates a need for three to four rail cars per day, amounting to an estimated one train movement per day, seven days a week, equaling approximately 350 train movements per year, and between 1,050 to 1,400 rail cars per year. The Client expects to source the vast majority of its raw materials for production domestically via rail; however, limited material may be sourced internationally or domestically and arrive via truck. It is expected that finished product will be shipped both domestically and internationally, primarily utilizing trucks for outbound shipments. As further information on Phase I, the Proposed Project is expected to employ multiple daily shifts in its production operations.

The remaining phases of the Proposed Project would be constructed and become operational after completion of Phase I, based on identified demand and projected growth opportunities. The subsequent phases of the Proposed Project would largely mirror those constructed in Phase I, essentially doubling the production capacity of the overall facility, and would include additional supporting infrastructure for POV parking and truck/trailer access.

The Client views the Proposed Project as a long-term investment in its future. Although subsequent market demands might call for alterations to future phases and configurations of the Proposed Project, the limits and impacts of the project site are not anticipated to change.

1.1.1 **Proposed Project Area**

The Property, advanced in the application as the site for the Proposed Project, is known as the Orangeburg Power Site, located approximately two miles South of downtown Orangeburg in the

unincorporated part of the County. The section of Property where the facility is proposed to be constructed is bounded by U.S. Highway 21 (Rowesville Highway), wooded, commercial, and industrial properties to the West; residential and wooded properties to the South and East; and wooded, commercial, industrial (vacant), and institutional properties to the North. The Property is located approximately 8 miles from Interstate 26 Exit 154B, 22 miles from the Interstate 26/Interstate 95 interchange, and 73 miles from the Port of Charleston.

The Property is located within the Edisto River drainage basin and two different watersheds with two Hydrologic Unit Codes [HUC]: 1) Four Hole Swamp (HUC 03050205), Upper Four Hole Swamp (HUC 03050205-01), and Cow Castle Creek (HUC 03050205-01-07); and 2) North Fork Edisto River (HUC 03050203), Lower North Fork Edisto River (HUC 03050203-03), and Whirlwind Creek-North Fork Edisto River (HUC 03050203-03-08). Approximately 879 acres are located within HUC 03050205 and approximately 39 acres are located within HUC 03050203.

The overall acreage of the Property Area is approximately 918 acres split between two ecoregions. A majority (841 acres, or 92 percent) of the Property is located in the Atlantic Southern Loam Plains/Southeastern Plains ecoregion. Approximately 78 acres (8 percent) of the Property is located within the Carolina Flatwoods/Middle Atlantic Coastal Plain ecoregion.

Today, the bulk of the Property is largely agricultural and cutover woodland, with the exception of two properties on the Western side of the Property that front on Kirby Lane. These properties consist of a single-family residence, a mobile home park, and a former gas station/convenience store. The remainder of the Property consists of a mix of forested and cleared property and aquatic resource features, including tributaries/streams and wetlands.

The Property is comprised of all or portions of six individual parcels: TMS Nos. 0184-00-01-040.000 (746.44 acres), a portion of 0184-00-01-001.000 (115 acres), 0184-00-01-024.000 (44 acres), 0171-00-05-003.000 (0.79 acre), 0171-00-05-004.000 (5.05 acres), and a portion of 0171-00-07-003.000 (4.9 acres).

The construction limits of the planned development of the Proposed Project would comprise approximately 570 acres of the overall Property, with the remaining acreage consisting of avoided special aquatic sites and additional upland areas available for future phases or supplier co-location. Overall, the Property consists of approximately 815 acres of uplands and 103 acres of aquatic resources (jurisdictional wetlands, non-jurisdictional wetlands, and tributaries).

1.2 The USACE Authority and Scope of Analysis

1.2.1 Section 404 of the Clean Water Act

The Applicant understands that the Proposed Project is subject to the jurisdiction of the USACE under Section 404 of the CWA based on the contemplated placement and discharge of dredged or fill material into navigable waters and/or wetlands of the United States. The USACE administers the Section 404 program on behalf of the Secretary of the Army. The USEPA has the authority to

determine the scope of Section 404 jurisdiction, has issued the Guidelines governing the discharge of dredged or fill material, and will generally prohibit a discharge if it determines under Section 404 that a discharge will result in unacceptable adverse effects on municipal water supplies, shellfish beds and fishery areas, wildlife, or recreational areas. The USEPA can exercise its Section 404(c) authority to veto the issuance of a Section 404 Permit of the USACE.

The USACE's review of the Proposed Project includes a determination of compliance with the Guidelines contained in 40 C.F.R. Part 230, including review of four specific requirements:

- **40 C.F.R. § 230.10(a):** An evaluation of alternatives to the Proposed Project to determine whether there is a practicable alternative to the proposed discharge that would have less adverse impact on the aquatic ecosystem than of the Proposed Project, so long as the alternative does not have other significant adverse environmental consequences. The alternative identified by this test is referred to as the *least environmentally damaging practicable alternative*, or the LEDPA.

- **40 C.F.R. § 230.10(b):** Whether the discharge would violate any applicable state water quality standards, Section 307 of the CWA, the Endangered Species Act (ESA), or federal laws concerning marine sanctuaries.

- **40 C.F.R. § 230.10(c):** Whether the discharge would cause or contribute to significant degradation of waters of the United States.

- **40 C.F.R. § 230.10(d):** Whether appropriate and practicable steps have been taken that will minimize potential adverse impacts of the discharge on the aquatic ecosystem.

Evaluation of a proposed project under all four of the requirements set forth in the Guidelines constitutes a determination of compliance with Section 404(b)(1).

The Corps' regulations also address the relationship between the Corps and state and local land use planning agencies. The regulations expressly state that "the primary responsibility for determining zoning and local land use matters rest with state and local and tribal authorities." 33 C.F.R. § 320.4(j)(2). The regulations direct that upon compliance with the Corps' rules and other applicable federal law, in the absence of "overriding national factors of the public interest" that may be revealed during a permit application, a permit "will be generally issued following receipt of a favorable state determination…." 33 C.F.R. § 320.4(j)(4). While making a compliance determination, the Corps may gather information sufficient to support and make its decisions by soliciting comments from other federal, tribal, state, and local resource agencies and the public. Notwithstanding, the Corps is solely responsible for reaching a decision on the merits of the permit application, including a determination of the overall and basic project purpose, the extent of the alternatives analysis, which alternatives are practicable, the LEDPA, the amount and type of mitigation that is to be required, and all other aspects of the decision-making process.

1.2.2 National Environmental Policy Act

According to the Guidelines, the alternatives analysis required in a NEPA evaluation is similar to that conducted under the Section 404(b)(1):

> For actions subject to NEPA, where the Corps of Engineers is the permitting agency, the analysis of alternatives required for NEPA environmental documents, including supplemental Corps NEPA documents, will in most cases provide the information for the evaluation of alternatives under these Guidelines.

40 C.F.R. § 230.10(a)(4). Additionally, USACE program literature has recognized that "Districts should not conduct or document separate alternatives analyses for NEPA and the 404(b)(1) Guidelines." *See* USACE, *Standard Operating Procedures for the USACE's Regulatory Program* (July 2009) (USACE SOP).

To meet the requirements of the Guidelines under the USACE's regulatory program, as well as satisfy the alternative requirements under NEPA, alternatives were developed to achieve the LEDPA, and the Applicant submits that no additional alternatives are necessary as part of the USACE's Guidelines evaluation process of the Proposed Project.

1.3 Practicable Alternatives Framework (40 C.F.R. § 230.10 (a))

The Applicant is informed that the USACE's analysis of practicable alternatives is found in the Guidelines. The first requirement of the Guidelines provides:

> (a) Except as provided under Section 404(b)(2), no discharge of dredged or fill material shall be permitted if there is a practicable alternative to the proposed discharge which would have less adverse impact on the aquatic ecosystem, so long as the alternative does not have other significant adverse environmental consequences.
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> (1) For the purpose of this requirement, practicable alternatives include, but are not limited to:
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> (i) Activities which do not involve a discharge of dredged or fill material into the waters of the United States or ocean waters;
>
> (ii) Discharges of dredged or fill material at other locations in waters of the United States or ocean waters;
>
> (2) An alternative is practicable if it is available and capable of being done after taking into consideration cost, existing technology, and logistics in light of overall project purposes. If it is otherwise a practicable alternative, an area not presently owned by

> the applicant which could reasonably be obtained, utilized, expanded or managed in order to fulfill the basic purpose of the proposed activity may be considered.
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> (3) Where the activity associated with a discharge which is proposed for a special aquatic site (as defined in subpart E)[5] does not require access or proximity to or siting within the special aquatic site in question to fulfill its basic purpose (i.e., is not "water dependent"), practicable alternatives that do not involve special aquatic sites are presumed to be available, unless clearly demonstrated otherwise. In addition, where a discharge is proposed for a special aquatic site, all practicable alternatives to the proposed discharge which do not involve a discharge into a special aquatic site are presumed to have less adverse impact on the aquatic ecosystem, unless clearly demonstrated otherwise.

1.4 Guidelines (40 C.F.R. § 230.10(a)).

As provided above, the Guidelines prohibit the discharge of dredged or fill material in a special aquatic site unless it can be shown that there is no practicable alternative which would have less adverse impact on the aquatic ecosystem. A practicable alternative is subject to reasonable interpretation; however, the Guidelines generally define a practicable alternative as one that is "available and capable of being done after taking into consideration cost, existing technology, and logistics in light of overall project purposes." 40 C.F.R. § 230.10(a)(2).

Under subsection (a)(3), an initial determination must be made by the USACE with respect to whether the proposed discharges are "water dependent." The Guidelines provide that, when an activity associated with the discharge of dredged or fill material in a special aquatic site does not require access or proximity to that special aquatic site to fulfill its basic purpose, the activity is not "water dependent." A determination by the USACE that a proposed discharge is *not* water dependent carries with it two inherent presumptions that must be rebutted by a successful applicant.

The first presumption is that practicable alternatives that do not include impacts to special aquatic sites exist and are available to the applicant. It is thus incumbent upon the applicant to clearly demonstrate otherwise. The determination of water dependency by the USACE is preceded by a clear understanding of the purpose of the Proposed Project, both the "overall project purpose" and the "basic purpose." After evaluating the water dependency of a proposed project, the USACE must then

[5] *Special aquatic sites* are geographic areas, large or small, possessing special ecological characteristics of productivity, habitat, wildlife protection, or other important and easily disrupted ecological values. These areas are generally recognized as significantly influencing or positively contributing to the general overall environmental health or vitality of the entire ecosystem of a region. 40 C.F.R. § 230.3. These include sanctuaries and refuges (§ 230.40), wetlands (§ 230.41), mudflats (§ 230.42), vegetated shallows (§ 230.43), coral reefs (§ 230.44), and riffle and pool complexes (§ 230.45). Because the Proposed Project involves the discharge into and fill of wetlands, these more restrictive provisions apply to the Proposed Project.

consider the full range of practicable alternatives that are capable of achieving the overall project purpose.

The second inherent presumption created by a non-water dependency determination is that all practicable alternatives (not including the proposed discharge) which do not involve a discharge of dredged or fill material into a special aquatic site (wetland), are presumed to have less of an adverse impact on the aquatic ecosystem than the proposed discharge, unless clearly demonstrated otherwise.

The evaluation of practicable alternatives in this analysis is based on the range of reasonable alternatives set forth below. This process was developed and implemented in a manner cognizant of the requirements of the Guidelines and NEPA. *See* USACE (Jax. Dist.), *Information for Preparing an Alternatives Analysis Under Section 404* (June 2014); USACE (Sav. Dist.), *Guidelines For Preparation of Analysis of Section 404 Permit Applications Pursuant to the Section 404(B)(1) Guidelines of The Clean Water Act (40 C.F.R., Section 230).* Thus, the alternatives analysis forms the basis from which the USACE will identify practicable alternatives and determine whether the Applicant's Proposed Project is the LEDPA.

2.0 Project Purpose

Establishing the underlying purpose and need for a project is a key initial step in the USACE's process of evaluating the Proposed Project's compliance with the Guidelines. USACE regulations dictate a three-part process for developing the official purpose of a project. As described below, one statement is provided by the applicant, and the other two are determined by the USACE:

- The Applicant develops and clearly states an overall purpose and need in the application to the USACE;

- The USACE determines the "basic" purpose of the project, which informs the conclusion as to whether the project is water dependent under Section 404(b)(1) of the CWA; and

- The USACE determines the "overall" purpose of the project.

These three statements of the Proposed Project's purpose and need form the basis by which the USACE will evaluate the compliance of the Proposed Project with the Guidelines, including the range of practicable alternatives. These statements are also used as part of the analysis required under NEPA. Although the three statements were developed to meet distinct objectives within the USACE's evaluation of the Proposed Project's compliance with the Guidelines, it is expected that the alternatives analysis will overlap with and may, in most cases, provide the information required for the evaluation of alternatives under NEPA. Additionally, while consideration may be given to the Applicant's pronouncement of the Proposed Project's basic and overall purpose, the USACE is the ultimate arbiter of those determinations and is entitled to define the final statements without undue influence of the Applicant's views.

2.1 The Applicant's Purpose and Need

An applicant's stated purpose and need is an expression of the underlying goals for a proposed project. The USACE takes an applicant's purpose and need into account when determining the USACE's overall purpose. Mindful of those considerations, the Applicant respectfully submits that the purpose and need of the Proposed Project is as follows.

Project Need:

The Client is an established entity with the over 100 years of experience in the business, providing it with an established track record of success and specific expertise in the type of facility that it needs to develop. Due to its significant and growing market share, the Client desires to locate a new production and distribution facility in the Southeast. The Client has deemed such a location desirable and necessary in order to provide an operational foothold and footprint in the region that is capable of efficiently developing, producing, storing, and shipping Client's products throughout the United States and worldwide.

The Client requires facility locations that have access to robust transportation, distribution, and logistics — or TDL — cluster infrastructure, as well as access to rail for delivery of raw materials. Client's production process requires a significant amount of raw materials, which are expected to be delivered on nearly a daily basis. Road and rail infrastructure are therefore critical to its processes.

Sufficient acreage is an additional primary component of Client's evaluation of sites for several reasons. First, the use of a phased development for the Proposed Project will allow Client to meet existing demand in the short-term, while providing much needed operational flexibility to innovate with new products, explore vertical integration opportunities, and meet expected and potential demand and growth in the future. Additional acreage is also required to allow for the possibility of supplier co-location.

Second, sufficient acreage is required due to the nature of the Client's business. Food and beverage companies have strict protocols for their production facilities due to public health and safety concerns. This includes locating facilities in contained environments without nearby or adjacent aquatic features that could lead to contamination of products. It also means that existing, vacant industrial or manufacturing facilities are inappropriate for re-purposing. Even new industrial spec warehouses are typically inappropriate for purposing or re-purposing for use in the industry, as concrete slabs for food and beverage production facilities must be designed and built to meet the minimum thresholds for the heavy production equipment, and the space itself must be designed in a way that supports the specific layout and processes of the production. Further, these facilities must have adequate

utilities—water, sewer, gas and electric—as well as adequate infrastructure for cold storage. As a result of these requirements for development and operation of a new production and distribution facility, a greenfield (i.e., undeveloped) site represents a critical component of Client's evaluation of alternative sites.

In view of the foregoing, Client has an existing need for the Proposed Project.

Project Purpose:

In short, the purpose of the Proposed Project is to fulfill the need identified by the Client.

Locating the Proposed Project in South Carolina, generally, and at the Orangeburg Power Site, specifically, is attractive to the Client for a number of reasons. South Carolina is home to the Port of Charleston, which is the second largest port in the South Atlantic, the fourth largest port on the East Coast, and the eighth largest port in the United States by container volume as measured in twenty-foot-equivalent units (TEUs). Over the last several years, the Port of Charleston has been one of the fastest growing major ports in the United States, with both exports and imports driving the Port's growth well above the industry average.

Within South Carolina, different areas of the State present a variety of positive attributes depending on the needs and market sector for a business. South Carolina has historically invested, and continues to heavily invest, in its robust TDL infrastructure that provides a base for production and manufacturing facilities. That includes access to both interstate, rail, and international import and export opportunities through the Port of Charleston.

Orangeburg County, in particular, is ideally situated within South Carolina for a variety of reasons. By total size, Orangeburg County is the second largest county in the State. Geographically, it is located near the middle of the State, spanning from the Midlands to the Lowcountry. The County is also served by two interstates. Interstate 26 runs Northwest to Southeast through the County and is in the process of a significant widening project that will improve access and logistical opportunities for the area. The County also contains the confluence of Interstate 26 and Interstate 95. Interstate 95 is the primary North—South interstate system on the East Coast, connecting major metropolitan areas and facilitating the movement of goods between them.

The Orangeburg Power Site is attractive to the Client for a variety of reasons, including its location in the Southeast and on the East Coast, near a robust TDL infrastructure, and provides access to rail for delivery of raw materials and distribution of finished products. The Orangeburg Power Site is also ideally located geographically and from a logistics standpoint, sitting approximately 6 miles from Interstate 26, approximately 20 miles from the Interstate 26/Interstate 95 intersection, approximately 70 miles from the Port of Charleston, has nearby access to a Class I railroad and its main line,

> is in close proximity to the City of Orangeburg and the local technical college, and, at approximately 918 total acres, the Orangeburg Power site is also of sufficient size (in terms of undeveloped acreage) for the planned and future buildout of the facilities, as well as sufficient additional acreage to allow for supplier co-location.
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> Thus, the Property meets each of the parameters identified by the Client required to satisfy the identified need for the Proposed Project.

Under NEPA regulations, alternatives to be evaluated must be reasonable. The Guidelines also require evaluation of practicable alternatives. The Corps uses the overall project purpose to identify the range of potential alternatives that will be evaluated. If an alternative does not meet the applicant's need, as determined by the Corps, it may be rejected from further consideration.

The Corps' regulatory guidelines further provide:

> [T]he applicant's needs, and the type of project being proposed should be considered. The overall project purpose should be specific enough to define the applicant's needs, but not so restrictive as to constrain the range of alternatives that must be considered under the 404(b)(1) guidelines.

USACE SOP.

In consideration of the above criteria, the Applicant respectfully submits that the overall purpose of the Proposed Project is:

> To develop, construct, and operate a new food or beverage production, packaging, and distribution facility in Orangeburg County on a greenfield site that has sufficient contiguous acreage, rail access to a Class I rail carrier, and nearby interstate highway access that will allow the Company to meet existing demand, with adequate acreage to accommodate future development and expansion.

As further provided above, the Guidelines require that the USACE determine whether a project is water dependent. *Water dependent* means that the project by its very nature requires access or proximity to, or siting within, a special aquatic site to fulfill its "basic purpose." The Guidelines prohibit the discharge of dredged or fill material in special aquatic sites unless it can be shown that there is no practicable alternative which would have less adverse impact on the aquatic ecosystem. For both water dependent and non-water dependent discharges, all practicable alternatives to the proposed discharge which do not involve a discharge into a special aquatic site are presumed to have less adverse impact on the aquatic ecosystem, unless clearly demonstrated otherwise. A practicable alternative is subject to reasonable interpretation; however, the Guidelines generally define a practicable alternative

as one that is "available and capable of being done after taking into consideration cost, existing technology, and logistics in light of overall project purposes." 40 C.F.R. § 230.10(a)(2).

In addition to the overall project purpose, the Applicant respectfully submits that the basic purpose of the discharges of dredged or fill material associated with the Proposed Project is:

> To develop a production and distribution facility and its attendant infrastructure on a rail-served greenfield site.

Based on the standard used by the USACE, the Proposed Project is not water dependent. Accordingly, as a part of the alternatives analysis contained herein, the application will rebut the presumptions described above.

3.0 Alternatives Development

Based on the requirements imposed under NEPA, and the regulations developed by the CEQ and the USACE, the Applicant initially considered all available alternatives for the Proposed Project.[6] The goal of this process is to identify and consider the broadest range of possible alternatives, working to narrow the scope of alternatives to the range of reasonable and practicable alternatives that could meet the overall purpose of the Proposed Project. Through the process of developing the purpose and need, the Applicant applied the basic project concepts to the full array of available alternatives in order to guide the identification of a "reasonable range" of alternatives as required by NEPA. Under NEPA, reasonable alternatives include those that are practical or feasible from a technical and economic standpoint and using common sense, rather than simply desirable from the standpoint of the applicant. 46 Fed. Reg. 18026 (March 23, 1981).

In identifying and developing this list of alternatives,[7] the Applicant considered and included alternatives falling within the following categories:

- The proposed alternative;

[6] The NEPA alternatives analysis required consideration of all alternatives for a project has its roots in the fact that NEPA is a procedural statute, rather than one dictating substantive analysis or mandating a particular outcome. At its core, NEPA is a "stop, look, and listen" statute that is intended to result in an informed agency decision making process. The Guidelines impose a stricter, substantive standard to the range of reasonable alternatives identified under NEPA that is designed to arrive at a practicable alternative that has the least adverse impact on the aquatic ecosystem.

[7] This analysis considers a range of alternatives which might enhance environmental quality or have a less detrimental effect on the environment than the proposed activity and demonstrates that there is no *feasible* and *prudent* alternative that will have a less environmentally damaging effect. An alternative is *feasible* if it is available and consistent with sound engineering principles, such that the alternative can be successfully constructed or implemented. An alternative is *prudent* if it is economically reasonable in light of the benefits the activity would provide, but cost alone does not render an alternative imprudent.

- Alternatives that would involve no construction and therefore no discharges of dredged or fill material into the waters of the United States (such as the "no action" alternative);

- Alternative offsite locations, including those that might involve less adverse impact to waters of the United States;

- Alternatives which might result in less adverse impact to waters of the United States, including modifications to the alignments, site layouts, or design options in the physical layout and operation of the project to reduce the number of impacts to the waters of the United States; and

- Alternatives that would involve greater adverse impact to waters of the United States but avoid or minimize other significant adverse environmental consequences.

The range of reasonable alternatives identified in the initial NEPA analysis (through application of the above purpose and need to the full panoply of alternatives) screened out unreasonable alternatives resulting in the reasonable alternatives addressed in the Level 1 analysis.

In addition to meeting the initial "reasonability" requirement under NEPA, the Guidelines impose further restrictions and deliberation on practicability considerations related to the range of reasonable alternatives. Under the Guidelines, the USACE typically only considers those alternatives that are available to the applicant and meet the overall purpose.[8] In support of the identified alternatives, the Applicant is providing documentation that demonstrates that the proposed location and configuration is necessary in order to achieve the project purpose and need with the least environmentally damaging design.

Once the appropriate range of reasonable alternatives is identified, the Applicant conducted the practicability analysis of the project alternatives in three levels:

1. Level 1 Analysis is a refined screening process employed to evaluate certain identified reasonable alternatives with respect to consistency with the Proposed Project's purpose and need as well as the overall project purpose.

2. Level 2 Analysis reviews those alternatives that are not screened out during Level 1 Analysis and employs the more rigorous practicability standards under the Guidelines, including, where applicable:

[8] *See* 40 C.F.R. § 230.10(a)(2) ("If it is otherwise a practicable alternative, an area not presently owned by the applicant which could reasonably be obtained, utilized, expanded, or managed in order to fulfill the basic purpose of the proposed activity may be considered."). By contrast, a NEPA analysis often requires consideration of alternatives that are not available to the applicant. *See* USACE SOP. The alternatives analysis undertaken by the Applicant satisfies the requirements of both the Guidelines and NEPA alternatives analyses.

a. Availability;

b. Cost;

c. Technological considerations, including the state of existing technology to be utilized for the project;

d. Logistical considerations, including infrastructure assessments and requirements; and

e. Environmental, social, historical, and cultural impacts.

The goal of the Level 2 Analysis is to identify the preferred site location of the Proposed Project.

3. Level 3 Analysis reviews different site designs of the Proposed Project at the preferred site location. Taking into consideration all of the above, the goal of Level 3 Analysis is to provide sufficient information from which the USACE can identify the LEDPA.

4.0 Identification of Alternatives

4.1 Proposed Project Criteria

In furtherance of the purpose and need of the Proposed Project, the Applicant, in consultation with the Client, collectively developed certain initial minimum criteria necessary to achieve that purpose and satisfy the needs identified by Client and discussed herein, in addition to fulfilling Commerce's statutory purpose set out in S.C. Code Ann. § 13-1-20 and OCDC's economic development mission. In developing these criteria, the Applicant seeks to fulfill Client's vision of developing and operating new rail-served production and distribution facility in the food or beverage industry in the Southeast, that is capable of efficiently developing, producing, storing, and shipping Client's products throughout the United States and worldwide.

To achieve that purpose, the Client dictated that the Proposed Project site must have a minimum of 700 greenfield acres that are contiguous and developable to locate and implement the master plan phased development, along with attendant parking and site infrastructure (interior roadways, stormwater detention basins, etc.), along with sufficient additional acreage to afford Client flexibility to meet future growth opportunities, including expanded or new market segments should market conditions dictate further investment in the future, as well as the ability to accommodate supplier co-location opportunities. The Proposed Project further requires a location within ten (10) driving miles of an interstate, that has existing onsite (or the possibility of constructing onsite) rail access to a Class I rail carrier, that is located within 15 driving miles of an area with a skilled workforce with access to a technical college system for site-specific training of workers, and that has all of the required due diligence for the site on hand.

In consideration of the foregoing, the Applicant determined that the Proposed Project requires, at a minimum, a site that meets the following primary characteristics and criteria:

- Minimum of 700 acres of contiguous, developable greenfield acreage;[9]
- Localized access within 10 driving miles of an interstate;[10]
- Direct onsite or adjacent rail access to a Class I rail carrier; [11]
- Located within 15 driving miles of an area with a skilled workforce with access to a technical college system for site-specific training of workers, due to the complexity of the production process;[12] and

[9] The construction limits of the planned development of the Proposed Project would comprise approximately 570 acres of the overall Property. However, as set forth above, certain aspects of Client's project require additional acreage in addition to the development footprint in order to ensure the viability and long-term success of a site. In particular, due to the nature of the production process of food or beverage companies, they have strict protocols for their production facilities due to public health and safety concerns, including locating facilities in contained environments without nearby or adjacent aquatic features that could lead to contamination of products. In addition, Client has long-term plans for growth of the site, including the potential for co-location of suppliers on the site to increase efficiency of their operations. As a result, the selected tract size reflects the Applicant's effort to consider all alternatives for the project site, while also being mindful of the minimum requirements and parameters of Client to accommodate the desired facility footprint for the planned development and requisite infrastructure, while providing sufficient acreage to flexibly allow for future growth opportunities to meet new demand. Further, based on the projected top-end for development of the Proposed Project, the Client identified a preferred range of 700 to 1,000 acres, as sites with excess acreage would be both cost-prohibitive to acquire and represent a diminishing return on its investment given the scope and scale of the Proposed Project. Notwithstanding, to ensure that this analysis complies with the Guidelines and applicable regulations, the Applicant considered—and this alternatives analysis includes—all sites that were close to either end of this identified range.

[10] Nearby access to an interstate is crucial for the efficient just-in-time delivery and transport of raw materials and finished products to end-users.

[11] It is expected that the majority of the raw materials for production will arrive by rail. Having existing onsite or adjacent rail access capable of being extended onsite via a dedicated and fully-integrated rail spur ensures cost-effectiveness to clients and shippers and provides logistical efficiencies for incoming and outgoing transportation of products, reduces truck traffic on local roads, increases accessibility for regional suppliers and distributors, and provides additional access points throughout the Country, including to the Port of Charleston for international shipment, over a Class I's mainline.

[12] South Carolina's ReadySC program provides significant workforce training and development for almost any location in South Carolina. Labor profiles for various counties and metropolitan statistical areas (MSAs), combined with the close proximity of technical colleges participating in ReadySC provide the metric for the availability of a skilled workforce for the Proposed Project. Further, certain technical colleges offer trade and advanced degrees that work collaboratively with production facilities to provide curriculums for training skilled workers. South Carolina's technical college system consists of 16 colleges, including Aiken Technical College, Central Carolina Technical College, Denmark Technical College, Florence-Darlington Technical College, Greenville Technical College, Horry-Georgetown Technical College, Midlands Technical College, Northeastern Technical College, Orangeburg-Calhoun Technical College, Piedmont Technical College, Spartanburg Community College, Technical College of the Lowcountry, Trident Technical College, Williamsburg Technical College, and York Technical College. Finally, commute time for workers is a significant factor in the Client's desired location in the Midlands, both for access to labor and worker health and well-

- Has all required due diligence on-hand and completed.[13]

In addition to the foregoing list of primary characteristics and criteria considered to be the minimum requirements for an eligible alternative, the Applicant, in consultation with the Client, also evaluated each compliant site alternative with respect to secondary considerations applicable to the fulfillment of the purpose and need of the Proposed Project. These secondary considerations, listed below and discussed in Level 2 of this analysis, along with considerations of availability, cost, technology, logistics, and environmental under the Guidelines, with respect to each site alternative which meets the primary characteristics and criteria, were used to further evaluate the viability and practicability of the Proposed Project on qualifying site:

- Located in Orangeburg County;[14]
- Located within 25 driving miles of the intersection of Interstates 26 and 95;[15]

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being. Studies conducted by site selectors and the U.S. Department of Commerce have found that the location of a manufacturing facility is a fundamental consideration for workers when selecting a job opportunity, with the daily commute playing a key role in recruiting and retaining qualified employees. *See* Deloitte, *Competing for talent: Recasting perceptions of manufacturing*; https://www2.deloitte.com/us/en/insights/industry/manufacturing/competing-for-manufacturing-talent.html. To address this issue, many "companies [including the Client,] have tried to better match people with their preferred locations, recognizing it's easier to hire and retain employees when they don't have to relocate." *Id.* Mindful of these issues, the Client sought a location in in close proximity to an MSA, establishing an appropriate radius for the purposes of its selection of a site as being a desired maximum commute mileage of 15 miles from the nearest MSA.

[13] Given Client's desire to begin construction in Q1 2026, and the length of time that it takes to complete certain necessary due diligence on sites prior to consideration for development within the food or beverage industry, it is necessary that all sites considered for the Proposed Project have already been evaluated and vetted from a variety of due diligence perspectives, including: Cultural Resource Identification Surveys, Boundary Surveys, Protected Species Assessments, Preliminary Geotechnical Explorations, a Topographical Surveys and Wetlands Delineations. As part of South Carolina's commitment to ensuring a business-friendly environment, the Commerce offers prospective industry partners access to an inventory of vetted industrial sites deemed ready for development. https://locatesc.sccommerce.com/index.html These sites have been evaluated as to property ownership and control, including confirmation of price, site characteristics, including documentation of buildable acreage, zoning, topography and transportation infrastructure, status of utilities, including documentation of location and available capacity of water, wastewater, electric, natural gas and telecommunications, and due diligence reporting, including completion of environmental, wetlands, geotechnical, endangered species and cultural resource studies.

[14] Based on OCDC's status as co-Applicant for the Proposed Project, any viable site must be consistent with OCDC's mission, which, as set forth above, is the recruitment of capital investment and jobs to Orangeburg County.

[15] It is also expected that a portion of the raw materials for production, as well as the majority of finished product, will arrive and will be shipped via truck transport across interstates. Close proximity to established transportation corridors provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. As described above, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million

- Located within 80 driving miles of the Port of Charleston;[16]
- Compatibility with existing zoning and land use plans;[17]
- Immediate access to required utilities.[18]

5.0 Range of Alternatives

The goal of providing a list of alternatives that satisfy some or all of the above primary characteristics and criteria established by the Applicant is to disclose and evaluate potential impacts that may result from the Proposed Project and to evaluate the proposed alternative's ability to fulfill the project purpose and need consistent with criteria provided. The Applicant arrived at its preferred alternative after conducting stages of increasingly thorough analysis, while balancing the environmental impacts with economic, technological, and logistical concerns.

Accounting for the above-identified considerations, the Applicant undertook a comprehensive search for appropriately-sized and located parcels, by and through the LocateSC database operated by Commerce, which inventories available South Carolina properties vetted for economic development through obtained due diligence on the properties, in order to evaluate available sites for their ability

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people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location within 25 miles of the intersection of Interstates 26 and 95 provides an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost.

[16] It is expected that certain raw materials, as well as produced product, will arrive from or be transported to the Port of Charleston. A site within access to established truck drayage transportation routes to and from the primary marine container facilities of the Port of Charleston provides logistical efficiencies for incoming and outgoing transportation of products. Close access to terminals with direct access via interstate highways provides immediate efficiency for the facility for both imported and exported products via containerized cargo. Proximity via interstate to port terminal facilities where container ships call maximizes the number of truck turns for container drayage (from port to production/distribution center). In light of the service limitations imposed on truckers (11 hours per day), every additional mile away from the Port of Charleston increases drive times and therefore limits the number of truck turns. Consequently, a nearby deep-water port with adequate capacity for containers is vital for the production/distribution facilities planned by the Applicant, and a location within 80 miles of port facilities provides an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost.

[17] Attempting to locate a production facility in an area that is inconsistent with the existing zoning for the property (and thereby inconsistent with the County's comprehensive plan and future land use map (FLUM)) would require the Applicant to undertake a lengthy and time-consuming rezoning process, in addition to amending the FLUM, with the County or municipal Council, the result of which is neither guaranteed to be successful nor would fit with the Applicant's desired timeline to meet the need of beginning construction of the facility in Q1 2026. Ensuring potential sites are compatible with local zoning requirements eliminates the uncertainty associated with choosing a site that would require additional zoning—or re-zoning—approvals.

[18] Immediate access to utility infrastructure is key both from an operations perspective, as without adequate access to power, water, gas, and sewer with sufficient capacity, no development is possible, as well as from a timing perspective, as the length of time it would take to get utility easements/rights-of-way to the site would compromise the Applicant's ability to meet the expected construction and operation deadlines for the Proposed Project.

to meet the criteria for the Proposed Project. Development in the areas identified by the Applicant, in conjunction with the Client, is extremely attractive for the type of project proposed by the Applicant, given the ease of access to South Carolina's TDL clusters and initiatives, and existing infrastructure, including utilities.

The following list provides a narrative explanation of the range of fourteen (14) reasonable alternatives identified by the Applicant for consideration for the location of Proposed Project, as well as the No-Action Alternative, along with a short, descriptive identification of each alternative:

5.1 No-Action

The Proposed Project is not constructed.

5.2 Orangeburg Power Site Alternative Site 1 (Proposed Project Site) (Orangeburg County)

a. Tax Map IDs: 0184-00-01-040.000 (746.44 acres); a portion of 0184-00-01-001.000 (115 acres); 0184-00-01-024.000 (44 acres); 0171-00-05-003.000 (0.79 acre); 0171-00-05-004.000 (5.05 acres); and a portion of 0171-00-07-003.000 (4.9 acres).

b. The Orangeburg Power Site Alternative Site 1 is the Applicant's preferred Proposed Project site, totaling approximately 918 acres, of which approximately 570 acres would be the initial build site. The shape of the primary acreage of the Property is roughly square in nature, with additional acreage extending to the North, East, and South off of the primary acreage. The Property is entirely located within the unincorporated part of Orangeburg County. The Property is approximately bounded by U.S. Highway 21 (Rowesville Road) to the West, developed and undeveloped commercial and residential properties to the North, rural developed and undeveloped residential properties to the East, and rural developed and undeveloped residential properties, as well as frontage on Weatherford Road to the South.

   The Property is located approximately 6 miles from Exit 154 of I-26, and approximately 9.5 miles from Exit 149 of I-26, approximately 20 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, approximately 70 miles from the Port of Charleston, and a spur from a Norfolk Southern rail line is located on a parcel located immediately to the West of U.S. Highway 21 (Rowesville Road). The current entrance to the Property site is approximately 0.5 miles from the city limits of the City

of Orangeburg, and downtown Orangeburg is approximately 3 miles away.[19] Orangeburg-Calhoun Technical College is located approximately 7.6 miles away.

Today, the bulk of the Property is largely agricultural and cutover woodland, with the exception of two properties on the Western side of the Property that front Kirby Lane. These properties consist of a single-family residence, a mobile home park, and a former gas station/convenience store. The remainder of the Property consists of a mix of forested and cleared property and aquatic resource features, including tributaries/streams and wetlands. Zoning for the Property is Business Industrial (BI), with the exception of the former gas station/convenience store, single-family residence, and mobile home park, which are zoned Commercial General (CG) and Forest and Agriculture (FA), respectively. All required utilities (water, sewer, gas and electric) are located onsite.

The acreage of the Property is of sufficient size and shape to accommodate the planned production facilities, along with their attendant infrastructure and various additional planned employee, administrative, utility and support buildings. All of the following due diligence for the site has already been performed, including: Cultural Resource Identification Surveys, Boundary Survey, State and Federal Protected Species Habitat Assessment, Preliminary Geotechnical Exploration, Phase 1 ESA Assessment, Topographical Survey, and both an Approved Jurisdictional Determination (comprising 744.64 acres) and additional pending Wetlands Delineations for the remainder of the Property (comprising 176.4 acres). The site is a Certified Palmetto Site and is owned by Orangeburg County.

5.3 South Carolina Gateway Alternative Site 2 (Orangeburg County)

a. Tax Map ID: 0323-00-06-012.000 (775.01 acres).

b. This South Carolina Gateway Alternative Site 2 property is comprised of a single parcel totaling approximately 775.01 acres, of which an undetermined number of acres is developable, in the unincorporated part of Orangeburg County. The site has a large central block of acreage, and it is approximately bounded by undeveloped property fronting on Interstate 95 to the West, South Carolina Highway 6 (Five Chop Road) to the North, a CSX line and other undeveloped property to the East, and undeveloped parcels to the South. The site is located approximately 0.7 miles away from the Exit 97 interchange of I-95, approximately 11 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, approximately 62 miles from the Port of Charleston, and a CSX rail line runs adjacent to the site to the East. The Site is approximately 23 miles from

[19] For the purpose of this alternative, the MSA is designated as Orangeburg, South Carolina.

Orangeburg,[20] and the Orangeburg-Calhoun Technical College is located approximately 25.5 miles away. The site has access to all utilities and is zoned Business Industrial (BI). All of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, a Topographical Survey and a Wetlands Delineation. The site is a Certified Palmetto Site and is privately owned.

5.4 Colleton Mega Site Alternative Site 3 (Colleton County)

a. Tax Map IDs: 129-00-00-021.000 (268.6 acres); 129-00-00-063.000 (338.23 acres); 129-00-00-024.000 (598.1 acres); and 112-00-00-029.000 (273 acres).

b. The Colleton Mega Site Alternative Site 3 property is comprised of four (4) parcels comprising approximately 1,478 acres that is currently undeveloped and partially cleared. The site has a large central block of acreage and is located in the unincorporated part of Colleton County. The site is approximately bounded by the Salkehatchie Railroad line (operated by Palmetto Railways) and Ruffin Road to the North, Green Road and undeveloped property to the West, Bells Highway to the South, and developed and undeveloped farm and residential parcels to the East. The site is located approximately 3.5 miles from the Exit 57 interchange of I-95, approximately 31.6 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, approximately 56.5 miles from the Port of Charleston (via local, non-interstate roads), and Salkehatchie Railroad line runs adjacent to the site to the North. The site is approximately 6 miles from the City of Walterboro,[21] and approximately 8.2 miles from the TCL Colleton campus of the Technical College of the Lowcountry. The site has all required utilities onsite with the exception of sewer, which is approximately 19,500 feet from the site, and the site is zoned Industrial (ID). The following formal due diligence for the site has been performed: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, and Topographical Survey. Neither a Wetlands Delineation nor Phase 1 ESA Assessment is available for the site. The site is a Certified Palmetto Site and is partially publicly-owned (871.1 acres), and partially privately owned (606.83 acres).

5.5 Sherwood Tract Alternative Site 4 (Jasper County)

a. Tax Map IDs: 030-00-01-007 (771.21 acres); 031-00-00-017 (50.4 acres); 030-00-01-019 (486.88 acres); 030-00-01-020 (20.05 acres); 030-00-01-021 (92.96 acres); and 030-00-01-022 (16.11 acres).

[20] For the purpose of this alternative, the MSA is designated as Orangeburg, South Carolina.
[21] For the purpose of this alternative, the MSA is designated as Walterboro, South Carolina.

b. The Sherwood Tract Alternative Site 4 property is comprised of five tracts totaling approximately 1,437 acres, of which 882.78 is currently upland area and 554.82 acres is freshwater wetlands. The wedged-shaped site is located within the corporate limits of the City of Hardeeville and is approximately bounded by I-95, U.S. Highway 17, Purrysburg Road, Toomerville Loop Road and several privately owned parcels on its Southern, Western and Northern boundaries. The site has approximately 2,400 feet of frontage on I-95, approximately 3,015 feet of frontage on the North side of Highway 17, and approximately 5,100 feet of frontage on both sides of Toomerville Loop Road. The site does not currently have direct onsite rail access; however, a currently inactive CSX rail line runs adjacent to the Property on its Southwest corner. The site is located less than 1 mile from Exit 5 and proposed Exit 3 on I-95, approximately 81.3 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and approximately 94 miles from the Port of Charleston. The site is approximately 15.5 miles from Savannah, Georgia,[22] and is approximately 12.2 miles from the New River Campus of the Technical College of the Lowcountry.

   The property is zoned as the "Sherwood Tract" PDD, and is currently the subject of an active Section 404 Permit (SAC-2018-00298) for the South Atlantic Logistics Terminal. All of the following due diligence for the site has already been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, Phase 1 ESA Assessment, Topographical Survey, and an Approved Jurisdictional Determination associated with SAC-2018-00298. The site is partially owned by the SouthernCarolina Regional Development Alliance (SCA) (559.34 acres), a quasi-governmental entity, and a SLH Holdings, private industrial developer (878.27 acres). The SCA portion of the site is a Certified Palmetto Site. The SLH Holdings portion of the site is currently under development for industrial warehouse facilities.

5.6 Fennell Hill Alternative Site 5 (Hampton County)

a. Tax Map ID: 191-00-00-001 (543.5 acres).

b. The Fennell Hill Alternative Site 5 property is comprised of a single parcel totaling approximately 543.5 acres, of which an undetermined amount is developable. The site has a large central block of acreage and is located in the unincorporated part of Hampton County. The site is bounded by, with frontage on, I-95 to the West, undeveloped wooded property to the North, a CSX rail line to the East and Southeast, and is accessible at the lower "V" of the site by an at-grade CSX rail crossing at Kress Road. The site is located approximately 2.3 miles from Exit 33 on I-95, approximately 55 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and

[22] For the purpose of this alternative, the MSA is designated as the Savannah, Georgia.

approximately 65 miles from the Port of Charleston (via local, non-interstate roads). The site is approximately 27 miles from Walterboro, South Carolina, approximately 24 miles from Beaufort, South Carolina,[23] and approximately 24.1 miles from the Beaufort Mather Campus of the Technical College of the Lowcountry. A CSX rail line runs adjacent to the site to the East/Southeast. The site is partially cleared and is zoned Rural Development (RD). No utilities are currently located onsite. A wetlands delineation has been completed for the site, but the Applicant is not aware that any of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, Phase 1 ESA Assessment, and a Topographical Survey. The site is listed on LocateSC by Commerce, but is not a Certified Palmetto Site and is privately owned.

5.7 Southern Carolina Industrial Campus Alternative Site 6 (Hampton County)

a. Tax Map ID: 185-00-00-010 (1,369 acres).

b. The Southern Carolina Industrial Campus Alternative Site 6 property is comprised of a single parcel totaling approximately 1,369 acres, of which an undetermined amount is developable. The site is located in the unincorporated part of Hampton County and is approximately bounded by SC Highway 68 (Yemasee Highway) and a CSX rail line to the West/Southwest, other commercial and industrial development to the North, and undeveloped property to the East/Southeast. Portions of the site have been cleared for agricultural and silvicultural purposes. The site is located approximately 5 miles from Exit 38 on I-95, approximately 52 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and approximately 69 miles from the Port of Charleston (via local, non-interstate roads). The site is approximately 24 miles from Walterboro, South Carolina,[24] and approximately 11.8 miles from the Hampton Campus of the Technical College of the Lowcountry. The site is zoned Industrial District (ID). A CSX rail line runs adjacent to the site to the West/Southwest. All utilities are located onsite. All of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, a Topographical Survey and a Wetlands Delineation. The site is a Certified Palmetto Site, and it is privately owned.

[23] For the purpose of this alternative, the MSA is designated as the Beaufort, South Carolina.
[24] For the purpose of this alternative, the MSA is designated as the Walterboro, South Carolina.

5.8 Edisto Ridge Industrial Tract Alternative Site 7 (Dorchester County)

a. Tax Map ID: 148-00-00-006.000 (3,096.71 acres).

b. The Edisto Ridge Industrial Tract Alternative Site 7 property is comprised of a single tract totaling approximately 3,096.71 acres, with a listed maximum tract size of 823 acres. The property is located in the unincorporated part of Dorchester County and is approximately bounded by undeveloped property to the West, Old Beech Hill Road to the North, undeveloped forested parcels to the East, and developed and undeveloped residential and forested parcels to the South, with additional frontage on SC Highway 17A (Walterboro Road). Portions of the site have been cleared for agricultural and silvicultural purposes. The site is located approximately 12 miles from Exit 199 on I-26, approximately 34.5 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and approximately 30 miles from the Port of Charleston. The site is approximately 10 miles from Summerville, South Carolina,[25] and approximately 10.7 miles from the Dorchester Campus of the Trident Technical College. The site does not have onsite or adjacent rail access. All utilities are located onsite, and the property is zoned Industrial (I). Some formal due diligence, including a Boundary Survey, a Preliminary Geotechnical Exploration, and a Wetlands Delineation, has been performed. The Applicant is not aware of any additional due diligence for the site. The site is a Certified Palmetto Site and is privately owned.

5.9 Pennyroyal Industrial Park Alternative Site 8 (Georgetown County)

a. Tax Map ID: 01-0437-002-00-00 (933.5 acres).

b. The Pennyroyal Industrial Park Alternative Site 8 property is comprised of a single tract totaling approximately 933.5 acres, of which an undetermined amount is considered developable. The site is located in the unincorporated part of Georgetown County and is approximately bounded by developed commercial and residential parcels and Pennyroyal Road to the South, partially developed and undeveloped property to the West (including 3V Sigma USA), the Sampit River to the North, partially developed residential parcels to the Northeast, and undeveloped parcels to the East/Southeast. Access to the site is via Pennyroyal Road. The site is located approximately 52 miles from the interchange of Highway 17 and I-526 in Mt. Pleasant, South Carolina, approximately 85 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and approximately 62 miles from the Port of Charleston. The site is approximately 8 miles from Georgetown, South Carolina,[26] and approximately 4.3 miles from the Georgetown Campus of the Horry Georgetown Technical College. A

[25] For the purpose of this alternative, the MSA is designated as the Summerville, South Carolina.
[26] For the purpose of this alternative, the MSA is designated as the Georgetown, South Carolina.

CSX rail spur runs to the South of Pennyroyal Road, less than one (1) mile from the site. All utilities are located onsite, and the property is zoned Heavy Industrial (HI). All of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, a Topographical Survey and a Wetlands Delineation. The site is a Certified SC Site and is owned by Georgetown County.

5.10 North Fork Commerce Park Alternative Site 9 (Aiken County)

a. Tax Map IDs: 214-00-03-009 (398.89 acres); 214-00-03-006 (878.01 acres); and 214-00-03-004 (600.61 acres).

b. The North Fork Commerce Park Alternative Site 9 property is comprised of three (3) individual tracts totaling approximately 1,868 acres, of which an undetermined amount is considered developable. The site is located in the unincorporated part of Aiken County and is approximately bounded by Wire Road and developed and undeveloped residential parcels to the West, undeveloped property to the North, developed and undeveloped residential parcels to the East, and developed and undeveloped residential parcels to the South. Access to the site is via Wire Road to the West and Huckleberry Finn Road, which bisects a portion of the Northern acreage. The site is located approximately 2.5 miles from the Exit 33 interchange of I-20, approximately 34 miles from the I-20/I-26 interchange, approximately 69 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange (via local, non-interstate roads), and approximately 121 miles from the Port of Charleston. The site is approximately 20 miles from Aiken, South Carolina,[27] and approximately 30 miles from the Aiken Technical College. A Norfolk Southern rail line is approximately 9.5 miles from the site. All utilities are located onsite with the exception of natural gas, which is 13,200 feet away, and the property is zoned Rural Development District (RUD). All of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, a Topographical Survey and a Wetlands Delineation. The site is a Certified SC Site and is owned by Aiken County.

5.11 I-77 International Megasite Alternative Site 10 (Fairfield County)

a. Tax Map IDs: 148-00-00-013-000 (1,141.67 acres); and portion of 110-00-00-004-000 (appr. 403 acres).

b. The I-77 International Megasite Alternative Site 10 property is comprised of the entirety of one (1) tract, and a portion of an adjacent tract, totaling approximately 1,544

[27] For the purpose of this alternative, the MSA is designated as the Aiken, South Carolina.

acres, of which an undetermined amount is developable. The shape of the site is largely a solid, block shape with the exception of a thin, finger-like projection extending to the South along I-77 on the Western boundary of the site. The site is further bounded by Valencia Road and Dutchman's Creek to the South, undeveloped, wooded property to the East, and the continuation of Valencia Road to the North. The Exit 34 interchange of I-77 is approximately 4 miles away, I-26 is approximately 30 miles away (via I-77 and I-20), the site is approximately 80 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and the Port of Charleston is approximately 142 miles away. The site is approximately 23 miles from Columbia,[28] and the Fairfield Campus of Midlands Technical College is approximately 10.5 miles away. A Norfolk Southern rail line runs adjacent to the Southern boundary of the site, near Exit 34 of I-77. All utilities with the exception of water and sewer, each approximately 1,000 feet away, are located onsite, and the property is zoned Industrial (I). All of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, a Topographical Survey and a Wetlands Delineation. Based on Applicant's review of the foregoing due diligence, it confirms that the site has approximately 18.52 acres of wetlands, and 85,405 linear feet of streams. Further, according to an April 11, 2016 protected species report, the site does not present habitat for Bald Eagles, but did contain suitable habitat for Carolina Heelsplitter; following a subsequent site visit, USFWS concurred in the determination by letter dated May 4, 2016, that a project on the site may affect, but is not likely to adversely affect Carolina Heelsplitter habitat. Regarding cultural resources, two sites have been identified and recommended for further surveying as a part of any proposed project on the site, a determination in which SHPO concurred by letter dated September 21, 2016. The site is a Certified SC site and is owned by Fairfield County.

5.12 I-95 Mega Site Alternative Site 11 (Clarendon County)

a. Tax Map IDs: 273-00-02-006 (98.6 acres); 274-00-00-003-00 (137.95 acres); 273-00-02-016 (6.6 acres); 274-00-00-004 (171.52 acres); 274-00-00-001 (507 acres); 275-00-02-001 (303.6 acres); 273-00-02-044 (73.03 acres); 273-00-02-054 (63 acres); 274-00-00-007 (72.5 acres).

b. The I-95 Mega Site Alternative Site 11 property is comprised of nine (9) tracts totaling approximately 1,433 acres, of which an undetermined amount is considered developable. The site is located in the unincorporated part of Clarendon County and is approximately bounded by Black River Road to the Southwest, undeveloped property to the South, East and Northeast, and Interstate 95 to the Northwest and West. The site is a combination of wooded and partially cleared acreage for agricultural

[28] For the purpose of this alternative, the MSA is designated as the Interstate 77 (Exit 16)/Interstate 20 (Exit 76) interchange of Columbia, South Carolina.

and silvicultural purposes. The site is located approximately 0.2 miles from Exit 132 on I-95, approximately 46.4 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and approximately 97 miles from the Port of Charleston. The site is approximately 16 miles from Sumter, South Carolina,[29] and approximately 18.1 miles from the Sumter Campus of the Central Carolina Technical College. The site does not have onsite or adjacent rail access. All utilities with the exception of natural gas are located onsite and the property is zoned Industrial (I). Some formal due diligence, including a Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, a Preliminary Geotechnical Exploration, and a Wetlands Delineation, has been performed. The Applicant is not aware of any additional due diligence for the site The site is not a Certified Palmetto Site and is owned by local government entities.

5.13 Carolinas I-95 Super Park Alternative Site 12 (Dillon County)

a. Tax Map IDs: 058-00-00-004 (42.12 acres); 058-00-00-006 (2.85 acres); 058-00-00-018 (94.48 acres); 058-00-00-019 (110.40 acres); 058-00-00-021 (30.48 acres); 058-00-00-024 (103 acres); 067-00-00-009 (126.45 acres); 067-00-00-012 (95.33 acres); 068-00-00-001 (119.09 acres); 068-00-00-002 (138.39 acres); 068-00-00-006 (58.10 acres); 068-00-00-007 (160.90 acres); 068-00-00-015 (5.19 acres); 068-00-00-030 (101.15 acres); 068-00-00-042 (109.63 acres); 080-00-00-016 (166.99 acres); 080-00-00-017 (39.67 acres); and 080-00-00-092 (5.13 acres).

b. The Carolinas I-95 Super Park Alternative Site 12 property is comprised of eighteen (18) parcels comprising approximately 1,509.35 acres that is currently undeveloped and partially cleared. An additional parcel, TMS No. 058-00-00-001 (337.57 acres), is available, but it is located approximately one (1) mile away from the primary acreage of the site on the Northwest (opposite) site of I-95. The site is located in the unincorporated part of Dillon County and is approximately bounded by Highway 34 W to the North, wraps around and is adjacent to the Harbor Freight facility with frontage on I-95 to the Northwest/West, undeveloped parcels to the South, and a combination of developed residential and undeveloped parcels to the East. The site is located approximately 0.5 miles away from the Exit 190 interchange of I-95, approximately 105 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and approximately 156 miles away from the Port of Charleston (although the Inland Port Dillon is immediately adjacent to the site). The site is approximately 2 miles from Dillon, South Carolina,[30] and approximately 2.7 miles away from the Dillon (McLeod) Campus of the Northeastern Technical College. A CSX line that serves the Inland Port Dillon is proximately adjacent to the site. All utilities with the exception of power

[29] For the purpose of this alternative, the MSA is designated as the Sumter, South Carolina.
[30] For the purpose of this alternative, the MSA is designated as the Dillon, South Carolina.

are located onsite (although a Duke substation is nearby) and the property is zoned Rural (RU). The Applicant is not aware that any of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, Phase 1 ESA Assessment, Topographical Survey, and a Wetlands Delineation. The site is a Certified SC site. The site is privately owned.

5.14 JAB Site West Alternative Site 13 (Chester County)

a. Tax Map IDs: Portion of 113-00-00-017-000 (1,139.523 acres); and 113-00-00-044-000 (127.333 acres).

b. The JAB Site West (of I-77) Alternative Site 13 property is comprised of the entirety of one (1) tract (TMS No. 113-00-00-044-000), and a portion of an adjacent tract (TMS No. 113-00-00-017-000), totaling approximately 1,023 acres, all of which is listed as developable. The site is located in the unincorporated part of Chester County and is adjacent to I-77 to the West. The site is approximately bordered by I-77 to the East, developed residential and undeveloped acreages to the North, undeveloped parcels to the West, and developed residential and undeveloped acreages to the South. A number of interior roads, including Dunlap Roddey Road, Humpback Bridge Road, and Steele Village Road traverse and bisect the site. The Exit 65 interchange of I-77 located approximately 5.3 miles from the site, Interstate 26 is approximately 60 miles away (via I-20), the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange is approximately 120 miles away, and the Port of Charleston is approximately 173 miles away. The site is approximately 8.5 miles from Rock Hill,[31] and the Main Campus of the York Technical College is approximately 11.5 miles away. A CSX rail line runs adjacent to the Southern boundary of the property. All utilities are located onsite, and the property is zoned Industrial. The Applicant is not aware that any of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, Phase 1 ESA Assessment, Topographical Survey, and a Wetlands Delineation. The site is a Certified SC site. The site is privately owned.

5.15 Central South Carolina Megasite Alternative Site 14 (Kershaw County)

a. Tax Map IDs: 323-00-00-011 (504.97 acres); 323-00-00-014 (294.76 acres); 309-00-00-031 (212 acres); 309-00-00-032 (385.36 acres), 309-00-00-070 (30.22 acres); 310-00-00-080 (12.75 acres); 324-00-00-001 (81.37 acres); and 323-00-00-006 (29.8 acres).

[31] For the purpose of this alternative, the MSA is designated as the Rock Hill, South Carolina.

b. The Central South Carolina Megasite Alternative Site 14 property is comprised of eight (8) separate tracts totaling approximately 1,551 acres, of which 1,426 acres is listed as a part of the megasite. The site is located in the unincorporated part of Kershaw County, near Lugoff, and is approximately bordered by Whiting Way (a frontage road to Interstate 20) to the South, undeveloped property to the West, a mixture of residential and commercial development fronting on Highway 601 to the East, and a CSX rail line and developed residential properties to the North. The site is located approximately 0.8 miles from Exit 92 on Interstate 20, approximately 49 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, and approximately 120 miles from the Port of Charleston. The site is approximately 17 miles from Columbia,[32] and approximately 7.2 miles from the Kershaw County Campus of the Central Carolina Technical College. A CSX rail line runs adjacent to the Northern boundary of the property. All utilities are located onsite, and the property is zoned Industrial. All of the following formal due diligence for the site has been performed, including: Cultural Resource Identification Survey, Boundary Survey, Protected Species Assessment, Preliminary Geotechnical Exploration, a Topographical Survey and a Wetlands Delineation. Based on Applicant's review of the foregoing due diligence, it confirms that the site has approximately 137.599 acres of jurisdictional wetlands, an additional 17.365 acres of non-jurisdictional wetlands, and 14,126 linear feet of streams. With respect to threatened and endangered species, a protected species assessment of the site determined that there was no evidence of, or suitable habitat for, federally protected resources in the project area, a determination in which U.S. Fish and Wildlife Service (USFWS) concurred on May 31, 2011. Regarding cultural resources, one site, 38KE1164, is eligible for inclusion and recommended avoidance. By letter dated November 15, 2016, SHPO concurred in the findings and recommendations. The site is a Certified SC site. The site is privately owned.

Although detailed due diligence was not available for each of the alternative sites, the Applicant conducted a review of readily available and accessible information and databases for each of the sites regarding wetlands, upland acreage, potential impacts for the Proposed Project footprint, federal T&E, cultural resources, cost/availability, among other considerations.[33] Regarding jurisdictional wetlands, unless otherwise noted, the deduced quantity and spatial distribution of wetlands is the result of approximating the boundary of wetlands based on available NWI data. The depicted wetlands on the Property are based on delineations conducted by S&ME. Detailed wetland, cultural resources, and threatened and/or endangered species information from publicly available sources for those sites carried forward to Level 2 of this analysis is included below.

[32] For the purpose of this alternative, the MSA is designated as the Interstate 77 (Exit 16)/Interstate 20 (Exit 76) interchange of Columbia, South Carolina.

[33] Additional detailed information for each of the alternatives carried forward to Level 2 of this analysis is included below.

6.0 Alternatives Analysis

6.1 Level 1 Analysis

Level 1 of the alternatives analysis evaluates the range of reasonable alternatives for their ability to best satisfy the purpose and need criteria of the Proposed Project. This step of the analysis is intended to identify, on a macro level, which of the alternatives might reasonably meet the purpose and need, and those alternatives that clearly do not meet the requisite criteria were not considered further within this analysis.

The Level 1 screening evaluated fifteen (15) potential alternative locations, including the No-Action Alternative. These sites were assessed with respect to varying aspects of their location, size, and general site characteristics within the primary characteristics and criteria identified by the Applicant.

[LEVEL 1 TABLE INCLUDED BELOW]

	Alternatives	Minimum 700 acres of contiguous, greenfield developable acreage	Localized access within 10 driving miles of an interstate	Direct onsite or adjacent rail access to a Class I rail carrier	Within 15 driving miles Skilled Workforce & Technical College	All Required Due Diligence On-Hand
1.	No Action (No Build)	○	○	○	○	○
2.	Orangeburg Power Site Alt. Site 1	●	●	●	●	●
3.	South Carolina Gateway Alt. Site 2	●	●	●	○	●
4.	Colleton Mega Site Alt. Site 3	●	●	Ø	●	○
5.	Sherwood Tract Alt. Site 4	Ø	●	Ø	Ø	●
6.	Fennell Hill Alt. Site 5	○	●	●	○	○
7.	Southern Carolina Industrial Campus Alt. Site 6	●	●	●	Ø	●
8.	Edisto Ridge Industrial Tract Alt. Site 7	●	○	○	●	○
9.	Pennyroyal Industrial Park Alt. Site 8	●	○	●	●	●
10.	North Fork Commerce Park Alt. Site 9	●	●	○	○	●
11.	I-77 International Megasite Alt. Site 10	●	●	●	Ø	●
12.	I-95 Mega Site Alt. Site 11	●	●	○	○	Ø
13.	Carolinas I-95 Super Park Alt. Site 12	●	●	●	●	○
14.	JAB Site West Alt. Site 13	●	●	●	●	○
15.	Central South Carolina Megasite Alt. Site 14	●	●	●	Ø	●

● = passes criterion
○ = fails criterion
Ø = partially passes criterion

As a result of the Level 1 analysis applied above, seven (7) of the identified alternatives, including the No Action (No Build) Alternative, failed to partially meet at least four (4) of the five (5)[34] minimum

[34] Although meeting all five (5) minimum characteristics and criteria for the Proposed Project was a baseline requirement of the Client, this alternatives analysis nonetheless carried forward those alternatives that

characteristics and criteria for the Proposed Project. Carrying forward the No Action (No Build) Alternative, the remaining six (6) site alternatives were eliminated at this level:

1. *No Action (No Build)*
    a. The No-Action (No Build) alternative fails to meet any of the purpose and need criteria of the Proposed Project. Notwithstanding, this alternative is retained for further comparison in the alternatives practicability analysis in order to ensure a complete environmental impact evaluation, as well as provide a baseline comparison to other alternatives in the Level 2 analysis.

2. *Colleton Mega Site Alternative Site 3*
    a. The Colleton Mega Site Alternative Site 3 property fails to fully meet two (2) of the five (5) primary characteristics and criteria identified by the Applicant. At approximately 1,478 acres, this Certified Palmetto Site is large enough to accommodate the planned and future facilities of the Proposed Project, is located within ten (10) driving miles of an interstate (approximately 3.5 miles from Exit 57 of I-95), and at 6 miles from Walterboro and 8.2 miles from the TCL Colleton campus of the Technical College of the Lowcountry, is within 15 miles of both an MSA and technical college to provide sufficient workforce and training. However, while the site is large enough for the Proposed Project, its acreage is greater than the 1,000-acre upper limit preferred by the Applicant, which could increase the land-value acquisition cost. Further, while the site is rail-served by the Salkehatchie Railroad line operated by Palmetto Railways, it provides no direct access to a Class 1 rail line. Finally, the site does not have all required due diligence on-hand including, importantly, a wetlands delineation, which causes uncertainty for development of the site on Client's desired schedule. Moreover, and as to the secondary considerations identified by the Client, the site is located in Colleton County, which fails to fulfill OCDC's mission and purpose, at approximately 31.6 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site is more than the desired 25 miles or less to the I-26/I-95 interchange, and while within 80 miles of the Port of Charleston (approximately 56.6 miles from the Hugh Leatherman Terminal (HLT)), access to the Port is via local, non-interstate roads, which is not preferred. Further, the site has most of the required utilities onsite, but sewer is approximately 19,500 feet away, and the site is zoned appropriately as Industrial (ID). Accordingly, because this alternative fails to meet the basic minimum site requirements identified by the Applicant for the Proposed Project, and further fails to meet certain

meet at least four (4) of the five (5) minimum characteristics and criteria for further evaluation in Level 2 of this analysis, including the thorough evaluation of the additional, secondary Level 2 characteristics and criteria described above.

secondary characteristics and criteria, it was eliminated from consideration by Level 1 analysis.

3. *Sherwood Tract Alternative Site 4*
    a. The Sherwood Tract Alternative Site 4 property fails to fully meet three (3) of the five (5) primary characteristics and criteria identified by the Applicant. This partially-Certified Palmetto Site is located within 10 miles of an interstate (less than 1 mile from Exit 5 and proposed Exit 3 on I-95) and has all required due diligence on-hand, including an active Section 404 Permit. However, while the site is conceptually large enough for the Proposed Project (at approximately 1,437 acres), approximately 878.28 acres is owned and is being actively developed for industrial warehousing by SLH Holdings, while the remaining approximately 559.34 acres owned by SCA does not have sufficient acreage to accommodate the planned development of the Proposed Project (approximately 570 acres) or provide the ability for future expansion and/or the addition of supplier co-location options. In addition, while an inactive CSX rail spur runs adjacent to the SCA tract, significant time, approvals and expense would be required to re-activate the spur, all of which is controlled by third-parties with no definitive timeline on seeing that option to fruition. Finally, while the site is located approximately 12.2 miles from the New River Campus of the Technical College of the Lowcountry, it is located just outside of the desired 15-mile driving window to an MSA (Savannah, Georgia is approximately 15.5 miles away) providing adequate workforce capabilities. Moreover, and as to the secondary considerations identified by the Client, the site is located in Jasper County, which fails to fulfill OCDC's mission and purpose, at approximately 81.3 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site is not within 25 miles of the interstate interchange, and at approximately 94 miles from the Port of Charleston, the site is outside of the desired 80-mile window; however, the site is approximately 13.2 miles from the Port of Savannah, which provides an alternative port for utilization. The site is compatible with existing zoning and land use plans and has access to all required utilities. Accordingly, because this alternative fails to meet the basic minimum site requirements identified by the Applicant for the Proposed Project, and further fails to meet certain secondary characteristics and criteria, it was eliminated from consideration by Level 1 analysis.

4. *Fennell Hill Alternative Site 5*
    a. The Fennell Hill Alternative Site 5 property fails to meet three (3) of the five (5) primary characteristics and criteria identified by the Applicant. The site is within 10 driving miles of an interstate (approximately 2.3 miles from Exit 33 on I-95), and has immediate access to a Class 1 rail line via a CSX rail line that runs adjacent to the site to the East/Southeast. However, at approximately 543.5 acres, the site does not have

sufficient acreage to accommodate the planned development of the Proposed Project (approximately 570 acres) or provide the ability for future expansion and/or the addition of supplier co-location options. In addition, at approximately 27 miles from Walterboro, South Carolina, approximately 24 miles from Beaufort, South Carolina, and approximately 24.1 miles from the Beaufort Mather Campus of the Technical College of the Lowcountry, the site is not located within 15 driving miles of both an MSA and technical college to provide sufficient workforce and training, and while the site has a wetlands delineation, it does not have any of the other required due diligence on-hand, which causes uncertainty for development of the site on Client's desired schedule. Moreover, and as to the secondary considerations identified by the Client, the site is located in Hampton County, which fails to fulfill OCDC's mission and purpose, it is located approximately 55 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, more than the desired 25-mile radius, and while it is located approximately 65 miles from the Port of Charleston, driving access is via local, non-interstate roads, which is not preferred. Further, the site is zoned Rural Development, which may require a time consuming process to rezone (and the uncertainty of which is unknown), and none of the required utilities are currently located onsite. Accordingly, because this alternative fails to meet the basic minimum site requirements identified by the Applicant for the Proposed Project, and further fails to meet certain secondary characteristics and criteria, it was eliminated from consideration by Level 1 analysis.

5. *Edisto Ridge Industrial Tract Alternative Site 7*
    a. The Edisto Ridge Industrial Tract Alternative Site 7 property fails to meet three (3) of the five (5) primary characteristics and criteria identified by the Applicant. At 3,096.71 acres, with a maximum listed tract size of 823 acres, this Certified Palmetto Site is large enough to accommodate the planned and future facilities of the Proposed Project, and at approximately 10 miles from Summerville, South Carolina and approximately 10.7 miles from the Dorchester Campus of the Trident Technical College, the site is within 15 miles of both an MSA and technical college to provide sufficient workforce and training. However, while the site is large enough for the Proposed Project, its acreage is greater than the 1,000-acre upper limit preferred by the Applicant, and given its private ownership, the Applicant is not aware whether available tracts of sufficient size to accommodate the Proposed Project are readily available or whether additional acreage would be required, which would increase the land-value acquisition cost. Further, at approximately 12 miles from Exit 199 of I-26, the site is not located within ten (10) driving miles of an interstate, it has no access to a Class 1 rail line, and while the site has a Wetlands Delineation, Boundary Survey, and Preliminary Geotechnical Exploration, the site does not have the remaining required due diligence, which causes uncertainty for development of the site on Client's desired schedule. Moreover, and as

to the secondary considerations identified by the Client, the site is located in Dorchester County, which fails to fulfill OCDC's mission and purpose, and at approximately 34.5 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site is more than the desired 25 miles or less to the I-26/I-95 interchange. However, the site is within 80 miles of the Port of Charleston (approximately 30 miles from HLT), has access to all required utilities on the site, and is appropriately zoned. Accordingly, because this alternative fails to meet the basic minimum site requirements identified by the Applicant for the Proposed Project, and further fails to meet certain secondary characteristics and criteria, it was eliminated from consideration by Level 1 analysis.

6. *North Fork Commerce Park Alternative Site 9*
    a. The North Fork Commerce Park Alternative Site 9 property fails to meet two (2) of the five (5) primary characteristics and criteria identified by the Applicant. At 1,868 acres, this Certified SC Site owned by Aiken County is large enough to accommodate the planned and future facilities of the Proposed Project, and at approximately 2.5 miles from the Exit 33 interchange of I-20, the site is within 10 driving miles of an interstate. The site also has all required due diligence on-hand. However, the site does not have onsite or adjacent rail access to a Class 1 rail carrier (Norfolk Southern rail line is approximately 9.5 miles from the site), and at approximately 20 miles from Aiken, South Carolina, and approximately 30 miles from the Aiken Technical College, the site is not within the desired 15 miles of both an MSA and technical college to provide sufficient workforce and training. Moreover, and as to the secondary considerations identified by the Client, the site is located in Aiken County, which fails to fulfill OCDC's mission and purpose, at approximately 69 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site is not within the desired 25 driving miles from the interchange, and at approximately 121 miles from the Port of Charleston, the site is not within the desired 80 driving miles from the Port. Further, while the site has all required utilities onsite (with the exception of natural gas, which is 13,200 feet away), the property is zoned Rural Development, which may require a time consuming process to rezone (and the uncertainty of which is unknown). Accordingly, because this alternative fails to meet the basic minimum site requirements identified by the Applicant for the Proposed Project, and further fails to meet certain secondary characteristics and criteria, it was eliminated from consideration by Level 1 analysis.

7. *I-95 Mega Site Alternative Site 11*
    a. The I-95 Mega Site Alternative Site 11 property fails to fully meet three (3) of the four (5) primary characteristics and criteria identified by the Applicant. At 1,433 acres, this Certified Palmetto Site owned by Clarendon County is large enough to accommodate

the planned and future facilities of the Proposed Project, and at approximately 0.2 miles from Exit 132 on I-95, the site is within 10 driving miles of an interstate. However, the site does not have onsite or adjacent rail access to a Class 1 rail carrier, and at approximately 16 miles from Sumter, South Carolina, and approximately 18.1 miles from the Sumter Campus of the Central Carolina Technical College, the site is not within the desired 15 miles of both an MSA and technical college to provide sufficient workforce and training. Further, while the site has certain of the required due diligence on-hand, neither a Phase 1 ESA nor a Topographical Survey have been completed. Moreover, and as to the secondary considerations identified by the Client, the site is located in Clarendon County, which fails to fulfill OCDC's mission and purpose, at approximately 105 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site is not within the desired 25 driving miles from the interchange, and at approximately 156 miles from the Port of Charleston, the site is not within the desired 80 driving miles from the Port. Further, while the site has the majority of all required utilities onsite, natural gas is currently not located onsite (52,800 feet away), and the property is zoned Industrial. Accordingly, because this alternative fails to meet the basic minimum site requirements identified by the Applicant for the Proposed Project, and further fails to meet certain secondary characteristics and criteria, it was eliminated from consideration by Level 1 analysis.

6.2 Level 2 Analysis

The Level 2 analysis evaluates the eight (8) site locations that at least partially satisfied four (4) of the five (5) of the primary characteristics and criteria established by the Applicant, as well as the No Action (No Build) alternative, by comparing additional factors to determine which alternative provides the least environmentally damaging practicable alternative and meets the overall purpose and need of the Proposed Project. In addition to the identified primary characteristics and criteria for the Proposed Project, as a part of this Level 2 analysis, the Applicant evaluated the sites carried forward as to their fulfillment of the additional characteristics and criteria identified by the Applicant as having secondary importance, in addition to criteria for feasible and practicable alternatives under the Guidelines.

In particular, based on OCDC's status as co-Applicant for the Proposed Project, any viable site must be consistent with OCDC's mission, which, as set forth above, is the recruitment of capital investment and jobs to Orangeburg County. This characteristic is attractive to the Client for a number of reasons. The County is ideally situated in the middle of the State, spanning from the Midlands to the Lowcountry, and the fact that it is served by two interstates, with Interstate 26 (currently in the process of a widening project by SCDOT to improve access and logistical opportunities for the area) running Northwest to Southeast through the County. The County also contains the confluence of Interstate 26 and Interstate 95; I-95 is the primary North—South interstate system on the East Coast, connecting major metropolitan areas and facilitating the movement of goods between them.

Second, the Client has identified a parameter for a locating the Proposed Project within 25 driving miles of the intersection of Interstates 26 and 95. This characteristic is necessary to the Client, because it is expected that a portion of the raw materials for production, as well as the majority of finished product, will arrive and will be shipped via truck transport across interstates. Close proximity to established transportation corridors, including Interstate 95, provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. As described above, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location within 25 miles of the intersection of Interstates 26 and 95 provides an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost.

Third, the Client has identified a parameter for a locating the Proposed Project within 80 driving miles of the Port of Charleston (utilizing the Hugh Leatherman Terminal as the point of access and transfer). It is expected that certain raw materials, as well as produced product, will arrive from or be transported to the Port of Charleston for domestic and international shipping. A site within access to established interstate truck drayage transportation routes to and from the primary marine container facilities of the Port of Charleston provides logistical efficiencies for incoming and outgoing transportation of products. In particular, proximity via interstate to port terminal facilities where container ships call maximizes the number of truck turns for container drayage (from port to production/distribution center). In light of the service limitations imposed on truckers (11 hours per day), every additional mile away from the Port of Charleston increases drive times and therefore limits the number of truck turns. Consequently, a nearby deep-water port is a key consideration for the production/distribution facilities like those proposed by the Applicant, and a location within 80 miles of port facilities fits within the service limitation parameters of truckers, while also providing an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost.

Fourth, in recent years, counties, particularly those South of the Midlands of South Carolina, have taken a more proactive role in managing and planning for future industrial and manufacturing development in light of the growth of the Port of Charleston and other industries that have located in South Carolina to complement that growth. There are many market drivers that influence local government's decisions with respect to future growth, including utilities (access to adequate water and sewer capacity to sustain development), traffic (ensuring adequate roadway infrastructure is in place), population (adequate workforce and housing to staff new development), and preservation (ensuring historically rural counties retain sufficient undeveloped areas). To that end, counties have updated existing comprehensive plans and FLUM's as a planning feature to guide future development. Given the time and resources that go into the development and adoption of these plans and maps, local governments are resistant to recommend and adopt individual modifications/amendments to

accommodate developments that do not comply with adopted goals and strategies of the area. As a result, site selectors and developers looking to fulfill an identified need for additional or new industry are constrained by these plans and maps in identifying "available" and "practicable" alternatives for a project, and it is desirable—if not a necessity—to locate development projects in areas already zoned for business or industrial growth within the comprehensive plan or located in areas that have been identified as strategic employment and transit-oriented areas within adopted FLUM's. Consequently, the Applicant also evaluated whether amendments to the existing zoning and FLUM would be required for particular sites, which represents a lengthy and time-consuming process through multiple layers of the local government, the result of which is neither guaranteed to be successful nor fits with the Applicant's desired timeline to meet the need of beginning construction of its facilities in Q1 2026.

Finally, the Client has identified the need for immediate access to all required utilities. Immediate access to utility infrastructure is key both from an operations perspective, as without adequate access to sufficient power, water, gas, and sewer with sufficient capacity, no development is possible, particularly with food or beverage production which requires significant power and water resources, as well as from a timing perspective, as the length of time it would take to get utility easements/rights-of-way to a site could compromise the Applicant's ability to meet the expected construction and operation deadlines for the Proposed Project.

6.2.1 No Action Alternative

The No Action alternative means either no permit is to be required or that a permit is to be denied. In this specific case, the Applicant submits that it is not possible to fulfill the purpose and need of the Proposed Project, meeting the characteristics and criteria identified by the Applicant, while entirely avoiding impacts to aquatic resources, as evidenced by the comparable alternatives set forth below, which demonstrate resource impacts greater than or similar to the Property. Therefore, the No Action alternative would be equivalent to permit denial. Permit denial would meet the overall project purpose *only if* there was another parcel available that could otherwise meet the characteristics and criteria for and accommodate the Proposed Project with no wetland impacts and no other significant environmental impact or effect. This analysis demonstrates that this is not possible.

Although selection of the No Action Alternative would render this analysis futile, the No Action Alternative is nevertheless retained as a baseline for evaluation of a Build Alternative. Under the No Action Alternative, the Applicant would be unable to meet the identified need of constructing and operating a new rail-served production and distribution facility in the food or beverage industry. Under the No Action Alternative, this identified need would not be met by such a facility in South Carolina, but would instead not be built at all or be located in a different location. Commerce is obligated under its statutory authority and responsibility to pursue such actions and projects as will meet the long-term strategic needs of potential clients, including the contribution to economic development in South Carolina through the cultivation and stimulation of the types of facilities proposed here by Client. OCDC is likewise obligated by its mission and purpose to recruit and locate

new capital investment and jobs within the County. Because the No Action Alternative would not effectuate the Proposed Project's purpose and need, it was eliminated from consideration through this Level 2 analysis.

6.2.2 Orangeburg Power Site Alternative Site 1

The Orangeburg Power Site Alternative Site 1 property was identified by the Applicant as the preferred location of the Proposed Project because it uniquely satisfies all of the primary and secondary characteristics and criteria identified for the development of a site for the identified facilities of the Project. The preferred site layout for the Proposed Project is depicted in the Applicant's application and attached to this analysis as **Exhibit A**.

First and foremost, at approximately 918 acres of contiguous, developable land, the Property is of sufficient size and shape to accommodate the planned development of the Proposed Project (approximately 570 acres), as well as provide the ability for future expansion and/or the addition of supplier co-location options. The Proposed Project is intended to fulfill Client's vision of developing a site for the construction and operation of a new rail-served production and distribution facility for Client's branded products. The fully constructed facilities and support operations will allow Client to source, stage, produce, and distribute its products in the most populous and fastest growing region of the United States.

Equally important as size, the Property is a greenfield site. As set forth above, greenfield properties are a requirement for Client, due to the nature of the its business. Food and beverage companies have strict protocols for their production facilities as a result of public health and safety concerns. This includes locating facilities in contained environments without nearby or adjacent aquatic features that could lead to contamination of products. It also means that existing, vacant industrial or manufacturing facilities, and even new industrial spec warehouses, are typically inappropriate for purposing or re-purposing for use in the industry, due to minimum thresholds for the heavy production equipment, and because the space itself must be designed in a way that supports the specific layout and processes of the production. As a result, development and operation of a new production and distribution facility in the food or beverage space requires a greenfield site and represents a critical component of Client's evaluation of alternative sites, and the Property satisfies this condition.

Further, the design of the Proposed Project has been developed under a master plan concept that will be constructed in phases to support existing demand, while allowing for planned expansion within the available acreage to address future growth opportunities to meet projected and new demand. The onsite work for the Proposed Project facilities is planned to be built in two or more phases. The master plan concept proposed is thoughtfully laid out in a configuration that ensures proper sequencing of raw materials, production, and distribution, and has been developed through Client's over 100 years of experience within the food or beverage industry to achieve desired production levels

and efficiencies. In turn, accommodating Client's design and layout of its facilities to achieve desired efficiencies in workflow, materials, production and distribution across the site requires sufficient acreage.

In particular, the onsite work for the Proposed Project facilities is planned to be built in two or more phases. Ground-clearing activities, including in wetland areas, would begin immediately upon issuance of the Section 404 permit and any required land disturbance permits. Construction of Phase I of the Proposed Project would begin upon the completion of the necessary site work and is contemplated to include construction of required road entries and interior roadways, rail corridor improvements, rail spur installation, rail shed for receipt of raw materials, personal vehicle (POV) (500) parking spaces and truck/trailer (120) spaces, stormwater detention facilities, as well as the construction of the production and operation buildings, including a ground level of approximately 700,000/sf and a second story level of approximately 150,000/sf, totaling approximately 850,000/sf, which will comprise an office building, guard shack, and production and storage/distribution facilities. As subsequent phases are constructed, additional facilities would be added to the site in a similar production progression allowing for the shared use of existing rail, utility, and roadway infrastructure.

The Proposed Project also includes a new, onsite rail spur from an existing Norfolk Southern rail line to the West of U.S. Highway 21 on the Western border of the Project Area. Based on discussions with SCDOT, the best location for the proposed rail spur is crossing over U.S. Highway 21 in the Southwest corner of the site, progressing along the Southern border South of the proposed development, with additional spurs accessing the Southern part of the Phase I facility development and to the East of the development. The rail spur alignment has also been coordinated with Norfolk Southern who will operate the train traffic along the proposed spur location. In addition, the rail spur is located along the Southern end of the property to decrease the cost of construction, as well as preserve the ability for future phases of the Proposed Project to continue expanding towards the North to avoid expansion constraints and allow maximum room for future co-location of other business units.

The remaining phases of the Proposed Project would be constructed and become operational after completion of Phase I, based on identified demand and projected growth opportunities. The subsequent phases of the Proposed Project would largely mirror those constructed in Phase I, essentially doubling the production capacity of the overall facility, and would include additional supporting infrastructure for POV parking and truck/trailer access. In sum, given its size and shape, the Property fulfills the Applicant's first characteristic and criterion, in that it allows for the scope of facilities and infrastructure, including rail, that the undertaking requires.

Regarding the locational characteristics and criteria, the Property is located approximately 6 miles from Exit 154 of I-26 and approximately 9.5 miles from Exit 149 of I-26, and is approximately 0.5 miles from the city limits of the City of Orangeburg, approximately 3 miles from downtown Orangeburg,

and Orangeburg-Calhoun Technical College is located approximately 7.6 miles away. As such, the Property satisfies the desired distances of 10 driving miles to an interstate and 15 driving miles from both an MSA and technical college to provide sufficient workforce and training.

As to proximity to an interstate, as set forth above, a portion of the raw materials that Client intends to utilize in its production facilities, as well as the majority of Client's finished products, are expected to arrive by and be transported from the Property via truck, utilizing the State's TDL clusters. Nearby access to an interstate is crucial for the efficient just-in-time delivery and transport of raw materials and finished products to end-users, and provides logistical efficiencies for personnel.

As to proximity to an MSA and technical college, this characteristic is necessary to the Client given the number of employees required to operate the facility. Only MSAs with sufficient available workforce can accommodate the labor need based on the critical population mass needed to generate a workforce profile capable of filling out the required employee pool. In addition to population numbers, larger MSAs provide access to the necessary educational institutions required to train and certify workers for jobs in this type of specialized production, through trade and advanced degree schools that work collaboratively with companies to provide curriculums in existing and new technologies critical to the production process. In particular, South Carolina's ReadySC program provides significant workforce training and development throughout the State, while the Orangeburg-Calhoun Technical College, located in Orangeburg, offers a number of trade and advanced degree programs that can be tailored to students looking to get trained to work for the Client. Finally, given that proximity to a work site and daily commute time factor significantly in a prospective employee's decision-making process to accept and stay in a job, *see* n.11, *supra*, the Client was purposeful in selecting a site within 15 miles of a sufficiently-sized MSA, in order to reduce the need to recruit workers requiring a re-location or a significant commute time for workers within that labor pool. This consideration was important to the Client in terms of both access to labor, worker health and well-being, as well as serving as an attractive employment opportunity/alternative in close proximity to the MSA.

Accordingly, the Property fulfills the Applicant's second and fourth characteristics and criteria.

As to the requirement for onsite or adjacent rail access to a Class 1 carrier, a spur from a Norfolk Southern rail line is located on a parcel located immediately to the West of U.S. Highway 21 (Rowesville Road) and the Proposed Project includes a plan to extend the rail spur onto the Property, so the site is considered to have onsite or adjacent rail access to a Class 1 rail carrier. It is expected that the majority of the raw materials for production at the Proposed Project will arrive by rail. Having existing onsite or adjacent rail access capable of being extended onsite via a dedicated and fully-integrated rail spur ensures cost-effectiveness to clients and shippers and provides logistical efficiencies for incoming and outgoing transportation of products, reduces truck traffic on local roads, increases accessibility for regional suppliers and distributors, and provides additional access points

throughout the Country, including to the Port of Charleston for international shipment, over a Class I's mainline. Because the Property has the capability of being served by a Class I rail carrier, it fulfills the Applicant's third characteristic and criterion.

Finally, as to the requirement for having all required due diligence on-hand for the site, this characteristic was a primary consideration for the Client given its desire to begin construction in Q1 2026, and the length of time that it takes to complete certain necessary due diligence on sites prior to consideration for development within the food or beverage industry. In short, it is necessary that all sites considered for the Proposed Project have already been evaluated from a variety of due diligence perspectives. The Property fulfills this characteristic given that all required due diligence, including Cultural Resource Identification Surveys, Boundary Surveys, Protected Species Assessments, Preliminary Geotechnical Explorations, a Topographical Surveys and Wetlands Delineations are on-hand and known for the Property. Accordingly, the Property fulfills the Applicant's fifth characteristic and criterion.

Further, and with respect to the secondary characteristics and criteria identified by the Applicant, first, the Property is located in Orangeburg County. This fits with co-Applicant OCDC's mission to recruit capital investment and jobs to the County. If further fits and is attractive to the Client because the County is ideally situated within the State from a location perspective, near the middle of the State, and served by two interstates. The County also contains the confluence of Interstate 26 and Interstate 95 which connects the major metropolitan areas along the East Coast, facilitating the movement of goods between them. Accordingly, the Property satisfies this criterion.

Second, the Property is located approximately 20 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange. Close proximity to established transportation corridors, including Interstate 95, provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. Again, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location within 25 miles of the intersection of Interstates 26 and 95 provides an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost, and the Property satisfies this criterion.

Third, the Property is located approximately 70 miles from the Port of Charleston. As set forth above, it is expected that certain raw materials, as well as produced product, will arrive from or be transported to the Port of Charleston for domestic and international shipping. A site within access to established interstate truck drayage transportation routes to and from the primary marine container facilities of the Port of Charleston provides logistical efficiencies for incoming and outgoing transportation of

products. In particular, proximity via interstate to port terminal facilities where container ships call maximizes the number of truck turns for container drayage (from port to production/distribution center). In light of the service limitations imposed on truckers (11 hours per day), every additional mile away from the Port of Charleston increases drive times and therefore limits the number of truck turns. Consequently, a nearby deep-water port is a key consideration for the production/distribution facilities like those proposed by the Applicant, and a location within 80 miles of port facilities fits within the service limitation parameters of truckers, while also providing an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost. Given its distance to the Port, the Property satisfies this criterion.

Fourth, the Property is zoned Business Industrial, which is compliant with the Proposed Project. As set forth above, counties have taken a more proactive role in managing and planning for future industrial and manufacturing development in light of the growth of the Port of Charleston and other industries that have located in South Carolina to complement that growth. To that end, counties have updated existing comprehensive plans and FLUM's as a planning feature to guide future development. Because counties have invested significant time and resources into the development and adoption of these plans and maps, they are resistant to recommend and adopt individual modifications/amendments to accommodate developments that do not comply with adopted goals and strategies of the area. Thus, compliant zoning is a significant criterion to site selectors, developers and companies like the Client when evaluating the availability and practicability of site alternatives for a project. Locating facilities like the Proposed Project in areas already zoned for business or industrial growth within the comprehensive plan or located in areas that have been identified as strategic employment and transit-oriented areas within adopted FLUM's reduces the uncertainty with those developments, as amendments to the existing zoning and FLUM represents a lengthy and time-consuming process through multiple layers of the local government, the result of which is neither guaranteed to be successful nor fits with the Applicant's desired timeline to meet the need of beginning construction of its facilities in Q1 2026. Accordingly, the Property satisfies this criterion.

Finally, the Property has immediate onsite access to all required utilities required for the Proposed Project. It goes without saying that, without adequate access to sufficient power, water, gas, and sewer with sufficient capacity, no development is possible, particularly with food or beverage production which requires significant power and water resources. From a timing perspective, extension of utilities where they do not currently exist is often the most time consuming part of development, given the length of time that it takes to acquire utility easements/rights-of-way to a site. Without existing onsite utilities, like those available on the Property, Applicant's ability to meet the expected construction and operation deadlines for the Proposed Project would be compromised. Accordingly, the Property satisfies this criterion.

With respect to impacts, the size, scale, and required layout of the Proposed Project renders it impossible to locate the Proposed Project on the Property and not have environmental impacts to onsite waters of the United States. Overall, of the approximately 918 acres, the Property consists of

approximately 815 acres of uplands and 103 acres of aquatic resources, comprised of 12 jurisdictional wetlands (totaling 77.21 acres), 10 isolated, non-jurisdictional wetlands (totaling 22.29 acres), and 5 streams/tributaries (totaling 15,733 linear feet or 3.58 acres). Of the approximately 570 acres identified as the limits of disturbance, the Proposed Project calls for morphologic impact to 7,300 linear feet of the current 9,183 linear feet of jurisdictional tributary (JT-1), which will be re-located to the perimeter of the site (re-aligned JT-1 feature will be approximately 9,600 linear feet), 7.605 acres of permanent fill impacts jurisdictional wetlands, including 7.18 acres (of 8.277 acres total) of JW-3, and all 0.425 acres of JW-7, 19.16 acres of permanent fill impacts to non-jurisdictional wetlands, including 1.46 acres (of 1.46 acres total) to NJW-D, 10.01 acres (of 10.01 acres total) to NJW-H, 3.51 acres (of 3.51 acres total) to NJW-G, 2.05 acres (of 2.05 acres total) to NJW-F, 1.07 acres (of 1.07 acres total) to NJW-E, and 0.98 acres (of 0.98 acres total) to NJW-I.

With respect to cultural resources, and as further detailed below in Level 3 of this analysis, the Applicant's consultants have conducted broad cultural resource identification surveys of the Property and have consulted extensively with SHPO regarding the results. As a result of those surveys and consultations, no effect on historic properties is expected and SHPO concurred with the respective report recommendations on February 20, 2025.

Regarding state and federal threatened and endangered species, as also further detailed below in Level 3 of this analysis, the Applicant conducted protected species habitat assessments for the Property in consultation with the U.S. Fish and Wildlife Service (USFWS) and South Carolina Department of Natural Resources (SCDNR). As to federally protected species, the Property does not provide suitable habitat for the bald eagle, red-cockaded woodpecker, shortnose sturgeon, and Atlantic sturgeon, and the Proposed Project will have "no effect" on these species. The Property contains suitable habitat for Canby's dropwort in multiple depressional wetlands; therefore, the Applicant conducted a survey for Canby's dropwort on September 25, 2024 during the optimal surveying window (August-October). No individuals were observed during the survey, and the Proposed Project is not expected to impact or disturb this species. The Property also contains potential habitat for the monarch butterfly on the edges of the agricultural fields, roadside rights-of-way, and other open areas of the Project Area; however, milkweed was not observed during site visits. Accordingly, Proposed Project is not expected to impact or disturb this species. Finally, the Property contains potential summer roosting habitat for the Tricolored bat in the remaining wooded areas surrounding the various drainage features where trees were observed with a diameter-at-breast-height (DBH) larger than three inches, that also exhibited loose, creviced, or exfoliating bark. The Tricolored bat is not currently a federally-listed species; therefore, adherence to clearing windows, including during the bat's winter torpor period (December 15-February 15) and pup season (May 1-July 15), is not currently required; however, should the Tricolored bat be listed as a federally protected species, the Applicant and/or the Client would engage in further consultation with USFWS.

As to state protected species, the potential for spotted turtle habitat was noted during site visits for the federally protected species. Tangled Bank Conservation conducted its Orangeburg Power Site Spotted Turtle Survey in May and June of 2025 to conduct visual rapid assessments (VRA). Of the 22 subplots surveyed during the VRA, the habitat assessments were ranked as moderately suitable; no subplots were ranked as highly suitable, and no spotted turtles were observed during any survey efforts. The majority of habitat on the Property was unsuitable for spotted turtles due to limited or absent surface water, drier soil conditions, poor-quality upland habitat, and a lack of key structural features such as woody debris and saturated substrates. Additionally, these areas exhibited higher disturbance levels and vegetation characteristics not conducive to spotted turtle use, resulting in low habitat suitability ratings. The seven subplots assessed as moderately suitable were within JW-3, NJW-H, -G, -F, and -E, and JT-1. These subplots possess some habitat features, such as saturated soils, surface water, and structural complexity like logs and woody debris that provide basking and shelter opportunities. However, these areas show moderate levels of disturbance, suboptimal vegetation structure, and lack suitable upland habitat. The combination of these factors supports potential spotted turtle use, but suggests the habitat may be somewhat limited in quality or extent. The Applicant intends on adhering to the SCDNR clearing guidelines for the moderately suitable spotted turtle habitat.

Based on the Property's fulfillment of both the primary and secondary characteristics and criteria identified for the Proposed Project, the Applicant determined that the Property was a practicable alternative that would fulfill the purpose and need of the Proposed Project. As a result, it was carried forward to Level 3 of this analysis.

6.2.3 South Carolina Gateway Alternative Site 2

The South Carolina Gateway Alternative Site 2 property was carried through to Level 2 analysis based on its ability to fully satisfy, at the macro-level, four (4) of the five (5) primary characteristics and criteria identified by the Applicant for the Proposed Project. A depiction of the site layout for the Proposed Project on the South Carolina Gateway site is provided in **Exhibit B** to this alternatives analysis.

In particular, at 775.01 acres, on the surface the South Carolina Gateway site meets the required minimum 700 greenfield acres that are contiguous and developable estimated by the Applicant to locate and implement the master plan phased development, along with attendant parking and site infrastructure (interior roadways, stormwater detention basins, etc.), along with sufficient additional acreage to afford Client flexibility to meet future growth opportunities, including expanded or new market segments should market conditions dictate further investment in the future, as well as the ability to accommodate supplier co-location opportunities. Located approximately 0.7 miles away from the Exit 97 interchange of I-95, the site also meets the desired parameter of being located within 10 driving miles of an interstate. The site is also located directly adjacent to, with frontage on, a CSX rail line that runs adjacent to the Eastern boundary of the site. Finally, the site has all required due

diligence on-hand for the site, a critical component of Client's evaluation of sites, given its desire to begin construction in Q1 2026, and the length of time that it takes to complete certain necessary due diligence on sites prior to consideration for development within the food or beverage industry.

Equally critical, however, the South Carolina Gateway is located beyond the desired 15-mile driving distance to an MSA and technical college. At approximately 23 miles from the City of Orangeburg, and approximately 25.5 miles away from the Orangeburg-Calhoun Technical College, this site fails both components of this minimum criterion for the Proposed Project. As set forth above, proximity to an MSA and technical college is necessary to the Client given the number of employees required to operate the facility. Only MSAs with sufficient available workforce can accommodate the labor need based on the critical population mass needed to generate a workforce profile capable of filling out the required employee pool. In addition to population numbers, larger MSAs provide access to the necessary educational institutions required to train and certify workers for jobs in this type of specialized production, through trade and advanced degree schools that work collaboratively with companies to provide curriculums in existing and new technologies critical to the production process. While South Carolina's ReadySC program and the Orangeburg-Calhoun Technical College provide workforce training, development, and a number of trade and advanced degree programs that can be tailored to students looking to get trained to work for the Client, proximity to a work site and daily commute time factor significantly in a prospective employee's decision-making process to accept and stay in a job, *see* n.11, *supra*. The Client was purposeful in selecting a site within 15 miles of a sufficiently-sized MSA, in order to reduce the need to recruit workers requiring a re-location or a significant commute time for workers within that labor pool. This consideration was important to the Client in terms of both access to labor, worker health and well-being, as well as serving as an attractive employment opportunity/alternative in close proximity to the MSA. Compared to the Property, which is located 0.5 driving miles from municipal limits of Orangeburg and approximately 7.6 miles from Orangeburg-Calhoun Technical College, the South Carolina Gateway site, is less a less practicable alternative for the Proposed Project for this reason.

Regarding the secondary characteristics and criteria identified by the Applicant as being critical for the successful implementation of the Proposed Project, the site fully satisfies each of the five (5) additional criteria identified by the Client. In particular, the Property is located in Orangeburg County, which fits with co-Applicant OCDC's mission to recruit capital investment and jobs to the County. Second, at approximately 11 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site complies with the requirement of being within 25 miles of the I-26/I-95 interchange. Third, at approximately 62 miles from the Port of Charleston, the site is within the desired 80-miles radius of the Port. Fourth, the site is appropriately zoned for the Proposed Project as Business Industrial (BU). And fifth, the site has immediate access to all required utilities.

However, while the South Carolina Gateway site is available and scores similarly to the Property in terms of its logistical positioning, certain aspects of the site render it a less practicable alternative[35] for the Proposed Project. In particular, the South Carolina Gateway site is privately owned with a minimum sales price of $40,000 per acre. For the desired 700 acres, this would require $28,000,000 in upfront purchase cost for the site.[36] By contrast, the Property is owned by the County and is being offered to the Client at a nominal annual lease cost in perpetuity as a part of the incentive package being offered by the County and Commerce. This represents a significant savings for the Client that renders the South Carolina Gateway site less practicable from a cost perspective for the Proposed Project.

Regarding impacts to special aquatic sites on the South Carolina Gateway site, based on the Applicant's review of available delineation information, locating the Proposed Project on the site would result in permanent fill impacts to approximately 40.3 acres of jurisdictional wetlands and approximately 7,200 linear feet of streams. Compared to the Property, this alternative site would result in significantly greater impacts to jurisdictional wetlands (530% more), and slightly fewer impacts to streams and tributaries (not accounting for the Proposed Project's realignment—and lengthening of JT-1). As a result, the Property is the less-environmentally damaging alternative compared to the South Carolina Gateway site.

Regarding cultural resources, as shown on **Exhibit B**, the site contains a number of potential archaeological resources that would require additional testing, some of which would located in the proposed build site and require extensive Section 106 consultation and potential treatment. Uncertainty as to these resources, as compared to the Property, which contains no such resources, renders the South Carolina Gateway site a less feasible alternative.

Regarding state and federal threatened and endangered species, as also shown on **Exhibit B**, the site contains potential habitat for Tricolored bats, Monarch Butterfly, and Canby's Dropwort, as to federal species, and potential habitat for a number of state protected species, all similar to the Property. Habitat assessments and protocols for each would be required.

Finally, the South Carolina Gateway site contains significant existing utility easements that run in and through the site, including the majority of the buildable acreage of the site. In particular, three separate power line rights-of-way bisect the site in different directions. The existence of these rights-of-way prevent the Proposed Project from being located in those areas in their current state, and re-locating these rights-of-way would present a costly, and time-consuming process, assuming the power company(ies) would be amenable to such relocations, the result of which is neither guaranteed to be

[35] A practicable alternative as one that is "available and capable of being done after taking into consideration cost, existing technology, and logistics in light of overall project purposes." 40 C.F.R. § 230.10(a)(2).

[36] If the owner required all 775.01 acres to be purchased, this would require $31,000,400 in upfront purchase cost for the site.

successful nor fits with the Applicant's desired timeline to meet the need of beginning construction of its facilities in Q1 2026.

Based on the fact that the site does not fully meet the proximity parameter to an MSA and technical college, which was one of the five (5) primary characteristics and criteria for the Proposed Project, in addition to the significant upfront acquisition cost of the privately owned site, the uncertainty as to cultural resources, threatened and endangered species, and re-location of existing power rights-of-way, as well as significantly greater impacts to jurisdictional wetlands, the Applicant determined that the South Carolina Gateway Alternative Site 2 property is a less feasible and practicable alternative which would not fulfill the purpose and need of the Proposed Project. As a result, it was eliminated from consideration through Level 2 of this analysis.

6.2.4 Southern Carolina Industrial Campus Alternative Site 6

The Southern Carolina Industrial Campus Alternative Site 6 property was carried through to Level 2 analysis based on its ability to partially satisfy, at the macro-level, all five (5) of the primary characteristics and criteria identified by the Applicant for the Proposed Project. A depiction of the site layout for the Proposed Project on the Southern Carolina Industrial Campus site is provided in **Exhibit C** to this alternatives analysis.

In particular, at 1,369 acres, on the surface the Southern Carolina Industrial Campus site meets the required minimum 700 greenfield acres that are contiguous and developable estimated by the Applicant to locate and implement the master plan phased development, along with attendant parking and site infrastructure (interior roadways, stormwater detention basins, etc.), along with sufficient additional acreage to afford Client flexibility to meet future growth opportunities, including expanded or new market segments, should market conditions dictate further investment in the future, as well as the ability to accommodate supplier co-location opportunities. Located approximately 5 miles from Exit 38 on I-95, the site also meets the desired parameter of being located within 10 driving miles of an interstate. The site is also located directly adjacent to, with frontage on, a CSX rail line that runs adjacent to the West/Southwest boundary of the site. Finally, the site has all required due diligence on-hand for the site, a critical component of Client's evaluation of sites, given its desire to begin construction in Q1 2026, and the length of time that it takes to complete certain necessary due diligence on sites prior to consideration for development within the food or beverage industry.

Equally critical, however, while the Southern Carolina Industrial Campus is approximately 11.8 miles from the Hampton Campus of the Technical College of the Lowcountry, the site is located beyond the desired 15-mile driving distance to an MSA. At approximately 24 miles from the City of Walterboro, this site fails one of the components of this criterion for the Proposed Project. As set forth above, proximity to an MSA and technical college is necessary to the Client given the number of employees required to operate the facility. Only MSAs with sufficient available workforce can accommodate the labor need based on the critical population mass needed to generate a workforce profile capable of filling out the required employee pool. In addition to population numbers, larger

MSAs provide access to the necessary educational institutions required to train and certify workers for jobs in this type of specialized production, through trade and advanced degree schools that work collaboratively with companies to provide curriculums in existing and new technologies critical to the production process. Proximity to a work site and daily commute time factor significantly in a prospective employee's decision-making process to accept and stay in a job, *see* n.11, *supra*. The Client was purposeful in selecting a site within 15 miles of a sufficiently-sized MSA, in order to reduce the need to recruit workers requiring a re-location or a significant commute time for workers within that labor pool. This consideration was important to the Client in terms of both access to labor, worker health and well-being, as well as serving as an attractive employment opportunity/alternative in close proximity to the MSA. Compared to the Property, which is located 0.5 driving miles from municipal limits of Orangeburg and approximately 7.6 miles from Orangeburg-Calhoun Technical College, the Southern Carolina Industrial Campus, is less a less practicable alternative for the Proposed Project for this reason.

Regarding the secondary characteristics and criteria identified by the Applicant as being critical for the successful implementation of the Proposed Project, the site fails to fully satisfies three (3) of the five (5) additional criteria identified by the Client. In particular, the Property is located in Hampton County, which does not comport with co-Applicant OCDC's mission to recruit capital investment and jobs to Orangeburg County. Second, at approximately 52 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site does not comply with the requirement of being within 25 miles of the I-26/I-95 interchange. Close proximity to established transportation corridors, including Interstate 95, provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. Again, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location outside of 25 miles of the intersection of Interstates 26 and 95 provides a disadvantage for logistical considerations, as compared to the Property, such as turnaround and handling times, same-day transfers, and cost, and the Southern Carolina Industrial Campus fails to satisfy this criterion.

Third, at approximately 69 miles from the Port of Charleston, the site conceptually is within the desired 80-miles radius of the Port. However, upon closer inspection, this site presents additional logistical concerns versus the Property. In particular, although the raw mileage fits the parameter, access from the site to the Port of Charleston is via local, non-interstate roads. This increases turn and handling times of trucks, same-day transfers, and cost. As a result, the Southern Carolina Industrial Campus presents a less practicable alternative to the Property.

Fourth, the Southern Carolina Industrial Campus is appropriately zoned for the Proposed Project as Business Industrial (BU), and fifth, the site has immediate access to all required utilities. Each of these parameters are therefore satisfied.

In addition to the reasons discussed above, certain other aspects of the Southern Carolina Industrial Campus render it a less practicable alternative for the Proposed Project. In particular, while the site is available, the Southern Carolina Industrial Campus is privately owned with a minimum sales price of $20,000 per acre (maximum price of $40,000 per acre). For the desired 700 acres, this would require a minimum $14,000,000 in upfront purchase cost for the site ($28,000,000 maximum).[37] By contrast, the Property is owned by the County and is being offered to the Client at a nominal annual lease cost in perpetuity as a part of the incentive package being offered by the County and Commerce. This represents a significant savings for the Client that renders the Southern Carolina Industrial Campus less practicable from a cost perspective for the Proposed Project.

Regarding impacts to special aquatic sites on the Southern Carolina Industrial Campus, based on the Applicant's review of available delineation information, locating the Proposed Project on the site would result in permanent fill impacts to approximately 20.6 acres of jurisdictional wetlands and approximately 7,100 linear feet of streams. Compared to the Property, this alternative site would result in significantly greater impacts to jurisdictional wetlands (271% more), and slightly fewer impacts to streams and tributaries (not accounting for the Proposed Project's realignment—and lengthening of JT-1). As a result, the Property is the less-environmentally damaging alternative compared to the Southern Carolina Industrial Campus.

Regarding cultural resources, as shown on **Exhibit C**, the portion of the Southern Carolina Industrial Campus evaluated for the Proposed Project does not contain any potential archaeological resources, according to SHPO's Archsite data, similar to the Property. However, McTeer Cemetery, which is identified as potentially eligible for listing, would be very close to the limits of disturbance for the Proposed Project on the site and would need to be avoided and appropriately buffered; depending on the limits of the cemetery, this could potentially impact the layout of the Proposed Project.

Regarding state and federal threatened and endangered species, as also shown on **Exhibit C**, the site contains potential habitat for Northern Long-eared bats, Tricolored bats, Red-cockaded Woodpecker, Wood Stork, Monarch Butterfly, Canby's Dropwort, as to federal species, and potential habitat for a number of state protected species, representing more potential species than the Property. Habitat assessments and protocols for each would be required.

Based on the fact that the site does not fully meet the proximity parameter to an MSA and technical college, which was one of the five (5) primary characteristics and criteria for the Proposed Project, being outside of Orangeburg County, failing to satisfy the I-26/I-95 interchange proximity parameter

[37] If the owner required all 1,369 acres to be purchased, this would require a minimum $27,380,000 in upfront purchase cost for the site (maximum $54,760,000).

and the logistical issues raised by local, non-interstate access to the Port, the uncertainty as to cultural resources, threatened and endangered species, as well as the significant upfront acquisition cost of the privately owned site and significantly greater impacts to jurisdictional wetlands, the Applicant determined that the Southern Carolina Industrial Campus Alternative Site 6 property is a less feasible and practicable alternative which would not fulfill the purpose and need of the Proposed Project. As a result, it was eliminated from consideration through Level 2 of this analysis.

6.2.5 Pennyroyal Industrial Park Alternative Site 8

The Pennyroyal Industrial Park Alternative Site 8 property was carried through to Level 2 analysis based on its ability to satisfy, at the macro-level, four (4) of the five (5) of the primary characteristics and criteria identified by the Applicant for the Proposed Project. A depiction of the site layout for the Proposed Project on the Pennyroyal Industrial Park site is provided in **Exhibit D** to this alternatives analysis.

In particular, at 933.5 acres, the Pennyroyal Industrial Park site meets the required minimum 700 greenfield acres that are contiguous and developable estimated by the Applicant to locate and implement the master plan phased development, along with attendant parking and site infrastructure (interior roadways, stormwater detention basins, etc.), along with sufficient additional acreage to afford Client flexibility to meet future growth opportunities, including expanded or new market segments should market conditions dictate further investment in the future, as well as the ability to accommodate supplier co-location opportunities. The site also can be considered to have onsite or adjacent rail access to a Class 1 carrier, as a CSX spur runs to the South of Pennyroyal Road, less than one (1) miles from the site, and could be extended. Further, at approximately 8 miles from Georgetown, South Carolina, and approximately 4.3 miles from the Georgetown Campus of the Horry Georgetown Technical College, the site is located within the desired 15-mile driving distance to an MSA and technical college. Finally, the site has all required due diligence on-hand for the site, a critical component of Client's evaluation of sites, given its desire to begin construction in Q1 2026, and the length of time that it takes to complete certain necessary due diligence on sites prior to consideration for development within the food or beverage industry.

Equally critical, however, the Pennyroyal Industrial Park is located approximately 52 miles from the interchange of Highway 17 and I-526 in Mt. Pleasant, South Carolina, the nearest interstate. As set forth above, a portion of the raw materials that Client intends to utilize in its production facilities, as well as the majority of Client's finished products, are expected to arrive by and be transported from the Property via truck, utilizing the State's TDL clusters. Nearby access to an interstate is crucial for the efficient just-in-time delivery and transport of raw materials and finished products to end-users, and provides logistical efficiencies for personnel. The Pennyroyal Industrial Site sits in one of the few islands of the State that does not have ready interstate access. A site within access to established interstate truck drayage transportation routes provides logistical efficiencies for incoming and outgoing transportation of products. In particular, the number of drayage truck turns is decreased in

light of the service limitations imposed on truckers (11 hours per day), and every additional mile increases drive times and therefore limits the number of truck turns. This presents significant cost and logistical hurdles to the client. Compared to the Property's location approximately 6 miles from Exit 154 of I-26, and approximately 9.5 miles from Exit 149 of I-26, the Pennyroyal Industrial Park is a significantly less practicable alternative to the Property from a logistics, cost and efficiency perspective.

Regarding the locational characteristics and criteria, the Property is located approximately 6 miles from Exit 154 of I-26 and approximately 9.5 miles from Exit 149 of I-26, and is approximately 0.5 miles from the city limits of the City of Orangeburg, approximately 3 miles from downtown Orangeburg, and Orangeburg-Calhoun Technical College is located approximately 7.6 miles away. As such, the Property satisfies the desired distances of 10 driving miles to an interstate and 15 driving miles from both an MSA and technical college to provide sufficient workforce and training.

Regarding the secondary characteristics and criteria identified by the Applicant as being critical for the successful implementation of the Proposed Project, the site fails two (2) of the five (5) additional criteria identified by the Client. In particular, the Property is located in Georgetown County, which does not comport with co-Applicant OCDC's mission to recruit capital investment and jobs to Orangeburg County. Second, at approximately 85 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site does not comply with the requirement of being within 25 miles of the I-26/I-95 interchange. Close proximity to established transportation corridors, including Interstate 95, provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. Again, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location outside of 25 miles of the intersection of Interstates 26 and 95 provides a disadvantage for logistical considerations, as compared to the Property, such as turnaround and handling times, same-day transfers, and cost, and the Pennyroyal Industrial Park fails to satisfy this criterion.

Third, at approximately 62 miles from the Port of Charleston, via four-lane Highway 17, the site is within the desired 80-miles radius of the Port. Fourth, the Pennyroyal Industrial Park is appropriately zoned for the Proposed Project as Heavy Industrial (HI), and fifth, the site has immediate access to all required utilities. Each of these parameters are therefore satisfied.

In addition to the significant cost and logistical concerns addressed above, uncertainty as to certain other aspects of the Pennyroyal Industrial Park render it a less practicable alternative for the Proposed Project. In particular, while the site is available, it is listed at a minimum sales price of $10,000 per acre (maximum price of $14,000 per acre). This cost could be offset, as the site is owned by Georgetown County and could be offered to the Client, similar to the Property, for a nominal annual lease cost as

a part of an incentive package offered by Georgetown County and Commerce; however, that is undetermined presently. If such incentives were not available, this would represent a significant additional cost for the Client associated with locating at the Pennyroyal Industrial Park that would render it less practicable from a cost perspective for the Proposed Project.

Regarding impacts to special aquatic sites on the Pennyroyal Industrial Park, based on the Applicant's review of available delineation information, locating the Proposed Project on the site would result in permanent fill impacts to approximately 36.5 acres of jurisdictional wetlands. Compared to the Property, this alternative site would result in significantly greater impacts to jurisdictional wetlands (480% more), and with no impacts to jurisdictional streams, substantially fewer impacts to streams and tributaries (not accounting for the Proposed Project's realignment—and lengthening of JT-1). As a result, the Property is similar in impacts compared to the Pennyroyal Industrial Park.

Regarding cultural resources, as shown on **Exhibit D**, the Applicant is not aware that any onsite cultural resource review has been conducted; however, according to SHPO's Archsite data, the site potentially contains a number of potential archaeological resources that would require evaluation and testing, some of which would located in the proposed build site and require extensive Section 106 consultation and potential treatment.. Uncertainty as to these resources, as compared to the Property, which contains no such resources, renders the Pennyroyal Industrial Park a less preferred alternative.

Regarding state and federal threatened and endangered species, as also shown on **Exhibit D**, the site contains potential habitat for Northern Long-eared bats, Tricolored bats, West Indian Manatee, Eastern Black Rail, Piping Plover, Red-cockaded Woodpecker, Rufa Red Knot, Green Sea Turtle, Kemp's Ridley Sea Turtle, Monarch Butterfly, American Chaffseed, Canby's Dropwort, and Pondberry, as to federal species, and potential habitat for a number of state protected species, all similar to the Property. Habitat assessments and protocols for each would be required.

Finally, the Pennyroyal Industrial Park contains an existing power line right-of-way that bisects the middle of site from North to South. The existence of this right-of-way prevents the Proposed Project from being located in that area in its current state, and re-locating this right-of-way would present a costly, and time-consuming process, assuming the power company would be amenable to such a relocation, the result of which is neither guaranteed to be successful nor fits with the Applicant's desired timeline to meet the need of beginning construction of its facilities in Q1 2026.

Based on the fact that the site does not fully meet the proximity parameter to an interstate, which was one of the five (5) primary characteristics and criteria for the Proposed Project, being outside of Orangeburg County, failing to satisfy the I-26/I-95 interchange proximity parameter, the uncertainty as to cultural resources, threatened and endangered species, re-location of existing power right-of-way, as well as the possible significant upfront acquisition cost of the site and greater impacts to jurisdictional wetlands, the Applicant determined that the Pennyroyal Industrial Park Alternative Site 8 property is a less feasible and practicable alternative which would not fulfill the purpose and need

of the Proposed Project. As a result, it was eliminated from consideration through Level 2 of this analysis.

6.2.6 I-77 International Megasite Alternative Site 10

The I-77 International Megasite Alternative Site 4 property was carried through to Level 2 analysis based on its ability to partially satisfy, at the macro-level, all five (5) of the primary characteristics and criteria identified by the Applicant for the Proposed Project. A depiction of the site layout for the Proposed Project on the I-77 International Megasite Alternative Site 10 property is provided in **Exhibit E** to this alternatives analysis.

In particular, at 1,544 acres, on the surface the I-77 International Megasite site meets the required minimum 700 greenfield acres that are contiguous and developable estimated by the Applicant to locate and implement the master plan phased development, along with attendant parking and site infrastructure (interior roadways, stormwater detention basins, etc.), along with sufficient additional acreage to afford Client flexibility to meet future growth opportunities, including expanded or new market segments should market conditions dictate further investment in the future, as well as the ability to accommodate supplier co-location opportunities. Located approximately 4 miles from Exit 34 interchange of I-77, the site also meets the desired parameter of being located within 10 driving miles of an interstate. The site also has direct onsite or adjacent rail access to a Class 1 carrier via a Norfolk Southern rail line that runs adjacent to the Southern boundary of the site, near Exit 34 of I-77. Further, the site is approximately 10.5 miles away from the Fairfield Campus of Midlands Technical College. Finally, the site has all required due diligence on-hand for the site, a critical component of Client's evaluation of sites, given its desire to begin construction in Q1 2026, and the length of time that it takes to complete certain necessary due diligence on sites prior to consideration for development within the food or beverage industry.

However, while the I-77 International Megasite complies with the desired location parameter as to a technical college, the site is located beyond the desired 15-mile driving distance to an MSA. At approximately 23 miles from the City of Columbia, this site fails one of the components of this criterion for the Proposed Project. As set forth above, proximity to an MSA and technical college is necessary to the Client given the number of employees required to operate the facility. Only MSAs with sufficient available workforce can accommodate the labor need based on the critical population mass needed to generate a workforce profile capable of filling out the required employee pool. In addition to population numbers, larger MSAs provide access to the necessary educational institutions required to train and certify workers for jobs in this type of specialized production, through trade and advanced degree schools that work collaboratively with companies to provide curriculums in existing and new technologies critical to the production process. Proximity to a work site and daily commute time factor significantly in a prospective employee's decision-making process to accept and stay in a job, *see* n.11, *supra*. The Client was purposeful in selecting a site within 15 miles of a sufficiently-sized MSA, in order to reduce the need to recruit workers requiring a re-location or a significant commute

time for workers within that labor pool. This consideration was important to the Client in terms of both access to labor, worker health and well-being, as well as serving as an attractive employment opportunity/alternative in close proximity to the MSA. Compared to the Property, which is located 0.5 driving miles from municipal limits of Orangeburg and approximately 7.6 miles from Orangeburg-Calhoun Technical College, the I-77 International Megasite, is less a less practicable alternative for the Proposed Project for this reason.

Regarding the secondary characteristics and criteria identified by the Applicant as being critical for the successful implementation of the Proposed Project, the site fails to satisfies three (3) of the five (5) additional criteria identified by the Client. In particular, the Property is located in Fairfield County, which does not comport with co-Applicant OCDC's mission to recruit capital investment and jobs to Orangeburg County. Second, at approximately 80 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site does not comply with the requirement of being within 25 miles of the I-26/I-95 interchange. Close proximity to established transportation corridors, including Interstate 95, provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. Again, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location outside of 25 miles of the intersection of Interstates 26 and 95 provides a disadvantage for logistical considerations, as compared to the Property, such as turnaround and handling times, same-day transfers, and cost, and the I-77 International Megasite fails to satisfy this criterion.

Third, at approximately 142 miles from the Port of Charleston, the site is not within the desired 80-miles radius of the Port. Again, certain raw materials, as well as produced product, will arrive from or be transported to the Port of Charleston for domestic and international shipping. A site within access to established interstate truck drayage transportation routes to and from the primary marine container facilities of the Port of Charleston provides logistical efficiencies for incoming and outgoing transportation of products. In particular, proximity via interstate to port terminal facilities where container ships call maximizes the number of truck turns for container drayage (from port to production/distribution center). In light of the service limitations imposed on truckers (11 hours per day), every additional mile away from the Port of Charleston increases drive times and therefore limits the number of truck turns. Consequently, a nearby deep-water port is a key consideration for the production/distribution facilities like those proposed by the Applicant, and a location within 80 miles of port facilities fits within the service limitation parameters of truckers, while also providing an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and

cost. Given its distance to the Port, the I-77 International Megasite fails this secondary criterion and presents a less practicable alternative to the Property.

Fourth, the I-77 International Megasite is appropriately zoned for the Proposed Project as Industrial (I). However, while the site has existing onsite access to power (via Dominion Energy), the Applicant understands that water and sewer service (via the Town of Winnsboro) are not currently located onsite. Instead, construction of approximately 1,000 feet of water and sewer service lines, respectively, would be required just to bring both utilities to the property boundary of the site, and would require extensive, expensive, and time-consuming efforts to attain the required utility easements and rights-of-way. As set forth above, immediate access to utility infrastructure is key both from an operations and timing perspective, as without adequate access to power, water, gas, and sewer with sufficient capacity, no development is possible. Attaining the required utility easements/rights-of-way to the site would compromise the Applicant's ability to meet the expected construction and operation deadlines for the Proposed Project. This is compared to the Property, which already has immediate, on-site access to all required utilities. The lack of immediate onsite access to water and sewer is a further factor that renders the I-77 International Megasite Alternative Site 10 property a less feasible and practicable alternative for the Proposed Project. Accordingly, the site does not fulfill the fifth secondary characteristic and criterion identified by the Applicant for the Proposed Project.

In addition to the significant logistical and utility concerns addressed above, uncertainty as to certain other aspects of the site render it a less practicable alternative for the Proposed Project. In particular, similar to the Pennyroyal Industrial Park Alternative Site 8, while the site is available, it is listed at a minimum sales price of $8,000 per acre. This cost could be offset, as the site is owned by Fairfield County and could be offered to the Client, similar to the Property, for a nominal annual lease cost as a part of an incentive package offered by Fairfield County and Commerce; however, that is undetermined presently. If such incentives were not available, this would represent a significant additional cost for the Client associated with locating at the I-77 International Megasite that would render it less practicable from a cost perspective for the Proposed Project.

Regarding impacts to special aquatic sites on the I-77 International Megasite, based on the Applicant's review of available delineation information, locating the Proposed Project on the site would result in permanent fill impacts to approximately 1.8 acres of jurisdictional wetlands, 420% less than the Property, but approximately 20,600 linear feet of streams (282% more than the Property). Compared to the Property, while this alternative site would result in fewer impacts to jurisdictional wetlands, impacts to jurisdictional streams would be significantly larger.

With respect to threatened and endangered species, S&ME conducted a protected species assessment of the site on April 11, 2016, which evaluated the site for federally protected species (threatened or endangered) and habitat, including Bald Eagles and Carolina Heelsplitters. The assessment determined that there was no evidence of, or suitable habitat for, Bald Eagles. The assessment further found that there was no evidence of Carolina Heelsplitters on the site, but based on the finding of potentially

suitable habitat, recommended a may affect, not likely to adversely affect determination with respect to Carolina Heelsplitters. On May 4, 2016, USFWS concurred in that determination. With respect to state protected species, the site contains potential habitat for a number of state protected species, all similar to the Property. Habitat assessments and protocols for each would be required.

With respect to cultural resources, S&ME conducted a cultural resources identification survey (CRIS) of the site in 2016. As a part of the survey, 12 archaeological sites (38FA594 – 38FA604, and 38FA606), 14 isolated finds (IF-1 – IF-14), one National Register of Historic Places (NRHP) listed structure approximately 0.25 miles from the site (Valencia House, NRHP No. 715450016), one cemetery (Durham Cemetery, 29-0085), and no previously-unrecorded historic structures, were identified. As a result, S&ME recommended an intensive survey for 50 acres of the site, including additional work at sites 38FA601 and 38FA606 contained within the 50-acre portion of the site to determine NRHP eligibility. Following multiple reviews and requests for additional information, SHPO concurred with S&ME's recommendations for intensive Phase I level surveying of the 50 acres and sites 38FA601 and 38FA606, should that area be included in any future development of the site. If the areas are excluded from development, SHPO recommended appropriate buffering of the areas.

Based on the site's distance from the Columbia MSA, its location outside of Orangeburg County, its distance to the I-26/I-95 interchange and the Port of Charleston, as well as its current lack of all available onsite utilities, the Applicant determined that the I-77 International Megasite Alternative Site 10 property did not fully meet the identified characteristics and criteria, rendering it a less feasible and practicable alternative which would not fulfill the purpose and need of the Proposed Project. As a result, it was eliminated from consideration through Level 2 of this analysis.

6.2.7 Carolinas I-95 Super Park Alternative Site 12

The Carolinas I-95 Super Park Alternative Site 12 property was carried through to Level 2 analysis based on its ability to fully satisfy, at the macro-level, four (4) of the five (5) of the primary characteristics and criteria identified by the Applicant for the Proposed Project. A depiction of an altered raw-acreage footprint version of the site layout for the Proposed Project on the Carolinas I-95 Super Park site is provided in **Exhibit F** to this alternatives analysis.

In particular, at 1,509.35 acres, the Carolinas I-95 Super Park site conceptually meets the required minimum 700 greenfield acres that are developable estimated by the Applicant to locate and implement the master plan phased development, along with attendant parking and site infrastructure (interior roadways, stormwater detention basins, etc.), along with sufficient additional acreage to afford Client flexibility to meet future growth opportunities, including expanded or new market segments should market conditions dictate further investment in the future, as well as the ability to accommodate supplier co-location opportunities. Located approximately 0.5 miles away from the Exit 190 interchange of I-95, the site also meets the desired parameter of being located within 10 driving miles of an interstate. The site also has direct onsite or adjacent rail access to a Class 1 carrier via a CXS rail line that runs adjacent to the site and serves the Inland Port Dillon. Further, at

approximately 2 miles from Dillon, South Carolina, and approximately 2.7 miles away from the Dillon (McLeod) Campus of the Northeastern Technical College, the site is located within the desired 15-mile driving distance to an MSA and technical college.

However, as the site is privately owned, the Applicant is not aware that any of the required due diligence on the site has been completed. Having all required due diligence on-hand for the site is a primary consideration for the Client, given its desire to begin construction in Q1 2026, and the length of time that it takes to complete certain necessary due diligence on sites prior to consideration for development within the food or beverage industry. In short, it is necessary that all sites considered for the Proposed Project have already been evaluated from a variety of due diligence perspectives. Because the Carolinas I-95 Super Park does not present a Cultural Resource Identification Survey, a Boundary Survey, a Protected Species Assessment, a Preliminary Geotechnical Exploration, a Topographical Survey, or a Wetlands Delineations, the site does not fulfill the Applicant's fifth minimum characteristic and criterion for the Proposed Project.

Regarding the secondary characteristics and criteria identified by the Applicant as being critical for the successful implementation of the Proposed Project, the site fails to satisfy any of the five (5) additional criteria identified by the Client. In particular, the Property is located in Dillon County, which does not comport with co-Applicant OCDC's mission to recruit capital investment and jobs to Orangeburg County. Second, at approximately 105 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site does not comply with the requirement of being within 25 miles of the I-26/I-95 interchange. Close proximity to established transportation corridors, including Interstate 95, provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. Again, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location outside of 25 miles of the intersection of Interstates 26 and 95 provides a disadvantage for logistical considerations, as compared to the Property, such as turnaround and handling times, same-day transfers, and cost, and the Carolinas I-95 Super Park fails to satisfy this criterion.

Third, while the site is located adjacent to the Inland Port Dillon, ameliorating rail concerns, the site is still located approximately 156 miles from the Port of Charleston, more than the desired 80-mile radius of the Port. Again, certain raw materials, as well as produced product, will arrive from or be transported to the Port of Charleston for domestic and international shipping. A site within access to established interstate truck drayage transportation routes to and from the primary marine container facilities of the Port of Charleston provides logistical efficiencies for incoming and outgoing transportation of products. In particular, proximity via interstate to port terminal facilities where container ships call maximizes the number of truck turns for container drayage (from port to

production/distribution center). In light of the service limitations imposed on truckers (11 hours per day), every additional mile away from the Port of Charleston increases drive times and therefore limits the number of truck turns. Consequently, a nearby deep-water port is a key consideration for the production/distribution facilities like those proposed by the Applicant, and a location within 80 miles of port facilities fits within the service limitation parameters of truckers, while also providing an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost. Given its distance to the Port, the Carolinas I-95 Super Park fails this secondary criterion and presents a less practicable alternative to the Property.

Fourth, the Carolinas I-95 Super Park is currently zoned Rural (RU), which is likely requires rezoning according to the published permitted uses for the zoning designation. As set forth above, counties have taken a more proactive role in managing and planning for future industrial and manufacturing development in light of the growth of the Port of Charleston and other industries that have located in South Carolina to complement that growth. To that end, counties have updated existing comprehensive plans and FLUM's as a planning feature to guide future development. Because counties have invested significant time and resources into the development and adoption of these plans and maps, they are resistant to recommend and adopt individual modifications/amendments to accommodate developments that do not comply with adopted goals and strategies of the area. Thus, compliant zoning is a significant criterion to site selectors, developers and companies like the Client when evaluating the availability and practicability of site alternatives for a project. Locating facilities like the Proposed Project in areas already zoned for business or industrial growth within the comprehensive plan or located in areas that have been identified as strategic employment and transit-oriented areas within adopted FLUM's reduces the uncertainty with those developments, as amendments to the existing zoning and FLUM represents a lengthy and time-consuming process through multiple layers of the local government, the result of which is neither guaranteed to be successful nor fits with the Applicant's desired timeline to meet the need of beginning construction of its facilities in Q1 2026. Accordingly, the Carolinas I-95 Super Park fails this criterion.

Fifth, and with respect to the current availability of onsite utilities, a review of publicly-available information renders inconclusive a determination as to whether the site has immediate access to all required industrial-level utilities. According to data kept by Commerce, the site has access to water, but only through a 12-inch existing line, insufficient for industrial use, has access to sewer, but only through a gravity line, insufficient for industrial use and requiring the installation of a costly development-specific pump station (assuming the City of Dillon has existing capacity), has access to power, although publicly-available Commerce data suggests that it is one (1) mile from the site, and the site does not have immediate access to natural gas. As set forth above, immediate access to utility infrastructure is key both from an operations and timing perspective, as without adequate access to power, water, gas, and sewer with sufficient capacity, no development is possible, and the length of time it would take to get utility easements/rights-of-way to the site would compromise the Applicant's ability to meet the expected construction and operation deadlines for the Proposed Project.

Accordingly, the site fails to meet the fifth secondary characteristic and criterion identified by the Applicant for the Proposed Project.

In addition to the reasons discussed above, certain other aspects of the Carolinas I-95 Super Park site render it a less practicable alternative for the Proposed Project. In particular, while the listed acreage (1,509.35 acres)[38] is large enough to accommodate the Proposed Project, the total amount of acreage is larger than the projected top-end for development of the Proposed Project. Given that the site is privately owned, it is unknown whether a smaller tract in line with the parameters established by the Client would be available, while anything in excess of what it requires would be both cost-prohibitive to acquire and represent a diminishing return on Client's investment given the scope and scale of the Proposed Project. Further, while the site is available, as referenced, the Carolinas I-95 Super Park is privately owned with a minimum sales price of $10,000 per acre (maximum price of $25,000 per acre). For the desired 700 acres, this would require a minimum $7,000,000 in upfront purchase cost for the site ($17,500,000 maximum).[39] By contrast, the Property is owned by the County and is being offered to the Client at a nominal annual lease cost in perpetuity as a part of the incentive package being offered by the County and Commerce. This represents a significant savings for the Client that renders the Carolinas I-95 Super Park less practicable from a cost perspective for the Proposed Project.

Further, at 1,509.35 acres, while the site is conceptually large enough to accommodate the Proposed Project, as shown on **Exhibit F**, the eighteen individual parcels comprising the site's acreage are not all contiguous and instead are randomly spaced in the general vicinity of one another, broken up by adjacent parcels (some developed, some undeveloped), and local roadways. As a result, the site's shape and layout will not accommodate the dense, linear grouping required by the Client for its facilities. In order to conceptually show the Proposed Project on the site, the facilities have been converted to raw acreage format in **Exhibit F** in order to place "the facility" within a contiguous block of acreage of the site. However, Client has provided specifications for its facilities that show a defined, purposeful layout that is linear in nature that reflects the sequencing that is required for accepting and staging raw materials (by rail), production of Client's products, and storage/distribution of finished product. This need is not based on a hypothetical exercise of how a facility might be laid out, but is based on Client's extensive, 100 years-plus experience within the industry, including an established record of success in operating similar facilities in other locations. Client's desired design and layout of its facilities are directly correlated to its operations, as an efficient layout can facilitate an increased flow of work, product, information, and materials around the site; if a facility is not designed with efficiency in mind, it can limit production, slow processes and impact overall profitability.

In order to fit the Proposed Project on the Carolinas I-95 Super Park site, the facilities would need to be redesigned and separated from one another, or artificially contracted in size. However, arbitrary

[38] As noted above, an additional parcel, TMS No. 058-00-00-001 (337.57 acres), is available as a part of the marketed Carolinas I-95 Super Park site.

[39] If the owner required all 1,509 acres to be purchased, this would require a minimum $15,090,000 in upfront purchase cost for the site (maximum $37,725,000).

redesign or artificial contraction of the facilities as a method of either fitting the facilities on a site, or for avoidance and minimization purposes, is incompatible with the scope and scale of operations that the Client seeks to establish by the Proposed Project. As a result, such an exercise would not result in any practicable or feasible alternative to the Property and preferred alternative and layout. Any contraction or reduction in the size of the project components and its buildings would likewise fail to meet the purpose and need identified by the Applicant. In particular, reducing the size of the facilities would potentially render the project incapable of accommodating both subsequent phases, deemed critical to the Client, and the ability to accommodate co-location of supplier opportunities in the future. Not being able to fully construct the subsequent phases of the project, reducing the building footprints to fit on the site or avoid additional onsite special aquatic sites, or eliminating certain of the buildings altogether, would not satisfy the minimum requirements and parameters of the Client. Moreover, such alterations could not be accomplished without substantial shifts to the associated infrastructure for the facilities, including the onsite rail spurs, which has likewise been laid out in a very deliberate fashion based on the operational processes and linear grouping of the facilities. As elements are moved or facilities redesigned, the impacts caused by additional or relocated roads, rail, utilities, and other necessary infrastructure (including stormwater detention basins) would also require redesign and could very likely result in new and incrementally larger impacts to aquatic resources. Consequently, the Carolinas I-95 Super Park site does not represent a feasible or practicable alternative for the Proposed Project.

Regarding impacts to special aquatic sites on the Carolinas I-95 Super Park site, based on the Applicant's review of available delineation information, locating an altered raw-acreage footprint version of the Proposed Project on the site would result in permanent fill impacts to approximately 11 acres of jurisdictional wetlands (45% more than the Property), and approximately 1,750 linear feet of streams, less than the property. Compared to the Property, this alternative site would result in more impacts to jurisdictional wetlands, while streams impacts would be reduced.

Further, the Applicant is not aware that any onsite cultural resource review, protected species assessment, or in-depth wetlands delineation has been conducted; therefore, the existence of unexpected impacts, and the precise number impacts to those resources on the site, are unknown and could be greater.

Based on the fact that the site does not have all required due diligence on-hand, and therefore fails to satisfy one (1) of the five (5) primary characteristics and criteria for the Proposed Project, in addition to its failure to satisfy any of the five (5) secondary characteristics and criteria for the Proposed Project, and the cost to acquire the site is unknown and would be an added expenditure regardless compared to the Property, as well as the fact that locating the Proposed Project on the site would result in substantial reduction and/or reconfiguration of the desired facilities, the Applicant determined that the Carolinas I-95 Super Park Alternative Site 12 property is a less feasible and practicable alternative

which would not fulfill the purpose and need of the Proposed Project. As a result, it was eliminated from consideration through Level 2 of this analysis.

6.2.8 JAB Site West Alternative Site 13

The JAB Site West Alternative Site 13 property was carried through to Level 2 analysis based on its ability to fully satisfy, at the macro-level, four (4) of the five (5) primary characteristics and criteria identified by the Applicant for the Proposed Project. A depiction of an altered raw-acreage footprint version of the site layout for the Proposed Project on the JAB Site West site is provided in **Exhibit G** to this alternatives analysis.

In particular, at 1,203 acres, the JAB Site West site conceptually meets the required minimum 700 greenfield acres that are developable estimated by the Applicant to locate and implement the master plan phased development, along with attendant parking and site infrastructure (interior roadways, stormwater detention basins, etc.), along with sufficient additional acreage to afford Client flexibility to meet future growth opportunities, including expanded or new market segments should market conditions dictate further investment in the future, as well as the ability to accommodate supplier co-location opportunities. Located approximately 5.3 miles away from the Exit 65 interchange of I-77, the site also meets the desired parameter of being located within 10 driving miles of an interstate. The site also has direct onsite or adjacent rail access to a Class 1 carrier via a CXS rail line that runs adjacent to the Southern boundary of the site. Further, at approximately 8.5 miles from Rock Hill, and approximately 11.5 miles from the Main Campus of the York Technical College, the site is located within the desired 15-mile driving distance to an MSA and technical college.

However, as the site is privately owned, the Applicant is not aware whether any of the required due diligence on the site has been completed. Having all required due diligence on-hand for the site is a primary consideration for the Client, given its desire to begin construction in Q1 2026, and the length of time that it takes to complete certain necessary due diligence on sites prior to consideration for development within the food or beverage industry. In short, it is necessary that all sites considered for the Proposed Project have already been evaluated from a variety of due diligence perspectives. Because the JAB Site West site does not present a Cultural Resource Identification Survey, a Boundary Survey, a Protected Species Assessment, a Preliminary Geotechnical Exploration, a Topographical Survey, or a Wetlands Delineations, the site does not fulfill the Applicant's fifth minimum characteristic and criterion for the Proposed Project.

Regarding the secondary characteristics and criteria identified by the Applicant as being critical for the successful implementation of the Proposed Project, the site fails to satisfy four (4) of the five (5) additional criteria identified by the Client. In particular, the Property is located in Chester County, which does not comport with co-Applicant OCDC's mission to recruit capital investment and jobs to Orangeburg County. Second, at approximately 120 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site does not comply with the requirement of being within 25 miles of the I-26/I-95 interchange. Close proximity to established transportation corridors, including Interstate 95,

provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. Again, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location outside of 25 miles of the intersection of Interstates 26 and 95 provides a disadvantage for logistical considerations, as compared to the Property, such as turnaround and handling times, same-day transfers, and cost, and the JAB Site West site fails to satisfy this criterion.

Third, at approximately 173 miles from the Port of Charleston, the JAB Site West site is more than the desired 80-mile radius of the Port. Again, certain raw materials, as well as produced product, will arrive from or be transported to the Port of Charleston for domestic and international shipping. A site within access to established interstate truck drayage transportation routes to and from the primary marine container facilities of the Port of Charleston provides logistical efficiencies for incoming and outgoing transportation of products. In particular, proximity via interstate to port terminal facilities where container ships call maximizes the number of truck turns for container drayage (from port to production/distribution center). In light of the service limitations imposed on truckers (11 hours per day), every additional mile away from the Port of Charleston increases drive times and therefore limits the number of truck turns. Consequently, a nearby deep-water port is a key consideration for the production/distribution facilities like those proposed by the Applicant, and a location within 80 miles of port facilities fits within the service limitation parameters of truckers, while also providing an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost. Given its distance to the Port, the JAB Site West site fails this secondary criterion and presents a less practicable alternative to the Property.

Fourth, the JAB Site West site is currently zoned Industrial, which is compliant with the Proposed Project, satisfying this secondary criterion.

Fifth, a review of publicly-available information renders inconclusive a determination as to whether the site has immediate access to all required industrial-level utilities. According to data kept by Commerce, the site has access to water and sewer through the Chester Metropolitan District and the Chester Sewer District, respectively, although information as to whether the existing water and sewer lines are sufficient for industrial use is undetermined. The site also has access to power via Duke Energy; however, an existing power line easement bisects two portions of the available acreage, which would require the Applicant to relocate service. Finally, the site does not have immediate access to natural gas. As set forth above, immediate access to utility infrastructure is key both from an operations and timing perspective, as without adequate access to power, water, gas, and sewer with sufficient capacity, no development is possible, and the length of time it would take to get utility easements/rights-of-way to the site would compromise the Applicant's ability to meet the expected

construction and operation deadlines for the Proposed Project. Accordingly, the site only partially satisfies the fifth secondary characteristic and criterion identified by the Applicant for the Proposed Project, while capacity issues for utilities would require further investigation and costly upgrades, if necessary.

In addition to the reasons discussed above, certain other aspects of the JAB Site West site render it a less practicable alternative for the Proposed Project. In particular, while the listed acreage (1,023 acres) is large enough to accommodate the Proposed Project, the total amount of acreage is larger than the projected top-end for development of the Proposed Project. Given that the site is privately owned, it is unknown whether a smaller tract in line with the parameters established by the Client would be available, while anything in excess of what it requires would be both cost-prohibitive to acquire and represent a diminishing return on Client's investment given the scope and scale of the Proposed Project. Further, while the site is available, as referenced, the JAB Site West site is privately owned with a listed sales price of $30,000 per acre. For the desired 700 acres, this would require $21,000,000 in upfront purchase cost for the site.[40] By contrast, the Property is owned by the County and is being offered to the Client at a nominal annual lease cost in perpetuity as a part of the incentive package being offered by the County and Commerce. This represents a significant savings for the Client that renders the JAB Site West site less practicable from a cost perspective for the Proposed Project.

Further, at 1,203 acres, while the site is conceptually large enough to accommodate the Proposed Project, as shown on **Exhibit G**, the two individual parcels comprising the site's acreage are not all contiguous and instead are randomly spaced in the general vicinity of one another, broken up by adjacent parcels (some developed, some undeveloped), while the site spans both sides of Interstate 77. As a result, the site's shape and layout will not accommodate the dense, linear grouping required by the Client for its facilities. In order to conceptually show the Proposed Project on the site, the facilities have been converted to raw acreage format in **Exhibit G** in order to place "the facility" within a contiguous block of acreage of the site.[41] However, Client has provided specifications for its facilities that show a defined, purposeful layout that is linear in nature that reflects the sequencing that is required for accepting and staging raw materials (by rail), production of Client's products, and storage/distribution of finished product. This need is not based on a hypothetical exercise of how a facility might be laid out, but is based on Client's extensive, 100 years-plus experience within the industry, including an established record of success in operating similar facilities in other locations. Client's desired design and layout of its facilities are directly correlated to its operations, as an efficient layout can facilitate an increased flow of work, product, information, and materials around the site; if

[40] If the owner required all 1,023 acres to be purchased, this would require $30,690,000 in upfront purchase cost for the site.

[41] For this site alternative, the Proposed Project footprint has increased to approximately 660 acres. The basis for this change (versus the 570 acres shown on the Property) is that, once the facility buildings are separated and broken apart, the associated site requirements and restrictions, including exterior improvements, additional roadways connecting the facilities, increased number of individual stormwater basins, and setback and open space requirements, grow correspondingly, necessitating the increased project footprint.

a facility is not designed with efficiency in mind, it can limit production, slow processes and impact overall profitability.

In order to fit the Proposed Project on the JAB Site West site, the facilities would need to be redesigned and separated from one another, or artificially contracted in size. However, arbitrary redesign or artificial contraction of the facilities as a method of either fitting the facilities on a site, or for avoidance and minimization purposes, is incompatible with the scope and scale of operations that the Client seeks to establish by the Proposed Project. As a result, such an exercise would not result in any practicable or feasible alternative to the Property and preferred alternative and layout. Any contraction or reduction in the size of the project components and its buildings would likewise fail to meet the purpose and need identified by the Applicant. In particular, reducing the size of the facilities would potentially render the project incapable of accommodating both subsequent phases, deemed critical to the Client, and the ability to accommodate co-location of supplier opportunities in the future. Not being able to fully construct the subsequent phases of the project, reducing the building footprints to fit on the site or avoid additional onsite special aquatic sites, or eliminating certain of the buildings altogether, would not satisfy the minimum requirements and parameters of the Client. Moreover, such alterations could not be accomplished without substantial shifts to the associated infrastructure for the facilities, including the onsite rail spurs, which has likewise been laid out in a very deliberate fashion based on the operational processes and linear grouping of the facilities. As elements are moved or facilities redesigned, the impacts caused by additional or relocated roads, rail, utilities, and other necessary infrastructure (including stormwater detention basins) would also require redesign and could very likely result in new and incrementally larger impacts to aquatic resources. Consequently, the JAB Site West site does not represent a feasible or practicable alternative for the Proposed Project.

Regarding impacts to special aquatic sites on the JAB Site West site, based on the Applicant's review of available delineation information, locating an altered raw-acreage footprint version of the Proposed Project on the site would result in permanent fill impacts to approximately 119 acres of jurisdictional wetlands (1,565% more than the Property), and approximately 31,000 linear feet of streams (425% more than the property). Compared to the Property, this alternative site would result in significantly more impacts to jurisdictional wetlands and streams and is more damaging environmental alternative to locating the Proposed Project on the Property.

Further, no onsite cultural resource review, protected species assessment, or in-depth wetlands delineation has been conducted; therefore, the existence of unexpected impacts, and the precise number impacts to those resources on the site, are unknown and could be greater.

Based on the fact that the site does not satisfy one (1) of the (5) primary characteristics and criteria for the Proposed Project, and fails to fully satisfy four (4) of the five (5) additional secondary characteristics and criteria for the Proposed Project, and the cost to acquire the site is unknown and would be an added expenditure regardless compared to the Property, as well as the fact that locating

the Proposed Project on the site would result in substantial reduction and/or reconfiguration of the desired facilities, in addition to significantly greater impacts to both jurisdictional wetlands and streams, the Applicant determined that the JAB Site West Alternative Site 13 property is a less feasible and practicable alternative which would not fulfill the purpose and need of the Proposed Project. As a result, it was eliminated from consideration through Level 2 of this analysis.

6.2.9 Central South Carolina Megasite Alternative Site 14

The Central South Carolina Megasite Alternative Site 14 was carried through to Level 2 analysis based on its ability to partially satisfy, at the macro-level, all five (5) of the primary characteristics and criteria identified by the Applicant for the Proposed Project. A depiction of the site layout for the Proposed Project on the Central South Carolina Megasite is provided in **Exhibit H** to this alternatives analysis.

In particular, of the 1,426 acres listed as developable, the Central South Carolina Megasite meets the required minimum 700 greenfield acres that are contiguous and developable estimated by the Applicant to locate and implement the master plan phased development, along with attendant parking and site infrastructure (interior roadways, stormwater detention basins, etc.), along with sufficient additional acreage to afford Client flexibility to meet future growth opportunities, including expanded or new market segments should market conditions dictate further investment in the future, as well as the ability to accommodate supplier co-location opportunities. Located approximately 0.8 miles from Exit 92 on Interstate 20, the site also meets the desired parameter of being located within 10 driving miles of an interstate. The site also has direct onsite or adjacent rail access to a Class 1 carrier via a CXS rail line that runs adjacent to the Northern boundary of the site. Further, at approximately 7.2 miles from the Kershaw County Campus of the Central Carolina Technical College, the site is located within the desired 15-mile driving distance to a technical college. The site also has all required due diligence on-hand.

Equally critical, however, while the Central South Carolina Megasite complies with the desired distance to a technical college, the site is located beyond the desired 15-mile driving distance to an MSA. At approximately 17 miles from the City of Columbia, this site falls just outside of the desired MSA range and therefore fails one of the components of this minimum criterion for the Proposed Project. As set forth above, proximity to both an MSA and a technical college is necessary to the Client given the number of employees required to operate the facility. Only MSAs with sufficient available workforce can accommodate the labor need based on the critical population mass needed to generate a workforce profile capable of filling out the required employee pool. In addition to population numbers, larger MSAs provide access to the necessary educational institutions required to train and certify workers for jobs in this type of specialized production, through trade and advanced degree schools that work collaboratively with companies to provide curriculums in existing and new technologies critical to the production process. Proximity to a work site and daily commute time factor significantly in a prospective employee's decision-making process to accept and stay in a job, *see* n.11, *supra*. The Client was purposeful in selecting a site within 15 miles of a sufficiently-sized MSA, in order to reduce the

need to recruit workers requiring a re-location or a significant commute time for workers within that labor pool. This consideration was important to the Client in terms of both access to labor, worker health and well-being, as well as serving as an attractive employment opportunity/alternative in close proximity to the MSA. Here, while the site sits just two miles beyond the desired parameter of 15 miles, the site is located outside of the radius the Client identified as being the desired maximum commute mileage from the nearest MSA, and the site is located more than sixteen miles further away from Columbia than the Property is from Orangeburg. Attracting the necessary skilled labor force would therefore be more difficult at the site and require an increased daily commute time for employees from the Columbia MSA, making the site an incrementally less desirable job opportunity to prospective workers in the Columbia MSA, thereby limiting the practicability of the alternative for the Proposed Project. Compared to the Property, which is located 0.5 driving miles from municipal limits of Orangeburg and approximately 7.6 miles from Orangeburg-Calhoun Technical College, the Central South Carolina Megasite, is less a less practicable alternative for the Proposed Project for this reason.

Regarding the secondary characteristics and criteria identified by the Applicant as being critical for the successful implementation of the Proposed Project, the site fails to satisfy three (3) of the five (5) additional criteria identified by the Client. In particular, the Property is located in Kershaw County, which does not comport with co-Applicant OCDC's mission to recruit capital investment and jobs to Orangeburg County. Second, at approximately 49 miles from the I-26 (Exit 169)/Interstate 95 (Exit 86) interchange, the site does not comply with the requirement of being within 25 miles of the I-26/I-95 interchange. Close proximity to established transportation corridors, including Interstate 95, provides access to the facility and end-users of goods contemplated to be produced at and shipped from the Proposed Project. Again, the Southeast is the most populous region in the United States and is currently projected to be the fastest growing population in the country by the United States Census Bureau. Because a major destination for produced products is the growing population cluster between Birmingham-Atlanta-Raleigh-Nashville-Memphis, which is estimated to be close to 35 million people by 2035, as well as up and down the East Coast, nearby access to transportation corridors through which items can be either sourced or delivered, is a requirement. Consequently, a location outside of 25 miles of the intersection of Interstates 26 and 95 provides a disadvantage for logistical considerations, as compared to the Property, such as turnaround and handling times, same-day transfers, and cost, and the Central South Carolina Megasite fails to satisfy this criterion.

Third, at approximately 120 miles from the Port of Charleston, the Central South Carolina Megasite is more than the desired 80-mile radius of the Port. Again, certain raw materials, as well as produced product, will arrive from or be transported to the Port of Charleston for domestic and international shipping. A site within access to established interstate truck drayage transportation routes to and from the primary marine container facilities of the Port of Charleston provides logistical efficiencies for incoming and outgoing transportation of products. In particular, proximity via interstate to port terminal facilities where container ships call maximizes the number of truck turns for container drayage (from port to production/distribution center). In light of the service limitations imposed on

truckers (11 hours per day), every additional mile away from the Port of Charleston increases drive times and therefore limits the number of truck turns. Consequently, a nearby deep-water port is a key consideration for the production/distribution facilities like those proposed by the Applicant, and a location within 80 miles of port facilities fits within the service limitation parameters of truckers, while also providing an advantage for logistical considerations such as turnaround and handling times, same-day transfers, and cost. Given its distance to the Port, the Central South Carolina Megasite fails this secondary criterion and presents a less practicable alternative to the Property.

Fourth, the Central South Carolina Megasite is currently zoned Industrial, which is compliant with the Proposed Project, satisfying this secondary criterion. And fifth, all required utilities are located onsite, satisfying the last secondary criterion.

In addition to the reasons discussed above, certain other aspects of the Central South Carolina Megasite render it a less practicable alternative for the Proposed Project. In particular, while the listed developable acreage (1,426 acres) is large enough to accommodate the Proposed Project, the total amount of acreage is larger than the projected top-end for development of the Proposed Project. Given that the site is privately owned, it is unknown whether a smaller tract in line with the parameters established by the Client would be available, while anything in excess of what it requires would be both cost-prohibitive to acquire and represent a diminishing return on Client's investment given the scope and scale of the Proposed Project. Further, while the site is available, as referenced, the Central South Carolina Megasite is privately owned with a listed sales price of $35,000 per acre. For the desired 700 acres, this would require $24,500,000 in upfront purchase cost for the site.[42] By contrast, the Property is owned by the County and is being offered to the Client at a nominal annual lease cost in perpetuity as a part of the incentive package being offered by the County and Commerce. This represents a significant savings for the Client that renders the Central South Carolina Megasite less practicable from a cost perspective for the Proposed Project.

Regarding impacts to special aquatic sites on the Central South Carolina Megasite, based on the Applicant's review of available delineation information, locating the Proposed Project on the site would result in permanent fill impacts to approximately 16.2 acres of jurisdictional wetlands (213% more than the Property), and approximately 2,420 linear feet of streams, fewer than the Property. Compared to the Property, this alternative site would result in greater impacts to jurisdictional wetlands, but fewer impacts to jurisdictional streams (not accounting for the realignment of JT-1).

With respect to threatened and endangered species, S&ME conducted a protected species assessment of the site on May 12, 2011, which evaluated the site for federally protected species (threatened or endangered) and habitat, including Bald Eagles and Carolina Heelsplitters. The assessment determined that there was no evidence of, or suitable habitat for, federally protected resources in the project area. On May 31, 2011, USFWS concurred in that determination. With respect to state

[42] If the owner required all 1,426 acres to be purchased, this would require $49,910,000 in upfront purchase cost for the site.

protected species, the site contains potential habitat for a number of state protected species, all similar to the Property. Habitat assessments and protocols for each would be required.

With respect to cultural resources, S&ME conducted a CRIS of the site in 2011 and submitted to SHPO on March 21, 2011. During the CRIS, 292 shovel tests were excavated in areas thought likely to contain archaeological sites and pedestrian survey was undertaken along dirt roads and other areas with good ground surface exposure. As a result of the CRIS, seven archaeological sites (38KE1129–38KE1135), two isolated finds (IF-1 and IF-2), and two late twentieth century historic scatters were identified. It was S&ME's opinion that a Phase I survey should be conducted on approximately 192 acres of the project area, which were identified as having a high potential for containing significant archaeological sites, and that Phase II testing be conducted at site 38KE1135 to determine the final NRHP eligibility of the site. Further, a limited architectural survey was conducted during the CRIS and no structures 40 years or older were identified within or adjacent to the project area. By letter dated April 18, 2011, SHPO concurred in the findings of the CRIS and recommendations of S&ME.

S&ME completed the recommended surveying and testing in 2014, providing the Phase I survey to SHPO in October 2014. The Phase I identified eight new archaeological sites (38KE1159 through 38KE1166), three isolated finds (IF-1 through IF-3), two late twentieth century artifact scatters, and two previously recorded archaeological sites were re-located, 38KE1132 and 38KE1135. Phase II testing was not conducted at site 38KE1135 during these investigations. Eight of the archaeological sites (38KE1132, 38KE1159–38KE1163, 38KE1165, and 38KE1166) and the three isolated finds (IF-1–IF-3) were recommended not eligible for inclusion in the NRHP. S&ME further recommended avoidance of sites 38KE1135 and 38KE1164 or, if plans for development will impact either site and avoidance is not possible, additional testing should be conducted at each of the sites. By letter dated November 7, 2014, SHPO concurred in the findings of the Phase I and recommendations of S&ME.

Thereafter, in 2016, S&ME conducted Phase II evaluative testing of site 38KE1135 and 38KE1164, which was submitted to SHPO in September 2016. Therein, S&ME recommended that site 38KE1135 be deemed ineligible for inclusion in the NRHP; however, it determined that site 38KE1164 is eligible for inclusion and recommended avoidance. It further determined that the remainder of the Central South Carolina Megasite contains no historic properties and no additional cultural resources meriting further investigation. By letter dated November 15, 2016, SHPO concurred in the findings and recommendations of S&ME.

Finally, the Central South Carolina Megasite contains an existing elevated water tank in the Northern section of the site containing the largest buildable acreage. The existence of this water tank would prevent the Proposed Project from being located in that area in its current state, and re-locating the tank would present a costly, and time-consuming process, assuming its owner would be amenable to

such a relocation, the result of which is neither guaranteed to be successful nor fits with the Applicant's desired timeline to meet the need of beginning construction of its facilities in Q1 2026.

Based on the fact that the site does not fully satisfy one (1) of the (5) primary characteristics and criteria for the Proposed Project, and fails to satisfy three (3) of the five (5) additional secondary characteristics and criteria for the Proposed Project, and the cost to acquire the site is unknown and would be an added expenditure regardless compared to the Property, uncertainty as to threatened and endangered species, and the relocation of the existing water tank, in addition to greater impacts to jurisdictional wetlands, the Applicant determined that the Central South Carolina Megasite Alternative Site 14 property is a less feasible and practicable alternative which would not fulfill the purpose and need of the Proposed Project. As a result, it was eliminated from consideration through Level 2 of this analysis.

Level 2 Conclusion:

Below, is a table that summarizes how each of the alternatives carried forward into Level 2 of this analysis fared with respect to the secondary characteristics and other considerations relevant to the Applicant's evaluation of the sites as feasible and practicable alternatives for the Proposed Project:

	Level 2 Criteria	O'burg Power Site	SC Gateway	Southern Carolina Ind. Campus	Pennyroyal Ind. Park	I-77 Int'l Megasite	Carolinas I-95 Super Park	JAB Site West	Central SC Megasite
Primary Characteristics and Criteria	700-1,000 acres	●	●	●	●	●	●	●	●
	Within 10 miles of Interstate	●	●	●	○	●	●	●	●
	Onsite/Adjacent Class 1 Rail	●	●	●	●	●	●	●	●
	Located w/in 15 Miles of Skilled Work Force & Tech School	●	○	Ø	●	Ø	●	●	Ø
	All Required Due Diligence On-hand	●	●	●	●	●	○	○	●
Secondary Characteristics and Criteria	Located in Orangeburg County	●	●	○	○	○	○	○	○
	Within 25 miles of I-26/I-95 Interchange	●	●	○	○	○	○	○	○
	Within 80 miles of Port of Charleston	●	●	Ø	●	○	○	○	○
	Compatibility with Existing Zoning/Land Use Plans	●	●	●	●	●	○	●	●
	Immediate Access to Utilities	●	●	●	●	Ø	○	Ø	●
404(b)(1) Guidelines and Other Considerations	Availability	●	●	●	●	●	○	○	○
	Cost/Efficiency Factors	●	○	○	●	●	○	○	○
	Logistics	●	●	○	○	○	○	○	○
	Environmental (In comparison to Preferred Alternative)	N/A	○	○	Ø	Ø	Ø	○	Ø
	Certainty as to Cultural Resources and T&E	●	○	Ø	○	●	○	○	●

●	=	passes criterion
○	=	fails criterion
Ø	=	partially passes criterion

Consideration of these alternatives reveals that there are no practicable alternatives available to the Applicant, which meet the project purpose and needs, that do not include impacts on special aquatic sites. Moreover, of the range of reasonable alternatives considered by the Applicant, the Orangeburg Power Site Alternative Site 1 property is uniquely capable of accommodating the Applicant's characteristics and criteria, all while minimizing its environmental impact.

6.3 Level 3 Analysis

Level 3 of the Alternatives Analysis traditionally focuses on the site layout in terms of positioning the proposed project within the site in a manner that incorporates the considerations of accessibility, efficiency, and the site's environmental impacts. Consideration of site-specific alternatives was constrained by the size and scope of the project overlaid on the size and shape of the Property, along with the specific design configuration requirements given food and beverage developments, generally, the Client's specifications for the facilities, specifically, as well as other considerations associated with the required location of the onsite rail spur and existing special aquatic features.

Among the aspects of the site that presented restrictions dictating the location and design of the facilities, first, as described above, the minimum acreage required for the Proposed Project was driven, in part, by accounting for the existence of special aquatic features on the site. For food or beverage companies, sufficient acreage is required due to the nature of that type of production. Specifically, both food and beverage companies have strict protocols for their production facilities due to public health and safety concerns associated with production of consumable goods. This includes locating facilities in contained environments not susceptible to flooding or water intrusion, with sufficient distance to onsite or nearby aquatic features that could lead to contamination of the production process and products. Greenfield sites, like the Property and offsite alternatives evaluated by the Applicant, are preferred given the blank slate that they present. Attempting to re-purpose existing facilities is both costly and logistically challenging, given the difficulties imposed by up-fitting those sites to the required specifications for the minimum thresholds that are a prerequisite for the heavy production equipment involved in the production process, as well as laying out a facility design to match the production process, rather than attempt to match the production process to an existing configuration. Here, as discussed in more depth below, the majority of the buildable acreage of the Property is centrally located, with the site's jurisdictional wetland features located on the Eastern side of the Property. Thus, in order to avoid the contamination issues associated with nearby or adjacent undisturbed aquatic features, the planned production facilities needed to be centrally located, away—or adequately buffered—from those wetlands.

Second, as also referenced above, the Proposed Project includes a new, onsite rail spur from an existing Norfolk Southern rail line to the West of U.S. Highway 21 on the Western border of the

Project Area. The rail spur is proposed to cross over U.S. Highway 21 and enter the Property in the Southwest corner of the site, progressing along the Southern border South of the proposed development, with additional spurs accessing the Southern part of the Phase I facility development and to the East of the development. The location of the rail spur's entrance to the site was arrived at through coordination with Norfolk Southern and SCDOT, who determined that crossing U.S. Highway 21 at the location proposed was preferred in order to maintain the safety of South Carolina Roadways. Thus, the location of the rail spur entrance is a site-specific constraint dictating that the proposed development be located in the site to the North of the rail spur, rather than closer to the Southern boundary of the Property.

Further, once on the site, placement of the additional spurs servicing the facilities were dictated by further logistical considerations. Immediate or substantial curvature of the rail track is problematic based on the horizontal and vertical limitations of the track, preventing anything resembling a 90-degree turn. The radius of a curve on a track should generally not be more than 10 degrees in order to allow for mainline engines and intermodal railcars to traverse safely around the curve. Multiple-well articulating intermodal railcars, which are the expected type of railcars that likely will be servicing the site, and which are often longer than standard railcars, cannot traverse tighter degree curves that shorter railcars can, even at the lower speeds that are seen in city limits. With curves tighter than 10 degrees and longer railcars, the possibility of derailments occurring grows exponentially. In order to reduce such risk, a substantial leads to the tie-in points of the additional spurs are required in order to soften these curves.

Moreover, the more onsite track that is required to reach the desired tie-ins to the facilities, the more costly the rail component of the Proposed Project becomes. As a result, the Client sought to locate the proposed facilities of the development as geographically close to the rail spur as feasible in order to reduce the cost of the rail spurs required. In turn, locating the facilities further South on the Property would provide the salient benefit of freeing up the Northern acreage of the site for other development, including future supplier co-location options, as well as being able to utilize the existing entrance to the Property off of Highway 21 for the proposed truck entrance, reducing the cost associated with creating and/or modifying multiple new entrances.

With respect to the site's aquatic features, the majority of the Property's block of buildable acreage has minimal jurisdictional wetlands (with the exception of small JW-7, consisting of 0.425 acres). As referenced above, the largest jurisdictional wetlands on the Property are located on the Eastern boundary of the site, including JW-1 (1.48 acres), JW-2 (7.56 acres), and JW-3 (8.277 acres), as well as additional wetland features called jurisdictional as a part of a recent delineation submitted as a part of the application for the Proposed Project, including Wetland A (7.82 acres), Wetland B (4.07 acres), Wetland C (0.21 acres), Wetland D (7.17 acres), and Wetland E (30.87 acres). As a result, when viewed through the lens of the potential contamination issues associated with food or beverage production nearby or adjacent to undisturbed aquatic features, the wetlands on the Eastern boundary of the site served as an additional restriction to the development, factoring into the analysis of potential site

alternatives and necessitating the shift of the facilities of the preferred alternative further West to the central block of buildable acreage.

Accommodating that shift, however, would result in avoidable impacts to the other primary aquatic feature on the site: JT-1, an approximately 9,183 linear foot jurisdictional tributary that enters the Property in the Northwest corner and runs diagonally through the middle of the Property in a Southeast direction, before serving as the boundary of the site on the acreage that fronts on Weatherford Road. Due to the 570-acre limits of disturbance for the Proposed Project, which, as discussed above, is a functionality-driven block shape that prevents individual pieces (or buildings) from being split apart and repositioned throughout the upland acreage of the site, avoidance of impacts to JT-1 would not be feasible absent shrinking the size of the Proposed Project's limits of disturbance. However, as discussed in more depth below, artificially reducing the overall size of the Proposed Project would fail to meet the purpose and need of the Proposed Project identified by the Client and established above. Further, even if the components of the overall project could be separated and re-positioned in different locations of the site in order to avoid impacts to JT-1 (which, as discussed below, they cannot), due to the fact that the tributary splits the primary build acreage of the site into two separate parts, the re-positioned facilities would still be too close in proximity to undisturbed JT-1 aquatic feature, which is not conducive to the sanitary production requirements within the food or beverage space. And given the location of the rail spur entrance to the Property, if any portion of the separated facilities was located to the Northeast of JT-1, impacts to the tributary due to a rail spur crossing would be unavoidable in any event. Based on the location of JT-1, the size of the Proposed Project facilities, and the location of the majority of the jurisdictional wetlands, the Applicant has determined that certain impacts to JT-1 are unavoidable.

Notwithstanding, the Applicant undertook an extensive analysis of JT-1 to determine its current functionality in an effort to relocate the feature to a different area of the site away from the proposed development. The purpose of this analysis was two-fold. First, a certain amount of offsite water is conveyed onto the Property from adjacent parcels (across Highway 21) via JT-1 as it enters the Northwest corner of the site. The ability to handle that conveyance in the future was therefore necessary, and prevents a fill-with-no-replacement alternative. Second, in light of the Proposed Project's addition of impervious surface to the Property, proper conveyance of stormwater originating on the developed site, post-construction, is also required.

To that end, the Applicant conducted an assessment of the existing conditions of JT-1 (Crum Branch), as well as JW-3 and JW-7, which contribute to the flow of JT-1. The Applicant utilized various assessment protocols, including the South Carolina Stream Quantification Tool (SQT), Low Gradient Stream Assessment Forms, and other guidance in the SOP for the assessment, a copy of which was included in the Application as Appendix VI. For JW-3 and JW-7, both of which are proposed to be impacted by the Proposed Project, those wetlands were evaluated to be *Partially Impaired*. These wetlands were clearcut in 2021 and are currently Palustrine Emergent (PEM) wetlands. As for JT-1, based on review of historic aerial photography and U.S. Geological Survey (USGS) topographic

mapping, the feature has been straightened in the past to accommodate on-site agricultural and silvicultural activities. Low Gradient Stream Assessment Forms indicate that JT-1 is currently *Impaired*, with scores ranging from 8.5 to 10.25. Low pool variability, low habitat stability/availability, sediment deposition, channel alternation, and narrow riparian width zones were noted as impairments to the feature. The SQT assessment indicated the various reaches of JT-1 were *Functioning at Risk*, with scores ranging from 0.41 to 0.48. Vertical confinement, entrenchment with steep banks, no floodplain access during flood events, and inability to effectively transport sediment were noted as major impairments to the feature.

In an effort to minimize impacts to JT-1, despite its status as impaired, and in order to provide proper conveyance of offsite and onsite stormwater, the Applicant has proposed to re-locate and realign the feature to the Western perimeter of the site, proceeding South roughly parallel to Highway 21, with three proposed crossings (two roadways and the rail spur), turning the feature East in the Southeast corner of the site and proceeding parallel along the Southern boundary of the Property before re-tying into JT-1. The realigned JT-1 will be longer in length than its current state (approximately 9,600 linear feet, versus 9,183 linear feet. As shown in the submitted project plans, the crossings of the realigned JT-1 are proposed to be be a 36-inch, reinforced concrete pipe for the proposed truck entrance in the Northwest corner of the site (accessed via the existing Property entrance on Highway 21), a 5-ft x 4-ft box culvert under the proposed employee entrance off of Highway 21 in the middle of the site, and a 6-ft x 4-ft box culvert for the rail spur crossing in the Southwest corner of the site. At each of the curves of the realigned feature, rip-rap and scour protection will be placed to ensure adequate conveyance.

The result of all of the foregoing is that amount of available, developable acreage is constrained. Short of artificially reducing the size of the Proposed Project, which is neither economically and practicably feasible nor consistent with the purpose and need of the project, additional avoidance and minimization of the impacts associated with the Proposed Project is rendered difficult given the acreage requirements for the facilities.

With respect to the layout of the facilities themselves, the Proposed Project plans demonstrate Client's desired layout of the facilities in a linear grouping that reflects the sequencing that is required for accepting and staging raw materials (by rail), production of Client's products, and storage/distribution of finished product. This need is not based on a hypothetical exercise of how a facility might be laid out, but is based on Client's extensive, 100 years-plus experience within the industry, including an established record of success in operating similar facilities in other locations. Client's desired design and layout of its facilities are directly correlated to its operations, as an efficient layout can facilitate an increased flow of work, product, information, and materials around the site; if a facility is not designed with efficiency in mind, it can limit production, slow processes and impact overall profitability. Arbitrary redesign or artificial contraction of the facilities as a method of avoidance and minimization is incompatible with both these concepts and the scope and scale of operations that the Client seeks to establish by the Proposed Project; therefore, they would not result in any practicable or feasible alternative to the preferred alternative and layout. Any contraction or reduction in the size of the

project components and its buildings would likewise fail to meet the purpose and need identified by the Applicant. In particular, an artificial reduction in facility size would potentially render the project incapable of accommodating both subsequent phases, deemed critical to the Client, and the ability to accommodate co-location of supplier opportunities in the future. Not being able to fully construct the subsequent phases of the project, reducing the building footprints to avoid additional onsite special aquatic site, or eliminating certain of the buildings altogether, would not satisfy the minimum requirements and parameters of the Client. Moreover, such alterations could not be accomplished without substantial shifts to the associated infrastructure for the facilities, including the onsite rail spurs, which has likewise been laid out in a very deliberate fashion based on the operational processes and linear grouping of the facilities. As elements are moved or facilities redesigned, the impacts caused by additional or relocated roads, rail, utilities, and other necessary infrastructure (including stormwater detention basins) would also require redesign and could very likely result in new and incrementally larger impacts to aquatic resources.

However, as noted above, in an effort to avoid and minimize additional impacts to aquatic sites, the Client has proposed a two-story design to its facilities (totaling approximately 150,000/sf of second story space above the 700,000/sf ground level). Adding a second story, rather than expanding horizontally, allows Client to both avoid additional impacts, and increase efficiencies of the production process through co-location of multiple processes within the same footprint.

The Client's investment in South Carolina generally, and the Proposed Project specifically, is premised on its ability to recoup its investment through the attainment of certain production goals based on current and projected industry demand. As such, reducing the production capacity of the facility through an arbitrary reduction of individual building footprints or the overall project size would place the Client investment at risk, while also impeding the Client's ability to accept and stage raw materials, produce its products, and store/distribute finished product to consumers. *See* 46 Fed. Reg. 18026 (March 23, 1981) (dictating that under NEPA, reasonable alternatives include those that are practical or feasible from a technical and economic standpoint and using common sense, rather than simply desirable from the standpoint of the applicant). Client's extensive experience and the required production process has dictated the proposed sequencing and shape of facilities that flow in the order designated, effectively preventing the re-location of specific component parts of the overall facility in order to fit the shape or size of a site.

The Applicant worked extensively with the Client in order to position the required facilities in a way that avoided and minimized the maximum number of areas of aquatic features, as well as minimized the scope of unavoidable impacts to those features to the maximum extent possible, while still fulfilling the purpose and need of the project, including the required layout of the project facilities. In total, the plans for the Proposed Project calls for unavoidable fill impacts to 7.605 acres of jurisdictional wetlands (7.18 acres of JW-3; and 0.425 acres of JW-7) and 19.16 acres of non-jurisdictional wetlands (1.46 acres of NJW-D; 10.01 acres of NJW-H; 3.51 acres of NJW-G; 2.05 acres of NJW-F; 1.07 acres

of NJW-E; and 0.98 acres of NJW-I), as well as unavoidable morphological impacts to 7,300 linear feet of JT-1.

With respect to cultural resources, the Applicant's consultants have conducted broad cultural resource identification surveys of the Property and have consulted extensively with SHPO regarding the results. As a result of those surveys and consultations, no effect on historic properties is expected and SHPO concurred with the respective report recommendations on February 20, 2025.

Regarding state and federal threatened and endangered species, as a result of the protected species habitat assessments for the Property conducted by the Applicant in consultation with the USFWS and SCDNR, the Applicant has determined that: (1) the Property does not provide suitable habitat for the bald eagle, red-cockaded woodpecker, shortnose sturgeon, and Atlantic sturgeon, and the Proposed Project will have "no effect" on these species; (2) the Property contains suitable habitat for Canby's dropwort in multiple depressional wetlands; however, no individuals were observed during the survey and the Proposed Project is not expected to impact or disturb this species; (3) the Property contains potential habitat for the monarch butterfly on the edges of the agricultural fields, roadside rights-of-way, and other open areas of the Project Area; however, milkweed was not observed during site visits and the Proposed Project is not expected to impact or disturb this species; (4) the Property contains potential summer roosting habitat for the Tricolored bat in the remaining wooded areas surrounding the various drainage features where trees; however, the Tricolored bat is not currently a federally-listed species and the Applicant and/or the Client will engage in further consultation with USFWS should it be listed; and (5) the Property contains potential for spotted turtle habitat; however, VRA conducted by the Applicant so no evidence of turtles and the habitat was rated as only moderately suitable, but the Applicant intends on adhering to the SCDNR clearing guidelines for the moderately suitable spotted turtle habitat.

The site layout alternatives that follow reflect different iterations of the Proposed Project that were prepared for and considered by the Client during its evaluation of the Property. Certain of the alternatives were preliminary in nature and did not include each of the features eventually determined by the Client as being required to fulfill the purpose and need of the Proposed Project, or were not fully design-engineered to show required infrastructure (grading plans, stormwater detention basins, etc.). Following submission of the alternatives analysis on August 15, 2025, and the receipt of comments from reviewing agencies, the Applicant updated the site layout alternative figures to add labeling to identified components of the project, as well as conducted a baseline engineering review of infrastructure that would be required for each of the alternatives, in order to provide an appropriate apples-to-apples comparison of the various site alternatives. No additional impacts to aquatic features were added; rather, these updated figures reflect the minimum final criteria determined by the Client, along with preliminary design-engineering and labeling. Attached to this updated alternatives analysis are updated site layout exhibits for each of the iterative alternatives considered by the Client.

6.3.1 Site Layout Alternative 1 – Preferred Alternative Site Layout

Site Layout Alternative 1, the Preferred Alternative Site Layout, depicted in the Applicant's application and attached to the Application as **Exhibit I**, is the preferred site layout for the Proposed Project.

Site Layout Alternative 1 positions the project site and buildings centrally within the available acreage. Positioning the Proposed Project in such a way allows the Applicant to avoid impacts to a number of aquatic features, including: JW-1 (1.48 acres), JW-2 (7.56 acres), JW-4 (7.84 acres), JW-5 (0.10 acres), JW-6 (1.39 acres), JT-2 (1,307 linear feet), JT-3 (661 linear feet), and JT-4 (2,169 linear feet), from the approved jurisdictional determination, as well as Wetland A (7.82 acres), Wetland B (4.07 acres), Wetland C (0.21 acres), Wetland D (7.17 acres), Wetland E (30.87 acres), and NWW-1 (2,413 linear feet), from the recent delineation submitted with the application for concurrence. Positioning the Proposed Project in such a way also allows the Applicant to minimize impacts to JW-3 (avoiding 1.097 of 8.277 acres). Finally, re-locating JT-1 to the perimeter of the site lengthens the feature by 417 linear feet (from 9,183 to 9,600 linear feet), while 1,883 linear feet of JT-1 are avoided altogether. Based on the Applicant's efforts to avoid impacts to aquatic features to the maximum extent possible, Site Layout Alternative 1 avoids impacts to 8,433 linear feet of onsite jurisdictional streams and tributaries,[43] 69.605 acres of jurisdictional wetlands, and 3.13 acres of non-jurisdictional wetlands. Below is a table setting forth the avoidance and minimization of onsite special aquatic sites under Site Alternative 1:

Avoidance and Minimization Matrix	**Site Layout Alternative 1 Preferred Alternative Site Layout**
Permanent Fill Impacts to Jurisdictional Wetlands	7.605 acres
Permanent Fill Impacts to Non-Jurisdictional Wetlands	19.16 acres
Avoidance Jurisdictional Wetlands	69.605 acres
Avoidance Non-Jurisdictional Wetlands	3.13 acres
Morphologic Impacts to Jurisdictional Streams/Tributaries	7,300 linear feet
Avoidance Streams/Tributaries	8,433 linear feet

[43] Not accounting for the realigned length of JT-1 of 9,600 linear feet.

The location of the specific facilities in Site Layout Alternative 1 also meets the expectations and needs of Client and accommodates the desired size, density, and linear grouping that is necessary for a new rail-served production and distribution facility in the food or beverage industry. In particular, the Phase I facilities are laid out in a linear, horizontal fashion, with proposed employee parking and spaces to the West, production and distribution facilities to the East, loading docks and truck/trailer parking spaces immediately South of the production/distribution facilities, and a rail spur entering the facility from the South. In addition, the Client will utilize the existing entrance to the Property from Highway 21 as a truck entrance, with a dedicated truck road looping around the facility and future phases-area, tying into the truck/trailer parking area. Employees will access the site through a new entrance off Highway 21, South of the future truck entrance. The proposed rail spur will enter the site in the Southwest corner, proceeding in an Easterly direction with accompanying staging tracks, a spur extending to the North to the Phase I facility, and additional future rail alignment tracks looping around the truck road to provide rail service to future phases of the facility. Finally, appropriately-sized stormwater detention basins have been engineered and are proposed to the South of the facilities for Phase I, as well as to the Southeast, East and North of the future phases of the facilities. Other features shown on Site Layout Alternative 1 include additional employee parking areas to the North of the Phase I employee parking, accessible from the employee entrance off of Highway 21 and serving the future phases of the project, future loading docks and truck/trailer parking for future phases to the South and East of the future phases area, as well as an additional roadway exiting the site onto Weatherford Road, to be constructed and utilized based on demand from the future phases and/or future co-located supplier needs. All of the infrastructure for the Proposed Project has been master-planned to seamlessly accommodate the future phases of the Proposed Project, which are laid out to largely mimic the size and capabilities of Phase I, providing additional capacity to the Client based on market conditions and allowing Client to scale its operations. Locating the project as a whole, and Phase I specifically, in the proposed manner allows for the master plan concept desired by Client to be fully implemented, thus fulfilling the purpose and need for the Proposed Project.

In sum, due to the size and desired alignment of the Proposed Project, as dictated by Client, combined with Applicant's desire to fulfill its respective purposes and responsibilities to pursue such actions and projects that meet the long-term strategic needs of the State, the County, the surrounding community, and consumers of Client's products, including the contribution to economic development in South Carolina broadly, and Orangeburg County specifically, through the cultivation and stimulation of the types of facilities proposed here, the Preferred Alternative Site Layout best fulfills the project's purpose and need while maintaining the maximum amount of existing hydrologic features of the site and is the Applicant's preferred alternative.

6.3.2 Site Layout Alternative 2

Site Layout Alternative 2, depicted in the Applicant's application and attached to this analysis as **Exhibit J**, was an iterative site layout developed by the Applicant for the project facilities during the course of evaluating the feasibility of the Proposed Project at the Property.

Site Layout Alternative 2 similarly positions the project site and buildings centrally within the available acreage. Positioning the Proposed Project in such a way would allow the Applicant to avoid impacts to a number of aquatic features (similar to Site Layout Alternative 1), including: JW-4 (7.84 acres), JW-5 (0.10 acres), JW-6 (1.39 acres), JT-3 (661 linear feet), and JT-4 (2,169 linear feet), from the approved jurisdictional determination, as well as Wetland A (7.82 acres), Wetland B (4.07 acres), Wetland C (0.21 acres), Wetland D (7.17 acres), Wetland E (30.87 acres), and NWW-1 (2,413 linear feet), from the recent delineation submitted with the application for concurrence. Positioning the Proposed Project in such a way also allows the Applicant to minimize impacts to JW-1 (avoiding 1.068 acres), JW-2 (avoiding 6.205 acres), JT-1 (avoiding 1,883 linear feet), and JT-2 (avoiding 603 linear feet). Finally, re-locating JT-1 to the perimeter of the site lengthens the feature by 894 linear feet (from 9,183 to 10,077 linear feet), while 1,883 linear feet of JT-1 are avoided altogether. Based on the Applicant's efforts to avoid impacts to aquatic features to the maximum extent possible, Site Layout Alternative 2 avoids impacts to 7,728 linear feet of onsite jurisdictional streams and tributaries,[44] 66.741 acres of jurisdictional wetlands, and 3.13 acres of non-jurisdictional wetlands. Below is a table setting forth the avoidance and minimization of onsite special aquatic sites under Site Alternative 2:

[44] Not accounting for the realigned length of JT-1 of 10,077 linear feet.

Avoidance and Minimization Matrix	**Site Layout Alternative 2**
Permanent Fill Impacts to Jurisdictional Wetlands	10.469 acres
Permanent Fill Impacts to Non-Jurisdictional Wetlands	19.16 acres
Avoidance Jurisdictional Wetlands	66.741 acres
Avoidance Non-Jurisdictional Wetlands	3.13 acres
Fill/Morphologic Impacts to Jurisdictional Streams/Tributaries	8,005 linear feet
Avoidance Streams/Tributaries	7,728 linear feet

However, when compared to Site Layout Alternative 1, this iterative design of the Proposed Project considered by the Applicant increased the number of impacts to both jurisdictional wetlands (by 2.864 acres) and jurisdictional tributaries (by 705 linear feet).

This alternative site layout evaluated the possibility of a single story Phase I for the project, increasing its footprint, as well as fully separating the phases of the project from the Future Expansion/Supplier Co-location facilities, which pushed those futures phases further North within the site. In turn, this prevented the Client from being able to utilize the existing entrance to the Property off of Highway 21 as its truck access, and necessitated the creation of a new entrance further in the Northwest corner of the site, positioning the roadway correspondingly further North. In addition, bringing the rail spur around the Eastern side of the facilities and running it adjacent to the Northern boundary of the Future Expansion/Supplier Co-location area (in order to provide rail access to those phases of the project) would require the roadway to have a wider turn radius in the Northeast limits of disturbance for the project, in turn pushing the roadway further into JW-3 and causing impacts to JW-1 and JW-2. Moreover, providing rail access to future phases of the Proposed Project increases spur lengths and corresponding cost of rail for this alternative, causing it to have the highest rail cost of all considered alternatives, including Site Layout Alternative 1. Further, by pushing the development further North in the site, Site Layout Alternative 3 significantly limits the space available to the North. Ultimately, the Client preferred a two-story Phase I, as well as the tighter grouping of the proposed facilities as shown in Site Layout Alternative 1. A less desirable layout, combined with the greater impacts to special aquatic sites and increased costs, rendered Site Layout Alternative 2 a less feasible

and practicable layout alternative than the preferred Site Alternative 1. Due to the Applicant's aspiration to avoid and minimize these additional impacts, as well as achieve its desired facility configuration, continuity, and layout of operations, the Applicant determined that Site Layout Alternative 2 was a less feasible and practicable alternative and did not fulfill the purpose and need of the Proposed Project.

6.3.3 Site Layout Alternative 3

Site Layout Alternative 3, depicted in the Applicant's application and attached to this analysis as **Exhibit K**, was an iterative site layout developed by the Applicant for the project facilities during the course of evaluating the feasibility of the Proposed Project at the Property.[45]

Site Layout Alternative 3 similarly positions the project site and buildings centrally within the available acreage. Positioning the Proposed Project in such a way would allow the Applicant to avoid impacts to a number of aquatic features (similar to Site Layout Alternatives 1 and 2), including: JW-4 (7.84 acres), JW-5 (0.10 acres), JW-6 (1.39 acres), JT-3 (661 linear feet), and JT-4 (2,169 linear feet), from the approved jurisdictional determination, as well as Wetland A (7.82 acres), Wetland B (4.07 acres), Wetland C (0.21 acres), Wetland D (7.17 acres), Wetland E (30.87 acres), and NWW-1 (2,413 linear feet), from the recent delineation submitted with the application for concurrence. Positioning the Proposed Project in such a way also allows the Applicant to minimize impacts to JW-1 (avoiding 1.068 acres), JW-2 (avoiding 6.06 acres), JT-1 (avoiding 1,883 linear feet), and JT-2 (avoiding 526 linear feet). Finally, similar to Site Layout Alternative 2, re-locating JT-1 to the perimeter of the site lengthens the feature by 894 linear feet (from 9,183 to 10,077 linear feet), while 1,883 linear feet of JT-1 are avoided altogether. In sum, this is a slightly more impactful layout than Site Layout Alternative 2 and incrementally more impactful layout than Site Layout Alternative 1. Based on the Applicant's efforts to avoid impacts to aquatic features to the maximum extent possible, Site Layout Alternative 3 avoids impacts to 7,651 linear feet of onsite jurisdictional streams and tributaries,[46] 66.596 acres of jurisdictional wetlands, and 3 acres of non-jurisdictional wetlands. Below is a table setting forth the avoidance and minimization of onsite special aquatic sites under Site Alternative 3:

[45] As referenced above, the figure for Site Layout Alternative 3 (Exhibit K) has been updated to add labeling of the features. In addition, the Applicant conducted a baseline engineering review of infrastructure that would be required for this alternative, which included the addition of a stormwater detention basin to the East of the entrance roadway in order to retain and convey stormwater generated by the future phases and future expansion/supplier co-location.

[46] Not accounting for the realigned length of JT-1 of 10,077 linear feet.

Avoidance and Minimization Matrix	**Site Layout Alternative 3**
Permanent Fill Impacts to Jurisdictional Wetlands	10.614 acres
Permanent Fill Impacts to Non-Jurisdictional Wetlands	19.29 acres
Avoidance Jurisdictional Wetlands	66.596 acres
Avoidance Non-Jurisdictional Wetlands	3.00 acres
Fill/Morphologic Impacts to Jurisdictional Streams/Tributaries	8,082 linear feet
Avoidance Streams/Tributaries	7,651 linear feet

However, when compared to Site Layout Alternative 1, this iterative design of the Proposed Project considered by the Applicant increased the number of impacts to both jurisdictional wetlands (by 3.009 acres) and jurisdictional tributaries (by 782 linear feet).

This alternative site layout presents a tighter alignment of the proposed facilities in line with the Client's ultimate preference; however, the overall size of the facilities are larger. Similar to Site Layout Alternative 2, this alternative evaluated the possibility of a single story Phase I for the project, here shown separated by loading docks, which increased its footprint compared to the preferred alternative. Due to the increased size, the facilities are pushed the furthest North of all of the evaluated layouts. This likewise pushes the entrance roadway further North, preventing the Client from being able to utilize the existing entrance to the Property off of Highway 21. However, this alternative evaluated the possibility of providing rail access to the project on the Western boundary of the site; as shown, the rail spur enters the site in the same location as the preferred alternative, but turns to the North. Without the rail spur looping around to the Northern side of the facilities, as shown in Site Layout Alternative 2, this allowed the roadway to more closely align with the facilities, and also allowed a tighter turn radius of the roadway in the Northeast limits of disturbance for the project. However, rail access would be limited to Phase I of the project, rather than future phases, given the desire to locate the Future Expansion/Supplier Co-location area closer to the Property entrance. Further, in order to provide sufficient space for the rail spur on the Western side of the facilities, this pushed the facilities further East into JW-3 and causing impacts to JW-1 and JW-2. Ultimately, the Client preferred a two-story Phase I, as well as the tighter grouping of the proposed facilities as shown in

Site Layout Alternative 1, even with a smaller footprint. A less desirable layout, lack of rail access to future phases of the project, combined with the greater impacts to special aquatic sites, rendered Site Layout Alternative 3 a less feasible and practicable layout alternative than the preferred Site Alternative 1. Due to the Applicant's aspiration to avoid and minimize these additional impacts, as well as achieve its desired facility configuration, continuity, and layout of operations, the Applicant determined that Site Layout Alternative 3 was a less feasible and practicable alternative and did not fulfill the purpose and need of the Proposed Project.

6.3.3 Site Layout Alternative 4

Site Layout Alternative 4, depicted in the Applicant's application and attached to this analysis as **Exhibit L**, was an iterative site layout developed by the Applicant for the project facilities during the course of evaluating the feasibility of the Proposed Project at the Property.[47]

Site Layout Alternative 4 similarly positions the project site and buildings centrally within the available acreage. Positioning the Proposed Project in such a way would allow the Applicant to avoid impacts to a number of aquatic features (similar to Site Layout Alternatives 1, 2, and 3), including: JW-4 (7.84 acres), JW-5 (0.10 acres), JW-6 (1.39 acres), JT-3 (661 linear feet), and JT-4 (2,169 linear feet), from the approved jurisdictional determination, as well as Wetland B (4.07 acres), Wetland C (0.21 acres), Wetland D (7.17 acres), Wetland E (30.87 acres), and NWW-1 (2,413 linear feet), from the recent delineation submitted with the application for concurrence. Positioning the Proposed Project in such a way also allows the Applicant to minimize impacts to JW-1 (avoiding 1.068 acres), JW-2 (avoiding 3.91 acres), Wetland A (avoiding 4.58 acres), JT-1 (avoiding 1,883 linear feet), and JT-2 (avoiding 306 linear feet). Finally, similar to Site Layout Alternatives 2 and 3, re-locating JT-1 to the perimeter of the site lengthens the feature by 894 linear feet (from 9,183 to 10,077 linear feet), while 1,883 linear feet of JT-1 are avoided altogether. In sum, this is a moderately more impactful layout than Site Layout Alternatives 2 and 3, and significantly more impactful layout than Site Layout Alternative 1. Based on the Applicant's efforts to avoid impacts to aquatic features to the maximum extent possible, Site Layout Alternative 4 avoids impacts to 7,431 linear feet of onsite jurisdictional streams and

[47] As referenced above, the figure for Site Layout Alternative 4 (Exhibit L) has been updated to add labeling of the features. In undertaking that exercise with the Client, it was observed that this iterative site layout did not include a development area identified for future expansion/supplier co-location. An area within the development footprint for future expansion/supplier co-location was identified in the purpose and need statement of the Applicant, determined by the Client to be a necessary component of the Proposed Project, and was reflected in the 700-acre minimum acreage of the primary characteristics and criteria for the Proposed Project. In considering various alternative layouts for the Property, Site Layout Alternative 4 was not progressed by the Client for consideration due to its increased level of impacts, as well as process-related considerations associated with having separation (reflected by the loading docks and truck/trailer parking spaces) between the production and distribution components of the facilities. However, in order to reflect the minimum characteristics identified by the Client and provide a truer comparison of this alternative to the preferred alternative, this figure was updated.

tributaries,[48] 61.206 acres of jurisdictional wetlands, and 3.21 acres of non-jurisdictional wetlands. Below is a table setting forth the avoidance and minimization of onsite special aquatic sites under Site Alternative 4:

Avoidance and Minimization Matrix	**Site Layout Alternative 4**
Permanent Fill Impacts to Jurisdictional Wetlands	16.004 acres
Permanent Fill Impacts to Non-Jurisdictional Wetlands	19.08 acres
Avoidance Jurisdictional Wetlands	61.206 acres
Avoidance Non-Jurisdictional Wetlands	3.21 acres
Fill/Morphologic Impacts to Jurisdictional Streams/Tributaries	8,302 linear feet
Avoidance Streams/Tributaries	7,431 linear feet

However, when compared to Site Layout Alternative 1, this iterative design of the Proposed Project considered by the Applicant increased the number of impacts to both jurisdictional wetlands (by 8.399 acres) and jurisdictional tributaries (by 1,002 linear feet).

This alternative site layout presents facilities that are smaller in their footprint, but similar to Site Layout Alternative 2, they are separated and positioned further apart from one another. For this alternative, the Client evaluated a similar entrance road redesign and access as Site Layout Alternative 3; however, the smaller facility footprints allowed the addition of a stormwater detention basin between the Northernmost facility and the roadway. Similar to Site Layout Alternatives 1 and 2, the rail spur for this alternative services the facilities on the Eastern side of the site, but the spur itself veers inward into the site upon entrance and runs between the Southern boundary of the facilities and a utility equipment yard to the South (still impacting NJW-E and NJW-F due to grading). This alternative also evaluated the possibility of having separation (reflected by the loading docks and truck/trailer parking spaces) between the production and distribution components of the Phase I facilities, as well as between the future phase facilities, with an interior roadway funning horizontally through the Property, and space for future expansion and supplier co-location reserved to the East of

[48] Not accounting for the realigned length of JT-1 of 10,077 linear feet.

the entrance roadway. Ultimately, the Client preferred both a tighter grouping of the proposed facilities as shown in Site Layout Alternative 1, as well as additional facility square footage to accommodate currently planned and future expansion opportunities for its business. A less desirable layout, combined with the greater impacts to special aquatic sites, rendered Site Layout Alternative 4 a less feasible and practicable layout alternative than the preferred Site Alternative 1. Due to the Applicant's aspiration to avoid and minimize these additional impacts, as well as achieve its desired facility configuration, continuity, and layout of operations, the Applicant determined that Site Layout Alternative 4 was a less feasible and practicable alternative and did not fulfill the purpose and need of the Proposed Project.

6.3.3 Site Layout Alternative 5

Site Layout Alternative 5, depicted in the Applicant's application and attached to this analysis as **Exhibit M**, was the final iterative site layout developed by the Applicant for the project facilities during the course of evaluating the feasibility of the Proposed Project at the Property.[49]

Site Layout Alternative 5 similarly positions the project site and buildings centrally within the available acreage. Positioning the Proposed Project in such a way would allow the Applicant to avoid impacts to a number of aquatic features (similar to other alternatives), including: JW-4 (7.84 acres), JW-5 (0.10 acres), JW-6 (1.39 acres), and JT-4 (2,169 linear feet), from the approved jurisdictional determination, as well as Wetland B (4.07 acres), Wetland C (0.21 acres), Wetland D (7.17 acres), Wetland E (30.87 acres), and NWW-1 (2,413 linear feet), from the recent delineation submitted with the application for concurrence. Positioning the Proposed Project in such a way also allows the Applicant to minimize impacts to JW-1 (avoiding 0.604 acres), JW-2 (avoiding 2.26 acres), Wetland A (avoiding 2.116 acres), JT-1 (avoiding 1,883 linear feet), JT-2 (avoiding 146 linear feet), and JT-3 (avoiding 2,391 linear feet). Finally, Site Layout Alternatives 2, 3, and 4, re-locating JT-1 to the perimeter of the site lengthens the feature by 894 linear feet (from 9,183 to 10,077 linear feet), while 1,883 linear feet of JT-1 are avoided altogether. In sum, this is the most impactful layout considered by the Client and it is significantly more impactful than Site Layout Alternative 1. Based on the Applicant's efforts to avoid impacts to aquatic features to the maximum extent possible, Site Layout Alternative 5 avoids impacts to 6,174 linear feet of onsite jurisdictional streams and tributaries,[50] 56.628 acres of jurisdictional wetlands, and 3.13 acres of non-jurisdictional wetlands. Below is a table setting forth the avoidance and minimization of onsite special aquatic sites under Site Alternative 5:

[49] As referenced above, the figure for Site Layout Alternative 3 (Exhibit K) has been updated to add labeling of the features. In addition, the Applicant conducted a baseline engineering review of infrastructure that would be required for this alternative, which included the addition of a stormwater detention basin between the East side of the Phase I facilities and the proposed rail alignment, in order to retain and convey stormwater generated by the facilities and the grading required for the rail alignment.

[50] Not accounting for the realigned length of JT-1 of 10,077 linear feet.

Avoidance and Minimization Matrix	**Site Layout Alternative 5**
Permanent Fill Impacts to Jurisdictional Wetlands	20.582 acres
Permanent Fill Impacts to Non-Jurisdictional Wetlands	19.16 acres
Avoidance Jurisdictional Wetlands	56.628 acres
Avoidance Non-Jurisdictional Wetlands	3.13 acres
Fill/Morphologic Impacts to Jurisdictional Streams/Tributaries	9,559 linear feet
Avoidance Streams/Tributaries	6,174 linear feet

However, when compared to Site Layout Alternative 1, this iterative design of the Proposed Project considered by the Applicant increased the number of impacts to both jurisdictional wetlands (by 12.997 acres) and jurisdictional tributaries (by 2,259 linear feet).

This alternative site layout presents the Client's attempt to rotate the facilities' footprints 90-degrees in an effort to evaluate the logistics of such an alternative, as well as the impacts to aquatic features that it would cause. However, this somewhat rudimentary change to the alignment of the facilities would have several impacts to the cost of development and the facilities' operations. First, while the alignment of the truck entrance road is the same as Site Layout Alternative 1, rotating the facilities causes the entrance to shorten, allowing for a sooner turn South to the distribution area. However, flipping the location of the office facilities from Southwest corner to Southeast corner eliminates the possibility for direct employ access to Highway 21 through a separate entrance. As to rail, flipping the facilities moves the Phase I materials staging area further away from the rail entrance location, requiring the rail to follow a circuitous path around the facilities to the East, pushing the rail spur further into JW-1, JW-2, JW-3, and Wetland A, in order to provide sufficient distance to accommodate the turning radius for a separate spur into the facilities. Further, in order to provide rail access to future phases of the Proposed Project, the spur continues further North before turning West in the direction of that future development. The increased spur lengths would cause the cost of rail for this alternative to be higher than Site Layout Alternative 1. Ultimately, while the facilities are functionally the same, operationally, this alternative is less efficient and more costly, and the Client prefers the alignment of the proposed facilities as shown in Site Layout Alternative 1. A less desirable layout,

combined with significantly greater impacts to special aquatic sites, rendered Site Layout Alternative 5 a less feasible and practicable layout alternative than the preferred Site Alternative 1. Due to the Applicant's aspiration to avoid and minimize these additional impacts, as well as achieve its desired facility configuration, continuity, and layout of operations, the Applicant determined that Site Layout Alternative 5 was a less feasible and practicable alternative and did not fulfill the purpose and need of the Proposed Project.

Level 3 Conclusion:

Below, is a table that includes each of the five onsite alternatives, comparing their respective impacts, avoidance, and incremental differences:

Comparison of Alternatives	Site Layout Alt. 1	Site Layout Alt. 2	Site Layout Alt. 3	Site Layout Alt. 4	Site Layout Alt. 5
Permanent Fill Impacts to Jurisdictional Wetlands	7.605 acres	10.469 acres	10.614 acres	16.004 acres	20.582 acres
Avoidance Jurisdictional Wetlands	69.605 acres	66.741 acres	66.596 acres	61.206 acres	56.628 acres
Jurisdictional Wetland Impact Acreage Difference (Compared to Site Alt.1)	—	+ 2.864 acres	+ 3.009 acres	+ 8.399 acres	+ 12.977 acres
Percentage Impact Difference (Compared to Site Alt.1)	—	+ 38%	+ 40%	+ 110%	+ 171%
Permanent Fill Impacts to Non-Jurisdictional Wetlands	19.16 acres	19.16 acres	19.29 acres	19.08 acres	19.16 acres
Avoidance Non-Jurisdictional Wetlands	3.13 acres	3.13 acres	3 acres	3.21 acres	3.13 acres
Non-jurisdictional Wetland Impact Acreage Difference (Compared to Site Alt.1)	—	0.0 acres	+ 0.13 acres	- 0.08 acres	0.0 acres
Percentage Impact Difference (Compared to Site Alt.1)	—	0%	+ 0.7%	- 0.4%	0%
Fill/Morphologic Impacts to Jurisdictional Streams/Tributaries	7,300 lf.	8,005 lf.	8,082 lf.	8,302 lf.	9,559 lf.
Avoidance Streams/Tributaries	8,433 lf.	7,728 lf.	7,651 lf.	7,431 lf.	6,174 lf.
Linear Feet Impact Difference (Compared to Site Alt.1)	—	+ 705 lf.	+ 782 lf.	+ 1,002 lf.	+ 2,259 lf.
Percentage Impact Difference (Compared to Site Alt.1)	—	+ 9.7%	+ 11%	+ 14%	+ 31%

Level 3 Conclusion:

After consideration of alternative site layouts for the Proposed Project at the Orangeburg Power Site Alternative Site 1 property, the Applicant has concluded that the Preferred Alternative, Site Layout Alternative 1, incorporating the maximum amount of avoidance and minimization measures given the respective sizes of the proposed facilities and location of the many special aquatic sites on the Property,

would best meet the characteristics and criteria (scoring the best) and fulfills the purpose and need of locating a new production and distribution facility in the Southeast to provide an operational foothold and footprint in the region that is capable of efficiently developing, producing, storing, and shipping Client's products throughout the United States and worldwide, while also limiting the impacts on the environment.