

REQUEST FOR LEGAL SERVICES

D a t e: October 8, 2021
F r o m: Keani N.W. Rawlins-Fernandez, Chair
Budget, Finance, and Economic Development Committee


TRANSMITTAL

Memo to: DEPARTMENT OF THE CORPORATION COUNSEL
Attention: Kristina Toshikiyo, Esq.

Subject: WAIALE LAND ACQUISITION (BFED-37)

Background Data: Please see attached resolution. Please revise Exhibit "A" to reflect the correct TMK number, as indicated. Please send response to bfed.committee@mauicounty.us. Please provide a Word file in track changes if the resolution is further revised.

Work Requested: FOR APPROVAL AS TO FORM AND LEGALITY
 OTHER:

Requestor's signature  Keani N.W. Rawlins-Fernandez	Contact Person <u>Lesley Milner</u> (Telephone Extension: <u>7886</u>)
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ROUTINE (WITHIN 15 WORKING DAYS) RUSH (WITHIN 5 WORKING DAYS)
 PRIORITY (WITHIN 10 WORKING DAYS) URGENT (WITHIN 3 WORKING DAYS)

SPECIFY DUE DATE (IF IMPOSED BY SPECIFIC CIRCUMSTANCES): October 13, 2021
REASON: For posting on the October 22, 2021, Council agenda.

FOR CORPORATION COUNSEL'S RESPONSE

ASSIGNED TO:	ASSIGNMENT NO.	BY:
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TO REQUESTOR: APPROVED DISAPPROVED OTHER (SEE COMMENTS BELOW)
 RETURNING--PLEASE EXPAND AND PROVIDE DETAILS REGARDING ITEMS AS NOTED

COMMENTS (NOTE - THIS SECTION NOT TO BE USED FOR LEGAL ADVICE): _____

DEPARTMENT OF THE CORPORATION COUNSEL

Date _____

By _____

(Rev. 7/03)

bfed:ltr:037acc01:ljcm

Attachment

Resolution

No. _____

AUTHORIZING THE ACQUISITION OF 443.393
ACRES IDENTIFIED AS TAX MAP KEYS
(2) 3-8-005:037, (2) 3-8-005:040,
(2) 3-8-007:101, (2) 3-8-007:172,
(2) 3-8-007:173, (2) 3-8-007:178, AND
(2) 3-8-007:179, SITUATED AT WAIKAPU,
WAILUKU, MAUI, HAWAII, BEING MORE
PARTICULARLY DESCRIBED AS WAIALE
SOUTH AND WAIALE NORTH, FOR AN AMOUNT
NOT TO EXCEED \$10,500,000

WHEREAS, Alexander & Baldwin, LLC, a Delaware limited liability company ("Owner"), is the owner in fee simple of real property located at Waikapu, Wailuku, Maui, Hawaii, consisting of 443.393 acres, being more particularly described as Waiale South and Waiale North, and identified for real property tax purposes as tax map keys (2) 3-8-005:037, (2) 3-8-005:040, (2) 3-8-007:101, (2) 3-8-007:172, (2) 3-8-007:173, (2) 3-8-007:178, and (2) 3-8-007:179 ("Properties"), which Properties are described in Exhibit "A" and depicted in the Subdivision File Maps attached as Exhibit "B," both of which are incorporated by reference; and

WHEREAS, the County of Maui and the Owner desire to enter into an agreement for the purchase and sale of the Properties; and

WHEREAS, the Director of Finance has negotiated the proposed purchase of the Properties; and

WHEREAS, the Director of Finance has determined that acquisition of the Properties is in the public interest; and

WHEREAS, the County desires to purchase and the Owner desires to sell the Properties for the amount of \$10,500,000; and

WHEREAS, Section 3.44.015(C), Maui County Code, requires that the Council authorize by resolution any acquisition of real property with a purchase price that exceeds \$250,000; now, therefore,

Resolution No. _____

BE IT RESOLVED by the Council of the County of Maui:

1. That the Council finds the acquisition of the Properties to be in the public interest;
2. That in accordance with Section 3.44.015(C), Maui County Code, the Council authorizes the acquisition of the Properties for an amount not to exceed \$10,500,000, exclusive of closing costs and expenses;
3. That it authorizes the Mayor or the Mayor's duly authorized representative to execute all necessary documents in connection with the acquisition of the Properties; and
4. That certified copies of this Resolution be transmitted to the Mayor, the Director of Finance, and Owner.

APPROVED AS TO FORM AND LEGALITY:

Deputy Corporation Counsel
County of Maui

bfed:misc:037areso01:ljcm

Resolution No. _____

TAX MAP KEYS

(2) 3-8-005:037

[(2) 3-8-007:040] (2) 3-8-005:040

(2) 3-8-007:101

(2) 3-8-007:172

(2) 3-8-007:173

(2) 3-8-007:178

(2) 3-8-007:179

EXHIBIT "A"

TAX MAP KEY (2) 3-8-005:037

LAND DESCRIPTION

LOT 3

WALTER K. SCHENK SUBDIVISION

All that certain parcel of land being Lot 3 of the Walter K. Schenk Subdivision, being a portion of Grant 3152 to Henry Cornwell. Situated at Waikapu, Maui, Hawaii and being more particularly described as follows:

BEGINNING at the south corner of this parcel of land at a point on the westerly Right-of-Way of Kuihelani Highway (F.A.S.P. No. S-0380(4)), said point being also the most easterly corner of Lot 4-B of the Walter K. Schenk Subdivision, the coordinates of said point of beginning referred to Government Survey Triangulation Station "LUKE", being:

12,139.59 feet South
3,427.96 feet East

and running by azimuths measured clockwise from True South:

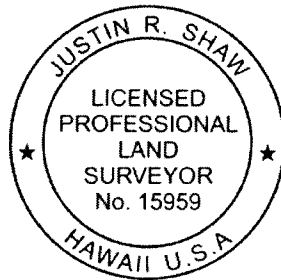
1. 116° 11' 317.80 feet along said Lot 4-B;
2. 120° 24' 115.00 feet along same;
3. 124° 20' 121.88 feet along same;
4. 197° 45' 647.62 feet along same;
5. 287° 45' 623.31 feet along the south side of Waiko Road (60 feet wide);
6. thence along same on a curve to the left, having a radius of 950.00 feet and a central angle of 1° 03' 28", the chord azimuth and distance being:
287° 13' 16" 17.54 feet;
7. thence along same on a reverse curve to the right, having a radius of 30.00 feet and a central angle of 101° 06' 58", the chord azimuth and distance being:
337° 15' 01" 46.34 feet;

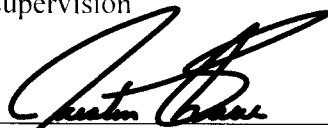
8. 27° 48' 30" 730.35 feet along the westerly Right-of-Way of said Kuihelani Highway to the **POINT OF BEGINNING** and containing an area of 10.000 acres, more or less.

PREPARED BY:
A&B Properties Hawaii, LLC

Date: December 9, 2020

This work was prepared by me or under my direct supervision




Justin R. Shaw
Licensed Professional Land Surveyor
Certificate No. LS-15959
Expiration Date: April 30, 2022

LAND DESCRIPTION

LOT 4-A

WALTER K. SCHENK SUBDIVISION

All that certain parcel of land being Lot 4-A of the Walter K. Schenk Subdivision, being a portion of Grant 3152 to Henry Cornwell. Situated at Waikapu, Maui, Hawaii and being more particularly described as follows:

BEGINNING at the most easterly corner of this parcel of land at a point on the westerly Right-of-Way of Kuihelani Highway (F.A.S.P. No. S-0380(4)), being also the south corner of Lot 3 of the Walter K. Schenk Subdivision, the coordinates of said point of beginning referred to Government Survey Triangulation Station “**LUKE**”, being:

12,139.59 feet South
3,427.96 feet East

and running by azimuths measured clockwise from True South:

- | | | | |
|-----|--------------|--------------|--|
| 1. | 27° 48' 30" | 625.00 feet | along said westerly Right-of-way of Kuihelani Highway; |
| 2. | 117° 48' 30" | 5.00 feet | along same; |
| 3. | 27° 48' 30" | 200.00 feet | along same; |
| 4. | 297° 48' 30" | 5.00 feet | along same; |
| 5. | 27° 48' 30" | 1100.00 feet | along same; |
| 6. | 117° 48' 30" | 10.00 feet | along same; |
| 7. | 27° 48' 30" | 300.00 feet | along same; |
| 8. | 297° 48' 30" | 5.00 feet | along same; |
| 9. | 27° 48' 30" | 593.39 feet | along same; |
| 10. | 139° 19' | 68.35 feet | along Lot 4-B of the Walter K. Schenk Subdivision; |
| 11. | 126° 20' | 86.70 feet | along same; |
| 12. | 140° 13' | 66.80 feet | along same; |
| 13. | 162° 55' | 69.26 feet | along same; |

14.	179°	45'	981.63	feet	along same;
15.	164°	47'	133.33	feet	along same;
16.	149°	18'	65.49	feet	along same;
17.	123°	25'	69.43	feet	along same;
18.	152°	39'	282.05	feet	along same;
19.	130°	31'	293.31	feet	along same;
20.	165°	56'	78.61	feet	along same;
21.	179°	35'	140.82	feet	along same;
22.	147°	33'	217.73	feet	along same;
23.	156°	01'	247.96	feet	along same;
24.	140°	05'	234.24	feet	along same;
25.	147°	51'	243.64	feet	along same;
26.	155°	03'	320.48	feet	along same;
27.	134°	24'	117.03	feet	along same;
28.	113°	45'	93.35	feet	along same;
29.	129°	10'	44.94	feet	along same;
30.	145°	22'	52.66	feet	along same;
31.	157°	20'	58.21	feet	along same;
32.	159°	33'	103.25	feet	along same;
33.	132°	49'	34.90	feet	along same;
34.	104°	37'	96.08	feet	along same;
35.	113°	23'	102.59	feet	along same;
36.	135°	12'	157.23	feet	along same;
37.	157°	26'	122.67	feet	along same;
38.	166°	06'	82.89	feet	along same;
39.	145°	27'	176.16	feet	along same;
40.	119°	09'	72.42	feet	along same;

41. 174° 36' 138.00 feet along Lot 2 of the Waiale Park Large Lot
Subdivision;
42. 216° 26' 44.79 feet along same;
43. 289° 00' 20.09 feet along the southerly side of Waiko Road (60
feet wide);
44. thence along same on a curve to the left, having a radius of 730.00 feet and a central angle of
12° 30', the chord azimuth and distance
being:
282° 45' 158.95 feet;
45. 276° 30' 340.00 feet along same;
46. thence along same on a curve to the right, having a radius of 1020.00 feet and a central angle
of 21° 30', the chord azimuth and distance
being:
287° 15' 380.51 feet;
47. 298° 00' 498.99 feet along same;
48. thence along same on a curve to the left, having a radius of 730.00 feet and a central angle of
24° 30', the chord azimuth and distance
being:
285° 45' 309.78 feet;
49. thence along same on a reverse curve to the right, having a radius of 2720.00 feet and a central
angle of 5° 00', the chord azimuth and
distance being:
276° 00' 237.29 feet;
50. 278° 30' 469.65 feet along same;
51. thence along same on a curve to the right, having a radius of 1350.00 feet and a central angle
of 13° 15', the chord azimuth and distance
being:
285° 07' 30" 311.50 feet;
52. 291° 45' 253.29 feet along same;
53. 287° 45' 343.59 feet along same;
54. 17° 45' 647.62 feet along said Lot 3;
55. 304° 20' 121.88 feet along same;

56. 300° 24' 115.00 feet along same;
57. 296° 11' 317.80 feet along same to the **POINT OF BEGINNING** and containing an area of 131.496 acres, more or less.

PREPARED BY:
A&B Properties Hawaii, LLC

Date: December 9, 2020

This work was prepared by me or under my direct supervision



A handwritten signature in black ink, appearing to read "Justin R. Shaw", written over a horizontal line.

Justin R. Shaw
Licensed Professional Land Surveyor
Certificate No. LS-15959
Expiration Date: April 30, 2022

TAX MAP KEY (2) 3-8-007:101

All of that certain parcel of land (being portion(s) of the land(s) described in and covered by Royal Patent Grant Number 3152 to Henry Cornwell and Royal Patent Grant Number 3343 to Claus Spreckels) situate, lying and being at Waikapu, Wailuku, Island and County of Maui, State of Hawaii, being LOT 12-A-1-A, same being a portion of Lot 12-A-1 MAUI LANI SUBDIVISION, as shown on Subdivision Map File No. 3.2327, approved by the County of Maui on September 12, 2017 and thus bounded and described as per survey dated November 19, 2014, revised July 29, 2016:

Beginning at the southeast corner of parcel of land, being also the southwest corner of Lot 12-A-4 of the Maui Lani Subdivision (Subdivision File No. 3.2226) at a point on the northerly boundary line of Lot 1-C of the Kopaa Subdivision No. 2, the coordinates of said point of beginning referred to Government Survey Triangulation Station "LUKE", being:

10923.32 feet South
3973.36 feet East

and running by azimuths measured clockwise from true South:

1. 107° 45' 656.47 feet along said Lot 1-C;
2. 191° 45' 462.02 feet along same;
3. 101° 45' 2615.78 feet along same;
4. 322° 07' 271.76 feet along same;
5. 57° 14' 41" 4.58 feet along same;
6. 327° 14' 41" 465.24 feet along same;
7. 28° 00' 346.45 feet along same to the northerly right-of-way of Waiko Road (60 feet wide);
8. 118° 00' 199.99 feet along the northerly right-of-way of Waiko Road (60 feet wide) to Lot 1-A of Kopaa Subdivision No. 2;

9. 147° 14' 41" 1104.44 feet along said Lot 1-A to Lot 12-A-2 of the Maui Lani Subdivision (Subdivision File No. 3.2226);
10. 281° 45' 131.88 feet along said Lot 12-A-2;
11. 178° 00' 574.77 feet along same;
12. Thence along same on a non-tangent curve to the right having a radius of 1784.00 feet, the chord azimuth and distance being:
 - 171° 04' 30" 746.40 feet;
13. 183° 09' 450.00 feet along same;
14. Thence along same on a curve to the left having a radius of 1200.00 feet, the chord azimuth and distance being:
 - 183° 04' 42" 3.02 feet to a point of cusp on the westerly boundary of Lot 12-A-1-B of the Maui Lani Subdivision (Subdivision File No. 3.2327);
15. Thence from said point of cusp along said Lot 12-A-1-B on a non-tangent curve to the left having a radius of 603.00 feet, the chord azimuth and distance being:
 - 347° 35' 02" 243.54 feet;
16. 335° 56' 153.47 feet along same;
17. 245° 56' 56.00 feet along same;
18. 155° 56' 55.87 feet along same;
19. 215° 20' 894.55 feet along same;
20. 196° 20' 394.03 feet along same;
21. 245° 57' 102.49 feet along same;

22.	253°	19'	72.53	feet along same;
23.	254°	11'	108.30	feet along same;
24.	241°	56'	59.05	feet along same;
25.	189°	06'	43.95	feet along same;
26.	164°	03'	50.55	feet along same;
27.	135°	47'	69.00	feet along same;
28.	131°	00'	71.39	feet along same;
29.	113°	00'	42.47	feet along same;
30.	171°	55'	40.92	feet along same;
31.	151°	22'	47.69	feet along same;
32.	174°	08'	68.05	feet along same;
33.	195°	02'	166.92	feet along same;
34.	169°	41'	229.45	feet along same;
35.	229°	11'	130.45	feet along same;
36.	277°	50'	322.27	feet along same and along Lot 12-A-1-E of the Maui Lani Subdivision (Subdivision File No. 3.2327);
37.	280°	42'	213.92	feet along Lot 12-A-1-E;
38.	308°	01'	139.98	feet along same;
39.	352°	45'	78.14	feet along same;
40.	38°	25'	167.15	feet along same;
41.	4°	51'	146.31	feet along same;
42.	341°	33'	117.22	feet along same;
43.	21°	37'	66.00	feet along same;

44.	09° 28'	87.12	feet along same;
45.	16° 14'	209.73	feet along same;
46.	30° 03'	13.19	feet along same;
47.	48° 32'	203.19	feet along same and along Lot 12-A-1-C of the Maui Lani Subdivision (Subdivision File No. 3.2327);
48.	34° 53'	78.59	feet along said Lot 12-A-1-C;
49.	22° 16'	92.85	feet along same;
50.	14° 26'	70.60	feet along same;
51.	5° 50'	74.07	feet along same;
52.	284° 37'	324.86	feet along same;
53.	283° 41'	80.12	feet along same;
54.	190° 39'	349.03	feet along same;
55.	192° 18'	463.14	feet along same to Lot 12-A-1-F of the Maui Lani Subdivision (Subdivision File No. 3.2327);
56.	286° 15' 30"	284.10	feet along said Lot 12-A-1-F;
57.	255° 28'	507.42	feet along same;
58.	286° 11'	143.56	feet along same to Lot 12-A-3 of the Maui Lani Subdivision (Subdivision File No. 3.2226);
59.	336° 57' 40"	436.57	feet along said Lot 12-A-3;
60.	Thence along same on a curve to the left having a radius of 503.22 feet, the chord azimuth and distance being:		
	330° 30' 50"	113.01	feet;
61.	324° 04'	840.97	feet along same;

62. Thence along same on a non-tangent curve to the right having a radius of 2380.87 feet, the chord azimuth and distance being:
- 296° 18' 522.53 feet;
63. 302° 36' 1065.80 feet along same;
64. Thence along same on a curve to the left having a radius of 50.00 feet, the chord azimuth and distance being:
- 301° 39' 45" 1.64 feet to the northwesterly corner of said Lot 12-A-4;
65. Thence along said Lot 12-A-4 on a curve to the left having a radius of 11624.16 feet, the chord azimuth and distance being:
- 29° 12' 18" 566.66 feet;
66. 27° 48' 30" 317.40 feet along said Lot 12-A-4;
67. 117° 48' 30" 20.00 feet along same;
68. 27° 48' 30" 300.00 feet along same;
69. 297° 48' 30" 5.00 feet along same;
70. 27° 48' 30" 700.00 feet along same;
71. 117° 48' 30" 35.00 feet along same;
72. 27° 48' 30" 494.75 feet along same to the point of beginning and containing an area of 281.426 acres, more or less.

Said above described parcel of land having been acquired by ALEXANDER & BALDWIN, INC., a Hawaii corporation by the following Deeds:

1. By DEED of HAWAIIAN COMMERCIAL AND SUGAR COMPANY, a California corporation, dated December 31, 1926, recorded in Liber 865 Page 8; and
2. By DEED of ALEXANDER & BALDWIN, INC., a Hawaii corporation, dated March 30, 1989, recorded in Liber 23006 at Page 583.

Together with nonexclusive easements over, under and across Easement "2A" for (a) landscaping and irrigation purposes, (b) installing, maintaining and replacing signs, including a sign wall and signage lighting, (c) pedestrian and vehicular access purposes, (d) drainage purposes, and (e) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, as granted by GRANT OF LANDSCAPING, SIGNAGE, ACCESS, DRAINAGE, AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900481, said Easement "2A" being shown on the map attached thereto; and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "2B" for (a) drainage purposes, (b) landscaping and irrigation purposes, (b) construction, development, and site preparation work, and (d) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, as granted by GRANT OF DRAINAGE, LANDSCAPING, CONSTRUCTION AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900482, said Easement "2B" being shown on map attached thereto; and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "2C" for (a) drainage purposes, (b) landscaping and irrigation purposes, (c) construction, development, and site preparation work, (d) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, and (e) pedestrian and vehicular access purposes as granted by GRANT OF DRAINAGE, LANDSCAPING, CONSTRUCTION AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900483, said Easement "2C" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "3A" for pedestrian and vehicular access purposes, said Easement "3A" being granted by GRANT OF DRAINAGE AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No A-52900484, said Easement "3A" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "3B" for (a) drainage purposes, and (b) pedestrian and vehicular access purposes, said Easement "3B" being granted by GRANT OF DRAINAGE AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No. A-52900485, said Easement "3B" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "4" and Easement "5" for drainage and access purposes, said Easement "4" and Easement "5" being granted by GRANT OF DRAINAGE BASIN AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No. A-52900486, said Easement "4 and Easement "5" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "W-2" for the installation, use, operations, maintenance, repair, and replacement of underground water lines. Said Easement "W-2" being granted by GRANT OF WATER LINE EASEMENT dated June 26, 2014, recorded as Document No. A-52900487, said Easement "W-2" being described therein, and subject to the terms and provisions contained therein.

Together with a non-exclusive easement over, under and across Easement "B-1" for access and utility purposes. Said Easement "B-1" being granted by GRANT OF ACCESS AND UTILITY EASEMENT WITH OPTION TO SUBDIVIDE AND DEDICATE dated June 8, 2018, recorded as Document No. A-67440717, said Easement "B-1" being described therein, and subject to the terms and provisions contained therein.

Together with a non-exclusive easement over, under and across Easement "B-2" for access and utility purposes. Said Easement "B-1" being granted by ACCESS AND UTILITY EASEMENT dated June 29, 2018, recorded as Document No. A-67640536, said Easement "B-2" being described therein, and subject to the terms and provisions contained therein.

Together with a non-exclusive easement over, under and across Easement "C-1) for access and utility purposes. Said Easement "C-1" being granted by ACCESS EASEMENT dated August 14, 2018, recorded as Document No. A-68060859, said Easement "C-1" being described therein, and subject to the terms and provisions contained therein.

TAX MAP KEY (2) 3-8-007:172

All of that certain parcel of land (being portion(s) of the land(s) described in and covered by Royal Patent Grant Number 3152 to Henry Cornwell and Royal Patent Grant Number 3343 to Claus Spreckels) situate, lying and being at Wailuku Commons, District of Wailuku, Island and County of Maui, State of Hawaii, being LOT 12-A-4 of the "MAUI LANI SUBDIVISION" bearing Tax Key designation (2) 3-8-007-172, and containing an area of 2.817 acres, more or less.

Said above described parcel of land having been acquired by ALEXANDER & BALDWIN, INC., a Hawaii corporation by the following Deeds:

1. By DEED of HAWAIIAN COMMERCIAL AND SUGAR COMPANY, a California corporation, dated December 31, 1926, recorded in Liber 865 Page 8; and
2. By DEED of ALEXANDER & BALDWIN, INC., a Hawaii corporation, dated March 30, 1989, recorded in Liber 23006 at Page 583.

TAX MAP KEY (2) 3-8-007:173

All of that certain parcel of land (being portion(s) of the land(s) described in and covered by Royal Patent Grant Number 3152 to Henry Cornwell and Royal Patent Grant Number 3343 to Claus Spreckels) situate, lying and being at Waikapu and Wailuku Commons, Wailuku, Island and County of Maui, State of Hawaii, being LOT 12-A-5 of "MAUI LANI SUBDIVISION" bearing Tax Key designation (2) 3-8-007-173, and containing an area of 1.097 acres, more or less.

Said above described parcel of land having been acquired by ALEXANDER & BALDWIN, INC., a Hawaii corporation by the following Deeds:

1. By DEED of HAWAIIAN COMMERCIAL AND SUGAR COMPANY, a California corporation, dated December 31, 1926, recorded in Liber 865 Page 8; and
2. By DEED of ALEXANDER & BALDWIN, INC., a Hawaii corporation, dated March 30, 1989, recorded in Liber 23006 at Page 583.

TAX MAP KEY (2) 3-8-007:178

All of that certain parcel of land (being portion(s) of the land(s) described in and covered by Royal Patent Grant Number 3152 to Henry Cornwell and Royal Patent Grant Number 3343 to Claus Spreckels) situate, lying and being at Waikapu, Wailuku, Island and County of Maui, State of Hawaii, being LOT 12-A-1-D of the "MAUI LANI SUBDIVISION", and thus bounded and described:

Beginning at the northwest corner of this parcel of land at a point on the southerly boundary line of Lot 11-D-1-A-1-B-1-A of the Maui Lani Phase 8 (Large Lot) Subdivision (Subdivision File No. 3.2222), the coordinates of said point of beginning referred to Government Survey Triangulation Station "LUKE", being:

5556.07 feet South
356.25 feet East

and running by azimuths measured clockwise from true South:

1. 284° 48' 20" 48.13 feet along said Lot 11-D-1-A-1-B-1-A to the northwest corner of Lot 12-A-1-B of the Maui Lani Subdivision (Subdivision File No. 3.2327);
2. 334° 44' 30" 212.51 feet along said Lot 12-A-1-B;
3. Thence along same on a curve to the right having a radius of 509.83 feet, the chord azimuth and distance being: 351° 19' 45" 291.09 feet;
4. 7° 55' 225.01 feet along same;
5. Thence along same on a curve to the left having a radius of 4780.23 feet, the chord azimuth and distance being: 7° 01' 41" 779.72 feet;
6. 2° 21' 366.11 feet along same;
7. Thence along same on a curve to the right having a radius of 16.00 feet, the chord azimuth and distance being: 86° 54' 41" 31.36 feet;

8. Thence along same with a reverse curve to the left having a radius of 1210.00 feet, the chord azimuth and distance being: 156° 02' 38" 210.06 feet to Lot A of the Waikapu Landfill Consolidation (LUCA File No. 3.1565);
9. 237° 20' 15.76 feet along same Lot A;
10. 184° 50' 250.00 feet along same;
11. 152° 26' 309.00 feet along same;
12. 191° 33' 704.00 feet along same;
13. 185° 45' 445.47 feet along same to the point of beginning and containing an area of 7.660 acres, more or less.

Said above described parcel of land having been acquired by ALEXANDER & BALDWIN, INC., a Hawaii corporation by the following Deeds:

1. By DEED of HAWAIIAN COMMERCIAL AND SUGAR COMPANY, a California corporation, dated December 31, 1926, recorded in Liber 865 Page 8; and
2. By DEED of ALEXANDER & BALDWIN, INC., a Hawaii corporation, dated March 30, 1989, recorded in Liber 23006 at Page 583.

Together with a perpetual and nonexclusive easement over, under and across Easement C for vehicular and pedestrian ingress and egress, as granted by GRANT OF ACCESS EASEMENT (EASEMENT C), dated June 5, 2014, recorded as Document No. A-52770555, more particularly described therein; and subject to the terms and provisions contained therein.

CANCELLATION OF GRANT OF ACCESS EASEMENT (EASEMENT C) dated September 4, 2018, recorded as Document No. A-68420735.

Together with nonexclusive easements over, under and across Easement "2A" for (a) landscaping and irrigation purposes, (b) installing, maintaining and replacing signs, including a sign wall and signage lighting, (c) pedestrian and vehicular access purposes, (d) drainage purposes, and (e) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, as granted by GRANT OF LANDSCAPING, SIGNAGE, ACCESS, DRAINAGE, AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900481, said Easement "2A" being shown on the map attached thereto; and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "2B" for (a) drainage purposes, (b) landscaping and irrigation purposes, (b) construction, development, and site preparation work, and (d) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, as granted by GRANT OF DRAINAGE, LANDSCAPING, CONSTRUCTION AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900482, said Easement "2B" being shown on map attached thereto; and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "2C" for (a) drainage purposes, (b) landscaping and irrigation purposes, (c) construction, development, and site preparation work, (d) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, and (e) pedestrian and vehicular access purposes as granted by GRANT OF DRAINAGE, LANDSCAPING, CONSTRUCTION AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900483, said Easement "2C" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "3A" for pedestrian and vehicular access purposes, said Easement "3A" being granted by GRANT OF DRAINAGE AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No A-52900484, said Easement "3A" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "3B" for (a) drainage purposes, and (b) pedestrian and vehicular access purposes, said Easement "3B" being granted by GRANT OF DRAINAGE AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No. A-52900485, said Easement "3B" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "4" and Easement "5" for drainage and access purposes, said Easement "4" and Easement "5" being granted by GRANT OF DRAINAGE BASIN AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No. A-52900486, said Easement "4" and Easement "5" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "W-2" for the installation, use, operations, maintenance, repair, and replacement of underground water lines. Said Easement "W-2" being granted by GRANT OF WATER LINE EASEMENT dated June 26, 2014, recorded as Document No. A-52900487, said Easement "W-2" being described therein, and subject to the terms and provisions contained therein.

Together with a nonexclusive easement for vehicular and pedestrian access purposes as granted by instrument dated September 19, 2017, recorded as Document No. A-64770556; subject to the terms and provisions contained therein.

Together with Easement "D-1" for access purposes as granted by instrument dated October 17, 2017, recorded as Document No. A-65000728; subject to the terms and provisions contained therein.

Together with Easement "B-1" for access and utility purposes as granted by instrument dated June 8, 2018, recorded as Document No. A-67440717; subject to the terms and provisions contained therein.

TAX MAP KEY (2) 3-8-007:179

All of that certain parcel of land (being portion(s) of the land(s) described in and covered by Royal Patent Grant Number 3152 to Henry Cornwell and Royal Patent Grant Number 3343 to Claus Spreckels) situate, lying and being at Waikapu, Wailuku, Island and County of Maui, State of Hawaii, being LOT 12-A-1-E of the "MAUI LANI SUBDIVISION", and thus bounded and described:

Beginning at the northeast corner of this parcel of land, being also the southwest corner of Lot 11-D-1-A-2-B (Kamehameha Avenue) of the Maui Lani (Large Lot) Subdivision No. 5 (Subdivision File No. 3.2144) and the northwest corner of Lot 12-A-1-C of the Maui Lani Subdivision (Subdivision File No. 3.2327), the coordinates of said point of beginning referred to Government Survey Triangulation Station "LUKE", being:

6120.76 feet South
2492.64 feet East

and running by azimuths measured clockwise from true South:

1. Thence along said Lot 12-A-1 on a curve to the left having a radius of 944.70 feet, the chord azimuth and distance being: 33° 52' 10" 694.60 feet;
2. 12° 18' 622.93 feet along same;
3. 104° 29' 249.55 feet along same to Lot 12-A-1-A of the Maui Lani Subdivision (Subdivision File No. 3.2327);
4. 228° 32' 161.34 feet along said Lot 12-A-1-A;
5. 210° 03' 13.19 feet along same;
6. 196° 14' 209.73 feet along same;
7. 189° 28' 87.12 feet along same;
8. 201° 37' 66.00 feet along same;
9. 161° 33' 117.22 feet along same;
10. 184° 51' 146.31 feet along same;

- | | | | |
|-----|--------------|--------|---|
| 11. | 218° 25' | 167.15 | feet along same; |
| 12. | 172° 45' | 78.14 | feet along same; |
| 13. | 128° 01' | 139.98 | feet along same; |
| 14. | 100° 42' | 213.92 | feet along same; |
| 15. | 97° 50' | 142.32 | feet along same; |
| 16. | 197° 28' | 281.41 | feet along Lot 12-A-1-B of the Maui Lani Subdivision (Subdivision File No. 3.2327) to Lot 11-D-1-A-1-B-1-A of the Maui Lani Phase 8 (Large Lot) Subdivision (Subdivision File No. 3.2222); |
| 17. | 284° 48' 20" | 873.38 | feet along said Lot 11-D-1-A-1-B-1-A and Lot 11-D-1-A-1-A-1 of the Maui Lani (Large Lot) Subdivision No. 7 (Subdivision File No. 3.2342) to the point of beginning and containing an area of 8.897 acres, more or less. |

Said above described parcel of land having been acquired by ALEXANDER & BALDWIN, INC., a Hawaii corporation by the following Deeds:

1. By DEED of HAWAIIAN COMMERCIAL AND SUGAR COMPANY, a California corporation, dated December 31, 1926, recorded in Liber 865 Page 8; and
2. By DEED of ALEXANDER & BALDWIN, INC., a Hawaii corporation, dated March 30, 1989, recorded in Liber 23006 at Page 583.

Together with a perpetual and nonexclusive easement over, under and across Easement C for vehicular and pedestrian ingress and egress, as granted by GRANT OF ACCESS EASEMENT (EASEMENT C), dated June 5, 2014, recorded as Document No. A-52770555, more particularly described therein; and subject to the terms and provisions contained therein.

CANCELLATION OF GRANT OF ACCESS EASEMENT (EASEMENT C) dated September 4, 2018, recorded as Document No. A-68420735.

Together with nonexclusive easements over, under and across Easement "2A" for (a) landscaping and irrigation purposes, (b) installing, maintaining and replacing signs, including a sign wall and signage lighting, (c) pedestrian and vehicular access purposes, (d) drainage purposes, and (e) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, as granted by GRANT OF LANDSCAPING, SIGNAGE, ACCESS, DRAINAGE, AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900481, said Easement "2A" being shown on the map attached thereto; and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "2B" for (a) drainage purposes, (b) landscaping and irrigation purposes, (b) construction, development, and site preparation work, and (d) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, as granted by GRANT OF DRAINAGE, LANDSCAPING, CONSTRUCTION AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900482, said Easement "2B" being shown on map attached thereto; and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "2C" for (a) drainage purposes, (b) landscaping and irrigation purposes, (c) construction, development, and site preparation work, (d) the installation, use, operation, maintenance, repair, and replacement of underground utility lines, and (e) pedestrian and vehicular access purposes as granted by GRANT OF DRAINAGE, LANDSCAPING, CONSTRUCTION AND UTILITY EASEMENTS dated June 26, 2014, recorded as Document No. A-52900483, said Easement "2C" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "3A" for pedestrian and vehicular access purposes, said Easement "3A" being granted by GRANT OF DRAINAGE AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No A-52900484, said Easement "3A" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "3B" for (a) drainage purposes, and (b) pedestrian and vehicular access purposes, said Easement "3B" being granted by GRANT OF DRAINAGE AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No. A-52900485, said Easement "3B" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "4" and Easement "5" for drainage and access purposes, said Easement "4" and Easement "5" being granted by GRANT OF DRAINAGE BASIN AND ACCESS EASEMENTS dated June 26, 2014, recorded as Document No. A-52900486, said Easement "4" and Easement "5" being shown on map attached thereto, and subject to the terms and provisions contained therein.

Together with nonexclusive easements over, under and across Easement "W-2" for the installation, use, operations, maintenance, repair, and replacement of underground water lines. Said Easement "W-2" being granted by GRANT OF WATER LINE EASEMENT dated June 26, 2014, recorded as Document No. A-52900487, said Easement "W-2" being described therein, and subject to the terms and provisions contained therein.

Together with a nonexclusive easement for vehicular and pedestrian access purposes as granted by instrument dated September 19, 2017, recorded as Document No. A-64770556; subject to the terms and provisions contained therein.

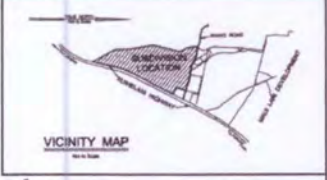
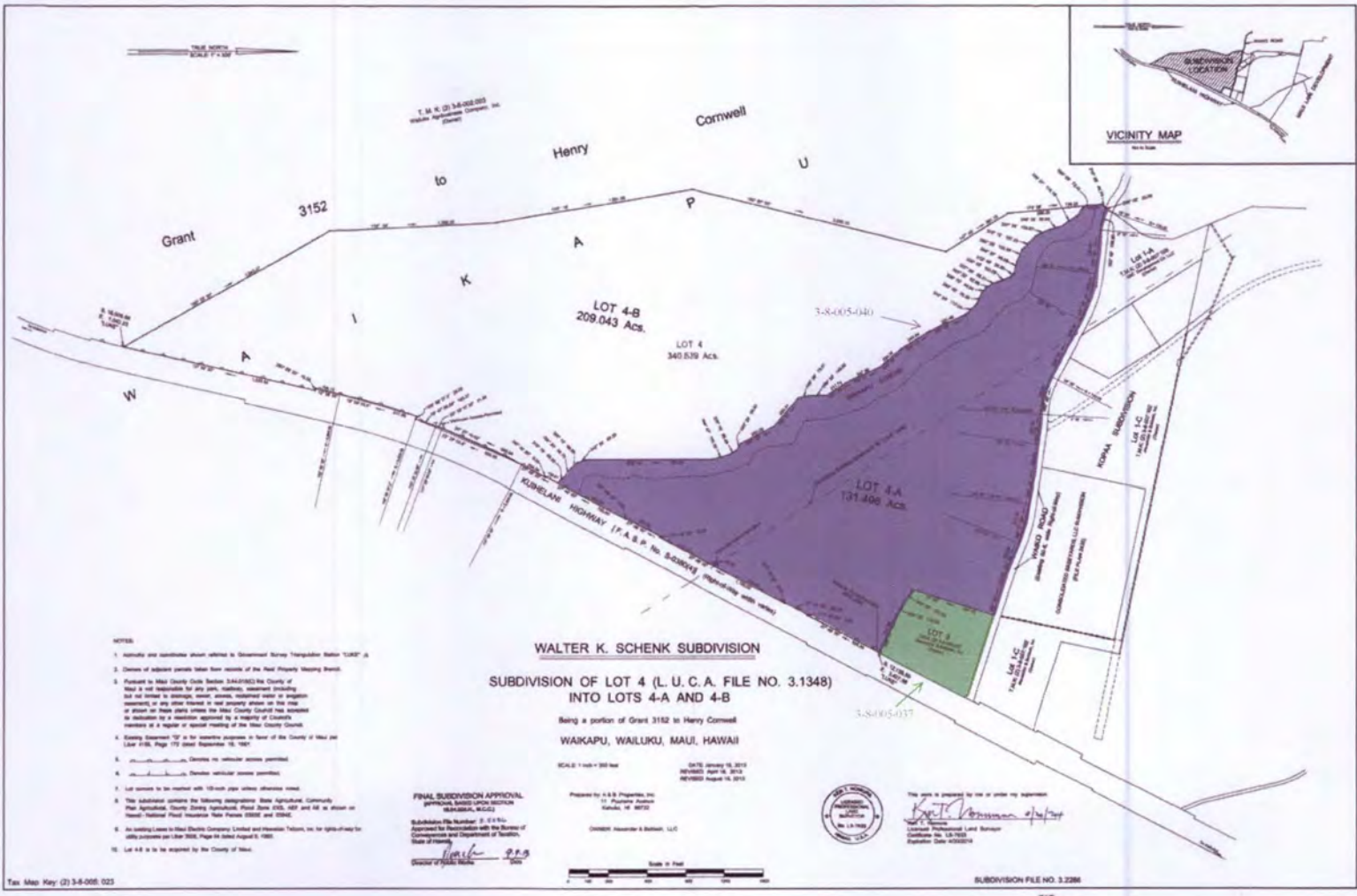
Resolution No. _____

SUBDIVISION FILE MAPS

Subdivision File No. 3.2286

Subdivision File No. 3.2327

EXHIBIT "B"



- NOTES**
1. Identify and quantities shown relative to Government Survey Trigonulation Station "12827" is
 2. Distances of adjacent parcels taken from records of the Real Property Recording Branch.
 3. Pursuant to Maui County Code Section 3.04.01(2)(3) the County of Maui is not responsible for any past, existing, unrecorded encroachments, but will attempt to identify, correct, remove, re-record or register encroachments, or any other interest in real property shown on this map or shown on these plans unless the Maui County Council has approved an encroachment by a resolution approved by a majority of County Council members at a regular or special meeting of the Maui County Council.
 4. Existing easement "E" is for easement purposes in favor of the County of Maui per Lot 4-1B, Page 171 dated September 18, 1987.
 5. Check for vehicular access permitted.
 6. Check for utility access permitted.
 7. Lot corners to be marked with 1/2 inch pipe unless otherwise noted.
 8. The subdivision contains the following designations: State Agricultural Community, Plant Agricultural, County General Agricultural, Plant State 2000, 2001 and 400 in amount on Hawaii National Forest Insurance Year Classes 2000B and 2004B.
 9. An existing Lease to Maui Beach Company Limited and Hawaiian Tides, Inc. for rights-of-way to 400A, 400B and 400C, Page 10 dated August 6, 1980.
 10. Lot 4-B is to be acquired by the County of Maui.

WALTER K. SCHENK SUBDIVISION
SUBDIVISION OF LOT 4 (L. U. C. A. FILE NO. 3.1348)
INTO LOTS 4-A AND 4-B
 Being a portion of Grant 3152 in Henry Cornwell
WAIKAPU, WAILUKU, MAUI, HAWAII

FINAL SUBDIVISION APPROVAL
 DIVISION, SURVEY SECTION
 HAWAII, H.C.C.2
 Subdivision File Number: 3.1348
 Approved for Registration with the Bureau of Conveyances and Department of Health
 Date of Approval: 9.2.9
 Director of Public Works

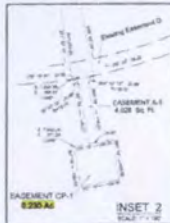
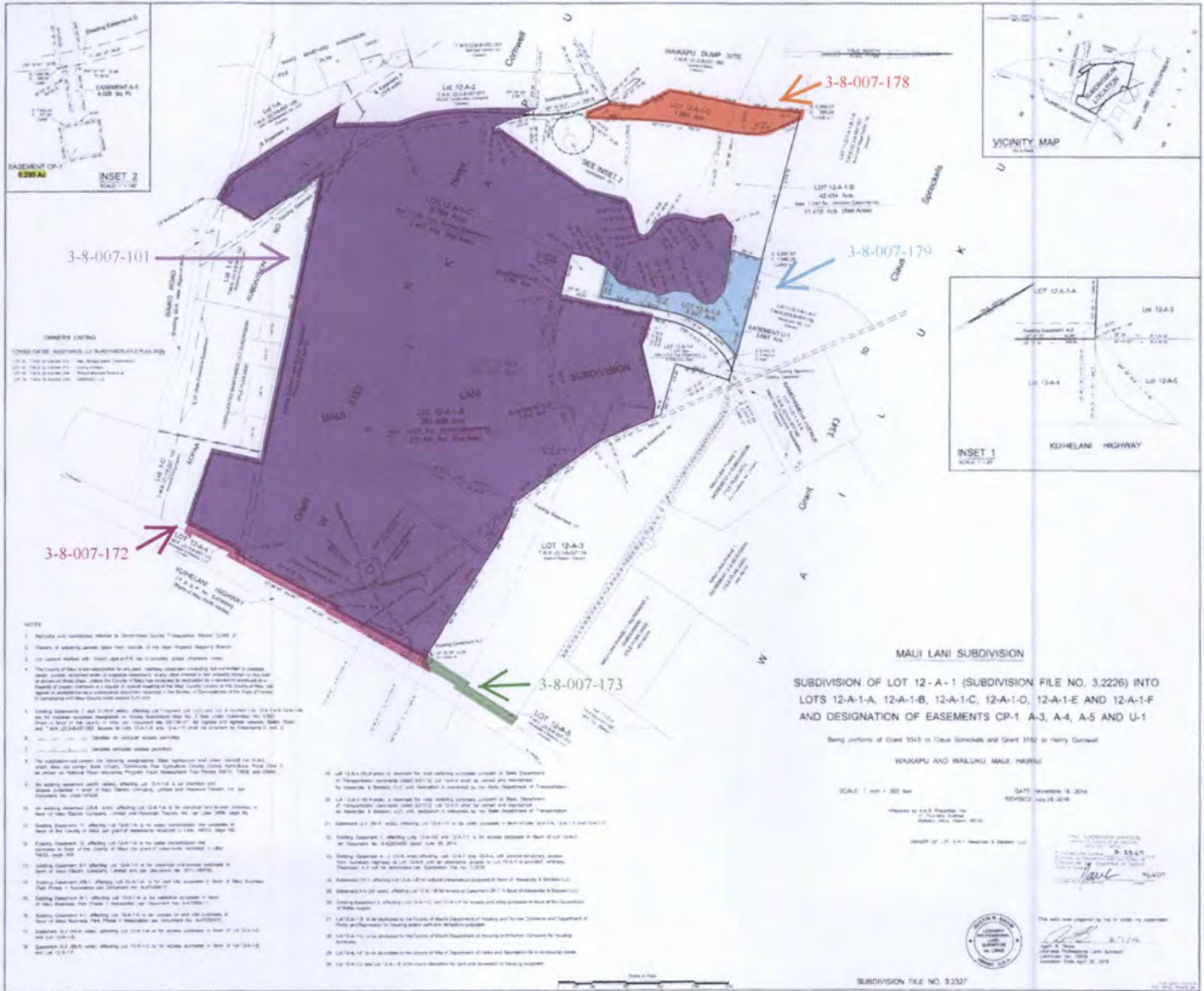
Prepared by: A.S.S. Properties, Inc.
 11 Puuwaia Avenue
 Wailuku, HI 96793
 Contact: Alexander S. Schmidt, LLC
 SCALE 1 inch = 200 feet
 Date: January 18, 2013
 Revisions: April 16, 2013
 Revisions: August 16, 2013



This plan is prepared to be in order my signature
Alexander S. Schmidt
 Licensed Professional Land Surveyor
 Certificate No. 12458
 Expiration Date 08/31/14



SUBDIVISION FILE NO. 3.2286



OWNER'S LISTING
 (OTHER THAN THE APPLICANT) LOT 12A-1 AND 12A-2
 1. Name of owner(s) in the subdivision
 2. Title of owner(s)
 3. Address of owner(s)
 4. Date of acquisition
 5. Date of last transfer

NOTES

1. All lots and easements shown on this map are subject to the provisions of the Subdivision Act 2016.
2. Owners of adjacent parcels shown here are invited to file their Property Report Sheet.
3. Lot 12A-1 and 12A-2 are subject to the provisions of the Subdivision Act 2016.
4. The Council of the City of Auckland is the owner of the land shown in this map.
5. The Council of the City of Auckland is the owner of the land shown in this map.
6. The Council of the City of Auckland is the owner of the land shown in this map.
7. The Council of the City of Auckland is the owner of the land shown in this map.
8. The Council of the City of Auckland is the owner of the land shown in this map.
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18. The Council of the City of Auckland is the owner of the land shown in this map.
19. The Council of the City of Auckland is the owner of the land shown in this map.
20. The Council of the City of Auckland is the owner of the land shown in this map.

21. Lot 12A-1 and 12A-2 are subject to the provisions of the Subdivision Act 2016.
22. Lot 12A-3 and 12A-4 are subject to the provisions of the Subdivision Act 2016.
23. Lot 12A-5 and 12A-6 are subject to the provisions of the Subdivision Act 2016.
24. Lot 12A-7 and 12A-8 are subject to the provisions of the Subdivision Act 2016.
25. Lot 12A-9 and 12A-10 are subject to the provisions of the Subdivision Act 2016.
26. Lot 12A-11 and 12A-12 are subject to the provisions of the Subdivision Act 2016.
27. Lot 12A-13 and 12A-14 are subject to the provisions of the Subdivision Act 2016.
28. Lot 12A-15 and 12A-16 are subject to the provisions of the Subdivision Act 2016.
29. Lot 12A-17 and 12A-18 are subject to the provisions of the Subdivision Act 2016.
30. Lot 12A-19 and 12A-20 are subject to the provisions of the Subdivision Act 2016.

MALU LANI SUBDIVISION
 SUBDIVISION OF LOT 12-A-1 (SUBDIVISION FILE NO. 3.2226) INTO
 LOTS 12-A-1-A, 12-A-1-B, 12-A-1-C, 12-A-1-D, 12-A-1-E AND 12-A-1-F
 AND DESIGNATION OF EASEMENTS CP-1, A-3, A-4, A-5 AND U-1
 Being portions of Grant 3543 in Class B and Grant 3182 in Class C

WAKAPU AND WAIKURU MALU, HAWAII
 SCALE: 1:1000
 DATE: November 18, 2014
 REVISED: July 28, 2016
 Prepared by: A.S. Thompson, Inc.
 2175 Kapiolani Blvd., Suite 200
 Honolulu, HI 96815
 Joseph J. Thompson & Steven J. Lee

Professional Engineer
 Joseph J. Thompson
 License No. 10000
 Steven J. Lee
 License No. 10000
 The work was prepared by the undersigned engineer.
 Date: November 18, 2014
 Location: Honolulu, HI

Resolution

No. _____

AUTHORIZING THE ACQUISITION OF ~~APPROXIMATELY~~ 443.393 ACRES IDENTIFIED AS TAX MAP KEYS ~~NOS.~~ (2) 3-8-005:037, (2) 3-8-005:040, (2) 3-8-007:101, (2) 3-8-007:172, (2) 3-8-007:173, (2) 3-8-007:178, AND (2) 3-8-007:179, SITUATED AT WAIKAPU, WAILUKU, MAUI, HAWAII, BEING MORE PARTICULARLY DESCRIBED AS WAIALE SOUTH AND WAIALE NORTH, FOR AN AMOUNT NOT TO EXCEED \$10,~~5000,000.00~~

WHEREAS, Alexander & Baldwin, LLC, a Delaware limited liability company ("Owners"), is the owner in fee simple of that certain real property located at Waikapu, Wailuku, Maui, Hawaii, consisting of ~~approximately~~ 443.393 acres, ~~being more~~ particularly described as Waiale South and Waiale North, and identified for real property tax purposes as tax map keys ~~numbers~~ (2) 3-8-005:037, (2) 3-8-005:040, (2) 3-8-007:101, (2) 3-8-007:172, (2) 3-8-007:173, (2) 3-8-007:178 and (2) 3-8-007:179 ("Properties"), which Properties are described ~~in~~ Exhibit "A" and depicted in the Subdivision File Maps attached as Exhibit "B," ~~attached hereto, both~~ of which ~~are~~ incorporated ~~herein~~ by reference; and

WHEREAS, the County of Maui and the ~~aforementioned~~ Owner desire to enter into an agreement for the purchase and sale of the Properties; and

WHEREAS, the Director of Finance has negotiated the proposed purchase of the Properties; and

WHEREAS, the Director of Finance has determined that acquisition of the Properties is in the public interest; and

WHEREAS, the County desires to purchase and the Owners desires to sell the Properties for the amount of ~~TEN MILLION DOLLARS AND NO/100 DOLLARS~~ (\$10,~~5000,000.00~~); and

WHEREAS, Section 3.44.015(C), Maui County Code, requires that the Council authorize by resolution any acquisition of real property with a purchase price that exceeds \$250,000.~~00~~; now therefore

Resolution No. _____

BE IT RESOLVED by the Council of the County of Maui:

1. That the Council finds the acquisition of the Properties to be in the public interest;
2. That ~~pursuant to~~ in accordance with Section 3.44.015(C), Maui County Code, the Council authorizes the acquisition of the Properties for an amount not to exceed ~~TEN MILLION DOLLARS AND NO/ 100 DOLLARS~~ (\$10,500,000.00), exclusive of closing costs and expenses;
3. That it ~~does~~ authorizes the Mayor or the Mayor's duly authorized representative, to execute all necessary documents in connection with the acquisition of the Properties; and
4. That certified copies of this Resolution be transmitted to the Mayor, the Director of Finance, and ~~Alexander & Baldwin,~~ LLC Owner.

APPROVED AS TO FORM AND LEGALITY:

Deputy Corporation Counsel
County of Maui

bfd:misc:037areso01 – track changes:ljcm