

REFERRAL OF A PROJECT FOR A DECISION ON THE NEED FOR ASSESSMENT UNDER THE ENVIRONMENT EFFECTS ACT 1978

REFERRAL FORM

The *Environment Effects Act 1978* provides that where proposed works may have a significant effect on the environment, either a proponent or a decision-maker may refer these works (or project) to the Minister for Planning for advice as to whether an Environment Effects Statement (EES) is required.

This Referral Form is designed to assist in the provision of relevant information in accordance with the *Ministerial Guidelines for assessment of environmental effects under the Environment Effects Act 1978* (Seventh Edition, 2006). Where a decision-maker is referring a project, they should complete a Referral Form to the best of their ability, recognising that further information may need to be obtained from the proponent.

It will generally be useful for a proponent to discuss the preparation of a Referral with the Impact Assessment Unit (IAU) at the Department of Environment, Land, Water and Planning (DELWP) before submitting the Referral.

If a proponent believes that effective measures to address environmental risks are available, sufficient information could be provided in the Referral to substantiate this view. In contrast, if a proponent considers that further detailed environmental studies will be needed as part of project investigations, a more general description of potential effects and possible mitigation measures in the Referral may suffice.

In completing a Referral Form, the following should occur:

- Mark relevant boxes by changing the font colour of the 'cross' to black and provide additional information and explanation where requested.
- As a minimum, a brief response should be provided for each item in the Referral Form, with a more detailed response provided where the item is of particular relevance. Cross-references to sections or pages in supporting documents should also be provided. Information need only be provided once in the Referral Form, although relevant cross-referencing should be included.
- Responses should honestly reflect the potential for adverse environmental effects. A Referral will only be accepted for processing once IAU is satisfied that it has been completed appropriately.
- Potentially significant effects should be described in sufficient detail for a reasonable conclusion to be drawn on whether the project could pose a significant risk to environmental assets. Responses should include:
 - a brief description of potential changes or risks to environmental assets resulting from the project;
 - available information on the likelihood and significance of such changes;
 - the sources and accuracy of this information, and associated uncertainties.
- Any attachments, maps and supporting reports should be provided in a secure folder with the Referral Form.
- A USB copy of all documents will be needed, especially if the size of electronic documents may cause email difficulties. **Individual documents should not exceed 10MB as they will be published on the Department's website.**
- A completed form would normally be between 15 and 30 pages in length. Responses should not be constrained by the size of the text boxes provided. Text boxes should be extended to allow for an appropriate level of detail.
- The form should be completed in MS Word and not handwritten.

The party referring a project should submit a covering letter to the Minister for Planning together with a completed Referral Form, attaching supporting reports and other information that may be relevant. This should be sent to:

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Postal address

**Minister for Planning
PO Box 500
EAST MELBOURNE VIC 8002**

Couriers

**Minister for Planning
Level 16, 8 Nicholson Street
EAST MELBOURNE VIC 3002**

In addition to the submission of the hardcopy to the Minister, separate submission of an electronic copy of the Referral via email to ees.referrals@delwp.vic.gov.au is required. This will assist the timely processing of a referral.

PART 1 PROPONENT DETAILS, PROJECT DESCRIPTION & LOCATION

1. Information on proponent and person making Referral

Name of Proponent:	Pacific National Pty Ltd
Authorised person for proponent: Position: Postal address: Email address: Phone number: Facsimile number:	Brad Richards Project Director – Little River Logistics Precinct Melbourne Freight Terminal, Gate R, Dynon Road, Footscray VIC 3011 littliverterminal@pacificnational.com.au 03 9021 0612 NA
Person who prepared Referral: Position: Organisation: Postal address: Email address: Phone number: Facsimile number:	Mandy Elliott Lead Consultant EnviroME Pty Ltd littliverterminal@pacificnational.com.au 03 9021 0612
Available industry & environmental expertise: (areas of 'in-house' expertise & consultancy firms engaged for project)	<p>Pacific National has extensive experience in the planning, construction, operation and environmental management of intermodal freight terminals throughout Australia.</p> <p>Pacific National receives technical advisory services from a range of consultants including AECOM, Ethos Urban, Tract, Nature Advisory, Extent Heritage and BG&E each of whom are providing assistance with investigations and assessment of various matters to inform this referral.</p> <p>The following attachments are provided to assist with the assessment of the Little River Logistics Precinct Project.</p> <ul style="list-style-type: none"> • Attachment A - Flora and Fauna Assessment (Nature Advisory Feb 2023) • Attachment B - Flood Assessment (BG&E) • Attachment C - Stormwater Management Plan (BG&E) • Attachment D - Landscape and Visual Impact Assessment (Tract) • Attachment E - Traffic Impact Assessment (AECOM) • Attachment F - Acoustics Impact Assessment (AECOM) • Attachment G - Air Quality assessment (AECOM) • Attachment H - Preliminary Aboriginal Cultural Heritage Assessment (Extent Heritage) • Attachment I – Greenhouse Gas Assessment (AECOM) • Attachment J - Figures

2. Project – brief outline

Project title: Little River Logistics Precinct Project (the Project)
Project location: (describe location with AMG coordinates and attach A4/A3 map(s) showing project site or investigation area, as well as its regional and local context)
The Project is proposed on the following land (the site):

- Lots 1, 2, 4, 5 and 6 on TP820002, Lot 2 on PS513032 and Lot 2 on LP146084, all of which forms part of the land known as 132/132A Old Melbourne Road, Little River;
- Lot 1 on PS513032, which is known as 471 Little River Road, Little River;
- Lot 1 on PS449895, which is known as 425 Little River Road, Little River;
- unnamed 'government road' land which is described as Allotment 2032 Parish of Cocoroc;
- parts of Lot 1 on TP81759 and Lot 2 on TP81759, which is known as 140-160 Narraburra Road, Little River; and
- parts of the existing railway corridor land in Lot 2A on PP2254, Lot 36C~1 on PP5469, Lot 14D on PP2254, Lot 1 on TP965670 and Lot 1 on TP345621.

The site is approximately 595 hectares in size and is currently used predominantly for broad acre cropping and livestock grazing. The site is located within the Wyndham City Council local government area.

The site is generally bounded by Little River Road to the south and a railway corridor containing the Melbourne-Geelong passenger line and Australian Rail Track Corporation's (ARTC) Western Freight Line to the north. The Belfridges 1 Track and West Back 1 Track form the eastern boundary and agricultural land abuts the western boundary.

The site is located between Melbourne and Geelong and is adjacent to the Princes Freeway. Figure 1 provides the AMG coordinates of the site, Figure 2 indicates the Project location and Figure 3 presents the Project Master Plan. (Refer to 'Attachment J - Figures' attached to this referral for larger scale plans).

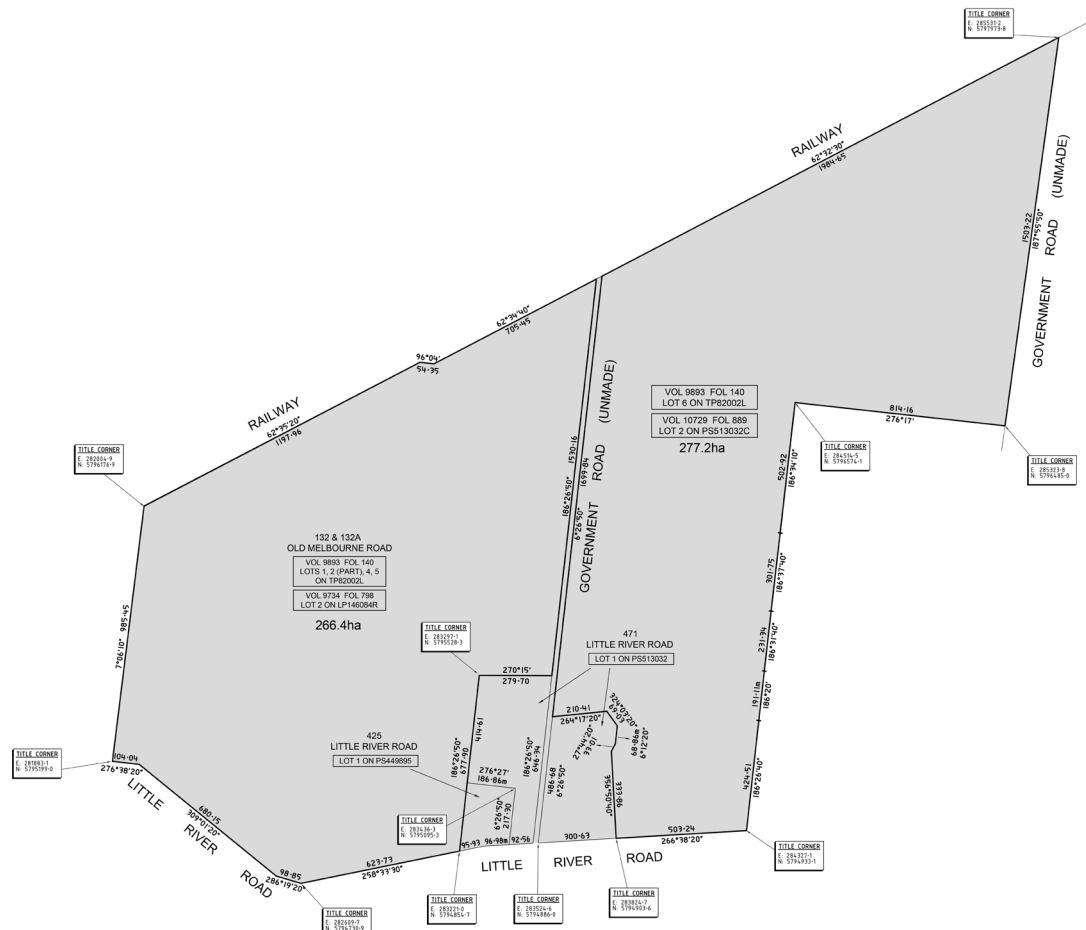


Figure 1: AMG coordinates

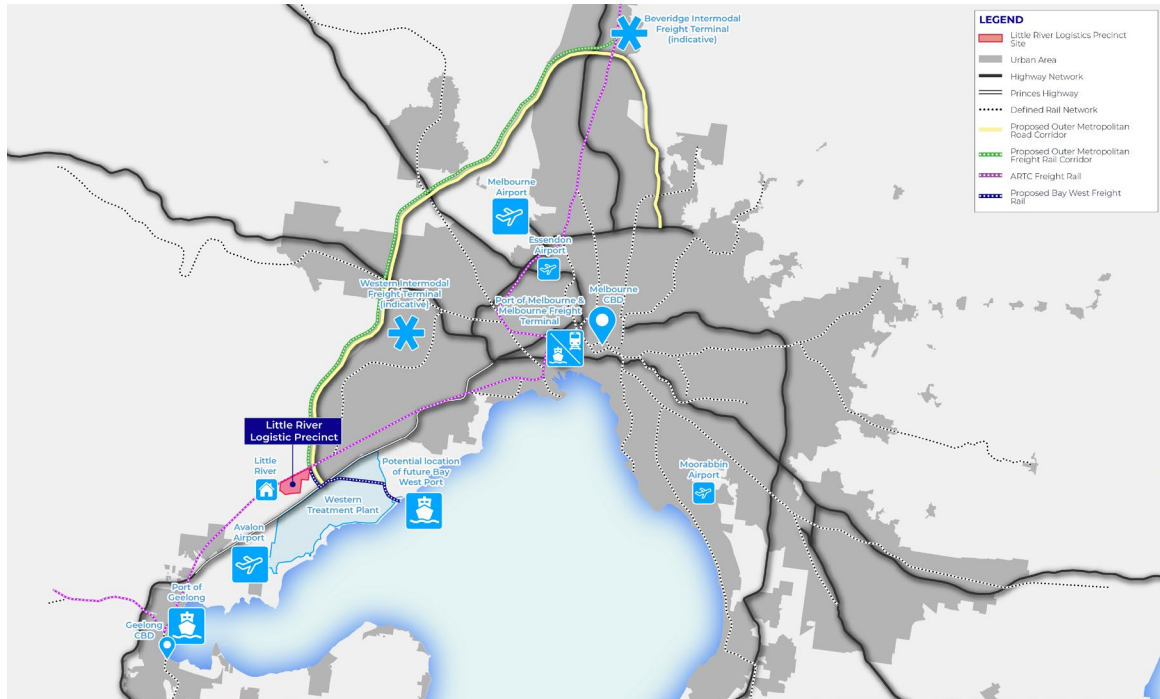


Figure 2: Site Location

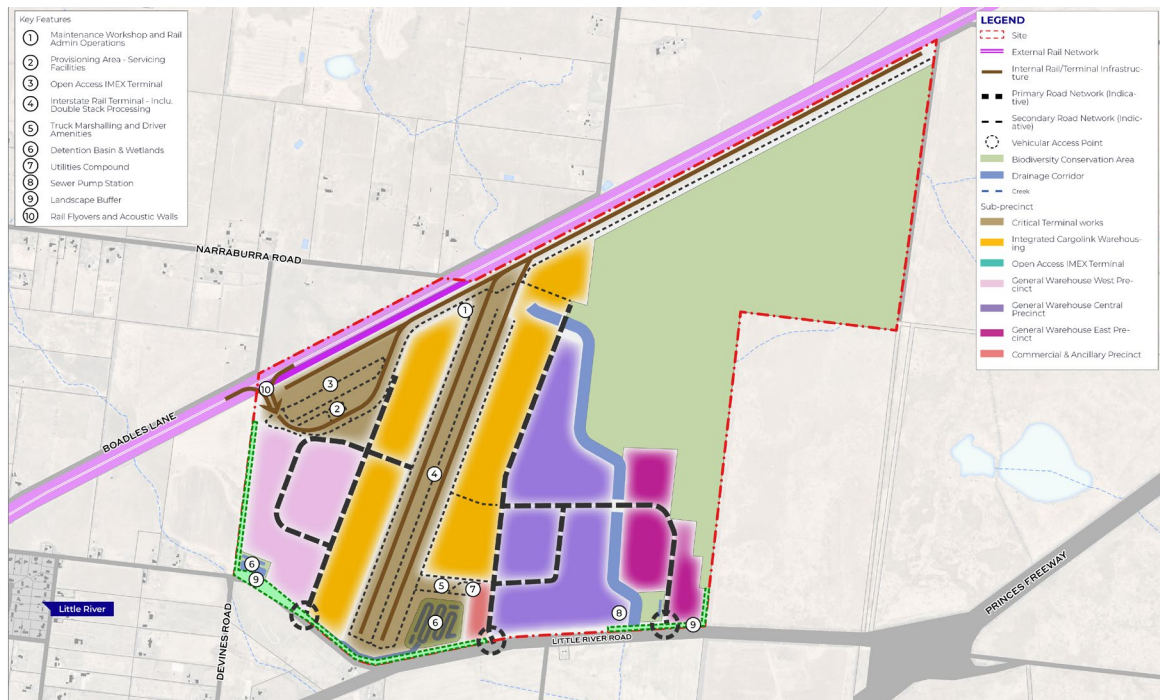


Figure 3: Project Master Plan

The site is generally flat and comprises rural farmland that is partially used for agricultural cropping and partially used for grazing. Areas in the south and west of the site are predominantly cropped with the exclusion of land that is constrained due to exposed rock (basalt) or localised topographical features (such as dams, vegetation and creek channels). Land within the northeast portion of the site is not disturbed by cropping activity and has more natural landforms with exposed rock.

The site contains two residential properties, sheds and structures to support agricultural activities within the site and locality. Both residences and agricultural buildings are accessed from Little River Road.

The site is generally devoid of trees with only a few small, isolated tracts of trees in the rural paddocks and windrows around the residences and farm buildings. The areas not used for

cropping contain a mixture of native grasses, shrubs and weeds.

Local Context

The site is east of the Little River township and the Princes Freeway is to the south. Little River Road connects the township and the site to the Princes Freeway interchange to the east. The site is within a predominantly rural area with the physical edge of Melbourne's urban growth area 4km to the northeast.

The You Yangs Regional Park is to the west, Avalon Airport is to the southwest and the Melbourne Water Western Treatment Plant is to the south east. The Western Grasslands Conservation Reserve is to the north and the Werribee landfill site and Cherry Creek Youth Detention Centre are to the east. Distances to relevant locations are provided in Table 1.

Table 1: Distance to Local Locations

Location	Distance
Little River (Train Station)	1.8km
You Yangs (Flinders Peak)	8.4km
Avalon Airport	8km
Western Grasslands Conservation Reserve	200m
Western Treatment Plant	8km
Cherry Creek Youth Detention Centre	700m
Werribee Landfill	4.5km

Note: Distances are approximate

The site is surrounded by agricultural and small rural holdings to the north, south and west. Land to the east forms part of the Melbourne Water holding for the Western Treatment Plant and contains the Cherry Creek Youth Detention Centre.

Little River Road provides direct access to the Princes Freeway via an interchange, which is 1.5km from the nearest point of the site. Little River Road is a rural road with a single lane in either direction.

Short project description (few sentences):

Pacific National is proposing to develop a new logistics precinct consisting of an intermodal rail freight terminal, warehousing and associated functions at the site at Little River. The Project will replace Pacific National's existing facilities at the Melbourne Freight Terminal (**MFT**) in South Dynon and assist to handle the projected growth for containerised interstate freight services into the future.

The Project will deliver a new, open access, interstate intermodal terminal with the capacity to ultimately process more than 2 million twenty-foot equivalent units (TEUs) and handle 1,800 metre long, double-stacked trains. The interstate terminal will incorporate integrated 'Cargolink' warehousing that enables freight to be transported directly between the terminal and warehouses, which removes a step in the supply chain, improves safety and supply chain efficiency, and reduces heavy vehicle movements on public roads.

To be developed in stages over 25+ years, the Project is planned to ultimately include a separate import/export intermodal terminal connected to the Port of Melbourne, and with the ability to connect to a future Bay West port; locomotive provisioning and wagon maintenance areas; warehousing, and other functions necessary for a facility of this type. The Project includes a Biodiversity Offset area within the boundary of the site, and the connection of the terminal and precinct to the external road and rail networks. Associated works will be required to provide external utility connections to the site, including for electrical power, telecommunications, potable water and sewer services that would be undertaken by or on behalf of the relevant utility provider(s) and subject to separate assessment and approval processes, as necessary.

National and Victorian forecasts predict that freight movements, including interstate freight, will continue to grow significantly into the future. There is recognition at all levels of government that, for a variety of reasons, more of this freight growth should be on rail. Governments, especially the Commonwealth, are investing in new rail infrastructure (e.g. Inland Rail) to both support, and

encourage, this growth of freight on rail. The Project will provide a more efficient rail supply chain, enabling rail to be more competitive with road, and generate the mode shift to rail that is a desired policy outcome of governments.

Further, with the growing focus on reducing greenhouse gas emissions to meet international, national and state based targets, businesses are recognising that using rail as part of their supply chain can contribute substantially to achieving these reductions.

A new interstate freight terminal is essential to meet the growth generated by these initiatives, and for Pacific National's business, and that of other rail operators who use the terminal, to enable it to grow, and meet the short, medium and long-term rail freight demand needs of its customers in Victoria, and across Australia.

The proposed Master Plan for the site includes the development of approximately 390 hectares of land with rail terminals, freight handling, warehousing and supporting activities, along with 205 hectares of biodiversity offset land. In addition, rail connection works will be required and it is anticipated that some upgrade works will be required to the external road network to facilitate the Project.

3. Project description

Aim/objectives of the project (what is its purpose / intended to achieve?):

Governments at all levels, Commonwealth, State and local have policy objectives or targets around improving the efficiency of supply chains, reducing costs for business, reducing greenhouse gas emissions and growing freight on rail. The Project will contribute to achieving the following policy goals or outcomes:

National Freight and Supply Chain Strategy (Commonwealth Government, 2019)

The Project contributes to the following goals of the Strategy:

- improved efficiency and international competitiveness
- safe, secure and sustainable operations
- a fit for purpose regulatory environment
- innovative solutions to meet freight demand
- a skilled and adaptable workforce
- an informed understanding and acceptance of freight operations

Delivering the Goods – The Victorian Freight Plan (Victorian Government, 2018)

The Project contributes to the following objectives of the Victorian Freight Plan:

- Reducing the cost of doing business
- Improving the efficiency of moving freight whilst minimising adverse impacts
- Better connecting Victorian businesses with their local, interstate and international markets
- Providing sufficient future capacity

Victorian Climate Change Strategy (Victorian Government, 2021)

The strategy outlines the Victorian Government's target to achieve net-zero emissions by 2050. Transport plays a significant role in generating greenhouse gas emissions now with around 20% of Victoria's total generated by the transport system.

Rail is more carbon efficient than road for line haul transport, and as such, any freight moved from road to rail as a result of the Project will reduce emissions, and contribute to meeting the State's emissions targets.

Climate Change Act (2022) (Commonwealth Government, 2022)

This Act confirms Australia's national target to reduce emissions by 43% by 2030. As above, with rail being more carbon efficient than road, any rail mode share increase generated by the Project will contribute to achieving the national emissions target.

Pacific National

For Pacific National, the Project is seeking to achieve the following objectives:

- Provide a replacement intermodal facility to replace Pacific National's existing terminal facilities at the MFT in South Dynon.
- Provide intermodal capacity to assist to meet Pacific National's Melbourne intermodal freight demand forecasts to 2050 and beyond.
- Deliver a cost-competitive and efficient rail supply chain for Pacific National's customers that generates increased rail mode share, and help to meet Pacific National's Intermodal Growth Strategy.
- Maximise the options for the co-location of complementary functions including maintenance facilities and warehousing to be used in conjunction with the intermodal terminal.
- Achieve optimum integration with the surrounding community, the broader transport

network, and the environment.

- Deliver enhanced safety outcomes

The Project will form part of an Australia wide terminal and rail network, not just for Pacific National, but by virtue of the terminal being open-access, for other rail operators using ARTC's interstate rail network. The interstate rail network connects existing terminals operated by Pacific National, other rail providers and independent operators, and will also have the ability to eventually connect to terminals at the northern end of the Inland Rail Project in Queensland.

The open-access arrangements mean that the Pacific National objectives relating to capacity, cost-competitive and efficient rail supply chain, and enhanced safety, will also support other rail operators who choose to use this Project as the Melbourne terminal for their rail service offering.

Background/rationale of project (describe the context / basis for the proposal, eg. for siting):

Pacific National's lease at the MFT in South Dynon, expires in 2031 and Pacific National anticipates it will need to start transitioning rail services out of this facility from the middle of 2029 to enable the MFT site to be prepared for handover back to the landlord.

Pacific National is forecasting a significant increase in rail mode share into the future, which cannot be handled at MFT, as a result of external investment in the interstate rail network, including the Commonwealth Government's Inland Rail Project, a driver from businesses to utilise more carbon efficient means to move their goods across the country, and Pacific National's own investment in rolling stock and new service offerings for customers.

The Inland Rail Project will enable 1,800 metre long, double stacked trains to operate between Melbourne and Brisbane once completed. This will significantly improve efficiency in the rail freight supply chain.

Constraints on the existing rail network into/out of the MFT mean that it cannot handle the double stacked, 1,800m long trains that will be enabled by the Inland Rail Project efficiently and effectively. The Bunbury Street Tunnel prevents double stacking and the configuration of the MFT and the surrounding network means that 1,800 metre long trains need to be split to be handled at MFT.

For these reasons, Pacific National requires a new terminal in the Melbourne area that can easily connect to the existing rail freight network. The Project at Little River responds to this requirement.

The Project includes logistics warehousing which provides further time, certainty and cost efficiencies in the interstate rail supply chain. 'Cargolink' type warehousing would be located adjacent to the interstate terminal which allows containers to be transferred directly between the terminal and warehousing for loading/unloading and direct dispatch to the customers. As evident in today's operations in Perth, this removes a road transport leg from the supply chain, which provides efficiency improvements, cost savings and has further benefits in reducing heavy vehicle movements on the public road network. The Cargolink warehousing and other logistics warehousing would be integrated activities with the rail terminal that grouped together provide these multiple benefits.

The Project site is planned to include an import/export (**IMEX**) intermodal terminal which would be a separate terminal designed to handle containers travelling between the Port of Melbourne (and potentially the ports of Bay West and Geelong, in the future) and the Melbourne metropolitan area and regional Victoria. Containers with imported goods would be shuttled by rail from the ports to Little River to be dispatched by road to customers in Melbourne and throughout Victoria. The IMEX terminal could also transfer export containers back to the ports by rail to be shipped overseas. A direct rail connection to the future Bay West Port has been allowed for in the Project design. This is consistent with, and would support, the State and Commonwealth government's Port Rail Shuttle Network Project.

The Project would generate significant economic growth at both the State and Commonwealth levels, additional jobs in the region, and is integral to increasing the efficient movement of freight

throughout Victoria and Australia.

The Project is expected to provide significant economic benefit to the Little River region as well as to Victoria. The direct and indirect economic benefits of the Project is currently estimated to generate an additional \$20 billion in gross state product (GSP) for Victoria between 2024 and 2050. The Project will create an additional 2,600 full time equivalent (FTE) jobs on average between 2024-2050 in the Little River region. This increases to an estimated 3,300 FTE jobs for Victoria as a whole over the same period. The peak level of FTE jobs is over 5,300 for Victoria by 2032 and remains around 5,000 FTE's out to 2036.

The Project site is well-located in relation to existing and future transport infrastructure and economic precincts in the area.

The site has approximately 3.9km of rail frontage to the existing Melbourne-Geelong rail corridor, which contains a dedicated freight line operated by ARTC and is 1.5 km from the Princes Freeway (M1), part of Victoria's arterial road network and the State's Principal Freight Network (PFN). The site is also located adjacent to the future Outer Metropolitan Ring Corridor (a planned multi-modal corridor for both road and rail which, once developed, would provide direct access for double stacked trains to the broader interstate rail network).

The region includes the Avalon Airport Precinct - already a significant economic precinct, with substantial predicted growth. The region is also designated as the location of the future Bay West port (see Figure 2 – Attachment J). The Project has been planned so as it can connect, via road and/or rail, to these precincts, providing important linkages to interstate destinations via rail.

The site is well-located to Melbourne's major freight catchment zone in the west, where more than 70 per cent of Pacific National's existing, and predicted future, containerised rail volumes are concentrated. It is strategically located between Melbourne and Geelong to capitalise on existing and future economic growth in this region. The proximity to the ARTC's interstate rail network enables the quick transfer of containers, and goods, to and from the facility.

The ARTC interstate network would connect the Project to other terminals across Australia, including a direct connection through to Brisbane via the Commonwealth Government's Inland Rail Project (once completed). The Inland Rail Project is a project currently under construction which will provide for double stacked rail container transport between Melbourne (Beveridge) and Brisbane, and will improve freight supply chains and connections into the broader regional rail network.

With the construction of the new rail corridor as part of the Outer Metropolitan Ring Corridor in the future, 1,800 metre long, double stacked trains would be able to access the Project. In the meantime, single stacked, 1,800 metre long trains would access the Project site via the existing rail network.

The Project has substantive State and Commonwealth Government policy support as follows:

- Supports actions proposed in the Commonwealth Government's National Freight and Supply Chain Strategy
 - Smarter and Targeted Infrastructure Investment – the Project supports economic growth (\$20 billion in GSP and estimated 3,300 FTE jobs for Victoria on average between 2024-2050) and substantive private sector investment by Pacific National and other companies;
 - Enables Improved Supply Chain Efficiency – the Project's location reflects the relationships and dependencies between road and rail sector participants, along with customer preferences for the location of an intermodal terminal, it builds capacity and resilience for the future;
 - Better planning, coordination and regulation – the Project is located immediately adjacent to current and planned interstate road and rail networks, and sufficiently buffered from surrounding land uses;
- Inland Rail Project – the Project will immediately support the handling of 1800m long

trains and will provide for double stacked trains when the Inland Rail Project and rail component of the Outer Metropolitan Ring Corridor is constructed in the future.

- Transport Integration Act (Vic) 2010 – The *Transport Integration Act* recognises the aspirations of Victorians for an integrated and sustainable transport system that contributes to an inclusive, prosperous and environmentally responsible State. The Project will contribute to a number of the Transport System Objectives contained in the Act including:
 - Economic prosperity;
 - Environmental sustainability;
 - Integration of transport and land use;
 - Efficiency, coordination and reliability; and
 - Safety, health and wellbeing.
- Victorian Freight Plan – The Victorian Freight Plan is a state-wide plan for freight which identifies future challenges and opportunities that freight and logistics businesses, and local government need to address to safeguard Victoria’s freight networks for the future. It sets out priorities to achieve an efficient, safe and sustainable freight and logistics system that enhances Victoria’s economic prosperity and liveability. The Project contributes to the achievement of the four key objectives of the Victorian Freight Plan being:
 - Reducing the cost of doing business;
 - Improving the efficiency of moving freight while minimising adverse impacts;
 - Better connecting Victorian businesses with their local, interstate and export markets; and
 - Providing sufficient future capacity.
- Avalon Corridor Strategy 2022 - The Avalon Corridor Strategy has been prepared to provide a long-term strategic vision for the Avalon Corridor to 2050. The strategy identifies that future freight within the Avalon Corridor will play a critical role for Victoria into the future, It illustrates the future strategic planning direction for freight in the corridor including providing for the development of a second container port to be located at Bay West Port, future rail infrastructure development, including freight rail connections to Bay West Port and the potential duplication for the standard gauge ARTC line through the Avalon Corridor. As a freight facility, the Project supports the intent of the Strategy, and is integrated with the identified surrounding transport network, and the key nodes including Avalon Airport and the future Bay West port.
- Plan Melbourne 2017-2050 - Plan Melbourne is a long-term plan to accommodate Melbourne’s future growth in population and employment. Seeking to achieve a range of outcomes, the Project will contribute to the achievement of outcomes 1 and 3, being:
 - Melbourne will be a productive city that attracts investment, supports innovation and creates jobs; and
 - Melbourne has an integrated transport system that connects people to jobs and services and goods to market.

Main components of the project (nature, siting & approx. dimensions; attach A4/A3 plan(s) of site layout if available):

The Project proposes the development of approximately 390 hectares of the site with rail terminals and freight handling facilities, warehousing, internal roads and ancillary support functions, along with approximately 205 hectares of biodiversity offset land, as shown in the Project Master Plan (Figure 3 in Attachment J). The Project is to be developed in stages over 25+ years and includes:

- an open-access, interstate, intermodal terminal with the capacity to expand in the future to approximately 2 million twenty foot equivalent container units (TEU) per annum;
- an open-access, IMEX terminal with the capacity to expand to approximately 500,000 TEU per annum;
- integrated Cargolink warehousing, general warehousing and offices totalling approximately 1,000,000m²;

- complementary uses, including commercial activities and support services for workers and visitors;
- terminal administration/operations centre to provide management and security, rail and container handling equipment control, maintenance and other business services;
- holding tracks, staging lines and arrival/departure tracks to manage the loading and unloading of trains;
- rail connections to the Western Freight Line (part of the ARTC Interstate Freight Network) with rail bridges (flyovers) over the Melbourne-Geelong passenger railway;
- locomotive provisioning and wagon maintenance facilities;
- external public road network upgrades to accommodate the increased traffic generated by the Project; and
- conservation of a biodiversity offset area to enhance and protect areas of environmental value.

Associated works will be required to provide utility connections to the site, including external utility connections for electrical power, telecommunications, potable water and sewer services that would be undertaken by or on behalf of the relevant utility provider(s) and subject to separate assessment and approval processes, as necessary. These utility works would not impact on the proposed biodiversity conservation area on the site, with all onsite utility works confined to the proposed site development footprint.

Based on the preliminary design and assessment work carried out to date, it is not anticipated that the potential environmental impacts associated with external utility works required to service the site would be significant or would substantially contribute to cumulative impacts. It is anticipated that most utility services will connect to existing infrastructure adjacent to or nearby the site or will be located in existing utility easements and road reserves. Where practicable the Project will seek to connect to utility connections that have recently been provided as part of the Cherry Creek Youth Justice Redevelopment Project.

Key construction activities:

Construction activities for the Project include:

- Earthworks to level the site, as required. This will include potential treatment and reuse of soil and material onsite, importation of fill material and removal from the site by road of soil and other material unsuitable for re-use.
- Removal of native vegetation;
- Construction of new internal roads for light and heavy vehicles;
- Construction of buildings, including warehousing and terminal, maintenance and operations buildings and facilities;
- Installation of services, utilities and associated compounds and buildings and works on site;
- Construction of rail infrastructure, including the interstate intermodal terminal, IMEX terminal, holding tracks, staging lines and arrival/departure tracks, and freight rail flyover and connections to the freight rail network;
- Construction of new access roads from Little River Road (Old Melbourne Road) and upgrade works to aspects of the surrounding existing road network; and
- Establishment of the biodiversity offset area and associated conservation works.

The staging and timing for particular construction activities will be subject to future planning processes and demand, both for rail freight through the terminals, but also for land take-up/warehousing development at the site.

Key operational activities:

The Project will operate 24 hours, 7 days a week, with the key operational activities including:

- Freight trains accessing and egressing the site, including the rail terminals and maintenance workshops;

<ul style="list-style-type: none"> • High Productivity Freight Vehicles accessing and egressing the site, including the warehousing precincts and truck marshalling areas; • Container handling, including cranes loading and unloading trains and containers being moved and positioned with forklifts or gantries; • Warehousing activities, including storage and distribution of goods and refrigerated containers; • Locomotive provisioning and the maintenance of wagons and locomotives; • Cleaning of locomotives, wagons and containers using commercial power washers; and • Associated and complementary precinct activities and services.
Key decommissioning activities (if applicable):
NA
Is the project an element or stage in a larger project?
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes If yes, please describe: the overall project strategy for delivery of all stages and components; the concept design for the overall project; and the intended scheduling of the design and development of project stages).
The Project will be delivered in stages however this referral relates to the potential effects of the entire Project.
Is the project related to any other past, current or mooted proposals in the region?
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes If yes, please identify related proposals.
Though not directly related, there are proposed projects such as the future Bay West Port and the OMR corridor that the Project has the potential to connect to if they are developed in the future. The Project would complement these other projects and further enhance the freight network were they to proceed.
What is the estimated capital expenditure for development of the project?
Approximately \$3-5 billion (estimated) for the entire Project.

4. Project alternatives

<p>Brief description of key alternatives considered to date (eg. locational, scale or design alternatives. If relevant, attach A4/A3 plans):</p> <p>As part of investigating and developing the Project, a number of potential alternative solutions and sites have been considered. At this stage, none of the potential alternative solutions or sites are considered to be feasible.</p> <p>Pacific National needs to relocate its existing MFT operations from South Dynon no later than 2031 when the current lease expires. Even if the lease were to be extended, the existing MFT facility has insufficient capacity for the forecast rail mode share growth in coming years. Accordingly, the 'do nothing' scenario is not a feasible alternative.</p> <p>Pacific National cannot afford to delay action until the Western Interstate Freight Terminal (WIFT) and/or Beveridge Interstate Freight Terminal (BIFT) proceed.</p> <p>Whilst a future terminal at BIFT has the potential to handle some future rail freight for Pacific National, its location to the north of Melbourne does not respond to the location of Pacific National's current interstate intermodal volumes, of which 70 per cent are located in the west of Melbourne.</p> <p>The WIFT is unlikely to be delivered until after 2031, which is too late to address Pacific National's need to relocate its existing MFT operations.</p> <p>Site Location and Key Requirements</p> <p>For these reasons, Pacific National has considered a number of alternative sites in the west of Melbourne to relocate its existing operations, and to enable the future growth it forecasts. The key</p>
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site requirements for locating a new intermodal freight terminal for Pacific National include:

- a direct connection to the interstate rail network, including the Brisbane corridor to take advantage of the Inland Rail Project;
- the ability for the project to be operating by 2029 to enable Pacific National to transition from its South Dynon site in time for the expiry of the lease;
- the capacity to accommodate 1,800m long and double stacked trains; and
- proximity (within 30 minutes) of the west of Melbourne which is where 70% of Pacific National’s current interstate intermodal volume is sourced. Based on land development forecasts this area will continue to generate this substantial volume into the medium-long term.

Whilst the BIFT and WIFT meet some of the above requirements, the location of BIFT and significant uncertainty around the timing of WIFT meant that they were not considered further.

Pacific National embarked on a site identification process in the west of Melbourne, which identified a number of sites which were then assessed for their ability to accommodate an intermodal freight terminal (including supporting functions, such as warehousing) with the above key requirements and the ability for Pacific National to obtain an interest in the site under commercially viable terms.

This process identified three (3) sites for further in-depth analysis. Two (2) further sites, inside the Urban Growth Boundary, were also identified subsequent to the initial site identification. The identified options are all in Melbourne’s west and within proximity to Pacific National's current interstate intermodal volumes. The sites remain commercial-in-confidence.

Pacific National undertook a multi-criteria analysis (MCA) to determine a preferred site from the five (5) potential sites. The MCA comprised a framework to evaluate the site options against a common set of pre-determined objectives. Criteria was developed for each objective which were further broken down into qualitative or quantitative indicators that assess the extent to which the objectives have been achieved.

The framework comprised the following process:

- Defining project objectives
- Establishing associated criteria
- Briefing specialist consultants and undertaking technical due diligence to inform the assessment of the criteria
- Assessing the criteria
- Undertaking a sensitivity analysis to test robustness of the outcome.
- Finalising results and preparation of report

Table 2: MCA Criteria

Objective	Criteria
Provide intermodal capacity options to meet Pacific National's Melbourne intermodal freight demand forecasts to 2050 and beyond.	Capacity can be delivered, including in stages, to meet interstate, intermodal demand forecasts to 2050. Timing and likelihood of successful planning approvals Timing and likelihood of successful environmental approvals Timing of delivery of Stage 1 works
Enable the delivery of a cost-competitive and efficient rail supply chain, including delivering the outcomes of Inland Rail, for our customers that generate increased rail mode share, and help to meet Pacific National's Intermodal Growth Strategy.	Provides interoperability and efficiencies between Adelaide, Perth, Sydney, and Brisbane terminals (both existing and future developments) Enables the efficient handling of 1800m long, double stacked trains, with future capacity for trains up to 3,600m long. Provides an increase in productivity that benefits customers through lower rail freight supply chain costs Provides for an improvement in interstate rail service quality such that this service is competitive with road Is located within 30 minutes of key customers, State Significant Industrial Precincts and major Freight Activity Centres
Maximize the options for the	Capacity to develop integrated warehousing with the interstate terminal

co-location of complementary functions including maintenance facilities and warehousing.	Land available for other warehousing and complementary functions Ability to co-locate IMEX operations Ability to co-locate other PN services including maintenance facilities
Deliver enhanced safety outcomes	Provides improved safety from terminal operations
Achieve optimum integration with the surrounding community, the broader transport network, and the environment	Environmental Impacts /site constraints. Engineering Site Constraints (Contamination, Flooding, Utilities and Geotechnical) Aboriginal heritage significance Alignment with community expectations Connection to current and future road infrastructure Connection to current and future rail infrastructure Does it achieve government policy objectives? Extent of noise impacts.
<p>The outcome of this process was that the site was selected for the Project as it would be able to meet the required future demand forecasts expected by 2050 and beyond. Other options assessed were also expected to be able to meet this capacity, but not as efficiently. The Project site is the only site that would be able to cater for 1,800m trains and it has the capacity to provide integrated warehousing and maintenance areas and good access to the ARTC Freight Network.</p> <p>Once the site was selected for the Project, a master planning process was undertaken. The initial masterplan sought to confirm a technical layout for the intermodal terminal that maximised the rail frontage, provides rail access for the 1,800m trains and facilitated the co-located warehousing and IMEX terminal.</p> <p>The masterplan was then tested against the site constraints and environmental considerations and refined in stages over a period of 12 months to reach the preferred Masterplan for the site which is the subject of this referral (i.e the Project Masterplan at Figure 3). As an example of the iterations and/or refinements undertaken, the initial Masterplan contemplated the removal of all native vegetation across the site. The current Project plan has recognised the existing native vegetation, and in particular the concentrations to the east of the site – it is proposed to retain approximately 205 hectares of native vegetation on site. The current Project has also considered in detail the engineering and design constraints to ensure functionality and the need to meet Project objectives.</p>	
<p>Brief description of key alternatives to be further investigated (if known):</p> <p>No further investigation of alternatives is proposed to be undertaken. However, it is expected that there will be changes and refinements to the concept design for the site following additional assessment and investigation.</p>	

5. Proposed exclusions

<p>Statement of reasons for the proposed exclusion of any ancillary activities or further project stages from the scope of the project for assessment:</p> <p>Excluded from the scope of this referral are all:</p> <ul style="list-style-type: none"> works and activities required to design the Project, including investigating, testing and surveying the site; planning and environmental investigations and assessments; Installation, relocation and modification of utilities and services to connect the site to all necessary services and utilities including external utility connections for electrical power, telecommunications, potable water and sewer services that would be undertaken by or on behalf of the relevant utility provider(s) and subject to separate assessment and approval processes, as necessary. <p>This includes (but is not limited to):</p> <ul style="list-style-type: none"> Investigating, testing and surveying land, including undertaking geotechnical

investigations and excavations.

- Undertaking cultural heritage surveys including archaeological investigations and excavations.
- The construction, protection, modification, removal or relocation of utility services and associated infrastructure (including locating and assessing the integrity of existing utilities and services) and providing power, sewerage, water services and communications to the site.
- Assessing existing road and rail infrastructure, including road bridges and facilities in the rail corridor including tracks, signals, bridge/culvert crossings and associated infrastructure.
- Removal, destruction or lopping of vegetation, including native vegetation where required for site investigations and assessments and preparation of the cultural heritage management plan.
- The planting of vegetation, including to establish landscape screening treatments, where no planning permission is required.
- Biodiversity conservation works, including the propagation and enhancement of native vegetation and weed removal, where no planning permission is required.

These exclusions are required to inform Project design, to secure all necessary statutory approvals for the Project, connect the site to services and utilities, and to prepare the land for the construction of the Project and therefore would proceed ahead of the main Project that is the subject of this referral. All necessary statutory approvals will be sought for any excluded works, as required under applicable legislation.

6. Project implementation

Implementing organisation (ultimately responsible for project, ie. not contractor):

Pacific National Pty Ltd

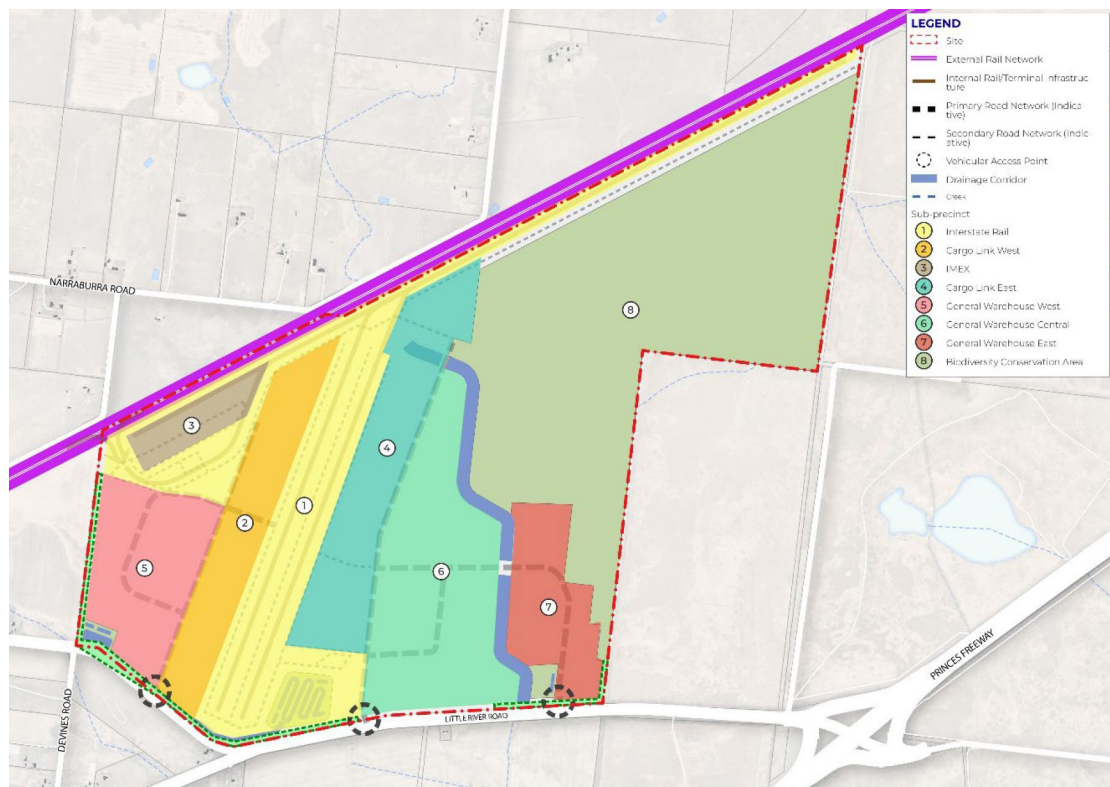
Implementation timeframe:

Subject to planning and environmental approvals, construction is planned to commence in 2025 and the Project is proposed to be constructed in stages (over a period of approximately 25+ years).

Proposed staging (if applicable):

The Project is referred in its entirety however it is proposed to be constructed in stages over 25+ years. The Precinct Plan (Figure 4 and Attachment J - Figures) presents the key precincts and the estimated year for operation of each Precinct.

How the Project will actually be staged is yet to be determined and will be driven by demand forecasts for interstate rail freight (the interstate terminal), demand for warehousing (warehousing precinct) and the demand for import/export (IMEX) volumes on rail (the IMEX terminal). The timing of terminal and warehousing demand will also drive a staged delivery of improvements to the external road and rail networks, and utility services, as required to facilitate the Project.



No.	Precinct	Estimated Operation Year	2029	2035	2050
1	Interstate Rail	2029	✓	✓	✓
2	Cargo Link West	2030		✓	✓
3	IMEX	2033		✓	✓
4	Cargo Link East	2035		✓	✓
5	General Warehouse West	2038			✓
6	General Warehouse Central	2045			✓
7	General Warehouse East	2048			✓
8	Biodiversity Conservation Area		✓	✓	✓

Figure 4: Precinct Plan

7. Description of proposed site or area of investigation

Has a preferred site for the project been selected?
 No Yes If no, please describe area for investigation.
 If yes, please describe the preferred site in the next items (if practicable).

General description of preferred site, (including aspects such as topography/landform, soil types/degradation, drainage/ waterways, native/exotic vegetation cover, physical features, built structures, road frontages; attach ground-level photographs of site, as well as A4/A3 aerial/satellite image(s) and/or map(s) of site & surrounds, showing project footprint):

The Little River region is predominantly made up of large rural residential lots, open space, and farmland. The You Yangs Regional Park is a distinct feature of the region.

Vegetation across the site consists of cereal crops in most of the western, central and southern parts of the site however most areas of the site not subject to cropping support native vegetation in the form of Low-rainfall Plains Grassland (EVC 132_63). Introduced weed species also occur across the site including Serrated Tussock, Artichoke Thistle and African Box-thorn.

The site elevation ranges between 15m AHD and 32m AHD. The site is traversed by two tributaries of Ryan Swamp Drain, with the main Ryan Swamp Drain running north-south on the western side of the site. Several on-stream dams are situated along this drainage course, and Little River is located to the south of the site and confluences with Ryan Swamp Drain to the southeast.

The site supports basaltic soils on a gently undulating landscape, with a low rocky ridge situated in the far north-east of the study area. Outcropping basaltic rock varies considerably across the site, with the highest concentrations on elevated land and the lowest concentration on lower lying flatter areas. The majority of the western, central and southern parts of the study area are virtually free of rock, as these areas have been largely cropped.



Refer section 8 for a detailed description of the site.

Site area (if known): approximately 595 hectares

Route length (for linear infrastructure) NA

Current land use and development:

Grazing and cropping. Two residential properties associated with the existing farming activities also form part of the site.

Description of local setting (e.g. adjoining land uses, road access, infrastructure, proximity to residences & urban centres):

The site is bordered by the Melbourne to Geelong rail corridor (including the ARTC interstate rail network) in the north, West Back 1 Track and Belfridges 1 Track in the east, adjacent agricultural land in the west and Little River Road (Old Melbourne Road) in the south.

The Princes Freeway (M1) is located immediately to the south, within 1.5km of the site.

Given the importance of rail and road connections to support the functionality of the Project, connections to the existing ARTC corridor and the Princes Freeway, including the upgrade of Little River Road and the Little River overpass at the Princes Freeway, are also included as part of the Project.

Past and present land use in the Little River area is dry-land cropping and domestic stock grazing. The Project site contains areas of native vegetation (details presented in section 12 below and at Attachment A).

The Project site lies within the Victorian Volcanic Plain bioregion and falls within the Port Phillip and Westernport catchment management area. The Port Phillip Bay (Western Shoreline) and Bellarine Peninsula Ramsar Site is adjacent to the Project site.

Planning context (e.g. strategic planning, zoning & overlays, management plans):

The subject site is located within the Wyndham municipality and is outside the Urban Growth Boundary, but within the Western Plains South Green Wedge.

The site is located within the Avalon Corridor as defined by the Avalon Corridor Strategy, 2022. The Avalon Corridor Strategy highlights the role the corridor plays in accommodating state significant infrastructure including the Avalon Airport, Princes Freeway, Passenger and Freight rail lines and future Outer Metropolitan Ring Corridor (OMR) and Bay West Port.

The site is strategically located in proximity to the OMR corridor and the proposed Bay West Port which are both identified in Plan Melbourne and the Avalon Corridor Strategy. The site is located in the Extractive Industries Interest Area where heavy industry is expected.

The land is part-zoned Green Wedge (GWZ) and part Special Use (SUZ6) to protect and facilitate extractive industry resources.

The majority of the subject site is within the State Resource Overlay Schedule 1 (SRO1). Parts of the site are within the Environment Significance Overlay Schedule 1 (ESO1) and the Heritage Overlay (HO133).

The SRO1 applies to the whole site excluding a sliver of land at the south-western extent of the site. The ESO1 applies to a small area in the south east of the site and the HO applies to existing dry stone walls along the southern boundary of the site.

The site contains areas of native grassland which is a critically endangered community under both State and Commonwealth legislation. The site is also located adjacent to the Port Phillip Bay Western Shoreline Ramsar Wetland.

A number of particular provisions apply to the Project with Clause 52.17 (Native Vegetation) the most relevant. The removal, destruction or lopping of native vegetation would trigger a permit pursuant to Clause 52.17-1 of the Wyndham Planning Scheme.

Portions of the site are identified as an Area of Aboriginal Cultural Heritage Sensitivity and the entire site is designed as Bushfire Prone.

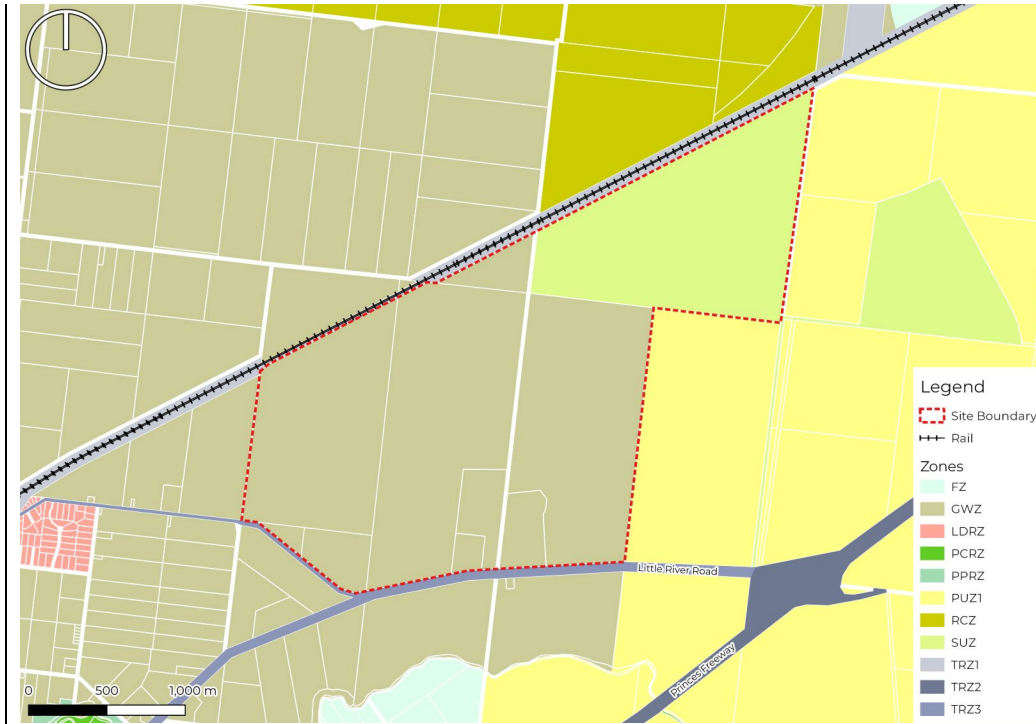


Figure 5: Planning Zones (LRLP is within the GWZ and SUZ6)

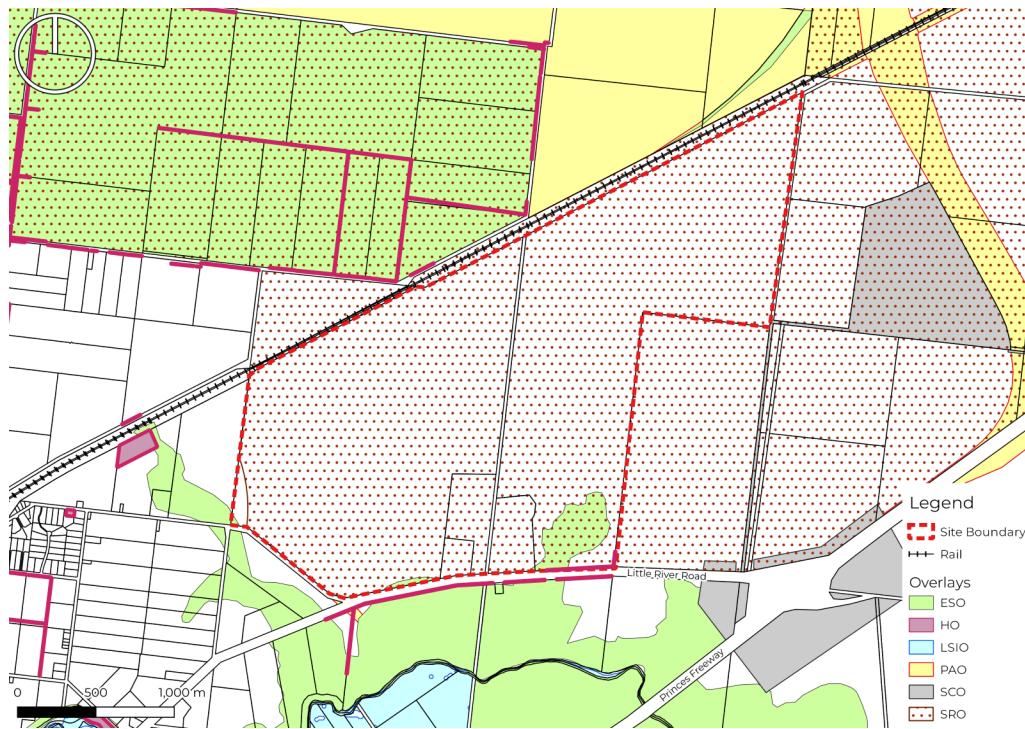


Figure 6: Planning Overlays

Local government area(s):

Wyndham City Council

8. Existing environment

Overview of key environmental assets/sensitivities in project area and vicinity
 (cf. general description of project site/study area under section 7):

Biodiversity

The site supports basaltic soils on a gently undulating landscape, with a low rocky ridge situated in the far north-east area of the site. Outcropping basaltic rock varies across the site with the highest concentrations on elevated land and the lowest concentration on lower-lying flatter areas. Most of the western, central and southern parts of the site are free of rock and are largely cropped. An ephemeral waterway line dissects the site in a north-south direction. Several on-stream dams are situated along this waterway.

Figure 7 (also attached in Attachment J – Figures) provides an overview of the biodiversity sensitivities of the site.

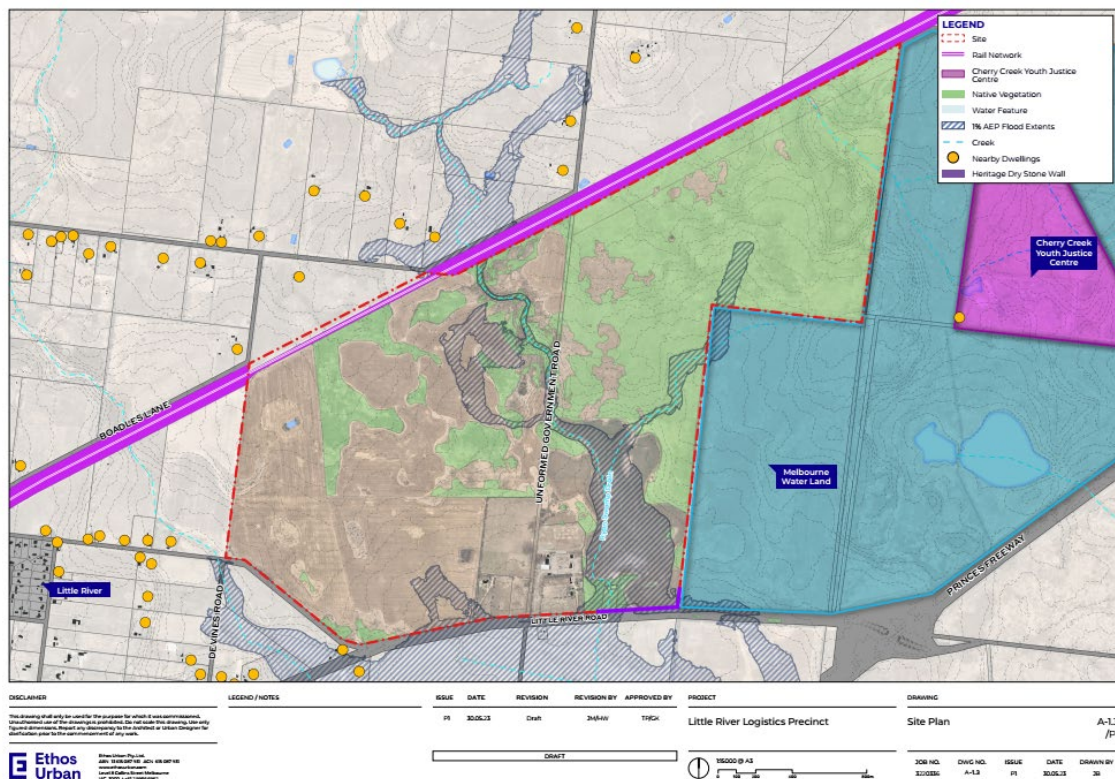


Figure 7: Site Plan

The site is within the Victorian Volcanic Plain bioregion (see picture below 'VVP') and falls within the Port Phillip and Westernport catchment management area.

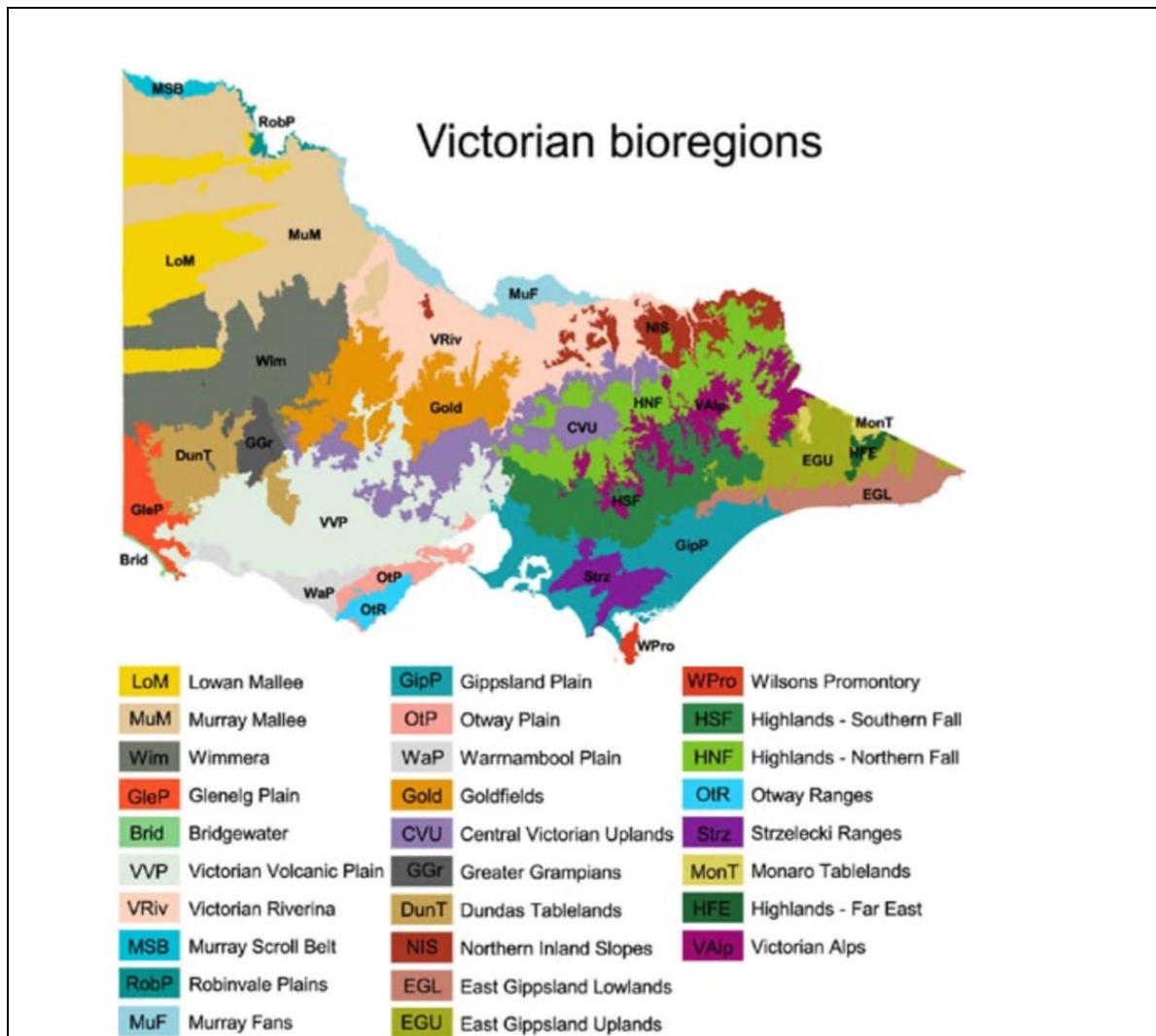


Figure 8: Victorian Bioregions (Source: <https://www.environment.vic.gov.au/biodiversity/bioregions-and-evc-benchmarks>)

Vegetation across the site consists of cereal crops in most of the western, central and southern parts of the site however those areas of the site not subject to cropping support native vegetation in the form of Low-rainfall Plains Grassland (EVC 132_63). Introduced weed species also occur across the site including Serrated Tussock, Artichoke Thistle and African Box-thorn.

The site provides areas of relatively intact potential habitat for fauna species associated with grasslands – namely Striped Legless Lizard and Golden Sun Moth (though survey results have not found evidence of either species on the site - survey results discussed further in Attachment A and in section 12 below).

Sensitive receptors – traffic, noise and air quality

The site is located within rural land, approximately 1.5 kilometres east of the Little River township and one kilometre north of the Princes Freeway. The nearest sensitive receptors (for noise, air quality and traffic) to the site's boundary are located approximately:

- 50 metres south on Old Melbourne Road and Little River Road
- 150-200 metres north on Boadles Lane, Narraburra Road and Newtons Road
- 300 metres west on Little River Road.
- 700 metres east (Cherry Creek Youth Justice Detention Centre)

There are approximately 56 sensitive receptors (residences) within 2 kms of the site - refer to Figure 9 below which is found in Attachment F – Acoustics Assessment (Figure 3), Aecom.

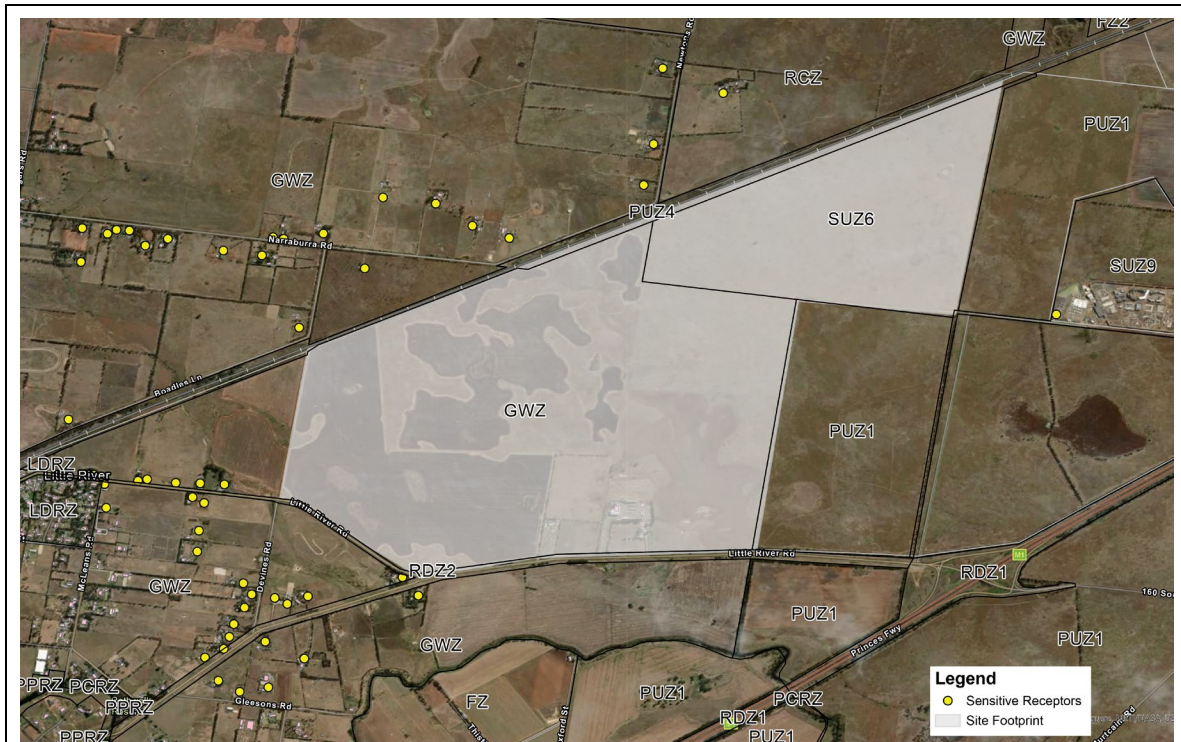


Figure 9: Sensitive Receptors

Stormwater and flooding

The site currently discharges stormwater at four outlets dispersed across the site with all outflows into Little River.

The site is traversed by two tributaries of Ryan Swamp Drain, with the main Ryan Swamp Drain running north-south on the western side of the site. Little River is located to the south of the site and confluences with Ryan Swamp Drain to the southeast.

On the northern boundary, parallel to the site, runs the main Interstate Melbourne to Perth Freight rail line. The rail line is significantly elevated in comparison to Naraburra Road and there is a trapped low point between Naraburra Road and the rail line that has the potential to pond water on the north side of the rail line.

The ultimate receiving node for all catchments from the site is Little River, which runs downstream of the site. Little River itself discharges into a larger overall catchment at Port Phillip Bay Western Shoreline, part of the Port Phillip Bay (Western Shoreline) and Bellarine Peninsula Ramsar Site.

Aboriginal Cultural Heritage

Wadawurrung Traditional Owners Aboriginal Corporation (WTOAC) is the Registered Aboriginal Party (RAP) for the site.

A Preliminary Aboriginal Cultural Heritage assessment has been undertaken by Extent Heritage. This analysis, using historical land use references, historical aerial imagery and recent aerial imagery, indicates that while the site has been subject to some level of historical disturbance, predominantly from pastoral and agricultural land use, these disturbances do not constitute 'significant ground disturbance' as defined by the Aboriginal Heritage Regulations 2016. A Cultural Heritage Management Plan is currently being prepared for the Project in consultation with the RAP.

9. Land availability and control

Is the proposal on, or partly on, Crown land?

No Yes If yes, please provide details.

The majority of the site is private freehold land.

The site includes an unmade, unnamed Government Road that is approximately 20 metres in width. As part of the Project it is proposed to close the road and transfer the land to Pacific National for the purposes of the Project.

The Project will also require works within the existing rail corridor and within existing road reserves to allow for access into and out of the Project site. Discussions with relevant agencies and stakeholders are underway regarding these Project needs.

Current land tenure (provide plan, if practicable):

The land comprising the site is described below.

Table 3: Land Parcels

Property	Lot and Plan Number:	Land Area (ha)
Part of 132/132A Old Melbourne Road, Little River	Lot 2\TP820002	104.4147
	Lot 4\TP820002	2.8375
	Lot 5\TP820002	13.6242
	Lot 2\LP146084	133.9394
	Lot 1\TP820002	11.3854
	Lot 2\PS513032	122.9874
	Lot 6\TP820002	155.4701
425 Little River Road, Little River	Lot 1\PS449895	4.4753
471 Little River Road, Little River	Lot 1\PS513032	26.6281
Government Road (Allot. 2032 PARISH OF COCOROC)	Lot 2032\PP2401	4.5 (approx.)
Parts of the existing Melbourne/Geelong rail corridor land	Lot 36C~1\PP5469	0.4 (approx.)
	Lot 2A\PP2254	6.2 (approx.)
	Lot 14D\PP2254	3.1 (approx.)
	Lot 1\TP345621	2.5 (approx.)
	Lot 1\TP965670	0.2 (approx.)
140-160 Narraburra. Road, Little River	Lot 1\TP81759	2.5395
	Lot 2\TP81759	0.2678
TOTAL:		595.46

In addition, the Project includes land forming part of the existing adjoining Melbourne/Geelong rail corridor for the purposes of the rail flyover and freight rail connections. Road upgrade works are proposed within the Little River Road reserve and Princes Freeway (M1).

Intended land tenure (tenure over or access to project land):

Private

Other interests in affected land (e.g. easements, native title claims):

Government Road as described above.

The land to the north of the existing rail corridor known as 140-160 Narraburra Road, Little River is privately owned by another party.

10. Required approvals

State and Commonwealth approvals required for project components (if known):

It is anticipated that the following State and Commonwealth approvals will be required for the Project:

- Approval under the *Planning and Environment Act 1987* (Vic) of an amendment to the Wyndham Planning Scheme to change the planning controls that apply to the site, to facilitate the Project
- Assessment and approval is likely to be required under the *Environment Protection and Biodiversity Conservation Act 1999* (Cth) (EPBC Act). An EPBC Act referral will be lodged with the Commonwealth Minister under the EPBC Act at a similar time to this referral.
- Preparation and approval of a Cultural Heritage Management Plan (CHMP) will be required under the *Aboriginal Heritage Act 2006* (Vic)
- Approval under the *Rail Safety National Law Application Act 2013* to vary the accreditation to enable operation of the Project
- Consent under the *Road Management Act 2004* (Vic) to undertake works within a road reserve
- Approval under the *Water Act 1989* (Vic) to construct works on a waterway
- Approval under the *Flora and Fauna Guarantee Act 1988* (Vic) may be required for the removal of native vegetation on public land
- Approval under the *Wildlife Act 1975* (Vic) may be required to take or destroy wildlife

It is anticipated that the planning controls for the Project would require a range of further secondary approvals, to address a range of relevant matters such as, but not limited to, native vegetation offsets, construction management, subdivision, staging, traffic and transport management, urban design and landscaping.

Notice of intention to prepare the CHMP for the Project has been made under the *Aboriginal Heritage Act 2006* and the RAP has given notice that it intends to evaluate the CHMP. Consultation with the RAP has commenced and it is anticipated that any necessary approvals required to facilitate the archaeological investigations required to be undertaken as part of the CHMP will be sought shortly. This is likely to include planning permission under the existing provisions of the Wyndham Planning Scheme.

Have any applications for approval been lodged?

No Yes If yes, please provide details.

Approval agency consultation (agencies with whom the proposal has been discussed):

- Department Transport & Planning (DTP) - State Planning Services
- DTP - Impact Assessment Unit
- Melbourne Water (stormwater and flooding assessments)
- Wyndham City Council – CEO briefing
- Department of Climate Change, Energy, Environment and Water (Cth)
- WTOAC in its capacity as the RAP for the CHMP

Other agencies consulted:

Dept of Transport and Planning – Network Integration, Freight Victoria
ARTC

PART 2 POTENTIAL ENVIRONMENTAL EFFECTS

11. Potentially significant environmental effects

Overview of potentially significant environmental effects (identify key potential effects and comment on their significance and likelihood, as well as key uncertainties):

The following is a summary of the potential environment effects of the Project on the site and surrounding environment, including on neighbouring residences and Little River township.

Biodiversity:

A Flora and Fauna assessment has been prepared by Nature Advisory (February 2023) – Attachment A. The key environmental effects on biodiversity include:

- The removal of approximately 80.677 hectares of native vegetation including Low-rainfall Plains Grassland (all areas of EVC 132_63)
- 2 scattered trees (namely 1 large scattered tree and 1 small scattered tree), equating to an area loss of 0.101 hectares.
- Loss of up to 300 individual Large-headed fireweed plants (listed as critically endangered under the EPBC Act).

Offsets for the native vegetation loss will be partially met on site by the creation of a Biodiversity Reserve in the north eastern section of the site. This reserve is approximately 205 hectares and will be managed for its conservation values into the future under an Offset Management Plan to be prepared as part of the proposed Planning Scheme Amendment for the Project. It is anticipated that the remainder of the native vegetation and offsets will be located on other properties nearby.

Further detail on this potential environment effect is provided in Section 12 below.

Stormwater and water flows:

A Flood Assessment and Stormwater Management assessment has been prepared by BG&E – Attachments B and C.

Although potential effects to the Port Phillip Bay Western Shoreline Ramsar wetland located downstream of the site are considered unlikely, there is the potential for impacts from site runoff (water quality) into the Ramsar wetland located approximately 1km to the south. The site is traversed by two tributaries of Ryan Swamp Drain, with the main Ryan Swamp Drain running north-south on the western side adjacent to the site. Little River is located to the south of the site and confluences with Ryan Swamp Drain to the southeast.

The existing site typically falls south towards Little River Road where there are numerous culverts that convey flows across the road towards Little River. Most of these culverts are minor (roughly 450x300 box culverts) however there are three main crossings across this road which line up with the Ryan South Drain tributaries of which the site stormwater runoff will enter once water has been captured and treated (including via one or a combination of sediment, bioretention and detention basins, wetlands and a network of swales) within the site.

In terms of water flows (and flooding) across the site, Melbourne Water requires afflux to be controlled in the 1% AEP event. As such, detention (and treatment) infrastructure is proposed, including at outlets A and C (refer to figure in Attachment C Stormwater Management (Appendix D)), and are currently sized to limit discharge to predevelopment flow rates in the 1% AEP event.

Amenity:

An Air Quality assessment has been prepared by AECOM – Attachment G; Acoustics assessment prepared by AECOM (Attachment F) and a Traffic Assessment undertaken by AECOM (Attachment E).

Amenity effects including noise, air quality (particularly dust), increased traffic impacts have the potential to occur on sensitive receptors, during both the construction and operation of the Project.

Construction impacts

Air quality - An Air Quality Impact Assessment (AQIA) was undertaken to assess the impacts of the proposed Project. An indicative 'study area' of approximately one kilometre around the proposed precinct and 150 metres around potential road and rail connections was considered. Pollutants of interest during construction of the Project are primarily related to vehicle movements, earthworks and materials handling. Given the expected sources of pollution during construction, the pollutants considered for this assessment are particulates (dust). Air quality impacts during construction are expected to be short term and managed through common mitigation methods.

Following confirmation of design and the appointment of a contractor, a construction phase Traffic Management Plan will be required. This will reconfirm the construction phase findings of the Air Quality impact assessment (Attachment G) and document any required controls or mitigations, including traffic management, restrictions on hours of operation etc.

Mitigation measures recommended include:

- Preparation of a detailed Construction Air Quality Management Plan to minimise potential air emissions during construction

Noise - The initial construction stage of the Project is expected to occur for up to 24 months occur during normal working hours 7am – 6pm weekdays, 7am – 1pm Saturdays. There will be short periods of rail occupation, to construct the rail flyover, that will require 'unavoidable works' during the evening and night periods.

The construction noise levels are calculated to exceed the Environmental Reference Standard Objectives at multiple noise sensitive receptors during construction. It has also been identified that construction noise from unavoidable night works occurring during construction of the rail flyover may interfere with sleep during the night at multiple noise sensitive receptors and exceed a reasonable target such as the maintenance of ambient noise levels.

It is recommended that noise at impacted sensitive receptors should be managed in accordance with Sections 4.4 and 4.5 of EPA Victoria Publication 1834 utilising a management plan.

One sensitive receptor has been identified to be located within the human amenity minimum working distance for plant producing vibration. In accordance with the EPA Victoria Publication 1834, it is therefore recommended that further assessment be undertaken prior to construction works commencing.

Traffic - There will be an increase in traffic during construction, however the assessment found that the road network has the capacity to absorb this increase. A Traffic Management Plan would be implemented during construction to ensure minimal impacts to the local Little River community, including the need for trucks to avoid traversing the Little River township. A Construction Environmental Management Plan would be implemented to address this requirement.

Operational Impacts

Air quality - Pollutants of interest for the operation of the project are primarily related to exhaust emissions (CO, NO₂, SO₂, particulate matter (PM₁₀ and PM_{2.5}) and hydrocarbons) from mobile equipment such as train locomotives, forklifts and trucks.

Air quality impacts beyond the boundary of the proposed precinct during operation are expected to be 'negligible' and remain below relevant air quality standards. Based on the proposed transport routes, buffer distances to sensitive receptors and expected emissions from mobile emission sources (locomotives, vehicles etc), the potential impact of traffic connections is expected to be 'low' and remain below relevant air quality standards.

Mitigation measures recommended to reduce air quality impacts during operation include:

- Design considerations to avoid potential onsite amenity impacts

- Measures to minimise vehicle and locomotive air quality impacts along transport connections corridors.

Noise - Noise during the operation phase will be mitigated to levels deemed to be acceptable under EPA guidelines through the inclusion of noise walls at specific locations, and at the required heights, around the site and the adoption of the additional mitigation measures described in section 9.3.6 of the Noise and Vibration Impact Assessment.

Traffic - The Transport Impact Assessment found that, for Project operations:

- In 2029, the 'Initial' road network has sufficient capacity to accommodate the forecast traffic volumes
- In 2035, the 'Initial' road network is sufficient however it is expected that upgrades will likely be required, shortly after 2035, to accommodate the forecast traffic volumes subject to warehouse take up. The 'Interim' road network – which includes upgraded Princes Freeway Interchange – has sufficient capacity to accommodate the forecast traffic volumes
- In 2050, the 'Ultimate' road network – including all upgrades to Princes Freeway interchange and Little River Road – has sufficient capacity to accommodate the forecast traffic volumes.

The proposed design of upgrades to Little River Road and the Princes Freeway interchange will encourage trucks to travel to and from the Princes Freeway to access the proposed Project site during operation. Any road and interchange upgrades will be contingent on understanding other changes to the network, including delivery of the OMR, and consultation with DTP regarding Princes Freeway performance.

Landscape and Visual:

A Landscape and Visual impact assessment has been prepared by Tract (Attachment D).

Landscape – The LVIA found that the Western Plains landscape character type will not easily absorb the built form that is proposed within baseline conditions of the site area and the surrounding landscape. The assessment found that the proposed built form will substantially change the nature of the site landscape character from a rural landscape to an essentially industrial land use.

The pattern of viewing relating to the You Yangs will not be significantly interrupted by the proposed development. The development will be a clearly evident, but not dominant visual element within the landscape of the Western Plains when viewed from the You Yangs.

Visual – Visual Impacts have been identified as ranging from a high adverse impact to a low impact or no impact from several sensitive visual receptors and from multiple viewing angles and distances within the study area. The main influence on the nature and magnitude of change impacting visual impact has been identified as:

- Viewing distance
- Existing screening vegetation
- Existing residential development

Close views from the Little River township will be most affected by the development change, given its physical proximity and the residential nature of the setting. These views can be partly, but not fully mitigated by planting within the development site. Offsite planting in road reserves would potentially provide more comprehensive visual impact mitigation.

More distant views from the Princes Highway will be unaffected or at a negligible / low impact level. One location will have a higher level of impact but the overall change to the Princes Highway corridor is not considered to be significant.

The visual impacts can be partially but not fully mitigated through the implementation of screen planting within the overall site development. More substantial, but not complete visual mitigation, could be achieved through the development of a network of mitigation planting in roadside locations beyond the site boundaries.

To reduce visual impacts on nearby residences and from key viewing locations, a number of mitigations are proposed:

- Implementation of a Landscaping Plan which proposes to establish planting within the site area before the construction phase begins;
- Staging the development away from Little River township whilst planting is establishing;
- Consider building height limits (such as limiting warehouses to 22 metres high)
- Use of subtle colour changes within the warehouse layout, using a selected colour range;
- Infrastructure materiality such as steel surfaces should be non-reflective and with a matte finish;
- Consideration of strategic landscape treatment that extends beyond site boundaries.

12. Native vegetation, flora and fauna

Native vegetation

Is any native vegetation likely to be cleared or otherwise affected by the project?

NYD No Yes If yes, answer the following questions and attach details.

What investigation of native vegetation in the project area has been done? (briefly describe)

A Flora and Fauna Assessment (May 2023) has been prepared by Nature Advisory and is attached to this referral (Attachment A).

Nature Advisory also undertook a number of species specific targeted surveys across the site during winter, spring and summer to determine the likelihood of particular species being present. In particular the following surveys were undertaken:

- An initial field assessment was conducted over 7 days between the 2nd and 17th March 2022.
- A targeted flora survey in August 2022 in order to determine presence, location and extent of any Spiny Rice-flower, Large-headed Fireweed and any FFG Act-protected flora within the study area.
- A targeted survey for Spiny Rice-flower and Large-headed Fireweed was undertaken across four days on the 11th, 17th, 22nd and 31st of August 2022.
- Further flora surveys were carried out on 30th of November, and 5th, 12th, 19th and 20th of December 2022, targeting the remaining FFG and EPBC listed species in the table below.

Table 4: Targeted survey schedule for EPBC Act and FFG Act-listed flora species

Common Name	Scientific Name	Optimal survey (flowering) time												
		J	F	M	A	M	J	J	A	S	O	N	D	
Species listed under both the EPBC Act and FFG Act														
Button Wrinklewort	<i>Rutidosis leptorrhynchoides</i>												X	X
Clover Glycine	<i>Glycine latrobeana</i>												X	X
Large-headed Fireweed	<i>Senecio macrocarpus</i>								X				X	
Matted Flax-lily	<i>Dianella amoena</i>													X

Common Name	Scientific Name	Optimal survey (flowering) time											
		J	F	M	A	M	J	J	A	S	O	N	D
Spiny Rice-flower	<i>Pimelea spinescens</i> subsp. <i>spinescens</i>								X				
Species listed under only the FFG Act													
Cut-leaf Burr-daisy	<i>Calotis anthemoides</i>											X	X
Small Milkwort	<i>Comesperma polygaloides</i>											X	X
Small Scurf-pea	<i>Cullen parvum</i>											X	X
Tough Scurf-pea	<i>Cullen tenax</i>											X	X
Narrow Goodenia	<i>Goodenia macbarronii</i>											X	X
Purple Blown-grass	<i>Lachnagrostis punicea</i> subsp. <i>punicea</i>											X	X
Basalt Podolepis	<i>Podolepis linearifolia</i>											X	X
Basalt Sun-orchid	<i>Thelymitra gregaria</i>											X	
Rye Beetle-grass	<i>Tripogonella loliiformis</i>											X	X

Note: X = month survey was undertaken. Species without an X have not yet been surveyed.

What is the maximum area of native vegetation that may need to be cleared?

NYD Estimated areaapproximately 80.778(hectares)

The current proposed Project footprint will result in the loss of a total extent of 80.778 hectares of native vegetation. This comprises the following:

- 80.677 hectares of native vegetation in patches (including 0 large trees in patches)
- 2 scattered trees (namely 1 scattered tree and 1 small scattered tree)

How much of this clearing would be authorised under a Forest Management Plan or Fire Protection Plan?

N/Anil..... percent (if applicable)

Which Ecological Vegetation Classes may be affected? (if not authorised as above)

NYD Preliminary/detailed assessment completed. If assessed, please list.

Low-rainfall Plains Grassland (EVC 132_63) and Plains Grassy Wetland (EVC 125).

Have potential vegetation offsets been identified as yet?

NYD Yes If yes, please briefly describe.

Offset requirements for the Project can be partially achieved within the site. It is anticipated that additional offsets required for the Project would be secured through third-party offset providers and/or by establishing offsets on nearby land.

Offsets for the native vegetation loss will partially be met on site by the creation of a Biodiversity Reserve in the north eastern section of the site. This reserve is approximately 205 hectares and is proposed to be managed for its conservation values into the future under an Offset Management Plan to be prepared as part of the Planning Scheme Amendment for the Project.

Offsets required to compensate for the proposed removal of native vegetation from the site are as follows:

- 0.324 general habitat units and must include the following offset attribute requirements:
 - Minimum strategic biodiversity value (SBV) of 0.376
 - Occur within the Port Phillip and Westernport Catchment Management Authority (CMA) boundary or Wyndham City Council municipal district.
 - Include protection of at least one large tree.
- 4.859 species units of habitat for Prickly Arrowgrass, *Triglochin mucronate*
- 10.715 species units of habitat for Werribee Blue-box, *Eucalyptus baueriana* subsp. *thalassina*
- 44.874 species units of habitat for Red-chested Button-quail, *Turnix pyrrhorostrax*
- 57.511 species units of habitat for Grassland Earless Dragon, *Tympanocryptis pinguicollis*
- 54.934 species units of habitat for Small Golden Moths, *Diuris basaltica*
- 41.139 species units of habitat for Narrow Goodenia, *Goodenia macbarronii*
- 54.934 species units of habitat for Snowy Mint-bush, *Prostanthera nivea* var. *nivea*
- 54.934 species units of habitat for Small Scurf-pea, *Cullen parvum*
- 54.934 species units of habitat for Tough Scurf-pea, *Cullen tenax*
- 32.843 species units of habitat for Brittle Greenhood, *Pterostylis truncate*
- 17.724 species units of habitat for Fragrant Saltbush, *Rhagodia parabolica*
- 50.379 species units of habitat for Button Wrinklewort, *Rutidosia leptorhynchoides*
- 54.934 species units of habitat for Large-headed Fireweed, *Senecio macrocarpus*
- 54.934 species units of habitat for Rye Beetle-grass, *Tripogon loliiformis*
- 54.934 species units of habitat for Plump Swamp Wallaby-grass, *Amphibromus pithogastrus*
- 54.934 species units of habitat for Heath Spear-grass, *Austrostipa exilis*
- 54.934 species units of habitat for Brackish Plains Buttercup, *Ranunculus diminutus*
- 35.720 species units of habitat for Sunshine Diuris, *Diuris fragrantissima*
- 54.934 species units of habitat for Melbourne Yellow-gum, *Eucalyptus leucoxyloides* subsp. *connata*
- 54.934 species units of habitat for Basalt Podolepis, *Podolepis linearifolia*
- 53.890 species units of habitat for Spiny Rice-flower, *Pimelea spinescens* subsp. *spinescens*
- 49.664 species units of habitat for Clumping Golden Moths, *Diuris gregaria*
- 54.934 species units of habitat for Pale-flower Crane's-bill, *Geranium* sp. 3

Offset requirements for the Project can only be partially achieved within the site (Biodiversity Reserve) and it is expected that the remaining offsets will be sourced offsite and Pacific National is preparing an offsets strategy to inform how the offsets can be fulfilled.

Other information/comments? (e.g. accuracy of information)

Two EPBC Act listed ecological flora communities are found on site and will be impacted:

- loss of 41.422 hectares of Natural Temperate Grassland of the Victorian Volcanic Plain (NTGVVP) and
- approximately 1.362 hectares of Seasonal Herbaceous Wetlands (Freshwater) of the Temperate Lowland Plains community (SHWTLP)

Targeted surveying for Striped Legless-lizard and Golden Sun-moth was required due to the presence of suitable habitat and their susceptibility to impacts from the proposal. However, targeted surveys did not detect the presence of these species and so they are considered unlikely to occur.

An EPBC Act referral will also be submitted for the Project.

NYD = not yet determined

Flora and fauna

What investigations of flora and fauna in the project area have been done?

(provide overview here and attach details of method and results of any surveys for the project & describe their accuracy)

The specific area investigated as part of the Flora and Fauna assessment referred to as the 'study area', comprised land bounded by the Melbourne to Geelong rail corridor in the north, West Back 1 Track and Belfridges 1 Track in the east, Devines Road in the west and Little River Road (Old Melbourne Road) in the south – essentially the Project land.

As detailed in the above section, a number of flora surveys were undertaken at the optimal times.

No listed flora species were recorded during the November and December 2022 targeted surveys.

Table 4 of the Nature Advisory report (refer to Attachment A) details the flora species with the potential to occur on the site. Based on the surveys undertaken, only the Large-headed Fireweed was found on site, and all other species listed in Table 4 are considered unlikely to occur on site.

Targeted surveys - Fauna

Four listed fauna species were initially considered likely to occur on site or have the potential to occur. These species are:

- Fork-tailed Swift (EPBC Act: migratory);
- White-throated Needle-tail (EPBC Act: vulnerable & migratory);
- Striped Legless Lizard (EPBC Act: vulnerable); and
- Golden Sun Moth (EPBC Act: critically endangered).

Targeted searches for Striped Legless Lizard (SLL) were carried out from September until December 2022. SLL surveys involved arrays of roof tiles laid on the ground in June followed by weekly tile checks from September. Targeted surveys for Golden Sun Moth (GSM) were carried out in December. GSM surveys consisted of walking transects with spacing that decreased after each negative resulting survey. Although Nature Advisory found that optimal habitat is present in the study area and nearby recent records exist, the targeted surveys did not locate any individuals of SLL or GSM. As such, these species are now considered unlikely to occur and unlikely to be impacted.

No targeted surveys were undertaken for amphibians, including the Growling Grass Frog, as there is no suitable habitat within the site, as the site has only ephemeral waterbodies. The site is located across a main road and some 500m from the nearest GGF habitat being the Werribee River (to the south). As such this species is considered unlikely to occur and unlikely to be impacted by the Project.

The FFG Act-listed Tussock Skink was recorded during the SLL tile grid survey. Tile grid surveys are suitable for detecting this species and some 14 records were made.

No targeted surveys were undertaken for Victorian Grassland Earless Dragon (VGED) as this species was considered unlikely to occur at the time of the assessment based there being no records in Victoria for over 30 years. This species has since been found at one location west of Melbourne using tile grid surveys. As such, the tile grid survey that was undertaken for SLL may be considered to be a suitable survey method for VGED detection.

There is still potential for the Fork-tailed Swift and White-throated Needle-tail to occur as these birds may occasionally forage above the study area but they are unlikely to be impacted by the proposed development. As such no targeted surveys were undertaken.

Have any threatened or migratory species or listed communities been recorded from the local area?

NYD No Yes If yes, please:

- List species/communities recorded in recent surveys and/or past observations.

- Indicate which of these have been recorded from the project site or nearby.

Refer to above – two migratory birds potentially occur; the Fork-tailed Swift and White-throated Needletail as these birds may occasionally forage above the study area, however are unlikely to be impacted by the Project.

If known, what threatening processes affecting these species or communities may be exacerbated by the project? (e.g. loss or fragmentation of habitats) Please describe briefly.

- Loss of habitat is the key threatening process, although retention of 205 hectares will reduce such impacts
- Fragmentation of site across the grassland areas

Are any threatened or migratory species, other species of conservation significance or listed communities potentially affected by the project?

NYD No Yes If yes, please:

- List these species/communities:
- Indicate which species or communities could be subject to a major or extensive impact (including the loss of a genetically important population of a species listed or nominated for listing) Comment on likelihood of effects and associated uncertainties, if practicable.

Refer discussion above.

Is mitigation of potential effects on indigenous flora and fauna proposed?

NYD No Yes If yes, please briefly describe.

The Project proposes a large biodiversity offset area of 205 hectares on site. This will allow for a continuous grassland community to be kept in-tact and provide a corridor to the Western Grassland Reserve located just north of the Project site.

The Project design and the extent of Project development proposed across the site has sought to avoid and minimise impacts on indigenous flora and fauna. The design has been subject to significant changes that has resulted in preserving a large area of environmental significance of 205 hectares for biodiversity offsets.

The design parameters to deliver a 1,800m terminal, a flyover the Melbourne-Geelong Rail Corridor and geometrical design standards for rail do not offer opportunities for significant alternatives to the current design. However, it is expected that there will be refinements to the concept design with more detailed design where further opportunities to mitigate impacts can also be explored, including of further avoiding and reducing the impacts on the 300 Large-headed Fireweed within the site.

Other information/comments? (e.g. accuracy of information)

The conclusions provided in Nature Advisory's report are supported by flora and fauna surveys which have been carried out during 2021 and 2022, and included targeted surveys of species at the relevant seasons to ensure adequate sampling at ideal times.

In addition to the biodiversity assessment attached in Attachment A, Nature Advisory has prepared a Matters of National Environmental Significance report which will be lodged with the EPBC Act referral.

13. Water environments

Will the project require significant volumes of fresh water (e.g. > 1 GI/yr)?

NYD No Yes If yes, indicate approximate volume and likely source.

The usage of fresh water for the entire project is being assessed and projected usage of fresh water is not currently available. There are no high fresh water volume activities envisaged for the project and recycled and harvested water will be investigated to supply washdown areas and similar activities.

Will the project discharge waste water or runoff to water environments?

NYD No Yes If yes, specify types of discharges and which environments.

A Flood Assessment (BG&E May 2023) and Stormwater Management Plan (BG&E June 2023) have been prepared by BG&E (refer to Attachment B and Attachment C) to assess both flooding and stormwater treatment and management across the site.

The stormwater impact as a result of the proposed development results in approximately 133 hectares of new impervious area and 23.01 m³/s of additional peak flow in the 1% AEP event.

The overarching objective for managing stormwater run-off peak flows is to match pre-development peak flows to emulate the existing flow regime as close as practicably possible. To achieve this objective, a series of on-site stormwater detention (OSD) structures are proposed as part of the Project. OSD will be implemented via a combination of end-of-line facilities including basins and wetlands, and in-line structures such as swales.

The OSD basins and wetlands are intended to manage stormwater run-off from the site. Future warehouse lots are expected to provide on-site stormwater detention, most likely in the form of underground or above-ground tanks.

Stormwater runoff from the site will be discharged to water environments via on-site water quality treatment facilities.

The overarching objective for managing stormwater quality discharging from site, is to meet the EPA requirements for both pollutant reduction targets as well as pollutant concentration levels prior to discharge. This is achieved through a series of water quality systems incorporating sediment ponds, gross pollutant traps, bio-basins and a large on site wetland. The general approach to meeting water quality targets is, prior to any run-off entering a downstream waterway, the flows must pass through a gross-pollutant trap and bio-basin prior to discharge.

In a similar philosophy as flow regime management, warehousing allotments will be required to meet these targets prior to discharging to the on site stormwater system. Flows captured from the terminal and corresponding road network are managed through a 23000m² wetland through a series of bio-filtration media to ensure water quality targets are met. Flows from the IMEX at the north of site are treated through a sediment basin and bio-basin to meet the pollution reduction and concentration targets. The water quality targets have been verified through MUSIC modelling to ensure desired functionality of water quality systems is achieved.

Are any waterways, wetlands, estuaries or marine environments likely to be affected?

NYD No Yes If yes, specify which water environments, answer the following questions and attach any relevant details.

The site discharges from four outlets which are dispersed across the site, while the ultimate discharge from the site outflows into Little River. Little River itself is part of the Port Phillip Catchment and flows into the Port Phillip Bay (Western Shoreline) Ramsar wetland.

Two tributaries of Ryan Swamp drain traverse the site from north to south. The main tributary enters the site via a bridge that can be seen in the photograph below.



Figure 10: Tributary of Ryans Swamp Drain traversing site

The Project proposes to mimic the existing discharge points for the site, discharging the major internal catchments to the southern boundary of the site towards the existing culverts under Little River Road. Given the flows will be detained to pre-development levels, there are no upgrades proposed for the existing site outfalls.

Existing external waterways are unlikely to be affected by the proposed development. Flows will be detained up to the 1% AEP event, ensuring that outflows from site are controlled to pre-development levels. Through management of peak flows discharging from site, the hydrological profile of the existing external waterways will be unchanged and the effects are unlikely to be experienced downstream.

The ecological character of marine environments downstream of the Project site are also unlikely to be affected, through proposed measures for the protection of environmental values and physical characteristics of receiving waters from deterioration due to stormwater. Each catchment internal to the site incorporates a system of water quality treatment trains to replicate filtration experienced through the natural ground and soil to compliant pollutant concentrations.

Typically, the treatment train includes a gross pollutant trap (to trap litter and larger pollutants), a sediment pond (to capture waste and sediment from runoff) and bio-basin (to filter fine particle matter through underground filters and media). These controls are placed prior to any runoff discharging from any one of four major outlets across the site as shown in the Figure 10.

Refer to Appendix C - Site Catchment Plan and Appendix D - Water Quality Details within **Attachment C Stormwater Management** attached to this referral for details of the proposed on site stormwater treatment systems.

In addition, it is proposed that each site warehouse be required to implement water treatment and flow mitigation measures to ensure the warehouse site mimics discharge flows to pre-development conditions – similar to the treatment train and flow regime measures outlined above.

Are any of these water environments likely to support threatened or migratory species?

NYD No Yes If yes, specify which water environments.

The water bodies on site are not likely to support threatened or migratory species as they are mostly ephemeral. Little River (located downstream of the site) may support threatened or migratory species and the Port Phillip Bay (Western Shoreline) Ramsar wetland does support numerous migratory and threatened bird species. As discussed previously, however, it is unlikely that the Project will impact on the values of the Ramsar wetland because it is proposed that all stormwater will be appropriately treated and managed on site prior to being released offsite to Little River.

Are any potentially affected wetlands listed under the Ramsar Convention or in 'A Directory of Important Wetlands in Australia'?

NYD No Yes If yes, please specify.

The Port Phillip Bay (Western Shoreline) Ramsar wetland is adjacent to the site on Melbourne Water owned land and Little River runs into the Ramsar site, approximately 10 kilometres downstream. In the attached report, BG&E provide the following assessment:

- No areas of the wetland are being destroyed or modified as a result of the Project. The post-development outflow from the site is designed to match the pre-development flow with consideration to meeting water quality objectives as specified in this report overseen by the water authority.
- The hydrological regime of the wetland will not be substantially impacted/altered. The outflows into Little River as discharged from the site have been checked via flood modelling and are compliant with Melbourne Water guidelines.
- Pollutants from the site are managed within the site and control measures such as oil separators, bioretention basins and internal wetlands are proposed to be implemented to prevent foreign particle matter from discharging from the site affecting the habitats of invertebrate fauna and fish species.
- An assessment has been undertaken quantitatively for water quality utilising Music Modelling to identify and address impacts regarding water quality as they relate to Melbourne Water's guidelines. These can be found in Table 7 of this report. This table shows the results of site modelling and explicate a change in water quality, but one that is compliant within regulations for receiving waters and hence it is not proposed to investigate further ecological impacts.
- The site wetland, upstream to the Ramsar wetland, will utilise native species with respect to the water treatment train of the wetland and therefore it is not proposed that invasive species are being introduced downstream.

Could the project affect streamflows?

NYD No Yes If yes, briefly describe implications for streamflows.

Melbourne Water takes direct management responsibility for streams/waterways with catchments greater than 60 hectares – hence for the water entering Little River, the water quality is dictated by the guidelines set by Melbourne Water in conjunction with the Water Environmental Reference Standard. As such, it is anticipated that the Ryan Swamp Drain that conveys external flows through the site will be a Melbourne Water asset, and as such, designed to Melbourne Water requirements.

The site objective for managing stormwater run-off peak flows is to match pre-development flows to emulate the existing flow regime as close as practicably possible. To achieve this objective a series of onsite stormwater detention (OSD) structures are proposed withing the development. OSD will be implemented via a combination of end-of-line structures, in the form of basins and wetlands, and in-line structures.

The OSD basins and wetlands are intended to manage stormwater run-off from the road network that is proposed as part of the Project. Future warehouse lots are expected to provide on-lot stormwater detention, most likely in the form of underground or above-ground tanks.

Could regional groundwater resources be affected by the project?

NYD No Yes If yes, describe in what way.

Depth to the groundwater table is approximately 7-8 metres and is not likely to be affected by the Project.

<p>Could environmental values (beneficial uses) of water environments be affected? <input type="checkbox"/> NYD <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes If yes, identify waterways/water bodies and beneficial uses (as recognised by State Environment Protection Policies)</p> <p>Water quality targets from the site are governed by the Victorian Urban Stormwater Best Practice Management Guidelines (CSIRO, 1999 – prepared by Melbourne Water) for total pollutant removal objectives. The document outlines the reduction targets required from a greenfield site in terms of pollutants discharged from site in the context of suspended solids, phosphorous, nitrogen and litter. The BG&E report demonstrates how these objectives are met as percentage reduction targets, verified through MUSIC modelling. In addition, pollutant concentrations entering waterways is dictated by the Environment Reference Standard 2021 (ERS) which includes environmental values, indicators and objectives for surface water. These targets are met and achieved through bioretention basins, sediment traps and the large, proposed wetland in the south of the site. MUSIC modelling was used to verify these objectives being met.</p>
<p>Could aquatic, estuarine or marine ecosystems be affected by the project? <input type="checkbox"/> NYD <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes If yes, describe in what way.</p> <p>See previous discussion regarding stormwater flow, treatment and management prior to discharge off site. Although there may be changes in flow patterns across the site, it is not predicted that the water quality will be discharged at a quality that would impact the aquatic or Ramsar wetlands downstream.</p>
<p>Is there a potential for extensive or major effects on the health or biodiversity of aquatic, estuarine or marine ecosystems over the long-term? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes If yes, please describe. Comment on likelihood of effects and associated uncertainties, if practicable. Refer to above commentary on Ramsar wetland.</p>
<p>Is mitigation of potential effects on water environments proposed? <input type="checkbox"/> NYD <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes If yes, please briefly describe.</p> <p>Mitigation and appropriate stormwater management is part of the design of the Project to ensure water flow and quality of stormwater is no worse than pre development conditions. A number of water detention and treatment facilities will be located within the site to detain and treat water prior to discharge.</p> <p>Water Treatment Strategy</p> <p>The design incorporates end of line treatment in the form of sedimentation basins, bioretention basins, swales and a wetland that services a large portion of the water quality requirements of the Project catchment area.</p> <p>Treatment has been sized under the assumption that each warehouse will be responsible for treating and detaining their own stormwater to pre-development levels and, therefore, each warehouse area has been treated as a pre-developed catchment (100% pervious). Given that the average size of the proposed warehouse lots is three hectares, it is anticipated that each warehouse lot will be required to provide a 500m² bio-retention basin and an upstream GPT within their lot to meet treatment objectives. The treatment objectives per lot will be subject to future design development.</p> <p>As per Wyndham City Council MUSIC guidelines, a sediment trap has been proposed upstream of all bioretention basins to reduce the risk of clogging. It should be noted that the maximum size of a bioretention basin is 500m² according to the Wyndham City Council WSUD asset selection guidelines. Where numerous bioretention basins are required to treat a catchment, the total area of the bioretention basins have been combined into a single node within the MUSIC model.</p> <p>For all outlet nodes, there is a proposed sediment trap (gross pollutant trap or sediment basin) and bioretention basin prior to discharge to the outlet. The proposed basins provided on site are not intended as permanent ponds and as such, all water being stored within the basins will discharge into one of four outlet nodes with the ultimate discharge into Little River.</p>
<p>Other information/comments? (e.g. accuracy of information)</p>

14. Landscape and soils

Landscape

Has a preliminary landscape assessment been prepared?

No Yes If yes, please attach.

Tract has prepared a preliminary Landscape and Visual Impact Assessment (LVIA) for the Project (**Attachment D**). The LVIA includes wireframes and photomontages for selected viewpoints. The assessment is based on modelled warehouse heights of up to 22m and the schematic design provided by Pacific National.

Is the project to be located either within or near an area that is:

• **Subject to a Landscape Significance Overlay or Environmental Significance Overlay?**

NYD No Yes If yes, provide plan showing footprint relative to overlay.

The southern portion of the site is subject to an Environmental Significance Overlay (Schedule 1 "Waterway Corridors"). Schedule 1 includes a statement of environmental significance that identifies Little River as a major waterway and outlines environmental objectives to be achieved.

• **Identified as of regional or State significance in a reputable study of landscape values?**

NYD No Yes If yes, please specify.

• **Within or adjoining land reserved under the *National Parks Act 1975* ?**

NYD No Yes If yes, please specify.

The You Yangs Regional Park is approximately 8 kilometres away.

• **Within or adjoining other public land used for conservation or recreational purposes ?**

NYD No Yes If yes, please specify.

Is any clearing vegetation or alteration of landforms likely to affect landscape values?

NYD No Yes If yes, please briefly describe.

The removal of native grasslands will potentially alter the landscape.

Is there a potential for effects on landscape values of regional or State importance?

NYD No Yes Please briefly explain response.

Landscape

The site area is located within a landscape character type classified as 'Western Plains Rural Landscape Character Type' and 'Agricultural Landscape' which has been classified as having a local status, low scenic quality, moderate landscape sensitivity and low visual absorption capability on the basis of relatively flat terrain and lack of vegetation cover. Tract has assessed that the Project would substantially change the landscape character of the site and represent a clearly noticeable and adverse change to the landscape character type without implementing practical and effective mitigation measures. The nature and magnitude of change would be a substantial alteration to key features of the baseline conditions identified. The effects would be a considerable variance with the landform, scale and pattern of the landscape, and it would cause the designated landscape to be substantially changed and its quality diminished.

The LVIA suggests the following are the key landscape features of the region:

- Little River Settlement
- Princes Highway
- You Yangs Regional Park (located approximately 8kms from the site)
- Little River
- Cherry Tree Creek
- Western Treatment Plant
- Farmland Character

A summary of the key landscape impacts include:

- The new structures will add a new landscape feature to the existing landscape character type;
- The proposed infrastructure consisting of the warehouses, elevated railway bridge, container park and gantry cranes would be at a considerable variance with the current landform, scale and pattern of the landscape;
- The new development form will physically and visually dominate the site
- The existing landscape has a low visual absorption capability to accommodate changes within this character type;
- The nature of the landscape impact would be out of scale with the existing character types;
- The landscape character would be substantially changed, diminishing its quality and values.

Visual

An assessment of the Project which includes photomontages in the attached LVIA (Attachment D), was undertaken on the basis of built form up to 22 metres. The visualisations also included the noise walls required along the rail flyover and surrounding the site as identified in the Noise and Vibration Assessment.

Close views from Little River township will be most affected by the development change, given its physical proximity and the residential nature of the setting. These views can be partly, but not fully mitigated by planting within the development site. Offsite planting in road reserves would potentially provide more comprehensive visual impact mitigation.

The LVIA found that the pattern of viewing relating to the You Yangs will not be significantly interrupted by the proposed development. The Project will be a clearly evident, but not dominant visual element within the landscape of the Western Plains when viewed from the You Yangs. It would not significantly diminish the quality of the view from the You Yang's, which is a valued at a regional level.

A summary of the key visual impacts include:

- The new proposed elements will impact onto the visual scenic quality of the study area (site and surrounds);
- The scale and magnitude of change from the warehouses, rail terminal and terminal operations would be an adverse visual impact;
- Views within the foreground (under 1km) are likely to provide a clear view of the site and warehouse buildings;
- Views within the middle ground (1-3km), that are unscreened views are likely to provide a clear view of the proposal.
- Views within the background (3-5km), are likely to provide a filtered or screened view of the proposed warehouse buildings.
- Rural residential properties within proximity to the site would likely have direct views of the proposed built form.
- Residents from Little River are not as likely to have a clear view of the site.
- The site will be visible from the Princes Highway however there is some screening with existing vegetation

Tract modelled the residual impacts based on the mitigation measures of a landscape plan being implemented which includes early plantings prior to construction commencing and plantings around the edges and in strategic locations. The results are presented in the photomontages and table 14 of the LVIA (Attachment D). In summary, some locations have resulted in visual impacts being reduced from high to moderate, however there are some locations where the visual impacts from the proposal remain as high.

If the mitigation strategies of staging development and establishing mitigation planting in advance of development, as well as establishing an offsite network of roadside planting close to view sources are implemented successfully, then the nature and magnitude of change will reduce the potential impact of the Proposal.

Is mitigation of potential landscape effects proposed?

NYD No Yes If yes, please briefly describe.

The key mitigation approaches which could be used to reduce the potential landscape effects are:

- Built Form and building height mitigation measures –
 - Consider building heights (such as limiting warehouse to a maximum height of 22m)
 - Consider subtle colours within the warehouse layout;
 - Consider lighting effect onto the building mass;
 - Non reflective surfaces;
- Establish landscape planting within the site area (boundary and internal planting) –
 - Establish planting within the site area before the construction phase commences;
 - Planting to be with species that reflect the landscape context and character and using EVC relevant to the site;
 - Onsite surface treatment to break up groups of visual mass;
 - Additional landscaping and setbacks at the western edge
- Explore strategic planting outside of the site boundary to screen views from the source of viewing
- Development staging sequence
 - staggering the construction of the Proposal away from sensitive receptors, whilst planting is established

Other information/comments? (e.g. accuracy of information)

Note: A preliminary landscape assessment is a specific requirement for a referral of a wind energy facility. This should provide a description of:

- The landscape character of the site and surrounding areas including landform, vegetation types and coverage, water features, any other notable features and current land use;
- The location of nearby dwellings, townships, recreation areas, major roads, above-ground utilities, tourist routes and walking tracks;
- Views to the site and to the proposed location of wind turbines from key vantage points (including views showing existing nearby dwellings and views from major roads, walking tracks and tourist routes) sufficient to give a sense of the overall site in its setting.

Soils

Is there a potential for effects on land stability, acid sulphate soils or highly erodible soils?
 NYD No Yes If yes, please briefly describe.

Are there geotechnical hazards that may either affect the project or be affected by it?
 NYD No Yes If yes, please briefly describe.

Other information/comments? (e.g. accuracy of information)

Part of the site is in a Special Use Zone – Schedule 6 due to the potential for extractive industry resources.

15. Social environments

Is the project likely to generate significant volumes of road traffic, during construction or operation?

NYD No Yes If yes, provide estimate of traffic volume(s) if practicable.

A Traffic Impact Assessment has been prepared by AECOM (**Attachment E**), discussed further below.

Traffic Impact Assessment

The Project will result in an increased number of vehicles and trucks (including B-Double vehicles) during the construction and operation of the facility. The majority of traffic will come from / travel to Melbourne with some traffic originating from the direction of Geelong. There will ultimately be four access points into the site, all from Little River Road.

The Traffic Impact Assessment found that the local road network is currently operating well under capacity, however, that the local road network, including the Little River Road interchange and overpass, is not currently approved for use by B-Double vehicles. Investigations are currently underway into the structural requirements that may be needed to accommodate access to the site for B-Double trucks.

Construction traffic impacts

The assessment undertaken by AECOM found that the existing road network has sufficient capacity to accommodate the forecast traffic volumes generated during the construction phase. All criteria were met throughout the network as Level of Service (LoS) A was observed at all intersections with insignificant queue length and delay times.

The forecast construction traffic generation for the Project is shown in the table below. Due to the early stage of the Project, a detailed construction methodology has not been developed. Accordingly, construction traffic data shown below, is for the construction phase of Pacific National's Moorebank Intermodal Terminal construction phase impact assessment, which has been used as a proxy due to the expected similarities between the two sites.

Table 5: Proposed Construction traffic

Vehicle Type	AM Peak (IN)	PM Peak (OUT)
Trucks (HV)	212	212
Workers (LV)	222	222

Source: Pacific National

Operational traffic impacts

Operational traffic forecasts were developed for each of the following future years:

- 2029 – Opening Year, representing the opening of the Project
- 2035 – Interim Year, representing partial build out of the Project
- 2050 – Ultimate Year, representing full build out of the Project

In summary, the TIA found that:

- In 2029, the 'initial' proposed road network will have sufficient capacity to accommodate the forecast traffic volumes. Among other things, the proposed initial road network will include duplication of part of Little River Road and is likely to require bridge strengthening works at the Princes Freeway interchange and overpass.
- In 2035, the 'interim' proposed road network will have sufficient capacity to accommodate the forecast traffic volumes. The proposed interim road network will include upgrades to the Princes Freeway interchange.
- In 2050 (assuming the OMR has not yet been constructed), the 'ultimate' proposed road network will have sufficient capacity to accommodate the forecast traffic volumes. The

ultimate proposed road network will include building signalised intersections at access points out to their final configuration.

A key consideration dictating the requirement for any future road upgrade works is the delivery of the outer metropolitan ring road (OMR) by the State Government. Any commitment to these upgrades should therefore be contingent on understanding the delivery timeframes of the OMR and further engagement with DTP is recommended to understand the timing of the OMR as part of the Project assessment and approval process.

Is there a potential for significant effects on the amenity of residents, due to emissions of dust or odours or changes in visual, noise or traffic conditions?

NYD No Yes If yes, briefly describe the nature of the changes in amenity conditions and the possible areas affected.

Sensitive receptors nearest to the site boundary are relatively sparse due to the rural nature of the area. There are 56 sensitive receptors within 2kms of the surrounding area of the Project site.

The closest cluster of higher density housing is located within the Little River township approximately 1.5 km west of the Project boundary.

Acoustics Impact Assessment

An Acoustics Impact Assessment has been prepared by AECOM (**Attachment F**). Baseline noise levels were measured to establish the existing noise environment at the site and surrounding noise sensitive receptors.

Sensitive receptors are currently exposed to noise and/or vibration being produced by the following:

- Road traffic noise from the Princes Highway at the site and surrounds
- Intermittent passenger and freight train noise along the Geelong railway line, north of the Project area
- Intermittent aircraft noise at the site and surrounds. Noise from Avalon airport, located approximately 8 kilometres southwest of the Project area

Construction Noise

Noise that could occur during construction is from a combination of trucks and construction equipment and machinery.

Based on the assessment of construction noise, it has been calculated that construction noise may interfere with the following at multiple noise sensitive receptors during normal working hours:

- Normal conversation
- Domestic and recreational activities
- Learning and development at Cherry Creek Youth Detention Centre

It has also been identified that construction noise from unavoidable night works occurring during construction of the rail flyover may interfere with sleep during the night at multiple noise sensitive receptors and exceed a reasonable target such as the maintenance of ambient noise levels. It is recommended that noise at impacted sensitive receptors should be managed in accordance with Sections 4.4 and 4.5 of EPA Victoria Publication 1834 utilising a management plan.

Minimum working distances were set out for vibration from construction activities. Based on this it was calculated that sensitive receptor are located within the human amenity minimum working distance for plant producing vibration. In accordance with the EPA Victoria Publication 1834, it is therefore recommended that further assessment be undertaken prior to construction works commencing.

Operational Noise

The following noise sources were included in the industrial noise models for operation:
Project Opening (2029) model:

- Metal bangs from container handling
- Commercial power washers

- Truck movements and Idling trucks
- Idling locomotives

Project Ultimate (2050) model:

- Reach stackers / warehouses
- Metal bangs from container handling
- Refrigerated containers
- Commercial power washers
- Truck movements and Idling trucks
- Idling locomotives.

To determine the potential noise impacts on sensitive receptors, a SoundPLAN three-dimensional noise model, implementing ISO 9613-2 *Acoustics — Attenuation of sound during propagation outdoors — Part 2: General method of calculation* noise propagation, Kilde Rep 130 and CoRTN algorithms, was built to calculate noise propagation from operational noise at the site. The following propagation effects were included in the predictive noise model:

- Attenuation of noise with distance, including geometrical spreading and air absorption
- Reflections from buildings and other acoustically-reflective structures
- Barrier effects due to obstructions between noise sources and residential receptors
- Ground absorption
- Local topographical changes.

Without mitigation of noise from the site it has been identified that Noise Protocol noise limits may be exceeded at noise sensitive receptors R2, R3, R4, R49 and R50 at Project Opening (2029) and R1, R2, R3, R4, R5, R24, R42, R50 and R51 at Project Ultimate (2050).

To comply with Noise Protocol noise limits the following mitigation measures have been adopted in the noise model.

Project Opening (2029)

- 6.0 metre barriers located along the northern boundary and along the southern boundary (in proximity to the double stack processing truck route)
- 8.0 metre barrier located along the southern boundary (in proximity to the double stack processing truck route)
- 120.0 metre noise barrier to be incorporated as part of the flyover structure (from ground to top of flyover)
- 1.5 metre barriers located on the northern sides of the flyovers
- 1.5 metre barrier located on the southern side of the western flyover

Project Ultimate (2050)

- Barriers proposed for Project Opening to remain
- Container handlers located within the IMEX terminal to be reduced in noise levels by at least 10 dB(A) (e.g. through selection of quieter machinery, installation of mufflers or electrification).

In addition, in order to decrease maximum noise levels from container handling, Pacific National has committed to provide gantry's with "soft touch" technology enabled or other such mitigation.

With these mitigation measures in place, the noise levels at all sensitive receptors are below the exceedance criteria as demonstrated in tables 29 and 30 of the AECOM Noise and Vibration assessment report.

Operational Traffic Noise

The increase in traffic along Little River Road has the potential to increase traffic noise levels by 12 dB(A) or more at three noise sensitive receptors along Little River Road. There is presently no regulatory requirement to mitigate this noise. However, options to manage this noise impact include through road design, localised screening or treatment to noise sensitive buildings. It is proposed to further investigate the feasibility of implementing such measures as part of the further design process for the Project, subject to practicability testing and agreement from key stakeholders.

Is there a potential for exposure of a human community to health or safety hazards, due to emissions to air or water or noise or chemical hazards or associated transport?

NYD No Yes If yes, briefly describe the hazards and possible implications.

The Air Quality Impact Assessment (Aecom, **Attachment G**) found that in an area with a low number of sensitive receptors (10 within 100 metres of the project boundary) the potential of unmitigated dust impacts is expected to be 'low' and could be managed through the Construction Environment Management Plan.

Air quality impacts during construction are expected to be short term and managed through common mitigation methods which will be detailed in the contractor's Construction Environmental Management Plan. Following confirmation of design and appointment of a contractor, a construction phase Traffic Management Plan will be required.

Operational air quality will meet relevant EPA standards. Air emissions due to the increased rail and road traffic is expected to be very localised (less than 100 metres from source) and short in duration as trains and vehicles move past receptors quickly and vehicle engines are switched off soon after arrival at the destinations.

Is there a potential for displacement of residences or severance of residential access to community resources due to the proposed development?

NYD No Yes If yes, briefly describe potential effects.

The community will continue to have access along Little River Road and other surrounding local roads to Little River and existing community services.

Are non-residential land use activities likely to be displaced as a result of the project?

NYD No Yes If yes, briefly describe the likely effects.

The existing agricultural use of the land would be displaced as a result of the Project.

Do any expected changes in non-residential land use activities have a potential to cause adverse effects on local residents/communities, social groups or industries?

NYD No Yes If yes, briefly describe the potential effects.

The Project is expected to provide significant economic benefit to the Little River region as well as to Victoria. The direct and indirect economic benefits of the Project is currently estimated to generate an additional \$20 billion in gross state product (GSP) for Victoria between 2024 and 2050. The Project will create an additional 2,600 full time equivalent (FTE) jobs on average between 2024-2050 in the Little River region. This increases to an estimated 3,300 FTE jobs for Victoria as a whole over the same period. The peak level of FTE jobs is over 5,300 for Victoria by 2032 and remains around 5,000 FTE's out to 2036.

Is mitigation of potential social effects proposed?

NYD No Yes If yes, please briefly describe.

The information below indicates some of the mitigations that have been proposed in the technical reports to reduce impacts on amenity to sensitive receptors:

Traffic Mitigations

- The following mitigations measures were identified:
 - Construction Phase Traffic Management Plan (required prior to construction commencing)
 - Proposed upgrades to the road network, subject to consultation with the DTP to understand the timing of the OMR.

Noise Mitigations

- *Construction*
 - Preparation and implementation of a Construction Noise and Vibration Management Plan
- *Operation*

- Proposed noise walls/barriers to be erected as proposed in the Noise and Vibration Assessment report
- Adoption of reasonably practicable mitigation measures, including:
 - Quieter machinery, including:
 - Container handlers and gantry to have “soft touch” technology enabled
 - Use of track lubrication and wagon steering to minimise curve squeal
 - Use of electronically controlled pneumatic braking systems to minimise brake squeal
 - Electric or hydrogen powered equipment to reduce the noise compared to diesel powered equipment.
 - Pacific National is seeking solutions to reduce noise with the introduction of biodiesel and hydrogen for locomotives and is exploring the benefits of battery electric locomotives (ESG strategy 2022)
 - Site Orientation:
 - The site has been orientated such that the development layout (warehouses and administration buildings) will provide shielding to surrounding noise sensitive receptors
- Consideration of options to manage operational traffic noise, including through road design, localised screening or treatment to noise sensitive buildings (subject to feasibility assessment, practicability testing and agreement from key stakeholders).

Air Quality Mitigations

Mitigation measures of relevance are outlined below:

- *Operation*
 - Where possible, design considerations have been made to avoid potential onsite amenity impacts including:
 - Set back distances within close proximity to nearby receptors (residences, roads, public areas)
 - Use of vegetative buffers to mitigate dust amenity impacts
 - Locating air emission sources (where feasibly possible) towards the centre of the Precinct to minimise impacts to nearby sensitive receptors. This includes maximising local road network distances from the Precinct boundary, placement of areas where vehicle and/or locomotive idling is to occur and where mobile equipment would be operating.
- *Construction*
 - A detailed Construction Air Quality Management Plan will be prepared to minimise potential air emissions during construction

Landscape and visual mitigations

Landscape and visual impacts are proposed to be mitigated as detailed in section 8.1 of the Landscape and Visual Assessment report, including:

- Proposed built form and building height mitigation measures
- Establish landscape planting within the site area
- Explore strategic planting potential outside of the site boundary to screen views from the source of viewing
- Development staging sequence.

Other information/comments? (e.g. accuracy of information)

Cultural heritage

Have relevant Indigenous organisations been consulted on the occurrence of Aboriginal cultural heritage within the project area?

- No If no, list any organisations that it is proposed to consult.
 Yes If yes, list the organisations so far consulted.

The WTOAC, which is the Registered Aboriginal Party (RAP), have been consulted and involved in the assessment that has been undertaken to date for the purposes of preparing the CHMP for the Project. .

What investigations of cultural heritage in the project area have been done?

(attach details of method and results of any surveys for the project & describe their accuracy)

A Preliminary Cultural Heritage assessment has been undertaken by Extent Heritage which identified the need for a complex assessment to be undertaken in certain areas of the site. This is attached in **Attachment H**. Preparation of the CHMP for the Project has commenced, including desktop and standard assessments. It is anticipated that complex assessment will be undertaken, including archaeological investigations.

Is any Aboriginal cultural heritage known from the project area?

NYD No Yes If yes, briefly describe:

- Any sites listed on the AAV Site Register
- Sites or areas of sensitivity recorded in recent surveys from the project site or nearby
- Sites or areas of sensitivity identified by representatives of Indigenous organisations

Parts of the site are identified as an area of Aboriginal cultural heritage sensitivity for the purposes of the *Aboriginal Heritage Regulations 2018* and there are a number of registered Aboriginal cultural heritage places on the site. There is considered to be a high potential for unregistered Aboriginal cultural heritage to be located in surface and subsurface contexts of the site.

Are there any cultural heritage places listed on the Heritage Register or the Archaeological Inventory under the *Heritage Act 1995* within the project area?

NYD No Yes If yes, please list.

No. There is a stone wall of local significance on the site that will need to be destroyed to facilitate the Project. It is listed under the Heritage Overlay of the Wyndham Planning Scheme, but is not listed on the State Heritage Register.

Is mitigation of potential cultural heritage effects proposed?

NYD No Yes If yes, please briefly describe.

A Cultural Heritage Management Plan (CHMP) will be prepared in consultation with the WTOAC. The CHMP will need to be approved by the RAP under the Aboriginal Cultural Heritage Act 2006 and will contain management conditions and contingencies to mitigate and manage the potential impacts of the Project.

Other information/comments? (e.g. accuracy of information)

Ongoing engagement with the WTOAC will continue throughout the planning and development phases of the Project.

16. Energy, wastes & greenhouse gas emissions

What are the main sources of energy that the project facility would consume/generate?

- Electricity network. If possible, estimate power requirement/outputNYD
- Natural gas network. If possible, estimate gas requirement/output
- Generated on-site. If possible, estimate power capacity/output NYD
- Other. Please describe.

Please add any relevant additional information.

Pacific National is investigating options for onsite energy generation and offsite renewal energy sources.

What are the main forms of waste that would be generated by the project facility?

- Wastewater. Describe briefly.
- Solid chemical wastes. Describe briefly.
- Excavated material. Describe briefly.
- Other. Describe briefly.

Please provide relevant further information, including proposed management of wastes.

The construction of the freight terminal will result in a large quantity of soil excavation which potentially can be reused on site.

Warehousing and operations of the Project will generate wastes associated with normal industrial/warehouse type facilities. All wastes would be taken off site to the relevant waste facilities.

What level of greenhouse gas emissions is expected to result directly from operation of the project facility?

- Less than 50,000 tonnes of CO₂ equivalent per annum
- Between 50,000 and 100,000 tonnes of CO₂ equivalent per annum
- Between 100,000 and 200,000 tonnes of CO₂ equivalent per annum
- More than 200,000 tonnes of CO₂ equivalent per annum

Please add any relevant additional information, including any identified mitigation options.

Table 6: Pacific National Terminal GHG Emissions

Energy Demand	Area (m ²)	MWh	Tonnes CO ₂ -e
Non-Warehouse Space Load	1,070,200	30,000 to 40,000	25,000 to 40,000
External Lighting	2,818,734	15,000 to 25,000	10,000 to 25,000
Warehouse Lighting & Conditioning	709,360	110,000 to 140,000	100,000 to 130,000
Warehouse Office Space	36,000	25,000 to 35,000	20,000 to 35,000
Cool Storage Warehouses	186,340	130,000 to 190,000	120,000 to 180,000
Office Heating & Cooling	3,675,000	7,000 to 11,000	6,000 to 10,000
Electric Vehicle Charging	N/A	1,000 to 3,500	900 to 3000

Cranes	N/A	70,000 to 100,000	65,000 to 95,000
Reefer Units	N/A	6,000 to 1,0000	5,500 to 9,000
Total	-	-	350,000 to 530,000

As the leading rail freight provider with significant operations across Australia, Pacific National acknowledges it has a role in mitigating emissions from our operations and our overall environmental and social impact. Pacific National's Environmental, Social and Governance (ESG) strategy identifies decarbonisation as a key pillar for futureproofing its services. Pacific National's latest ESG Report is available from the following link: <https://pacificnational.com.au/esg/>

Projected demands for electricity based on the current assumptions for loading without use of renewable energy sources indicate that the CO₂ equivalent will exceed 200,000 tonnes per year. The majority of CO₂ equivalent originates from energy consumption by cool storage areas in warehouses, and lighting is the other major contributor.

Assumptions on renewable energy sources to supply the Project are expected to change during detailed design as opportunities to generate energy onsite are investigated and adopted. For example, the warehouse buildings provide an expansive roof space to support the generation of solar energy.

Pacific National is developing a ESG framework specific for the Project. The purpose of the ESG framework will be to inform decision-making in the detailed design, construction and ongoing operation of the new terminal and associated facilities including warehousing and infrastructure.

It is also envisaged that the ESG framework will guide positive environmental outcomes for the Project and establish environmental benchmarks and targets regarding energy, water, biodiversity, transport, emissions, indigenous participation, and any other area that could be appropriate for the Project.

Until more detailed investigations on CO₂ equivalent, provision of onsite/offsite renewal energy sources and Climate Change adaption, the assumption remains that the CO₂ equivalent would exceed 200,000 tonnes per year.

17. Other environmental issues

Are there any other environmental issues arising from the proposed project?

No Yes If yes, briefly describe.

18. Environmental management

What measures are currently proposed to avoid, minimise or manage the main potential adverse environmental effects? (if not already described above)

Siting: Please describe briefly

The siting of the Project has been through a thorough process of consideration of potential environmental impacts as well as proximity to surrounding sensitive receptors. Section 4 of this referral summarises Pacific National's process of site selection that considered potential alternative sites culminating with the ultimate selection of the proposed site for the Project at Little River.

Design: Please describe briefly

The Project design development process has sought to avoid and minimise potential impacts on the site as well as the surrounding environment. The process of preparing the concept plan/masterplan for the site has been an iterative process with inputs from various technical

assessments including biodiversity, stormwater management and flooding, air quality, acoustics assessment, engineering design and Aboriginal cultural heritage. The design of the Project includes the retention of 205 hectares of native vegetation (grassland) and will avoid downstream impacts on the Ramsar site.

Environmental management: Please describe briefly.

Pacific National has an environmental management system in place and will adhere to their Health, Safety and Environmental systems for all aspects of the Project from design, construction to operation.

Particular mitigation measures to avoid, minimise and manage potential adverse environmental effects of the Project have been described in sections 11 – 15 of this referral and are detailed in the supporting technical assessments that have been prepared for the Project. The key mitigation measures that are proposed to reduce environmental impacts of the Project include:

- retaining 205 hectares of native vegetation as a Biodiversity Offset;
- preparation of a Native Vegetation Offset Management Plan;
- early landscaping (prior to construction) to reduce the scale of visual impacts on sensitive receptors;
- Consider building height limits (such as limiting warehouses to 22 metres high)
- capture and reuse or appropriate treatment of stormwater on site prior to discharge to Little River;
- design of noise walls to reduce acoustic impacts to acceptable levels for relevant sensitive receptors;
- preparation and implementation of a Construction Environmental Management Plan, including a Traffic Construction Management Plan, Construction Air Quality Management Plan and Noise and Vibration Management Plan;
- Upgrade works to the external road network;
- Early engagement with the Registered Aboriginal Party (WTOAC);
- Onsite/offsite renewable energy sources (such as solar panels on warehouse roofs).

Other: Please describe briefly

Add any relevant additional information.

19. Other activities

Are there any other activities in the vicinity of the proposed project that have a potential for cumulative effects?

NYD No Yes If yes, briefly describe.

No other proposed projects have been identified that are considered to have the potential for cumulative effects with the project.

The program for the proposed OMR works is uncertain at this stage, as is the timing of the future Bay West port.

20. Investigation program

Study program

<p>Have any environmental studies not referred to above been conducted for the project?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes If yes, please list here and attach if relevant.</p>
<p>Has a program for future environmental studies been developed?</p> <p><input type="checkbox"/> No <input checked="" type="checkbox"/> Yes If yes, briefly describe.</p> <p>Subject to the outcome of this referral, further environmental investigations are planned to be undertaken to inform the planning and environment assessment and approval process for the Project, as appropriate. In particular, Pacific National proposes to undertake further biodiversity assessment within the rail corridor and road reserve, pending approval to undertake surveys within these areas from relevant authorities. A Biodiversity Offset Management Plan is also being developed.</p>

Consultation program

<p>Has a consultation program conducted to date for the project?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes If yes, outline the consultation activities and the stakeholder groups or organisations consulted.</p> <p>A stakeholder engagement strategy has been prepared and community and key stakeholder consultation will be undertaken during, and as part of, the planning and environment assessment and approval process for the Project.</p> <p>Stakeholder and community engagement activities will include face to face meetings, information sessions, dedicated Project website and regular Project information sheets distributed to the community via letterbox and via email.</p>
<p>Has a program for future consultation been developed?</p> <p><input type="checkbox"/> NYD <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes If yes, briefly describe.</p> <p>A community and stakeholder engagement program will commence in April 2023.</p>

Authorised person for proponent:

I,Brad Richards..... (full name), Project Director – Project Tasman..... (position), confirm that the information contained in this form is, to my knowledge, true and not misleading.

Signature _____

Date 26 September 2023

Person who prepared this referral:

I,Mandy Elliott.....(full name),Director.....(position), confirm that the information contained in this form is, to my knowledge, true and not misleading.

Signature _____

Date 26 August September 2023