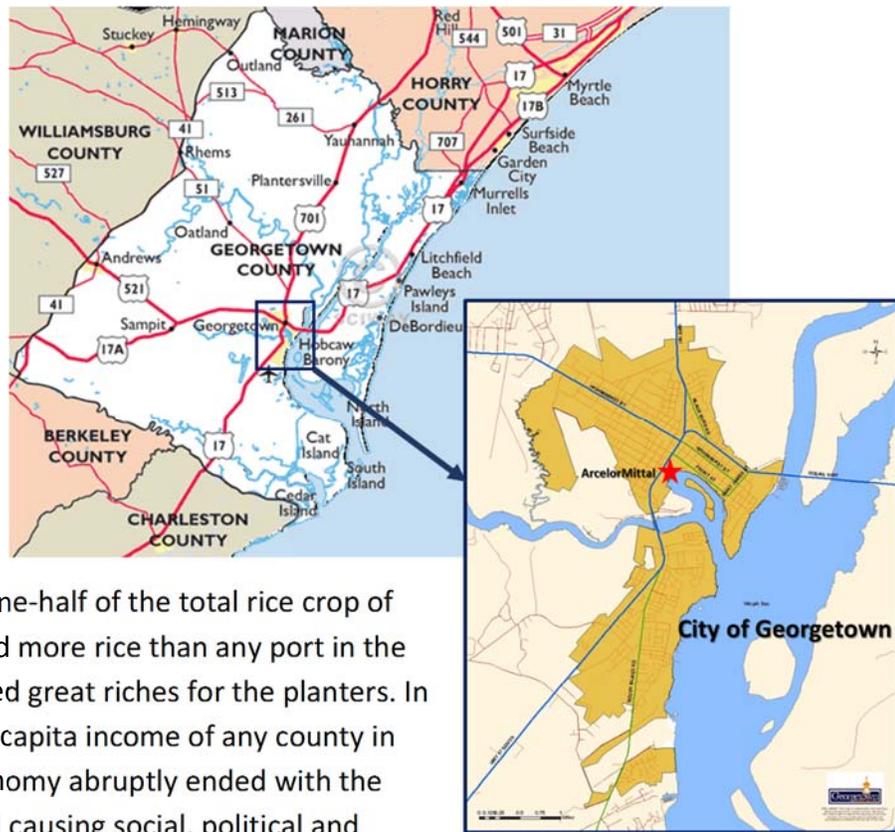


Scope of Work

GEORGETOWN, SOUTH CAROLINA

The City of Georgetown is the third oldest city in South Carolina, following Charleston and Beaufort. Founded in 1729, Georgetown became an official port of entry in 1732. Prior to this, all foreign exports and imports had to pass through Charleston.

From the years of early settlement, through the Revolutionary War and up to the onset of the Civil War, Georgetown flourished with a plantation economy. By 1840, the Georgetown County produced nearly one-half of the total rice crop of the United States and the port exported more rice than any port in the world. This labor intensive crop provided great riches for the planters. In 1840, Georgetown had the highest per capita income of any county in the United States. The antebellum economy abruptly ended with the Civil War and the reconstruction period causing social, political and economic upheaval.



The need for an economic alternative to rice was met by lumber. At the turn of the century, lumber mills started up to supply the booming construction in the Northeast. This created the need for a permanent dredge to maintain the shipping channel and jetties to the harbor, which evolved to creating the Port of Georgetown. The Great Depression was hard on Georgetown and most of the lumber mills closed. However in 1936, International Paper brought new life with a mill on the Sampit River that for a while was the largest in the world. In 1969, the steel mill was erected on the waterfront adjacent to the City's National Register Historic District. In 1985, the paper and steel mill directly employed 77% of the City's workforce. Shortly after this peak, the mills began to reduce their employment, which diminished their impact on the

community. Also, the Port of Georgetown had seen its best days and was at a strategic disadvantage to the neighboring ports in Charleston and Wilmington that had transitioned to containers and had much deeper natural channel depths. All the while, tourism to the Waccamaw Neck beaches within the County began flourishing, encouraging new housing development that lured away many residents from the City to a quality of life without a constant presence of the pollution and smell of the mills.

BACKGROUND

On May 14, 2015, ArcelorMittal announced that they would be permanently shutting down their Georgetown steel mill facility eliminating 226 jobs. The loss of jobs was not welcome news to the Georgetown economy, however there was some sense that the mill's closure was inevitable. Since 2001, the Georgetown mill had experienced multiple shutdowns, layoffs, and a bankruptcy that reduced it to a shell of its former self. The news of the announcement served as a wake-up call to City and County leaders that a plan was needed to determine how to move the community forward. The potential of redevelopment has long been a dream for many, but the possibility of enduring blight with a shuttered rusty mill on the waterfront in the heart of the City made it even more compelling to act. Public uncertainty also fosters pessimism and doubt in the community, which is not healthy or constructive.

Georgetown is also facing a similar fate with the future of the Port of Georgetown. The fast-silting harbor continues to fill below the depth necessary for commercial shipping. The port desperately needs dredging to survive, but the costs have mushroomed beyond a justifiable ROI that makes funding unlikely. And the port volume has dwindled to 1-2 ships a year, which does not help the cause. Community leaders have worked exhaustively for more than a decade to save the port, but its future is more than doubtful. At this stage, it is the duty of local leadership to pursue contingency plans for if the port were to close. This would include repositioning the port property on the Sampit waterfront as well as retooling the industrial recruitment strategy for the County.

POPULATION & DEMOGRAPHIC TRENDS

The stagnant population growth for the City of Georgetown and Georgetown County is an anomaly for the coast of South Carolina, which has 3 of the fastest growing areas in the nation. The community is aging at a faster rate than the region, state and nation. Median household income is falling and the percentage of the population living at or below poverty is increasing. Future growth is inevitable, but the challenge is to manage the growth to benefit all residents and provide long term sustainability.

	Georgetown		South Carolina	United States
	City	County		
POPULATION				
2015 Estimate	9,062	61,298	4.9 mil	321m
2010 Census	9,162	60,158	4.6 mil	309m
Growth (2010 to 2015)	-1.1%	1.9%	5.9%	4.1%
Growth (2000 to 2015)	1.3%	9.9%	22.0%	14.2%
Growth (1990 to 2015)	-4.8%	32.4%	40.4%	29.2%
RACE (2010)				
White alone	37.8%	63.2%	66.2%	72.4%
Black or African American alone	56.7%	33.6%	27.9%	12.6%
Hispanic or Latino	5.3%	3.1%	5.1%	16.3%
AGE, INCOME & POVERTY (2013)				
Median Age	42.7	46.1	38.1	37.3
Median Household Income	\$26,364	\$41,578	\$45,033	\$53,482
% Below Poverty	29.5%	21.2%	18.1%	15.4%

PURPOSE

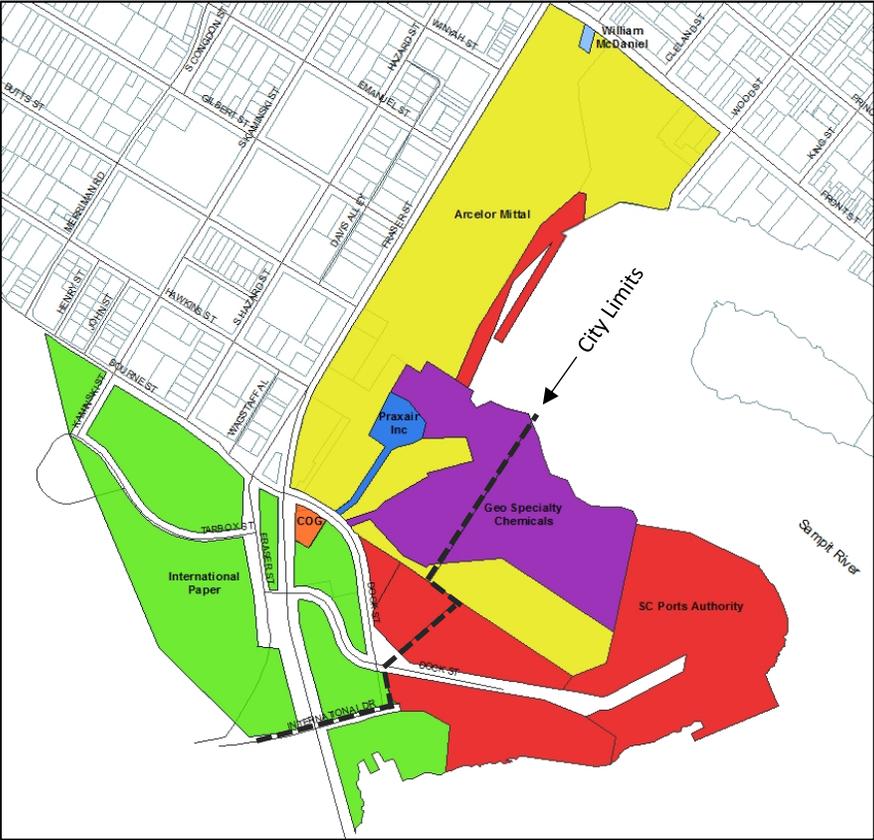
An informal working group with representatives from the City of Georgetown, Georgetown County, Waccamaw Regional Council of Governments, Santee Cooper, SC State Ports Authority, Frances P. Bunnelle Foundation, and local business leaders determined the best approach to guide Georgetown forward was a ULI Advisory Panel.

The rare opportunity to reposition 150± acres on the waterfront in the City of Georgetown has the ability to transform the greater community. The working group recognized the importance of getting an experienced and objective assessment to find the highest and best use that included indirect impacts, opportunity costs and long term sustainability. Additionally, it was vital to include broad community stakeholder input to get buy-in for a shared vision that was widely accepted and could guide local leadership

PRIMARY STUDY AREA

The primary focus of the ULI Panel study is the industrial waterfront parcels (“inner harbor”), which consists of the ArcelorMittal steel mill, SC State Ports Authority (SPA)’s Port of Georgetown, and a few smaller tracts. The combined area is approximately 150 acres. The part of the area that includes the steel mill facility is located in the City of Georgetown, while the area that includes the Port of Georgetown terminal is located in the unincorporated area of Georgetown County.

The study areas butts up to the City’s National Register Historic District. It is also separated by U.S. Highway 17 (Fraser Street) from the West End, an underserved area of the City that also has a long history. The West End has suffered an environmental injustice from being situated in the shadows of the International Paper facility and is experiencing tremendous blight from the vacant commercial buildings that were once used to support the steel mill and port.



Opportunity/Areas for Focus

1. MARKET CONDITIONS, ECONOMIC DEVELOPMENT, ECONOMIC SUSTAINABILITY AND DIVERSITY

GOAL: Conceptualize and define the redevelopment of the study area as a multi-faceted place that leverages Georgetown's unique assets, builds on our geographic attraction, and recognizes our potential, to draw a wide variety of users that includes tourists, residents, and business. Recommend solutions that enhances and expand the greater Georgetown community's economic development efforts that includes the recruitment of skilled manufacturing in the County as well as fostering new economic opportunities.

KEY QUESTIONS:

- Based on demographics, land economics, regional position, and market projections and trends, which type of "best place" fits for the future of Georgetown and what needs to be done to achieve it?
- Examine and identify strategies and mix that provide the best near- and long-term development opportunities that provide maximum economic impact to the community – # jobs, \$ payroll, induced impacts, property, hospitality and accommodations tax to local government.
- Develop recommendations that consider the waterfront area and how it can be a unique asset that positively enhances periphery development opportunities. Is there an opportunity to integrate Goat Island?
- Is there existing demand for new opportunities through the creative and technology economy, or other knowledge-based workers? If there is not current demand, what are some strategies to create a more diverse economy?
- What are policies, planning, or steps that need to be implemented to ensure that shortsighted growth does not occur and impact Georgetown's ability to achieve higher quality development over the long term?

2. PLACEMAKING, NEIGHBORHOOD COHESION, COMMUNITY ENGAGEMENT

GOAL: Recommend strategies that create creative and vibrant placement that benefits surrounding neighborhoods and attracts new audiences to Georgetown. Provide strategies that leverage the proposed study area concept that complements Georgetown's quality of life.

- What are the recommended opportunities for public space, community usage, waterfront activities, connectivity to nearby neighborhoods, etc. that should be considered?
- Are there case studies or examples of successful community engagement strategies that enhance community support for redevelopment efforts? What are steps to ensure community is engaged in future vision and planning efforts?
- What are some recommended steps to further build social cohesion that will help Georgetown overcome future adverse events such as a large employer closing or a natural disaster?

3. INFRASTRUCTURE, INCENTIVES, AND NEXT STEPS TO REDEVELOPMENT

GOAL: Recommend the near- and longer-term steps local government needs to take to attract and encourage qualified development firms to get engaged. Recommend strategies to gain site control of the properties to direct the development in the best interest of the community. Recommend leadership structures that expand the local capacity with pertinent expertise to effectively, efficiently and expeditiously marshal the process to redevelopment in the community's best interest.

- What development incentives will work best to facilitate and encourage the desired development? Are there any special financing tools available through the local or state government as well as the private-sector?
- What public infrastructure needs should Georgetown consider in the short and long term to encourage and accommodate the potential redevelopment? What are key, implementable steps to address development and connectivity issues in the short and long term?
- What are some recommended strategies and approaches for acquiring/assembling the larger ArcelorMittal's property as well as Praxair's and Geo Specialty Chemical's smaller parcels for redevelopment?
- Are there case studies or examples of redevelopment efforts of similar sites that used private sector, public sector, or public/private partnerships to shepherd through redevelopment?
- What are strategies and approaches are there to address brownfield properties? How can the concept be subdivided and/or phased but still keeping the synergy of a master plan?

- What are additional concerns that may have a direct or indirect impact on inner harbor redevelopment that need to be addressed? (e.g., corridor transportation and mobility, community development, education, workforce development, resilience and coastal/flood management, etc.)? Are there strategies that can be recommended to address some of these concerns?

4. FUTURE VISIONING AND PLANNING

GOAL: Recommend additional visioning and planning that should be explored to augment the redevelopment of the study area and to guide the Georgetown to realize its full potential. Direct the community on policies, strategies, and planning steps to protect the equity of a more-valued Georgetown community.