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Attorneys for Petitioners

BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Petition) DOCKET NO. A15-798
of:)
) DIRECT TESTIMONY OF MICHAEL
WAIKAPU PROPERTIES, LLC; MTP) ATHERTON
LAND PARTNERS, LLC; WILLIAM S.)
FILIOS, Trustee of the William)
S. Filios Separate Property)
Trust dated APRIL 3, 2000; and)
WAIALE 905 PARTNERS, LLC,)
)
To Amend the Agricultural Land)
Use District Boundaries into)
the Rural Land Use District for)
certain lands situate at)
Waikapu, District of Wailuku,)
Island and County of Maui,)
State of Hawaii, consisting of)
92.394 acres and 57.454 acres,)
bearing Tax Map Key No. (2) 3-)
6-004:003 (por) and to Amend)
the Agricultural Land Use)
District Boundaries into the)
Urban Land Use District for)
certain lands situate at)
Waikapu, District of Wailuku,)
Island and County of Maui,)
State of Hawaii, consisting of)
236.326 acres, 53.775 acres,)
and 45.054 acres, bearing Tax)
Map Key No. (2) 3-6-002:003)
(por), (2) 3-6-004:006 and (2))
3-6-005:007 (por).)

1 DIRECT TESTIMONY OF MICHAEL ATHERTON

2 My name is Michael Atherton.

3 I am a manager of Waikapu Properties, LLC, MTP Land
4 Partners, LLC and Waiale 905 Partners, LLC, which collectively
5 are the Owners.

6 I provided testimony to the Commission on January 18,
7 2017 when the Owners and William Filios asked the Commission to
8 accept the Final Environmental Impact Statement for the Waikapu
9 Country Town project.

10 I am before you today on behalf of the Petitioners
11 asking the Commission to approve the change of State Land Use
12 Classification of 145.286 acres of land from Agricultural to
13 Rural and to approve the change of State Land Use
14 Classification of 351.582 acres of land from Agricultural to
15 Urban. The lands which we are asking to be reclassified are
16 located in the area of Waikapu which is located in the central
17 valley of Maui at the bottom of the West Maui Mountains.

18 Before I describe the project in very general terms,
19 I will tell you a little about myself and the Owners. I grew
20 up in California in a farming family. I am a farmer and have
21 been growing coffee since 1974.

22 In 1979, I started buying lots and building homes for
23 sale. Since 1979, I, through my construction company, built
24 over 3,000 single-family and multifamily residential housing

1 units.

2 I learned that lots were not always available, which
3 impacted my ability to keep my construction company busy. So
4 that my construction company would have lots available, I
5 learned how to buy undeveloped land, obtain the permits and
6 approvals needed to subdivide the land, and complete the
7 subdivision process so that there would be lots available for
8 construction.

9 I also developed land for commercial and industrial
10 uses. My construction company also built commercial and
11 industrial buildings.

12 With almost forty years of experience in development
13 and construction, I learned that one of the most important
14 pieces for a successful project is to speak with and
15 accommodate if possible the neighbors, the community groups and
16 the administrative bodies that regulate land.

17 The Petitioners have four principals who are myself,
18 Albert Boyce, Bill Filios and Larry Anderson. Albert, Bill,
19 Larry and I have been developing land together for over 20
20 years. About ten years ago, I was visiting Maui at a time when
21 one of the bigger agribusinesses was stopping operations.

22 Among the land that was to be sold was the Maui
23 Tropical Plantation (MTP) and lands that adjoined the MTP.
24 Since these lands were next to Waikapu and a proposed extension

1 of Waiale Road, I believed that there might be an opportunity
2 for us to develop an area that would provide housing and
3 agriculture. Over the past ten years I described my vision as
4 an agrihood which is a neighborhood that provides housing and
5 agricultural opportunities. Since these were my passions, my
6 vision seemed natural and my vision of the Waikapu area seemed
7 natural.

8 One of the first things that I did after buying the
9 lands was to reach out to my neighbors and discuss my vision of
10 what would become WCT. After I met with my neighbors, the
11 Owners hired consultants to convert the vision, with the input
12 and suggestion of the neighbors, into a plan. While we
13 continued to meet with our neighbors, we expanded our contacts
14 to community groups and groups that were concerned with the
15 environment, with smart development and with growth on Maui.
16 The WCT plan was reviewed with the groups which provided
17 suggestions and comments on the plan and the plan was revised
18 to address those comments and suggestions. We then got
19 involved with the administrative bodies who were addressing
20 planning and growth on Maui. We went through the Maui Island
21 Plan process and continued to revise the WCT master plan to
22 address comments received in the process.

23 The WCT master plan that will be presented to you
24 isn't my plan and isn't our consultants' plan. Rather the WCT

1 master plan is the community's plan of what they wanted for the
2 Waikapu area.

3 Over the past ten years, I learned a lot about
4 Waikapu and Maui. I learned that Waikapu once was a town with
5 its own identity and that the neighbors and the community
6 wanted to keep Waikapu as a country town.

7 I am proud that the WCT master plan will allow us to
8 achieve the neighbors' and the communities plan for Waikapu.
9 We will have a main street with commercial spaces that are
10 consistent with a small town and not with big box retailers.
11 We will have residential units that are close enough to the
12 commercial spaces that those who live in WCT will be able to
13 walk or bicycle to shops, restaurants, the post office, the
14 doctor's office and even to work.

15 I believe that WCT is the right project in the right
16 location at the right time. Our consultants will address the
17 technical issues that you will consider. On behalf of Albert,
18 Bill and Larry, I ask you to approve our request and make the WCT
19 agrihood possible.

20 Thank you for the opportunity to speak.

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DATED: Waikapu, Hawaii, ~~October~~ ^{November} ____, 2017.



MICHAEL ATHERTON