I. PROJECT INFORMATION

A. PURPOSE OF THE PROJECT ASSESSMENT REPORT

This Project Assessment Report has been prepared to address the content requirements of Maui County Code (MCC) 19.510.010.D, "Content of Application". The Project Assessment Report provides a detailed description of the Project and other pertinent documentation for decision making. The documentation provided in this report is drawn from the Project's Final Environmental Impact Statement (FEIS), December 2016, which received a Finding of No Significant Impact (FONSI) determination and acceptance from the State Land Use Commission on January 20, 2017 (See: Appendix A, "Final Environmental Impact Statement (FEIS)"). The State Land Use Commission's acceptance of the FEIS was published in The Environmental Notice, Office of Environmental Quality Control, on February 8, 2017 (See: Appendix B, "February 8, 2017, The Environmental Notice").

B. PROJECT APPLICANT

The Project Applicant is Waikapū Properties LLC.

Table 1: Project Applicant

Contact	Telephone/Email	Address
Mike Atherton	209-601-4187 athertonisland@gmail.com	Maui Tropical Plantation 1670 Honoapi'ilani Highway Waikapū, HI 96793
Albert Boyce	209-239-4014 albertboyce@gmail.com	Waikapū Properties, LLC P.O. Box 1780 Manteca, CA 95336

C. LAND OWNERSHIP

Waikapū Country Town (WCT) or (the Project) land is owned in fee simple by various ownership entities.

Table 2: WCT Land Ownership

Ownership Group	Parcel(s)	Acres		
Waikapū Properties LLC	(2) 3-6-004:003	657.195		
	(2) 3-6-006:036	0.72		
	(2) 3-6-004:006	52.976		
MTP Land Partners LLC	(2) 3-6-005:007	59.054		
and the Filios, William Separate Property Trust				
Wai'ale 905 Partners LLC	(2) 3-6-002:003	521.40		
	(2) 3-6-002:001	284.826		
TOTAL		1576.171		

D. LAND USE CONSULTANT

The Project Assessment Report, and associated FEIS, was prepared by a qualified team of urban planning, landscape architectural, engineering, socio-economic, archaeological, cultural, and environmental professionals. See pages I-2 through I-4 of the FEIS (Appendix A of the Project Assessment Report) for a complete list of the FEIS preparers. The prime consultant for the FEIS is shown in Table 3.

Table 3: FEIS Prime Consultant

Firm	Expertise	Contact Information			
Planning Consultants	Urban	Michael J. Summers			
Hawaiʻi, LLC	Planning	President			
		2331 W. Main Street			
		Wailuku, HI 96793			
		Telephone: 808-244-6231			
		Email: msummers@planningconsultantsHawaii.com			

E. LAND USE PLANNING AND ENTITLEMENT WORK THROUGH FEBRUARY 2018

The WCT is a master planned community that was initially proposed to the Maui Island Plan's (MIPs) General Plan Advisory Committee (GPAC) in February 2009. Over the ensuing nine years there has been a continuous effort by the Applicant, and its' team of professional consultants, to engage the Waikapū community, conduct detailed technical analysis, and work with State, County, and Federal agencies and stakeholder organizations to ensure a community that serves resident needs and mitigates its development impacts. Key milestone events since February 2009 include:

Inclusion of the WCT into the Maui Island Plan (December 2012);

- Publication of the Project's Environmental Impact Statement Preparation Notice in the May 23,
 2015 edition of The Environmental Notice;
- Publication of the Draft Environmental Impact Statement (DEIS) in the February 8, 2016 edition of The Environmental Notice;
- Publication of the Final Environmental Impact Statement (FEIS) in the January 8, 2017 edition of The Environmental Notice;
- The Hawaii State Land Use Commission acceptance of the FEIS on January 20, 2018 and the
 publication of the acceptance determination in the February 8, 2017 edition of The
 Environmental Notice (See Appendix B); and
- The Hawaii State Land Use Commission reclassification of the project area from the State Land
 Use Agricultural District to the State Land Use Rural and Urban Districts on February 26, 2018
 (See Appendix D).

F. PROJECT LOCATION

The Project is located in Central Maui at the Maui Tropical Plantation (MTP), 1670 Honoapi'ilani Highway, Wailuku, Maui, Hawai'i. The boundaries of the project include lands that are makai (east) and mauka (west) of the Honoapi'ilani Highway and that extend north and south of the existing MTP. (See: Figure 1, "Regional Location Map" and Figure 2, "Aerial Location Map").

G. TAX MAP KEYS

The entire property, including the lands that are to remain in agricultural use, is identified by the following six Tax Map Key Numbers (See: Figure 3, a-d: "TMK Maps"):

Table 4: Project Tax Map Key Numbers

Project Tax Map Key Numbers
(2) 3-6-005:007
(2) 3-6-002:003
(2) 3-6-004:003
(2) 3-6-002:001
(2) 3-6-006:036
(2) 3-6-004:006

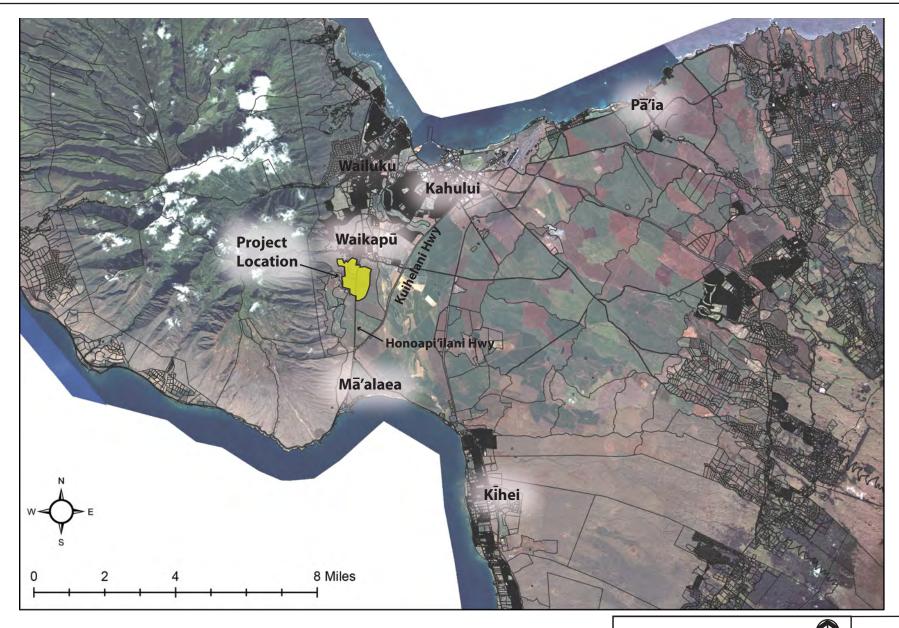


Figure 1
Regional Location



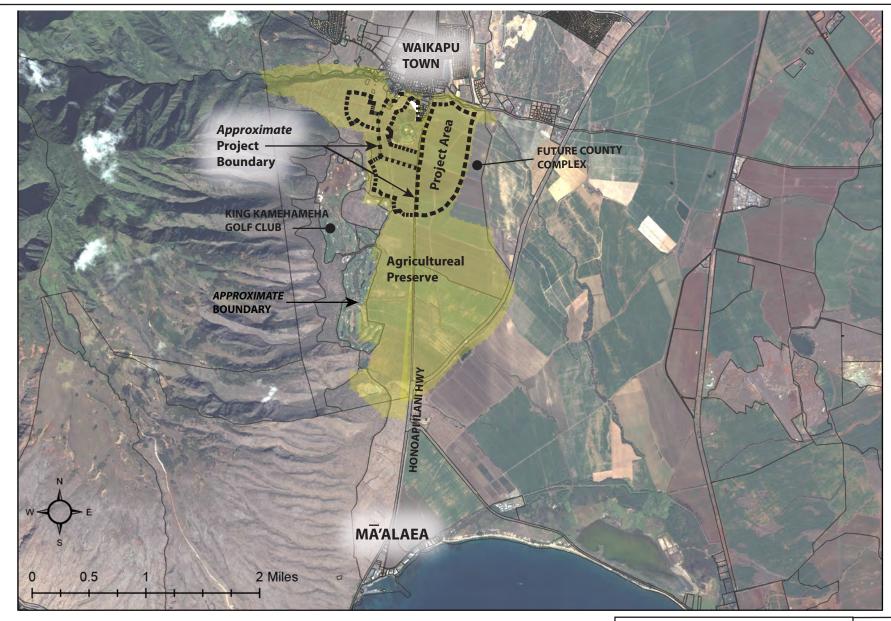
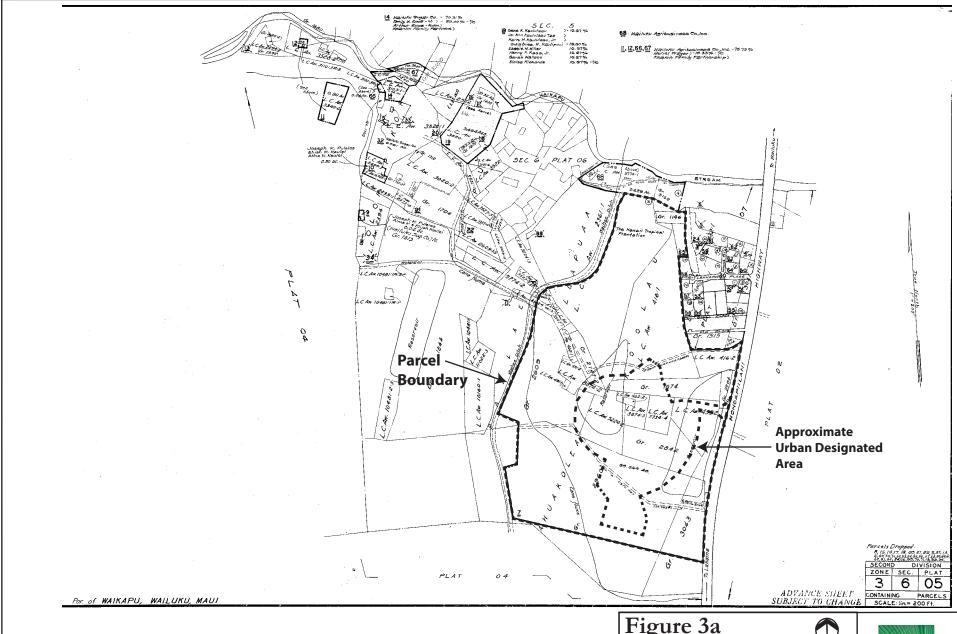


FIGURE 2

AERIAL LOCATION



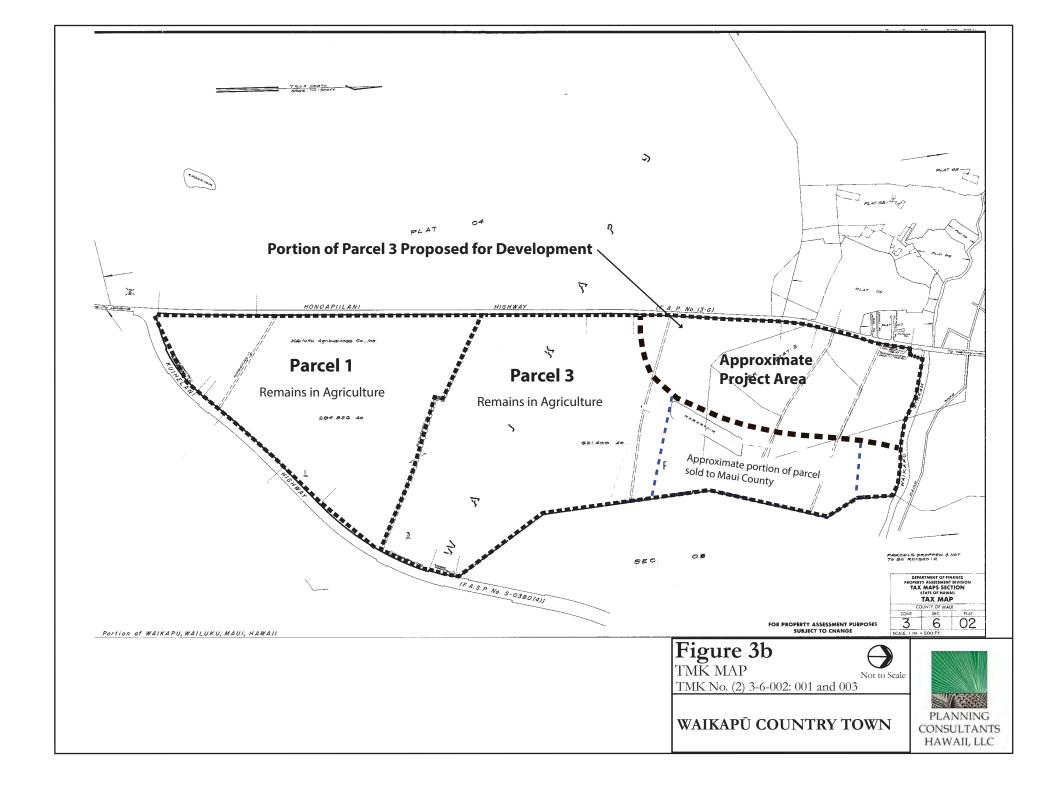


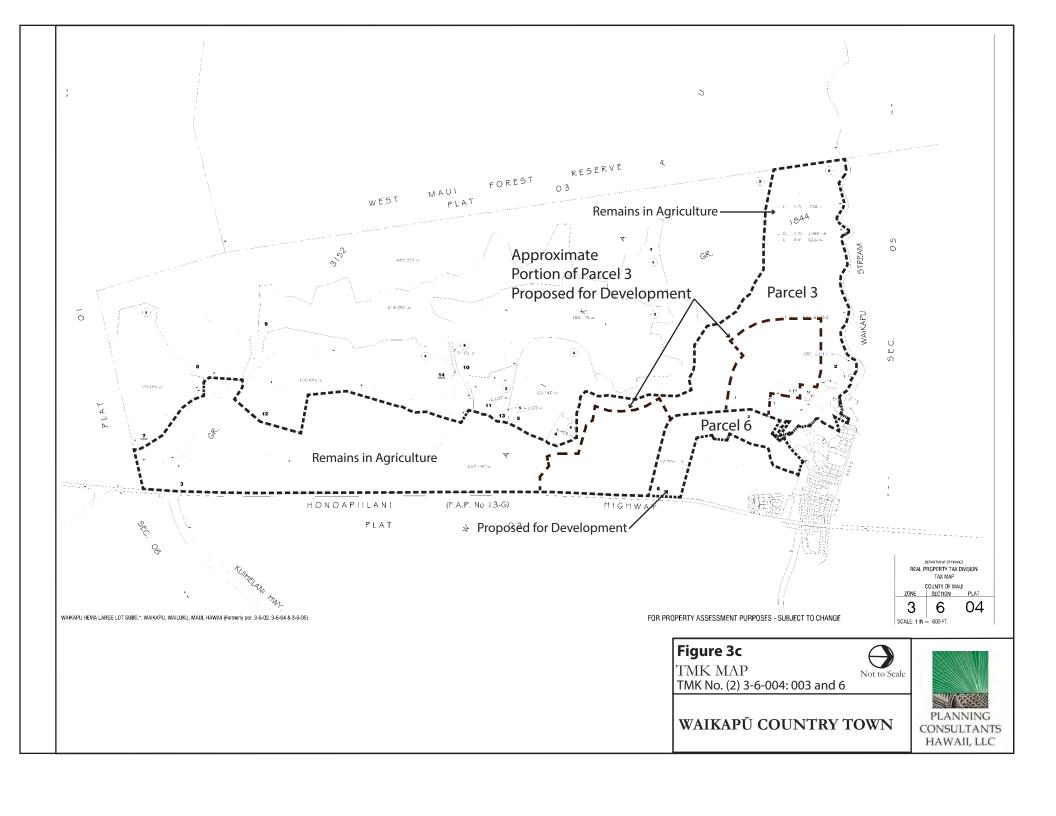


TMK No. (2) 3-6-005:007

Not to Scale







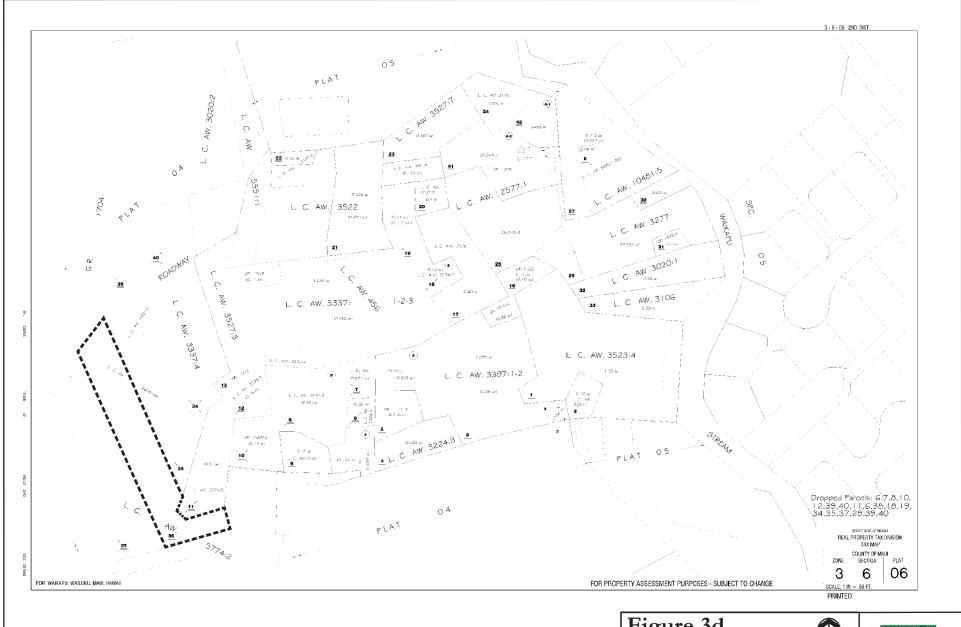


Figure 3d TMK MAP TMK No. (2) 3-6-006:036



Not to Scale



H. LAND AREA

The land area owned by the various ownership entities comprises 1,576.171 acres. The property proposed for development encompasses approximately 495.905 acres. Lands not proposed for urban or rural development will remain within the State Agricultural District (See: Figure No. 4, "Project Area Illustration" and Appendix E and F, Proposed Community Plan Amendment Maps and Proposed Change in Zoning Maps).

I. TOPOGRAPYY AND SOILS

The Project lies within the fertile Central Maui isthmus, between the town of Wailuku to the north and Mā'alaea to the south. The elevation on the mauka development site ranges from approximately 350-feet above mean sea level at its southeasterly corner to approximately 710-feet above mean sea level at its northwesterly corner, with a slope averaging approximately 8 percent. The elevation on the makai development site ranges from approximately 256-feet above mean sea level at a low point along the southerly border to approximately 408-feet above mean sea level at the northwesterly corner, with a slope averaging approximately 4 percent.

There are three soil series and seven soil types within the area proposed for development. The soil series are Pulehu Series, 'Tao Series and the Wailuku Series. Each series consists of well-drained soils that are on alluvium fans formed from weathered basic igneous rock. The topography is gentle to moderately sloping, and the soil series are highly suited for both agriculture and urban development. The specific soil types are shown in Figure No. 35, "USDA Soils Map" and Table 26, "Waikapū Country Town Soil Types" of the FEIS on pages IV-3 - IV-5 (See Appendix A of the Project Assessment Report).

J. EXISTING LAND USE

The Applicant purchased the bulk of the property from Wailuku Agribusiness Company between 2004 and 2006. Today, approximately 1,561.451 acres are used for diversified agriculture, ranching as well as the agricultural activities of the Maui Tropical Plantation. The lands currently being used for agricultural purposes include the following TMK's:

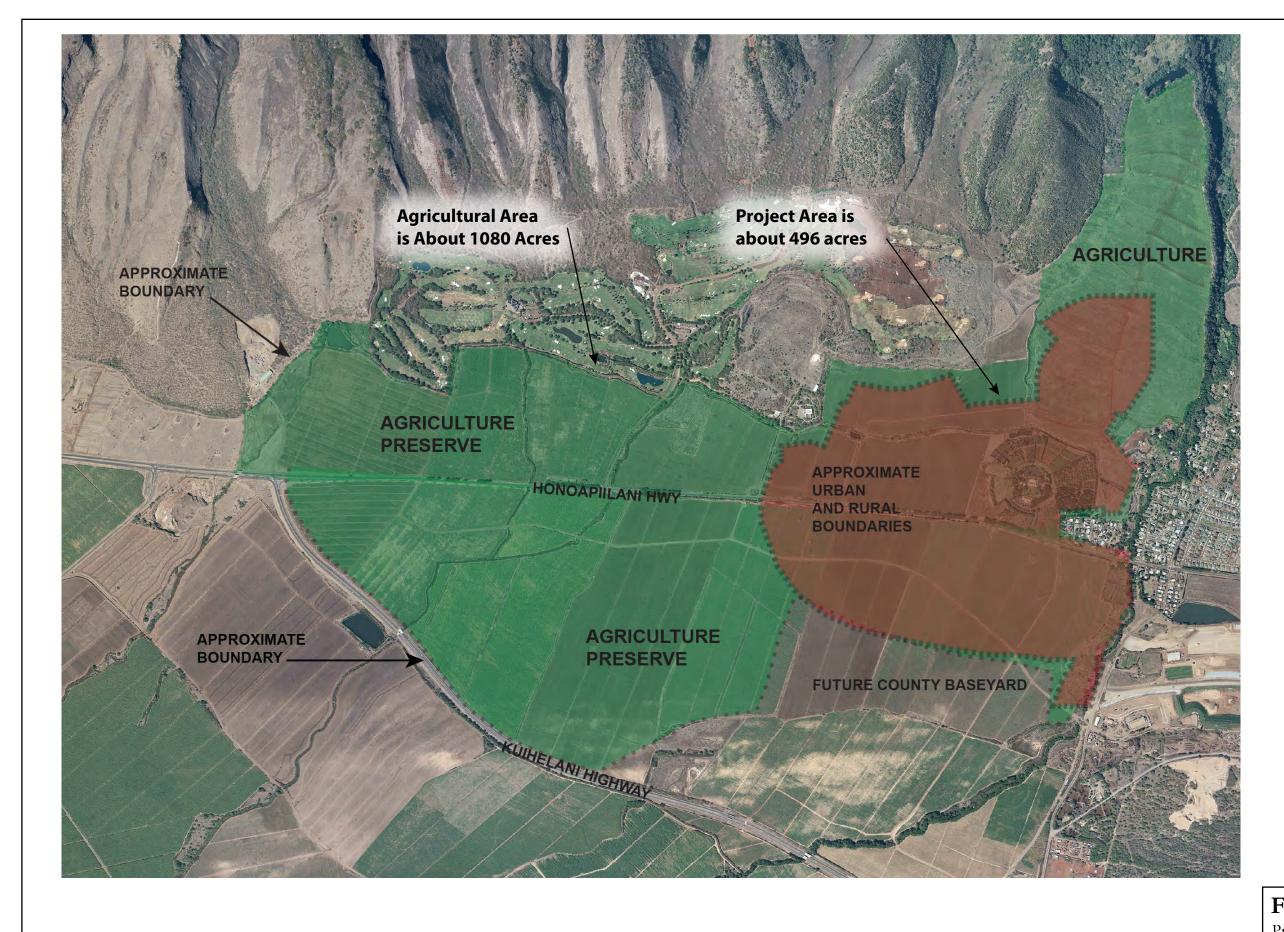


Figure 4 Project Area Illustration

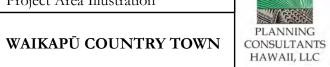


Table 5: Approximate Acreage of WCT Lands in Agricultural Use

TMK Number	Acres
(2) 3-6-005:007 (Portion)	45.054
(2) 3-6-004:003	657.195
(2) 3-6-004:006	52.976
(2) 3-6-006:036	0.721
(2) 3-6-002:003	521.40
(2) 3-6-002:001	284.826
TOTAL	1,561.451

The commercial component of the MTP, located on an approximate 14-acre portion of TMK (2) 3-6-005:007, continues to be a visitor destination that is based on a tropical agricultural theme. As in previous years, the facility integrates ongoing agricultural activities with daily tours, restaurants, gift shops, farm stands, and adventure tours. Surrounding the MTP are the diversified farming operations of Kumu Farms, Hoaloa Farms, Hawaiian Taro, Makani Olu Ranch, Beef and Bloom and Pacific Biodiesel's planting of Sun Flowers to produce bio-fuel. The existing town of Waikapū, Census Designated Place population of 2,965 (Maui County Data Book, 2012), abuts the project area's northern boundary. MTP facilities include a 9,389 square feet country store/gift shop and a 15,821 square feet restaurant/special events hall with seating for up to 500. There are also a number of smaller structures that serve as artist studios and gift shops. The most popular attraction at the MTP is a daily tram ride, which offers a guided tour of the abutting agricultural fields and tropical lagoon and gardens. The special events hall is popular for weddings, fund raising campaigns, parties and performances. In recent years the facility has attracted approximately 100,000 visitors per year.

Kumu Farms and Hoaloa Farms conduct their agricultural operations along the northern, eastern and western perimeter of the MTP. Kumu Farms specializes in organically grown fruits, vegetables and herbs and is well-known for its Moloka`i farm, which sells organic strawberry papayas throughout Hawaiʻi and on the U.S. Mainland. Hoaloa Farms is owned by farmer and University of Hawaiʻi taro researcher Bobby Pahia. Hawaiian Taro grows dry land taro, banana and sweet potato and other Hawaiian canoe crops. Makani Olu Ranch is raising a herd of Texas Longhorn cattle and Beef and Bloom raise Black Angus cattle on the higher elevation agricultural lands. Pacific Biodiesel is currently growing a sunflower crop of

approximately 15 acres, with plans to expand its production to approximately 115 acres to produce biofuel on WCT's southwestern agricultural lands. In July 2016 HC&S announced it would no longer lease WCT lands for agriculture. Kumu Farms, Hoaloa Farms, Hawaiian Taro, Makani Olu Ranch, Beef and Bloom, and Pacific Biodiesel have already expanded their production within these lands. These lands may also be leased to other viable farming operations.

A detailed photographic inventory of the site is presented in Chapter II.C of the FEIS, Figure No. 8, A-N, on pages II-5 – II-19 of the FEIS (See Appendix A of the Project Assessment Report).

K. SURROUNDING LAND USES

The project site is bound to the south by agricultural lands that are owned by the Applicant and that are used for diversified agriculture. To the west are agricultural lands that rise to the base of the West Maui Mountains. These lands are used for diversified agriculture and grazing cattle. To the east are agricultural lands that were recently acquired by the County of Maui for a County baseyard and regional park complex. Beyond the County owned property is agricultural land that A&B Properties proposes to develop. The proposed A&B development, known as Wai'ale, may include up to 2,550 residential units together with civic and commercial uses. In 2014 A&B Properties obtained a State Land Use Commission District Boundary Amendment from Agriculture to Urban to entitle the Wai'ale Development. To the north is the Waikapū Stream, which separates the proposed development from Waikapū Town. Waikapū Town is comprised mostly of single-family residences. Many of these residences were constructed from the early 1900s through the 1950s for workers of the Wailuku Sugar Company. The older neighborhoods are located along East and West Waiko Roads and are bound by the Waikapū Cemetery to the east, the Waikapū Stream to the south, and the mauka reaches of West Waiko Road. In recent years development has begun to stretch north, towards Wailuku, both mauka and makai of Honoapi'ilani Highway.

L. DETAILED LAND USE HISTORY OF THE SITE

The history of Waikapū, including the project site, is well documented in the FEIS and in studies prepared for the project's FEIS. These historic and cultural studies include:

 A History of Waikapū (August 2009) by Jill Engledow incorporated as Appendix N of the FEIS (See Appendix A of the Project Assessment Report);

- A Cultural Impact Assessment for the Waikapū Country Town Development by Hōkūao
 Pellegrino contracted by Hana Pono, LLC incorporated as Appendix F of the FEIS (See
 Appendix A of the Project Assessment Report); and
- A Final Archaeological Inventory Survey (AIS) prepared by Archaeological Services
 Hawaii (Revised September 2017) and incorporated as Appendix I of the Project

 Assessment Report.

Historically, the WCT properties have been used for agriculture, from the pre-contact Hawaiian period through the rise and fall of the sugar industry and now to a diversified agricultural production model. Of the approximate 456 acres proposed for development, only a 14 acre portion the MTP site, TMK (2) 3-6-005:007, has been used for commercial purposes since the 1980's.

As documented in the above-referenced studies, Waikapū once had a thriving Hawaiian population that sustained itself through farming wetland kalo, fresh and saltwater fishing, and the gathering of stream life and native plants. This lifestyle was made possible by the abundance of natural resources in the area, especially the presence of surface water resources from the Mauna Kahālāwai (West Maui Mountains). The following is an excerpt from the Cultural Impact Assessment (CIA) Report:

A conservative estimate confirms that at the time of the Māhele of 1848, over 1,400 lo'i kalo were under cultivation throughout the Waikapū ahupua'a on a total of about 800 acres. The origin of kalo was and continues to be a fundamental aspect of the Hawaiian culture and the genealogy of the Hawaiian people. At one time, there were over 400 varieties of kalo, however with the decline of kalo cultivation, only 84 traditional heirloom varieties continue to exist. Farming kalo was accomplished utilizing two methods; lo'i (flooded field / patch) and māla (non-flooded upland garden that received sufficient moisture from rainfall). Both styles produced high yields. In Waikapū, lo'i kalo was the dominant method of farming due to the once abundant fresh water resources of the Waikapū Stream.

By the early 1900s however, the cultural landscape had increasingly changed due to impacts of the sugar plantation and the amount of water resources used to grow this export crop. A visitor to Waikapū in the late 1860s wrote, "the vestiges of extensive wet kalo plantations, are now almost obliterated by sugarcane cultivation; a few here and there are preserved in plantation camps and under house and garden sites along the roads. The waters of this great stream, now utilized for irrigating a great acreage of sugarcane, was formerly diverted into lo'i." The decline of kalo cultivation was prevalent throughout Waikapū and Nā Wai 'Ehā and elsewhere on Maui.

The CIA further documents that by 2013 fewer than 15 lo'i kalo on a total of 2 acres of kuleana land are in cultivation and that descendants of the original kuleana farm land owners in Waikapū comprise less than 1% of the current residences.

Table 6 summarizes the historical land uses and more significant recent events associated with the WCT's lands.

Table 6: Historical Land Use of the WCT Lands

Date	Land Use
Pre-contact	A thriving traditional native Hawaiian agricultural community with
through mid-1800's	expansive irrigation and agricultural systems in place.
1820's through	Introduction of the production of small quantities of sugar cane,
early 1860's	cattle ranching and coffee with farming of traditional Hawaiian crops.
Early 1860's	Rapid expansion of sugarcane farming and the displacement of water,
through 1880	lands and labor away from the farming of traditional Hawaiian crops
	to sugarcane.
1880's through	Continued rapid expansion, peak and decline of the farming of
1950s	sugarcane under various ownership entities. Development and
	transport of surface and artesian water resources to service
	sugarcane production. In migration of foreign labor and support

Date	Land Use				
	facilities to service sugar workers.				
1955	Waikapū stable area subdivided for house lots				
1982	The Maui Planning Commission grants a Special Use Permit to				
	establish the Maui Tropical Plantation (MTP) on 8.92 acres.				
1984	Wailuku Sugar Company dissolves and becomes Wailuku Agribusiness				
	Company (subsidiary of C. Brewer) and starts planting pineapple and				
	macadamia trees.				
1984 through 1986	MTP Plantation Market and restaurant constructed.				
1988	Wailuku Agribusiness Company harvests its last sugar cane.				
1992	The Maui County Council grants a Community Plan Amendment and				
	Change in Zoning to establish Wailuku-Kahului Project District 5,				
	"Maui Tropical Plantation" on 59.054 acres. The action zoned 14				
	acres for the MTPs commercial uses and the remaining acres for				
	agricultural uses.				
1990 through 2016	HC&S assumes the growing of sugarcane over much of the WCT				
	lands.				
1997	Pineapple growing ceases to be farmed on the mauka lands.				
2005	WCT's agricultural lands are purchased by the Applicant and various				
	ownership entities				
2006	MTP lands are purchased by the Applicant and other ownership				
	entities				
2005 to Present	Diversified agricultural operations are established on agricultural				
	lands. HC&S discontinues sugarcane production on makai lands.				
	Diversified agriculture is expanded to makai lands.				

M. OPEN VIOLATIONS

A review of KIVA records has identified no open violations on any of the subject properties.

N. STATE AND COUNTY LAND USE DESIGNATIONS

1. State Land Use Districts

The Applicant concluded a petition for District Boundary Amendment (DBA) through the State Land Use Commission on February 26, 2018. The purpose of the DBA was to change the lands proposed for development from the State Land Use Agricultural District to the Rural District and the Urban District. The Findings of Fact, Conclusions of Law, and Decision and Order and Certificate of Service are included as Appendix D of the Project Assessment Report. Of the 1,576.171 acres under ownership, approximately 1,080.27 acres will remain within the State Land Use Agricultural District. These lands are located outside of the project area boundaries as shown on the proposed Community Plan Amendment and Land Zoning Maps (See: Figure 4, "Project Area Illustration"; Appendix E, "Proposed Community Plan Maps"; and Appendix F, "Proposed Change in Zoning Maps").

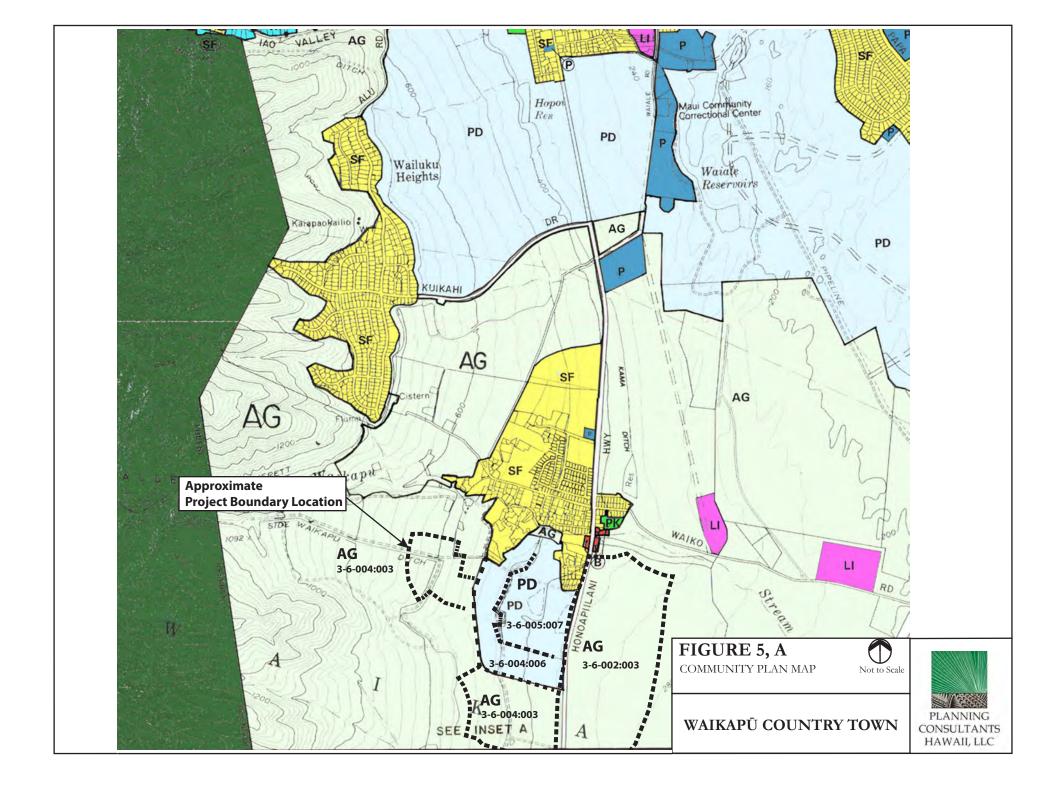
2. Wailuku-Kahului Community Plan Designations

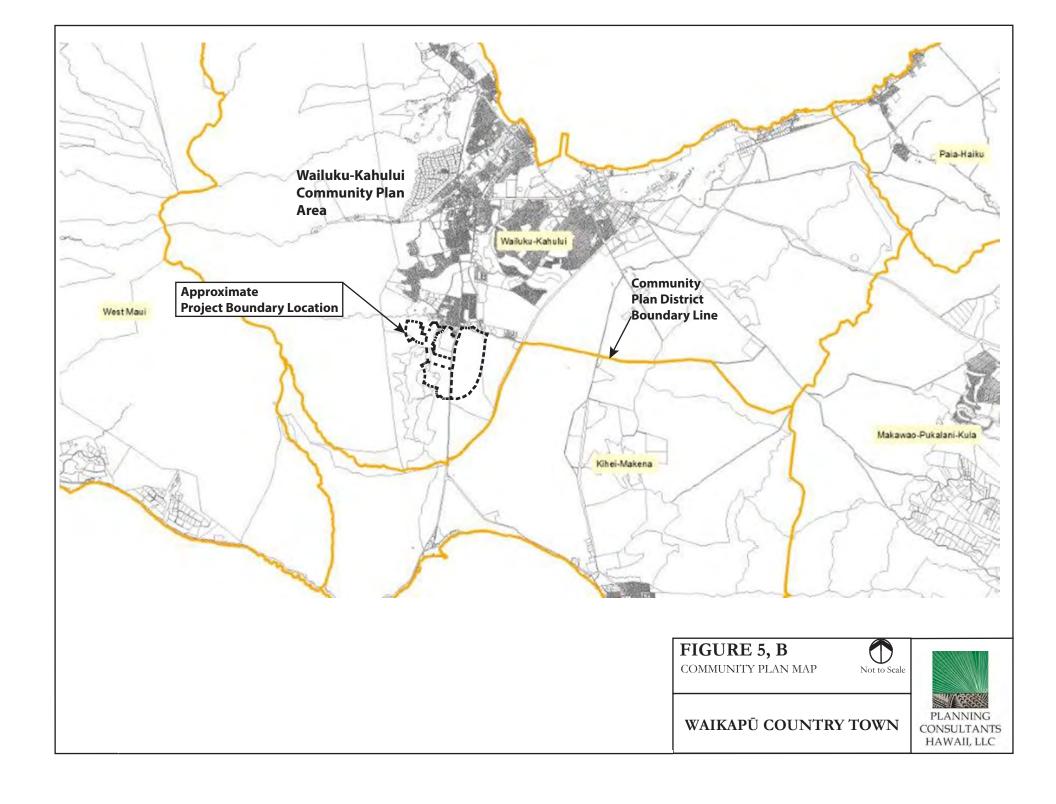
Of the 1,576.171 acres under ownership, about 1,464.141 acres are designated Agriculture by the Wailuku-Kahului Community Plan and about 112.03 acres are designated Project District (See: Figure No. 5, A-B "Wailuku-Kahului Community Plan Designations"). Table 7 identifies the current community plan designations for parcels that comprise the project area and surrounding agricultural lands.

Table 7: Wailuku-Kahului Community Plan Designations

Ownership Group	Parcel(s)	Acres ¹	Community Plan	
Waikapū Properties LLC	(2) 3-6-004:003	657.195	Agriculture	
	(2) 3-6-006:036	0.72	Single-Family	
	(2) 3-6-004:006	52.976	Project District	
MTP Land Partners LLC (2) 3-6-005:00		59.054	Project District	
and the Filios, William				
Separate Property Trust				
Wai'ale 905 Partners LLC	(2) 3-6-002:003	521.40	Agriculture	
	(2) 3-6-002:001	284.826	Agriculture	
TOTAL	·	1576.171		

¹ Acreage derived from TMK Maps





3. County Zoning Districts

Of the 1,576.171 acres under ownership, approximately 1,517.177 acres are located within the County's Agricultural District and 59.054 acres are located within the County's Project District PD-Wk/5 (<u>See</u>: Figure No. 6, "County Zoning Map"). Of the 59.054 acres within PD-Wk/5, about 14.00 acres are zoned Commercial and about 45.054 acres are zoned Agricultural. Table 8 identifies the current zoning designations for parcels that comprise the project area and surrounding agricultural lands.

Table 8: County Zoning Districts

Ownership Group	Parcel(s)	Acres ² County Zoning		
Waikapū Properties LLC	(2) 3-6-004:003	657.195	Agricultural	
	(2) 3-6-006:036	0.72	Single-Family	
	(2) 3-6-004:006	52.976	Agricultural	
MTP Land Partners LLC (2) 3-6-005:007		59.054	Project District (PD-WK/5)	
and the Filios, William				
Separate Property Trust				
Wai'ale 905 Partners LLC	(2) 3-6-002:003	521.40	Agricultural	
	(2) 3-6-002:001	284.826	Agricultural	
TOTAL		1576.171		

O. REQUIRED ENTITLEMENTS AND APPROVALS

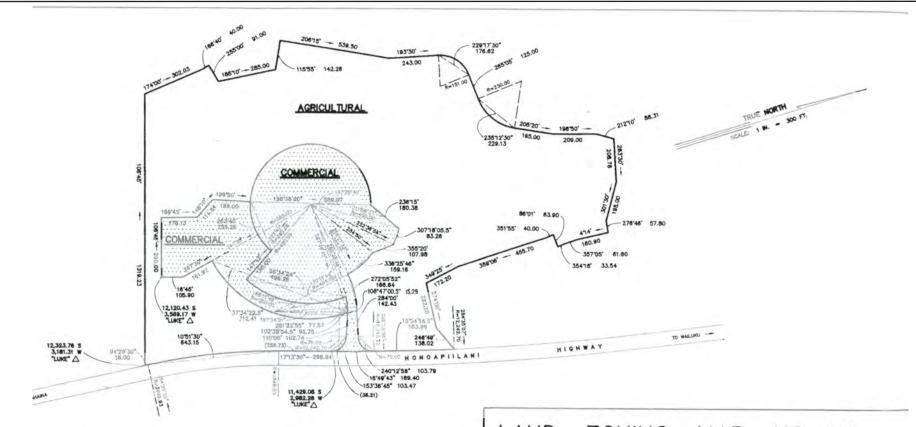
1. Community Plan Amendment (CPA)

The land area proposed for development is within the MIPs Rural and Small Town Growth Boundaries and is identified in the MIP as a Planned Growth Area. The MIP was adopted in December 2012 to provide a directed growth strategy for the island. The MIPs Planned Growth Area description for the WCT is located in Appendix C.

The Wailuku-Kahului Community Plan was adopted by the County in 2002. In order to implement the MIPs Directed Growth Strategy, the Wailuku-Kahului Community Plan will need to be updated.

.

² Acreage derived from TMK Maps



LAND: AGRICULTURAL COMMERCIAL

AREA:

45.054 ACRES 14.000 ACRES

TOTAL = 59.054 ACRES

X MAP KEY: 3-6-05 : PORTION OF 7

LAND ZONING MAP NO. 412

CHANGE IN ZONING - WAILUKU, MAUI FROM COUNTY AGRICULTURAL DISTRICT TO WAILUKU /KAHULUI PROJECT DISTRICT PD-WK/5

APPROVAL: County Clerk

APPROVAL:

PUBLIC HEARING DATE: II-05-91 ADOPTED BY COUNTY COUNCIL: 10 - 2 - 92 ADOPTED BY MAYOR: 10 - 5 - 92 ORDINANCE NO .: 2159 (BILL No 69(199)

DATE:

SCALE: 1" = 300'

1-42

OFFICE OF THE COUNTY CLERK 200 SO. HIGH ST., WAILUKU, MAUI, HAWAII, 96793

FIGURE 6



MTP LAND ZONING MAP NO. 412 Not to Scale (2) 3-6-005:007



In order to develop the Project, Community Plan Amendments are required for the approximate 495.905 acres that comprises the project area. The existing MTP properties, which includes TMK Nos. (2) 3-6-005:007 and (2) 3-6-004:006, will require an amendment from Wailuku-Kahului Project District No. 5 (Maui Tropical Plantation) to a new community plan designation, Waikapū Country Town. The new community plan designation will implement the proposed uses and character of development as described in the MIPs description of the Planned Growth Area (See Appendix C of the Project Assessment Report) and as presented in the WCT Master Plan (See: Figure 7, A-B, Illustrative Land Plan).

Figure 5, A-B, "Wailuku-Kahului Community Plan Map", identifies the existing Wailuku-Kahului Community Plan designations. Table No. 9 identifies the parcels and acreages requiring a Community Plan Amendment for all or a portion of the property. Appendix E, "Proposed Community Plan Amendment Maps", identifies the lands subject to a request for Community Plan Amendment from Agriculture and Project District 5 to a new community plan designation, Waikapū Country Town.

Table 9: TMK Parcels Requiring a Community Plan Amendment

Ownership	Parcel	TMK	Existing	Acres	Proposed
		Acres	Community	³ Subject	Community
			Plan	to CPA	Plan
			Designation		Designation
Waikapū Properties LLC	(2) 3-6-004:003	657.195	Agriculture	138.728	Waikapū
					Country Town
	(2) 3-6-004:006	52.976	Project	53.630	Waikapū
			District 5		Country Town
	(2) 3-6-006:036	0.72		0.721	Waikapū
					Country Town
MTP Land Partners LLC and	(2) 3-6-005:007	59.054	Project	59.054	Waikapū
the Filios, William Separate			District 5		Country Town
Property Trust					
Wai`ale 905 Partners LLC	(2) 3-6-002:003	521.40	Agriculture	243.772	Waikapū
					Country Town
TOTAL				495.905	

³ Acreage derived from metes and bounds survey prepared by Fukumoto Engineering, Inc.

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