

ALAN M. ARAKAWA
Mayor

WILLIAM R. SPENCE
Director

MICHELE CHOUTEAU McLEAN
Deputy Director



RECEIVED

2018 JAN 12 AM 8:18

COUNTY OF MAUI

OFFICE OF THE MAYOR

DEPARTMENT OF PLANNING

January 12, 2018

Honorable Alan M. Arakawa
Mayor, County of Maui
200 South High Street
Wailuku, Hawaii 96793

For Transmittal to:

Honorable Mike White, Chair
and Members of the Maui County Council
200 South High Street
Wailuku, Hawaii 96793

APPROVED FOR TRANSMITTAL


Acting Mayor

Date

2018 JAN 18 PM 2:36

RECEIVED

OFFICE OF THE
COUNTY CLERK

Dear Chair White and Members:

SUBJECT: A BILL FOR AN ORDINANCE AMENDING ORDINANCE NO 3554 (2008) TO AMEND CONDITION NUMBER 5 TO PROVIDE ALL OR A PORTION OF THE REQUIRED WORKFORCE HOUSING UNITS WITHIN THE 670 ACRE HONUA'ULA PROJECT DISTRICT SITE, PAEAHU, PALAUEA, KEAHOU, MAUI, HAWAII; TMK: (2) 2-1-008:056 AND (2) 2-1-008-071 (CIZ 2000/0009)

The Department of Planning (Department) is transmitting for your review and action a Change Of Zoning application (CIZ) filed by Honua'ula Partners LLC (Applicant). A summary of the application is as follows:

APPLICATION SUMMARY	
Application	CIZ
Applicant	Honua'ula Partners, LLC (represented by Tessa Munekiyo Ng, AICP, Munekiyo Hiraga)
Tax Map Key	TMK: (2) 2-1-008:056 and (2) 2-1-008: 071
Address	East side (mauka) of the intersection of Piilani Highway and Wailea Ike Drive
Area	670 acres
Land Use Designations	State: Urban Maui Island Plan - Urban Growth Boundary Kihei-Makena Community Plan: Kihei-Makena Project District 9 Title 19, Zoning: Kihei-Makena Project District 9 SMA - Project is Not within the County SMA Boundary
Brief Description	Amend Condition No. 5 of Ordinance No. 3554 to provide all or a portion of the required workforce housing units within the 670 acre site
Public Hearing	Maui Planning Commission (MPC) on October 10, 2017

COUNTY COMMUNICATION NO. 18-53

Honorable Alan M. Arakawa, Mayor
For Transmittal to:
Honorable Mike White, Chair
January 12, 2018
Page 2

Testimony	7 people testified in support, 3 in opposition and 1 with concerns The MPC received 3 letters at the public hearing. These are attached.
Recommendation	Department recommended approval; MPC recommended approval

As Maui County Council (Council) approval is required for the CIZ, the Department respectfully transmits the subject application and supporting documentation for Council consideration. Accordingly, attached for your review are the following documents:

1. A BILL FOR AN ORDINANCE AMENDING ORDINANCE NO 3554 (2008) TO AMEND CONDITION NUMBER 5 TO PROVIDE ALL OR A PORTION OF THE REQUIRED WORKFORCE HOUSING UNITS WITHIN THE 670 ACRE HONUA'ULA PROJECT DISTRICT SITE, PAEAHU, PALAUEA, KEAHOU, MAUI, HAWAII; TMK: (2) 2-1-008:056 AND (2) 2-1-008-071
2. Department's Report to the Commission, dated October 10, 2017;
3. Department's Recommendation to the Commission, dated October 10, 2017;
4. Minutes of the October 10, 2017 Commission meeting;
5. Three (3) letters received at the public hearing on October 10, 2017; and
6. Change Of Zoning Application and Attachment "A" description of request.

Thank you for your attention to this matter. Should you have any questions, please feel free to transmit them to the Department of Planning via transmittal through the Office of the Mayor.

Sincerely,



 WILLIAM SPENCE
Planning Director

Attachments

xc: Clayton I. Yoshida, Planning Program Administrator (PDF)
Ann Cua, Current Planning Supervisor (PDF)

WRS:ATC:lk
Colleen Suyama, Munekiyo Hiraga
Charles Jencks, Owners Representative, Honua'ula Partners LLC
Project File

ORDINANCE NO. _____

BILL NO. _____ (2018)

A BILL FOR AN ORDINANCE AMENDING ORDINANCE NO. 3554 (2008)
TO AMEND CONDITION NUMBER 5 OF EXHIBIT "B", FOR
PROJECT DISTRICT 9 (WALEA 670) ZONING FOR APPROXIMATELY 670
ACRES SITUATED AT PAEAHU, PALAUEA, KEAUKOU, MAUI, HAWAII


BE IT ORDAINED BY THE PEOPLE OF THE COUNTY OF MAUI:

SECTION 1. Pursuant to Chapter 19.510, Maui County Code, Ordinance No. 3554 (Conditional Zoning), which became effective April 8, 2008, is hereby amended for those certain parcels of land located at Paeahu, Palauea, Keauhou, Maui, Hawaii, identified for real property tax purposes by Tax Map Key Nos. (2) 2-1-008:056 and (2) 2-1-008-071, comprising approximately 670 acres, and more particularly described in Exhibit "A", attached hereto and made a part hereof, and in Land Zoning Map No. L-590, which is on file in the Office of the County Clerk of the County of Maui, and which is by this reference made a part hereof.

SECTION 2. Pursuant to Section 19.510.050, Maui County Code, the zoning granted by Ordinance No. 3554 is hereby subject to the Revised Conditions of Zoning set forth in Exhibit "B", which includes an amended condition Number 5, attached hereto and made a part hereof, which shall replace all conditions previously imposed. The Unilateral Agreement and Declaration for Conditional Zoning for property situated at Kihei-Makena Project District 9 (Wailea 670), attached hereto and made a part hereof as Exhibit "C", shall supersede that certain Unilateral Agreement and Declaration for Conditional Zoning dated February 18, 2008, and recorded on March 10, 2008 with the Bureau of Conveyances, State of Hawaii, in Document No. 2008-036711.

SECTION 3. This ordinance shall take effect upon its approval.

APPROVED AS TO FORM
AND LEGALITY:



MICHAEL J. HOPPER
Deputy Corporation Counsel
County of Maui LF 2017-1449
2017-12-15 Amending Condition 5 of
Ord. 3554 Wailea Project District 9

EXHIBIT "A"

DESCRIPTION

**TAX MAP KEY:(2) 2-1-008: PARCEL 56
PORTIONS OF ROYAL PATENT GRANT 548 TO J.Y. KANEHOA AND
LAND COMMISSION AWARD-11,216, APANA-21 TO M. KEKAUONOHI
(CERTIFICATE OF BOUNDARIES NO. 66)**

All of that certain parcel of land, being Parcel 56 of Tax Map Key:(2) 2-1-008, being portions of Royal Patent Grant 548 to J.Y. Kanehoa and Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66), situated at Paeahu, Palaueau, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 1/4-inch aluminum boundary monument disc at the northeast corner of this parcel of land, on the west boundary of Parcel 1 of said Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch Inc.), said disc also being the southeast corner of Lot 101 of the Maui Meadows Subdivision - Unit III, File Plan 1236, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

20,066.74 feet North
9,405.32 feet East

and running by azimuths measured clockwise from true South:

1. 3° 16' 20" 8314.36 feet along said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch Inc.), along the remainders of said Royal Patent Grant 548 to J.Y. Kanehoa and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a found 3 1/4-inch aluminum boundary monument disc on the northerly boundary of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, said disc being the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision and the northeast corner of Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui;
2. 93° 17' 00" 3274.44 feet along said Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, to a point on the easterly boundary of Lot 321-A-1 of Land Court Application 1804;
3. 185° 34' 57" 6784.74 feet along Lots 321-A-1, 315, 460, 657, 308 and 656 of said Land Court Application 1804, along the remainders of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and said

Royal Patent Grant 548 J.Y. Kanehoa to a found ¾-inch pipe on the southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way;

4. 346° 09' 17" 698.94 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
5. 76° 09' 17" 15.60 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
6. 346° 09' 17" 312.75 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
7. 76° 09' 17" 20.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
8. 346° 09' 17" 470.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
9. 256° 09' 17" 25.60 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
10. 346° 09' 17" 250.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
11. 256° 09' 17" 4.40 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
12. 346° 09' 17" 550.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
13. 256° 09' 17" 140.60 feet along the southeasterly end of said Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
14. 166° 09' 17" 100.00 feet along the northeasterly boundary of said Piilani

- Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
15. 256° 09' 17" 20.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 16. 166° 09' 17" 300.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 17. 256° 09' 17" 30.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 18. 166° 09' 17" 400.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 19. 76° 09' 17" 30.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 20. 166° 09' 17" 300.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 21. 256° 09' 17" 12.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 22. 166° 09' 17" 120.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 23. 76° 09' 17" 22.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 24. 166° 09' 17" 530.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 25. 256° 09' 17" 10.00 feet along said northeasterly boundary of the Piilani

			Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
26.	166° 09' 17"	150.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
27.	256° 09' 17"	10.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
28.	166° 09' 17"	610.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
29.	76° 09' 17"	20.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
30.	166° 09' 17"	390.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
31.	256° 09' 17"	50.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
32.	166° 09' 17"	150.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
33.	76° 09' 17"	30.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
34.	166° 09' 17"	200.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
35.	76° 09' 17"	40.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
36.	166° 09' 17"	599.49	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the

remainder of said Royal Patent Grant 548 J. Y. Kanehoa same to a found 3 1/4-inch aluminum boundary monument at the southwest corner of Lot 233 of the Maui Meadows Subdivision - Unit I, File Plan 1022;

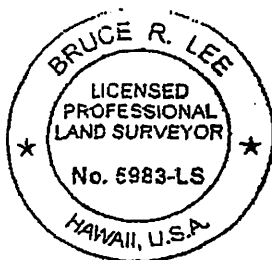
37. 273° 17' 00" 3342.93 feet along said Lot 233 of the Maui Meadows Subdivision - Unit I, File Plan 1022, along the south end of Akala Drive, along Lots 232 and 219 of said Maui Meadows Subdivision - Unit I, File Plan 1022, along the south end of Hoala Drive, along Lot 218 of said Maui Meadows Subdivision - Unit I, File Plan 1022, along Lots 91 to 95 of the Maui Meadows Subdivision - Unit II, File Plan 1107, along Lots 121, 120, 119, 118, 117, 116, 115, 114, 113, 111, 110, 109, 103, 102 and 101 of said Maui Meadows Subdivision - Unit III, File Plan 1236, along the remainder of said Royal Patent Grant 548 to J. Y. Kanehoa to the point of beginning and containing a Gross Area of 588.067 Acres, Less Exclusion "D" (1.033 Acres) and Less Portion Highway Exclusion (18.676 Acres), Leaving a Net Area of 568.358 Acres, more or less.

SUBJECT, HOWEVER to a restriction of vehicle access rights along the entire length of courses 4 to 12 inclusive, 14 to 27 inclusive, the first 432.00 feet and the last 48.00 feet of course 28 and the entire length of courses 29 to 36, inclusive.

EXCEPTING AND EXCLUDING there from Exclusion "D" (1.033 Acres) as recorded in Liber 11770 at Pages 306 and 307; and a Portion of the Highway Exclusion (Future Piilani Highway) as recorded in Liber 11770 at Pages 308 to 317.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



This description was prepared from a survey on the ground performed by me or under my supervision.

Bruce R. Lee exp 04/08

BRUCE R. LEE

Licensed Professional Land
Surveyor Certificate No. 5983-LS

10-17-07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Parcel 36

DESCRIPTION
TAX MAP KEY:(2) 2-1-008: PARCEL 71
PORTION OF LAND PATENT 8213, LAND COMMISSION
AWARD 6715 TO HOOMANAWANUI

All of that certain parcel of land, being Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, situated at Keauhou, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 ¼-inch aluminum boundary monument disc at the southwest corner of this parcel of land, on the easterly boundary of Lot 321-A-1 of Land Court Application 1804, said disc also being the northwest corner of Lot B of the Makena Mauka Lots, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

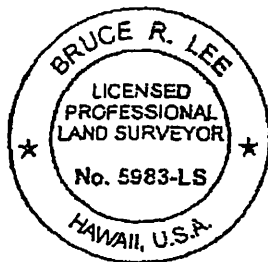
10,639.15 feet North
5,533.22 feet East

and running by azimuths measured clockwise from true South:

1. 185° 34' 57" 1320.59 feet along said Lot 321-A-1 of Land Court Application 1804, along the remainder Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to a ¾-inch pipe at the southwest corner of Parcel 56 of Tax Map Key:(2) 2-1-008, said pipe being on the southerly boundary of Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
2. 273° 17' 00" 3274.44 feet along said Parcel 56 of Tax Map Key:(2) 2-1-008, along said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a ¾-inch pipe at the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision, said pipe also being the southwest corner of Parcel 1 of said Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.);
3. 3° 16' 20" 1319.53 feet along said Lot 1 of the Ulupalakua-Seibu Subdivision and along the remainder of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to a found 3 ¼-inch aluminum boundary monument disc;
4. 93° 17' 00" 3327.67 feet along said Lot 1 of the Ulupalakua-Seibu Subdivision, along said Lot B of the Makena Mauka Lots, along the remainder of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to the point of beginning and containing an area of 99.996 Acres, more or less.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



10/17/07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Parcel 71

This description was prepared from a
survey on the ground performed by me or
under my supervision.

Bruce R. Lee *EXP. 04/08*

BRUCE R. LEE

Licensed Professional Land
Surveyor Certificate No. 5983-LS

**DESCRIPTION
PORTION OF HIGHWAY EXCLUSION
LIBER 11770, PAGE 308 TO 317
(FUTURE PIILANI HIGHWAY)
KALAMA PARK TO PIILANI HIGHWAY, F.A.P. NO. F-031-1(2)
[PORTION OF TAX MAP KEY:(2) 2-1-008: PARCEL 56]**

All of that certain parcel of land, being a Portion of the Highway Exclusion as recorded in Liber 11770 at Pages 308 to 316 (Future Piilani Highway), being a portion of Parcel 56 of Tax Map Key:(2) 2-1-008, also being a portion of Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and a portion of Royal Patent Grant 548 to J.Y. Kanehoa, situated at Pacahu, Palaueau, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 ¼-inch aluminum boundary monument disc at the southeast corner of this parcel of land, on the north boundary of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, said disc also being the southwest corner of Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.), the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision and the northeast corner of Parcel 71 of Tax Map Key: (2) 2-1-008, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

11,765.93 feet North
8,930.74 feet East

and running by azimuths measured clockwise from true South:

- | | | | |
|----|--------------|--------|---|
| 1. | 93° 17' 00" | 1.65 | feet along said Parcel 71 of said Tax Map Key:(2) 2-1-008, along said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui; |
| 2. | 139° 52' 33" | 277.77 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 3. | 49° 52' 33" | 10.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 4. | 139° 52' 33" | 450.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |

5. 229° 52' 33" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
6. 139° 52' 33" 400.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
7. 49° 52' 33" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
8. 139° 52' 33" 133.92 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3080.07 feet, the chord azimuth and distance being:

9. 142° 25' 00.1" 273.09 feet;
10. 54° 57' 27.2" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3100.07 feet, the chord azimuth and distance being:

11. 145° 26' 06.1" 51.67 feet;
12. 235° 54' 45" 30.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3070.07 feet, the chord azimuth and distance being:

13. 147° 20' 41.5" 153.48 feet;

14. 238° 46' 38" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3060.07 feet, the chord azimuth and distance being:

15. 151° 09' 52.1" 254.92 feet;

16. 63° 33' 06.2" 110.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3170.07 feet, the chord azimuth and distance being:

17. 154° 59' 02.7" 158.48 feet;

18. 246° 24' 59.2" 90.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008, said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and said Royal Patent Grant 548 to J.Y. Kanehoa on the arc of a curve to the right, concave northeasterly with a radius of 3080.07 feet, the chord azimuth and distance being:

19. 160° 42' 48.7" 461.57 feet;

20. 75° 00' 38.2" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa on the arc of a curve to the right, concave northeasterly with a radius of 3100.07 feet, the chord azimuth and distance being:

- | | | | |
|-----|----------------|--------|---|
| 21. | 165° 34' 57.6" | 61.90 | feet; |
| 22. | 166° 09' 17" | 390.09 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 23. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 24. | 166° 09' 17" | 100.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 25. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 26. | 166° 09' 17" | 150.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 27. | 76° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 28. | 166° 09' 17" | 250.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 29. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 30. | 166° 09' 17" | 250.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 31. | 76° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |

- | | | | |
|-----|--------------|--------|---|
| 32. | 166° 09' 17" | 400.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 33. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 34. | 166° 09' 17" | 350.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 35. | 76° 09' 17" | 15.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 36. | 166° 09' 17" | 100.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 37. | 76° 09' 17" | 10.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 38. | 166° 09' 17" | 250.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 39. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 40. | 166° 09' 17" | 350.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa to a point on the south boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way; |
| 41. | 256° 09' 17" | 130.00 | feet along said southeast boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way; |
| 42. | 346° 09' 17" | 50.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |

- | | | | |
|-----|--------------|--------|---|
| 43. | 256° 09' 17" | 10.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 44. | 346° 09' 17" | 150.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 45. | 76° 09' 17" | 15.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 46. | 346° 09' 17" | 300.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 47. | 256° 09' 17" | 40.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 48. | 346° 09' 17" | 100.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 49. | 76° 09' 17" | 40.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 50. | 346° 09' 17" | 530.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 51. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 52. | 346° 09' 17" | 770.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 53. | 76° 09' 17" | 10.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |

54. 346° 09' 17" 500.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
55. 256° 09' 17" 60.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
56. 346° 09' 17" 50.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
57. 76° 09' 17" 60.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
58. 346° 09' 17" 140.09 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008, said Royal Patent Grant 548 to J.Y. Kanehoa and along the remainder of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66), on the arc of a curve to the left, concave northeasterly with a radius of 2930.07 feet, the chord azimuth and distance being:

59. 343° 40' 22.3" 253.76 feet;
60. 251° 11' 27.6" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

61. 337° 36' 36.3" 364.76 feet;
62. 244° 01' 45" 80.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the

arc of a curve to the left, concave north-easterly with a radius of 2840.07 feet, the chord azimuth and distance being:

63. 333° 18' 46.8" 71.00 feet;

64. 242° 35' 48.6" 70.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2770.07 feet, the chord azimuth and distance being:

65. 331° 24' 11.5" 115.41 feet;

66. 60° 12' 34.4" 150.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

67. 327° 57' 55.9" 228.67 feet;

68. 235° 43' 17.4" 130.00 feet along the remainders of said Parcel 56 of Tax Map - Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2790.07 feet, the chord azimuth and distance being:

69. 325° 14' 38.6" 46.50 feet;

70. 54° 45' 59.8" 130.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

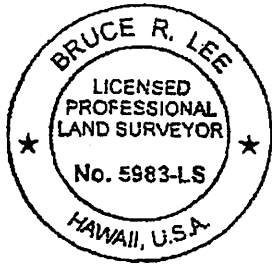
Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

- | | | |
|-----|----------------|---|
| 71. | 322° 19' 16.4" | 249.18 feet; |
| 72. | 229° 52' 33" | 30.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 73. | 319° 52' 33" | 133.92 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 74. | 49° 52' 33" | 40.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 75. | 319° 52' 33" | 982.11 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a ¾-inch pipe on the west boundary of said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.); |
| 76. | 3° 16' 20" | 202.03 feet along said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.), along the remainder of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to the point of beginning and containing an area of 18.676 Acres, more or less. |

SUBJECT, HOWEVER to proposed restriction of abutter's rights of vehicle access, appurtenant to the remainder of the land of which the above-described parcel of land is a part, into and from Piilani Highway, Kalama Park to Piilani Highway, Federal Aid Project No. F-031-1(2), over and across the entire length of courses 1 to 8 inclusive, the first 43.84 feet and the last 149.34 feet of course 9, the entire length of courses 10 to 31 inclusive, the first 334.94 feet of course 32, the entire length of course 33, the last 295.06 feet of course 34, the entire length of courses 35 to 40 inclusive and 42 to 49 inclusive, the first 395.06 feet and the last 14.94 feet of course 50, the entire length of courses 51 to 75 inclusive of the above described Highway Exclusion.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



10/17/07
WAILA 670/ZONING
File 07-7647
07-7647 Wailea 670 Highway Exclusion

This description was prepared from a
survey on the ground performed by me or
under my supervision.

Bruce R. Lee 04/08

BRUCE R. LEE
Licensed Professional Land
Surveyor Certificate No. 5983-LS

**DESCRIPTION
EXCLUSION "D"
(MAUI ELECTRIC COMPANY, LIMITED SUBSTATION LOT)
TAX MAP KEY:(2) 2-1-008: PARCEL 43**

All of that certain parcel of land, being Parcel 43 of Tax Map Key:(2) 2-1-008 (Maui Electric Company, Limited Substation Lot), being a portion of Royal Patent Grant 548 to J.Y. Kanehoa, situated at Paeahu, Palaueau, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at the northwest corner of this parcel of land, said point being 0° 28' 25" 1390.88 feet from a (found) ¾-inch pipe on the southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, said pipe also being the northeast corner of Lot 656 as shown on Map 84 of Land Court Application 1804, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

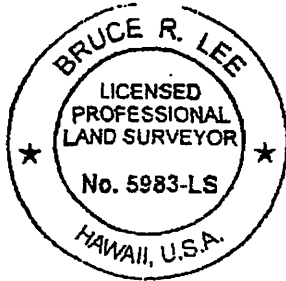
17,314.59 feet North
6,311.37 feet East

and running by azimuths measured clockwise from true South:

- | | | | |
|----|--------------|--------|--|
| 1. | 283° 39' 37" | 207.05 | feet along Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 2. | 5° 34' 57" | 205.00 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 3. | 95° 34' 57" | 205.00 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 4. | 185° 34' 57" | 234.09 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa to the point of beginning and containing an Area of 1.033 Acres, more or less. |

Prepared by:

**NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation**



This description was prepared by me or
under my supervision.

Bruce R. Lee exp 04/08

BRUCE R. LEE

Licensed Professional Land
Surveyor Certificate No. 5983-LS

11/15/07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Exclusion "D" MECo Substation

EXHIBIT "B"

REVISED CONDITIONS OF ZONING

1. That Honua`ula Partners, LLC, its successors and permitted assigns, shall, at their own cost and expense, develop, maintain, and operate, or cause to be developed, maintained, and operated, a private water source, storage facilities, and transmission lines for the Wailea 670 project in accordance with Department of Water Supply standards and all applicable community plans. Honua`ula Partners, LLC, its successors and permitted assigns, shall comply with all reporting requirements of the State Commission on Water Resource Management.

In addition, Honua`ula Partners, LLC, its successors and permitted assigns, shall comply with applicable water ordinances that pertain to the supply and transmission of water from the island of Maui when such ordinances are enacted.

At the time the project water system is completed, Honua`ula Partners, LLC, its successors and permitted assigns, shall offer to the County the right to purchase the project water system at the cost of development of such system.

The water rates for the residential workforce housing units shall be no higher than the general water consumer rates set by the County in its annual budget, for as long as the units are subject to Chapter 2.96, Maui County Code.

2. That Honua`ula Partners, LLC, its successors and permitted assigns, shall implement the following traffic improvements:
 - a. Upgrade Piilani Highway, from Kilohana Drive to Wailea Ike Drive, to four lanes of traffic. The improvements shall be completed prior to the commencement of any construction on the site, with the exception of grading.
 - b. Extend Piilani Highway for two lanes of traffic from Wailea Ike Drive to Kaukahi Street. The improvement shall be constructed at or prior to the completion of 50 percent of the project. Said improvement shall be maintained by Honua`ula Partners, LLC, its successors and permitted assigns.
 - c. Signalize the Piilani Highway/Okolani Drive/Mikioi Place intersection and provide an exclusive left-turn lane on Okolani

Drive prior to occupancy of the first unit in Kihei-Makena Project District 9.

- d. Modify the Piilani Highway/Wailea Ike Drive intersection into a signalized intersection and provide a free right-turn lane from Piilani Highway to Wailea Ike Drive and a second right-turn lane from Wailea Ike Drive to northbound Piilani Highway prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - e. Modify the Wailea Alanui/Wailea Ike Drive intersection to add a signalized double right-turn movement from northbound to eastbound turning traffic and provide two left-turn lanes for southbound traffic from Wailea Ike Drive prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - f. Modify the Piilani Highway/Kilohana Drive/Mapu Place intersection to provide an exclusive left-turn lane, and the southbound Piilani Highway approach to provide an exclusive right-turn lane into Mapu Place prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - g. Signalize the Wailea Ike Drive/Kalai Waa Street intersection in coordination with Wailea Resort and Makena Resort when warranted.
 - h. Signalize the Wailea Alanui/Kaukahi Drive/Kaukahi Street intersection in coordination with Wailea Resort and Makena Resort when warranted.
3. That, as represented, Honua`ula Partners, LLC, its successors and permitted assigns, shall make a contribution to the County for traffic improvements in an amount equal to \$5,000 per unit. The contribution shall be paid to the County prior to issuance of a building permit. Upon adoption of a traffic impact fee ordinance, Honua`ula Partners, LLC, its successors and permitted assigns, shall comply with the ordinance in lieu of this voluntary contribution. Should a traffic impact fee ordinance be adopted prior to the collection of this contribution, the applicable amount shall be the greater of the two. Such contributions or fees shall not be a substitute for any other traffic infrastructure requirements related to the Change in Zoning.
4. That Honua`ula Partners, LLC, its successors and permitted assigns, shall be responsible for all required infrastructural improvements for the project, including water source and system improvements for potable and nonpotable use and fire protection, drainage improvements, traffic-related improvements, wastewater system improvements and utility

upgrades, as determined by the appropriate governmental agencies and public utility companies. Except as otherwise provided by more specific conditions of zoning, said improvements shall be constructed and implemented concurrently with the development of each phase of Kihei-Makena Project District 9, and shall be completed prior to issuance of any certificate of occupancy or final subdivision approval, unless improvements are bonded by Honua`ula Partners, LLC, its successors and permitted assigns. Honua`ula Partners, LLC shall execute appropriate agreements with governmental agencies regarding participation in improvements of infrastructure and public facilities as determined by the agencies.

5. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide workforce housing in accordance with Chapter 2.96, Maui County Code (the "Residential Workforce Housing Policy"); provided that, 250 of the required workforce housing units shall be located either within Project District No. 9/Wailea 670 or at the Kaonoulu Light Industrial Subdivision, or a combination of those locations, as determined by Honua`ula Partners, LLC, its successors and permitted assigns, and provided that each workforce housing unit shall have a certificate of occupancy [and completed] prior to the sale of any market-rate unit, and further provided that 125 of those workforce housing units shall be ownership units, and that 125 of those units shall be rental units. [In addition, construction of those workforce housing units shall be commenced within two years, provided all necessary permits can be obtained within that timeframe.] In the event that the 250 workforce housing units, or any portion thereof, are constructed at the Kaonoulu Industrial Subdivision, then Honua`ula Partners, LLC, its successors and permitted assigns, shall provide a minimum two-acre park at the Kaonoulu Light Industrial Subdivision, which shall be credited toward the requirements of Section 18.16.320, Maui County Code, for that subdivision.
6. That a Drainage Master Plan and Phasing Plan of improvements shall be submitted for review and approval during Project District Phase II processing. Said plan shall include the recommended drainage improvements as represented in the Preliminary Drainage Report. The County may require periodic updates of the Drainage Master Plan and Phasing Plan.
7. That Honua`ula Partners, LLC, its successors and permitted assigns, shall prepare an animal management plan that shall be submitted during Project District Phase II processing and approved by the Department of Land and Natural Resources prior to submittal of Project District Phase III processing. Said plan shall include procedures for the management of animal intrusions including, but not limited to,

construction of boundary or perimeter fencing, wildlife control permits, and rodent and feral cat control. Honua`ula Partners, LLC, its successors and permitted assigns, shall implement the approved animal management plan. The Department of Land and Natural Resources may require periodic updates of the plan.

8. That Honua`ula Partners, LLC, its successors and permitted assigns, shall inform owners within Kihei-Makena Project District 9 that the area is subject to the intrusion of mammals such as axis deer, pigs, and rodents, and the impacts and management plan associated with such intrusions.
9. That Honua`ula Partners, LLC, its successors and permitted assigns, shall prepare an assessment of the owl (Pueo or Hawaiian Short-eared Owl) and the Hawaiian Hoary Bat in coordination with the Department of Land and Natural Resources, and, if appropriate, mitigative measures shall be incorporated into Kihei-Makena Project District 9. Said assessment shall be prepared prior to submittal of Project District Phase II processing.
10. That, in lieu of the dedication of a Little League Field and related amenities as originally specified in Ordinance No. 2171 (1992), Exhibit "B", Condition No. 8, and based on current land and construction cost estimates for the Little League Field, not less than \$5,000,000 shall be paid to the County upon Project District Phase II approval for the development of the South Maui Community Park. Said amount shall not be credited against future park assessments.
11. That Honua`ula Partners, LLC is proposing to develop 6 acres of private parks and 84 acres of open space within the development. Said private parks shall be open to the public and privately maintained. Furthermore, said private parks and open space shall not be used to satisfy the park assessment requirements under Section 18.16.320, Maui County Code, or for future credits under said subdivision ordinance. The Director of Parks and Recreation and Honua`ula Partners, LLC agree that the park assessment shall be satisfied with an in-lieu cash contribution for the entire project. The amounts and timing of payment of said in-lieu fees shall be subject to the provisions of Section 18.16.320, Maui County Code.
12. That, as represented by Honua`ula Partners, LLC, the golf course shall be subject to the following conditions:
 - a. Honua`ula Partners, LLC, its successors and permitted assigns, shall permit one nonprofit organization per quarter of the calendar year, other than Maui Junior Golf Association ("Maui Junior Golf"),

the use of the golf course and the clubhouse for a fund-raising activity upon terms mutually agreed upon with said nonprofit organization.

- b. Honua`ula Partners, LLC, its successors and permitted assigns, shall: (1) develop an organized instructional program for junior golfers at its facility from September to January each year; (2) permit Maui Junior Golf the use of the golf course in accordance with Honua`ula Partners, LLC's instructional program; and (3) sponsor one Maui Junior Golf fund-raising tournament per year. The terms of the Junior Golf Program by Honua`ula Partners, LLC shall be as follows:

The instructional program will be developed to teach youngsters ages 12 to 18 years of age the fundamentals of golf and how to play the game, while also providing quality instruction/training three days a week from September 1 through January 31, with some blackout dates. This program will support the overall efforts of Maui Junior Golf.

Private lessons will also be available at a discounted rate of 50 percent of the regular rate based on two lessons per junior golfer for a maximum of 50 lessons per month from February through August on a space-available basis.

For the annual fund-raising event for the Maui Junior Golf, the rate per player shall be 50 percent of the regular rate with the number of golfers limited to no more than 144 players per event.

- c. Honua`ula Partners, LLC, its successors and permitted assigns, shall permit the Maui Interscholastic League ("MIL") and the Hawaii High School Athletic Association ("HHSAA") to each use the golf course once per year for an official MIL golf tournament or an official HHSAA golf tournament if requested by the MIL or the HHSAA, or for regular season play-offs if requested by the MIL.
 - d. Honua`ula Partners, LLC, its successors and permitted assigns, shall permit Maui residents to play at the golf course on Tuesday of each week. The charge for Maui residents for green fees, including golf cart rental fees, shall not exceed 40 percent of the average market rate for green fees and golf cart rental fees in South Maui, and shall exclude all membership fees.
13. That Honua`ula Partners, LLC, its successors and permitted assigns, shall prepare a Cultural Resources Preservation Plan ("CRPP"), in consultation with: Na Kupuna O Maui; lineal descendents of the area;

other Native Hawaiian groups; the Maui County Cultural Resources Commission; the Maui/Lanai Island Burial Council; the Office of Hawaiian Affairs; the State Historic Preservation Division, Department of Land and Natural Resources; the Maui County Council; Na Ala Hele; and all other interested parties. Prior to initiating this consultation process, Honua`ula Partners, LLC, its successors and permitted assigns, shall publish a single public notice in a Maui newspaper and a State-wide newspaper that are published weekly. The CRPP shall consider access to specific sites to be preserved, the manner and method of preservation of sites, the appropriate protocol for visitation to cultural sites, and recognition of public access in accordance with the Constitution of the State of Hawaii, the Hawaii Revised Statutes, and other laws, in Kihei-Makena Project District 9.

Upon completion of the CRPP, Honua`ula Partners, LLC, its successors and permitted assigns, shall submit the plan to the State Historic Preservation Division, Department of Land and Natural Resources, and the Office of Hawaiian Affairs for review and recommendations prior to Project District Phase II approval. Upon receipt of the above agencies' comments and recommendations, the CRPP shall be forwarded to the Maui County Cultural Resources Commission for its review and adoption prior to Project District Phase II approval.

14. That a nonpotable water supply system shall be utilized for all irrigation purposes.
15. That, during construction, all dust control shall utilize nonpotable water or effluent, which may be obtained from the Kihei Wastewater Reclamation Facility when available.
16. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide a Sewage Disposal Analysis that has been reviewed and commented on by the State Department of Health, the State Department of Land and Natural Resources, the County Department of Environmental Management, and the County Department of Water Supply prior to Project District Phase II approval. The Sewage Disposal Analysis, along with reviews and comments, shall be submitted to the Maui County Council for review and the project shall be subject to additional conditions or amendments by the Maui County Council if warranted by the Sewage Disposal Analysis.
17. That Honua`ula Partners, LLC, its successors and permitted assigns, shall construct, maintain, and/or participate in the operation of a private wastewater treatment facility and system that accommodate the needs of the entire Kihei-Makena Project District 9. All reclaimed water from the private wastewater treatment facility shall be utilized for irrigation, dust

control, or other nonpotable purposes, and none of the reclaimed water shall be placed into injection wells.

The sewer rates for the residential workforce housing units shall be no higher than the residential sewer rates set by the County in its annual budget, for as long as the units are subject to Chapter 2.96, Maui County Code.

18. That Honua`ula Partners, LLC, its successors and permitted assigns, shall address in their Project District Phase II application the following:
 - a. Condition 1 of the Department of Health's "Twelve Conditions Applicable To All New Golf Course Development" ("12 Conditions") relating to an approved sampling plan, establishment of the baseline groundwater/vadose zone water quality, and if appropriate, nearshore water quality, has been met to the satisfaction of the Director of Health;
 - b. Conditions 2 and 3 of the Department of Health's "12 Conditions" relating to groundwater monitoring have been satisfied by the Director of Health;
 - c. Condition 4 relating to the preliminary proposal of the individual treatment system meets the requirements of the Department of Health, and final design shall be approved at the time of Project District Phase III;
 - d. Condition 5 of the Department of Health's "12 Conditions" relating to use of effluent has been satisfied;
 - e. Condition 6 of the Department of Health's "12 Conditions" relating to golf carts and storage of petroleum has been addressed and incorporated in the design and layout of the buildings;
 - f. Conditions 7, 8, and 11 of the Department of Health's "12 Conditions" relating to fertilizers, biocides, and pesticides and the Integrated Golf Course Management Plan have been reviewed, and comments from the Department of Agriculture and the Department of Health have been incorporated in the design and layout of the golf courses;
 - g. Condition 9 of the Department of Health's "12 Conditions" relating to noise from maintenance facilities has been addressed through the location and design of the maintenance activities and facilities;

- h. Condition 10 of the Department of Health's "12 Conditions" and the County Department of Environmental Management's concerns and recommendations relating to solid waste disposal management activities and facilities are identified and designed;
 - i. Condition 12 of the Department of Health's "12 Conditions" relating to soil runoff during construction and concerns of the State Department of Transportation; the County Department of Public Works; the State Department of Health; and the Natural Resources Conservation Service of the United States Department of Agriculture relating to drainage are addressed and incorporated in the design and layout of the plans, and a preliminary erosion control and drainage report is included in the application;
 - j. Confirmation from Maui Electric Company, Ltd. ("MECO") that the proposal to relocate and/or landscape MECO facilities is incorporated in the application and site plan; and
 - k. Roadway improvements to the satisfaction of the State Department of Transportation and the County Department of Public Works and proposed agreements are incorporated in the application and site plan and finalized as part of Project District Phase II approval.
19. That Honua`ula Partners, LLC, its successors and permitted assigns, shall execute appropriate agreements with the State of Hawaii and County of Maui agencies regarding participation in improvements of infrastructure and public facilities where such improvements are reasonably related to Honua`ula Partners, LLC 's project.
20. That marine monitoring programs shall be conducted which include monitoring and assessment of coastal water resources (groundwater and surface water) that receive surface water or groundwater discharges from the hydrologic unit where the project is located. Monitoring programs shall include both water quality and ecological monitoring.

Water Quality Monitoring shall provide water quality data adequate to assess compliance with applicable State water quality standards at Hawaii Administrative Rules Chapter 11-54. Assessment procedures shall be in accordance with the current Hawaii Department of Health ("HIDOH") methodology for Clean Water Act Section 305(b) water quality assessment, including use of approved analytical methods and quality control/quality assurance measures. The water quality data shall be submitted annually to HIDOH for use in the State's Integrated Report of Assessed Waters prepared under Clean Water Act Sections 303(d) and 305(b). If this report lists the receiving waters as impaired and requiring a Total Maximum Daily Load ("TMDL") study, then the monitoring

program shall be amended to evaluate land-based pollutants, including: (1) monitoring of surface water and groundwater quality for the pollutants identified as the source of the impairment; and (2) providing estimates of total mass discharge of those pollutants on a daily and annual basis from all sources, including infiltration, injection, and runoff. The results of the land-based pollution water quality monitoring and loading estimate shall be submitted to the HIDOH Environmental Planning Office, TMDL Program.

The ecological monitoring shall include ecological assessment in accordance with the Coral Reef Assessment and Monitoring Program protocols used by the Department of Land and Natural Resources. The initial assessment shall use the full protocol. Subsequent annual assessments can use the Rapid Assessment Techniques. Results shall be reported annually to the Aquatic Resources Division, Department of Land and Natural Resources.

21. That all exterior lighting shall be shielded from adjacent residential properties and near shore waters. Lighting requirements in force at the time of building permit application shall be applied.
22. That Honua`ula Partners, LLC, its successors and permitted assigns, shall pay the Department of Education \$3,000 per dwelling unit upon issuance of each building permit to be used, to the extent possible, for schools serving the Kihei-Makena Community Plan area; provided that, should the State pass legislation imposing school impact fees that apply to Kihei-Makena Project District 9, Honua`ula Partners, LLC, its successors and permitted assigns, shall from that point forward comply with the State requirements, or contribute \$3,000 per dwelling unit, whichever is greater.
23. That Honua`ula Partners, LLC, its successors and permitted assigns, shall fund and construct adequate civil defense measures as determined by the State and County of Maui civil defense agencies.
24. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide to the County two acres of land with direct access to the Piilani Highway extension for the development of fire control facilities within the village mixed-use sub-district at the time 50 percent of the total unit/lot count has received either a certificate of occupancy or final subdivision approval. The acreage provided shall have roadway and full utility services provided to the parcel.

That Honua`ula Partners, LLC, its successors and permitted assigns, shall contribute \$550,000 to the County for the development of a police

station in South Maui, to be paid at the time a contract is entered into for the construction of that police station.

25. That no transient vacation rentals or time shares shall be allowed within Kihei-Makena Project District 9; and further, no special use permit or conditional permit for such accommodations shall be accepted by the Department of Planning.
26. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide a preservation/mitigation plan pursuant to Chapter 6E, Hawaii Revised Statutes, that has been approved by the State Historic Preservation Division, Department of Land and Natural Resources, and the Office of Hawaiian Affairs prior to Project District Phase II approval.
27. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide the report "Remnant Wiliwili Forest Habitat at Wailea 670, Maui, Hawaii by Lee Altenberg, Ph.D.", along with a preservation/mitigation plan, to the State Department of Land and Natural Resources, the United States Fish and Wildlife Service, and the United States Corps of Engineers for review and recommendations prior to Project District Phase II approval. The Maui Planning Commission shall consider adoption of the plan prior to Project District Phase II approval.

Such plan shall include a minimum preservation standard as follows: That Honua`ula Partners, LLC, its successors and permitted assigns, shall establish in perpetuity a Conservation Easement (the "Easement"), entitled "Native Plant Preservation Area", for the conservation of native Hawaiian plants and significant cultural sites in Kihei-Makena Project District 9 as shown on the attached map. The Easement shall comprise the portion of the property south of latitude 20°40'15.00"N, excluding any portions that the State Department of Land and Natural Resources, the United States Fish and Wildlife Service, and the United States Corps of Engineers find do not merit preservation, but shall not be less than 18 acres and shall not exceed 130 acres.

The scope of the Easement shall be set forth in an agreement between Honua`ula Partners, LLC and the County that shall include:

- a. A commitment from Honua`ula Partners, LLC, its successors and permitted assigns, to protect and preserve the Easement for the protection of native Hawaiian plants and significant cultural sites worthy of preservation, restoration, and interpretation for public education and enrichment consistent with a Conservation Plan for the Easement developed by Honua`ula Partners, LLC and approved by the State Department of Land and Natural Resources, the

United States Geological Survey, and the United States Fish and Wildlife Service; and with a Cultural Resource Preservation Plan, which includes the management and maintenance of the Easement, developed by Honua`ula Partners, LLC and approved by the State Department of Land and Natural Resources (collectively, the "Conservation/Preservation Plans").

- b. That Honua`ula Partners, LLC, its successors and permitted assigns, shall agree to confine use of the Easement to activities consistent with the purpose and intent of the Easement.
 - c. That Honua`ula Partners, LLC, its successors and permitted assigns, shall be prohibited from development in the Easement other than erecting fences, enhancing trails, and constructing structures for the maintenance needed for the area, in accordance with the Conservation/Preservation Plans.
 - d. That title to the Easement shall be held by Honua`ula Partners, LLC, its successors and permitted assigns, or conveyed to a land trust that holds other conservation easements. Access to the Easement shall be permitted pursuant to an established schedule specified in the Conservation/Preservation Plans to organizations on Maui dedicated to the preservation of native plants, to help restore and perpetuate native species and to engage in needed research activities. These organizations may enter the Easement at reasonable times for cultural and educational purposes only.
 - e. Honua`ula Partners, LLC, its successors and permitted assigns, shall be allowed to receive all tax benefits allowable under tax laws applicable to the Easement at the time that said Easement is established in Kihei-Makena Project District 9, which will be evidenced by the recordation of the Easement in the Bureau of Conveyances, State of Hawaii.
28. That, prior to the commencement of any construction activity, Honua`ula Partners, LLC, its successors and permitted assigns, shall develop and submit a Transportation Management Plan ("TMP"), to be reviewed and approved by the State Department of Transportation, the County Department of Public Works, and the County Department of Transportation. The purpose of the TMP shall be to reduce traffic generated by construction activity related to the Kaonoulu Light Industrial Subdivision and Kihei-Makena Project District 9, including traffic generated by the improvements to Piilani Highway between Kilohana Drive and Wailea Ike Drive. The TMP shall provide for programs such as park and ride, shuttles, and/or restrictions on worker access to ongoing construction activity during peak hour traffic. Upon

approval, project contractors shall implement the TMP during construction activities. Honua`ula Partners, LLC, its successors and permitted assigns, shall submit an annual report to the State Department of Transportation, the County Department of Public Works, the County Department of Transportation, and the Maui County Council to document the success of the TMP in meeting its benchmarks of reducing traffic during project construction.

That as part of the Project District Phase II application, Honua`ula Partners, LLC, its successors and permitted assigns, shall submit a TMP to reduce the dependency on individual vehicular transportation modes. The TMP shall be reviewed and approved by the State Department of Transportation, the County Department of Public Works, and the County Department of Transportation prior to Project District Phase II approval.

29. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide annual compliance reports to the Department of Planning and the Maui County Council on the status of the project and progress in complying with the conditions imposed, commencing within one year of the effective date of the ordinance.
30. All energy systems for all residential units shall be designed and constructed to meet all applicable ENERGY STAR requirements established by the Climate Protection Division of the United States Environmental Protection Agency in effect at the time of construction. For purposes of this condition, energy systems shall include all hot water systems, roof and attic areas, outside walls, windows, air cooling systems, and heating systems.

All residential units shall be equipped with a primary hot water system at least as energy efficient as a conventional solar panel hot water system, sized to meet at least 80 percent of the hot water demand for the respective units.

All air cooling systems and all heating systems for laundry facilities, swimming pools, and spa areas shall make maximum use of energy-efficient construction and technology.

BEFORE THE MAUI PLANNING COMMISSION

COUNTY OF MAUI

STATE OF HAWAII

In The Matter Of The Application Of

HONUA'ULA PARTNERS, LLC

To Amend Condition No. 5 of Ordinance No. 3554 for the Honua'ula Project District to Provide All or a Portion of the Required Workforce Housing Units Onsite Within the 670-acre Honua'ula Project District site, Tax Map Key Nos. (2)2-1-008:056 and 071, Kihei, Maui, Hawai'i

**DOCKET NO.
CIZ 2000/0009**

**Honua'ula Partners, LLC
(A. Cua)**

**MAUI COUNTY PLANNING DEPARTMENT'S REPORT
TO THE MAUI PLANNING COMMISSION
OCTOBER 10, 2017 MEETING**

**DEPARTMENT OF PLANNING
COUNTY OF MAUI
2200 MAIN STREET, SUITE 619
WAILUKU, MAUI, HI. 96793**

Zoning Condition Amendment

K:\WP_DOCS\PLANNING\CIZ2000\0009_Wailea670\2017\Amendment to Condition #5\WPC Staff Report 101017.doc

BEFORE THE MAUI PLANNING COMMISSION

COUNTY OF MAUI

STATE OF HAWAII

In The Matter Of The Application Of

HONUUA'ULA, LLC

To Amend Condition No. 5 of Ordinance No. 3554 for the Honua'ula Project District to Provide All or a Portion of the Required Workforce Housing Units Onsite Within the 670-acre Honua'ula Project District site, Tax Map Key Nos. (2)2-1-008:056 and 071, Kihei, Maui, Hawai'i

DOCKET NO.
CIZ 2000/0009

Honua'ula Partners, LLC
(A. Cua)

DESCRIPTION OF THE PROJECT

Honua'ula is a master-planned community approved for 1,400 residential units (1,150 onsite units and 250 offsite workforce housing units), 100,000 sq. ft. of commercial use, including a golf clubhouse, a golf course, and recreation and open space uses. The zoning for the 670-acre Honua'ula project site was granted with the adoption of Ordinance No. 3554 on April 8, 2008, establishing Project District No. 9 (Wailea 670). See **Exhibit 1**. The Honua'ula project site is located on the east side (mauka) of the intersection of Pi'ilani Highway and Wailea Ike Drive and is identified by Tax Map Key Nos. (2)2-1-008:056 and 071. See **Exhibit 2**. The zoning was approved subject to 30 conditions of zoning.

Honua'ula Partners, LLC ("Applicant" or HPL) is requesting a Change of Zoning to amend Condition No. 5 of Ordinance No. 3554, which states:

That Honua'ula Partners, LLC, its successors and permitted assigns, shall provide workforce housing in accordance with Chapter 2.96, Maui County Code (the "Residential Workforce Housing Policy"); provided that, 250 of the required workforce housing units shall be located at the Kaonoulu Light Industrial Subdivision and completed prior to any market-rate unit, that 125 of those workforce housing units shall be ownership units, and that 125 of those units shall be rental units. In addition, construction of those workforce housing units shall be commenced within two years, provided all necessary permits can be obtained within that timeframe. Honua'ula Partners, LLC, its successors and permitted assigns, shall provide a minimum two-acre park at the Kaonoulu Light Industrial Subdivision, which shall be credited toward the requirements of Section 18.16.320, Maui County Code, for that subdivision.

The Applicant is requesting an amendment to Condition No. 5, as follows: (New material is underscored and material deleted is bracketed)

That Honua'ula Partners, LLC, its successors and permitted assigns, shall provide workforce housing in accordance with Chapter 2.96, Maui County Code (the

"Residential Workforce Housing Policy"); provided that, 250 of the required workforce housing units shall be located either within Project District No. 9/ Wailea 670 or at the Kaonoulu Light Industrial Subdivision, or a combination of those locations, as determined by Honua'ula Partners, LLC, its successors and permitted assigns, and provided that each workforce housing unit shall have a certificate of occupancy [and completed] prior to the sale of any market-rate unit, and further provided that 125 of those workforce housing units shall be ownership units, and that 125 of those units shall be rental units. [In addition, construction of those workforce housing units shall be commenced within two years, provided all necessary permits can be obtained within that timeframe.] In the event that the 250 workforce housing units, or any portion thereof, are constructed at the Kaonoulu Industrial Subdivision, then Honua'ula Partners, LLC, its successors and permitted assigns, shall provide a minimum two-acre park at the Kaonoulu Light Industrial Subdivision, which shall be credited toward the requirements of Section 18.16.320, Maui County Code, for that subdivision.

The Applicant is seeking to amend Condition No. 5 to provide all or a portion of the required workforce housing units onsite within the 670-acre Honua'ula Project District site. While the Applicant proposes to move either all or a portion of the 250 workforce housing units from the Ka'ono'ulu Light Industrial Subdivision onsite within the Honua'ula project, the total number of allowed units within the 670 acres will not exceed 1,150 units onsite, as originally approved. The Applicant is not requesting an increase in the total number of units at Honua'ula as part of this proposed amendment to Condition No. 5. The workforce housing units would be located within the multi-family or village mixed use areas of the Honua'ula project, as illustrated in Exhibit 3.

It is noted that an Environmental Impact Statement (EIS) was prepared for the Honua'ula project in 2012 and the Final EIS was accepted by the Maui Planning Commission on July 25, 2012 and published in the Office of Environmental Quality Control's (OEQC) Environmental Notice on August 8, 2012.

The Sierra Club and Maui Unite appealed the acceptance of the Final EIS in 2012 within the 60-day appeal period. Since 2012, HPL and the plaintiffs have been in discussions and on October 14, 2016 signed a Settlement Agreement (Agreement). The Agreement revised the Conceptual Master Plan in which the 18-hole golf course was replaced by approximately 14 acres for an executive or "short" golf course, reconfiguration of the residential, multi-family and village mixed use sub-districts, creation of an approximate 25-acre North Preservation Area, and expansion of the South Preservation Area south of the Pi'ilani Highway Extension to approximately 134 acres. Refer to Exhibit 3.

DESCRIPTION OF THE PROPERTY

1. The Honua'ula Project District Site, TMK Nos. (2)2-1-008:056 and 071, is currently vacant with the exception of two (2) existing water wells, a 1.0 million gallon water tank, and a cellular phone tower in the southwest corner of the property. See Exhibit 4 for site photos.
2. Land Use Designations –
 - a. State Land Use District - Urban
 - b. Kihei-Makena Community Plan - Project District 9

- c. County Zoning - Kihei-Makena Project District 9
- d. Maui Island Plan - Subject parcels are within the Urban Growth Boundary
- e. Special Management Area (SMA) - Outside of SMA boundary

3. Surrounding Uses –

- North - Maui Meadows rural residential subdivision
- South – Vacant land
- East – ‘Ulupalakua Ranch
- West - Wailea Resort

4. The project site as a whole generally slopes in an easterly to westerly direction, towards the ocean.

Underlying the project site are soils belonging to the Keawakapu-Mākena association. The Soil Survey of the Islands of Kaua'i, O'ahu, Maui, Moloka'i, and Lāna'i, of the State of Hawai'i characterizes the soils of the Keawakapu-Mākena association as consisting of well-drained, fine-textured to medium-textured soils that are shallow to deep over fragmented lava on low uplands. These soils are gently sloping to moderately steep, which developed in material weathered from volcanic ash. The association makes up about two (2) percent of the island of Maui (U.S. Department of Agriculture, 1972).

According to the above-mentioned soil survey, the specific soil type underlying the Honua'ula project site includes Mākena loam, stony complex, 3 to 15 percent slopes (MXC), Keawakapu extremely stony clay loam (KNXD), Very stony land (rVS), and Oanapuka very stony silt loam, 7 to 25 percent slopes (OAD).

MXC soils are found on the lower leeward slopes of Haleakalā, between Mākena and Kamaole, with moderately rapid permeability, slow to medium runoff, and slight to moderate erosion hazard.

KNXD occurs on low uplands and consists of well-drained, extremely stony soils developed in volcanic ash. KNXD soils are characterized by moderate permeability and slow to medium runoff and slight to moderate erosion hazard.

rVS soils consists of young 'a'ā lava with a thin covering of volcanic ash that locally extends deep into cracks and depressions.

OAD soils is found on the lower uplands and consists of well-drained, very stony soils. The soil permeability is moderately rapid, runoff is slow, and the erosion hazard is slight to moderate.

As indicated by the Federal Emergency Management Agency (FEMA) Flood Insurance Rate Map (FIRM) for the area, the Honua'ula project site is located in

Flood Zone X, an area not subject to restrictions on development. In addition, the project site is situated outside the tsunami evacuation zone.

APPLICABLE REGULATIONS

Pursuant to Title 19, Chapter 19.510, Section 19.510.040 Change of Zoning of the Maui County Code, the appropriate planning commission shall hold a public hearing on all applications for zoning changes and make a recommendation to the County Council. The County Council may grant a change of zoning if all the following criteria are met:

1. The proposed request meets the intent of the general plan and the objectives and policies of the community plans of the county;
2. The proposed request is consistent with the applicable community plan land use map of the county;
3. The proposed request meets the intent and purpose of the district being requested;
4. The application, if granted, would not adversely affect or interfere with public or private schools, parks, playgrounds, water systems, sewage and solid waste disposal, drainage, roadway and transportation systems, or other public requirements, conveniences and improvements;
5. The application, if granted, would not adversely impact the social, cultural, economic, environmental, and ecological character and quality of the surrounding area; and
6. If the application change in zoning involves the establishment of an agricultural district with a minimum lot size of two acres, an agricultural feasibility study shall be required and reviewed by the Department of Agriculture and the United States Soil and Conservation Service.

Pursuant to Title 19, Chapter 19.510, Section 19.510.050 Conditional Zoning of the Maui County Code, the County Council may impose conditions upon the applicant's use of the property. The conditions shall be imposed if the Council finds them necessary to prevent circumstances which may be adverse to the public health, safety and welfare. The conditions shall be reasonably conceived to mitigate the impacts emanating from the proposed land and shall meet the following criteria:

1. That the public shall be protected from the potentially deleterious effects of the proposed use; and
2. That the need for public services created by the proposed use shall be fulfilled.

PROCEDURAL MATTERS

1. On May 26, 2017, the Applicant mailed a Notice of Application for a Change in Zoning along with a location map to all owners and recorded lessees within 500 feet of the subject project site property boundaries.
2. On May 31, 2017, the Maui County Planning Department received an application for a Change in Zoning from the Applicant.

3. On August 23, 2017, the Maui County Planning Department mailed a notice to the Applicant notifying them of the scheduled public hearing on the application for October 10, 2017.
4. On August 31, 2017, the Applicant mailed a letter of notification and location map to all owners and recorded lessees located within 500 feet of the subject property describing the applications and notifying them of the scheduled hearing date, time and place by either certified or registered mail receipt. Copies of the letter, location map, list of owners, certified and registered mail receipts are on file at the Maui County Planning Department.
5. On September 12, 19, and 26, 2017, the Public Hearing Notice for the Change in zoning was published by the Applicant in the Maui News.
6. On September 8, 2017, a Notice of Hearing on the application was published in the Maui News, by the Maui County Planning Department.

REVIEWING AGENCIES

County Agencies:	Comment	Exhibit #
Department of Transportation Maui County	No Comment	5
Applicant Response		--
Department of Water Supply	Yes	6
Applicant Response		6a
Department of Public Works	No Comment	7
Applicant Response		--
Department of Housing and Human Concerns	Yes	8
Applicant Response		8a
Department of Environmental Management	No Comment	9
Applicant Response		--

State Agencies:	Comment	Exhibit #
Department of Health, Maui	Yes	10
Applicant Response		10a
Department of Transportation, Statewide Planning Office	Yes	11
Applicant Response		11a

ANALYSIS

LAND USE

1. The subject property is in the State Urban District. The proposed uses in the Honua'u'ula project is consistent with the permitted land uses for the Urban district, as defined by Chapter 205, HRS.
2. As stated in the Maui County Charter, as amended in 2002:

The General Plan shall indicate desired population and physical development patterns for each island and region within the county; shall address the unique problems and needs of each island and region; shall explain the opportunities and the social, economic, and environmental

consequences related to potential developments; and shall set forth the desired sequence, patterns, and characteristics of future developments. The general plan shall identify objectives to be achieved, and priorities, policies, and implementing actions to be pursued with respect to population density, land use maps, land use regulations, transportation systems, public and community facility locations, water and sewage systems, visitor destinations, urban design, and other matters related to development.

The County of Maui 2030 General Plan Countywide Policy Plan, adopted by the Maui County Council on March 19, 2010, is the first component of the decennial General Plan update. The Countywide Policy Plan replaces the General Plan as adopted in 1990 and amended in 2002. The Countywide Policy Plan acts as an over-arching values statement and umbrella policy document for the Maui Island Plan and the nine Community Plans that provides broad goals, objectives, policies, and implementing actions that portray the desired direction of the County's future. The plan includes:

1. A vision statement and core values for the County to the year 2030
2. An explanation of the plan-making process
3. A description and background information regarding Maui County today
4. Identification of guiding principles
5. A list of countywide goals, objectives, policies, and implementing actions related to the following core themes:
 - A. Protect the Natural Environment
 - B. Preserve Local Cultures and Traditions
 - C. Improve Education
 - D. Strengthen Social and Healthcare Services
 - E. Expand Housing Opportunities for Residents
 - F. Strengthen the Local Economy
 - G. Improve Parks and Public Facilities
 - H. Diversify Transportation Options
 - I. Improve Physical Infrastructure
 - J. Promote Sustainable Land Use and Growth Management
 - K. Strive for Good Governance

The proposed project is in keeping with the following Countywide Policy Plan Goals, Objectives and Policies:

EXPAND HOUSING OPPORTUNITIES FOR RESIDENTS

Goal:

Quality, island-appropriate housing will be available to all residents.

Objective:

Reduce the affordable housing deficit for residents.

Policy:

- a. *Ensure that an adequate and permanent supply of affordable housing, both*

new and existing units, is made available for purchase or rental to our resident and/or workforce population, with special emphasis on providing housing for low- to moderate-income families, and ensure that all affordable housing remains affordable in perpetuity.

Objective:

Increase the mix of housing types in towns and neighborhoods to promote sustainable land use planning, expand consumer choice, and protect the County's rural and small-town character.

Policy:

f. Develop workforce housing in proximity to job centers and transit facilities.

Objectives:

Increase and maintain the affordable housing inventory.

Expand access to education related housing options, homeownership, financing, and residential construction.

3. According to the Maui Island Plan, the property is located within the Urban Growth Boundary and is consistent with the Maui Island Plan Growth Boundary Map. The proposed action is in keeping with the following Maui Island Plan Goals, Objectives and Policies:

POPULATION

Goal:

Maui's people, values, and lifestyles thrive through strong, healthy, and vibrant island communities.

Policy:

Expand housing, transportation, employment, and social opportunities to ensure residents are able to comfortably age within their communities.

HOUSING

Goal:

Maui will have safe, decent, appropriate, and affordable housing for all residents developed in a way that contributes to strong neighborhoods and a thriving island community.

Objective:

More livable communities that provide for a mix of housing types, land uses, income levels, and age.

Policies:

1. *Promote livable communities (compact/walkable/bikeable, access to transit) that provide for a mix of housing types and land uses, including parks, open space, and recreational areas.*
2. *Promote planning approaches that provide a mix of multifamily and single-family housing units to expand housing choices.*
3. *Discourage gated communities.*

Objectives:

1. *Provide affordable housing, rental or in fee, to the broad spectrum of our island community.*
2. *Provide infrastructure in a more timely manner to support the development of affordable housing.*

Policy:

Require the construction of affordable for-sale and rental housing units as part of the construction of new housing developments.

4. According to the Kihei-Makena Community Plan the subject property is identified as Project District 9 and is consistent with the land use map of the Community Plan. The proposed action is in keeping with the following Community plan recommendations:

LAND USE

Goal:

A well-planned community with land use and development patterns designed to achieve the efficient and timely provision of infrastructural and community needs while preserving and enhancing the unique character of Ma'alaea, Kihei, Wailea and Makena as well as the region's natural environment, marine resources and traditional shoreline uses.

Objectives and Policies:

1. *Establish a distribution of land uses which provides housing, jobs, shopping, open space, and recreation areas in close proximity to each other in order to enhance Kihei's neighborhoods and to minimize dependence on automobiles.*
2. *Encourage the establishment of single-family and multi-family land use designations which provide affordable housing opportunities for areas which are in close proximity to infrastructure systems and other urban services.*

HOUSING AND URBAN DESIGN

Goal:

A variety of attractive, sanitary, safe and affordable homes for Kihei's residents, especially for families earning less than the median income for families within the County. Also, a built environment which provides complementary and aesthetically pleasing physical and visual linkages with the natural environment.

Objectives and Policies:

- Provide an adequate variety of housing choices and range of prices for the needs of Kihei's residents, especially for families earning less than the median income for families within the County, through the project district approach and other related programs. Choices can be increased through public/private sector cooperation and coordinated development of necessary support facilities and services.*
- Require a mix of affordable and market-priced housing in all major residential projects, unless the project is to be developed exclusively as an affordable housing project.*

Project District Standards

The implementation procedure for several areas within the planning region is to utilize the project district development approach. This provides for a flexible and creative planning approach rather than specific land use designations. This planning approach establishes continuity in land uses and designs while providing for orderly growth of the community, as well as comprehensive and concurrent provision of infrastructural facilities and systems.

Because of the variety of conditions and constraints related to the different project districts, each project district will be implemented through a separate ordinance. Each project district ordinance will specify the permitted uses, densities, design guidelines, and other information necessary to attain each project district's objective and the objectives of the Kihei-Makena Community Plan.

Project District 9 (Maui Wailea 670) 670 acres

This project district is located mauka and makai of the proposed Pi'ilani Highway extension, mauka of Wailea Resort, south of Maui Meadows and north of Seibu Mauka. It should provide a mix of single-family and multi-family housing types for a range of consumer groups with an emphasis on community development consisting of single-family, zero lot line, and multi-family units, complemented with village mix uses and commercial uses primarily serving the residents of the community, all integrated with two 18-hole golf courses and other recreational amenities. Public amenities should include community-oriented parks integrated with pedestrian bicycle

recreation ways and buffer zones between residential areas and the proposed Pi'ilani Highway extension. A site for future public use should be provided in anticipation of need.

6. The project site is currently zoned "Project District 9" by the County of Maui. In 2008, the Honua'ula project received a Change of Zoning (CIZ) approval subject to 30 conditions. Condition No. 5 of that ordinance (Ordinance No. 3554) states that HPL provide 250 of the required workforce housing units be located in the Ka'ono'ulu Light Industrial Subdivision.

As discussed previously, HPL is requesting an amendment to Condition No. 5 of Ordinance No. 3554 to move a portion or all of the 250 workforce housing units within the Honua'ula project site.

Condition No. 5 was originally included in Ordinance No. 3554 because it was thought to be the case that the Ka'ono'ulu Light Industrial Subdivision was fully entitled and that the construction of the 250 units of offsite workforce housing would be able to be initiated relatively soon.

The 88-acre Ka'ono'ulu Light Industrial Subdivision, also known as the Ka'ono'ulu Commercial and Light Industrial Project received a District Boundary Amendment (DBA) from "Agricultural" to "Urban" from the State Land Use Commission (SLUC) in 1995. The County of Maui subsequently approved a rezoning of the Ka'ono'ulu Commercial and Light Industrial Project from "Agricultural" to "M-1, Light Industrial" in 1998. The offsite workforce housing units would be consistent with the Maui County light industrial zoning district, which allows for apartment uses.

Land within the Ka'ono'ulu Commercial and Light Industrial Project is currently owned by two (2) entities. HPL owns the 13-acre subject property that was identified for the 250 units of workforce housing. The remaining 75 acres is owned by Sarofim Realty Advisors, who proposes the development of a shopping complex known as Pi'ilani Promenade. Opponents of the Pi'ilani Promenade project filed an Order to Show Cause (OSC) complaint with the SLUC based on a failure to build the project as represented to the SLUC in obtaining the DBA in 1995. The SLUC determined that a Motion to Amend (MTA) the DBA Decision and Order must be filed for the Pi'ilani Promenade project and for HPL's workforce housing project. Inasmuch as the Pi'ilani Promenade project and the proposed workforce housing project are separate projects, separate MTAs will be filed for Pi'ilani Promenade and HPL's workforce housing project. HPL will be preparing an EIS pursuant to Chapter 343, HRS for the 250-unit Honua'ula Offsite Workforce Housing Project as well as a MTA.

Due to the legal challenges and further entitlement work required for the 250 offsite workforce housing units at Ka'ono'ulu, there is significant uncertainty in terms of timing and the ability to comply with the condition. The uncertainty presents a barrier to providing workforce housing in a reasonable timeframe.

The Honua'ula project will continue to fully comply with the County of Maui's workforce housing requirements pursuant to Chapter 2.96, MCC. As noted previously, the total number of onsite units at Honua'ula will not exceed 1,150 residential units, as originally approved and the requested amendment will not change any development or infrastructure assumptions for the project.

The Change of Zoning process is governed by Maui County Code, Chapter 19.510. The

project request meets the criteria for Change of Zoning as discussed in this section.

- a. **The proposed request meets the intent of the General Plan and the objectives and policies of the community plan of the County.**

The proposed project is within the Urban Growth Boundary of the Maui Island Plan and is an area of foreseeable growth and development. As such, the request meets the intent of the County's General Plan, objectives and policies of the community plan.

- b. **The proposed request is consistent with the applicable community plan land use map of the County.**

According to the Kihei-Makena Community Plan the subject property is identified as Project District 9 and is consistent with the land use map of the Community Plan.

- c. **The proposed request meets the intent and purpose of the district being requested.**

The purpose and intent of the Kihei-Makena Project District 9 is to establish permissible land uses and appropriate standards of development for a residential community consisting of single-family and multi-family dwellings complemented with village mixed uses, all integrated with a golf course and other recreational amenities.

The request to amend Condition No. 5 of Ordinance No. 3554 to provide a portion or all of the required workforce housing onsite does not conflict with the stated purpose and intent of Kihei-Makena Project District 9.

- d. **The application, if granted, would not adversely affect or interfere with public or private schools, parks, playgrounds, water systems, sewage and solid waste disposal, drainage, roadway and transportation systems, or other public requirements, conveniences and improvements.**

The proposed amendment to Condition No. 5 of Ordinance No. 3554 to provide a portion or all workforce housing requirements within the Honua'ula project site will not increase the total number of residential units developed nor will it change any other development or infrastructure assumptions for the project. As such, there will be no additional impacts to services and infrastructure. The Honua'ula project will be serviced by a private water system and a new private wastewater reclamation facility (WWRF) or by the Makena WWRF. Honua'ula Partners LLC shall carry out, as applicable, all required and recommended improvements needed to mitigate the impact of the Honu'aula Project District as identified in the April 7, 2017 Traffic Impact Analysis Report (TIAR).

- e. **The application, if granted, would not adversely impact the social, cultural, economic, environmental, and ecological character and quality of the surrounding area; and**

The Honua'ula Project will complement the pattern of development in the Kihei-Makena region in a way that is consistent with the State Land Use "Urban" designation and the vision of the Maui Island Plan and Kihei-Makena Community

Plan. The proposed amendment to Condition No. 5 to provide a portion or all of the required workforce housing units within the Honua'ula project site does not change this. As such, the granting of the request to amend Condition No. 5 would not adversely impact the surrounding area and the project would be compatible socially, culturally, economically, and ecologically in the region.

- f. **If the Change in Zoning involves the establishment of an agricultural district with a minimum lot size of two acres, an agricultural feasibility study shall be required and reviewed by the Department of Agriculture and the U.S. Soil Conservation Service.**

The Change in Zoning does not involve the establishment of an agricultural district.

AGRICULTURE

The proposed project is not located on land designated for agricultural use by the State or County.

ARCHAEOLOGICAL, HISTORIC AND CULTURAL RESOURCES

Several extensive archaeological inventory surveys (AIS) have been conducted on the 670 acres of the Honua'ula project. In 2015, a new archaeological inventory survey (AIS) was prepared by Scientific Consultant Services, Inc. (SCS) for the 670-acre Honua'ula project. The AIS was accepted by the State Historic Preservation Division (SHPD) on December 17, 2015. The archaeological inventory fieldwork was divided into two (2) survey zones (southern area and northern area) to better match the topography, settlement models, and expected findings of the northern and southern parcels. The total number of documented sites was 200 sites, including 172 newly documented sites.

In the southern survey area, a total of 125 sites, consisting of 669 features, were documented. Thirty-two (32) of the 39 sites previously documented by Sinoto et al. (2012) in the southern acreage were also relocated. Several of the relocated sites were further expanded to include new features and/or tested to further understand the function and age of the site. Of the new sites identified, 501 features were agricultural (74 percent), with the remainder consisting of temporary and permanent habitation loci, boundary markers, ceremonial sites, transportation/travel paths, storage, ahu, and a lithic workshop.

In the northern survey area, a total of 75 sites, composed of 119 features, were documented. One (1) site, a rock shelter composed of an earthen terrace fronting a natural rock overhang, and previously documented by Sinoto et al. (2012), was relocated State Inventory of Historic Properties (SIHP) 50-50-14-5109. Of the total feature population, 92 features had an agricultural function (both pre-Contact and Historic), with the remaining features functioning as pre-Contact and historic temporary and permanent habitation loci, pre-Contact ceremonial features, historic military features, historic ranching era water tank infrastructure, and pre-Contact soil retention/water control infrastructure. While agricultural features were again dominant of the site population in this northern acreage, the features are not as condensed as the southern sites nor dominate with such frequency. The difference is likely due to differences in landscape form.

The Honua'ula Project includes several preservation sites, as well as an approximate 28-acre North Preserve Common Area and an approximate 134-acre South Preserve Area to protect

not only historic and cultural resources but also sensitive biological habitats.

In accordance with Condition No. 13 and Condition No. 26 of Ordinance No. 3554, a Cultural Resources Preservation Plan (CRPP) dated May 2017 was prepared by SCS in consultation with: Na Kupuna O Maui; lineal descendants of the area; other Native Hawaiian groups; the Maui County Cultural Resources Commission; the Maui/Lāna'i Island Burial Council; the Office of Hawaiian Affairs (OHA); SHPD, DLNR; the Maui County Council; Na Ala Hele; Maui Cultural Lands; and all other interested parties.

The CRPP provides background information for the project area, summarizes the archaeological inventory survey, preservation plan, and cultural impact assessment performed within the project area, and documents the consultation process as required by Condition No 13.

The CRPP has been submitted to SHPD and OHA on August 31, 2017 for agency review and recommendations. Upon receipt of their recommendations, a Final CRPP will be prepared. The Final CRPP shall be submitted to the Department of Planning for final review and adoption by the Maui County Cultural Resources Commission.

The proposed amendment to Condition No. 5 does not impact the identified preservation areas or the previous cultural assessments and recommendations. The preservation areas and measures established by the CRPP will be implemented.

Existing Services & Impacts to Services

1. **Water** – According to the Preliminary Engineering Report (PER), based upon the Water Systems Master Plan for the Honua'ula Project, the average daily potable water use for the project was estimated to be 0.342 MGD.

In compliance with Condition Nos. 4 and 14 of Ordinance No. 3554, the project will develop and operate a private water system providing both potable and non-potable water for use within Honua'ula. The potable system will provide source and supply for all domestic needs through a series of wells, delivery system, reverse osmosis water treatment plant, and storage tanks. The non-potable water system will utilize water from wells, reclaimed water from the wastewater treatment facility, as well as all water/brine byproduct from the reverse osmosis (RO) treatment facility.

The following private water systems will be developed:

1. A non-potable system supplied by brackish wells will provide water for irrigation of common areas and within development parcels;
2. A potable system supplied by RO treated water, using brackish groundwater as the feedwater supply, will provide drinking water and other, within building potable uses; and
3. A golf amenity irrigation system supplied by treated wastewater (R-1 quality), concentrate from the RO treatment of the potable supply, and brackish groundwater from the non-potable irrigation system.

The request to amend Condition No. 5 of Ordinance No. 3554 to provide a portion or all required workforce housing units within the project site will not increase the total number of onsite units. The 2017 PER assessed the impacts of the 1,150 residential units at

Honua'ula along with other project components and the 2017 PER specifically assessed the provision of the workforce housing units onsite. Infrastructure mitigation in the form of a private water system will be implemented. As such, significant adverse impacts to water resources and systems are not anticipated as a result of the requested amendment to Condition No. 5 to provide a portion or all of the workforce housing units onsite at Honua'ula.

The County of Maui Department of Water Supply's comments on the proposed project are included as **Exhibit 6**.

2. **Sewers** – According to the PER, the average dry weather wastewater flow for the project is estimated as 0.38 MGD. In compliance with Ordinance No. 3554, the Honua'ula project will connect to a private wastewater reclamation facility (WWRF). Two (2) alternatives are under consideration, including (1) construction of a new onsite WWRF facility on approximately four (4) acres of land at the southwest corner of Honua'ula or (2) connection to the existing private Makena WWRF for treatment. Connection to the Makena WWRF was identified as the recommended alternative. It may be necessary to expand certain portions of the Makena WWRF to provide a small amount of additional capacity. As the development will be phased, implementation of the improvements to the Makena WWRF could be implemented at the appropriate phase. The proposed wastewater improvements for Honua'ula will also include gravity collection systems and pump stations where the topography requires flows to travel upslope.

The proposed amendment to Condition No. 5 to provide a portion or all of the required workforce housing units within Honua'ula will not increase the total number of onsite units. The PER assessed the impacts of the 1,150 residential units, including workforce housing units, at the Honua'ula project along with other project components. Infrastructure mitigation in the form of a new private WWRF or connection to the Makena WWRF will be implemented. As such, significant adverse impacts associated with wastewater are not anticipated as a result of the requested amendment to Condition No. 5.

3. **Drainage** – The subject property is undeveloped and there are no drainage improvements on the property. Surface runoff mauka of the project sheet flows over the project site toward the ocean or through natural drainage paths before discharging into the ocean. Within the project site, there are several defined natural drainage paths before entering the Wailea properties. Due to the relatively low rainfall at the property, these drainageways are generally dry throughout the year.

Onsite development, including roadways, residential lots, and commercial areas, will cause an increase in storm runoff due to the increase in impervious surfaces. However, the proposed drainage system improvements will maintain or reduce the rate of runoff discharged downstream to equal or less than pre-development rates, in compliance with County standards through the provision of 46 retention basins throughout the property. In addition, the proposed retention basins, debris basins, and natural swales or channels will provide storage and water quality management of the stormwater prior to exiting the project site.

The proposed amendment to Condition No. 5 of Ordinance No. 3554 to provide a portion or all required workforce housing units within the Honua'ula project will not increase the number of onsite units. The PER assessed the impacts of the 1,150 residential units at Honua'ula along with other project components and the PER specifically assessed the

provision of the workforce housing units onsite. Infrastructure mitigation in the form of drainage improvements and Low Impact Development measures will be implemented. As such, significant adverse impacts to drainage are not anticipated as a result of the requested amendment.

4. **Roadways** – A Traffic Impact Analysis Report (TIAR) was prepared for Honua'ula by SSFM International in April 2017 for the project to reflect current conditions and to assess the current Conceptual Master Plan for the project that resulted from the October 14, 2016 Settlement Agreement between HPL, the Sierra Club, and Maui Unite. The April 2017 TIAR assessed the impact of 1,150 residential units onsite in addition to other project components. The April 2017 TIAR specifically assesses provision of the required affordable housing units onsite within Honua'ula.

Eight (8) specific traffic improvements are required for the Honua'ula project pursuant to Condition No. 2 of Ordinance No. 3554 and will be implemented by the Applicant:

- Upgrade Pi'ilani Highway, from Kilohana Drive to Wailea Ike Drive, to four (4) lanes of traffic. The improvements shall be completed prior to the commencement of any construction on the site, with the exception of grading.
- Extend Pi'ilani Highway for two (2) lanes of traffic from Wailea Ike Drive to Kaukahi Street. The improvements shall be constructed at or prior to the completion of 50 percent of the project. Said improvements shall be maintained by Honua'ula Partners, LLC, its successors, and permitted assigns.
- Signalize the Pi'ilani Highway/Okolani Drive/Mikioi Place intersection and provide an exclusive left-turn lane on Okolani Drive prior to occupancy of the first unit in Kīhei-Mākena Project District 9.
- Modify the Pi'ilani Highway/Wailea Ike Drive intersection into a signalized intersection and provide a free right-turn lane from Pi'ilani Highway to Wailea Ike Drive and a second right-turn lane from Wailea Ike Drive to northbound Pi'ilani Highway prior to occupancy of the first unit in Kīhei-Mākena Project District 9.
- Modify the Wailea Alanui Drive/Wailea Ike Drive intersection to add a signalized double right-turn movement from northbound to eastbound turning traffic and provide two (2) left-turn lanes for southbound traffic from Wailea Ike Drive prior to occupancy of the first unit in Kīhei-Mākena Project District 9.
- Modify the Pi'ilani Highway/Kilohana Drive/Mapu Place intersection to provide an exclusive left-turn lane; and the southbound Pi'ilani Highway approach to provide an exclusive right-turn lane into Mapu Place prior to occupancy of the first unit in Kīhei-Mākena Project District 9.
- Signalize the Wailea Ike Drive/Kalai Waa Street intersection in coordination with Wailea Resort and Mākena Resort when warranted.
- Signalized the Wailea Alanui Drive/Kaukahi Street intersection in coordination with Wailea Resort and Mākena Resort when warranted.

In addition, the updated TIAR recommended the following mitigation measures for the project:

Future Year 2021

- No mitigation is needed at signalized intersections.
- Adjusting the split timing at the intersection of Pi'ilani Highway and Kilohana Drive/Mapu Place may improve the operations for the northbound and southbound left-turn movements.
- Two (2) unsignalized intersections should be monitored for their ability to pass signal warrants: Wailea Alanui Drive and Okolani Drive and Wailea Alanui Drive and Kaukahi Street

Future Year 2026

- Split timings or phasings should be reviewed at the Pi'ilani Highway and Kilohana Drive/Mapu Place, Wailea Alanui Drive and Wailea Ike Drive, and Pi'ilani Highway and Wailea Ike Drive intersections to improve the operations of the movements.
- The unsignalized intersection of Wailea Alanui Drive and Okolani Drive should be monitored for its ability to pass signal warrants or to install a roundabout.

Future Year 2036

- Split timing could be adjusted at the Pi'ilani Highway and Kilohana Drive intersection to improve the operations.
- At the Wailea Alanui Drive and Wailea Ike Drive intersection, provide dual left-turn lanes for the southbound left movements or adjust the split timing and phasing.
- At the Pi'ilani Highway and Wailea Ike Drive intersection, adjust the split timing or phasing to improve operations for the southbound left-turn movement.
- Install a signal or roundabout for Wailea Alanui Drive and Okolani Drive intersection.
- Monitor the South Kihei Road and Kilohana Drive for its ability to pass signal warrants or add a right-turn lane for the westbound approach.

In addition to the improvements noted above and those required by Condition No. 2, Condition No. 28 of Ordinance No. 3554 requires that a Transportation Management Plan (TMP) be developed and submitted for review by the State Department of Transportation, County Department of Public Works, and County Department of Transportation. A TMP prepared by Austin, Tsutsumi, & Associates, Inc. was reviewed and approved by the proper agencies prior to finalization in October 2009.

The request to amend Condition No. 5 of Ordinance 3554 to provide all or a portion of the required workforce housing units within the Honua'ula project will not increase the total number of onsite units. The April 2017 TIAR assessed the impacts of the 1,150 residential

units at Honua'ula along with other project components. Traffic mitigation in the form of improvements pursuant to Condition No. 2 of Ordinance No. 3554 will be implemented, along with the 2009 TMP and recommendations outlined in the TIAR. With these mitigation measures, significant adverse impacts to traffic are not anticipated as a result of the requested amendment to Condition No. 5 to provide all or a portion of the workforce housing units onsite at Honua'ula.

The State Department of Transportation (SDOT) noted that it has no objection to the proposed amendment to Condition No. 5 so long as the Applicant will carry out, as applicable, all required and recommended improvements noted in the TIAR, the amendment will not change the Applicant's participation in Pi'ilani Highway improvements, and that any extension of Pi'ilani Highway will be constructed to applicable State highway design standards at no cost to the State (including associated improvements such as a traffic signal). The Applicant has confirmed its commitment to these stipulations from SDOT. Refer to Exhibit 11 and Exhibit 11a.

5. **Electrical and Telephone** – Electrical, telephone distribution, and cable TV systems will need to be extended to serve the project. Based on the forecasted electrical demand for Honua'ula, Maui Electric Company (MECO) anticipates additional transformer units or a new substation development may be necessary. The site plan for Honua'ula includes an area for an expanded substation. The proposed amendment to Condition No. 5 to provide a portion or all of the required workforce housing units within Honua'ula will not increase the total number of residential units of 1,150. As such, the proposed amendment will not result in additional electrical, telephone, and cable TV demand. Infrastructure mitigation in the form of utility improvements will be coordinated with the utility companies and implemented.
6. **Parks** – Numerous public park facilities exist within a relatively short driving distance of the project site. The proposed Honua'ula project will include a minimum of six (6) acres of privately maintained, publicly accessible parks, 284 acres of open space/conservation/preserve areas, pedestrian and bike trails, and a 14-acre executive golf course and club house, and related recreational facilities. The proposed amendment to Condition No. 5 will not increase the total number of residential units and, as such, does not increase the impacts with respect to recreational facilities. The Applicant will continue to comply with Condition No. 11 of the Ordinance No. 3554, which requires the provision of six (6) acres of parks and 84 acres of open space and notes that those lands will not be used to satisfy the park assessment requirements under Section 18.16.320, MCC. It is noted that if the request to relocate all or a portion of the 250 workforce housing units is approved and in the event that all of the workforce housing units are relocated onsite, then the park dedication requirements of Chapter 18.16.320, MCC for the subdivision will be provided within the Honua'ula project.
7. **Schools** – Condition No. 22 of Ordinance No. 3554 stipulates that the Applicant will pay the Department of Education (DOE) at least \$3,000.00 per dwelling unit upon issuance of each building permit to be used, to the extent possible, for schools serving the Kihei-Makena Community Plan area. Condition No. 22 also notes that should the State pass legislation imposing school impact fees that apply to the project, the project will, from that point forward, comply with the State requirements, or pay \$3,000.00 per dwelling unit, whichever is greater. In 2007, the State Legislature established school impact fees, with the current Central Maui school impact fee set at \$5,373.00 per single-family unit and \$2,371.00 per multi-family unit. Therefore, in compliance with Condition No. 22, the Applicant will pay a school impact fee of

\$5,373.00 per single-family unit and \$3,000.00 per multi-family unit. The proposed amendment to Condition No. 5 does not increase the total number of residential units within the project site and the Applicant will continue to honor the commitment to pay school impact fees in compliance with Condition No. 22.

8. **Solid Waste** – The Final EIS prepared for Honua'ula estimated that the project would generate approximately 3,249 tons of solid waste per year. Using the County's current waste diversion rate of 30 percent or target diversion rate of 50 percent by 2030, the project's waste generation would be 2,274 tons per year or 1,624 tons per year, respectfully. The Honua'ula project will support the County's recycling, reuse, and composting activities. Green waste, particularly from the executive golf course, may be processed onsite and reused. Inasmuch as the proposed amendment to provide a portion or all of the required workforce housing units within the project site would be accommodated without increasing the total number units, the amendment would not increase solid waste demands for the Honua'ula project.

9. **Public Services –**

Fire. The Wailea Fire Station is located approximately 1.3 miles to the north of the project site. In accordance with Condition No. 24 of Ordinance No. 3554, the Applicant will provide the County of Maui with two (2) acres of land (with roadway and full utility services) that has direct access to the Pi'ilani Highway extension for the development of fire control facilities within the village mixed-use subdistrict of the Honua'ula project. The land will be donated at the time 50 percent of the total unit/lot count has received either a certificate of occupancy or final subdivision approval. The proposed amendment to Condition No. 5 will not increase the total number of residential units developed at Honua'ula and as such, will not generate additional impacts related to fire services.

Police. The County's Kihei Police Station is located approximately 3.0 miles north of the Honua'ula project site. To help address the need for resources to adequately fund police services, Condition No. 24 of Ordinance No. 3554 requires the Applicant to contribute \$550,000 to the County of Maui for the development of the recently completed Kihei Police Station, to be paid at the time a contract is entered into for the construction of that police station. Inasmuch as the proposed amendment to Condition No. 5 will not increase the total number of residential units onsite, there will be no additional impacts with respect to police services resulting from the requested amendment.

Medical. The nearest hospital is the Maui Memorial Medical Center in Wailuku, approximately 20 miles away from the property. The facility provides acute, general, and emergency care services from its 231 bed facility. Clinics and offices are situated throughout the Kihei and Wailea areas, which offer a variety of medical services. Such clinics include Kihei Clinic and Wailea Medical Services, Kihei Pediatric Clinic, Kihei Physicians, the Kihei-Wailea Medical Center, Maui Medical Group, and Kaiser Permanente. Commercial areas within Honua'ula will provide the opportunity for medical services, such as doctors' offices and/or a medical clinic, to be developed. The proposed amendment to Condition No. 5 will not create additional impacts with respect to medical services.

Library. The Kihei Public Library is located nearby at Kalama Park.

No adverse impacts on police, library, fire protection, and medical services are anticipated.

SOCIO-ECONOMIC IMPACTS

Honua'ula will provide housing for a range of consumer groups, including workforce affordable homes in compliance with Chapter 2.96, MCC (Residential Workforce Housing Policy). All workforce housing units will be priced and subject to restrictions in accordance with the requirements of Chapter 2.96, MCC. No transient vacation rentals or timeshares will be allowed within Honua'ula. A Market Study, Economic Impact Analysis, and Public Fiscal Assessment study was prepared by CBRE for the Honua'ula project, including the provision of workforce housing units onsite within the project. The study estimated that 75 percent of the homes will be purchased by full-time residents, with the remaining units purchased by non-residents. It is estimated that the proposed 1,150 units will require 13 years to be fully absorbed. The study anticipated the affordable rental apartments to be quickly absorbed and the for-sale workforce housing units to be reserved via pre-construction lottery(s) and close escrow before the market units.

Honua'ula will produce employment and wages, attract significant new capital investment, stimulate regional business activity, and attract spending and investment from upper-income non-resident owners. This activity will in turn create employment and business opportunities for Maui residents and an expanded tax base for the State and County.

ENVIRONMENTAL IMPACTS

Several biological surveys have been conducted for Honua'ula. The Honua'ula project may result in the incidental take of three (3) federal listed endangered species: Blackburn's sphinx moth (*Manduca blackburni*), 'āwīkiwiki (*Canavalia pubescens*), and the Hawaiian goose or nēnē (*Branta sandwichensis*). Two (2) species that are proposed endangered – assimilans yellow-faced bee (*Hylaeus assimilans*) and anthracinan yellow-faced bee (*Hylaeus anthracinus*) – have the potential to be impacted by the Honua'ula project because their preferred floral resources could be removed or disturbed. A Revised Draft Habitat Conservation Plan has been prepared for the Honua'ula project to offset the potential impact on the aforementioned five (5) species. One of the mitigation measures is the establishment of a 134-acre Native Plant Preservation Area within Honua'ula project. Condition No. 27 of Ordinance No. 3554 also requires the development of a Conservation and Stewardship Plan to ensure the long-term conservation and stewardship of native plants and animals within Honua'ula. In addition to the 134-acre Native Plant Preservation Area, there will be Native Plant Conservation Areas located throughout the property. The requested amendment to Condition No. 5 to provide all or a portion of the required workforce housing units onsite will not impact the mitigation measures related to flora and fauna.

Short-term impacts from fugitive dust will likely occur during construction of the Honua'ula project and a dust control plan will be implemented. From a long-term perspective, an air quality study prepared for the Honua'ula Final EIS concluded that implementing mitigation measures for traffic-related air quality impacts are unnecessary and unwarranted. The acoustic study prepared for the Honua'ula Final EIS concluded that adverse impacts from construction noise are not expected to affect public health and welfare due to the temporary nature of the work and administrative controls regarding noise impacts. From a long-term perspective, the acoustic study concluded that the project will not cause increases in traffic noise levels that would exceed the SDOT's criteria for signifying a substantial change. The proposed amendment to Condition No. 5 will not change the total number of units within Honua'ula, and, as a result, will not create additional air or noise impacts.

Several nearshore marine water quality monitoring studies were conducted by Marine Research Consultants, Inc. (MRC) for the Honua'ula project in compliance with Condition No. 20 of Ordinance No. 3554. The results of the nearshore marine water quality assessments and the Honua'ula Final EIS conclude that there is little or no potential for alteration of the marine environment or negative impacts to marine waters due to Honua'ula. Nearshore water quality monitoring assessments will continue during construction and after construction is completed. The proposed amendment to Condition No.5 will not increase the total number of units built and does not change the findings that the Honua'ula project would not alter the marine water quality or offshore environment.

The Honua'ula project will alter the visual character of the area with the transition from vacant land to a built environment. Design guidelines have been prepared and approved by the Maui County Urban Design Review Board to ensure an overall architectural theme and consistent character. To mitigate potential impacts to views from existing Maui Meadows residences, a minimum 100-foot wide buffer area, with a minimum 50-foot wide landscape buffer area within it, will be provided between the boundary of Maui Meadows and Honua'ula. The requested amendment to Condition No. 5 does not create additional impacts to visual resources.

OTHER GOVERNMENTAL APPROVALS

The construction of a portion or all of the required workforce housing units onsite within the Honua'ula project will require requisite subdivision, building and grading permits.

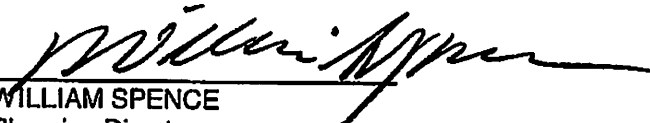
TESTIMONY

As of September 19, 2017, the Department of Planning has received no letters or email or oral testimony regarding this project.

ALTERNATIVES FOR THE PROPOSED ACTION

1. Deferral. The Commission may defer action to another meeting date in order to obtain additional information that will assist in their deliberation on the request.
2. Approve With No Conditions. The Commission may take action to recommend approval of the CIZ request to amend Condition No. 5 of Ordinance 3554 without imposing any additional conditions to the Maui County Council.
3. Approve With Conditions. The Commission may take action to recommend approval of the CIZ request to amend Condition No. 5 of Ordinance 3554 with conditions to the Maui County Council.
4. Denial. The Commission may take action to recommend denial of the CIZ request to amend Condition No. 5 of Ordinance 3554 to the Maui County Council.

APPROVED:



WILLIAM SPENCE
Planning Director

ORDINANCE NO. 3554

BILL NO. 22 (2008)

A BILL FOR AN ORDINANCE TO REPEAL ORDINANCE NO. 2171 (1992)
AND TO ESTABLISH KIHAI-MAKENA PROJECT DISTRICT 9 (WALEA 670) ZONING
(CONDITIONAL ZONING), FOR APPROXIMATELY 670 ACRES SITUATED AT
PAEAHU, PALAUEA, KEAUAHOU, MAUI, HAWAII

BE IT ORDAINED BY THE PEOPLE OF THE COUNTY OF MAUI:

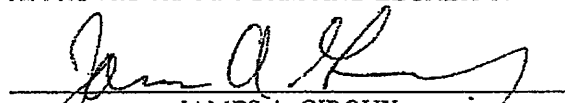
SECTION 1. Ordinance No. 2171 (1992) is hereby repealed in its entirety.

SECTION 2. Pursuant to Chapters 19.45 and 19.510, Maui County Code, Kihei-Makena Project District 9 (Wailea 670) zoning (conditional zoning) is hereby granted for those certain parcels of land located at Paeahu, Palauea, Keauhou, Maui, Hawaii, identified for real property tax purposes by Tax Map Key Nos. (2) 2-1-008:056 and (2) 2-1-008:071, comprising approximately 670 acres, and more particularly described in Exhibit "A", attached hereto and made a part hereof, and in Land Zoning Map No. L-590, which is on file in the Office of the County Clerk of the County of Maui, and which is by this reference made a part hereof.

SECTION 3. Pursuant to Section 19.510.050, Maui County Code, the Kihei-Makena Project District 9 (Wailea 670) zoning granted by this ordinance is subject to the conditions set forth in Exhibit "B", attached hereto and made a part hereof, and the Unilateral Agreement and Declaration for Conditional Zoning, attached hereto and made a part hereof as Exhibit "C".

SECTION 4. This ordinance shall take effect upon its approval.

APPROVED AS TO FORM AND LEGALITY:



JAMES A. GIROUX

Department of the Corporation Counsel
County of Maui

S:\CLERICAL\JIN\ORD\CIZ\Wailea670projdist9.doc

EXHIBIT 1

EXHIBIT "A"

DESCRIPTION

**TAX MAP KEY:(2) 2-1-008: PARCEL 56
PORTIONS OF ROYAL PATENT GRANT 548 TO J.Y. KANEHOA AND
LAND COMMISSION AWARD 11,216, APANA 21 TO M. KEKAUONOHI
(CERTIFICATE OF BOUNDARIES NO. 66)**

All of that certain parcel of land, being Parcel 56 of Tax Map Key:(2) 2-1-008, being portions of Royal Patent Grant 548 to J.Y. Kanehoa and Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66), situated at Paeahu, Palaeau, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 1/4-inch aluminum boundary monument disc at the northeast corner of this parcel of land, on the west boundary of Parcel 1 of said Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch Inc.), said disc also being the southeast corner of Lot 101 of the Maui Meadows Subdivision - Unit III, File Plan 1236, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

20,066.74 feet North
9,405.32 feet East

and running by azimuths measured clockwise from true South:

1. 3° 16' 20" 8314.36 feet along said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch Inc.), along the remainders of said Royal Patent Grant 548 to J.Y. Kanehoa and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a found 3 1/4-inch aluminum boundary monument disc on the northerly boundary of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, said disc being the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision and the northeast corner of Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui;
2. 93° 17' 00" 3274.44 feet along said Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, to a point on the easterly boundary of Lot 321-A-1 of Land Court Application 1804;
3. 185° 34' 57" 6784.74 feet along Lots 321-A-1, 315, 460, 657, 308 and 656 of said Land Court Application 1804, along the remainders of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and said

Royal Patent Grant 548 J.Y. Kanehoa to a found ¾-inch pipe on the southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way;

4. 346° 09' 17" 698.94 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
5. 76° 09' 17" 15.60 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
6. 346° 09' 17" 312.75 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
7. 76° 09' 17" 20.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
8. 346° 09' 17" 470.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
9. 256° 09' 17" 25.60 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
10. 346° 09' 17" 250.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
11. 256° 09' 17" 4.40 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
12. 346° 09' 17" 550.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
13. 256° 09' 17" 140.60 feet along the southeasterly end of said Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
14. 166° 09' 17" 100.00 feet along the northeasterly boundary of said Piilani

- Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
15. 256° 09' 17" 20.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 16. 166° 09' 17" 300.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 17. 256° 09' 17" 30.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 18. 166° 09' 17" 400.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 19. 76° 09' 17" 30.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 20. 166° 09' 17" 300.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 21. 256° 09' 17" 12.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 22. 166° 09' 17" 120.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 23. 76° 09' 17" 22.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 24. 166° 09' 17" 530.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
 25. 256° 09' 17" 10.00 feet along said northeasterly boundary of the Piilani

			Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
26.	166° 09' 17"	150.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
27.	256° 09' 17"	10.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
28.	166° 09' 17"	610.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
29.	76° 09' 17"	20.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
30.	166° 09' 17"	390.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
31.	256° 09' 17"	50.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
32.	166° 09' 17"	150.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
33.	76° 09' 17"	30.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
34.	166° 09' 17"	200.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
35.	76° 09' 17"	40.00	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
36.	166° 09' 17"	599.49	feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the

remainder of said Royal Patent Grant 548 J.Y. Kanehoa same to a found 3 1/4-inch aluminum boundary monument at the southwest corner of Lot 233 of the Maui Meadows Subdivision - Unit I, File Plan 1022;

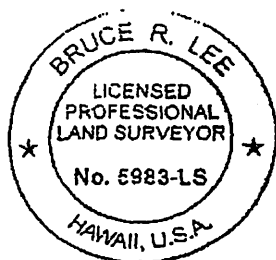
37. 273° 17' 00" 3342.93 feet along said Lot 233 of the Maui Meadows Subdivision - Unit I, File Plan 1022, along the south end of Akala Drive, along Lots 232 and 219 of said Maui Meadows Subdivision - Unit I, File Plan 1022, along the south end of Hoala Drive, along Lot 218 of said Maui Meadows Subdivision - Unit I, File Plan 1022, along Lots 91 to 95 of the Maui Meadows Subdivision - Unit II, File Plan 1107, along Lots 121, 120, 119, 118, 117, 116, 115, 114, 113, 111, 110, 109, 103, 102 and 101 of said Maui Meadows Subdivision - Unit III, File Plan 1236, along the remainder of said Royal Patent Grant 548 to J.Y. Kanehoa to the point of beginning and containing a Gross Area of 588.067 Acres, Less Exclusion "D" (1.033 Acres) and Less Portion Highway Exclusion (18.676 Acres), Leaving a Net Area of 568.358 Acres, more or less.

SUBJECT, HOWEVER to a restriction of vehicle access rights along the entire length of courses 4 to 12 inclusive, 14 to 27 inclusive, the first 432.00 feet and the last 48.00 feet of course 28 and the entire length of courses 29 to 36, inclusive.

EXCEPTING AND EXCLUDING there from Exclusion "D" (1.033 Acres) as recorded in Liber 11770 at Pages 306 and 307; and a Portion of the Highway Exclusion (Future Piilani Highway) as recorded in Liber 11770 at Pages 308 to 317.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



This description was prepared from a survey on the ground performed by me or under my supervision.

Bruce R. Lee exp 04/08

BRUCE R. LEE

Licensed Professional Land
Surveyor Certificate No. 5983-LS

10-17-07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Parcel 36

DESCRIPTION
TAX MAP KEY:(2) 2-1-008: PARCEL 71
PORTION OF LAND PATENT 8213, LAND COMMISSION
AWARD 6715 TO HOOMANAWANUI

All of that certain parcel of land, being Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, situated at Keanhou, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 ¼-inch aluminum boundary monument disc at the southwest corner of this parcel of land, on the easterly boundary of Lot 321-A-1 of Land Court Application 1804, said disc also being the northwest corner of Lot B of the Makena Mauka Lots, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

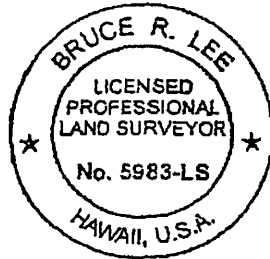
10,639.15 feet North
5,533.22 feet East

and running by azimuths measured clockwise from true South:

1. 185° 34' 57" 1320.59 feet along said Lot 321-A-1 of Land Court Application 1804, along the remainder Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to a ¾-inch pipe at the southwest corner of Parcel 56 of Tax Map Key:(2) 2-1-008, said pipe being on the southerly boundary of Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
2. 273° 17' 00" 3274.44 feet along said Parcel 56 of Tax Map Key:(2) 2-1-008, along said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a ¾-inch pipe at the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision, said pipe also being the southwest corner of Parcel 1 of said Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.);
3. 3° 16' 20" 1319.53 feet along said Lot 1 of the Ulupalakua-Seibu Subdivision and along the remainder of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to a found 3 ¼-inch aluminum boundary monument disc;
4. 93° 17' 00" 3327.67 feet along said Lot 1 of the Ulupalakua-Seibu Subdivision, along said Lot B of the Makena Mauka Lots, along the remainder of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to the point of beginning and containing an area of 99.996 Acres, more or less.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



10/17/07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Parcel 71

This description was prepared from a
survey on the ground performed by me or
under my supervision.

Bruce R. Lee *EXP. 04/08*

BRUCE R. LEE
Licensed Professional Land
Surveyor Certificate No. 5983-LS

**DESCRIPTION
PORTION OF HIGHWAY EXCLUSION
LIBER 11770, PAGE 308 TO 317
(FUTURE PIILANI HIGHWAY)
KALAMA PARK TO PIILANI HIGHWAY, F.A.P. NO. F-031-1(2)
[PORTION OF TAX MAP KEY:(2) 2-1-008: PARCEL 56]**

All of that certain parcel of land, being a Portion of the Highway Exclusion as recorded in Liber 11770 at Pages 308 to 316 (Future Piilani Highway), being a portion of Parcel 56 of Tax Map Key:(2) 2-1-008, also being a portion of Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and a portion of Royal Patent Grant 548 to J.Y. Kanehoa, situated at Pacahu, Palaueau, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 ¼-inch aluminum boundary monument disc at the southeast corner of this parcel of land, on the north boundary of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, said disc also being the southwest corner of Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.), the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision and the northeast corner of Parcel 71 of Tax Map Key: (2) 2-1-008, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

11,765.93 feet North
8,930.74 feet East

and running by azimuths measured clockwise from true South:

- | | | | |
|----|--------------|--------|---|
| 1. | 93° 17' 00" | 1.65 | feet along said Parcel 71 of said Tax Map Key:(2) 2-1-008, along said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui; |
| 2. | 139° 52' 33" | 277.77 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 3. | 49° 52' 33" | 10.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 4. | 139° 52' 33" | 450.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |

5. 229° 52' 33" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
6. 139° 52' 33" 400.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
7. 49° 52' 33" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
8. 139° 52' 33" 133.92 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3080.07 feet, the chord azimuth and distance being:

9. 142° 25' 00.1" 273.09 feet;
10. 54° 57' 27.2" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3100.07 feet, the chord azimuth and distance being:

11. 145° 26' 06.1" 51.67 feet;
12. 235° 54' 45" 30.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3070.07 feet, the chord azimuth and distance being:

13. 147° 20' 41.5" 153.48 feet;
14. 238° 46' 38" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3060.07 feet, the chord azimuth and distance being:

15. 151° 09' 52.1" 254.92 feet;
16. 63° 33' 06.2" 110.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3170.07 feet, the chord azimuth and distance being:

17. 154° 59' 02.7" 158.48 feet;
18. 246° 24' 59.2" 90.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008, said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and said Royal Patent Grant 548 to J.Y. Kanehoa on the arc of a curve to the right, concave northeasterly with a radius of 3080.07 feet, the chord azimuth and distance being:

19. 160° 42' 48.7" 461.57 feet;
20. 75° 00' 38.2" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa on the arc of a curve to the right, concave northeasterly with a radius of 3100.07 feet, the chord azimuth and distance being:

- | | | | |
|-----|----------------|--------|---|
| 21. | 165° 34' 57.6" | 61.90 | feet; |
| 22. | 166° 09' 17" | 390.09 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 23. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 24. | 166° 09' 17" | 100.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 25. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 26. | 166° 09' 17" | 150.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 27. | 76° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 28. | 166° 09' 17" | 250.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 29. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 30. | 166° 09' 17" | 250.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 31. | 76° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |

- | | | | |
|-----|--------------|--------|---|
| 32. | 166° 09' 17" | 400.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 33. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 34. | 166° 09' 17" | 350.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 35. | 76° 09' 17" | 15.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 36. | 166° 09' 17" | 100.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 37. | 76° 09' 17" | 10.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 38. | 166° 09' 17" | 250.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 39. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 40. | 166° 09' 17" | 350.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa to a point on the south boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way; |
| 41. | 256° 09' 17" | 130.00 | feet along said southeast boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way; |
| 42. | 346° 09' 17" | 50.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |

43. 256° 09' 17" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
44. 346° 09' 17" 150.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
45. 76° 09' 17" 15.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
46. 346° 09' 17" 300.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
47. 256° 09' 17" 40.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
48. 346° 09' 17" 100.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
49. 76° 09' 17" 40.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
50. 346° 09' 17" 530.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
51. 256° 09' 17" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
52. 346° 09' 17" 770.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
53. 76° 09' 17" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

54. 346° 09' 17" 500.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
55. 256° 09' 17" 60.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
56. 346° 09' 17" 50.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
57. 76° 09' 17" 60.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
58. 346° 09' 17" 140.09 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008, said Royal Patent Grant 548 to J.Y. Kanehoa and along the remainder of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66), on the arc of a curve to the left, concave northeasterly with a radius of 2930.07 feet, the chord azimuth and distance being:

59. 343° 40' 22.3" 253.76 feet;
60. 251° 11' 27.6" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

61. 337° 36' 36.3" 364.76 feet;
62. 244° 01' 45" 80.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the

arc of a curve to the left, concave north-easterly with a radius of 2840.07 feet, the chord azimuth and distance being:

63. 333° 18' 46.8" 71.00 feet;

64. 242° 35' 48.6" 70.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2770.07 feet, the chord azimuth and distance being:

65. 331° 24' 11.5" 115.41 feet;

66. 60° 12' 34.4" 150.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

67. 327° 57' 55.9" 228.67 feet;

68. 235° 43' 17.4" 130.00 feet along the remainders of said Parcel 56 of Tax Map - Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2790.07 feet, the chord azimuth and distance being:

69. 325° 14' 38.6" 46.50 feet;

70. 54° 45' 59.8" 130.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

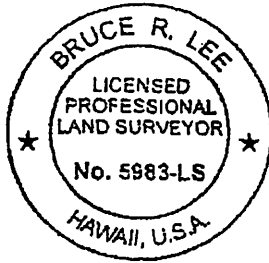
Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

- | | | |
|-----|----------------|---|
| 71. | 322° 19' 16.4" | 249.18 feet; |
| 72. | 229° 52' 33" | 30.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 73. | 319° 52' 33" | 133.92 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 74. | 49° 52' 33" | 40.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 75. | 319° 52' 33" | 982.11 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a ¾-inch pipe on the west boundary of said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.); |
| 76. | 3° 16' 20" | 202.03 feet along said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.), along the remainder of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to the point of beginning and containing an area of 18.676 Acres, more or less. |

SUBJECT, HOWEVER to proposed restriction of abutter's rights of vehicle access, appurtenant to the remainder of the land of which the above-described parcel of land is a part, into and from Piilani Highway, Kalama Park to Piilani Highway, Federal Aid Project No. F-031-1(2), over and across the entire length of courses 1 to 8 inclusive, the first 43.84 feet and the last 149.34 feet of course 9, the entire length of courses 10 to 31 inclusive, the first 334.94 feet of course 32, the entire length of course 33, the last 295.06 feet of course 34, the entire length of courses 35 to 40 inclusive and 42 to 49 inclusive, the first 395.06 feet and the last 14.94 feet of course 50, the entire length of courses 51 to 75 inclusive of the above described Highway Exclusion.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



This description was prepared from a
survey on the ground performed by me or
under my supervision.

Bruce R. Lee ~~EXP~~ 04/08

BRUCE R. LEE
Licensed Professional Land
Surveyor Certificate No. 5983-LS

10/17/07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Highway Exclusion

**DESCRIPTION
EXCLUSION "D"
(MAUI ELECTRIC COMPANY, LIMITED SUBSTATION LOT)
TAX MAP KEY:(2) 2-1-008: PARCEL 43**

All of that certain parcel of land, being Parcel 43 of Tax Map Key:(2) 2-1-008 (Maui Electric Company, Limited Substation Lot), being a portion of Royal Patent Grant 548 to J.Y. Kanehoa, situated at Paeahu, Palaueau, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at the northwest corner of this parcel of land, said point being 0° 28' 25" 1390.88 feet from a (found) ¾-inch pipe on the southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, said pipe also being the northeast corner of Lot 656 as shown on Map 84 of Land Court Application 1804, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

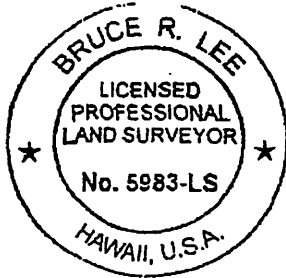
17,314.59 feet North
6,311.37 feet East

and running by azimuths measured clockwise from true South:

- | | | | |
|----|--------------|--------|--|
| 1. | 283° 39' 37" | 207.05 | feet along Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 2. | 5° 34' 57" | 205.00 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 3. | 95° 34' 57" | 205.00 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 4. | 185° 34' 57" | 234.09 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa to the point of beginning and containing an Area of 1.033 Acres, more or less. |

Prepared by:

**NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation**



This description was prepared by me or
under my supervision.

Bruce R. Lee 04/08

BRUCE R. LEE
Licensed Professional Land
Surveyor Certificate No. 5983-LS

11/15/07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Exclusion "D" MECo Substation

EXHIBIT "B"

Conditions of Zoning

1. That Honua'ula Partners, LLC, its successors and permitted assigns, shall, at their own cost and expense, develop, maintain, and operate, or cause to be developed, maintained, and operated, a private water source, storage facilities, and transmission lines for the Wailea 670 project in accordance with Department of Water Supply standards and all applicable community plans. Honua'ula Partners, LLC, its successors and permitted assigns, shall comply with all reporting requirements of the State Commission on Water Resource Management.

In addition, Honua'ula Partners, LLC, its successors and permitted assigns, shall comply with applicable water ordinances that pertain to the supply and transmission of water from the island of Maui when such ordinances are enacted.

At the time the project water system is completed, Honua'ula Partners, LLC, its successors and permitted assigns, shall offer to the County the right to purchase the project water system at the cost of development of such system.

The water rates for the residential workforce housing units shall be no higher than the general water consumer rates set by the County in its annual budget, for as long as the units are subject to Chapter 2.96, Maui County Code.

2. That Honua'ula Partners, LLC, its successors and permitted assigns, shall implement the following traffic improvements:
 - a. Upgrade Piilani Highway, from Kilohana Drive to Wailea Ike Drive, to four lanes of traffic. The improvements shall be completed prior to the commencement of any construction on the site, with the exception of grading.
 - b. Extend Piilani Highway for two lanes of traffic from Wailea Ike Drive to Kaukahi Street. The improvement shall be constructed at or prior to the completion of 50 percent of the project. Said improvement shall be maintained by Honua'ula Partners, LLC, its successors and permitted assigns.
 - c. Signalize the Piilani Highway/Okolani Drive/Mikioi Place intersection and provide an exclusive left-turn lane on Okolani Drive prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - d. Modify the Piilani Highway/Wailea Ike Drive intersection into a signalized intersection and provide a free right-turn lane from Piilani Highway to Wailea Ike Drive and a second right-turn lane from

Wailea Ike Drive to northbound Piilani Highway prior to occupancy of the first unit in Kihei-Makena Project District 9.

- e. Modify the Wailea Alanui/Wailea Ike Drive intersection to add a signalized double right-turn movement from northbound to eastbound turning traffic and provide two left-turn lanes for southbound traffic from Wailea Ike Drive prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - f. Modify the Piilani Highway/Kilohana Drive/Mapu Place intersection to provide an exclusive left-turn lane, and the southbound Piilani Highway approach to provide an exclusive right-turn lane into Mapu Place prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - g. Signalize the Wailea Ike Drive/Kalai Waa Street intersection in coordination with Wailea Resort and Makena Resort when warranted.
 - h. Signalize the Wailea Alanui/Kaukahi Drive/Kaukahi Street intersection in coordination with Wailea Resort and Makena Resort when warranted.
3. That, as represented, Honua`ula Partners, LLC, its successors and permitted assigns, shall make a contribution to the County for traffic improvements in an amount equal to \$5,000 per unit. The contribution shall be paid to the County prior to issuance of a building permit. Upon adoption of a traffic impact fee ordinance, Honua`ula Partners, LLC, its successors and permitted assigns, shall comply with the ordinance in lieu of this voluntary contribution. Should a traffic impact fee ordinance be adopted prior to the collection of this contribution, the applicable amount shall be the greater of the two. Such contributions or fees shall not be a substitute for any other traffic infrastructure requirements related to the Change in Zoning.
4. That Honua`ula Partners, LLC, its successors and permitted assigns, shall be responsible for all required infrastructural improvements for the project, including water source and system improvements for potable and nonpotable use and fire protection, drainage improvements, traffic-related improvements, wastewater system improvements and utility upgrades, as determined by the appropriate governmental agencies and public utility companies. Except as otherwise provided by more specific conditions of zoning, said improvements shall be constructed and implemented concurrently with the development of each phase of Kihei-Makena Project District 9, and shall be completed prior to issuance of any certificate of occupancy or final subdivision approval, unless improvements are bonded by Honua`ula Partners, LLC, its successors and permitted assigns. Honua`ula Partners, LLC shall execute appropriate agreements with governmental agencies regarding participation in improvements of infrastructure and public facilities as determined by the agencies.

5. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide workforce housing in accordance with Chapter 2.96, Maui County Code (the "Residential Workforce Housing Policy"); provided that, 250 of the required workforce housing units shall be located at the Kaonoulu Light Industrial Subdivision and completed prior to any market-rate unit, that 125 of those workforce housing units shall be ownership units, and that 125 of those units shall be rental units. In addition, construction of those workforce housing units shall be commenced within two years, provided all necessary permits can be obtained within that timeframe. Honua`ula Partners, LLC, its successors and permitted assigns, shall provide a minimum two-acre park at the Kaonoulu Light Industrial Subdivision, which shall be credited toward the requirements of Section 18.16.320, Maui County Code, for that subdivision.
6. That a Drainage Master Plan and Phasing Plan of improvements shall be submitted for review and approval during Project District Phase II processing. Said plan shall include the recommended drainage improvements as represented in the Preliminary Drainage Report. The County may require periodic updates of the Drainage Master Plan and Phasing Plan.
7. That Honua`ula Partners, LLC, its successors and permitted assigns, shall prepare an animal management plan that shall be submitted during Project District Phase II processing and approved by the Department of Land and Natural Resources prior to submittal of Project District Phase III processing. Said plan shall include procedures for the management of animal intrusions including, but not limited to, construction of boundary or perimeter fencing, wildlife control permits, and rodent and feral cat control. Honua`ula Partners, LLC, its successors and permitted assigns, shall implement the approved animal management plan. The Department of Land and Natural Resources may require periodic updates of the plan.
8. That Honua`ula Partners, LLC, its successors and permitted assigns, shall inform owners within Kihei-Makena Project District 9 that the area is subject to the intrusion of mammals such as axis deer, pigs, and rodents, and the impacts and management plan associated with such intrusions.
9. That Honua`ula Partners, LLC, its successors and permitted assigns, shall prepare an assessment of the owl (Pueo or Hawaiian Short-eared Owl) and the Hawaiian Hoary Bat in coordination with the Department of Land and Natural Resources, and, if appropriate, mitigative measures shall be incorporated into Kihei-Makena Project District 9. Said assessment shall be prepared prior to submittal of Project District Phase II processing.
10. That, in lieu of the dedication of a Little League Field and related amenities as originally specified in Ordinance No. 2171 (1992), Exhibit "B", Condition No. 8, and based on current land and construction cost estimates for the Little League Field, not less than \$5,000,000 shall be paid to the County upon Project District

Phase II approval for the development of the South Maui Community Park. Said amount shall not be credited against future park assessments.

11. That Honua'ula Partners, LLC is proposing to develop 6 acres of private parks and 84 acres of open space within the development. Said private parks shall be open to the public and privately maintained. Furthermore, said private parks and open space shall not be used to satisfy the park assessment requirements under Section 18.16.320, Maui County Code, or for future credits under said subdivision ordinance. The Director of Parks and Recreation and Honua'ula Partners, LLC agree that the park assessment shall be satisfied with an in-lieu cash contribution for the entire project. The amounts and timing of payment of said in-lieu fees shall be subject to the provisions of Section 18.16.320, Maui County Code.
12. That, as represented by Honua'ula Partners, LLC, the golf course shall be subject to the following conditions:
 - a. Honua'ula Partners, LLC, its successors and permitted assigns, shall permit one nonprofit organization per quarter of the calendar year, other than Maui Junior Golf Association ("Maui Junior Golf"), the use of the golf course and the clubhouse for a fund-raising activity upon terms mutually agreed upon with said nonprofit organization.
 - b. Honua'ula Partners, LLC, its successors and permitted assigns, shall:
 - (1) develop an organized instructional program for junior golfers at its facility from September to January each year; (2) permit Maui Junior Golf the use of the golf course in accordance with Honua'ula Partners, LLC's instructional program; and (3) sponsor one Maui Junior Golf fund-raising tournament per year. The terms of the Junior Golf Program by Honua'ula Partners, LLC shall be as follows:

The instructional program will be developed to teach youngsters ages 12 to 18 years of age the fundamentals of golf and how to play the game, while also providing quality instruction/training three days a week from September 1 through January 31, with some blackout dates. This program will support the overall efforts of Maui Junior Golf.

Private lessons will also be available at a discounted rate of 50 percent of the regular rate based on two lessons per junior golfer for a maximum of 50 lessons per month from February through August on a space-available basis.

For the annual fund-raising event for the Maui Junior Golf, the rate per player shall be 50 percent of the regular rate with the number of golfers limited to no more than 144 players per event.

- c. Honua`ula Partners, LLC, its successors and permitted assigns, shall permit the Maui Interscholastic League ("MIL") and the Hawaii High School Athletic Association ("HHSAA") to each use the golf course once per year for an official MIL golf tournament or an official HHSAA golf tournament if requested by the MIL or the HHSAA, or for regular season play-offs if requested by the MIL.
 - d. Honua`ula Partners, LLC, its successors and permitted assigns, shall permit Maui residents to play at the golf course on Tuesday of each week. The charge for Maui residents for green fees, including golf cart rental fees, shall not exceed 40 percent of the average market rate for green fees and golf cart rental fees in South Maui, and shall exclude all membership fees.
13. That Honua`ula Partners, LLC, its successors and permitted assigns, shall prepare a Cultural Resources Preservation Plan ("CRPP"), in consultation with: Na Kupuna O Maui; lineal descendents of the area; other Native Hawaiian groups; the Maui County Cultural Resources Commission; the Maui/Lanai Island Burial Council; the Office of Hawaiian Affairs; the State Historic Preservation Division, Department of Land and Natural Resources; the Maui County Council; Na Ala Hele; and all other interested parties. Prior to initiating this consultation process, Honua`ula Partners, LLC, its successors and permitted assigns, shall publish a single public notice in a Maui newspaper and a State-wide newspaper that are published weekly. The CRPP shall consider access to specific sites to be preserved, the manner and method of preservation of sites, the appropriate protocol for visitation to cultural sites, and recognition of public access in accordance with the Constitution of the State of Hawaii, the Hawaii Revised Statutes, and other laws, in Kihei-Makena Project District 9.
- Upon completion of the CRPP, Honua`ula Partners, LLC, its successors and permitted assigns, shall submit the plan to the State Historic Preservation Division, Department of Land and Natural Resources, and the Office of Hawaiian Affairs for review and recommendations prior to Project District Phase II approval. Upon receipt of the above agencies' comments and recommendations, the CRPP shall be forwarded to the Maui County Cultural Resources Commission for its review and adoption prior to Project District Phase II approval.
- 14. That a nonpotable water supply system shall be utilized for all irrigation purposes.
 - 15. That, during construction, all dust control shall utilize nonpotable water or effluent, which may be obtained from the Kihei Wastewater Reclamation Facility when available.
 - 16. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide a Sewage Disposal Analysis that has been reviewed and commented on by the State Department of Health, the State Department of Land and Natural Resources,

the County Department of Environmental Management, and the County Department of Water Supply prior to Project District Phase II approval. The Sewage Disposal Analysis, along with reviews and comments, shall be submitted to the Maui County Council for review and the project shall be subject to additional conditions or amendments by the Maui County Council if warranted by the Sewage Disposal Analysis.

17. That Honua'ula Partners, LLC, its successors and permitted assigns, shall construct, maintain, and/or participate in the operation of a private wastewater treatment facility and system that accommodate the needs of the entire Kihei-Makena Project District 9. All reclaimed water from the private wastewater treatment facility shall be utilized for irrigation, dust control, or other nonpotable purposes, and none of the reclaimed water shall be placed into injection wells.

The sewer rates for the residential workforce housing units shall be no higher than the residential sewer rates set by the County in its annual budget, for as long as the units are subject to Chapter 2.96, Maui County Code.

18. That Honua'ula Partners, LLC, its successors and permitted assigns, shall address in their Project District Phase II application the following:
 - a. Condition 1 of the Department of Health's "Twelve Conditions Applicable To All New Golf Course Development" ("12 Conditions") relating to an approved sampling plan, establishment of the baseline groundwater/vadose zone water quality, and if appropriate, nearshore water quality, has been met to the satisfaction of the Director of Health;
 - b. Conditions 2 and 3 of the Department of Health's "12 Conditions" relating to groundwater monitoring have been satisfied by the Director of Health;
 - c. Condition 4 relating to the preliminary proposal of the individual treatment system meets the requirements of the Department of Health, and final design shall be approved at the time of Project District Phase III;
 - d. Condition 5 of the Department of Health's "12 Conditions" relating to use of effluent has been satisfied;
 - e. Condition 6 of the Department of Health's "12 Conditions" relating to golf carts and storage of petroleum has been addressed and incorporated in the design and layout of the buildings;
 - f. Conditions 7, 8, and 11 of the Department of Health's "12 Conditions" relating to fertilizers, biocides, and pesticides and the Integrated Golf Course Management Plan have been reviewed, and comments from the Department of Agriculture and the Department of Health have been incorporated in the design and layout of the golf courses;

- g. Condition 9 of the Department of Health's "12 Conditions" relating to noise from maintenance facilities has been addressed through the location and design of the maintenance activities and facilities;
 - h. Condition 10 of the Department of Health's "12 Conditions" and the County Department of Environmental Management's concerns and recommendations relating to solid waste disposal management activities and facilities are identified and designed;
 - i. Condition 12 of the Department of Health's "12 Conditions" relating to soil runoff during construction and concerns of the State Department of Transportation; the County Department of Public Works; the State Department of Health; and the Natural Resources Conservation Service of the United States Department of Agriculture relating to drainage are addressed and incorporated in the design and layout of the plans, and a preliminary erosion control and drainage report is included in the application;
 - j. Confirmation from Maui Electric Company, Ltd. ("MECO") that the proposal to relocate and/or landscape MECO facilities is incorporated in the application and site plan; and
 - k. Roadway improvements to the satisfaction of the State Department of Transportation and the County Department of Public Works and proposed agreements are incorporated in the application and site plan and finalized as part of Project District Phase II approval.
19. That Honua'ula Partners, LLC, its successors and permitted assigns, shall execute appropriate agreements with the State of Hawaii and County of Maui agencies regarding participation in improvements of infrastructure and public facilities where such improvements are reasonably related to Honua'ula Partners, LLC's project.
20. That marine monitoring programs shall be conducted which include monitoring and assessment of coastal water resources (groundwater and surface water) that receive surface water or groundwater discharges from the hydrologic unit where the project is located. Monitoring programs shall include both water quality and ecological monitoring.

Water Quality Monitoring shall provide water quality data adequate to assess compliance with applicable State water quality standards at Hawaii Administrative Rules Chapter 11-54. Assessment procedures shall be in accordance with the current Hawaii Department of Health ("HIDOH") methodology for Clean Water Act Section 305(b) water quality assessment, including use of approved analytical methods and quality control/quality

assurance measures. The water quality data shall be submitted annually to HIDOH for use in the State's Integrated Report of Assessed Waters prepared under Clean Water Act Sections 303(d) and 305(b). If this report lists the receiving waters as impaired and requiring a Total Maximum Daily Load ("TMDL") study, then the monitoring program shall be amended to evaluate land-based pollutants, including: (1) monitoring of surface water and groundwater quality for the pollutants identified as the source of the impairment; and (2) providing estimates of total mass discharge of those pollutants on a daily and annual basis from all sources, including infiltration, injection, and runoff. The results of the land-based pollution water quality monitoring and loading estimate shall be submitted to the HIDOH Environmental Planning Office, TMDL Program.

The ecological monitoring shall include ecological assessment in accordance with the Coral Reef Assessment and Monitoring Program protocols used by the Department of Land and Natural Resources. The initial assessment shall use the full protocol. Subsequent annual assessments can use the Rapid Assessment Techniques. Results shall be reported annually to the Aquatic Resources Division, Department of Land and Natural Resources.

21. That all exterior lighting shall be shielded from adjacent residential properties and near shore waters. Lighting requirements in force at the time of building permit application shall be applied.
22. That Honua`ula Partners, LLC, its successors and permitted assigns, shall pay the Department of Education \$3,000 per dwelling unit upon issuance of each building permit to be used, to the extent possible, for schools serving the Kihei-Makena Community Plan area; provided that, should the State pass legislation imposing school impact fees that apply to Kihei-Makena Project District 9, Honua`ula Partners, LLC, its successors and permitted assigns, shall from that point forward comply with the State requirements, or contribute \$3,000 per dwelling unit, whichever is greater.
23. That Honua`ula Partners, LLC, its successors and permitted assigns, shall fund and construct adequate civil defense measures as determined by the State and County of Maui civil defense agencies.
24. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide to the County two acres of land with direct access to the Piilani Highway extension for the development of fire control facilities within the village mixed-use sub-district at the time 50 percent of the total unit/lot count has received either a certificate of occupancy or final subdivision approval. The acreage provided shall have roadway and full utility services provided to the parcel.

That Honua`ula Partners, LLC, its successors and permitted assigns, shall contribute \$550,000 to the County for the development of a police station in South Maui, to be paid at the time a contract is entered into for the construction of that police station.

25. That no transient vacation rentals or time shares shall be allowed within Kihei-Makena Project District 9; and further, no special use permit or conditional permit for such accommodations shall be accepted by the Department of Planning.
26. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide a preservation/mitigation plan pursuant to Chapter 6E, Hawaii Revised Statutes, that has been approved by the State Historic Preservation Division, Department of Land and Natural Resources, and the Office of Hawaiian Affairs prior to Project District Phase II approval.
27. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide the report "Remnant Wiliwili Forest Habitat at Wailea 670, Maui, Hawaii by Lee Altenberg, Ph.D.", along with a preservation/mitigation plan, to the State Department of Land and Natural Resources, the United States Fish and Wildlife Service, and the United States Corps of Engineers for review and recommendations prior to Project District Phase II approval. The Maui Planning Commission shall consider adoption of the plan prior to Project District Phase II approval.

Such plan shall include a minimum preservation standard as follows: That Honua`ula Partners, LLC, its successors and permitted assigns, shall establish in perpetuity a Conservation Easement (the "Easement"), entitled "Native Plant Preservation Area", for the conservation of native Hawaiian plants and significant cultural sites in Kihei-Makena Project District 9 as shown on the attached map. The Easement shall comprise the portion of the property south of latitude 20°40'15.00"N, excluding any portions that the State Department of Land and Natural Resources, the United States Fish and Wildlife Service, and the United States Corps of Engineers find do not merit preservation, but shall not be less than 18 acres and shall not exceed 130 acres.

The scope of the Easement shall be set forth in an agreement between Honua`ula Partners, LLC and the County that shall include:

- a. A commitment from Honua`ula Partners, LLC, its successors and permitted assigns, to protect and preserve the Easement for the protection of native Hawaiian plants and significant cultural sites worthy of preservation, restoration, and interpretation for public education and enrichment consistent with a Conservation Plan for the Easement developed by Honua`ula Partners, LLC and approved by the State Department of Land and Natural Resources, the United States Geological

Survey, and the United States Fish and Wildlife Service; and with a Cultural Resource Preservation Plan, which includes the management and maintenance of the Easement, developed by Honua`ula Partners, LLC and approved by the State Department of Land and Natural Resources (collectively, the "Conservation/Preservation Plans").

- b. That Honua`ula Partners, LLC, its successors and permitted assigns, shall agree to confine use of the Easement to activities consistent with the purpose and intent of the Easement.
 - c. That Honua`ula Partners, LLC, its successors and permitted assigns, shall be prohibited from development in the Easement other than erecting fences, enhancing trails, and constructing structures for the maintenance needed for the area, in accordance with the Conservation/Preservation Plans.
 - d. That title to the Easement shall be held by Honua`ula Partners, LLC, its successors and permitted assigns, or conveyed to a land trust that holds other conservation easements. Access to the Easement shall be permitted pursuant to an established schedule specified in the Conservation/Preservation Plans to organizations on Maui dedicated to the preservation of native plants, to help restore and perpetuate native species and to engage in needed research activities. These organizations may enter the Easement at reasonable times for cultural and educational purposes only.
 - c. Honua`ula Partners, LLC, its successors and permitted assigns, shall be allowed to receive all tax benefits allowable under tax laws applicable to the Easement at the time that said Easement is established in Kihei-Makena Project District 9, which will be evidenced by the recordation of the Easement in the Bureau of Conveyances, State of Hawaii.
28. That, prior to the commencement of any construction activity, Honua`ula Partners, LLC, its successors and permitted assigns, shall develop and submit a Transportation Management Plan ("TMP"), to be reviewed and approved by the State Department of Transportation, the County Department of Public Works, and the County Department of Transportation. The purpose of the TMP shall be to reduce traffic generated by construction activity related to the Kaonoulu Light Industrial Subdivision and Kihei-Makena Project District 9, including traffic generated by the improvements to Piilani Highway between Kilohana Drive and Wailea Ike Drive. The TMP shall provide for programs such as park and ride, shuttles, and/or restrictions on worker access to ongoing construction activity during peak hour traffic. Upon approval, project contractors shall implement the TMP during construction activities. Honua`ula Partners, LLC, its successors and permitted assigns, shall submit an annual report to the State Department of Transportation, the County Department of Public Works, the County Department

of Transportation, and the Maui County Council to document the success of the TMP in meeting its benchmarks of reducing traffic during project construction.

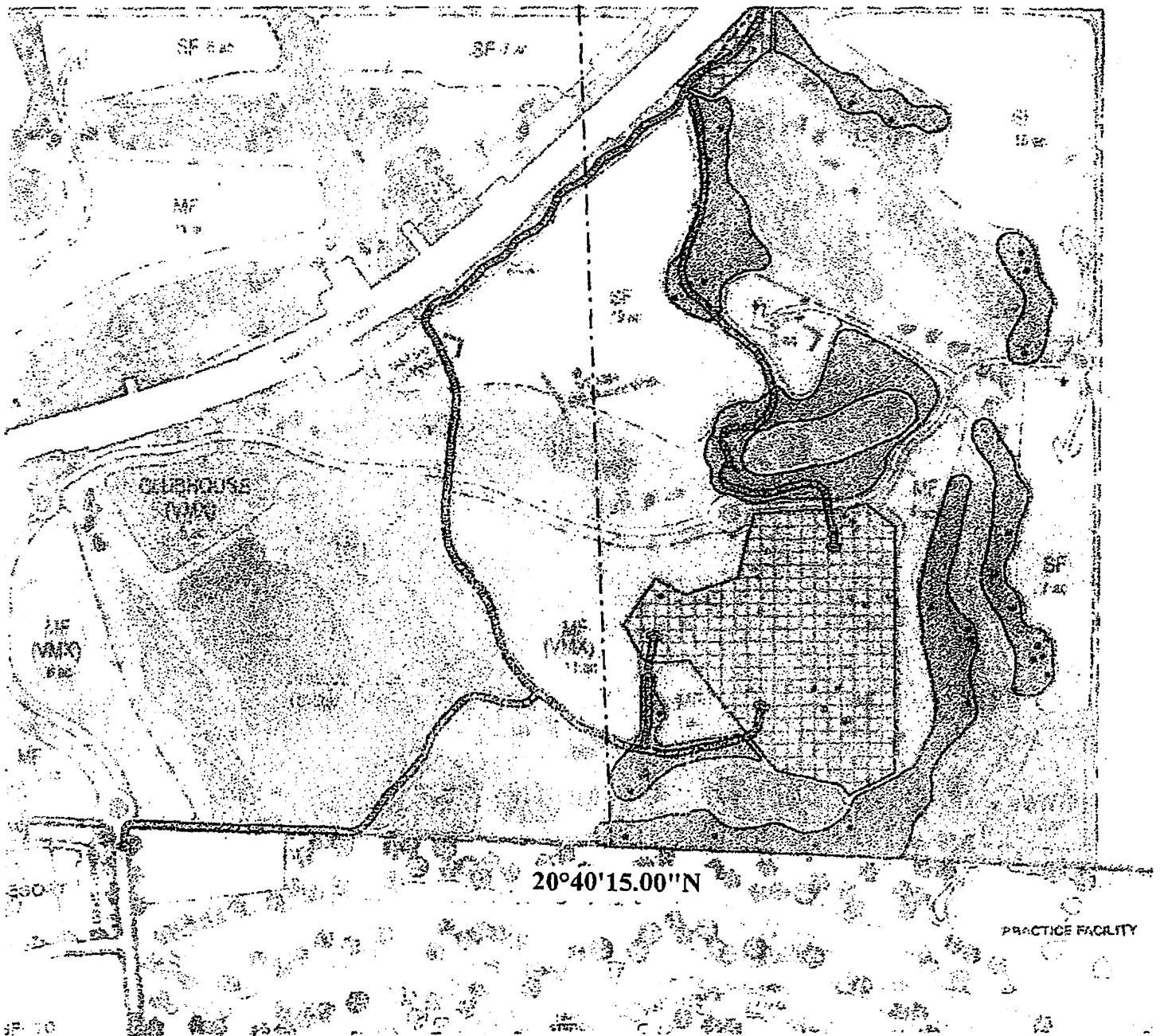
That as part of the Project District Phase II application, Honua`ula Partners, LLC, its successors and permitted assigns, shall submit a TMP to reduce the dependency on individual vehicular transportation modes. The TMP shall be reviewed and approved by the State Department of Transportation, the County Department of Public Works, and the County Department of Transportation prior to Project District Phase II approval.

29. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide annual compliance reports to the Department of Planning and the Maui County Council on the status of the project and progress in complying with the conditions imposed, commencing within one year of the effective date of the ordinance.
30. All energy systems for all residential units shall be designed and constructed to meet all applicable ENERGY STAR requirements established by the Climate Protection Division of the United States Environmental Protection Agency in effect at the time of construction. For purposes of this condition, energy systems shall include all hot water systems, roof and attic areas, outside walls, windows, air cooling systems, and heating systems.

All residential units shall be equipped with a primary hot water system at least as energy efficient as a conventional solar panel hot water system, sized to meet at least 80 percent of the hot water demand for the respective units.

All air cooling systems and all heating systems for laundry facilities, swimming pools, and spa areas shall make maximum use of energy-efficient construction and technology.

20°40'15.00"N



Legend

Existing Native Plants (Field Surveyed)

- *Canavalia Pubescens* (awikiwiki)
- *Erythrina Sandwicensis* (wiliwili)
- *Lipochaeta Rockii* (nehe)

Archaeological Sites (To Be Preserved)

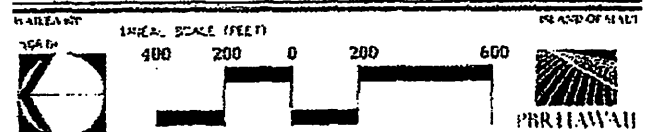
BOTANICAL HABITAT PRESERVES

	Approx. Area (Acres)
Native Plant Preservation Area	+/- 18 ac
Native Plant Management / Enhancement Area	+/- 23 ac
Interpretive Trail (min. 4-foot wide cinder trail with interpretive signs)	+/- 2 ac

TOTAL: +/- 43 ac

NOTE: All areas need to be field located and surveyed to establish appropriate boundaries that relate to the existing topographic and geological features with native plants located. Field adjustments for golf course, roadways and infrastructure will be necessary.
 ⚡ Only 5 out of 96 native plants may not be preserved.

BOTANICAL HABITAT PRESERVATION PLAN



THE ORIGINAL OF THE DOCUMENT
RECORDED AS FOLLOWS:
STATE OF HAWAII

BUREAU OF CONVEYANCES

Doc 2008-036711
MAR 10, 2008 08:02 AM

Honolulu, Hawaii

LAND COURT

REGULAR SYSTEM

Return By Mail ☐ Pick-Up ☒ To:

Office of the County Clerk
County of Maui
200 South High Street
Wailuku, Hawai'i 96793

TITLE OF DOCUMENT:

UNILATERAL AGREEMENT AND DECLARATION FOR CONDITIONAL ZONING

PARTIES TO DOCUMENT:

Declarant: **HONUA'ULA PARTNERS, LLC**
c/o Woodridge Capital, LLC
1999 Avenue of the Stars
Suite 2850
Los Angeles, California 90067

County of Maui: **COUNTY OF MAUI**
200 South High Street
Wailuku, Hawaii 96793

Kihei-Wailea Project District 9

TAX MAP KEY(S): (2) 2-1-08:056 and 071

(This document consists of 36 pages.)

EXHIBIT "C"

LAND COURT SYSTEM

REGULAR SYSTEM

Return By Mail () Pickup (): To:
Office of the County Clerk
County of Maui
200 South High Street
Wailuku, Hawai'i 96793

Total Number of Pages: 36

Affects Tax Map Key (2) 2-1-08:056 and 071

UNILATERAL AGREEMENT AND DECLARATION FOR CONDITIONAL
ZONING

THIS INDENTURE, made this 18 day of February 2008, by Honua'ula Partners, LLC, a Delaware limited liability company, whose principal place of business and mailing address is c/o Woodridge Capital, LLC, 1999 Avenue of the Stars, Suite 2850, Los Angeles, California 90067, hereinafter referred to as "DECLARANT", and who is the owner of that certain parcel located at Wailea, Maui, Hawai'i, comprised of approximately 669.387 acres, more or less, and identified for real property tax purposes by Tax Map Key No(s) 2-1-08:056 and 071, hereinafter referred to as "PARCEL".

WITNESSETH:

WHEREAS, the Council of the County of Maui, State of Hawai'i, hereinafter referred to as "Council", is considering the establishment of zoning for the Parcel, comprised of approximately 669.387 acres which is more particularly described in Exhibit "1", which is attached hereto and made a part hereof, and which is more particularly identified in Land Zoning Map No.L-590, which is on file in the Office of the County Clerk of the County of Maui; and

WHEREAS, the Council recommends through its Land Use Committee, Committee Report No. 08-23, that said establishment of zoning be approved for passage on first reading subject to certain conditions pursuant to Section

19.510.050, Maui County Code; and

WHEREAS, the Declarant has agreed to execute this instrument pursuant to the conditional zoning provisions of Section 19.510.050, Maui County Code;

NOW, THEREFORE, the Declarant makes the following Declaration:

1. That this Declaration is made pursuant to the provisions of Section 19.510.050, Maui County Code relating to conditional zoning;

2. That until written release by the County of Maui, the Parcel, and all parts thereof, is and shall be held subject to the covenants, conditions and restrictions which shall be effective as to and shall run with the land as to the Parcel, from and after the recording of this Declaration with the Bureau of Conveyances or the Land Court of the State of Hawai'i, without the execution, delivery or recordation of any further deed, instrument, document, agreement, declaration, covenant or the like with respect thereto by the Declarant, the County of Maui, or any heir, devisee, executor, administrator, personal representative, successor, and assign; that the acquisition of any right, title or interest in or with respect to the Parcel by any person or persons, entity or entities, whomsoever, shall be deemed to constitute the acceptance of all of the covenants, conditions and restrictions of this Declaration by such person or persons, entity or entities; and that upon any transfer of any right, title or interest in or with respect to the Parcel the same shall be subject to, and the transferee shall assume and be bound and obligated to observe and perform all of the covenants, conditions and restrictions of this Declaration;

3. That this Declaration and all of the covenants, conditions and restrictions contained herein shall continue to be effective as to and run with the land in perpetuity, or until the Declarant notifies the appropriate County Department that any of said covenants, conditions and restrictions are satisfied by the Declarant, and the appropriate County Department verifies the satisfaction and provides a written release of the covenant, condition or restriction;

4. That the term "Declarant" and any pronoun in reference thereto, wherever used herein, shall be construed to mean the singular or the plural, the masculine or the feminine, or the neuter, and vice versa, and shall include any corporation, and shall be held to mean and include the "Declarant", the Declarant's heirs, devisees, executors, administrators, personal representatives, successors, and assigns;

5. That the Declaration shall become fully effective on the effective date of the zoning ordinance approving the establishment of Kihei-Makena Project District 9 (Wailea 670) zoning and this Declaration shall be recorded in the Bureau of Conveyances or Land Court of the State of Hawai'i;

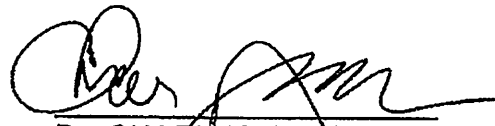
6. That the Declarant agrees to develop said Parcel in conformance with the conditions set forth in Exhibit "2", which is attached hereto and made a part hereof and which shall be made a part of the zoning ordinance;

7. That the conditions imposed are reasonable and rationally relate to the objective of preserving the public health, safety and general welfare and such conditions fulfill the need for the public service demands created by the proposed use;

AND IT IS EXPRESSLY UNDERSTOOD AND AGREED that until released in writing by the County, the conditions imposed in this Declaration shall run with the land identified hereinabove and shall bind and constitute notice to all subsequent lessees, grantees, assignees, mortgagees, lienors and any other persons who claim an interest in said land, and the County of Maui shall have the right to enforce this Declaration by appropriate action at law or suit in equity against all such persons, provided that the Declarant or its successors and assigns may at any time file a petition for the removal of the conditions and terminate this Unilateral Agreement, such petition to be processed in the same manner as petitions for change in zoning.

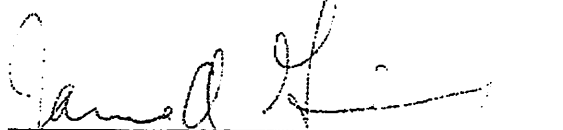
IN WITNESS WHEREOF, the undersigned has executed this Declaration the day and year first above written.

HONUA'ULA PARTNERS, LLC



By CHARLES JENCKS
Its Authorized Representative
DECLARANT

APPROVED AS TO FORM AND LEGALITY:



JAMES A. GIROUX
Deputy Corporation Counsel
County of Maui

STATE OF HAWAII

)
) SS.
)

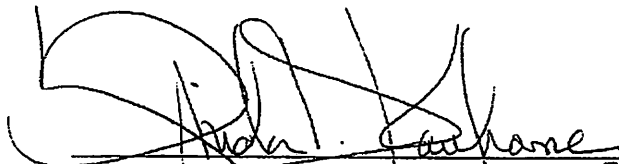
COUNTY OF MAUI

On March 6, 2008 before me, Linda D. Kauhane, Notary Public, personally appeared CHARLES JENCKS who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certified under PENALTY OF PERJURY under the laws of the State of Hawaii that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

DS.


Signature of Notary Public, Linda D. Kauhane
My Commission Expires: June 20, 2008

4836-7378-8930.1

Exhibit 1

DESCRIPTION

**TAX MAP KEY:(2) 2-1-008: PARCEL 56
PORTIONS OF ROYAL PATENT GRANT 548 TO J.Y. KANEHOA AND
LAND COMMISSION AWARD 11,216, APANA 21 TO M. KEKAUONOHI
(CERTIFICATE OF BOUNDARIES NO. 66)**

All of that certain parcel of land, being Parcel 56 of Tax Map Key:(2) 2-1-008, being portions of Royal Patent Grant 548 to J.Y. Kanehoa and Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66), situated at Paeahu, Palaueau, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 1/4-inch aluminum boundary monument disc at the northeast corner of this parcel of land, on the west boundary of Parcel 1 of said Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch Inc.), said disc also being the southeast corner of Lot 101 of the Maui Meadows Subdivision - Unit III, File Plan 1236, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

20,066.74 feet North
9,405.32 feet East

and running by azimuths measured clockwise from true South:

1. 3° 16' 20" 8314.36 feet along said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch Inc.), along the remainders of said Royal Patent Grant 548 to J.Y. Kanehoa and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a found 3 1/4-inch aluminum boundary monument disc on the northerly boundary of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, said disc being the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision and the northeast corner of Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui;
2. 93° 17' 00" 3274.44 feet along said Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, to a point on the easterly boundary of Lot 321-A-1 of Land Court Application 1804;
3. 185° 34' 57" 6784.74 feet along Lots 321-A-1, 315, 460, 657, 308 and 656 of said Land Court Application 1804, along the remainders of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and said

Royal Patent Grant 548 J.Y. Kanehoa to a found ¾-inch pipe on the southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way;

4. 346° 09' 17" 698.94 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
5. 76° 09' 17" 15.60 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
6. 346° 09' 17" 312.75 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
7. 76° 09' 17" 20.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
8. 346° 09' 17" 470.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
9. 256° 09' 17" 25.60 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
10. 346° 09' 17" 250.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
11. 256° 09' 17" 4.40 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
12. 346° 09' 17" 550.00 feet along said southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
13. 256° 09' 17" 140.60 feet along the southeasterly end of said Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
14. 166° 09' 17" 100.00 feet along the northeasterly boundary of said Piilani

		Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
15.	256° 09' 17"	20.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
16.	166° 09' 17"	300.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
17.	256° 09' 17"	30.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
18.	166° 09' 17"	400.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
19.	76° 09' 17"	30.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
20.	166° 09' 17"	300.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
21.	256° 09' 17"	12.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
22.	166° 09' 17"	120.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
23.	76° 09' 17"	22.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
24.	166° 09' 17"	530.00 feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;
25.	256° 09' 17"	10.00 feet along said northeasterly boundary of the Piilani

Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa;

- | | | | |
|-----|--------------|--------|---|
| 26. | 166° 09' 17" | 150.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 27. | 256° 09' 17" | 10.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 28. | 166° 09' 17" | 610.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 29. | 76° 09' 17" | 20.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 30. | 166° 09' 17" | 390.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 31. | 256° 09' 17" | 50.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 32. | 166° 09' 17" | 150.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 33. | 76° 09' 17" | 30.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 34. | 166° 09' 17" | 200.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 35. | 76° 09' 17" | 40.00 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 36. | 166° 09' 17" | 599.49 | feet along said northeasterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, along the |

remainder of said Royal Patent Grant 548 J.Y. Kanehoa same to a found 3 1/4-inch aluminum boundary monument at the southwest corner of Lot 233 of the Maui Meadows Subdivision - Unit I, File Plan 1022;

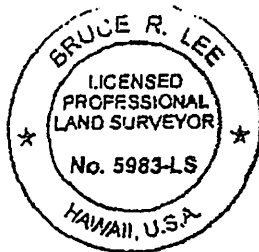
37. 273° 17' 00" 3342.93 feet along said Lot 233 of the Maui Meadows Subdivision - Unit I, File Plan 1022, along the south end of Akala Drive, along Lots 232 and 219 of said Maui Meadows Subdivision - Unit I, File Plan 1022, along the south end of Hoala Drive, along Lot 218 of said Maui Meadows Subdivision - Unit I, File Plan 1022, along Lots 91 to 95 of the Maui Meadows Subdivision - Unit II, File Plan 1107, along Lots 121, 120, 119, 118, 117, 116, 115, 114, 113, 111, 110, 109, 103, 102 and 101 of said Maui Meadows Subdivision - Unit III, File Plan 1236, along the remainder of said Royal Patent Grant 548 to J.Y. Kanehoa to the point of beginning and containing a Gross Area of 588.067 Acres, Less Exclusion "D" (1.033 Acres) and Less Portion Highway Exclusion (18.676 Acres), Leaving a Net Area of 568.358 Acres, more or less.

SUBJECT, HOWEVER to a restriction of vehicle access rights along the entire length of courses 4 to 12 inclusive, 14 to 27 inclusive, the first 432.00 feet and the last 48.00 feet of course 28 and the entire length of courses 29 to 36, inclusive.

EXCEPTING AND EXCLUDING there from Exclusion "D" (1.033 Acres) as recorded in Liber 11770 at Pages 306 and 307; and a Portion of the Highway Exclusion (Future Piilani Highway) as recorded in Liber 11770 at Pages 308 to 317.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



This description was prepared from a survey on the ground performed by me or under my supervision.

Bruce R. Lee 04/08

BRUCE R. LEE
Licensed Professional Land
Surveyor Certificate No. 5983-LS

10-17-07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Parcel 56

DESCRIPTION
TAX MAP KEY:(2) 2-1-008: PARCEL 71
PORTION OF LAND PATENT 8213, LAND COMMISSION
AWARD 6715 TO HOOMANAWANUI

All of that certain parcel of land, being Parcel 71 of Tax Map Key:(2) 2-1-008, being a portion Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, situated at Keauhou, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 1/4-inch aluminum boundary monument disc at the southwest corner of this parcel of land, on the easterly boundary of Lot 321-A-1 of Land Court Application 1804, said disc also being the northwest corner of Lot B of the Makena Mauka Lots, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

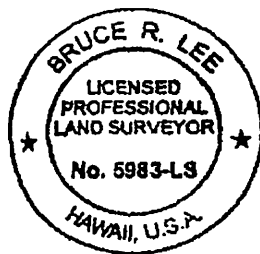
10,639.15 feet North
5,533.22 feet East

and running by azimuths measured clockwise from true South:

1. 185° 34' 57" 1320.59 feet along said Lot 321-A-1 of Land Court Application 1804, along the remainder Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to a 3/4-inch pipe at the southwest corner of Parcel 56 of Tax Map Key:(2) 2-1-008, said pipe being on the southerly boundary of Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
2. 273° 17' 00" 3274.44 feet along said Parcel 56 of Tax Map Key:(2) 2-1-008, along said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a 3/4-inch pipe at the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision, said pipe also being the southwest corner of Parcel 1 of said Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.);
3. 3° 16' 20" 1319.53 feet along said Lot 1 of the Ulupalakua-Seibu Subdivision and along the remainder of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to a found 3 1/4-inch aluminum boundary monument disc;
4. 93° 17' 00" 3327.67 feet along said Lot 1 of the Ulupalakua-Seibu Subdivision, along said Lot B of the Makena Mauka Lots, along the remainder of said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui to the point of beginning and containing an area of 99.996 Acres, more or less.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



10/17/07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Parcel 71

This description was prepared from a
survey on the ground performed by me or
under my supervision.

Bruce R. Lee exp. 04/08

BRUCE R. LEE
Licensed Professional Land
Surveyor Certificate No. 5983-LS

**DESCRIPTION
EXCLUSION "D"
(MAUI ELECTRIC COMPANY, LIMITED SUBSTATION LOT)
TAX MAP KEY:(2) 2-1-008: PARCEL 43**

All of that certain parcel of land, being Parcel 43 of Tax Map Key:(2) 2-1-008 (Maui Electric Company, Limited Substation Lot), being a portion of Royal Patent Grant 548 to J.Y. Kanehoa, situated at Paeahu, Palaueau, Honuaula, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at the northwest corner of this parcel of land, said point being $0^{\circ} 28' 25''$ 1390.88 feet from a (found) $\frac{1}{4}$ -inch pipe on the southwesterly boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way, said pipe also being the northeast corner of Lot 656 as shown on Map 84 of Land Court Application 1804, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

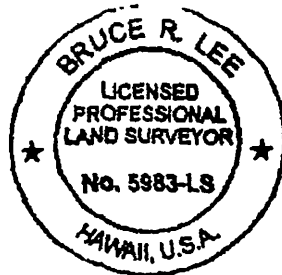
17,314.59 feet North
6,311.37 feet East

and running by azimuths measured clockwise from true South:

- | | | | |
|----|------------------------|--------|--|
| 1. | $283^{\circ} 39' 37''$ | 207.05 | feet along Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 2. | $5^{\circ} 34' 57''$ | 205.00 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 3. | $95^{\circ} 34' 57''$ | 205.00 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa; |
| 4. | $185^{\circ} 34' 57''$ | 234.09 | feet along said Parcel 56 of Tax Map Key: (2) 2-1-0-08, along the remainder of said Royal Patent Grant 548 J.Y. Kanehoa to the point of beginning and containing an Area of 1.033 Acres, more or less. |

Prepared by:

**NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation**



11/15/07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Exclusion "D" MECo Substation

This description was prepared by me or
under my supervision.

Bruce R. Lee 04/08
BRUCE R. LEE
Licensed Professional Land
Surveyor Certificate No. 5983-LS

**DESCRIPTION
PORTION OF HIGHWAY EXCLUSION
LIBER 11770, PAGE 308 TO 317
(FUTURE PIILANI HIGHWAY)
KALAMA PARK TO PIILANI HIGHWAY, F.A.P. NO. F-031-1(2)
[PORTION OF TAX MAP KEY:(2) 2-1-008: PARCEL 56]**

All of that certain parcel of land, being a Portion of the Highway Exclusion as recorded in Liber 11770 at Pages 308 to 316 (Future Piilani Highway), being a portion of Parcel 56 of Tax Map Key:(2) 2-1-008, also being a portion of Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and a portion of Royal Patent Grant 548 to J.Y. Kanehoa, situated at Paeehu, Palaueau, Honuanui, Makawao, Island and County of Maui, State of Hawai'i and being more particularly described as follows:

Beginning at a found 3 1/4-inch aluminum boundary monument disc at the southeast corner of this parcel of land, on the north boundary of Land Patent 8213, Land Commission Award 6715 to Hoomanawanui, said disc also being the southwest corner of Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.), the northwest corner of Lot 1 of the Ulupalakua-Seibu Subdivision and the northeast corner of Parcel 71 of Tax Map Key: (2) 2-1-008, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU OLAI" being:

11,765.93 feet North
8,930.74 feet East

and running by azimuths measured clockwise from true South:

- | | | | |
|----|--------------|--------|---|
| 1. | 93° 17' 00" | 1.65 | feet along said Parcel 71 of said Tax Map Key:(2) 2-1-008, along said Land Patent 8213, Land Commission Award 6715 to Hoomanawanui; |
| 2. | 139° 52' 33" | 277.77 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 3. | 49° 52' 33" | 10.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 4. | 139° 52' 33" | 450.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |

5. 229° 52' 33" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
6. 139° 52' 33" 400.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
7. 49° 52' 33" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);
8. 139° 52' 33" 133.92 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3080.07 feet, the chord azimuth and distance being:

9. 142° 25' 00.1" 273.09 feet;
10. 54° 57' 27.2" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3100.07 feet, the chord azimuth and distance being:

11. 145° 26' 06.1" 51.67 feet;
12. 235° 54' 45" 30.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3070.07 feet, the chord azimuth and distance being:

13. 147° 20' 41.5" 153.48 feet;

14. 238° 46' 38" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3060.07 feet, the chord azimuth and distance being:

15. 151° 09' 52.1" 254.92 feet;

16. 63° 33' 06.2" 110.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the right, concave northeasterly with a radius of 3170.07 feet, the chord azimuth and distance being:

17. 154° 59' 02.7" 158.48 feet;

18. 246° 24' 59.2" 90.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008, said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) and said Royal Patent Grant 548 to J.Y. Kanehoa on the arc of a curve to the right, concave northeasterly with a radius of 3080.07 feet, the chord azimuth and distance being:

19. 160° 42' 48.7" 461.57 feet;

20. 75° 00' 38.2" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa on the arc of a curve to the right, concave northeasterly with a radius of 3100.07 feet, the chord azimuth and distance being:

21. 165° 34' 57.6" 61.90 feet;
22. 166° 09' 17" 390.09 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
23. 256° 09' 17" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
24. 166° 09' 17" 100.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
25. 256° 09' 17" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
26. 166° 09' 17" 150.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
27. 76° 09' 17" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
28. 166° 09' 17" 250.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
29. 256° 09' 17" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
30. 166° 09' 17" 250.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
31. 76° 09' 17" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

- | | | | |
|-----|--------------|--------|---|
| 32. | 166° 09' 17" | 400.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 33. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 34. | 166° 09' 17" | 350.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 35. | 76° 09' 17" | 15.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 36. | 166° 09' 17" | 100.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 37. | 76° 09' 17" | 10.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 38. | 166° 09' 17" | 250.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 39. | 256° 09' 17" | 20.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |
| 40. | 166° 09' 17" | 350.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa to a point on the south boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way; |
| 41. | 256° 09' 17" | 130.00 | feet along said southeast boundary of the Piilani Highway, F.A.P. No. F-031-1(2) right-of-way; |
| 42. | 346° 09' 17" | 50.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa; |

43. 256° 09' 17" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
44. 346° 09' 17" 150.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
45. 76° 09' 17" 15.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
46. 346° 09' 17" 300.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
47. 256° 09' 17" 40.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
48. 346° 09' 17" 100.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
49. 76° 09' 17" 40.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
50. 346° 09' 17" 530.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
51. 256° 09' 17" 20.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
52. 346° 09' 17" 770.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
53. 76° 09' 17" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

54. 346° 09' 17" 500.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
55. 256° 09' 17" 60.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
56. 346° 09' 17" 50.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
57. 76° 09' 17" 60.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;
58. 346° 09' 17" 140.09 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Royal Patent Grant 548 to J.Y. Kanehoa;

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008, said Royal Patent Grant 548 to J.Y. Kanehoa and along the remainder of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66), on the arc of a curve to the left, concave northeasterly with a radius of 2930.07 feet, the chord azimuth and distance being:

59. 343° 40' 22.3" 253.76 feet;
60. 251° 11' 27.6" 10.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

61. 337° 36' 36.3" 364.76 feet;
62. 244° 01' 45" 80.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the

arc of a curve to the left, concave north-easterly with a radius of 2840.07 feet, the chord azimuth and distance being:

63. 333° 18' 46.8" 71.00 feet;

64. 242° 35' 48.6" 70.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2770.07 feet, the chord azimuth and distance being:

65. 331° 24' 11.5" 115.41 feet;

66. 60° 12' 34.4" 150.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

67. 327° 57' 55.9" 228.67 feet;

68. 235° 43' 17.4" 130.00 feet along the remainders of said Parcel 56 of Tax Map - Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2790.07 feet, the chord azimuth and distance being:

69. 325° 14' 38.6" 46.50 feet;

70. 54° 45' 59.8" 130.00 feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66);

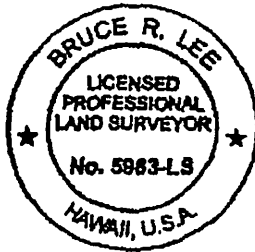
Thence along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) on the arc of a curve to the left, concave northeasterly with a radius of 2920.07 feet, the chord azimuth and distance being:

- | | | | |
|-----|----------------|--------|--|
| 71. | 322° 19' 16.4" | 249.18 | feet; |
| 72. | 229° 52' 33" | 30.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 73. | 319° 52' 33" | 133.92 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 74. | 49° 52' 33" | 40.00 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66); |
| 75. | 319° 52' 33" | 982.11 | feet along the remainders of said Parcel 56 of Tax Map Key:(2) 2-1-008 and said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to a ¾-inch pipe on the west boundary of said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.); |
| 76. | 3° 16' 20" | 202.03 | feet along said Parcel 1 of Tax Map Key:(2) 2-1-008 (land owned by Ulupalakua Ranch, Inc.), along the remainder of said Land Commission Award 11,216, Apana 21 to M. Kekauonohi (Certificate of Boundaries No. 66) to the point of beginning and containing an area of 18.676 Acres, more or less. |

SUBJECT, HOWEVER to proposed restriction of abutter's rights of vehicle access, appurtenant to the remainder of the land of which the above-described parcel of land is a part, into and from Piilani Highway, Kalama Park to Piilani Highway, Federal Aid Project No. F-031-1(2), over and across the entire length of courses 1 to 8 inclusive, the first 43.84 feet and the last 149.34 feet of course 9, the entire length of courses 10 to 31 inclusive, the first 334.94 feet of course 32, the entire length of course 33, the last 295.06 feet of course 34, the entire length of courses 35 to 40 inclusive and 42 to 49 inclusive, the first 395.06 feet and the last 14.94 feet of course 50, the entire length of courses 51 to 75 inclusive of the above described Highway Exclusion.

Prepared by:

NEWCOMER-LEE
LAND SURVEYORS, INC., a Hawai'i Corporation



10/17/07
WAILEA 670/ZONING
File 07-7647
07-7647 Wailea 670 Highway Exclusion

This description was prepared from a
survey on the ground performed by me or
under my supervision.

Bruce R. Lee 04/08

BRUCE R. LEE
Licensed Professional Land
Surveyor Certificate No. 5983-LS

EXHIBIT "2"

Conditions of Zoning

1. That Honua'ula Partners, LLC, its successors and permitted assigns, shall, at their own cost and expense, develop, maintain, and operate, or cause to be developed, maintained, and operated, a private water source, storage facilities, and transmission lines for the Wailea 670 project in accordance with Department of Water Supply standards and all applicable community plans. Honua'ula Partners, LLC, its successors and permitted assigns, shall comply with all reporting requirements of the State Commission on Water Resource Management.

In addition, Honua'ula Partners, LLC, its successors and permitted assigns, shall comply with applicable water ordinances that pertain to the supply and transmission of water from the island of Maui when such ordinances are enacted.

At the time the project water system is completed, Honua'ula Partners, LLC, its successors and permitted assigns, shall offer to the County the right to purchase the project water system at the cost of development of such system.

The water rates for the residential workforce housing units shall be no higher than the general water consumer rates set by the County in its annual budget, for as long as the units are subject to Chapter 2.96, Maui County Code.

2. That Honua'ula Partners, LLC, its successors and permitted assigns, shall implement the following traffic improvements:
 - a. Upgrade Piilani Highway, from Kilohana Drive to Wailea Ike Drive, to four lanes of traffic. The improvements shall be completed prior to the commencement of any construction on the site, with the exception of grading.
 - b. Extend Piilani Highway for two lanes of traffic from Wailea Ike Drive to Kaukahi Street. The improvement shall be constructed at or prior to the completion of 50 percent of the project. Said improvement shall be maintained by Honua'ula Partners, LLC, its successors and permitted assigns.
 - c. Signalize the Piilani Highway/Okolani Drive/Mikioi Place intersection and provide an exclusive left-turn lane on Okolani Drive prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - d. Modify the Piilani Highway/Wailea Ike Drive intersection into a signalized intersection and provide a free right-turn lane from Piilani Highway to Wailea Ike Drive and a second right-turn lane from

Wailea Ike Drive to northbound Piilani Highway prior to occupancy of the first unit in Kihei-Makena Project District 9.

- e. Modify the Wailea Alanui/Wailea Ike Drive intersection to add a signalized double right-turn movement from northbound to eastbound turning traffic and provide two left-turn lanes for southbound traffic from Wailea Ike Drive prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - f. Modify the Piilani Highway/Kilohana Drive/Mapu Place intersection to provide an exclusive left-turn lane, and the southbound Piilani Highway approach to provide an exclusive right-turn lane into Mapu Place prior to occupancy of the first unit in Kihei-Makena Project District 9.
 - g. Signalize the Wailea Ike Drive/Kalai Waa Street intersection in coordination with Wailea Resort and Makena Resort when warranted.
 - h. Signalize the Wailea Alanui/Kaukahi Drive/Kaukahi Street intersection in coordination with Wailea Resort and Makena Resort when warranted.
3. That, as represented, Honua'ula Partners, LLC, its successors and permitted assigns, shall make a contribution to the County for traffic improvements in an amount equal to \$5,000 per unit. The contribution shall be paid to the County prior to issuance of a building permit. Upon adoption of a traffic impact fee ordinance, Honua'ula Partners, LLC, its successors and permitted assigns, shall comply with the ordinance in lieu of this voluntary contribution. Should a traffic impact fee ordinance be adopted prior to the collection of this contribution, the applicable amount shall be the greater of the two. Such contributions or fees shall not be a substitute for any other traffic infrastructure requirements related to the Change in Zoning.
4. That Honua'ula Partners, LLC, its successors and permitted assigns, shall be responsible for all required infrastructural improvements for the project, including water source and system improvements for potable and nonpotable use and fire protection, drainage improvements, traffic-related improvements, wastewater system improvements and utility upgrades, as determined by the appropriate governmental agencies and public utility companies. Except as otherwise provided by more specific conditions of zoning, said improvements shall be constructed and implemented concurrently with the development of each phase of Kihei-Makena Project District 9, and shall be completed prior to issuance of any certificate of occupancy or final subdivision approval, unless improvements are bonded by Honua'ula Partners, LLC, its successors and permitted assigns. Honua'ula Partners, LLC shall execute appropriate agreements with governmental agencies regarding participation in improvements of infrastructure and public facilities as determined by the agencies.

5. That Honua'ula Partners, LLC, its successors and permitted assigns, shall provide workforce housing in accordance with Chapter 2.96, Maui County Code (the "Residential Workforce Housing Policy"); provided that, 250 of the required workforce housing units shall be located at the Kaonoulu Light Industrial Subdivision and completed prior to any market-rate unit, that 125 of those workforce housing units shall be ownership units, and that 125 of those units shall be rental units. In addition, construction of those workforce housing units shall be commenced within two years, provided all necessary permits can be obtained within that timeframe. Honua'ula Partners, LLC, its successors and permitted assigns, shall provide a minimum two-acre park at the Kaonoulu Light Industrial Subdivision, which shall be credited toward the requirements of Section 18.16.320, Maui County Code, for that subdivision.
6. That a Drainage Master Plan and Phasing Plan of improvements shall be submitted for review and approval during Project District Phase II processing. Said plan shall include the recommended drainage improvements as represented in the Preliminary Drainage Report. The County may require periodic updates of the Drainage Master Plan and Phasing Plan.
7. That Honua'ula Partners, LLC, its successors and permitted assigns, shall prepare an animal management plan that shall be submitted during Project District Phase II processing and approved by the Department of Land and Natural Resources prior to submittal of Project District Phase III processing. Said plan shall include procedures for the management of animal intrusions including, but not limited to, construction of boundary or perimeter fencing, wildlife control permits, and rodent and feral cat control. Honua'ula Partners, LLC, its successors and permitted assigns, shall implement the approved animal management plan. The Department of Land and Natural Resources may require periodic updates of the plan.
8. That Honua'ula Partners, LLC, its successors and permitted assigns, shall inform owners within Kihei-Makena Project District 9 that the area is subject to the intrusion of mammals such as axis deer, pigs, and rodents, and the impacts and management plan associated with such intrusions.
9. That Honua'ula Partners, LLC, its successors and permitted assigns, shall prepare an assessment of the owl (Pueo or Hawaiian Short-eared Owl) and the Hawaiian Hoary Bat in coordination with the Department of Land and Natural Resources, and, if appropriate, mitigative measures shall be incorporated into Kihei-Makena Project District 9. Said assessment shall be prepared prior to submittal of Project District Phase II processing.
10. That, in lieu of the dedication of a Little League Field and related amenities as originally specified in Ordinance No. 2171 (1992), Exhibit "B", Condition No. 8, and based on current land and construction cost estimates for the Little League Field, not less than \$5,000,000 shall be paid to the County upon Project District

Phase II approval for the development of the South Maui Community Park. Said amount shall not be credited against future park assessments.

11. That Honua'ula Partners, LLC is proposing to develop 6 acres of private parks and 84 acres of open space within the development. Said private parks shall be open to the public and privately maintained. Furthermore, said private parks and open space shall not be used to satisfy the park assessment requirements under Section 18.16.320, Maui County Code, or for future credits under said subdivision ordinance. The Director of Parks and Recreation and Honua'ula Partners, LLC agree that the park assessment shall be satisfied with an in-lieu cash contribution for the entire project. The amounts and timing of payment of said in-lieu fees shall be subject to the provisions of Section 18.16.320, Maui County Code.
12. That, as represented by Honua'ula Partners, LLC, the golf course shall be subject to the following conditions:
 - a. Honua'ula Partners, LLC, its successors and permitted assigns, shall permit one nonprofit organization per quarter of the calendar year, other than Maui Junior Golf Association ("Maui Junior Golf"), the use of the golf course and the clubhouse for a fund-raising activity upon terms mutually agreed upon with said nonprofit organization.
 - b. Honua'ula Partners, LLC, its successors and permitted assigns, shall:
 - (1) develop an organized instructional program for junior golfers at its facility from September to January each year;
 - (2) permit Maui Junior Golf the use of the golf course in accordance with Honua'ula Partners, LLC's instructional program; and
 - (3) sponsor one Maui Junior Golf fund-raising tournament per year.The terms of the Junior Golf Program by Honua'ula Partners, LLC shall be as follows:

The instructional program will be developed to teach youngsters ages 12 to 18 years of age the fundamentals of golf and how to play the game, while also providing quality instruction/training three days a week from September 1 through January 31, with some blackout dates. This program will support the overall efforts of Maui Junior Golf.

Private lessons will also be available at a discounted rate of 50 percent of the regular rate based on two lessons per junior golfer for a maximum of 50 lessons per month from February through August on a space-available basis.

For the annual fund-raising event for the Maui Junior Golf, the rate per player shall be 50 percent of the regular rate with the number of golfers limited to no more than 144 players per event.

- c. Honua'ula Partners, LLC, its successors and permitted assigns, shall permit the Maui Interscholastic League ("MIL") and the Hawaii High School Athletic Association ("HHSAA") to each use the golf course once per year for an official MIL golf tournament or an official HHSAA golf tournament if requested by the MIL or the HHSAA, or for regular season play-offs if requested by the MIL.
 - d. Honua'ula Partners, LLC, its successors and permitted assigns, shall permit Maui residents to play at the golf course on Tuesday of each week. The charge for Maui residents for green fees, including golf cart rental fees, shall not exceed 40 percent of the average market rate for green fees and golf cart rental fees in South Maui, and shall exclude all membership fees.
13. That Honua'ula Partners, LLC, its successors and permitted assigns, shall prepare a Cultural Resources Preservation Plan ("CRPP"), in consultation with: Na Kupuna O Maui; lineal descendents of the area; other Native Hawaiian groups; the Maui County Cultural Resources Commission; the Maui/Lanai Island Burial Council; the Office of Hawaiian Affairs; the State Historic Preservation Division, Department of Land and Natural Resources; the Maui County Council; Na Ala Hele; and all other interested parties. Prior to initiating this consultation process, Honua'ula Partners, LLC, its successors and permitted assigns, shall publish a single public notice in a Maui newspaper and a State-wide newspaper that are published weekly. The CRPP shall consider access to specific sites to be preserved, the manner and method of preservation of sites, the appropriate protocol for visitation to cultural sites, and recognition of public access in accordance with the Constitution of the State of Hawaii, the Hawaii Revised Statutes, and other laws, in Kihei-Makena Project District 9.
- Upon completion of the CRPP, Honua'ula Partners, LLC, its successors and permitted assigns, shall submit the plan to the State Historic Preservation Division, Department of Land and Natural Resources, and the Office of Hawaiian Affairs for review and recommendations prior to Project District Phase II approval. Upon receipt of the above agencies' comments and recommendations, the CRPP shall be forwarded to the Maui County Cultural Resources Commission for its review and adoption prior to Project District Phase II approval.
- 14. That a nonpotable water supply system shall be utilized for all irrigation purposes.
 - 15. That, during construction, all dust control shall utilize nonpotable water or effluent, which may be obtained from the Kihei Wastewater Reclamation Facility when available.
 - 16. That Honua'ula Partners, LLC, its successors and permitted assigns, shall provide a Sewage Disposal Analysis that has been reviewed and commented on by the State Department of Health, the State Department of Land and Natural Resources,

the County Department of Environmental Management, and the County Department of Water Supply prior to Project District Phase II approval. The Sewage Disposal Analysis, along with reviews and comments, shall be submitted to the Maui County Council for review and the project shall be subject to additional conditions or amendments by the Maui County Council if warranted by the Sewage Disposal Analysis.

17. That Honua'ula Partners, LLC, its successors and permitted assigns, shall construct, maintain, and/or participate in the operation of a private wastewater treatment facility and system that accommodate the needs of the entire Kihei-Makena Project District 9. All reclaimed water from the private wastewater treatment facility shall be utilized for irrigation, dust control, or other nonpotable purposes, and none of the reclaimed water shall be placed into injection wells.

The sewer rates for the residential workforce housing units shall be no higher than the residential sewer rates set by the County in its annual budget, for as long as the units are subject to Chapter 2.96, Maui County Code.

18. That Honua'ula Partners, LLC, its successors and permitted assigns, shall address in their Project District Phase II application the following:
 - a. Condition 1 of the Department of Health's "Twelve Conditions Applicable To All New Golf Course Development" ("12 Conditions") relating to an approved sampling plan, establishment of the baseline groundwater/vadose zone water quality, and if appropriate, nearshore water quality, has been met to the satisfaction of the Director of Health;
 - b. Conditions 2 and 3 of the Department of Health's "12 Conditions" relating to groundwater monitoring have been satisfied by the Director of Health;
 - c. Condition 4 relating to the preliminary proposal of the individual treatment system meets the requirements of the Department of Health, and final design shall be approved at the time of Project District Phase III;
 - d. Condition 5 of the Department of Health's "12 Conditions" relating to use of effluent has been satisfied;
 - e. Condition 6 of the Department of Health's "12 Conditions" relating to golf carts and storage of petroleum has been addressed and incorporated in the design and layout of the buildings;
 - f. Conditions 7, 8, and 11 of the Department of Health's "12 Conditions" relating to fertilizers, biocides, and pesticides and the Integrated Golf Course Management Plan have been reviewed, and comments from the Department of Agriculture and the Department of Health have been incorporated in the design and layout of the golf courses;

- g. Condition 9 of the Department of Health's "12 Conditions" relating to noise from maintenance facilities has been addressed through the location and design of the maintenance activities and facilities;
 - h. Condition 10 of the Department of Health's "12 Conditions" and the County Department of Environmental Management's concerns and recommendations relating to solid waste disposal management activities and facilities are identified and designed;
 - i. Condition 12 of the Department of Health's "12 Conditions" relating to soil runoff during construction and concerns of the State Department of Transportation; the County Department of Public Works; the State Department of Health; and the Natural Resources Conservation Service of the United States Department of Agriculture relating to drainage are addressed and incorporated in the design and layout of the plans, and a preliminary erosion control and drainage report is included in the application;
 - j. Confirmation from Maui Electric Company, Ltd. ("MECO") that the proposal to relocate and/or landscape MECO facilities is incorporated in the application and site plan; and
 - k. Roadway improvements to the satisfaction of the State Department of Transportation and the County Department of Public Works and proposed agreements are incorporated in the application and site plan and finalized as part of Project District Phase II approval.
19. That Honua`ula Partners, LLC, its successors and permitted assigns, shall execute appropriate agreements with the State of Hawaii and County of Maui agencies regarding participation in improvements of infrastructure and public facilities where such improvements are reasonably related to Honua`ula Partners, LLC 's project.
20. That marine monitoring programs shall be conducted which include monitoring and assessment of coastal water resources (groundwater and surface water) that receive surface water or groundwater discharges from the hydrologic unit where the project is located. Monitoring programs shall include both water quality and ecological monitoring.

Water Quality Monitoring shall provide water quality data adequate to assess compliance with applicable State water quality standards at Hawaii Administrative Rules Chapter 11-54. Assessment procedures shall be in accordance with the current Hawaii Department of Health ("HIDOH") methodology for Clean Water Act Section 305(b) water quality assessment, including use of approved analytical methods and quality control/quality

assurance measures. The water quality data shall be submitted annually to HDOH for use in the State's Integrated Report of Assessed Waters prepared under Clean Water Act Sections 303(d) and 305(b). If this report lists the receiving waters as impaired and requiring a Total Maximum Daily Load ("TMDL") study, then the monitoring program shall be amended to evaluate land-based pollutants, including: (1) monitoring of surface water and groundwater quality for the pollutants identified as the source of the impairment; and (2) providing estimates of total mass discharge of those pollutants on a daily and annual basis from all sources, including infiltration, injection, and runoff. The results of the land-based pollution water quality monitoring and loading estimate shall be submitted to the HDOH Environmental Planning Office, TMDL Program.

The ecological monitoring shall include ecological assessment in accordance with the Coral Reef Assessment and Monitoring Program protocols used by the Department of Land and Natural Resources. The initial assessment shall use the full protocol. Subsequent annual assessments can use the Rapid Assessment Techniques. Results shall be reported annually to the Aquatic Resources Division, Department of Land and Natural Resources.

21. That all exterior lighting shall be shielded from adjacent residential properties and near shore waters. Lighting requirements in force at the time of building permit application shall be applied.
22. That Honua`ula Partners, LLC, its successors and permitted assigns, shall pay the Department of Education \$3,000 per dwelling unit upon issuance of each building permit to be used, to the extent possible, for schools serving the Kihei-Makena Community Plan area; provided that, should the State pass legislation imposing school impact fees that apply to Kihei-Makena Project District 9, Honua`ula Partners, LLC, its successors and permitted assigns, shall from that point forward comply with the State requirements, or contribute \$3,000 per dwelling unit, whichever is greater.
23. That Honua`ula Partners, LLC, its successors and permitted assigns, shall fund and construct adequate civil defense measures as determined by the State and County of Maui civil defense agencies.
24. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide to the County two acres of land with direct access to the Piilani Highway extension for the development of fire control facilities within the village mixed-use sub-district at the time 50 percent of the total unit/lot count has received either a certificate of occupancy or final subdivision approval. The acreage provided shall have roadway and full utility services provided to the parcel.

That Honua`ula Partners, LLC, its successors and permitted assigns, shall contribute \$550,000 to the County for the development of a police station in South Maui, to be paid at the time a contract is entered into for the construction of that police station.

25. That no transient vacation rentals or time shares shall be allowed within Kihei-Makena Project District 9; and further, no special use permit or conditional permit for such accommodations shall be accepted by the Department of Planning.
26. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide a preservation/mitigation plan pursuant to Chapter 6E, Hawaii Revised Statutes, that has been approved by the State Historic Preservation Division, Department of Land and Natural Resources, and the Office of Hawaiian Affairs prior to Project District Phase II approval.
27. That Honua`ula Partners, LLC, its successors and permitted assigns, shall provide the report "Remnant Wiliwili Forest Habitat at Wailea 670, Maui, Hawaii by Lee Altenberg, Ph.D.", along with a preservation/mitigation plan, to the State Department of Land and Natural Resources, the United States Fish and Wildlife Service, and the United States Corps of Engineers for review and recommendations prior to Project District Phase II approval. The Maui Planning Commission shall consider adoption of the plan prior to Project District Phase II approval.

Such plan shall include a minimum preservation standard as follows: That Honua`ula Partners, LLC, its successors and permitted assigns, shall establish in perpetuity a Conservation Easement (the "Easement"), entitled "Native Plant Preservation Area", for the conservation of native Hawaiian plants and significant cultural sites in Kihei-Makena Project District 9 as shown on the attached map. The Easement shall comprise the portion of the property south of latitude 20°40'15.00"N, excluding any portions that the State Department of Land and Natural Resources, the United States Fish and Wildlife Service, and the United States Corps of Engineers find do not merit preservation, but shall not be less than 18 acres and shall not exceed 130 acres.

The scope of the Easement shall be set forth in an agreement between Honua`ula Partners, LLC and the County that shall include:

- a. A commitment from Honua`ula Partners, LLC, its successors and permitted assigns, to protect and preserve the Easement for the protection of native Hawaiian plants and significant cultural sites worthy of preservation, restoration, and interpretation for public education and enrichment consistent with a Conservation Plan for the Easement developed by Honua`ula Partners, LLC and approved by the State Department of Land and Natural Resources, the United States Geological

Survey, and the United States Fish and Wildlife Service; and with a Cultural Resource Preservation Plan, which includes the management and maintenance of the Easement, developed by Honua'ula Partners, LLC and approved by the State Department of Land and Natural Resources (collectively, the "Conservation/Preservation Plans").

- b. That Honua'ula Partners, LLC, its successors and permitted assigns, shall agree to confine use of the Easement to activities consistent with the purpose and intent of the Easement.
 - c. That Honua'ula Partners, LLC, its successors and permitted assigns, shall be prohibited from development in the Easement other than erecting fences, enhancing trails, and constructing structures for the maintenance needed for the area, in accordance with the Conservation/Preservation Plans.
 - d. That title to the Easement shall be held by Honua'ula Partners, LLC, its successors and permitted assigns, or conveyed to a land trust that holds other conservation easements. Access to the Easement shall be permitted pursuant to an established schedule specified in the Conservation/Preservation Plans to organizations on Maui dedicated to the preservation of native plants, to help restore and perpetuate native species and to engage in needed research activities. These organizations may enter the Easement at reasonable times for cultural and educational purposes only.
 - e. Honua'ula Partners, LLC, its successors and permitted assigns, shall be allowed to receive all tax benefits allowable under tax laws applicable to the Easement at the time that said Easement is established in Kihei-Makena Project District 9, which will be evidenced by the recordation of the Easement in the Bureau of Conveyances, State of Hawaii.
28. That, prior to the commencement of any construction activity, Honua'ula Partners, LLC, its successors and permitted assigns, shall develop and submit a Transportation Management Plan ("TMP"), to be reviewed and approved by the State Department of Transportation, the County Department of Public Works, and the County Department of Transportation. The purpose of the TMP shall be to reduce traffic generated by construction activity related to the Kaonoulu Light Industrial Subdivision and Kihei-Makena Project District 9, including traffic generated by the improvements to Piilani Highway between Kilohana Drive and Wailea Ike Drive. The TMP shall provide for programs such as park and ride, shuttles, and/or restrictions on worker access to ongoing construction activity during peak hour traffic. Upon approval, project contractors shall implement the TMP during construction activities. Honua'ula Partners, LLC, its successors and permitted assigns, shall submit an annual report to the State Department of Transportation, the County Department of Public Works, the County Department

of Transportation, and the Maui County Council to document the success of the TMP in meeting its benchmarks of reducing traffic during project construction.

That as part of the Project District Phase II application, Honua'ula Partners, LLC, its successors and permitted assigns, shall submit a TMP to reduce the dependency on individual vehicular transportation modes. The TMP shall be reviewed and approved by the State Department of Transportation, the County Department of Public Works, and the County Department of Transportation prior to Project District Phase II approval.

29. That Honua'ula Partners, LLC, its successors and permitted assigns, shall provide annual compliance reports to the Department of Planning and the Maui County Council on the status of the project and progress in complying with the conditions imposed, commencing within one year of the effective date of the ordinance.
30. All energy systems for all residential units shall be designed and constructed to meet all applicable ENERGY STAR requirements established by the Climate Protection Division of the United States Environmental Protection Agency in effect at the time of construction. For purposes of this condition, energy systems shall include all hot water systems, roof and attic areas, outside walls, windows, air cooling systems, and heating systems.

All residential units shall be equipped with a primary hot water system at least as energy efficient as a conventional solar panel hot water system, sized to meet at least 80 percent of the hot water demand for the respective units.

All air cooling systems and all heating systems for laundry facilities, swimming pools, and spa areas shall make maximum use of energy-efficient construction and technology.

lu:misc:038aconditions(2-15-08)

20°40'15.00"N




20°40'15.00"N



Legend

- Existing Native Plants (Field Surveyed)
- *Canavalia Pubescens* ('awikwika)
 - *Erythrina Sandwicensis* (wiliwili)
 - *Lipochaeta Reckii* (nehe)
- Archaeological Sites (To Be Preserved)

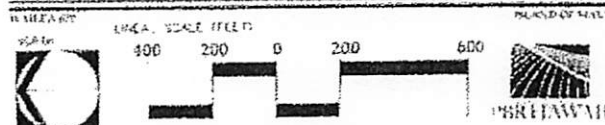
BOTANICAL HABITAT PRESERVES

	Approx. Area (Acres)
 Native Plant Preservation Area	+/- 18 ac
 Native Plant Management / Enhancement Area	+/- 23 ac
 Interpretive Trail (min. 4-foot wide cinder trail with interpretive signs)	+/- 2 ac

TOTAL: +/- 43 ac

NOTE: All areas need to be field located and surveyed to establish appropriate boundaries that relate to the existing topographic and geological features with native plants located. Field adjustments for golf course, roadways and infrastructure will be necessary.
 ⚠ Only 3 out of 6 native plants may not be preserved.

BOTANICAL HABITAT PRESERVATION PLAN



WE HEREBY CERTIFY that the foregoing BILL NO. 22 (2008)

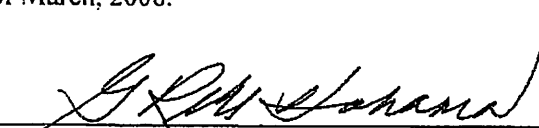
1. Passed FINAL READING at the meeting of the Council of the County of Maui, State of Hawaii, held on the 18th day of March, 2008, by the following vote:

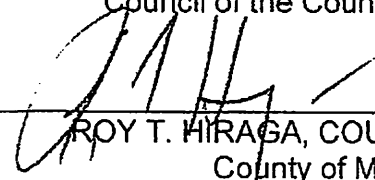
G. Riki HOKAMA Chair	Dennis A. MATEO Vice-Chair	Michelle ANDERSON	Gladys C. BAISA	Jo Anne JOHNSON	William J. MEDEIROS	Michael J. MOLINA	Joseph PONTANILLA	Michael P. VICTORINO
No	Aye	No	Aye	No	No	Aye	Aye	Aye

2. Was transmitted to the Mayor of the County of Maui, State of Hawaii, on the 24th day of March, 2008.

DATED AT WAILUKU, MAUI, HAWAII, this 24th day of March, 2008.

RECEIVED
MAR 24 9:02 AM
COUNTY CLERK

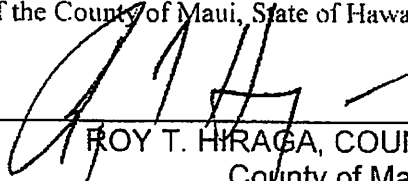

G. RIKI HOKAMA, CHAIR
Council of the County of Maui


ROY T. HIRAGA, COUNTY CLERK
County of Maui

THE FOREGOING BILL IS HEREBY APPROVED THIS 8th DAY OF APRIL, 2008.


CHARMAINE TAVARES, MAYOR
County of Maui

I HEREBY CERTIFY that upon approval of the foregoing BILL by the Mayor of the County of Maui, the said BILL was designated as ORDINANCE NO. 3554 of the County of Maui, State of Hawaii.


ROY T. HIRAGA, COUNTY CLERK
County of Maui

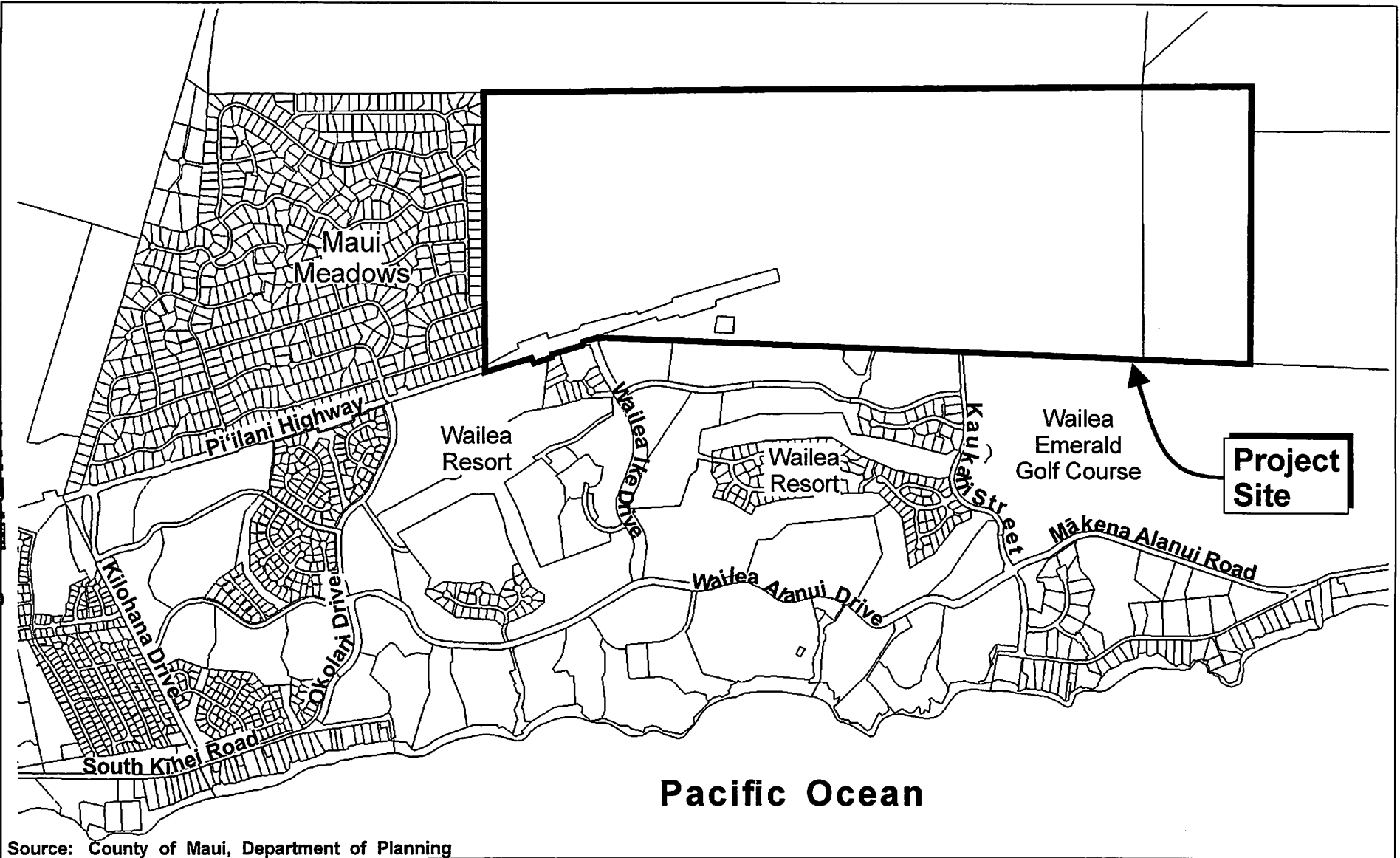
Passed First Reading on February 8, 2008.
Effective date of Ordinance April 8, 2008.

I HEREBY CERTIFY that the foregoing is a true and correct copy of Ordinance No. 3554, the original of which is on file in the Office of the County Clerk, County of Maui, State of Hawaii.

Dated at Wailuku, Hawaii, on

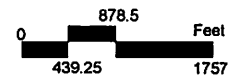
County Clerk, County of Maui

RECEIVED
2008 APR -8 PM 4:20
OFFICE OF THE
COUNTY CLERK



Source: County of Maui, Department of Planning

Honua'ula Project Property Location Map



Prepared for: Honua'ula Partners, LLC



Legend

Land Use Subdistricts	Acreage	Preservation and Conservation Areas	Acreage	Recreation and Open Space/Utility	Acreage	Miscellaneous
Single-Family Residential and Roadways	+/- 170 ac.	South Preserve Area	+/- 134 ac.	Short Course and Parks	+/- 26 ac.	Walls
Multi-Family Residential and Roadways	+/- 129 ac.	Natural Gulches & Native Plant Conservation Area	+/- 91 ac.	Landscape Buffers	+/- 31 ac.	Preservation Site
VMX- Village-Mixed Use and Roadways	+/- 53 ac.	North Preserve Common Area	+/- 28 ac.	Maui Meadows Buffers		Kanaio-Kalana Road Trail
Sub-Total Area :	+/- 352 acres	Sub-Total Area :	+/- 253 acres	Utilities	+/- 8 ac.	Site 200 Wall

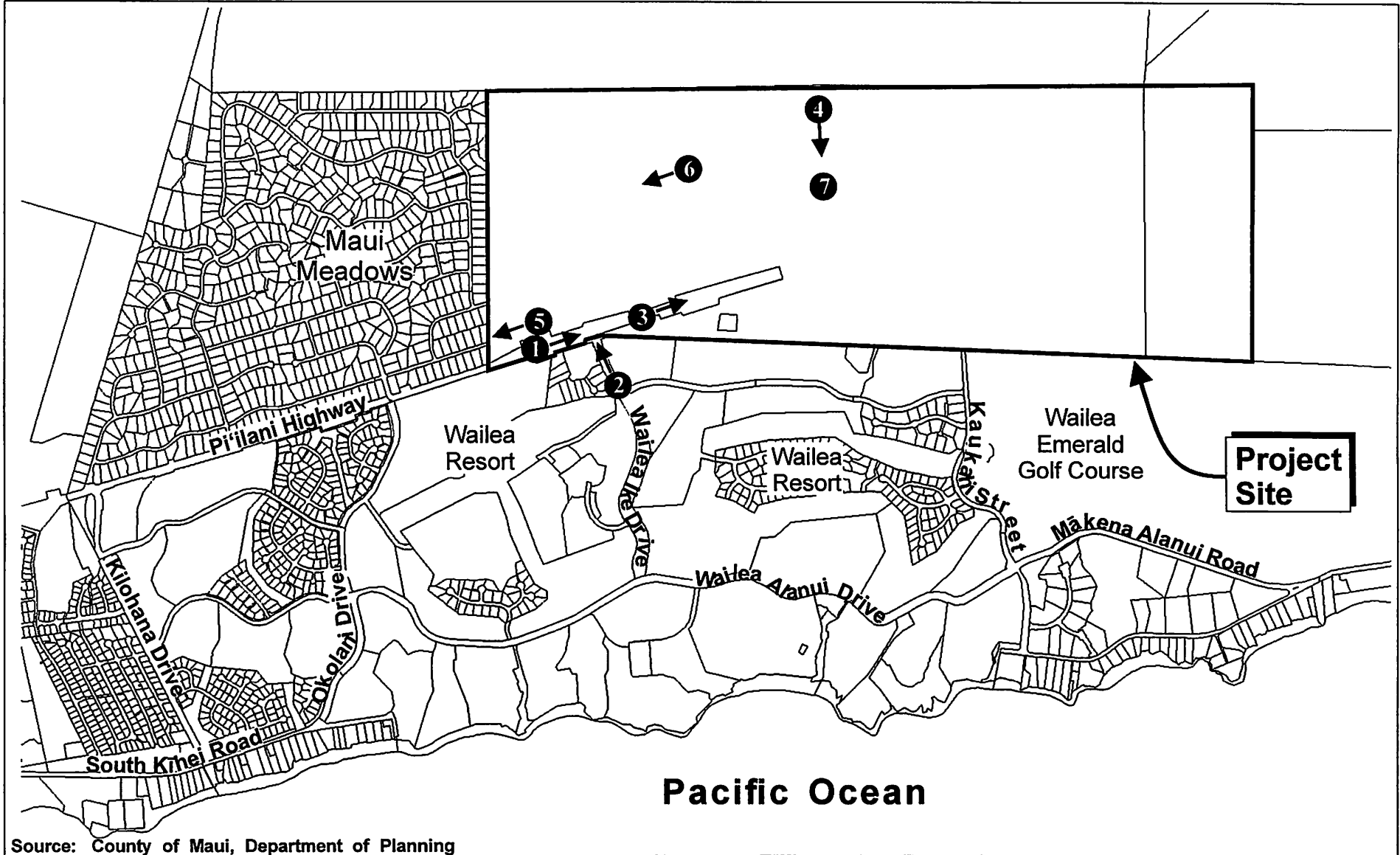
EXHIBIT 3

Source: VITA Planning and Landscape Architecture and PBR Hawaii

Honua'ula Project 2016 Revised Conceptual Master Plan

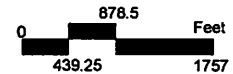
NOT TO SCALE





Source: County of Maui, Department of Planning

Honua'ula Project Photograph Reference Map



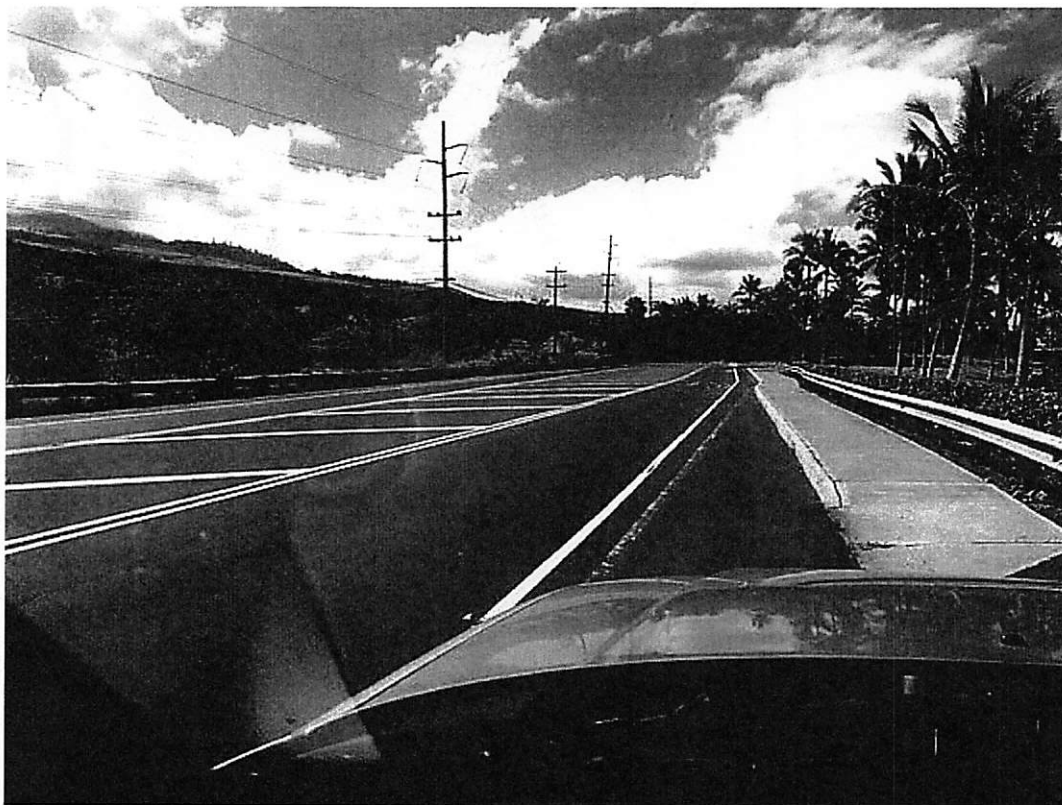


Photo No. 1: View South Along Pi'ilani Highway, Honua'ula on Left



Photo No. 2: View East at Intersection of Pi'ilani Highway and Wailea Ike Drive



Photo No. 3: View South Within Project Site



Photo No. 4: View West Toward Ocean



Photo No. 5: View North on Pi'ilani Highway, Honua'ula on Right

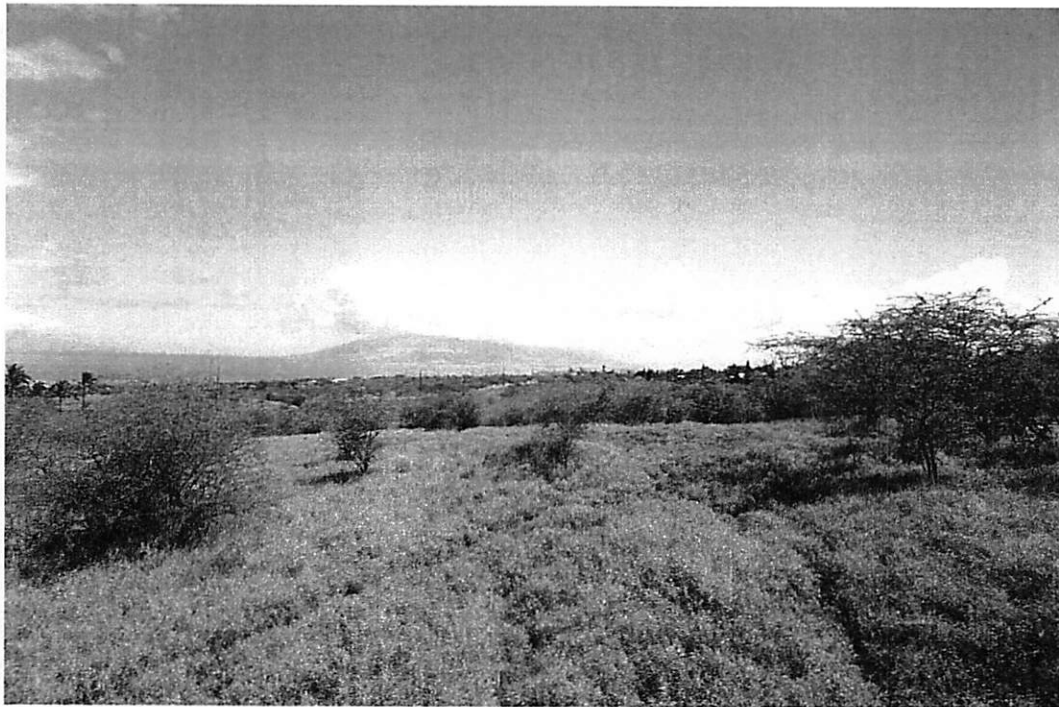


Photo No. 6: View North From Project Site with Maui Meadows and West Maui Mountains in Background



Photo No. 7: View of Interior of Honua'ula

ALAN M. ARAKAWA
MayorWILLIAM R. SPENCE
DirectorMICHELE CHOUTEAU McLEAN
Deputy DirectorCOUNTY OF MAUI
DEPARTMENT OF PLANNING

TRANSMITTAL

JUNE 27, 2017

STATE AGENCIES	
<input checked="" type="checkbox"/>	Dept of Health, Honolulu
<input checked="" type="checkbox"/>	Dept of Health, Maui (2)
<input checked="" type="checkbox"/>	DOT, Statewide Planning Office (4)

COUNTY AGENCIES	
<input checked="" type="checkbox"/>	Dept of Environmental Management (2)
<input checked="" type="checkbox"/>	Dept of Housing & Human Concerns
<input checked="" type="checkbox"/>	Dept Public Works (1 CD, 2 Hard Copies)
<input checked="" type="checkbox"/>	Dept of Transportation
<input checked="" type="checkbox"/>	Dept of Water Supply

PROJECT:	HONUULA
APPLICANT:	Honuaula Partners LLC
PERMIT NO.:	CIZ 2000/0009
TMK:	2-1-008:056 and 071
PROJECT ADDRESS:	East side (mauka) of the intersection of Pillani Highway and Wailea Ike Drive
PROJECT DESCRIPTION:	Amend Condition #5 of conditional zoning to provide all or a portion of the required workforce housing units onsite within the 670-acre Honuaula project site.

TRANSMITTED TO YOU ARE THE FOLLOWING:

☒ Application documents - Volumes 1-3

THESE ARE TRANSMITTED AS CHECKED BELOW:

☒ For your Comment and Recommendation

Please submit your comments directly to me by July 31, 2017. Boxes for Recommended Conditions and General Comments are also provided to assist you. If you have no comment, please sign the "No Comment" box and fax to (808) 270-1775. Thank you for your time and assistance. For additional clarification, please contact me by email at ann.cua@mauicounty.gov or by phone at 270-7521.

Sincerely,

ANN T. CUA, Current Planning Supervisor

Attachments

xc: Clayton I. Yoshida, AICP, Planning Program Administrator (PDF)
Ann T. Cua, Current Planning Supervisor (PDF)
Project File
General File

ATC:ma:

K:\WP_DOCS\PLANNING\CIZ\2000\0009_Wailea670\2017\AgencyTransmittal.doc

RECEIVED
COUNTY OF MAUI
2017 JUN 29 AM 10:45
DEPT OF TRANSPORTATION

EXHIBIT 5

AGENCY NAME		PHONE	
------------------------	--	--------------	--

Agency Transmittal - WAILEA670 (CIZ 2000/0009)

June 27, 2017

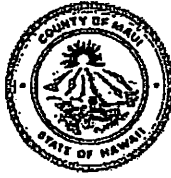
Page 2

NO COMMENT			
Signed:	<i>Jim Oster</i>	Dated:	6-30-17
Print Name:	Jim OSTER	Title:	ENGINEER

RECOMMENDED CONDITIONS BOX			
Signed:		Dated:	
Print Name:		Title:	

GENERAL COMMENTS BOX			
Signed:		Dated:	
Print Name:		Title:	

ALAN M. ARAKAWA
Mayor



DAVID TAYLOR, P.E.
Director

GLADYS C. BAISA
Deputy Director

DEPARTMENT OF WATER SUPPLY
COUNTY OF MAUI
200 SOUTH HIGH STREET
WAILUKU, MAUI, HAWAII 96793-2155
www.mauiwater.org

July 26, 2017

Ann T. Cua, Current Planning Supervisor
Department of Planning
2200 Main Street, Suite 315
Wailuku, Hawaii 96793

Re: TMK: (2) 2-1-008:056 and 071
Project Name: Honuaula
CIZ 2000/0009 Condition No. 5 Amendment Request

Dear Ms. Cua:

Thank you for the opportunity to comment on the requested amendment. Attached is the Department of Water Supply's (DWS) previous comment on the project dated August 28, 2000. DWS understands the applicant is seeking to amend Condition No. 5 to provide all or a portion of the required workforce housing units onsite within the 670-acre Honuaula project site.

Source Availability

The amendment provides for a relocation of the workforce housing (or a portion) in the project area served by a private water system which will be developed. Should all or a portion of the project be located outside the 670 location, a DWS comment would require the location information and water system. The Department of Water Supply (DWS) has no jurisdiction nor authority to impose requirements on subdivisions served by private water systems not owned and operated by the County. A warranty by the County of Maui of this water source from a private system is not implied. Please note that any proposal to dedicate this water system to the County should reference compliance with the department's rules and regulations, the Maui County Code (Chapter 14), and the Water System Standards, 2002, State of Hawaii.

DWS is pleased to note the inclusion of the Native Plant Preservation Area and the Native Plant Conservation Areas.

Should you have any questions, please contact Staff Planner Audrey Dack at 463-3109 or audrey.dack@mauicounty.gov.

Sincerely,

A handwritten signature in black ink, appearing to read "D. Taylor", is written over the word "Sincerely,".

David Taylor, P.E. Director
apd
Attachment

EXHIBIT 6

"By Water All Things Find Life"



DEPARTMENT OF WATER SUPPLY 00 115 29 P3 03
COUNTY OF MAUI
P.O. BOX 1109
WAILUKU, MAUI, HAWAII 96793-6109
Telephone (808) 270-7816 • Fax (808) 270-7833

August 28, 2000

Mr. John Min, Director
County of Maui
Planning Department
250 South High Street
Wailuku, Maui, Hawaii 96793

I.D.: PH 2000/0001, CIZ 2000/0009
TMK: 2-1-08:056 and 071
Project Name: Wailea 670

Dear Mr. Min,

Thank you for the opportunity to comment on this application. We provide the following comments:

Based on system per-acre standards, approximate potable consumption for proposed development would be 1.3 million gallons per day (mgd). Irrigation requirements for golf course and road landscaping could be about 930,000 gpd.

The applicant will be required to provide fire and domestic service according to Department standards. Due to the size of this project, if built out, the applicant will be required to participate in source development.

Irrigation requirements are estimated by the applicant to up to 1.1 mgd during initial landscaping and up to 0.9 mgd for continuous demand. Two on-site wells will provide non-potable water requirements for irrigation of roadway and golf course landscaping. The two wells (state Well No. 4125-01 and 4125-02) would produce a total of 1.1 mgd. The applicant should identify backup supply alternatives for potential contingency situations.

The applicant will also be required to provide storage to accommodate the development. The applicant should contact our engineering division at 270-7835 to discuss these issues. All domestic, fire, and irrigation calculations will be reviewed in detail during the development process.

The project area is served by the Central Maui System. The major source of water for this system is the Iao Aquifer. Rolling annual average groundwater withdrawals from the Iao Aquifer as of July 1, 2000 were 17.948 MGD. The regulatory sustainable yield of this aquifer is 20 MGD. If rolling annual average withdrawals exceed 20 MGD, the State Commission on Water Resource Management will designate Iao Aquifer. The Department is implementing a plan to bring new sources on-line and to mitigate withdrawals. Two wells in North Waihee were brought on-line in July 1997. Another well producing about 1 MGD was brought on-line during the first quarter

of 2000. The Department is continuing to implement a plan to bring new sources on-line and to mitigate withdrawals. Nevertheless, the applicants should be made aware that the timing of this project may be affected with possible delays until new sources can be brought on-line. No guarantee of water is granted or implied as a result of these comments. Water deliverability will be reviewed at the time of application for meter or meter reservation. Domestic, fire, and irrigation calculations will be reviewed in detail during the development process.

Brackish and/or reclaimed water sources should be used for all non-potable uses, including dust control during construction. To further conserve water resources, the applicant should refer to the attached documents and consider these measures:

Use Climate-adapted Plants: The project site is located in "Maui County Planting Plan" - Plant Zone 3. We encourage the applicant to review the Planting Plan and attached document and consider increasing the use of climate-adapted and salt-tolerant native plants for landscaping purposes. Native plants adapted to the area, conserve water and further protect the watershed from degradation due to invasive alien species.

Eliminate Single-Pass Cooling: Single-pass, water-cooled systems should be eliminated per Maui County Code Subsection 14.21.20. These units pass water once-through for cooling, and then dispose of the water into the drain. Although prohibited by code, single-pass water cooling is still manufactured into some models of air conditioners, freezers, and commercial refrigerators.

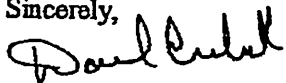
Utilize Low-Flow Fixtures and Devices: Maui County Code Subsection 16.20.675 requires the use of low flow water fixtures and devices in faucets, showerheads, urinals, water closets and hose bibs. Water conserving washing machines, ice-makers and other units are also available, and can help cut back on water bills.

Maintain Fixtures to Prevent Leaks: A simple, regular program of repair and maintenance can prevent the loss of hundreds or even thousands of gallons a day. Refer to the attached handout, "The Costly Drip". The applicant should establish a regular maintenance program.

Prevent Over-Watering By Automated Systems: Provide rain-sensors on all automated irrigation controllers. Check and reset controllers at least once a month to reflect the monthly changes in evapotranspiration rates at the site.

Should you have any questions, please call the Water Resources and Planning Division at: 270-7199.

Sincerely,



David Craddick
Director

emb

cc: Ed Chui E.C.

C:\WPdocs\Permcomm\Wallen 670.wpd

cc: engineering division
applicant, with attachments:

- 1) "The Costly Drip"
- 2) Maui County Department of Water Supply, "Saving Water in The Yard - What and How to Plant in Your Area."
- 3) Ordinance 2104 - "An ordinance amending Chapter 16.20 of the Maui County Code, pertaining to the plumbing code"
- 4) A Checklist of Water Conservation Ideas For Cooling
- 5) A Checklist of Conservation Ideas for Condominiums
- 6) A Checklist of Conservation Ideas for The Home

- 7) A Checklist of Conservation Ideas for Commercial Buildings
- 8) A Checklist of Conservation Ideas for Golf Courses and Industrial Landscapes
- 9) A Checklist of Conservation Ideas for Restaurants
- 10) Selected BMPs from "Guidance Specifying Management Measures For Sources of Nonpoint Pollution in Coastal Waters."
- 11) References for Further Reading from "The Megamanual - Nonpoint Source Management Manual" Commonwealth of Massachusetts

By Water All Things Find Life



MUNEKIYO HIRAGA

Planning. Project Management. Sustainable Solutions.

Michael T. Munekiyo
PRESIDENT

Karlynn K. Fukuda
EXECUTIVE VICE PRESIDENT

Mark Alexander Roy
VICE PRESIDENT

Tessa Munekiyo Ng
VICE PRESIDENT

August 22, 2017

David Taylor, Director
Department of Water Supply
200 South High Street
Wailuku, Hawai'i 96793

SUBJECT: Honua'ula Partners LLC requesting a Change in Zoning to Amend Condition No. 5 of Conditional Zoning for the Honua'ula Project District at TMK (2)2-1-008:056 and 071, Kihei, Hawai'i (CIZ 2000/0009)

Dear Mr. Taylor:

Thank you for your letter of July 26, 2017. We confirm that the Honua'ula Project, including any onsite workforce housing units, will be served by a private water system. Should all or a portion of the project be located outside the 670 location, we understand the Department of Water Supply (DWS) would require the location information and water system. Further, any proposal to dedicate the water system to the County should reference compliance with the DWS' rules and regulations, Chapter 14 of the Maui County Code and the Water System Standards, 2002, State of Hawai'i.

Thank you again for your comments. If additional clarification is required, please contact me at 244-2015.

Very truly yours,

Colleen Suyama
Senior Associate

CS:tn

cc: Charles Jencks, Second & Peck

Ann Cua, Current Planning Supervisor, Department of Planning

K:\DATA\HonuaulaPartners\CIZ Cond 5 Amend\Applications\Change in Zoning\Response Letters\DWS Response.doc

17/4504

ALAN M. ARAKAWA
Mayor

DAVID C. GOODE
Director

ROWENA M. DAGDAG-ANDAYA
Deputy Director

Telephone: (808) 270-7845
Fax: (808) 270-7955



COUNTY OF MAUI
DEPARTMENT OF PUBLIC WORKS
200 SOUTH HIGH STREET, ROOM NO. 434
WAILUKU, MAUI, HAWAII 96793

GLEN A. UENO, P.E., P.L.S.
Development Services Administration

CARY YAMASHITA, P.E.
Engineering Division

JOHN R. SMITH, P.E., ACTING
Highways Division

August 9, 2017

MEMO TO: WILLIAM R. SPENCE, PLANNING DIRECTOR

FROM: *David C. Goode* DAVID C. GOODE, DIRECTOR OF PUBLIC WORKS

SUBJECT: CHANGE IN ZONING APPLICATION TO AMEND CONDITION NO. 5 OF
ORDINANCE NO. 3554 FOR THE PROPOSED HONU'ULA PROJECT
TMK: (2) 2-1-008:056, 071
CIZ 2000/0009

We reviewed the subject application and have no comments at this time.

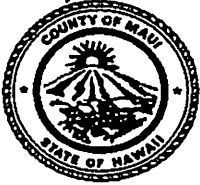
If you have any questions regarding this memorandum, please call Rowena M. Dagdag-Andaya at 270-7845.

DCG:RMDA:da

xc: Engineering Division

S:\DSA\Engr\CZMDraft Comments\21008056_071_houaula_ciz.rtf

EXHIBIT 7



DEPARTMENT OF
HOUSING AND HUMAN CONCERNS
COUNTY OF MAUI

ALAN M. ARAKAWA
Mayor
CAROL K. REIMAN
Director
JAN SHISHIDO
Deputy Director

200 SOUTH HIGH STREET • WAILUKU, HAWAII 96793 • PHONE (808) 270-7805 • FAX 270-7165 • EMAIL director.hhc@mauicounty.gov

Date: July 5, 2017
To: Ann T. Cua, Planning Supervisor Department of Planning
From: Buddy Almeida, Housing Administrator Housing and Human Concerns
Subject: Preliminary Planning Review
Applicability to Residential Workforce Housing Policy
Chapter 2.96, MCC; effective 12/5/2006
Project Name: HONUULA
Applicant: Honuula Partners LLC
Subject I.D.: CIZ 2000/0009
TMK: 2-1-008:056 and 071
Street Address: East side of the intersection of Piilani Hwy. and Wailea Ike Drive
Determination:

☐ **Not-Applicable**
Does not meet applicability as set forth in 2.96.030(A), MCC

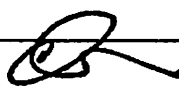
☒ **Applicable**
☒ **No Exemptions**
☐ **Exemptions: (2.96.030)**

- ☐ B.1. An executed affordable housing agreement, currently in effect and approved prior to the effective date of chapter.
- ☐ B.2. A development subject to a change in zoning condition that requires affordable or residential workforce housing.
- ☐ B.3. A subdivision granted preliminary subdivision approval prior to the effective date of this chapter. (12/5/2006)
- ☐ B.4. A building permit application submitted prior to the effective date of this chapter.
- ☐ B.5. A family subdivision, for immediate family members, as described in sections 18.20.280(B)(1) and (B)(2) of this code.
- ☐ B.6. A development by a government entity, 201H, community land trust, or an affordable housing project with more than the residential workforce housing units, in-lieu fees, or in-lieu land required by section 2.96.040, as approved by the director.

Additional Comments: ☒ **See comments below** ☐ **See Attachment(s)**
☐ **We have NO comment**

It needs a Residential Workforce agreement with the Department of Housing and Human Concerns.

Reviewed By:


BUDDY A. ALMEIDA

7/7/17
Date



MUNEKIYO HIRAGA

Planning. Project Management. Sustainable Solutions.

Michael T. Munekiyo
PRESIDENT

Karlynn K. Fukuda
EXECUTIVE VICE PRESIDENT

Mark Alexander Roy
VICE PRESIDENT

Tessa Munekiyo Ng
VICE PRESIDENT

August 22, 2017

Buddy A. Almeida
Housing Administration
Department of Housing and Human Concerns
35 Lunalilo Street, Suite 102
Wailuku, Hawai'i 96793

SUBJECT: Honua'ula Partners LLC requesting a Change in Zoning to Amend Condition No. 5 of Conditional Zoning for the Honua'ula Project District at TMK (2)2-1-008:056 and 071, Kihei, Hawai'i (CIZ 2000/0009)

Dear Mr. Almeida:

Thank you for your memorandum of July 5, 2017. We acknowledge the Honua'ula Project is subject to Chapter 2.96, Residential Workforce Housing Policy, Maui County Code. As commented, a Residential Workforce Agreement will be prepared for review and approval by the Department of Housing and Human Concerns.

Thank you again for your comments. If additional clarification is required, please contact me at 244-2015.

Very truly yours,

Colleen Suyama
Senior Associate

CS:tn

cc: Charles Jencks, Second & Peck

Ann Cua, Current Planning Supervisor, Department of Planning

K:\DATA\HonuaulaPartners\CIZ Cond 5 Amend\Applications\Change in Zoning\Response Letters\DHHC Response.doc

EXHIBIT 8a

Maui: 305 High Street, Suite 104 • Wailuku, Hawaii 96793 • Tel: 808.244.2015 • Fax: 808.244.8729

Oahu: 735 Bishop Street, Suite 321 • Honolulu, Hawaii 96813 • Tel: 808.983.1233

www.munekiyo-hiraga.com

AGENCY TRANSMITTAL RESPONSE e-FORM
FOR DEPARTMENT OF PLANNING, COUNTY OF MAUI
8/10/2017


AGENCY NAME	Department of Environmental Mgmt.	PHONE	270-8230
PROJECT: APPLICANT: PERMIT NO: TMK: STREET ADDRESS: PROJECT DESCRIPTION: SECURITY CODE:	Honuaula Honuaula Partners LLC CIZ 2000/0009 2-1-008:056 and 071 East side (mauka) of the intersection of Piilani Highway and Wailea Ike Drive Amend Condition #5 of conditional zoning to provide all or a portion of the required workforce housing units onsite within the 670-acre Honuaula project site.		
<input type="checkbox"/> COMMENTS/RECOMMENDATIONS <input checked="" type="checkbox"/> NO COMMENTS			
WASTEWATER RECLAMATION DIVISION COMMENTS			
<input type="checkbox"/> COMMENTS/RECOMMENDATIONS <input checked="" type="checkbox"/> NO COMMENTS			
SOLID WASTE DIVISION COMMENTS			
Signed:			
Print Name:	Michael M. Miyamoto, Deputy Director		Date 08/09/17

EXHIBIT 9

7/4227

DAVID Y. IGE
GOVERNOR OF HAWAII



STATE OF HAWAII
DEPARTMENT OF HEALTH
MAUI DISTRICT HEALTH OFFICE
54 HIGH STREET
WAILUKU, HAWAII 96793-3378

VIRGINIA PRESSLER, M.D.
DIRECTOR OF HEALTH

LORRIN W. PANG, M.D., M.P.H.
DISTRICT HEALTH OFFICER

COUNTY OF MAUI
DEPT. OF PLANNING - CURRENT

July 25, 2017

JUL 25 2017

RECEIVED

Mr. William R. Spence
Director
Department of Planning
One Main Plaza Building
2200 Main Street, Suite 315
Wailuku, Hawai'i 96793

Attn: Ann T. Cua

Dear Mr. Spence:

Subject: Honuaula
Applicant: Honuaula Partners LLC
Permit No.: CIZ 2000/0009
TMK: (2) 2-1-008:056 and 071
Location: East side (mauka) of the intersection of Piilani Highway and Wailea Ike Drive
Description: Amend Condition #5 of conditional zoning to provide all or a portion of the required workforce housing units onsite within the 670-acre Honuaula project site.

Thank you for the opportunity to review this project. We have the following comments to offer:

The noise created during the construction phase of the project may exceed the maximum allowable levels as set forth in Hawaii Administrative Rules, Chapter 11-46, "Community Noise Control." A noise permit may be required and should be obtained before the commencement of work. Please call the Indoor & Radiological Health Branch at 808 586-4700.

It is strongly recommended that the Standard Comments found at the Department's website: <http://health.hawaii.gov/epo/home/landuse-planning-review-program/> be reviewed and any comments specifically applicable to this project should be adhered to.

EXHIBIT 10

Mr. William R. Spence
July 25, 2017
Page 2

Should you have any questions, please contact me at 808 984-8230 or email me at patricia.kitkowski@doh.hawaii.gov.

Sincerely,

A handwritten signature in black ink that reads "Patti Kitkowski". The signature is written in a cursive style with a large, stylized "P" and "K".

Patti Kitkowski
District Environmental Health Program Chief

c EPO

17/4322

DAVID Y. IGE
GOVERNOR OF HAWAII



VIRGINIA PRESSLER, M.D.
DIRECTOR OF HEALTH

COUNTY OF MAUI
DEPT OF PLANNING
CURRENT DIV-RECEIVED

AUG 1
17 ~~JUL 32~~ A9:34

STATE OF HAWAII
DEPARTMENT OF HEALTH
MAUI DISTRICT HEALTH OFFICE
54 HIGH STREET
WAILUKU, HAWAII 96793-3378

LORRIE W. PANG, M.D., M.P.H.
DISTRICT HEALTH OFFICER

August 1, 2017

Mr. William R. Spence
Director
Department of Planning
One Main Plaza Building
2200 Main Street, Suite 315
Wailuku, Hawai'i 96793

Attn: Ann Cua

Dear Mr. Spence:

Subject: HONUAULA
Applicant: Honuaula Partners LLC
Permit No.: CIZ 2000/0009
TMK: (2) 2-1-008:056 and 071
Location: East side (mauka) of the intersection of Piilani Highway and Wailea Ike Drive
Description: Amend Condition #5 of conditional zoning to provide all or a portion of the required workforce housing units onsite within the 670-acre Honuaula project site

Thank you for the opportunity to review this project. We have the following comments to offer:

The noise created during the construction phase of the project may exceed the maximum allowable levels as set forth in Hawaii Administrative Rules, Chapter 11-46, "Community Noise Control." A noise permit may be required and should be obtained before the commencement of work. Please call the Indoor & Radiological Health Branch at 808 586-4700.

Since the project is connecting to the County sewer system, we see no other significant problems with this project than what is stated above and see no reason for a meeting but it is strongly recommended that the Standard Comments found at the Department's website: <http://health.hawaii.gov/epo/home/landuse-planning-review-program/> be reviewed and any comments specifically applicable to this project should be adhered to.

Mr. William R. Spence

August 1, 2017

Page 2

Should you have any questions, please contact me at 808 984-8230 or email me at patricia.kitkowski@doh.hawaii.gov.

Sincerely,

A handwritten signature in black ink that reads "Patti Kitkowski". The signature is written in a cursive, flowing style.

Patti Kitkowski

District Environmental Health Program Chief

c EPO

August 22, 2017

Patti Kitkowski
District Environmental Health Program Chief
Maui District Health Office
54 South High Street
Wailuku, Hawai'i 96793

SUBJECT: Honua'ula Partners LLC requesting a Change in Zoning to Amend
Condition No. 5 of Conditional Zoning for the Honua'ula Project
District at TMK (2)2-1-008:056 and 071, Kihei, Hawai'i (CIZ
2000/0009)

Dear Ms. Kitkowski:

Thank you for your letters of July 25, 2017 and August 1, 2017. Copies of your letters have been transmitted to Honua'ula Partners LLC for their review of the Standard Comments found on the Department's Website.

Further, we acknowledge that should noise created during construction exceed the maximum allowable levels, a noise permit may be required and must be obtained prior to the commencement of work.

Thank you again for your comments. If additional clarification is required, please contact me at 244-2015.

Very truly yours,



Colleen Suyama
Senior Associate

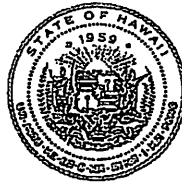
CS:tn

cc: Charles Jencks, Second & Peck

Ann Cua, Current Planning Supervisor, Department of Planning

K:\DATA\HonuaulaPartners\CIZ Cond 5 Amend\Applications\Change in Zoning\Response Letters\DOH Maui Response.doc

DAVID Y. IGE
GOVERNOR



STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
869 PUNCHBOWL STREET
HONOLULU, HAWAII 96813-5097

FORD N. FUCHIGAMI
DIRECTOR

Deputy Director
JADE T. BUTAY
ROSS M. HIGASHI
EDWIN H. SNIFFEN
DARRELL T. YOUNG

IN REPLY REFER TO:
HWY-PS 2.5434

August 15, 2017

Mr. William R. Spence
Director
County of Maui
Planning Department
2200 Main Street, Suite 315
Wailuku, Hawaii 96793

Dear Mr. Spence:

Subject: Amendment of Condition No. 5
Change in Zone CIZ 2000/0009
Honuaula by Honuaula Partners, LLC
Wailea-Makena, Maui
TMK: (2) 2-1-008: 056, 071

Honuaula is a master-planned community on 670 acres that will consist of 1,150 on-site residential, 250 off-site workforce housing, 100,000 sq ft of commercial space, an 18-hole golf course and club house, and recreation and open space. The project zoning was approved with the adoption of Ordinance No. 3554 on April 8, 2008, as Project District No. 9 (Wailea 670).

The developer, Honuaula Partners, LLC, has requested that Condition No. 5, which specified that the workforce housing would be in another location separate from the main Honuaula project, be amended to allow for an unstipulated number of the workforce housing to be built within the main project area. It is stipulated that the total number of dwellings within the main project will not exceed the previously approved 1,150 units.

A Traffic Impact Assessment Report (TIAR) was prepared by SSFM dated April 7, 2017, as an update to the previous TIAR prepared by Austin, Tsutsumi & Associates, dated March 2, 2010.

Honuaula was one of the developers, along with Wailea (A&B) and Makena, et. al., who agreed to improve Piilani Highway, State Route 31, from Kilohana Drive to Wailea Ike Drive as a joint project that would satisfy their pro-rata share of regional roadway improvements. Their attempt to execute an inter-developer agreement on cost sharing did not occur for various reasons.

The Hawaii Department of Transportation (HDOT) still holds the Honuaula Partners, LLC as being responsible for improving Piilani Highway of which is required by the unilateral agreement.

EXHIBIT

11

Mr. William R. Spence
August 15, 2017
Page 2

HWY-PS 2.5434

The HDOT has no objection to the proposed amendment subject to the following stipulations:

1. The developer shall carry out, as applicable, all required and recommended improvements needed to mitigate the impact of their development as listed on but not limited to those mentioned on Page 62 of the updated TIAR.
2. The reduction in housing units potentially from 1,400 to as few as 1,150 units shall not constitute a material change as far as the Piilani Highway improvement that the developer was to participate in would be concerned.
3. Any extension of Piilani Highway past Wailea Iki Drive shall be constructed to applicable State highway design standards, and along with associated improvements such as a traffic signal, shall be at no cost to the State. In addition, additional right-of-way shall be planned to allow for future improvements, including but not limited to landscaping, bicycle lanes, pedestrian median refuges, traffic auxiliary lanes, etc., to any Piilani Highway extension.
4. The lack of objection to this amendment does not constitute an implied waiver of any previously existing condition or requirement by the HDOT. The developer is still expected to fulfill their part of the Piilani Highway improvement.

If there are any questions, please contact Ken Tatsuguchi, Engineering Program Manager, Highways Division, Planning Branch, at (808) 587-1830. Please reference review file number PS 2017-101 in all contacts and correspondence regarding these comments.

Sincerely,



FORD N. FUCHIGAMI
Director of Transportation

HONUA'ULA

September 1, 2017

Ford N. Fuchigami, Director
Department of Transportation
869 Punchbowl Street
Honolulu, Hawaii 96813-5097

SUBJECT: Honua'ula Partners LLC requesting a Change in Zoning to Amend Condition No. 5 of Conditional Zoning for the Honua'ula Project District at TMK (2)2-1-008:056 and 071, Kihei, Hawai'i (CIZ 2000/0009)

Dear Mr. Fuchigami:

Thank you for your letter of August 15, 2017. On behalf of Honua'ula Partners, LLC we acknowledge the following:

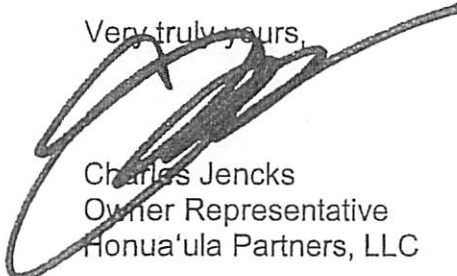
1. Honua'ula Partners LLC shall carry out, as applicable, all required and recommended improvements needed to mitigate the impact of Honua'ula Project District as identified in the April 7, 2017 Traffic Impact Analysis Report (TIAR).
2. We confirm that the reduction in housing units shall not constitute material changes related to the Pi'ilani Highway improvements that the developer was to participate in.
3. Any extension of Pi'ilani Highway past Wailea Iki Drive shall be constructed to applicable State highway design standards, and along with associated improvements such as a traffic signal, shall be at no cost to the State. Also, additional right-of-way shall be planned to allow for future improvements, including but not limited to landscaping, bicycle lanes, pedestrian median refuges, traffic auxiliary lanes, etc., to any Pi'ilani Highway extension.
4. We understand that the Department's lack of objection to this amendment does not constitute an implied waiver of any previously existing condition or requirement by HDOT. Honua'ula Partners LLC is still expected to fulfill their part of the Pi'ilani Highway improvement.

EXHIBIT 11a

Ford N. Fuchigami, Director
September 1, 2017
Page 2

Thank you again for your comments. If additional clarification is required, please contact me at (808) 879-5205.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'Charles Jencks', is written over the typed name and title.

Charles Jencks
Owner Representative
Honua'ula Partners, LLC

CJ

cc: Ann Cua, Department of Planning
Colleen Suyama, Munekiyo Hiraga

K:\DATA\Honua'ulaPartners\CIZ Cond 5 Amend\Applications\Change in Zoning\Response Letters\SDOT Response.doc

BEFORE THE MAUI PLANNING COMMISSION

COUNTY OF MAUI

STATE OF HAWAII

In The Matter Of The Application Of

HONUA'ULA PARTNERS, LLC

To Amend Condition No. 5 of Ordinance No. 3554 for the Honua'ula Project District to Provide All or a Portion of the Required Workforce Housing Units Onsite Within the 670-acre Honua'ula Project District site, Tax Map Key Nos. (2)2-1-008:056 and 071, Kihei, Maui, Hawai'i

DOCKET NO.
CIZ 2000/0009

Honua'ula Partners, LLC
(A. Cua)

MAUI COUNTY PLANNING DEPARTMENT'S RECOMMENDATION
TO THE MAUI PLANNING COMMISSION
OCTOBER 10, 2017 MEETING

DEPARTMENT OF PLANNING
COUNTY OF MAUI
2200 MAIN STREET, SUITE 315
WAILUKU, MAUI, HI 96793

BEFORE THE MAUI PLANNING COMMISSION

COUNTY OF MAUI

STATE OF HAWAII

In The Matter Of The Application Of

HONUA'ULA PARTNERS, LLC

To Amend Condition No. 5 of Ordinance No. 3554 for the Honua'ula Project District to Provide All or a Portion of the Required Workforce Housing Units Onsite Within the 670-acre Honua'ula Project District site, Tax Map Key Nos. (2)2-1-008:056 and 071, Kihei, Maui, Hawai'i

DOCKET NO.
CIZ 2000/0009

Honua'ula Partners, LLC
(A. Cua)

CONCLUSIONS OF LAW

CHANGE OF ZONING TO AMEND CONDITION NO. 5

Pursuant to Section 19.510.040 and 19.510.050 of the Maui County Code, the proposed request meets the criteria for a Change of Zoning as follows:

1. The proposed request meets the intent of the general plan and the objectives and policies of the Kihei-Makena Community Plan;
2. The proposed request is consistent with the Kihei-Makena Community Plan land use map of the county;
3. The proposed request meets the intent and purpose of the zoning district being requested;
4. The application, if granted, would not, with appropriate mitigation measures, adversely affect or interfere with public or private schools, parks, playgrounds, water systems, sewage and solid waste disposal, drainage, roadway and transportation systems, or other public requirements, conveniences and improvements; and
5. The application, if granted, would not, with appropriate mitigation measures, adversely impact the social, cultural, economic, environmental, and ecological character and quality of the surrounding area.

RECOMMENDATION

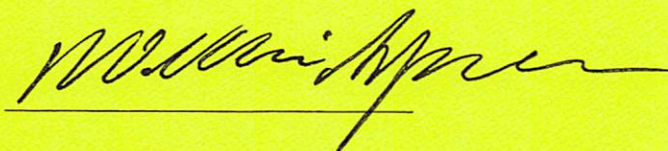
The Planning Department recommends that the Maui Planning Commission recommend to the Maui County Council approval of the proposed amendment to Condition No. 5 of Ordinance No. 3554 for the Honua'ula Project District which reads:

That Honua'ula Partners, LLC, its successors and permitted assigns, shall provide workforce housing in accordance with Chapter 2.96, Maui County Code (the "Residential Workforce Housing Policy"); provided that, 250 of the required workforce housing units shall be located either within Project District No. 9/ Wailea 670 or at the Kaonoulu Light Industrial Subdivision, or a combination of those locations, as determined by Honua'ula Partners, LLC, its successors and permitted assigns, and provided that each workforce housing unit shall have a certificate of occupancy [and completed] prior to the sale of any market-rate unit, and further provided that 125 of those workforce housing units shall be ownership units, and that 125 of those units shall be rental units. [In addition, construction of those workforce housing units shall be commenced within two years, provided all necessary permits can be obtained within that timeframe.] In the event that the 250 workforce housing units, or any portion thereof, are constructed at the Kaonoulu Industrial Subdivision, then Honua'ula Partners, LLC, its successors and permitted assigns, shall provide a minimum two-acre park at the Kaonoulu Light Industrial Subdivision, which shall be credited toward the requirements of Section 18.16.320, Maui County Code, for that subdivision.

The Department notes that all other conditions contained in Ordinance No. 3554 shall remain in effect.

In consideration of the foregoing, the Planning Department recommends that the Maui Planning Commission adopt the Planning Department's Report and Recommendation prepared for the October 10, 2017, meeting as its Findings of Fact and Conclusions of Law and authorize the Planning Director to transmit said Recommendation and record to the Maui County Council on behalf of the Maui Planning Commission.

APPROVED:

A handwritten signature in black ink, appearing to read 'William Spence', written over a horizontal line.

WILLIAM SPENCE
Planning Director

MAUI COUNTY PLANNING COMMISSION
COUNTY OF MAUI, STATE OF HAWAII

Held at the Department of Planning Conference
Room, Kalana Pakui Building, Wailuku, Maui, Hawaii,
commencing at 9:02 a.m., on Tuesday, October 10, 2017.

Reported by: Tonya McDade, CSR, RPR, CRC
CSR Maui
2145 Wells Street, Suite 302
Wailuku, Hawaii 96793
808-244-3376
reporters@csrmaui.com

October 10, 2017

1 COMMISSION MEMBERS PRESENT:

2 Sandra Duvauchelle, Chair

3 Richard Higashi, Vice-Chair

4 Lawrence Carnicelli, Member

5 Stephen Castro, Member

6 Larry Hudson, Member

7 STAFF PRESENT:

8 Will Spence, Director, Department of Planning

9 Ann Cua, Department of Planning

10 Carolyn Takayama-Corden, Department of Planning

11 David Galazin, Deputy Corporation Counsel

12

13

14

15

16

17

18

19

20

21

22

23

24

25

October 10, 2017

1 (Tuesday, October 10, 2017, 9:02 a.m.)

2 * * *

3 CHAIR DUVAUCHELLE: (Gavel.) Good morning,
4 everyone. Maui County Planning Commission meeting October
5 10th, 2017 is in session.

6 As you can see, we have a bare quorum today.

7 And we, also, have a new Corporation Counsel
8 with us today. Welcome.

9 MR. GALAZIN: Thank you.

10 CHAIR DUVAUCHELLE: So we will be taking public
11 testimony when the agenda item is read.

12 With that being said, Director.

13 DIRECTOR SPENCE: Good morning, Commissioners
14 and Members of the Public.

15 COMMISSIONER CARNICELLI: Good morning.

16 DIRECTOR SPENCE: We're all -- all the way to
17 Number C already. This is a Resolution thanking James
18 Giroux for his outstanding service to the Maui Planning
19 Commission.

20 (Applause.)

21 DIRECTOR SPENCE: And when pau, I'll circulate
22 it to the Members for their signature.

23 This is a resolution of the Maui Planning
24 Commission:

25 Whereas, Mr. James Giroux has served the County

October 10, 2017

1 of Maui with distinction and with a high degree of
2 professionalism as Deputy Corporation Counsel to the Maui
3 Planning Commission largely during the period of 2004 to
4 September 30th, 2017; and

5 Whereas, Mr. James Giroux, during that period of
6 time, has also worked with related boards and committees
7 in the area of land use planning such as the Maui
8 General -- General Plan Advisory Committee, the Hana
9 Advisory Committee to the Maui Planning Commission, the
10 Maui County Urban Design Review Board, and the Maui County
11 Cultural Resources Commission, and the Maui County Board
12 of Variances and Appeals and Maui County Council Land Use
13 Committee, and their Planning Committee; and

14 Whereas, Mr. James Giroux's sound legal advice
15 has contributed to the advancement of land use planning
16 and permitting in Maui County;

17 Whereas, Mr. James Giroux retired from
18 employment from the County of Maui on October 1st, 2017.

19 Now, therefore, be it resolved that the Maui
20 Planning Commission does hereby express its deepest
21 gratitude and appreciation to Mr. James Giroux for his
22 service and hereby extends its best wishes in his future
23 endeavors; and

24 Be it further resolved that copies of this
25 resolution be transmitted to the Honorable Alan M.

October 10, 2017

1 Arakawa, Mayor of the County of Maui, and the Honorable
2 Mike White, Chairperson of the Maui County Council.

3 CHAIR DUVAUCHELLE: Thank you, Director.

4 DIRECTOR SPENCE: Okay, Commissioners, we're on
5 public hearings. Number D, your first item, has been
6 rescheduled to November 14th. There was notification
7 issues.

8 So on to Number 2, Honuaula Partners requesting
9 an amendment to Condition Number 5 of Ordinance Number
10 3554 covering 670 acres located in the Kihei-Makena
11 Project District Number 9.

12 Our staff planner is Ann Cua, which will be
13 followed by a presentation by the applicant.

14 MS. CUA: Testing.

15 Good morning, Madam Chair, Members of the
16 Commission.

17 CHAIR DUVAUCHELLE: Good morning, Ann.

18 MS. CUA: Before I introduce the applicant, I
19 just wanted to let you know that, since the preparation of
20 our report, we did receive a few letters which, I believe,
21 you have. Two -- two of them were submitted prior to this
22 morning's meeting; the first letter from Mr. Hyde opposing
23 the request, second letter from the KCA, also opposing the
24 request. And then this morning we were -- we received by
25 hand-delivery a letter of concern from Ms. Teri Sherrow.

October 10, 2017

1 So, with that, I would like to introduce the
2 applicant -- applicant's representative, Colleen Suyama
3 from Munekiyo & Hiraga. And she will take us through the
4 PowerPoint presentation.

5 MS. SUYAMA: Good morning, Commission Members.

6 With me today, also, is Charles Jencks who
7 represents Honuaula Partners, LLC. And as you know, we
8 are the planning consultant for the project.

9 The traffic consultant and engineering
10 consultant, they're not here today, but the traffic
11 consultant was SSFM International and our engineering
12 consultant was Wilson Okamoto Corporation.

13 COMMISSIONER CARNICELLI: Tom, get out of the
14 way, man.

15 MR. BLACKBURN-RODRIGUEZ: How do I look?

16 MS. SUYAMA: Honuaula project is a master
17 planned community. It was approved for 1,400 residential
18 units, of which 1,150 would be on site and another 250
19 would be off-site workforce housing units. Also, 100,000
20 square feet of commercial use was approved, a golf course,
21 recreational and open space uses were also approved.

22 The zoning was granted on April 8, 2008, with
23 the adoption of Ordinance Number 3554, which contained 30
24 conditions of zoning.

25 And, today, the applicant is requesting one of

October 10, 2017

1 those conditions, Condition Number 5, be amended.

2 This is the project location. To orient you --
3 let's see. This is Piilani Highway here. Wailea Ike
4 Drive is located here. And the project is south of Maui
5 Meadows. This is the project site. It's approximately
6 670 acres. To the south is the Makena Resort and to the
7 west is the Wailea Resort.

8 This is the existing conceptual master plan for
9 the project. As you can see, these are the Mixed Use
10 Districts that are located -- oh, no. This is the
11 Apartment District. Sorry. That's located here. The
12 Mixed Use District is this brownish color. And this
13 other, this -- which is supposed to be yellow, which
14 doesn't show very well, is the residential units.

15 What's proposed is that, as part of -- this is
16 the existing conceptual plan. And this is resulting from
17 they had a lawsuit regarding the EIS document that the
18 Maui Planning Commission had approved. And as part of the
19 settlement, they did some changes to their project plans.
20 One of it is that the south area, it's called the South
21 Area Reserve, where most of the archaeological sites that
22 were discovered on the property is located. There, also,
23 is this North Preservation Area which does allow some
24 residential uses interspersed within the area. But the
25 main portion of this project, the North Reserve Area,

October 10, 2017

1 maintains the archaeological and cultural sites that were
2 discovered during surveys that were conducted on the
3 property.

4 At this time, I want to turn over the
5 presentation to Charles Jencks, who will give you a
6 summary and history of the project to date, because I
7 believe most of the Commission Members were not on the
8 Commission when Honuaula came before the Commission.

9 CHAIR DUVAUCHELLE: Thank you.

10 MR. JENCKS: Can you all hear me?

11 Good morning, Members of the Commission, Madam
12 Chair, Mr. Spence.

13 COMMISSIONER CARNICELLI: Good morning.

14 MR. JENCKS: I am Charles Jencks. I am, indeed,
15 the owner representative for Honuaula Partners, I have
16 been since 2001. It's been a long, long journey for me
17 with this project.

18 Colleen Suyama gave you the generalities of the
19 project because -- because many of you -- I've been before
20 you in recent years on various aspects of the project, but
21 I wanted to bring you up to date on -- on a more detailed
22 summary.

23 As Colleen said, the Project District was
24 approved in 2008, and it's subject to something on the
25 order of 30 different conditions, of which one of them,

October 10, 2017

1 Condition 5, is the subject of this meeting today. The
2 purpose of Condition 5 was to deliver affordable housing
3 earlier than you would normally see in the project.

4 The Workforce Housing Bill that we are using
5 today was passed in -- in the Fall of 2006.

6 The discussion on Condition 5 and the need to
7 provide affordable housing followed the approval of that
8 bill. And at the time, the requirement was 50 percent of
9 the project would need to be affordable housing.

10 When the project was approved, the idea was that
11 the ownership of Honuaula, also, owned land in North Kihei
12 that was fully entitled. Everybody recognized that as
13 Light Industrial in the Community Plan and zoned Light
14 Industrial, that would allow for apartments as a permitted
15 use.

16 Our proposal to the Council was to use that
17 land, not as a way to get rid of units in the project, but
18 to get affordable housing delivered earlier than -- than
19 the project because it was clear at the time that a number
20 of conditions for the project would delay getting
21 development actually on the property. One of those is, of
22 course, the widening of the Piilani Highway from Kilohana
23 to Wailea Ike Drive. So the idea was to get housing built
24 earlier than later, affordable housing.

25 In 2012, the Maui Planning Commission heard a

October 10, 2017

1 request for the acceptance of the Final EIS for the
2 project.

3 The EIS was required for two triggers. One was
4 the fact that we are doing a private wastewater treatment
5 facility. And, also, the use of State land to extend the
6 Piilani Highway into the project for additional ingress
7 and egress out of the area in South Maui in general.

8 So the EIS was done. It was submitted to the
9 Planning Commission for acceptance. That acceptance took
10 place in, I think it was, July or August of 2012.

11 And that EIS -- a lawsuit was filed after, at
12 the -- at the end of the appeal period by Sierra Club and
13 Maui Unite against HPL, the Maui Planning Commission, the
14 Mayor, for acceptance -- against acceptance of the EIS.

15 From 2012, from that time, to October of 2016,
16 the project ownership on behalf of the County of Maui was
17 in negotiations with Sierra Club and Maui Unite. And we
18 finally got settlement of that -- of that lawsuit in
19 October of 2016.

20 One of the provisions of that settlement was
21 we -- we asked, because we were involved -- the location
22 of this off-site affordable housing was the subject --
23 part of it was an element of a project that was before the
24 State Land Use Commission on an order to show cause
25 addressing the original decision and order issued in the

October 10, 2017

1 early nineties. We asked the Sierra Club if they would
2 object to us filing for a revision to Condition 5 allowing
3 us some flexibility as to the location of this affordable
4 housing. If we couldn't get through the State Land Use
5 Commission process and fully entitle this piece per their
6 needs, could we then relocate these affordable units into
7 the project proper. And the Sierra Club said,
8 essentially, we wouldn't object to that.

9 So that's another reason why I'm here today,
10 fulfilling that discussion and that commitment to the
11 Sierra Club as part of the settlement agreement.

12 The order to show cause filed with the State
13 Land Use Commission clearly creates some uncertainty for
14 us. It's a 13-acre parcel that's associated or contained
15 within an 88-acre piece. The majority of which is owned
16 by Sarofim Realty, also, and their project name is the
17 Piilani Promenade.

18 We've got to go back to the State Land Use
19 Commission with an EIS. We've got to process a motion to
20 amend the D&O so that we can build this affordable housing
21 project.

22 That's a long process. Our intention is to
23 complete that process and continue on.

24 However, even though there are 250 off-site
25 affordable units in that location, there will still be

October 10, 2017

1 affordable units located in the project Honuaula. So it's
2 not like all of the units that are affordable will be off
3 site. There still will be affordable units in the project
4 as well.

5 The proposal before you, the amendment to
6 Condition 5, doesn't change the commitment. It's still
7 250 units, 125 of which are rental by condition. And our
8 proposal is to build those at 60 percent of the County
9 median, which is at the bottom of the range, which is
10 really truly needed today, and 125 owner-occupied units at
11 120 percent of the County median, which is a very
12 favorable price.

13 We still need to build the two-acre park.

14 If you approve this condition, this revision,
15 some or all of those units can go into the project proper
16 Honuaula. If any of them are built in the Kaonoula Light
17 Industrial Area, around the 13-acre piece, we still have
18 to build the two-acre park. We will -- we are committed
19 to do that.

20 We're simply asking for flexibility in the event
21 we continue to run into difficulties with the State Land
22 Use Commission in their review of the project. We want to
23 move on, we want to build the affordable housing. The
24 quickest and easiest way to do that is in the 13-acre
25 piece, but we want some flexibility so we can continue on

October 10, 2017

1 and build the project. Because, unless we build the
2 units, we can't build the project. So we're just asking
3 for your indulgence in allowing us to continue on in
4 approving this request.

5 I am going to ask a couple questions of you.

6 Number one, I think the project already has
7 30-some-odd conditions and it really can't afford any more
8 conditions. I would ask that you approve this request
9 with no conditions added, give us the flexibility to move
10 forward.

11 And, number two, Madam Chair, before the
12 Commission votes and -- after the discussion and before
13 the Commission votes, I would like the opportunity to at
14 least discuss where you're going before you vote, if
15 that's okay.

16 CHAIR DUVAUCHELLE: That's fine.

17 MR. JENCKS: Thank you. And that's my
18 presentation. Any questions?

19 CHAIR DUVAUCHELLE: We'll take questions after
20 public testimony.

21 MR. JENCKS: Thank you.

22 MS. SUYAMA: Sorry. That was just part of the
23 presentation. We're not done yet. Sorry.

24 This is the correct condition, Number 5, that's
25 currently in the conditions of zoning which requires that

October 10, 2017

1 the 125 units be in the Kaonoulu site, subdivision site,
2 as well as the requirement for the two-acre park.

3 What the applicant is requesting, and this is
4 part of the settlement agreement that they agreed with
5 both the Sierra Club and Maui Unite, is that to amend the
6 condition to allow that the units shall be located either
7 within Project District Number 9, Wailea 670, the green
8 areas are the areas that are being amended, at the
9 Kaonoulu Light Industrial subdivision, or a combination of
10 those locations as determined by Honuaula Partners, LLC,
11 its successors and permitted assigns, and provided that
12 each workforce housing unit shall have a certificate of
13 occupancy.

14 Also, in the event that the 250 workforce
15 housing units, or any portion there are, are constructed
16 at the Kaonoulu Industrial Subdivision, then Honuaula
17 Partners, LLC shall, also, provide a minimum two-acre park
18 at the Kaonoulu Light Industrial Subdivision.

19 So the only change is that if they still to
20 build their housing units at Kaonoulu, they are still
21 obligated to provide that two-acre park for the
22 residential use.

23 This shows you where the Kaonoulu project is.
24 This is Piilani Highway here. Ohukai Road to the north.
25 And this is where the Kihei Charter School is located.

October 10, 2017

1 And this is the total site that was part of the original
2 Kaonoulu subdivision. The project site for the off-site
3 is located here, the 13 acres, while the rest of the
4 project is part of the Piilani Promenade subdivision or
5 shopping center.

6 The reasons for the amendment, Condition Number
7 5 was originally included because it was thought that the
8 Kaonoulu Light Industrial Subdivision was fully entitled
9 and construction could begin relatively soon.

10 The 88-acre Kaonoulu Subdivision received a
11 District Boundary Amendment from the Land Use Commission
12 in 1995. The property -- property was, you know, since
13 sold to two different entities; one, the 13 acres, to
14 Honuaula Workforce Housing, and the other 75 acres to
15 Piilani Promenade.

16 Due to legal challenges and further entitlement
17 requirements for the workforce housing units at Kaonoulu,
18 there is significant uncertainty about the timing and
19 ability to comply with Condition Number 5.

20 The project does meet the Change in Zoning
21 criteria. It is located within the Urban Growth Boundary
22 of the Maui Island Plan. It is consistent with the
23 objectives the Community Plan. It is consistent with the
24 Land Use map which identifies the project site as Project
25 District. And it meets the intent of the Kihei-Makena

October 10, 2017

1 Project District 9, which is to establish permissible land
2 uses and development standards for residential community
3 with single-family and multi-family dwellings, village
4 mixed uses, golf course, and other recreational use --
5 amenities. The amendment does not conflict with this
6 intent.

7 The proposed modifications will not adversely
8 affect or interfere with public facilities and
9 infrastructure. It will not increase the total number of
10 on-site residential units from the 1,150 units originally
11 approved. There would be no impacts to services and
12 infrastructure. Honuaula would be serviced by private
13 water and wastewater systems. And appropriate traffic
14 mitigations will be complied with.

15 Honuaula will complement the development pattern
16 in Kihei-Makena region in a way that is consistent with
17 the vision of the Maui Island Plan and Community Plan.
18 The request to provide all or a portion of the required
19 workforce housing on site does not change this.

20 And this -- this Change in Zoning to the
21 condition does not involve establishment of any
22 Agricultural District.

23 But these are all the criteria that's in the
24 Maui County Code that needs to be met in order to support
25 the Change in Zoning.

October 10, 2017

1 In summary, we respectfully request a
2 recommendation from the Maui Planning Commission to the
3 County Council to amend Condition Number 5 of Ordinance
4 Number 3554 to allow all or a portion of the required
5 workforce housing units to be provided on site at
6 Honuaula.

7 Thank you very much. And we are available for
8 any questions.

9 CHAIR DUVAUCHELLE: Thank you, Colleen.

10 COMMISSIONER CARNICELLI: Thank you.

11 CHAIR DUVAUCHELLE: Okay. At this time, we'll
12 open the floor for public testimony. And then,
13 Commissioners, we can ask questions after.

14 The first person signed up to testify is Mark
15 Hyde. Please state your name and you'll have three
16 minutes.

17 ...Public Testimony Begins...

18 MR. HYDE: My name is Mark Hyde and I'm here
19 appearing on behalf of South Maui Citizens for Responsible
20 Growth.

21 Our organization does not oppose housing, but we
22 believe there's a higher authority. And that's compliance
23 with law.

24 Honuaula is asking this body to put its stamp of
25 approval on a condition that was created by the County

October 10, 2017

1 Council about a decade ago that then violated and
2 continues to violate the lawful and unambiguous language
3 of the Kihei-Makena Community Plan that requires
4 explicitly that this real property known as the Kaonoulu
5 Industrial Park be developed into a customary light
6 industrial use, which is clearly and narrowly defined in
7 the plan as "warehousing, light assembly, service, and
8 (inaudible) industrial operations."

9 I refer you to the definition of Light
10 Industrial in the plan, at Page 55, to the plan map that
11 identifies it as LI or Light Industrial. And to the body
12 of the plan itself, which explicitly describes the use of
13 this property, more so than any other parcel in the plan,
14 for Light Industrial use.

15 The Kihei-Makena Community Plan is law. It was
16 found by the Hawaii Supreme Court from the decision of
17 Godfrey v. Blaine (phonetic), which was reiterated in a
18 case called Leone v. County of Maui. Both cases involve
19 the County of Maui as a party. Both cases bind the County
20 of Maui. And both cases bind this body.

21 Additionally, County Code, Section 2.80B.030
22 states that all agencies shall comply with the General
23 Plan, and administrative actions by agencies shall conform
24 to the General Plan. And as you know, the General Plan
25 includes our Community Plans.

October 10, 2017

1 Finally, the underlying real property is part of
2 the Kaonoulu Industrial Park which is subject to a Land
3 Use Commission order made in 1995 that was and is recorded
4 against the property and runs with the land. That order
5 requires a property to be developed in conjunction with a
6 related development into a 123-lot light industrial park.

7 In 2012, South Maui Citizens for Responsible
8 Growth and other parties sought a -- an order to show
9 cause from the State Land Use Commission compelling
10 Honuaula Partners to show why it is not in violation of
11 Commission's order. A contested case hearing was held.
12 And, in early 2013, the Commission ruled that Honuaula
13 Partners was in violation.

14 STAFF: Three minutes.

15 CHAIR DUVAUCHELLE: Please wrap up.

16 MR. HYDE: I will. Which has, to this day, not
17 been rectified.

18 I suggest that this condition can be acceptable
19 to this body if it were to eliminate reference to the
20 industrial park and require the units to be built in
21 Wailea 670 itself.

22 Secondly, I suggest that this condition can be
23 improved and acceptable to this body if you were to
24 condition it upon the developer first obtaining a
25 Community Plan Amendment --

October 10, 2017

1 CHAIR DUVAUCHELLE: Thank you, sir.

2 MR. HYDE: -- and approval of the State Land Use
3 Commission. Thank you very much.

4 CHAIR DUVAUCHELLE: Thank you. Commissioner
5 Carnicelli.

6 COMMISSIONER CARNICELLI: Thank you, Mr. Hyde.
7 South Maui Citizens for Responsible Growth, you are the
8 president?

9 MR. HYDE: Yes, sir.

10 COMMISSIONER CARNICELLI: How many times have
11 you showed up in front of this body in support of
12 something?

13 MR. HYDE: I can -- I've only shown up here
14 maybe five times. And one time was in support of
15 Honuaula.

16 COMMISSIONER CARNICELLI: Thank you.

17 MR. HYDE: You're welcome.

18 CHAIR DUVAUCHELLE: Any other questions? Thank
19 you, Mr. Hyde.

20 MR. HYDE: Thank you.

21 CHAIR DUVAUCHELLE: Next testifier, Emmanuel
22 Baltazar. I'm not sure if I said that correctly. Please
23 state your name, you'll have three minutes.

24 MR. BALTAZAR: Madam Chairperson, Members of the
25 Maui County Planning Commission, good morning. I am

October 10, 2017

1 Emmanuel Baltazar, I am representing the working families.

2 I am here to support the Honuaula housing
3 project. As a member of the working family working for
4 more than 10 years in Wailea side, we need a housing
5 project that could help us. Traveling from -- traveling
6 from Kahului to Wailea is hard for -- it's very hard for
7 us. So please give the consideration toward discussion
8 and study for this -- for your support.

9 Thank you.

10 CHAIR DUVAUCHELLE: Thank you. Any questions?
11 Thank you, Mr. Baltazar.

12 COMMISSIONER CARNICELLI: Thank you.

13 CHAIR DUVAUCHELLE: Next testifier, Eulyn
14 Valdez. Good morning. Please state your name and you'll
15 have three minutes.

16 MS. VALDEZ: Good morning. My name is Eulyn
17 Valdez. I'm here to support Honuaula housing project, to
18 request a change of zoning.

19 Thank you.

20 CHAIR DUVAUCHELLE: Thank you. Any questions?
21 Thank you very much. Next testifier, Chris Bent.

22 MR. BARUT: Barut.

23 CHAIR DUVAUCHELLE: Sorry. The writing. Please
24 state your name, sir. And you'll have three minutes.

25 MR. BARUT: My name is Chris Barut, also

October 10, 2017

1 representing the working families. I wanna support the --
2 support for the Honuaula project, which is closer to work.
3 Especially traveling from wherever -- wherever we live,
4 like, you know, Central Maui, Upcountry, going to Wailea,
5 sometimes can get very difficult.

6 Thank you.

7 CHAIR DUVAUCHELLE: Thank you. Any questions?

8 COMMISSIONER CARNICELLI: Thank you.

9 CHAIR DUVAUCHELLE: Thank you very much. Next
10 testifier, Teri Sherrow. State your name, you'll have
11 three minutes.

12 MS. SHERROW: Good morning. My name is Teri
13 Sherrow. I live at 620 Kumulani, which is on the border
14 of this property.

15 And I have sent you all a little letter here.
16 And it's, mainly, one of concern because there are about
17 100 of us, 100 homes, that will be impacted severely by
18 the -- the project itself.

19 And we -- we would like to know how many of the
20 affordable homes will be built. And we know that, more
21 than likely, they'll be built first. So where will they
22 be built? Will they be built close to our border or will
23 they be at the southern end?

24 If they are built by our border, we're concerned
25 about the noise and the dirt and everything that happens

October 10, 2017

1 when a building project begins.

2 Where is the staging area? What is the
3 lighting? What time of day will they start? If -- when
4 the actual building is done and the workers are in place,
5 how is that going to impact us?

6 With 100 homes, you can imagine there's at least
7 250, 300 people that will be impacted by this. So my
8 concerns are how it will impact the community adjacent to
9 the land, how much noise, dirt, traffic will the initial
10 build create.

11 And if they're placed in the north end of the
12 project, how will -- will it really create any kind of
13 peace for us while they're -- while they're building?

14 It's suggested that the affordable housing be at
15 the most southern point and the builds start at that end,
16 that it will take a while for us all to be able to
17 integrate what's happening in our neighborhood and it
18 won't impact us severely.

19 We ask that no traffic be allowed through Maui
20 Meadows. No connecting streets through Maui Meadows.

21 From experience, we had -- when the windmills
22 were being built, they -- huge trucks would go by our
23 houses, and at high rates of speed, but over and over and
24 over, all day long, from early morning to late at night.
25 Many of my neighbors -- I lost a cat. Other neighbors

October 10, 2017

1 lost their pets. And it was unusual traffic. And so we
2 do not want that to happen in our neighborhood again if --
3 when they build this project.

4 And, also, they have their own well. And it's
5 not far from where I live. And when they start that well
6 up, which they have for the -- for the project, it sounded
7 like grating chains. And it was -- it shook the house, it
8 shook my neighbors' homes. Something has to be done to
9 remediate the noise from that well. They either have to
10 have some kind of second --

11 STAFF: Three minutes.

12 MS. SHERROW: Oh, gosh. So I have other things
13 here, but --

14 CHAIR DUVAUCHELLE: Please wrap up.

15 MS. SHERROW: Okay. The gulch between us,
16 they've already put their markers. And I've observed
17 through the years -- I lived there 20 -- I bought my home
18 23 years ago. I have observed that gulch like a raging
19 river, with rocks flying up in the air. And I'm concerned
20 that if they remediate that in some way that the water
21 flow will come toward us and not away from us.

22 CHAIR DUVAUCHELLE: Thank you.

23 MS. SHERROW: So thank you.

24 CHAIR DUVAUCHELLE: Any questions? Thank you.

25 Next testifier, Tom Blackburn-Rodriguez. State

October 10, 2017

1 your name and you'll have three minutes.

2 MR. BLACKBURN-RODRIGUEZ: Thank you, Madam
3 Chair. My name is Tom Blackburn-Rodriguez. And I am
4 representing Go Maui.

5 The mission of Go Maui is to empower local
6 residents to obtain housing, educational opportunities and
7 employment in a healthy environment and a vibrant economy
8 while respecting our diverse cultures. You're going to
9 learn more at gomauinc.org.

10 Go Maui is testifying in support of Item D.2. on
11 your agenda this morning or Condition Number 5, a request
12 to provide flexibility as to the location of affordable
13 housing associated with the former Wailea 670 project.

14 The Petitioner has recommitted to building 250
15 affordable housing units, with 125 units being ownership
16 units and 125 being rentals.

17 It should be noted that the affordable units
18 must be built and occupied before the sale of any
19 market-priced units.

20 This request accommodates the reality on the
21 ground and takes into account recent LUC action affecting
22 the site of the earlier proposed housing location in the
23 Piilani Promenade project. That project would have
24 combined with -- 250 units under discussion today with 200
25 additional multi-family units in the heart of Central

October 10, 2017

1 Kihei as allowed under the Light Industrial zoning
2 designation of the property.

3 Go Maui believes this is a reasonable request
4 and does not relieve the developer of their affordable
5 housing responsibilities.

6 We respectfully ask that you approve the
7 request. Thank you very much for the opportunity to
8 testify.

9 CHAIR DUVAUCHELLE: Thank you. Any questions?
10 Thank you very much.

11 Next testifier, Alexis West. Good morning.
12 State your name and you'll have three minutes.

13 MS. WEST: My name is Alexis West. I'm
14 representing hard-working families.

15 And I would really like to go forward with this
16 project because I have friends that have multiple families
17 living in one house, also just one -- like multiple
18 generations living in one house because they can't afford
19 a house to live in on their own.

20 And, also, I believe that every family deserves
21 to live in a house that they can afford and that they can
22 feel safe in.

23 Also, when I graduate from college, I would like
24 to have a house of my own in that -- in that area.

25 And having a house of my own is very important

October 10, 2017

1 to me, especially because I have -- also, when my -- when
2 my grandparents moved here, they bought multiple houses
3 for our family. And as growing up, it was very hard
4 finding a house for my family to live in as well.

5 So going forward with the project would really
6 make me happy. Thank you.

7 CHAIR DUVAUCHELLE: Thank you. Any questions
8 for Ms. West? Thank you.

9 COMMISSION WESTFALL: Thank you.

10 CHAIR DUVAUCHELLE: Next testifier, Kaelina
11 Escobar. Good morning. State your name, you'll have
12 three minutes.

13 MS. ESCOBAR: Good morning. My name's Kaelina
14 Escobar. I'm a junior at Maui High. And I am here today
15 to support the Honuaula project.

16 I believe we need affordable housing for the
17 less fortunate and elderly because the wages here are very
18 low. For example, my grandmother is 58 years old, working
19 four full-time, 40 hours a week, making only \$10 per hour,
20 meanwhile sharing a house with our family.

21 I believe if we don't act now on affordable
22 housing, not only will our people not be able to afford
23 their own home, but, also, the homeless population will
24 increase.

25 I highly support this project for the affordable

October 10, 2017

1 housing on Maui. Thank you for your time.

2 CHAIR DUVAUCHELLE: Thank you. Any questions?

3 Thank you very much.

4 That's all the registered testifiers we have.

5 If anyone else would like to testify, please come forward.

6 And you'll have three minutes.

7 MR. MORAN: Good morning, Chair and
8 Commissioners. And, as always, thank you for your
9 volunteer service to the community. My name is Mike Moran
10 for the Kihei Community Association.

11 We did submit written testimony. And I'm not
12 going to read it, which I normally do and I'm
13 comfortable -- more comfortable doing that, but I want to
14 be very clear. When Ms. Cua said that we opposed this,
15 one interpretation of that would be, well, if you oppose
16 this, it means it goes back to what it was before. And
17 that's certainly not what we want. We don't want all 250
18 units in the North Kihei area.

19 We would rather have all 250 units in --
20 adjacent to Wailea where the rest of the project is. This
21 is what we -- we would go for.

22 And, you know, we're certainly for housing.
23 When somebody said to me what kind of housing, we said,
24 well, number one, affordable rentals, number two,
25 affordable sale of homes.

October 10, 2017

1 So we're -- we're certainly want homes, but we
2 feel it's -- we don't like the elitist kind of concept
3 where, okay, the better off, the richer people can have
4 their homes here in a better area, the lesser people, the
5 working people, have to have theirs stuck up in a light
6 industrial area. So that's what we're looking for.

7 And it's not to say no to this, go back to the
8 original, it's maybe do better than this is offering.
9 Rather than saying, okay, we can put some of them down
10 there, we would rather have all of the 250 homes down in
11 that area, and leave this other area for maybe more
12 housing. That's -- that's where we're coming from.

13 So I -- I hope you had chance to read over it
14 the testimony. I know you guys get tons and tons of
15 material to read, but I think -- if you read through what
16 we said, I think that it's pretty clear where we're coming
17 from.

18 So what options do you have? I'm not quite
19 sure. It's going to be tough. You have five, you have to
20 have agreement. Can you -- can you do that? Can you say
21 we wanna go further than this, we want them all down
22 there? Is that an option for you, to put that kind of a
23 condition on? But, rather than say, no, we don't accept
24 this at all, does that mean, okay, then it'll all go back
25 to light industrial area. That's certainly not what we

October 10, 2017

1 want.

2 So I think rather than read this, as I said, I
3 hope you had a chance to read it, specifically what we're
4 asking for, but that's where we're coming from. So I just
5 wanted to make that clear.

6 Thank you very much for the opportunity to
7 testify.

8 CHAIR DUVAUCHELLE: Thank you, Mr. Moran. Any
9 questions? Commissioner Carnicelli.

10 COMMISSIONER CARNICELLI: Good morning, Mike.

11 MR. MORAN: Good morning, Lawrence.

12 COMMISSIONER CARNICELLI: So I guess I'm a
13 little bit confused as to, you know, when you -- when
14 you're talking about elitists. Because Kihei Community
15 Association includes Wailea, correct?

16 MR. MORAN: Correct.

17 COMMISSIONER CARNICELLI: Correct. So it seems
18 as though the developer is saying I want to be able to
19 build within the project and potentially someplace else,
20 and it's the people that live in Wailea that are saying
21 they don't want -- they don't want it in Wailea. So
22 it's -- it's the community that's saying like, you know,
23 no.

24 MR. MORAN: Well, I don't know, when you say
25 that the Wailea people -- I didn't hear anybody, Wailea

October 10, 2017

1 people --

2 COMMISSIONER CARNICELLI: There's a lady from
3 Maui Meadows who just testified.

4 MR. MORAN: Well, that's not Wailea, my
5 understanding. Isn't that part of Kihei?

6 COMMISSIONER CARNICELLI: That's why I'm asking
7 you if you're all part of the same exact thing. That's
8 why I asked if you -- if you include the whole breadth,
9 right?

10 MR. MORAN: Yeah. Our -- our organization was
11 established 60 years ago to represent South Maui. So that
12 goes from Maalaea all the way down to the Preserve. And
13 the input we get comes -- comes from -- more probably from
14 center Kihei than anywhere else, but we do have members in
15 Maalaea, we do have members in Wailea. And I think you're
16 -- you're confusing. Maui Meadows is not part of Wailea.
17 Wailea has a distinct --

18 COMMISSIONER CARNICELLI: Okay, it's Kihei.
19 It's fine. It's still -- you know, I'm not going to get
20 into a debate over whether Maui Meadows is in Wailea or
21 not. I'm just curious. Anyways, you answered my
22 question. I'm good.

23 MR. MORAN: Good. Thank you.

24 CHAIR DUVAUCHELLE: Thank you. And thank you,
25 Mr. Moran. Any other questions?

October 10, 2017

1 MR. MORAN: Thank you.

2 CHAIR DUVAUCHELLE: I'm sorry, ma'am, you've
3 already testified.

4 MS. SHERROW: He brought me up.

5 CHAIR DUVAUCHELLE: Thank you, but, no.

6 MS. SHERROW: I would like a rebuttal.

7 CHAIR DUVAUCHELLE: All right. Would anybody
8 else like to testify at this time? Please come forward,
9 state your name, you'll have a three minutes.

10 MS. LOPES: Good morning. My name is Desiree
11 Lopes. And I'm here to testify in support of the
12 amendment to Condition Number 5.

13 I am a local resident, born and raised here on
14 Maui, and have been renting my whole life. And I first
15 heard about the affordable housing probably back in 2005.
16 I was kind of excited, woah, maybe there's opportunity to
17 actually own my own house.

18 Well, I've been trying to get into some
19 affordable housing in other projects. And it is not easy.
20 And I have to have help. So, you know, I have to get
21 family members and we have to try and get -- qualify for
22 affordable housing and qualify.

23 Well, then I heard about the affordable rentals
24 on this project. And I thought, well, that's even better
25 because a lot of my friends who cannot even buy, but, let

October 10, 2017

1 alone, cannot even rent, and all have to share and find
2 roommates. And that's not always the best place to live.
3 And so I was really excited about the affordable rentals
4 in this project.

5 And I understand that they're trying to get that
6 built sooner than later. And so I am in support of the
7 amendment to that condition. Thank you.

8 CHAIR DUVAUCHELLE: Thank you. Any questions?
9 Thank you very much. Anybody else wishing to testify at
10 this time?

11 MS. WILLIAMS: Yes. My name is --

12 CHAIR DUVAUCHELLE: Please come forward to the
13 microphone, state your name.

14 MS. WILLIAMS: My name is Carrie Williams.

15 CHAIR DUVAUCHELLE: Wait. Please use the
16 microphone, state your name. You have three minutes.

17 MS. WILLIAMS: My name is Carrie Williams and I
18 lived in Maui Meadows since 2004. And I would like to
19 turn my time over to Teri Sherrow to speak.

20 CHAIR DUVAUCHELLE: She's already spoken. No.
21 I mean, if you have testimony on the agenda item, please
22 speak up.

23 MS. WILLIAMS: Okay. Thank you.

24 CHAIR DUVAUCHELLE: Uh-huh. Anybody else
25 wishing to testify at this time? Please come forward.

October 10, 2017

1 Good morning. State your name. You'll have three
2 minutes.

3 MR. ARNBERGER: I'm Bennett Arnberger. I live
4 at 540 Kumulani. I'm a retired corporate attorney and --

5 VICE-CHAIR HIGASHI: Speak --

6 CHAIR DUVAUCHELLE: Can you speak --

7 VICE-CHAIR HIGASHI: Into the mic.

8 CHAIR DUVAUCHELLE: We're having a hard time
9 hearing you, sir.

10 MR. ARNBERGER: I'm a retired corporate attorney
11 and familiar with such formal processes. And I welcome
12 the opportunity to speak to you on this matter. I'm a
13 little bit new to this game in terms of this project. And
14 I've just recently become interested, but I heard a number
15 of very emotional pleas in terms of affordable housing and
16 providing that. And I think that's absolutely a key
17 interest at this County should serve.

18 I just didn't ever hear any explanation from the
19 petitioner in terms of why that housing should be at the
20 alternative site, or part of it, rather than at the
21 original site that they agreed to originally. And
22 especially when some of the complaints in terms of
23 affordable housing is to get closer to the work site in
24 Wailea, which this alternative site doesn't really
25 accomplish at all.

October 10, 2017

1 I haven't heard any explanation from the
2 Petitioner, that I can find, justifying why this change,
3 this amendment should take place and -- other than the
4 fact that, if you don't agree to it, this could be a
5 crippling to their project. I don't know as if that's
6 what you're sitting in those seats for is to help make a
7 profit.

8 And I think that if they agreed to it
9 originally, it's something they could live with. And
10 that's something they can live with now.

11 Ms. Sherrow asked, briefly, questions about the
12 impact that this might have on the residents of Maui
13 Meadows. Whether it's Wailea, Kihei or whatever, I don't
14 really see what the point of that is. The point is, is
15 that this is construction that's going to be taking place
16 right along the boundary of a residential community.

17 I heard very sound questions being asked by her
18 in terms of what kind of impact this is going to have on
19 the residents along that street, which I will be one of
20 them.

21 And in the Petitioner's presentation, and I
22 invite him to again address this body, and answer those
23 questions --

24 STAFF: Three minutes.

25 MR. ARNBERGER: What kind --

October 10, 2017

1 CHAIR DUVAUCHELLE: Please wrap up, sir.

2 MR. ARNBERGER: I understand. What kind of
3 planning have they done to ensure that noise,
4 construction, dust, dirt, is mitigated, and what are they
5 doing to ensure that the views that people have had for
6 decades are not impacted.

7 Thank you.

8 CHAIR DUVAUCHELLE: Any questions for the --
9 sir. Commissioner Carnicelli.

10 COMMISSIONER CARNICELLI: Good morning. So
11 retired corporate attorney, yes?

12 MR. ARNBERGER: Yes.

13 COMMISSIONER CARNICELLI: Did you happen to read
14 this, that was submitted with the posting for the -- for
15 the meeting?

16 MR. ARNBERGER: No. Would you like to give me a
17 copy?

18 COMMISSIONER CARNICELLI: It's online, you can
19 get it.

20 MR. ARNBERGER: Okay. Great. As I say, I'm new
21 to the game.

22 COMMISSIONER CARNICELLI: I'm just -- I asked
23 you a question. So my other questions is --

24 MR. ARNBERGER: I'm answering it.

25 COMMISSIONER CARNICELLI: -- do you know why

October 10, 2017

1 we're here?

2 MR. ARNBERGER: To consider the requested
3 amendment.

4 COMMISSIONER CARNICELLI: Change in zoning,
5 correct?

6 MR. ARNBERGER: Yes.

7 COMMISSIONER CARNICELLI: Okay. Thank you.

8 CHAIR DUVAUCHELLE: Thank you.

9 MR. ARNBERGER: May I ask you a question?

10 COMMISSIONER CARNICELLI: No.

11 CHAIR DUVAUCHELLE: No. Thank you, sir.

12 MR. ARNBERGER: Why are you so much in favor of
13 this?

14 CHAIR DUVAUCHELLE: All right. Would -- would
15 anybody else like to testify at this time? Okay. Seeing
16 none, public testimony is now closed.

17 ...Public Testimony Closed...

18 CHAIR DUVAUCHELLE: Mr. Jencks, if you would
19 like to take this time to respond. Try to keep it to
20 three minutes or so.

21 MR. JENCKS: Sure. No problem.

22 Well, this -- I tried to take some notes on some
23 of the issues that were brought up. And I'll just run
24 through those very quickly.

25 With respect to Maui Meadows and the

October 10, 2017

1 relationship the project has with Maui Meadows, the zoning
2 approval for the project requires a minimum 100-foot
3 buffer between the boundary of Maui Meadows and any
4 development in the project, a minimum 100 foot. The
5 result of the settlement agreement with the Sierra Club
6 and Maui Unite is that that will be 116 feet between the
7 boundary of Maui Meadows and the rear property line of any
8 units in the project.

9 With respect to the view issue, I can tell you
10 that there was a lot of discussion in the settlement
11 agreement about that. We have agreed that -- and I'm
12 trying to recollect what the settlement agreement says,
13 but we restricted units that would be the closest to Maui
14 Meadows to one story or a maximum 30-foot height which is
15 what the single-family district allows today.

16 At the lower end of the boundary with Maui
17 Meadows for the project, where it flattens out, we have,
18 also, restricted that area. So there will be no
19 multi-family units. By that, I mean multistory. They
20 will be restricted to single-family duplex --
21 single-family duplex/triplex type of product with a
22 maximum height of 30 feet as well.

23 So the idea here is to ease the transition from
24 what Maui Meadows is perceived to be, which is rural, but,
25 actually, it is, I think -- I think we would all agree

October 10, 2017

1 fairly urban given the number of units in the project,
2 into the -- into Honuaula, which is urban. But do that
3 transition with a very large buffer and ease a density --
4 residential density into the project.

5 And I might add that the 10 foot -- or 116-foot
6 buffer is -- is the widest I ever recall anywhere in Maui
7 County for a project between residential projects. It's a
8 huge buffer. That's -- it's the first of its kind.

9 CHAIR DUVAUCHELLE: 116 or 160?

10 MR. JENCKS: 116 feet.

11 CHAIR DUVAUCHELLE: Okay.

12 MR. JENCKS: And for those residents that are
13 here today that live in Maui Meadows, if they go to their
14 back yard, they can see a series of white poles that march
15 mauka-makai. That is the limit. That is the demarcation
16 zone that we've surveyed from 116-foot wide boundary. So
17 that's there for you to look at if you want to look at it.
18 If you like, I'll take you out and show -- show you the
19 boundary.

20 With respect to the drainageways, all of the
21 drainageways on the project, especially those that are
22 closest to Maui Meadows, will be preserved where they are
23 as is. And it is our job to install and create the
24 detention and retention facilities that would make it so
25 that there isn't any additional runoff off the property

October 10, 2017

1 post-development.

2 The recent engineering study calls for a total
3 of 25 or 27 new basins on the property to deal with the
4 additional runoff. So that -- that has been addressed.

5 The well noise, there are -- there are indeed
6 two wells south of Maui Meadows in the project. Those
7 wells were used to assist Ulupalakua Ranch and their
8 contractors in the construction of the large windmill
9 facility in East Maui. They needed the water for dust
10 control purposes and construction purposes and for the
11 windmills and for the road to deliver those huge
12 facilities to East Maui.

13 Those wells were used intermittently. They're
14 no longer being used. They're not even being pumped
15 because there's no activity on the project.

16 We have wells north of Maui Meadows, about 1,000
17 feet, that are part of our well system. And I can assure
18 the residents of Maui Meadows that once those wells are
19 used, the noise will not be an issue. We'll have to
20 comply with all DOH requirement.

21 So I have addressed the drainage, the well
22 noise, the locations of the -- the affordable housing, its
23 location -- looking back at the map that was on the
24 screen. Obviously, you can't build affordable housing on
25 land that has too much of a slope. It's just financially

October 10, 2017

1 impractical. The affordable housing will be built in
2 areas on the property where we have the lowest slopes so
3 it's easy to build and cost-effective to build.

4 Those areas are, coincidentally, around the
5 intersection of Wailea Ike Drive and the Piilani Highway.
6 As I stated previously, a few minutes ago, none of that
7 product, in terms of multistory product, will be close to
8 Maui Meadows. And certainly it will be outside of the
9 116-foot buffer. So -- and it will all be built in, I
10 would say, the northern section of the property close to
11 the Piilani Highway for ease of accessibility and close to
12 the commercial uses on the project, that component of the
13 affordable housing.

14 With respect to this issue about why don't I
15 just do what I'm supposed to do, I want to do what I'm
16 supposed to do by condition. The County Council gave me a
17 condition to build 250 off-site affordable units. I think
18 because they recognized we have entitled land, we can
19 build it and get it built early. If you want affordable
20 housing built, and I think we all do, you want it built
21 sooner than later. I think we would all agree with that
22 as well. You also want to build as cost effectively as
23 possible.

24 Building in North Kihei is what I want to do.
25 I, also, have to build affordable housing in the project.

October 10, 2017

1 My appeal to you and the revision for this condition is,
2 look, I need some flexibility. If I cannot make my way
3 through the State Land Use Commission, I am not
4 successful, I still have the requirement, I'm going to
5 build the 250 units up front first, before anything else
6 is built, before I can occupy any market rate units on the
7 project.

8 So my commitment is still there. I was told to
9 do this, I will do it. I just need some flexibility.
10 Hence the request for the revision of the condition.

11 CHAIR DUVAUCHELLE: Okay. Thank you,
12 Mr. Jencks. Do we -- does the -- court reporter, do you
13 need to take a break or -- would you like to take a break?
14 All right. We're going to take a break until 10:00 a.m.

15 (Recess, 9:56 a.m. to 10:04 a.m.)

16 CHAIR DUVAUCHELLE: Maui Planning Commission is
17 now back in session. Ms. Cua.

18 MS. CUA: Madam Chair, I was hoping you could
19 indulge me for a little bit. I wanted to talk process a
20 little bit. And I probably should have done this before
21 we started.

22 You remember, when you had your training, we
23 talked about all the different types of permits that we
24 process in the Planning Department. And one of them was a
25 change in zoning. And we talked about how a developer, if

October 10, 2017

1 they have -- or just any -- anybody that has a piece of
2 property, that wants to do something on their property,
3 but the zoning is not consistent with the Community Plan,
4 and they need to change their zoning to match the
5 Community Plan. Well, they file change -- change of
6 zoning application. It comes to the Planning Commission.
7 You make a recommend -- you hold the public hearing, you
8 make a recommendation to the County Council. And the
9 County Council is the authority to act on the change in
10 zoning application.

11 What we don't cover in our training is that --
12 because, mostly -- mostly, what you see is what I just
13 said. What you normally do not see is what's happening
14 right here where a project has gone through the entire
15 process, gone through the County Council, received a
16 zoning change and have from one to 30 conditions. And if
17 someone wants to amend one, two, any part, one -- one word
18 in one of the conditions, the law does not allow them a
19 separate process other than the full-blown change in
20 zoning process. So that's what's happening today.

21 To be able to change wording in one of the 30
22 conditions, they have to go through the same process. And
23 that's why they file an application. This particular
24 application, to change the wording of one condition was
25 three volumes. We review it, we send it out to agencies

October 10, 2017

1 for comment, we bring it to you for the public hearing.
2 You are making a recommendation that will be forwarded to
3 the County Council for their ultimate decision.

4 This project is zoned Project District.

5 So another permit that we talked about in our
6 training was the Project District process. And the
7 Project District process has three parts to it.

8 Project District 1 is the creation of the
9 ordinance. That was done for this project when the
10 project got zoning approval with the County Council.

11 The Phase II part of the Project District
12 process has not even occurred yet. I have a Phase II
13 application that has been sitting on my desk for, I don't
14 know, six years.

15 MR. JENCKS: EIS submittal.

16 MS. CUA: Anyway, a very, very long time. That
17 application has, basically, sat because of the challenge
18 to the environmental document. And so at some point, as I
19 understand from the settlement agreement, there is a
20 somewhat different site plan as a result of the settlement
21 agreement that will be formally submitted. And we will
22 come to you with the Project District Phase II processing
23 application. You will hold another public hearing. And
24 you are the authority to act on the Phase II Project
25 District application.

October 10, 2017

1 Then and only then, if -- if you are able to
2 approve that, there's the Phase III process. And the
3 Phase III process is an administrative approval.
4 Sometimes it happens for an entire project, but for -- a
5 lot of times for a Project District process -- Project
6 District is usually so large that it comes in segments.
7 You know, like let's say they want to -- they have a --
8 they want to do part of the residential as a Phase III and
9 then they wanna do maybe some commercial, they'll come in
10 for another Phase III. And, you know, so it -- a lot of
11 times, we have a number of Project District Phase III
12 applications that we process.

13 So, again, I just wanted to kind of put
14 everything in context so you know where we're at. Even
15 though you hadn't seen this Change in Zoning before,
16 you're seeing the amendment to the language now which is
17 processed the exact same way. And you will again,
18 depending on when we're able to bring the Phase II
19 application, if -- if you are still here as -- as
20 Commission Members, you will conduct the public hearing on
21 the Phase II application.

22 Is there any questions about the process?

23 CHAIR DUVAUCHELLE: Thank you.

24 MS. CUA: Okay.

25 CHAIR DUVAUCHELLE: Thank you. Oh, Commissioner

October 10, 2017

1 Higashi.

2 VICE-CHAIR HIGASHI: Ann, I been sitting on this
3 Commission for four years now. And one of the major
4 concerns I have, as a volunteer, I don't get paid, but the
5 requirement for a Commissioner is that we have to read a
6 lot of documents. I spend anywhere from 10 to 20 hours a
7 week reading the documents just so make sure that the
8 information is appropriate for us to react on it. The
9 part that concerns me is that we spend all this time, we
10 act on it, we make a recommendation to the County Council,
11 especially when the vote comes to like seven to two in
12 favor of permitting the permit, and it goes to the County
13 Council and they don't even act on it. Now, to me, that's
14 a slap on the face. We spend all this time as volunteers
15 and, yet, it turns out where all this time is, basically,
16 wasted.

17 Now, I think there's something wrong with this
18 total process because, even the applicants, they spend
19 thousands of dollars trying to get the application
20 approved.

21 And we are responsible to make sure that, I
22 think, the audience says it very clearly, and that is we
23 all need affordable housing. However, nobody wants it in
24 their back yard, they want it someplace else.

25 But I think it's our job to make sure that our

October 10, 2017

1 young people and our older people are taken care of
2 because Hawaii is one of the highest costs of living. And
3 there's no way that they'll be able to afford it unless we
4 start to address the issue of making it affordable.

5 And I know, Ann, you're -- you're a planner, so
6 it's -- you know, it's not your responsibility. But it
7 gets frustrating as a Commissioner to find out that we get
8 stuck with trying to make a decision and a recommendation,
9 and, yet, it goes to the County Council and they turn it
10 down flatly with all the work that we do. Now, something
11 is wrong with that. And I think -- I think they better
12 take a second look at what's happening.

13 And I think today's issue is a good issue about
14 affordable housing. Everybody in Maui know that we need
15 affordable housing. And I think it's high time we -- we
16 get down to the situation where we say, okay, we want
17 affordable housing, but where do we put it.

18 CHAIR DUVAUCHELLE: Okay.

19 VICE-CHAIR HIGASHI: And I think that's a major
20 concern.

21 CHAIR DUVAUCHELLE: Thank you. Do you have a
22 question for Ann or --

23 VICE-CHAIR HIGASHI: Yes.

24 CHAIR DUVAUCHELLE: We agree with you, yeah,
25 very much so.

October 10, 2017

1 VICE-CHAIR HIGASHI: I didn't get to the final.
2 The final thing is how do we get -- how do we get, as a
3 Commission, a place where there is teeth or justification
4 for the things that we are doing as volunteers? And I --
5 and I don't know whether you would be able to answer that,
6 but I -- it is a major issue.

7 And I don't know why the Director Spence would
8 be able to answer that as well.

9 DIRECTOR SPENCE: Just briefly, because it's
10 kind of off topic, by law, the Commission has
11 decision-making authority over certain discretionary
12 permits such as bed and breakfasts, short-term rental
13 homes, special uses, Special Management Area permits, that
14 you have the most teeth of anybody in the County on those
15 kinds of permits. You can add conditions, you can do
16 whatever. I mean, you -- that's a huge amount of
17 authority and a huge amount of teeth, if you want to put
18 it that way.

19 The other -- the other, by -- by Charter and by
20 law, you only make recommendations on things like changes
21 in zoning or traditional permits. And that's as it should
22 be, because you are not -- this is not the legislative
23 body. Only the County Council makes law then to be
24 assigned by the Mayor into law. But you review it and
25 make a recommendation. And that's -- I think that's only

October 10, 2017

1 proper. So -- and some -- you know, the decision-making
2 body can take everything you have to say to heart or they
3 may go, no, maybe not, or whatever. They are the
4 decision-makers in that case.

5 CHAIR DUVAUCHELLE: All right. Thank you. Any
6 questions? Thank you, Commissioner Higashi and Ann.

7 Any questions for the applicant?

8 Discussion from the Commissioners? Commissioner
9 Higashi.

10 VICE-CHAIR HIGASHI: I have a question for
11 Mr. Jencks, the developer.

12 MR. JENCKS: Yes, sir.

13 VICE-CHAIR HIGASHI: You know, every time we get
14 an application come in for a permit --

15 MR. JENCKS: Yes, sir.

16 VICE-CHAIR HIGASHI: -- I know you folks spent a
17 lot of time and money trying to get this thing approved.

18 MR. JENCKS: Yes, sir.

19 VICE-CHAIR HIGASHI: One of the things that
20 always come up with the Commission is the idea about
21 traffic, noise, et cetera. In your particular project,
22 will you be going through places like Maui Meadows rather
23 than doing it independently in your development area and
24 not disturbing the neighbor?

25 MR. JENCKS: Okay. The direct answer is no

October 10, 2017

1 traffic through Maui Meadows for the project. Piilani
2 Highway is the primary access route to and from the
3 project. It is an our interest to reduce the traffic to
4 the extent possible. The project area is large. It's 670
5 acres. At present, something on the order of over 200
6 acres will be in open space and a Native Plant
7 Preservation Area. The bulk of that will be improved to
8 some degree, roadways, builder parcels, subdivisions,
9 those kinds of things.

10 One of the conditions in the project was that we
11 had to do a transportation management plan for not only
12 Wailea 670, Honuaula, but, also, the off-site affordable
13 housing project. We did both. Those have been reviewed
14 by both the County of Maui and the State of Hawaii, State
15 Department of Transportation, and accepted and approved,
16 satisfying that condition.

17 Those plans -- and I can -- I can get Mr. Spence
18 copies -- clearly state what the transportation management
19 plan is, which is with regard to hours of work, keeping
20 heavy trucks, as much as possible, off the highways, not
21 going through Maui Meadows, not going through Wailea
22 Resort. To the extent possible, that's our commitment.

23 We have a huge resource on property in terms of
24 construction material, rock, that will be crushed on
25 property. We can then reduce traffic on the highway that

October 10, 2017

1 way.

2 So we're going to do whatever we can to reduce
3 the cost and the traffic impact and the noise impact.

4 VICE-CHAIR HIGASHI: Thank you.

5 CHAIR DUVAUCHELLE: I have a question for Ann on
6 the verbiage on the change. I, actually, am in support of
7 change, but I have a question on the verbiage. It says
8 that "provided each workforce housing unit shall have a
9 certificate of occupancy," but single-family homes are not
10 issued a certificate of occupancy. So will that language
11 jam them up later?

12 MS. CUA: You know, I know that they would need
13 it for any multi-family.

14 CHAIR DUVAUCHELLE: Correct.

15 MS. CUA: I'm not sure if -- yeah, I agree with
16 you. That is true. I don't know if we might need to
17 amend that a little bit because they -- you do not need a
18 certificate of occupancy for a single-family residence.

19 COMMISSIONER CARNICELLI: So what, change it
20 to --

21 CHAIR DUVAUCHELLE: Mr. -- Mr. Jencks.

22 MR. JENCKS: We have no problem. You can get a
23 certificate of occupancy for a single-family, you just
24 have to request it. We have no problem doing that.

25 MS. CUA: Okay. Good.

October 10, 2017

1 MR. JENCKS: Most of the -- the affordable
2 product that we will build off site would be multi-family,
3 probably stack flats in a two or three-story
4 configuration. The units on site, some of them may be two
5 story, some of them could very well be single-family
6 duplex/triplex type of product.

7 I think the definition of multi-family is three
8 or more units in a structure. If it's less than that, you
9 would just need a final.

10 But if this says "certificate of occupancy,"
11 it's not an issue.

12 CHAIR DUVAUCHELLE: Okay. All right. Thank
13 you.

14 Commissioners, discussion, recommendations.

15 COMMISSIONER CARNICELLI: I, actually, want to
16 get the recommendation. It's her recommendation.

17 MS. CUA: Yeah.

18 CHAIR DUVAUCHELLE: Ann, please.

19 MS. CUA: Thank you, Chair.

20 CHAIR DUVAUCHELLE: I was going let him do your
21 job.

22 MS. CUA: Pursuant to Section 19.510.040 and
23 19.510.050 of the Maui County Code, the proposed request
24 meets the criteria for a Change in Zoning as listed in
25 Items 1 through 5 on Page 2 of your recommendation.

October 10, 2017

1 The Planning Department recommends that the Maui
2 Planning Commission recommend to the Maui County Council
3 approval of the Proposed Amendment to Condition Number 5
4 of Ordinance Number 3554 for the Honuauula Project
5 District.

6 Do you want me to read -- do you want me to read
7 that whole section?

8 CHAIR DUVAUCHELLE: No. I -- I think we're
9 good.

10 COMMISSIONER CARNICELLI: It's on the record.

11 MS. CUA: It's on the record, yeah.

12 The Department notes that all other conditions
13 contained in Ordinance Number 3554 shall remain in effect.

14 And just for your information, that Ordinance
15 3554 with the 30 conditions is attached as Exhibit Number
16 1 to our report. So all the conditions are there.

17 In consideration of the foregoing, the Planning
18 Department recommends that the Maui Planning Commission
19 adopt the Planning Department's report and recommendation
20 prepared for the October 10th, 2017 meeting as its
21 findings of fact and conclusions of law, and authorize the
22 Director to transmit said recommendation and record to the
23 Maui County Council on behalf of the Maui Planning
24 Commission.

25 CHAIR DUVAUCHELLE: Thank you. Commissioner

October 10, 2017

1 Carnicelli.

2 COMMISSIONER CARNICELLI: I move to approve as
3 recommended by staff.

4 COMMISSIONER HUDSON: Second.

5 CHAIR DUVAUCHELLE: Moved by Commissioner
6 Carnicelli, seconded by Commissioner Hudson. All those in
7 favor --

8 COMMISSIONER CARNICELLI: Discussion.

9 CHAIR DUVAUCHELLE: One moment. Discussion.
10 Commissioner Carnicelli.

11 COMMISSIONER CARNICELLI: Thank you, Chair.

12 I would like to just sort of say a couple things
13 before we vote on this. And that is the reason why we're
14 here today is a Change in Zoning, is a change to Item 5 --
15 or Condition 5. View planes, runoff, all those other
16 things, concerns of the neighbors whether or not the
17 affordable housing is going to be next to them or
18 somewhere else in the project, not part of this decision.

19 And I was actually extremely moved by the fact
20 that we had five or six local people take time out of
21 their day to show up and say, you know what, we need
22 affordable housing, which is what this community needs.

23 And we got people trying to throw speed bumps in
24 the road as much as they can, as often as they can. Oh, I
25 want affordable housing, but not here, oh, not like that.

October 10, 2017

1 And it's just -- it's -- it's -- I've had too much coffee
2 today, I admit, and I'm a little grumpy, but it's like,
3 you know what, I don't want people saying they're for
4 affordable housing, but not this kind of affordable
5 housing.

6 This community needs to build 14,000 homes by
7 2025. And we got people that are going to sue over
8 lawyeresque things in the code that they find. And they
9 say, okay, I'm going to sue this and then I'm gonna
10 condition things over and above what the County or the
11 State can even do, because I don't like it the way that it
12 is. It's just like we need to build homes for families.

13 And I'm sorry, I'm on my soapbox right now and I
14 am upset. But it's just like the whole point of saying,
15 oh, not here or not like that, I don't wanna hear it any
16 more. You're either for affordable housing or you're not.
17 You're either for building homes for our families or
18 you're not.

19 And when I see this and I see a developer try
20 and say like, you know what, I got speed bumps thrown in
21 the way and I got -- I've been doing this for over, you
22 know, like a decade, and I'm trying to find another way to
23 build affordable housing. And people showing up and
24 they're testifying against that. I don't understand it.
25 I just don't understand it.

October 10, 2017

1 So, anyways, good luck, Charlie. I don't know
2 if you're going to get it done or not, but good luck.

3 CHAIR DUVAUCHELLE: Commissioner Hudson.

4 COMMISSIONER HUDSON: Thank you.

5 For myself, I find the request reasonable. He
6 wants some flexibility. He has asked for Change in
7 Zoning, but the long and the short of it is he needs some
8 flexibility to get the job done.

9 I am confident that he's going to pursue this as
10 quickly as possible. I am certain he's going to follow
11 the best management practices and do what's right by the
12 community.

13 And I, too, wish you the best of luck.

14 MR. JENCKS: Thank you.

15 CHAIR DUVAUCHELLE: Thank you. Any other
16 discussion? Commissioner Castro.

17 COMMISSIONER CASTRO: I think this is something
18 that's dearly needed, listening to some of the testifiers.
19 And I -- I know where they're coming from, knowing a lot
20 of families that are put together in one single home with
21 hopes of trying to get a chance to either buy a affordable
22 home or even rent a affordable home. So I certainly would
23 support this project.

24 CHAIR DUVAUCHELLE: Thank you. Any further
25 discussion? Okay. Director, would you like --

October 10, 2017

1 DIRECTOR SPENCE: The motion is to recommend to
2 the County Council approval as recommended.

3 CHAIR DUVAUCHELLE: All those in favor, please
4 raise your hands.

5 DIRECTOR SPENCE: That's five "ayes".

6 CHAIR DUVAUCHELLE: Thank you very much.

7 MS. CUA: Thank you.

8 CHAIR DUVAUCHELLE: Thank you.

9 MR. JENCKS: Thank you, Madam Chair. Thank you,
10 Members.

11 CHAIR DUVAUCHELLE: Shall we keep going? Ready?
12 Okay.

13 DIRECTOR SPENCE: Commissioners, we are on
14 Public Hearing Item Number 3, Ms. Cheri, or Cheri,
15 Langdell requesting a short-term rental home permit in
16 Kihei. And that planner this morning is Evelyn Aako.

17 MS. AAKO: I need a moment or two to set up the
18 PowerPoint.

19 CHAIR DUVAUCHELLE: All right. Commissioners,
20 we're going to give them a chance to set up. We'll
21 reconvene at 10:30.

22 (Recess, 10:24 a.m. to 10:32 a.m.)

23 CHAIR DUVAUCHELLE: Maui Planning Commission is
24 now back in session. Director, next agenda item.

25 DIRECTOR SPENCE: Okay. Commissioners, this is

October 10, 2017

1 Ms. Cheri Langdell, Trustee of the Edward Colby Trust
2 requesting a Short-Term Rental Home Permit in Napili. And
3 the staff planner is Evelyn Aako.

4 MS. AAKO: Thank you, Director. And good
5 morning, Madam Chair. Good morning, Commissioners.

6 So, again, this item is under your review
7 because the applicant is requesting STRH permit to operate
8 the proposed Aloha Honu Hale, STRH, located at 34 Papaua
9 Place, in Lahaina. The proposed STRH is for four bedrooms
10 in one dwelling.

11 Pursuant to Maui County Code, the Commission is
12 the approving authority for this STRH because there are
13 two or more permitted STRHs within 500 feet.

14 So Exhibit 5 of the Staff Report illustrates the
15 existing STRHs within 500 feet of the subject property.
16 There are three that are currently permitted as well as
17 another one that's under review and going through the
18 application process for pending -- and pending approval.

19 I have a very, very brief PowerPoint
20 presentation just to -- to review the scope of the STRH.

21 Unfortunately, the applicant, Cheri Langdell,
22 couldn't be here, but her husband, who also oversees the
23 STRH operations, is here to answer any questions and speak
24 to you afterwards. So thanks.

25 So, again, the applicant is Cheri Langdell, the

KCA TESTIMONY TO MC PLANNING COMMISSION OCT 10 2017

Mike Moran for Kihei Community Association (KCA)

ITEM F Director's Report Item 1 Alahele Estates

While we are aware the Director will handle this Administratively, we want to go on the record to state, as the Director stated earlier this year right here, the community plan does have the force of law. The KMCP of 1998 clearly states infrastructure must be concurrent with development, and the residents of this street in So Kihei clearly expressed to the developer at a public meeting, it is already overwhelmed and not equipped to adsorb this added development likely bring 100to 200 more vehicles daily.

When a large number or residents turn out for a public meeting the evening before Christmas eve, (2013) you know there is strong concern. The proposed project is now over 10 years old, and now wants a two year extension. Yes we all want affordable housing, and there seems to no opposition to it, but ignoring the KMCP is not acceptable.

Yes an SMA permit was granted for this location , but not this proposed project, well over a decade ago. Are these permits infinite? Is there ever a time limit when we say too much has changed since it was granted and it must be redone? Does the Department even say no to time extensions?
Mahalo.

ITEM D, 2 HONUAULA PARTNERS requested amendment on location of required workforce housing .

KCA is generally opposed to the location of required workforce housing to a site other than the location of the original project. Thus when the formerly named Wailea 670 project was granted permission to expel this segment from the projects location mauka the Pi'ilani Highway adjacent to Wailea, to a light industrial location in North Kihei, we saw this as unjust, unreasonable and probably elitist.

So now when we see the developer requesting permission to possibly reverse this move partially, seemingly because of a recent unanimous decision of the State LUC, we see a potential to possibly reverse this original prior objectionable decision.

So since the developer has now proposed that having a mixed community in this more desirable area can in fact be achieved, that our workforce residents can in fact live in the same area of more affluent residents, we ask the commission to consider that the complete workforce housing project be all included at the original site adjacent Wailea, & leave the No Kihei Light industrial for just that light industrial

We envision 250 our our workforce families living very close to where expectantly many of them would work in the visitor industry. We see greatly reduce MV traffic on the Pi'ilani Hwy, as workers could potentially bicycle or walk to their jobs at the Wailea resorts. We see equality among our residents in where the reside, not elite ism. Mahalo.

rec'd 9:05 am
10/10/17

Wailea 670/ Honua'ula Project Affordable homes

How many will be built?

How many people projected to live in these dwellings?

Where on the project map do they intend to place these affordable homes?

Will they be multiple dwellings?

How tall? How many units in a building?

Timeline of building out the project?

Concerns:

How will they impact our community adjacent to this land?

How much noise, dirt, traffic will the initial build create?

If they are placed at the North end of the project, the impact will be the greatest to the Maui Meadows community, especially along the border.

There are over 100 families that will be impacted by this project along the Maui Meadows border so we would like to get this right from the beginning.

It is suggested that the initial worker affordable housing be at the most Southern point of the project and placed beyond the area where the Maui Meadows will not be impacted by the many cars, trucks and sounds of the workers.

We ask that NO traffic be allowed through Maui Meadows and that there be NO connecting streets between the neighborhoods.

We know from experience:

When the windmills were built, there were constant trucks from very early morning and all day disrupting our lives, killing our pets, and created a cacophony of sounds that vibrated throughout our homes.

The use of their well, that started very early morning created very loud noises that sounding like large chains being rattled and actually shook my home.

If the building of the project begins away from our border, we will be spared the aggravation of the constant noise.

The staging area, trucks etc need to be away from the border.

I am also concern about the gulch between us. Right now their markers are showing the separation between the borders of our properties. I know and have seen the raging river that is created by the water that rushes down from the mountain, throwing rocks into the air as it rushes down the steep area, and the water flows much further South than where the present markers are and I wonder where will the water go? Will it be contained on that side and then rise to change the natural flow, causing flooding to all of our border properties?

Is it possible for a "good neighbor" council to be created, to work out the details of how this project will directly impact over the hundred people who live along the border of the project?

We presently see The Southern Cross low in the horizon just over Wailea 670 Honua'ula and with the present plan for lights, will that too be taken away along with our ocean views, peace and quiet?

Mahalo,

Teri Sherrow

620 Kumulani Dr

Maui Meadows, HI 96753

To: Maui Planning Commission (MPC)
From: South Maui Citizens for Responsible Growth (SMCRG)
Date: 10/2/17
Re: **10/10/17 Agenda Item D.2**

South Maui Citizens for Responsible Growth **opposes** Honua'ula's request for modification of Condition 5 unless approval is conditioned on the applicant first

- (1) obtaining amendment of the 1995 Land Use Commission Order requiring the underlying land to be developed into a 123-lot light industrial park and
- (2) securing an amendment to the Kihei Makena Community Plan (KMCP)

should any of its workforce housing be located within the Kaonoulou Industrial Park.

In support, SMCRG asks the MPC to take official notice of the proceedings and orders in Hawaii state Land Use Commission (LUC) Docket # 94-706 which in the first instance requires Honua'ula's 13 acre parcel to be developed into a 123-lot light industrial park in addition to a subsequent determination by the LUC finding Honua'ula in violation of that order for failing to develop its land as represented to the LUC. Maui County was a party to these proceeding and is similarly bound by the result and, by extension, so is the MPC.

Second, the MPC must enforce the KMCP which specifically designates the underlying property for light industrial use, both in the land use map (see pages 55 and the associated map) and in explicit language in the plan at page 18, item k.

The KMCP has the force and effect of law, as declared by the Hawaii Supreme Court in the Gatri case and by the state court of appeals in the Leone case, both decisions involving the KMCP. The County of Maui was a party in each of these cases and is bound by the outcomes.

Aside from judicial precedent, the MPC is obligated to act in accordance with the county's general and community plans per Maui County Code section 2.80B.030 which states "All agencies shall comply with the general plan, and administrative actions by agencies shall conform to the general plan"

Respectfully submitted,

Mark Hyde
President

CHANGE OF ZONING APPLICATION

Please print legibly or type the following.

Permit Number(s): CIZ _____ - _____

PROPERTY ADDRESS & INFORMATION

Project Name: Honua'ula	Tax Map Key No.: (2)2-1-008:056 and 071
Total Area: 670 acres	Valuation*: Not Applicable

Physical Address/Location of Project:

East side (mauka) of the intersection of Pi'ilani Highway and Wailea Ike Drive

* Total cost or fair market value, as estimated by an architect, engineer, or contractor licensed by the State of Hawaii Dept. of Commerce and Consumer Affairs; or, by the administrator of Dept. of Public Works, Development Services Administration.

DESCRIPTION OF PROPOSED ACTIVITY OR DEVELOPMENT**Describe the existing use:**

Vacant

Describe the proposed use:

See Attachment "A"

LAND USE DESIGNATIONS	Existing	Proposed
State Land Use District Boundary	Urban	Urban
Maui Island Plan	Urban Growth Boundary	Urban Growth Boundary
Community Plan	Project District 9	Project District 9
County Zoning	Kihei-Makena Project District 9	Kihei-Makena Project District 9
Other (i.e. SMA)	Project District	Project District

CONTACT INFORMATION

APPLICANT INFORMATION				
Name(s): Honua'ula Partners, LLC	Email: ---			
Mailing Address: 1999 Avenue of the Stars, Suite 2850, Los Angeles, California 90067				
Phone Number(s)	(bus) (310) 824-2200	(hm) ---	(cell) ---	(fax) ---
Signature(s): See Letter of Authorization (Section 4)		Date: ---		

CONSULTANT INFORMATION				
Name(s): Tessa Munekiyo Ng, AICP, Munekiyo Hiraga	Email: planning@munekiyohiraga.com			
Mailing Address: 305 High Street, Suite 104, Wailuku, Hawai'i 96793				
Phone Number(s)	(bus) (808) 244-2015	(hm) ---	(cell) ---	(fax) 244-8729
Signature(s): <i>Tessa Ng</i>		Date: 5/30/17		

OWNER INFORMATION				
Name(s): Honua'ula Partners, LLC	Email: ---			
Mailing Address: 1999 Avenue of the Stars, Suite 2850, Los Angeles, California 90067				
Phone Number(s)	(bus) (310) 824-2200	(hm) ---	(cell) ---	(fax) ---
Signature(s): See Letter of Authorization (Section 4)		Date: ---		

Attachment A

Honua'ula is a master-planned community approved for 1,400 residential units (1,150 onsite units and 250 offsite workforce housing units), 100,000 sq. ft. of commercial use, including a golf clubhouse, an 18-hole golf course, and recreation and open space uses. The zoning for the 670-acre Honua'ula project site was granted with the adoption of Ordinance No. 3554 on April 8, 2008, establishing Project District No. 9 (Wailea 670). The zoning was approved subject to 30 conditions of zoning.

Honua'ula Partners, LLC ("Applicant") is requesting a Change of Zoning to amend Condition No. 5 of Ordinance No. 3554, which states:

That Honua'ula Partners, LLC, its successors and permitted assigns, shall provide workforce housing in accordance with Chapter 2.96, Maui County Code (the "Residential Workforce Housing Policy"); provided that, 250 of the required workforce housing units shall be located at the Kaonoulu Light Industrial Subdivision and completed prior to any market-rate unit, that 125 of those workforce housing units shall be ownership units, and that 125 of those units shall be rental units. In addition, construction of those workforce housing units shall be commenced within two years, provided all necessary permits can be obtained within that timeframe. Honua'ula Partners, LLC, its successors and permitted assigns, shall provide a minimum two-acre park at the Kaonoulu Light Industrial Subdivision, which shall be credited toward the requirements of Section 18.16.320, Maui County Code, for that subdivision.

The Applicant is requesting an amendment to Condition No. 5, as follows: (New material is underscored and material deleted is bracketed)

That Honua'ula Partners, LLC, its successors and permitted assigns, shall provide workforce housing in accordance with Chapter 2.96, Maui County Code (the "Residential Workforce Housing Policy"); provided that, 250 of the required workforce housing units shall be located either within Project District No. 9/Wailea 670 or at the Kaonoulu Light Industrial Subdivision, or a combination of those locations, as determined by Honua'ula Partners, LLC, its successors and permitted assigns, and provided that each workforce housing unit shall have a certificate of occupancy [and completed] prior to the sale of any market-rate unit, and further provided that 125 of those workforce housing units shall be ownership units, and that 125 of those units shall be rental units. [In addition, construction of those workforce housing units shall be commenced within two years, provided all necessary permits can be obtained within that timeframe.] In the event that the 250 workforce housing units, or any portion thereof, are constructed at the Kaonoulu Light Industrial Subdivision, then Honua'ula Partners, LLC, its successors and permitted assigns, shall provide a minimum two-acre park at the Kaonoulu Light Industrial Subdivision, which shall be credited toward the requirements of Section 18.16.320, Maui County Code, for that subdivision.

The Applicant is seeking to amend Condition No. 5 to provide all or a portion of the required workforce housing units onsite within the 670-acre Honua'ula project site. While Applicant proposes to move either all or a portion of the 250 workforce housing units from the Ka'ono'ulu Light Industrial Subdivision onsite within the Honua'ula project, the total number of allowed units within the 670 acres will not exceed 1,150 units onsite, as originally approved. The Applicant is not requesting an increase in the total number of units at Honua'ula as part of this proposed amendment to Condition No. 5.