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Attorneys for Petitioner
Kapolei Properties LLC f/k/a
Kapolei Property Development LLC

BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Petition of

KAPOLEI PROPERTY DEVELOPMENT,
LLC

To Amend the Agricultural Land Use District
Boundary Into The Urban Land Use District
for Approximately 344.519 Acres Of Land At
'Ewa, O'ahu, Hawai'i, Tax Map Keys: 9-1-014:
Por. 33, 34, And 35 And 9-1-15: Por. 20

DOCKET NO. A06-763

PETITIONER'S LIST OF EXHIBITS;
EXHIBITS "N" - "V"; PETITIONER'S
LIST OF WITNESSES; CERTIFICATE OF
SERVICE

**PETITIONER'S LIST OF EXHIBITS; EXHIBITS "N" - "V"; PETITIONER'S
LIST OF WITNESSES; CERTIFICATE OF SERVICE**

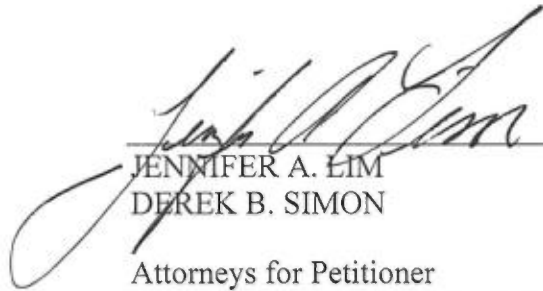
Petitioner KAPOLEI PROPERTIES LLC, formerly known as Kapolei Property Development LLC ("**Petitioner**"), by and through its legal counsel, CARLSMITH BALL LLP, hereby respectfully submits to the Land Use Commission of the State of Hawai'i, Petitioner's List of Exhibits; Exhibits "N" through "V"; Petitioner's List of Witnesses, regarding Petitioner's Motion For Extension of Time to Complete Project and to Change Petitioner's Name and Amend Caption filed on August 8, 2018.

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LAND USE COMMISSION
STATE OF HAWAII

Petitioner reserves the right to amend its list of exhibits and identify additional exhibits not expressly noted herein in response to any pleadings, arguments, exhibits or witnesses identified by any party.

Petitioner reserves the right to call as witnesses any witness named by any other party. Petitioner reserves the right to amend its list of witnesses and identify additional witnesses not expressly noted herein in response to any pleadings, arguments, exhibits or witnesses identified by any party.

DATED: Honolulu, Hawai'i, November 5, 2018.



JENNIFER A. LIM
DEREK B. SIMON
Attorneys for Petitioner
KAPOLEI PROPERTIES LLC

LAND USE COMMISSION DOCKET NO. A06-763
PETITIONER KAPOLEI PROPERTIES, LLC'S LIST OF EXHIBITS

EX. NO.	DESCRIPTION	PARTY OBJECTIONS	ADMIT
Exhibits A - M were filed on August 8, 2018 with Petitioner's Motion for Extension of Time to Complete Project and to Change Petitioner's Name and Amend Caption, in Docket No. A06-763.			
A.	Articles of Amendment to Change Limited Liability Company Name, filed with State of Hawaii Department of Commerce and Consumer Affairs, June 3, 2013		
B.	Figure showing Petition Area and surrounding areas and State Land Use Districts		
C.	Figure showing City and County Zoning Districts of Petition Area and surrounding areas		
D.	City and County of Honolulu Ordinance 08-25 rezoning land in Kapolei, Ewa, Oahu		
E.	Petitioner's Annual Report to Land Use Commission, dated November 18, 2017		
F.	Petitioner's Annual Report to the Department of Planning and Permitting, dated December 1, 2017.		
G.	Harborside Project Phasing Plan		
H.	State Historic Preservation Division letter dated August 26, 2009, approving Preservation Plan		
I.	State Department of Transportation Harbors Division letter dated June 7, 2018, from Darrell T. Young, Deputy Director of Transportation		

J.	Industrial Land Market Assessment for the Kapolei Harborside Project Area, Colliers International Hawai'i, dated February 27, 2018		
K.	City and County of Honolulu approved final subdivision map dated February 23, 2018		
L.	Oceanwide Resort Community HI LLC fee owner's letter of authorization		
M.	KSEP LLC fee owner's letter of authorization		
N.	Resume of Mike Y. Hamasu, Colliers International, Director of Consulting and Research, Hawaii		
O.	Written direct testimony of Mike Y. Hamasu		
P.	Resume of Stephen H. Kelly		
Q.	Kapolei Properties LLC PowerPoint slides		
R.	Pages from Kalaeloa Barbers Point 2040 Master Plan re Kalaeloa Harbor Access Rd		
S.	September 2016 emails between State of Hawaii Department of Transportation and, Chad McDonald, P.E., LEED AP, of Mitsunaga & Associates, Inc., consultant for Kapolei Properties LLC		
T.	November 26, 2014, letter from State of Hawaii Department of Transportation to Christina Hawk of Mitsunaga & Associates, Inc., consultant for Kapolei Properties LLC and Aina Nui Corporation, regarding approval of phase 1 construction plans of Harbor Access Road		

U.	December 1, 2016, letter from State of Hawaii Department of Transportation to Christina Hawk of Mitsunaga & Associates, Inc., consultant for Kapolei Properties LLC and Aina Nui Corporation, regarding approval of phase 2 construction plans of Harbor Access Road		
V.	2011 correspondence between State of Hawaii Department of Transportation and R.M. Towill Corporation, consultant to Kapolei Development LLC, regarding Kapolei Harborside drainage master plan		

LAND USE COMMISSION DOCKET NO. A06-763
PETITIONER KAPOLEI PROPERTIES LLC'S LIST OF WITNESSES

NAME/ORGANIZATION/POSITION (list in order of appearance)	TO BE QUALIFIED AS AN EXPERT WITNESS IN:	SUBJECT MATTER	EXHIBIT NUMBER(S)	WRITTEN TESTIMONY	LENGTH OF DIRECT
Mike Y. Hamasu	Hawaii industrial real estate markets	Industrial market demand and Hawaii industrial real estate market	C, G, J, N, O	Yes	10
Stephen H. Kelly	NA	Project development	A - M, P-V	No	15 - 20



Michael Y. Hamasu

DIRECTOR OF CONSULTING & RESEARCH
Colliers International - Hawaii



Mike.Hamasu@Colliers.com

EDUCATION AND QUALIFICATIONS

San Francisco State University
Masters of Business Administration (MBA)

University of Hawaii
Bachelors in Business Administration (BBA)

CONTACT DETAILS

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220 S. King Street,
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Honolulu, HI 96813

www.colliers.com

AREA OF EXPERTISE

Michael brings to Colliers International over 30 years of marketing and marketing research experience. Michael has directed research efforts at commercial brokerages with a focus on providing information to assist in strategic decision making for real estate investors and brokerage clientele.

In addition to managing the primary and secondary research efforts in the collection of commercial office, retail and industrial market information and statistics, Michael established the company's real estate consulting division. Utilizing market factors such as: vacancy rates, absorption, net effective rents, and sales comparables, this consulting unit is able to advise developers, investors, property owners, and tenants on current and projected market trends.

Having been quoted in the Wall Street Journal, USA Today, New York Times, Real Estate Forum and Commercial Property News as well as other regional publications such as the Star Advertiser, Pacific Business News, and Maui News, Michael has been recognized for his detailed analysis of the commercial real estate marketplace and has become the recognized "go-to" source for commercial real estate trend analysis and forecasts for Hawaii's marketplace.

Central Pacific Bank, Bank of Hawaii, American Savings Bank and First Hawaiian Bank call upon Michael to provide their clientele, investors and bank personnel with quantitative and qualitative insights on current and projected economic cycles and their impact on real estate.

PROFESSIONAL EXPERIENCE

Colliers International – Consulting and Research Director. Established real estate consulting group that advised on over \$2 billion worth of development projects throughout the State of Hawaii including regional mall, high rise office, master planned mixed use communities, neighborhood shopping centers, and affordable residential rental projects.

Whitney Cressman Limited — Commercial Real Estate Marketing Research Director. Directed brokerage, internal research efforts, and generated real estate consulting assignments at a busy boutique firm in San Francisco Bay area. Served as the principal liaison to press and media. Analyzed office, retail, and development site criteria for market demand and feasibility.

Cushman & Wakefield — Commercial Real Estate Research Services Manager. Oversaw the compilation of market analytics for 600 million square foot commercial and industrial markets throughout the San Francisco Bay area. Recognized nationally and regionally for innovative data management and analysis.

CONSULTING EXPERIENCE

- Development Feasibility Analysis
- Market Demand and Absorption Report
- Broker Opinion of Value
- Highest and Best Use Studies
- Real Estate Portfolio Analysis
- Strategic Positioning Study
- Market Rent and Vacancy Forecasts



WRITTEN DIRECT TESTIMONY OF MIKE Y. HAMASU

1. **Please state your name and business address for the record.**

Mike Y. Hamasu
Colliers International
220 South King Street, Suite 1800
Honolulu, HI 96813

2. **What is your current occupation?**

I am a Director of Consulting and Research for Colliers International Hawai'i ("Colliers").

3. **How long have you been a Director of Consulting and Research for Colliers?**

I have been a Director of Consulting and Research for Colliers for 18 years (I came to Colliers in 2001).

4. **Please provide some general information about Colliers in Hawaii.**

Colliers was established in 1973 and has grown into one of the largest commercial real estate brokerage, property management and real estate consulting firms in Hawaii.

5. **Please briefly describe your educational background.**

I obtained a Bachelors in Business Administration from the University of Hawai'i at Manoa, and a Masters in Business Administration from San Francisco State University.

6. **Please briefly describe your work experience.**

I have been active in real estate consulting since 1995. I have directed research efforts at commercial brokerages, focusing on providing information and analysis that assist real estate investors and brokerage clientele with strategic decision making.

Prior to coming to Colliers, I was the Commercial Real Estate Marketing Research Director for Whitney Cressman Limited in San Francisco, California. I was also a Commercial Real Estate Services Manager for Cushman & Wakefield in San Francisco.

At Colliers I established the real estate consulting division, which advises developers, investors, property owners, and tenants on current and projected market trends. My consultation experience includes researching and preparing development feasibility analyses, market demand

1 and absorption reports, highest and best use studies, real estate portfolio analyses, strategic
2 positioning studies, and market rent and vacancy forecasts.

3 7. **To what professional organizations do you belong?**

4 I am the current president of Lambda Alpha International, a prominent land use and
5 economics association.

6 I have been a keynote speaker at numerous conferences sponsored by a variety of real
7 estate related organizations such as Urban Land Institute, Institute of Real Estate Management,
8 Building Owners and Managers Association, and NAIOP.

9 8. **Is your curriculum vitae provided as Petitioner's Exhibit N?**

10 Yes, that is my cv.

11 9. **Have you ever been qualified as an expert witness on real estate markets or real**
12 **estate development in any administrative or court proceedings?**

13 Yes, I have been an expert witness in a handful of court proceedings in the State of
14 Hawai'i, mostly related to commercial market rents, trends and forecasts.

15 10. **Are you aware of the purpose of these proceedings before the State of Hawaii Land**
16 **Use Commission?**

17 Yes. My understanding is that Kapolei Properties LLC filed a request, a motion, with the
18 Land Use Commission to get a time extension for the completion of the project.

19 11. **Are you familiar with the development proposed for the Kapolei Harborside**
20 **project?**

21 Generally familiar. The project is planned for a mix of industrial and commercial uses,
22 consisting of approximately 250 acres of industrial finished lots.

23 The project is planned to be constructed in eight phases/subphases. Phase 1A, Phase 1B,
24 Phase 2A, Phase 2B, Phase 3A, Phase 3B, Phase 3C, and Phase 4.

25 12. **Are you familiar with Petitioner's phasing plan that was filed as Petitioner's Exhibit**
26 **G?**

1 Yes. The date on that phasing plan is March 2018, so it predates the study I did for the
2 project, but the phasing on Exhibit G is the same that was described to me prior to the start of my
3 study.

4 13. **Did you prepare any reports in connection with these proceedings?**

5 Yes. Kapolei Properties LLC, a division of the James Campbell Company LLC, retained
6 Colliers to prepare a market demand projection and timeline for the absorption of 250 acres of
7 industrial lots. In response, I prepared the study titled *Industrial Land Market Assessment for the*
8 *Kapolei Harborside Project Area* (the "Harborside Demand Assessment").

9 14. **Can you verify that a true and correct copy of the Harborside Demand Assessment**
10 **was submitted as Petitioner's Exhibit J?**

11 Yes. Petitioner's Exhibit J is a true and correct copy of the Harborside Demand
12 Assessment.

13 15. **The Harborside Demand Assessment is noted as "Final Draft Report." Is the report**
14 **not final?**

15 The Harborside Demand Assessment included as Petitioner's Exhibit J is final. It is not a
16 draft report. The label "Final Draft Report" is just a naming convention that we use at Colliers to
17 distinguish a Final report from a draft that is still undergoing review for typographical and
18 formatting errors.

19 16. **Is this the first industrial demand assessment that you have prepared?**

20 No. I have prepared dozens of demand assessments in my time with Colliers. I have also
21 prepared numerous industrial market reports. Many large landowners have retained us to prepare
22 demand assessments, such as A&B, Hunt Development and Kamehameha Schools.

23 17. **Please describe the scope of the Harborside Demand Assessment.**

24 As noted above, Kapolei Properties LLC retained Colliers to prepare a market demand
25 projection and timeline for the absorption of 250 acres of industrial lots. The Harborside Demand
26 Assessment is intended to provide Kapolei Properties LLC a market-driven analysis to assist in
27 forecasting the timing for bringing the Harborside Project to market.

28 18. **What methodology was utilized in the Harborside Demand Assessment?**

1 We provided a market overview of the City & County of Honolulu industrial market in
2 general, and the West Oahu industrial market in particular. In doing so, we reviewed contributing
3 economic and real estate cyclical market factors that impact the level of sales activity for
4 Kapolei/West Oahu industrial land. We also identified cyclical patterns from the prior economic
5 cycle and incorporated those into our forecast for industrial land sales. We looked at historical
6 industrial space absorption as well as historical land sales activity to determine the annual amount
7 of industrial space and land that had sold for the past 15-20 years.

8 19. **Did you rely on any other studies or external data in drawing your conclusions and**
9 **making your assessment?**

10 In preparing the Harborside Demand Assessment we had to look back at what was sold
11 and absorbed over time (we did a 17-year look back). We also utilized proprietary internal
12 Colliers data regarding historical real estate cycles. And we obtained 13-years of construction
13 cost information from Rider Levett Bucknall, a construction cost estimation firm. We then
14 prepared a demand model to analyze the Harborside project.

15 20. **Are the methodologies that you used in preparing the Harborside Demand**
16 **Assessment consistent with generally accepted industry standards?**

17 Yes. Industry standard is using historical trends and adopting them for use for forecasting
18 future demand.

19 21. **Are you familiar with the zoning of the project lands?**

20 Yes. Most of the property is zoned I-2 (approximately 285 acres), and approximately 53
21 acres are zoned IMX-1. There is also a 6 acre area zoned P-2.

22 22. **What kinds of uses are permitted in those zoning districts?**

23 Principally I-2 zoned land allows industrial uses that include warehouse, manufacturing,
24 distribution and storage. IMX-1 zoned land also allows for some retail and commercial uses not
25 allowed on I-2 zoned land. P-2 is preservation which prohibits most commercial and industrial
26 uses.

23. You indicated that the Harborside Demand Assessment was intended to be a revised timeline and projection of absorption rates. Was a prior study completed for the Harborside Project?

Yes. In 2006, Robert Charles Lesser & Co., LLC ("RCLCo") prepared an analysis to evaluate the project's capture of regional industrial demand and to forecast the potential annual land absorption (the "RCLCo Study").

24. What were the findings of the RCLCo Study?

The RCLCo Study forecasted that the Harborside Project would capture a significant share of Honolulu County's industrial demand resulting in 240 acres of demand over a period of nine years (2009-2017). Based on the RCLCo Study's demand analysis, the Harborside project should have captured a total of 26 acres of demand for industrial space per year between 2009 and 2017, which would have resulted in the project being completely leased or sold out by 2017.

25. Is the project you assessed the same as the project under consideration in the RCLCo study

Yes. There have not been any changes to the project.

26. Were the projections in the RCLCo Study realized?

No. The Great Recession changed everything. In the twelve years following the RCLCo Study, Oahu's economy and its industrial sector encountered the Great Recession and the subsequent collapse of the real estate and financial markets. These events, and their resulting global economic shock, were not anticipated by the RCLCo Study, which had instead assumed steady economic conditions and continued demand for industrial and warehouse space.

27. What were some changes that occurred due to the Great Recession?

From 2007 to 2009, Honolulu County's industrial market posted three years of occupancy losses after more than 1,000,000 square feet of tenants closed their doors or reduced their space requirements. Industrial vacancy rates more than doubled from 1.8% in 2005 to 4.8% by 2009, the highest recorded vacancy rate between 2000 and 2017.

Oahu's industrial market experienced nearly five years (2007-2011) of sub-par absorption performance. Industrial space demand dropped by more than 1,000,000 square feet from 2007 to

2011. By 2010, several industrial projects that began development between 2007 and 2009 went into foreclosure.

28. **In your opinion was the Great Recession the biggest factor leading to the downturn in Oahu's industrial market?**

Yes. The most prominent factor in the Oahu and Kapolei industrial land markets between 2006 and present was the Great Recession, which resulted in a dramatic downturn in global financial markets. The Great Recession negatively impacted the availability of capital, severely reduced business activity, and virtually shut down access to investment funds intended for the acquisition and development of industrial lands and properties.

29. **Is the Harborside Project the only industrial project that was affected by the Great Recession?**

Not at all. Examples of the disastrous effects of the Great Recession on Oahu's industrial market include the foreclosures of the Waipio Business Center and Kapolei Trade Center. These two industrial condominium projects delivered more than 300,000 square feet of new industrial space to the market in 2007 and 2008. Industrial units at these projects had originally been marketed at \$320 per square foot in 2008, but would later sell for \$220 per square foot in 2017.

Here's another example. We tracked I-2 and IMX-1 zoned land sales on Oahu from 2001 to 2017. During that time, annual sales averaged 24.36 acres/year. In West Oahu, industrial land sales peaked in 2005 with 73.78 acres being sold. That surge in sales corresponded to the economic boom occurring at the time. However, when the Great Recession hit the average annual amount of I-2 and IMX-1 zoned land sold between 2008 and 2014 declined to 11.04 acres – a 54.6% reduction.

30. **Did the Great Recession cause other changes in the industrial real estate market?**

Absolutely, for the industrial market and real estate markets in general. The Great Recession led to increased government regulation of the financial markets and the tightening of bank underwriting standards. That made it more difficult to secure funding for acquisition, development, and construction loans. As a result, many businesses held off (or simply could not)

pursuing land acquisition in West Oahu. That was a big factor in curtailing warehouse and distribution development activities.

31. **Did the Great Recession change rents for industrial land?**

Yes. As industrial demand slowed between 2007 and 2011, the direct weighted average industrial rent, which had previously peaked at \$1.31 per square foot per month in 2007, declined to \$0.92 psf/mo by year-end 2011. This represented a 29.7% decline in rents during that four-year period and the lowest recorded rental rate level since 2003 (\$0.91 psf/mo). Industrial businesses that had been purchasing land for company expansion were forced to put their development plans on hold until economic conditions improved.

32. **What effect did the Great Recession have on construction costs?**

Little to none. Construction costs started to rise significantly in 2003 and that rise did not reverse as a result of the Great Recession. Between 2003 and 2016, warehouse construction costs have risen by 236%, with an average annual increase of 18%.

In preparing this testimony I discovered a typo on page 18 of the Demand Assessment. The second sentence refers to the past thirteen years, but mistakenly calls out 1Q2013 instead of 1Q2003. The graph on page 18 correctly lists the costs per square foot from 1Q2003 forward.

33. **Has Oahu's industrial market recovered from the Great Recession?**

Oahu's industrial market is trending in a positive direction. Several new projects, some of which were previously delayed by the Great Recession, are now in the process of coming to the market. These projects include the Malakole Industrial Park, Kapolei Business Park Phases I and II, and Kapolei Business Park West. In total, there are eight industrial developments slated for delivery to the market by 2023. While this expected new supply of industrial space is positive for the overall health of Oahu's industrial market, it will affect the demand for the Harborside project.

Between 2008 and 2016 the Federal Reserve reduced interest rates in the hope to spur acquisition and development activity. Subsequently, we have had steady growth in U.S. and Hawaii's economy for nearly ten years. These positive conditions have resulted in increased industrial land absorption since 2013. It should be noted, however, that this positive trend is

1 moderated to some extent by continued high construction costs and more recent increases in
2 interest rates.

3 34. **Is there a current demand for I-2 and IMX-1 zoned land on Oahu?**

4 Yes. Currently, there is a good demand for industrial zoned land on Oahu.

5 35. **Please describe the findings of the Harborside Demand Assessment?**

6 We created four land absorption models (Demand Models 1 through 4) for the Harborside
7 Demand Assessment. These models took into account a number of factors, including current
8 annual land sales, pent-up demand for land, and the amount of new supply of vacant, industrial
9 zoned land, that is being added to the market.

10 Demand Model 1 assumed that all planned industrial parks will be built and delivered as
11 planned and that land sales would remain static at 21.14 acres per year. Based upon project site
12 development design beginning in 2019, and construction beginning in 2020-2021, the first
13 industrial lots at Harborside could be available sometime in 2021-2022. Demand Model 1
14 anticipated that Phase 4 of the project would be delivered to the market in 2038.

15 Demand Model 2 assumed that many of the planned industrial parks will not be built and
16 delivered as planned. In this model I incorporated a probability percentage reducing the amount
17 of land available for sale. Model 2, as with Model 1, assumed that land sales would remain static
18 at 21.14 acres per year. Demand Model 2 anticipated that Phase 4 of the project would be
19 delivered to the market in 2032.

20 Demand Model 3 assumed that all planned industrial parks will be built and delivered as
21 planned. However, in this model I also incorporated cyclical land sales projections into these
22 absorption calculations. Demand Model 3 anticipated that Phase 4 of the project would be
23 delivered to the market in 2041.

24 Demand Model 4 assumed that many of the planned industrial parks will not be built or
25 delivered as planned. In Model 4, I incorporated a probability percentage reducing the amount of
26 land available for sale. I also incorporated cyclical land sales projections into this absorption
27 calculation (rather than assuming the study demand of 21.14 acres per year). Demand Model 4
28 anticipated that Phase 4 of the project would be delivered to the market in 2032.

1 The range of time warranting the development of Phase 4 runs between 2032 to 2041. I
2 consider 2032 to be a very aggressive model, and 2041 to be the most conservative model.

3 36. **What is your ultimate conclusion in the Harborside Demand Assessment?**

4 There is a high probability that development of Phase 4 would likely be warranted by
5 2035 when the amount of available industrial land for sale declines to a projected 24 to 25 acres.
6 That's the "Concluded Demand Model."

7 37. **Why did you conclude that 2035 is the most likely timeframe?**

8 The combination of a weighted average model using the four demand scenarios
9 determined that 2035 would be the highest likelihood to occur. Real estate is a cyclical business
10 and creation of demand models should take these factors into account.

11 38. **Are you familiar with the estimated construction costs for the Project?**

12 Somewhat. Kapolei Properties LLC informed me that in current dollars the costs to
13 complete the on-site infrastructure are between \$215 million to \$260 million, not including funds
14 already spent.

15 39. **Are you familiar with the components of those costs, meaning what infrastructure**
16 **elements are necessary?**

17 I have a basic understanding of infrastructure elements for this project, which include
18 drainage systems, roadways, electrical, water and sewer improvements.

19 40. **Are you familiar with the phasing plan for the project that was provided as**
20 **Petitioner's Exhibit G?**

21 Yes. As I mentioned, the phasing plan submitted as Exhibit G shows the same phasing
22 that was described to me prior to the start of the Harborside Demand Assessment. I took that
23 phasing into consideration in preparing my Assessment, as evident from pages 7 and 22 of the
24 Assessment.

25 41. **Is a phased approach toward infrastructure development unique to this project?**

26 No. A phased approach is rational. Infrastructure investment is extremely costly. A
27 phased approach allows for the developer to fund development costs incrementally through land
28

1 41. **Is a phased approach toward infrastructure development unique to this project?**

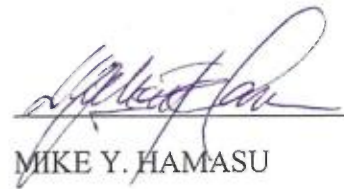
2 No. A phased approach is rational. Infrastructure investment is extremely costly. A
3 phased approach allows for the developer to fund development costs incrementally through land
4 sales as opposed to financing the huge upfront infrastructure investment costs for land areas that
5 are not yet needed by the market.

6 42. **In your professional opinion, does there continue to be a need for the Harborside**
7 **project?**

8 Without a doubt there is a need for this project. It is located in an area that is especially
9 well suited for industrial uses. The current level of land sales absorption and the increase in land
10 values are both indicators of the health of the market demand. The lack of available industrial
11 zoned land into the foreseeable future remains a primary concern for industrial tenants seeking to
12 expand and grow.

13
14
15
16 DATED: Honolulu, Hawai'i, November 5, 2018.

17
18 Respectfully submitted,

19
20
21
22 
23 MIKE Y. HAMASU
24

25
26 4812-2292-1082.1.060704-00109
27

STEVE KELLY

Professional Summary

Steve Kelly is a real estate investment and development executive with over 20 years of experience. He is Vice President with the James Campbell Company LLC, a Hawai'i-based diversified real estate investment company with over \$3.2 billion in assets held nationwide. Steve is responsible for a wide variety of investment activities including overseeing a 2,600-acre portfolio which includes the City of Kapolei, a master planned city center at the heart of the fastest growing and most dynamic region in the State of Hawai'i.

During his time with the James Campbell Company, Steve has overseen major transactional, governmental, financing and venture initiatives for an industrial, retail, office, residential, hospitality and undeveloped land real estate portfolio. Major areas of focus include completing over \$660 million in property acquisitions and dispositions, fulfilling one of the largest land use revision processes ever undertaken on O'ahu for the company's major development assets, securing critical regional infrastructure funding and implementing its construction, and a variety of other initiatives bridging the private and public sectors. A selection of important achievements with the company include:

- completing over \$240 million in privately funded infrastructure investments while securing funding for and implementing another \$100 million in publicly appropriated infrastructure;
- executing an agreement with the City and County of Honolulu conveying \$60 million of land to the City in exchange for the assumption of major capital improvement projects in 2010;
- facilitating a \$21 million uncontested condemnation funded by State of Hawai'i revenue bonds in 2012 to expand the State of Hawai'i's second busiest commercial port;
- structuring a unique affordable housing financing approach with Forest City to build a first of its kind \$140 million mixed-use rental project in 2014;
- securing federal appropriations and transactions to expand the 1,100-acre James Campbell National Wildlife Refuge; and,
- conducting over 400 presentations to elected officials, agencies, media, and business and community organizations since 2006, including regular briefings to Hawai'i's U.S. Congressional delegation, Governors of the State of Hawai'i, Mayors of the City and County of Honolulu and their respective staffs in Hawai'i and Washington D.C.

Prior to joining the James Campbell Company, Steve was an associate with two leading consulting firms in California and Hawai'i specializing in master planned development, strategic planning and real estate portfolio value enhancement strategies.

Steve received bachelor's and master's degrees from the University of California at Irvine where he was a Raymond L. Watson Fellow. Steve is also a graduate of the University of Chicago Booth School of Business Advanced Management Program and the Urban Land Institute's Real Estate Development program. Steve serves on several Hawai'i-based industry group and non-profit boards and advisory committees.

PETITIONER'S EXHIBIT Q



JAMES CAMPBELL COMPANY LLC

Kapolei Properties LLC
is a 100%-owned affiliate of the
James Campbell Company LLC

MORE THAN A CENTURY OF HISTORY

1900 Estate begins with a value of \$3 million

1900-1955 56,000 acres of Oahu lands mostly in agricultural leases

1950's-1970's Urban uses begin in Kapolei

1970's Diversification of Estate real estate portfolio begins

1977 Public policy of directing growth to Kapolei approved

1990 Ground broken on the City of Kapolei

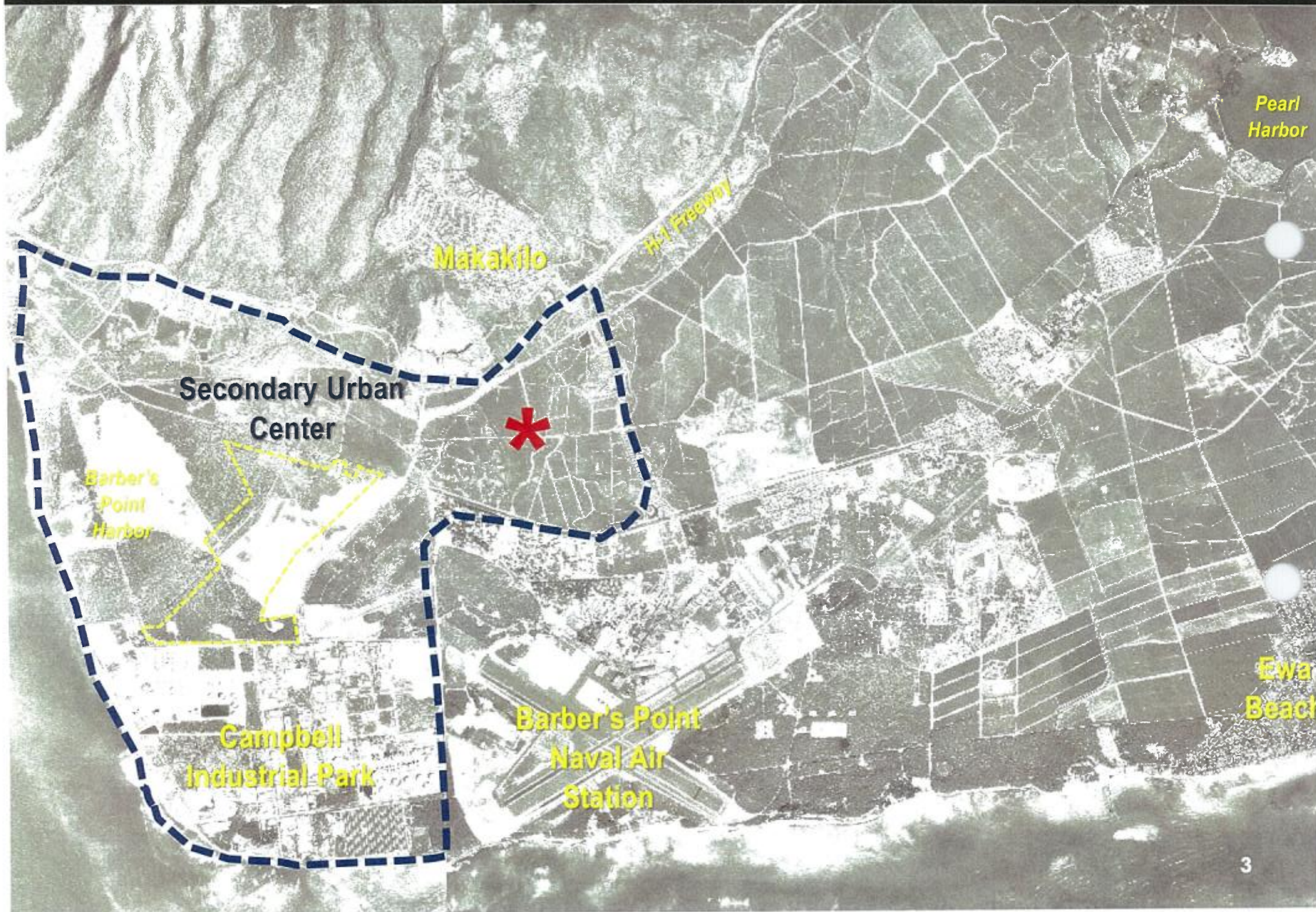
2007 Estate ends in 2007 at a value of \$3 billion

James Campbell Company begins in the midst of a recession as a private company with the majority of former beneficiaries as shareholders

Today Real estate assets in 13 states and D.C. with a value of \$3.2 billion



THE KAPOLEI REGION IN 1977



THE KAPOLEI REGION TODAY

125,000 population

33.5 median age

Over 40 active major project areas

Several billions of dollars of ongoing investment

Fastest growing area in the State of Hawai'i

Kapolei Harborside
Petition Area



O'AHU'S SECONDARY URBAN CENTER

Looking Southwest

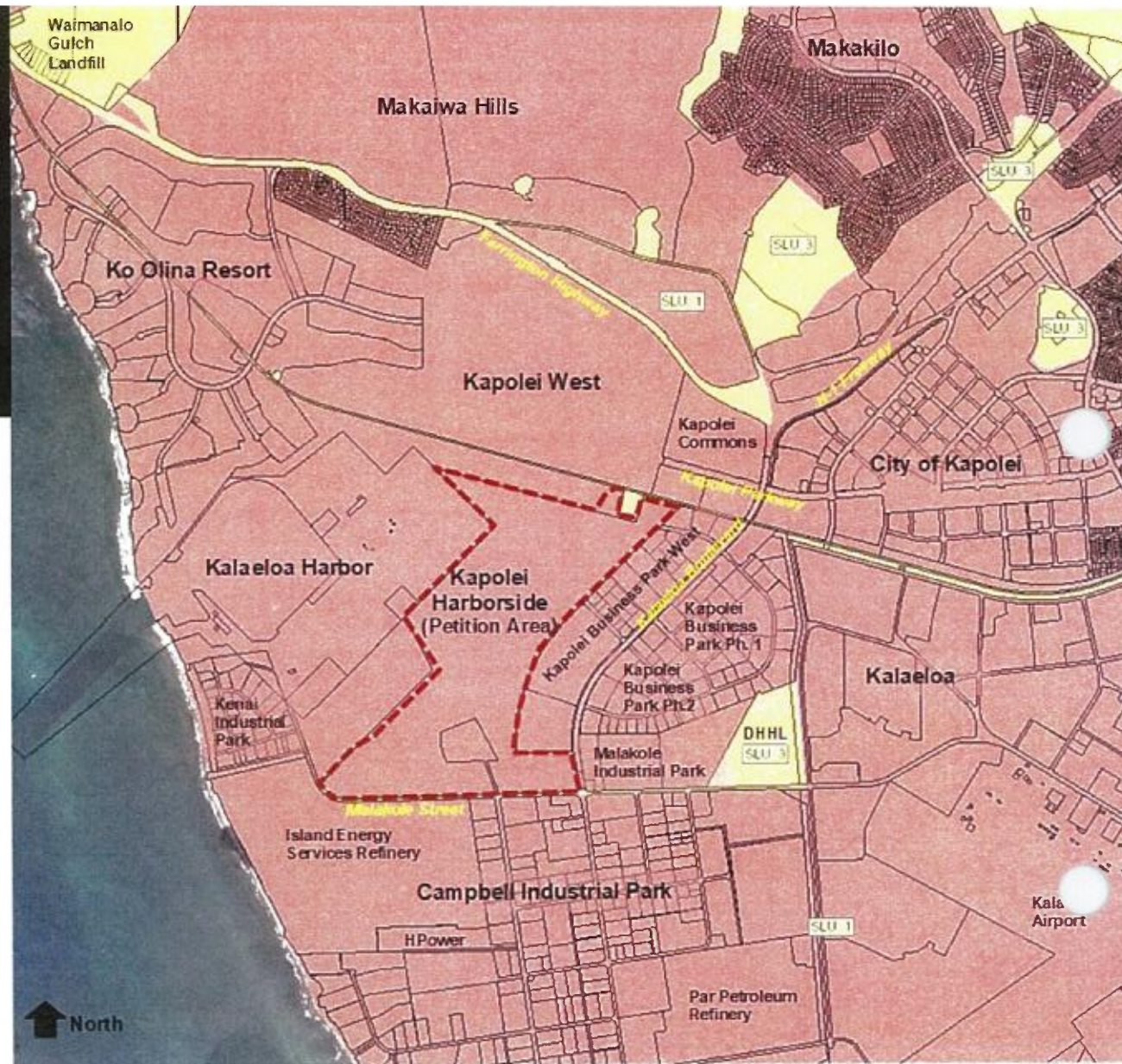
September 2018

Kapolei Harborside
Petition Area

H-1 Freeway



Kapolei Harborside Docket No. A06-763 Urban District Petitioner's Motion Exhibit B



- Urban District (SLU: 1)
- Agricultural District (SLU: 3)

Kapolei Harborside, Docket No. A06-763, 344.519 acres, State Land Use Urban District

Kapolei Harborside

- 361-acre project area
- 344.519-acre Petition Area
- Zoning:
 - I-2, Intensive Industrial – 285 acres
 - IMX-1, Industrial Mixed Use – 53 acres
 - P-2, General Preservation – 6 acres
- Project features:
 - Abuts Kalaeloa Harbor – the State's second busiest commercial port
 - New State highway (Harbor Access Road)
 - Regional drainage system
 - Approximately 250 acres of commercial-industrial lots
 - Largest developing industrially-zoned property on O'ahu



O'AHU'S EMPLOYMENT / COMMERCIAL GROWTH AREA

Looking Southwest

September 2018



THE STATE OF HAWAII'S SECOND BUSIEST COMMERCIAL PORT

Looking Northwest

September 2018



THE NEXT PHASE OF O'AHU INDUSTRIAL

Looking Northwest

September 2018



ON AND OFF-SITE INFRASTRUCTURE COSTS

Completed Off-Site Infrastructure Projects Serving Kapolei Harborside

Regional sewer pump station and force main system	\$24.0 million
Kalaeloa Boulevard improvement and widening (H-1-Malakole St.)	\$40.0 million
Harbor Access Road Phase 1 (H-1-Kapolei Pkwy.)	\$11.1 million
Kapolei Interchange Complex design and land (Phase 3)	\$3.5 million
4MG 215' zone water tank	\$5.0 million
Total	\$83.6 million
Kapolei Harborside's Allocated Share	\$21.3 million

Completed On-Site Infrastructure Projects in Kapolei Harborside

Soft costs/infrastructure master plans	\$500,000
Hawaiian Cement quarry restoration and grading	\$2.5 million
Hazardous waste site remediation and restoration	\$2.4 million
Mass grading and drainage channel excavation	\$580,000 ¹
Kapolei Sustainable Energy Park brownfield reuse	\$6.7 million ²
Total	\$12.7 million

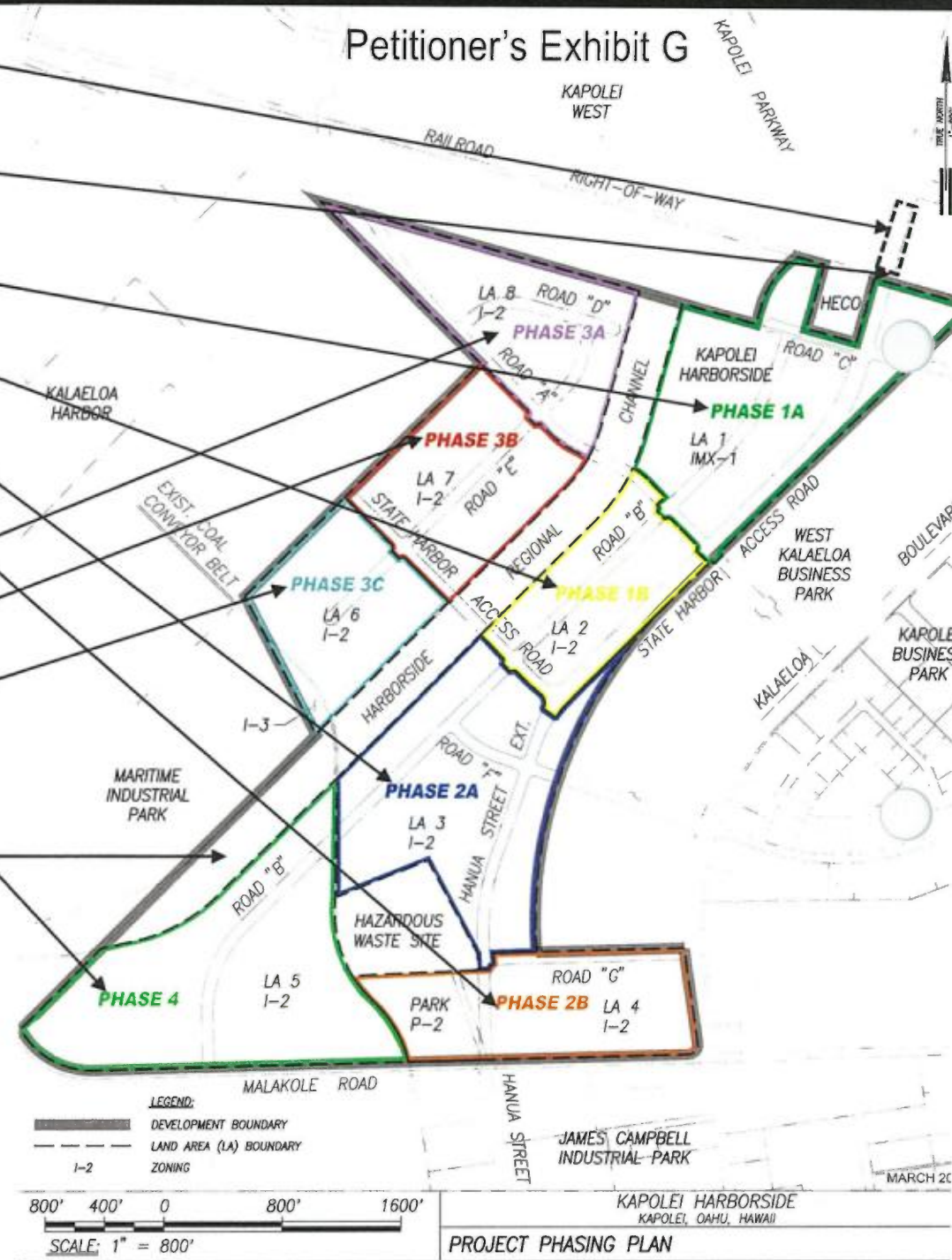
¹ Does not include the value of excavation work completed at others' cost

² Project completed by a lessee of the Petitioner

ON-SITE BACKBONE INFRASTRUCTURE & MASS GRADING COST ESTIMATES

Harbor Access Road – Kapolei Pkwy. to OR&L segment	\$5.0 million
Harbor Access Road – OR&L crossing segment	\$1.2 million
Phase 1A	\$46.7 million
Phase 1B	\$26.3 million
Phase 2A	\$25.3 million
Phase 2B	\$12.5 million
Phase 3A	\$29.7 million
Phase 3B	\$26.7 million
Phase 3C	\$5.1 million
Phase 4	\$24.0 million
Drainage Channel/Basin	\$13.1 million
Subtotal	\$215.6 million¹
Soft Costs/Contingency/Misc.	\$45 million
Total	\$215-\$260 million

¹ 2017 cost estimate in nominal dollars (R.M. Towill Corporation)



INFRASTRUCTURE INVESTMENT

Kalaeloa Boulevard Industrial Corridor

Looking Southeast

September 2018

Total Roadway Investment 2009 – 2018: \$40 million



INFRASTRUCTURE INVESTMENT

Kalaehoa Boulevard Industrial Sewer

Looking Southeast

October 2018

\$24 million completed in 2018



INFRASTRUCTURE INVESTMENT

Regional Drainage Corridor

Looking Southeast

September 2018



KAPOLEI WEST PHASE 1 INFRASTRUCTURE

Looking South

June 2018



Kapolei Harborside

Kapolei West



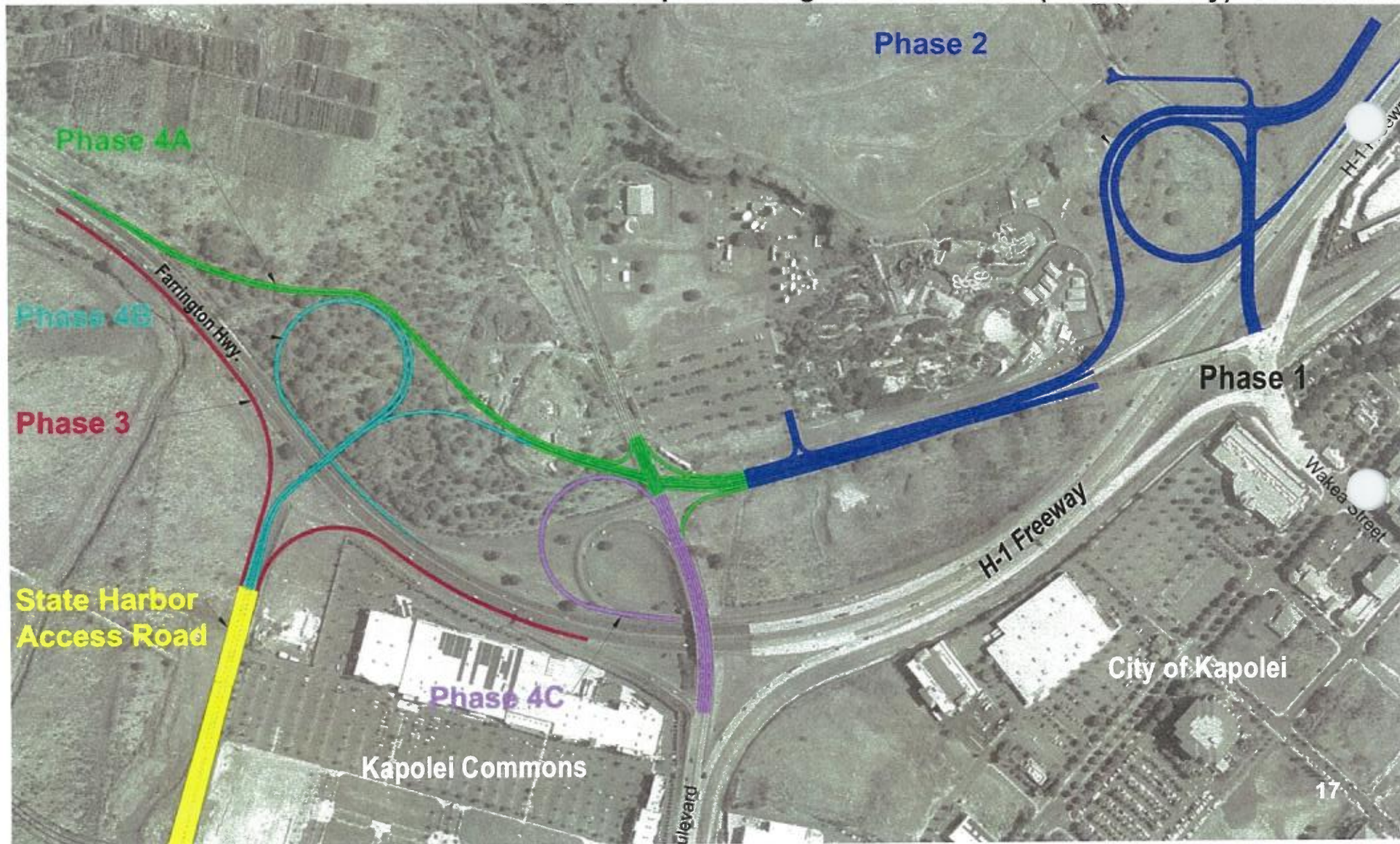
INFRASTRUCTURE INVESTMENT

Kapolei Interchange Complex PPP

JCC and Hawaii DOT

Total Investment 2009 – 2020: \$165 million

Total Campbell Design & Land Costs (Phase 3 only): \$3.5 million



KAPOLEI INTERCHANGE PHASE 2

Kapolei Interchange Complex PPP

Looking North
September 2018



KAPOLEI INTERCHANGE PHASE 3 / HARBOR ACCESS ROAD

Looking South

September 2018



INFRASTRUCTURE INVESTMENT

Kalaeloa Harbor

Looking East
August 2016

2018 – 2040 DOT Planned Projects: \$340 million



KAPOLEI REGION ACTIVE PROJECT AREAS





Figure 6.12 – Personnel Shelter Locations

6.1.4 Circulation

The 2040 Master Plan recommends to relocate the current harbor entrance at Malakole Street to north of the GLP Asphalt Terminal landside of Pier 7. This new entrance will be named Kalaeloa Harbor Access Road, linking to Hanua Street and Kapolei Parkway. The Harbor Office and associated facilities will be constructed at a site adjacent to the planned Kalaeloa Harbor Access Road. Once the Harbor Office is relocated, this entrance will serve as the primary entrance, including provisions for security that will serve the harbor. Figure 6.13 indicates the proposed road network layout for the harbor.

Kalaeloa Harbor Access Road will include the requisite lighting and overhead clearances, linking to Hanua Street and Kapolei Parkway. The neighboring landowner, Kapolei Properties, LLC (KPL) is working closely with DOT-Highways regarding design and construction of Kalaeloa Harbor Access Road off harbor property. Kalaeloa Boulevard is expected to have the capacity to accommodate traffic generated by the anticipated growth of harbor facilities and operations. Kalaeloa Harbor Access Road will have a 120 foot right-of-way, which will include 10 foot wide sidewalks on each side of the roadway to provide added pedestrian safety. The portion of Kalaeloa Harbor Access Road leading into Kalaeloa Harbor will be designed for four lanes and have no on-street parking. At full build-out, there will be two incoming truck lanes and two outgoing truck lanes servicing KBPH.



Figure 6.13 – KBPH Circulation and Parking Plan

The interior Perimeter Road on harbor property will be relocated further northeast and northwest. This action will provide for a larger contiguous area at the Multi-Purpose Yard and a larger area for Maritime Support Services. Relocating the Perimeter Road outside of potential tenant property will avoid access issues to utilities running underneath the road. Due to the expected increase in number of employees and types of activities in the northern areas of the harbor, the *2040 Master Plan* recommends an emergency evacuation and response connection to Ko 'Olina through Kekai Place, with a controlled gate and passage allowed during emergencies only. There is currently not a gate between KBPH and the neighboring KPL land, but a gate exists on the other side of the Kapolei Property at the Ko 'Olina Marina boundary. The emergency access would require right-of-entry agreement and insurance with KPL and Ko 'Olina Marina. A service road along the Ko 'Olina mole allows for maintenance of the lights, camera and landscaping.

Additional internal roadway improvements will be made to serve newly developed terminal storage areas (Bulk A and B), as constructed by tenants. Access will most likely commence at Perimeter Road, as the coal conveyor constrains access to Bulk A (S-A1) from the northeastern direction. Internal roads will conform to subdivision regulations. In addition, safe traffic patterns will be established during the design phase for vehicles (including cargo hauling trucks, taxicabs, repairmen, etc.) and pedestrians (crewmembers, stevedores, and other authorized personnel) crossing the pier apron and cargo yard areas.

This will also be important at the Multi-Purpose Yard for the public that may be accessing excursion vessels at Pier 8. Roadway crossings will be well-marked and lighted to avoid potential accidents involving large equipment working and / or traversing in the area.

Parking

The *2040 Master Plan* recommends providing six parking areas for harbor visitors, stevedores and other people who service the terminals and vessels. New parking areas at the relocated Harbor Office, Pier 10 layberth, Multi-Purpose Yard, and Fuel Terminal will be sized, paved, and striped according to federal and local regulations (*Figure 6.13*). Parking areas behind the Pier 5A Transit Shed and at the current Harbor Office will be retained. Tenants will be responsible for parking within their leased area.

Weigh Station

Upon the initial dedication of the Kalaeloa Harbor Access Road to DOT-H, KPL will convey approximately two acres of land adjacent to KBPH to be used as a DOT, Highways Division (DOT-HWY) truck weigh station. The *2040 Master Plan* recommends the weigh station be located on the southern side of Kalaeloa Harbor Access Road. DOT-HWY will be responsible for the design and construction of this facility.

Many states now use a weigh-in-motion (WIM) system to alleviate some of the truck traffic through the weigh station. A WIM system will increase the efficiency of operations and prevent overweight trucks from damaging roads. WIM devices are designed to capture and record axle weights and gross vehicle weights as vehicles drive over a measurement site. Unlike static scales, WIM systems are capable of measuring vehicles traveling at a reduced or normal traffic speed and do not require the vehicle to come to a stop. This makes the weighing process more efficient, and allows commercial trucks under the weight limit to bypass static scales or inspection. The weigh station will include small offices for the inspectors, the computerized WIM system, and a parking area to inspect overweight vehicles. The WIM system itself includes a low to medium-speed WIM scale, detectors to check for vehicle presence, and directional signals (*Figure 6.14*).



Figure 6.14 – Example of a Medium Speed, In-motion Axle Weighing System
(Source: www.WorldHighways.com, 2014)

Jeannie A. Hirabara

From: Nami.JH.Wong@hawaii.gov
Sent: Wednesday, September 28, 2016 4:15 PM
To: chadm@mitsdesign.com
Cc: christinah@mitsdesign.com; Eleanor.Kaneshina@hawaii.gov; 'Ho, Jamie'; Higham, John; Ken.Tatsuguchi@hawaii.gov; 'Grilho, Kristi M'; Kelly, Steve; Genevieve.G.Hilliard@hawaii.gov
Subject: RE: Harbor Access Road Phase 2 (O-15-20)

Chad,

Revisions discussed in our tele-conference this afternoon as noted are acceptable. Thank you.

Nami J.H. Wong, P.E.
Systems Planning Engineer, Systems Planning Section
Highways Division, Planning Branch
Hawaii Department of Transportation
869 Punchbowl Street
Honolulu, Hawaii 96813
(808) 587-6336
nami.jh.wong@hawaii.gov

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From: Chad McDonald <chadm@mitsdesign.com>
To: <Nami.JH.Wong@hawaii.gov>, "Grilho, Kristi M" <kristi.m.grilho@hawaii.gov>,
Cc: <Eleanor.Kaneshina@hawaii.gov>, <Ken.Tatsuguchi@hawaii.gov>, "Ho, Jamie" <jamie.ho@hawaii.gov>, <christinah@mitsdesign.com>, "Higham, John" <JohnH@kapolei.com>, "Kelly, Steve" <SteveK@kapolei.com>
Date: 09/28/2016 02:36 PM
Subject: RE: Harbor Access Road Phase 2 (O-15-20)

Nami,

As a follow up to our tele-conference this afternoon, HDOT is agreeable with the roadway designation as "Harbor Access Road", and not "Hanua Street".

As discussed, existing Hanua Street is located within the industrial park and is currently under the jurisdiction of the C&C Honolulu. HDOT master agreements also reference "Harbor Access Road".

We will revise all plan references as follows:

"HARBOR ACCESS ROAD (STATE)" to "HARBOR ACCESS ROAD" - (remove "STATE" designation)
"FUTURE STATE R-O-W" to "PROPOSED FUTURE STATE R-O-W".

It is our understanding the placeholder name of "Harbor Access Road" will be renamed by HDOT once dedicated to the State.

Should you have any questions, please contact me.

Thank you,

PETITIONER'S EXHIBIT S

Chad McDonald, P.E., LEED AP
Mitsunaga & Associates, Inc.

From: Nami.JH.Wong@hawaii.gov [mailto:Nami.JH.Wong@hawaii.gov]
Sent: Monday, September 19, 2016 1:12 PM
To: chadm@mitsdesign.com
Cc: Eleanor.Kaneshina@hawaii.gov; Ken.Tatsuguchi@hawaii.gov
Subject: RE: Harbor Access Road Phase 2 (O-15-20)

Chad,

Confirming that comments are being transmitted to Highways Division's Construction and Maintenance Branch.

Thank you.

Nami J.H. Wong, P.E.
Systems Planning Engineer, Systems Planning Section
Highways Division, Planning Branch
Hawaii Department of Transportation
869 Punchbowl Street
Honolulu, Hawaii 96813
(808) 587-6336
nami.jh.wong@hawaii.gov

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From: Chad McDonald <chadm@mitsdesign.com>
To: <Ken.Tatsuguchi@hawaii.gov>,
Cc: <Nami.JH.Wong@hawaii.gov>, <Eleanor.Kaneshina@hawaii.gov>
Date: 09/15/2016 11:13 AM
Subject: RE: Harbor Access Road Phase 2 (O-15-20)

Ken,
Mahalo for your response.

Nami, please contact me if you have any questions. Campbell Estate is pushing us to get the project approvals in place. Thanks!

Chad McDonald, P.E., LEED AP
Mitsunaga & Associates, Inc.

From: Ken.Tatsuguchi@hawaii.gov [mailto:Ken.Tatsuguchi@hawaii.gov]
Sent: Thursday, September 15, 2016 10:27 AM
To: chadm@mitsdesign.com
Cc: Nami.JH.Wong@hawaii.gov; Eleanor.Kaneshina@hawaii.gov
Subject: Re: Harbor Access Road Phase 2 (O-15-20)

Hi Chad,

I recall reviewing comments last week, so should be soon. But, I cc'd Nami and she can verify my response.

Thanks,

Ken

Ken K Tatsuguchi, PE
Hawaii Department of Transportation
Highways Division, Planning Branch
869 Punchbowl Street, Room 301
Honolulu, HI 96813
Wk-808-587-1830 Fx-808-587-1787

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From: Chad McDonald <chadm@mitsdesign.com>
To: <Ken.Tatsuguchi@hawaii.gov>,
Date: 09/15/2016 08:06 AM
Subject: Harbor Access Road Phase 2 (O-15-20)

Aloha Ken,

I wanted to check in with you to see if Planning was able to provide final review for the Harbor Access Road Project.

The revised plans were submitted to Kristi Grilho in May 2016. I believe Planning Branch is the last pending review.

Your assistance would be greatly appreciated.

Should you have any questions, please contact me.

Mahalo!

Chad McDonald, P.E., LEED AP
Mitsunaga & Associates, Inc.
Architecture.Engineering.Planning.Project Management.Construction Management
747 Amana Street, Suite 216
Honolulu, HI 96814
Phone: (808) 945-7882 (x156)
Fax: (808) 946-2563



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NEIL ABERCROMBIE
GOVERNOR



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

ROSS M. HIGASHI
INTERIM DIRECTOR

Deputy Directors
JEFFREY CHANG
RANDY GRUNE
AUDREY HIDANO
JADINE URASAKI

IN REPLY REFER TO:
HWY-CM 2.8518

November 26, 2014

Ms. Christina Hawk
Mitsunaga and Associates, Inc.
747 Amana Street, Suite 216
Honolulu, Hawaii 96814

Dear Ms. Hawk:

Subject: Harbor Access Road
I.D. No. O-12-06

No further comments on the plans. Approval from the Hawaii Department of Transportation is not required since no work will occur in the State's right-of-way. Thank you for the opportunity to review the plans.

Should you have any questions, please contact Kristi Grilho, Maintenance Section, Construction and Maintenance Branch, at 587-2186 or email at kristi.m.grilho@hawaii.gov.

Very truly yours,

A handwritten signature in black ink, appearing to read "J. Ho".

For JAMIE H. HO
Engineering Program Manager
Construction & Maintenance Branch
Highways Division

HARBOR ACCESS ROAD

HARBOR ACCESS ROAD

KAPOLEI

HAWAII

TAX MAP KEY: 9-1-015:026 (por.)

DPP FILE NO.: 2012/CP-17

CONSULTANTS:

CIVIL ENGINEER
GEOTECHNICAL ENGINEER
LANDSCAPE ARCHITECT
ELECTRICAL ENGINEER

MITSunAGA & ASSOCIATES, INC.
GEOLABS, INC.
PBR HAWAII
RON HO & ASSOCIATES

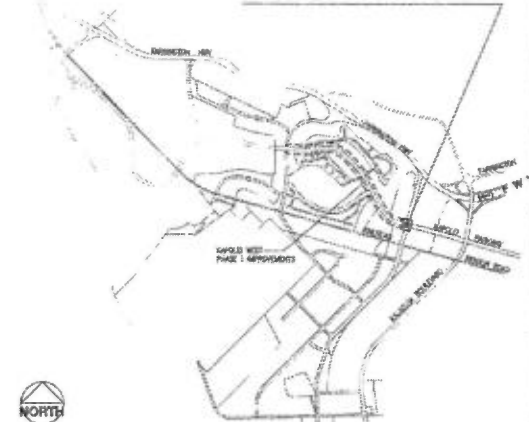
PREPARED FOR:
AINA NUI CORPORATION
1001 KAMOKILA BOULEVARD, SUITE 250
KAPOLEI, HAWAII 96707



VICINITY MAP

SCALE: NOT TO SCALE

PROJECT LOCATION



LOCATION MAP

SCALE: NOT TO SCALE

SHEET NO.	REVISION NO.	DESCRIPTION
1	0-1	TITLE SHEET
2	0-2	GENERAL NOTES
3	0-3	GENERAL NOTES
4	0-4	GENERAL NOTES
5	0-5	GENERAL NOTES
6	0-6	GENERAL NOTES
7	0-7	GENERAL NOTES
8	0-8	GENERAL NOTES
9	0-9	GENERAL NOTES
10	0-10	GENERAL NOTES
11	0-11	GENERAL NOTES
12	0-12	GENERAL NOTES
13	0-13	GENERAL NOTES
14	0-14	GENERAL NOTES
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18	0-18	GENERAL NOTES
19	0-19	GENERAL NOTES
20	0-20	GENERAL NOTES
21	0-21	GENERAL NOTES
22	0-22	GENERAL NOTES
23	0-23	GENERAL NOTES
24	0-24	GENERAL NOTES
25	0-25	GENERAL NOTES

DESCRIPTION	DESCRIPTION
10-1 PROJECT LOCATION PLAN	10-1 PROJECT LOCATION PLAN
10-2 GENERAL ELECTRICAL CONSTRUCTION NOTES	10-2 GENERAL ELECTRICAL CONSTRUCTION NOTES
10-3 INTO GENERAL CONSTRUCTION NOTES	10-3 INTO GENERAL CONSTRUCTION NOTES
10-4 NEW DESIGN REQUIREMENTS PER LUMINAIRE AND POLE STANDARDS	10-4 NEW DESIGN REQUIREMENTS PER LUMINAIRE AND POLE STANDARDS
10-5 CITY CONSTRUCTION NOTES	10-5 CITY CONSTRUCTION NOTES
10-6 RECO NOTES	10-6 RECO NOTES
10-7 DUCT NOTES	10-7 DUCT NOTES
10-8 RECO NOTES	10-8 RECO NOTES
10-9 TYPICAL DUCT SECTION DETAILS AND REQUIREMENTS	10-9 TYPICAL DUCT SECTION DETAILS AND REQUIREMENTS
10-10 GUY SECTION DETAILS	10-10 GUY SECTION DETAILS
10-11 OVERALL ELECTRICAL DUCTLINE PLAN	10-11 OVERALL ELECTRICAL DUCTLINE PLAN
10-12 ELECTRICAL DUCTLINE PLAN	10-12 ELECTRICAL DUCTLINE PLAN
10-13 ELECTRICAL EQUIPMENT PLAN	10-13 ELECTRICAL EQUIPMENT PLAN
10-14 OVERALL ROADWAY LIGHTING AND TRAFFIC SIGNAL SYSTEMS PLAN	10-14 OVERALL ROADWAY LIGHTING AND TRAFFIC SIGNAL SYSTEMS PLAN
10-15 ROADWAY LIGHTING AND TRAFFIC SIGNAL SYSTEMS PLAN	10-15 ROADWAY LIGHTING AND TRAFFIC SIGNAL SYSTEMS PLAN
10-16 FUTURE TRAFFIC SIGNAL STANDARDS FOUNDATION CLEARANCE PLAN	10-16 FUTURE TRAFFIC SIGNAL STANDARDS FOUNDATION CLEARANCE PLAN
10-17 HIGHWAY LIGHTING ONE LINE ORIGIN	10-17 HIGHWAY LIGHTING ONE LINE ORIGIN
10-18 HIGHWAY LIGHTING DISTRIBUTION THROUGH	10-18 HIGHWAY LIGHTING DISTRIBUTION THROUGH
10-19 HIGHWAY LIGHTING TYPICAL CONNECTION DIAGRAM	10-19 HIGHWAY LIGHTING TYPICAL CONNECTION DIAGRAM
10-20 DISTRIBUTION SYSTEM HIGHWAY LIGHTING EQUIPMENT ELEVATION	10-20 DISTRIBUTION SYSTEM HIGHWAY LIGHTING EQUIPMENT ELEVATION
10-21 EQUIPMENT ENCLOSURE AND PAD DETAILS	10-21 EQUIPMENT ENCLOSURE AND PAD DETAILS

APPROVED:

2/4/2015
DIRECTOR, DEPARTMENT OF PLANNING & PERMITTING
(FOR SITE GRADING AND CONSTRUCTION IN CITY R/W ONLY)
AND COMPLIANCE WITH SUBDIVISION REQUIREMENTS

2/4/2015
DPP

REVISIONS BY

1. 0-1 0-2 0-3 0-4 0-5 0-6 0-7 0-8 0-9 0-10 0-11 0-12 0-13 0-14 0-15 0-16 0-17 0-18 0-19 0-20 0-21 0-22 0-23 0-24 0-25



HARBOR ACCESS ROAD
KAPOLEI
TAX MAP KEY: 9-1-015:026 (por.)

1. 0-1 0-2 0-3 0-4 0-5 0-6 0-7 0-8 0-9 0-10 0-11 0-12 0-13 0-14 0-15 0-16 0-17 0-18 0-19 0-20 0-21 0-22 0-23 0-24 0-25

TITLE SHEET

DATE: AUGUST 2014
DRAWN BY: JSH
CHECKED BY: CAD

T01

1 of 28

DAVID Y. IGE
GOVERNOR



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

December 01, 2016

FORD N. FUCHIGAMI
DIRECTOR

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

IN REPLY REFER TO:
HWY-CM 2.3722

Ms. Christina Hawk
Mitsunaga and Associates, Inc.
747 Amana Street, Suite 216
Honolulu, Hawaii 96814

Dear Ms. Hawk:

Subject: Harbor Access Road Phase 2
I.D. No. O-15-20

No further comments on the plans.

Approval from the Hawaii Department of Transportation is not required since no work will occur in the State's right-of-way. We have no objections to the relocation of Hawaiian Electric Company's (HECO) 138 kV poles shown as existing on the plans. We understand that HECO will be doing the relocation work ahead of this project.

Thank you for the opportunity to review the plans. Should you have any questions, please call Kristi Grilho, Maintenance Section, Construction and Maintenance Branch, at (808) 587-2186 or email at kristi.m.grilho@hawaii.gov.

Sincerely,

A handwritten signature in black ink, appearing to read "J. H. Ho".

JAMIE H. HO
Engineering Program Manager
Construction & Maintenance Branch
Highways Division

PETITIONER'S EXHIBIT U

$$\begin{aligned} \frac{1}{2} \frac{d}{dt} \int_{\mathbb{R}^3} |\nabla u|^2 dx &= \int_{\mathbb{R}^3} \nabla u \cdot \nabla u_t dx \\ &= \int_{\mathbb{R}^3} \nabla u \cdot \nabla (-\Delta u) dx \\ &= - \int_{\mathbb{R}^3} \Delta u \cdot \Delta u dx \\ &= - \int_{\mathbb{R}^3} |\Delta u|^2 dx \leq 0. \end{aligned}$$

HAWAII

MITSUNAGA & ASSOCIATES, INC.
GEOLABS, INC.
RON HO & ASSOCIATES

PROJECT LOCATION

A map of the Hawaiian Islands with various locations labeled. The islands shown include Lanai (LAR), Maui (KAILUA), Oahu (KAHULUI, SAILUA, HONOLULU, WAIKOLI, OHA BEACH, BARBER'S POINT, MAKAHA, WAIANAE, WAIKAKULU), and Pearl City. A north arrow is located in the bottom left corner.

PROJECT LOCATION

Map showing the project location in the Old West End of San Francisco. The map includes streets such as Broadway, Market Street, and various numbered streets. A red dot indicates the project location at the intersection of Broadway and Market Street. A north arrow is present in the bottom left corner.

APPROVED

7/12/2017
DIRECTOR, DEPARTMENT OF PLANNING & DESIGNING
FOR THE NATIONAL GALLERY
FOR UTILITY COMPLIANCE W/ CITY STANDARDS

Expt 3 at 8:

2024 N. King Street
Suite 200
Honolulu, Hawaii 96819-3470
Telephone 808 842 1133
Fax 808 842 1937
eMail rmtowill@hawaii.rr.com



R. M. TOWILL CORPORATION
SINCE 1930

Planning
Engineering
Environmental Services
Photogrammetry
Surveying
Construction Management

June 02, 2011

Mr. Davis Yogi, Administrator
State of Hawaii
Department of Transportation
Harbors Division
79 South Nimitz Highway, 3rd Floor
Honolulu, Hawaii 96813-4898

Dear Mr. Yogi:

Kapolei Harborside Drainage Master Plan
Kapolei, Ewa, Oahu, Hawaii
TMK: 9-1-14: 33 (por.), 35; 9-1-15: 20 (por.)

We are transmitting one (1) copy of the proposed drainage master plan for the Kapolei Harborside project for your review and acceptance. This master plan is being submitted pursuant to Condition 9 of the Land Use Commission Docket A06-763. Condition 9 states as follow:

Drainage Plan. Petitioner shall prepare and submit a detailed Petition Area drainage plan to the DPP and the DOT for review and approval. In preparing its drainage plan, Petitioner shall consider and incorporate the drainage requirements for other regional developments within the same watershed.

If you should have any questions, please feel free to call me at 842-1133.

Very truly yours,

Greg H. Hiyakumoto
Senior Project Manager

GHH:jf

Enclosure

K:\civil\21516 Aina Nui Kapolei Harborside\Documents\Transmittals\20110105 Ltr - DPP Kapolei Harborside Drainage Master Plan.doc

cc: Mr. Eugene Takahashi - DPP Planning Division, Dev. Plans / Zoning Changes Branch
(Transmittal only)

PETITIONER'S EXHIBIT V



STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
HARBORS DIVISION
79 SOUTH NIMITZ HIGHWAY
HONOLULU, HAWAII 96813-4898

GLENN M. OKIMOTO
DIRECTOR

Deputy Directors
FORD N. FUCHIGAMI
JAN S. GOUVEIA
RANDY GRUNE
JADINE URASAKI

IN REPLY REFER TO:

HAR-EP
0926.11

June 23, 2011

Mr. Greg H. Hiyakumoto
Senior Project Manager
R. M. Towill Corporation
2024 North King Street, Suite 200
Honolulu, Hawaii 96819-3470

Dear Mr. Hiyakumoto:

Subject: Kapolei Harborside Drainage Master Plan
Kapolei, Ewa, Oahu, Hawaii
TMK: 9-1-14:33 (por.), 35; 9-1-15:20 (por.)

We have reviewed your proposed drainage master plan for the Kapolei Harborside project as transmitted June 2, 2011. The following are our comments:

1. The "Maritime Industrial Park", as depicted in Figure 2 of the subject plan, is not accurately represented. The State of Hawaii Department of Transportation Harbors Division is currently considering the acquisition of "Lot A" of TMK: 9-1-014:026 as depicted on the attached document (Source: *Acquisition Of Land for the Expansion of Kalaeloa Barbers Point Harbor, Final Environmental Assessment/Finding of No Significant Impact*; SSFM November 2010), copy attached. As such, "Lot B" of said document should not be construed or represented as part of the "Maritime Industrial Park."
2. We defer accepting the accuracy and suitability of the subject plan to the City and County of Honolulu's Department of Planning and Permitting (DPP).
3. If the "Maritime Industrial Park" is part of the same watershed as the subject plan, has the subject plan fulfilled its obligation to "...incorporate the drainage requirements for other regional developments within the same watershed.", pursuant to "Condition 9" of the Land Use Commission Docket A06-763? Based on the limits of improvements shown in the subject plan, an undeveloped "Maritime Industrial Park" area would be the recipient of all the drainage produced by the subject plan.

Mr. Greg H. Hiyakumoto
Page 2
June 23, 2011

HAR-EP
0926.11

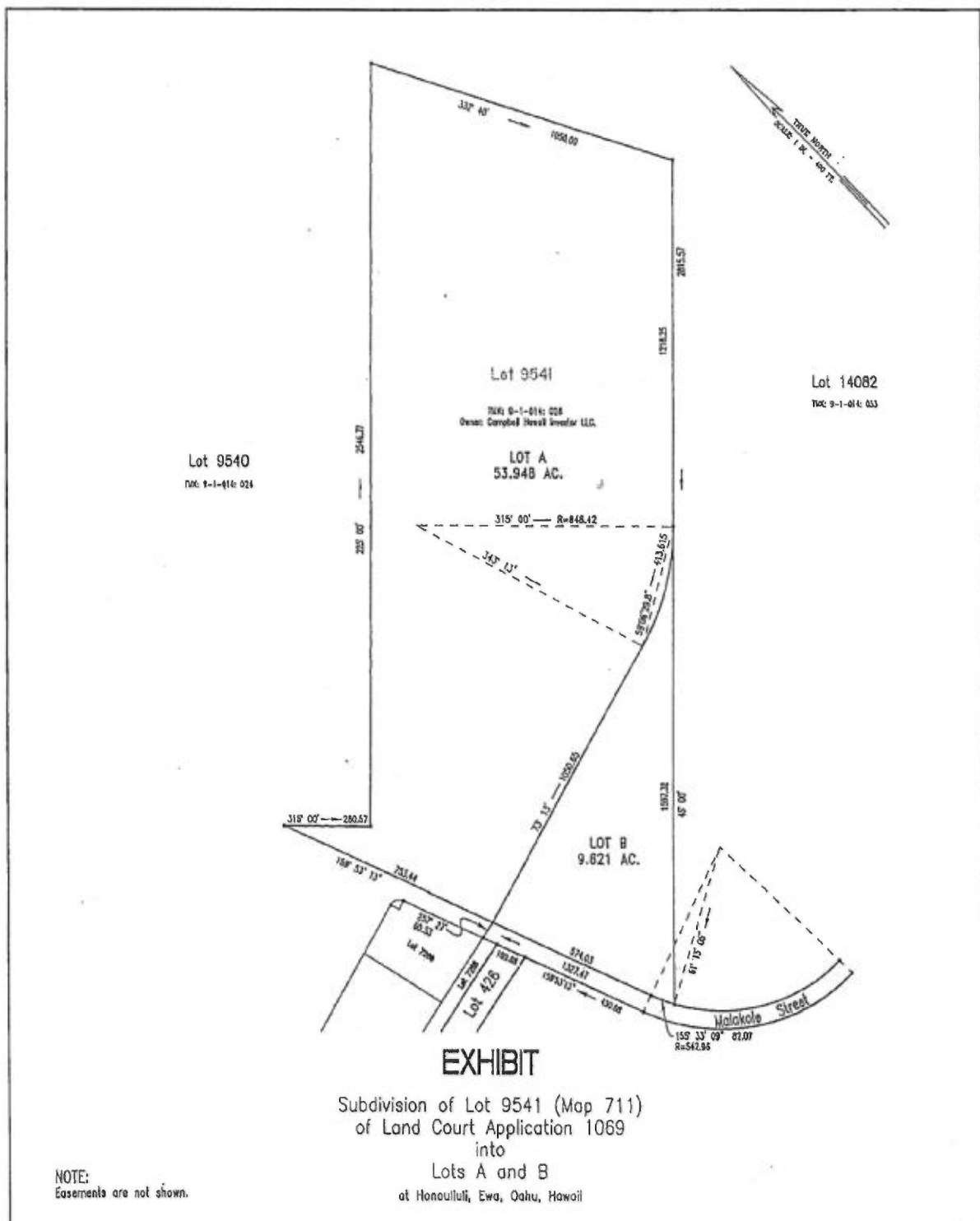
Should you have any questions, please call Mr. Arnold Liu, Acting Planning Engineer, of the Harbors Division Engineering Planning Section at 587-1887.

Sincerely,

A handwritten signature in black ink, appearing to read "R. Grune".

RANDY GRUNE
Deputy Director, Department of Transportation
Harbors Division

Att.



PROPOSED SUBDIVISION MAP

Kalaheo Barbers Point Harbor Land Acquisition
Hawai'i Department of Transportation, Harbors Division

FIGURE 5

(Source: "Acquisition of Land for the Expansion of Kalaheo Barbers Point Harbor, Final Environmental Assessment / Finding of No Significant Impact"; SSFM November 2010)

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July 12, 2011

Mr. Davis Yogi, Administrator
State of Hawaii
Department of Transportation
Harbors Division
79 South Nimitz Highway, 3rd Floor
Honolulu, Hawaii 96813-4898

Dear Mr. Yogi:

Kapolei Harborside Drainage Master Plan
Kapolei, Ewa, Oahu, Hawaii
TMK: 9-1-14: 33 (por.), 35; 9-1-15: 20 (por.)

We are transmitting one (1) revised copy of the proposed drainage master plan for the Kapolei Harborside project for your review and acceptance. This master plan is being submitted pursuant to Condition 9 of the Land Use Commission Docket A06-763. Condition 9 states as follow:

Drainage Plan. Petitioner shall prepare and submit a detailed Petition Area drainage plan to the DPP and the DOT for review and approval. In preparing its drainage plan, Petitioner shall consider and incorporate the drainage requirements for other regional developments within the same watershed.

Please see below for a list of response to the comments provided to us dated June 23, 2011. A copy of the comments is attached for reference.

- 1. The "Maritime Industrial Park", as depicted in Figure 2 of the subject plan, is not accurately represented. The State of Hawaii Department of Transportation Harbors Division is currently considering the acquisition of "Lot A" of TMK: 9-1-014:026 as depicted on the attached document (Source: Acquisition Of Land for the Expansion of Kalaeloa Barbers Point Harbor, Final Environmental Assessment/ Finding of No Significant Impact; SSFM November 2010), copy attached. As such, "Lot B" of said document should not be construed or represented as part of the "Maritime Industrial Park."*

Acknowledged.

2. *We defer accepting the accuracy and suitability of the subject plan to the City and County of Honolulu's Department of Planning and Permitting (DPP).*


Acknowledged.

3. *If the "Maritime Industrial Park" is part of the same watershed as the subject plan, has the subject plan fulfilled its obligation to "...incorporate the drainage requirements for other regional developments within the same watershed.", pursuant to "Condition 9" of the Land Use Commission Docket A06-763? Based on the limits of improvements shown in the subject plan, an undeveloped "Maritime Industrial Park" area would be the recipient of all the drainage produced by the subject plan.*

Maritime Industrial Park and other developments within the same watershed will be accommodated by the proposed regional drainage channel.

If you should have any questions, please feel free to call me at 842-1133.

Very truly yours,



Greg H. Hiyakumoto
Senior Project Manager

GHH:jf

Enclosure

K:\civil\21516 Aina Nui Kapolei Harborside\Documents\Transmittals\20110105 Ltr - DPP Kapolei Harborside Drainage Master Plan.doc

BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Petition Of

KAPOLEI PROPERTY DEVELOPMENT,
LLC

To Amend the Agricultural Land Use District
Boundary Into The Urban Land Use District
for Approximately 344.519 Acres Of Land At
'Ewa, O'ahu, Hawai'i, Tax Map Keys: 9-1-014:
Por. 33, 34, And 35 And 9-1-15: Por. 20

DOCKET NO. A06-763

CERTIFICATE OF SERVICE

CERTIFICATE OF SERVICE

I hereby certify that service of a copy of the foregoing document was made to the
following parties by hand delivery on November 5, 2018, to the addresses below:

Donna Y.L. Leong, Corporation Counsel Duane Pang, Deputy Corporation Counsel Department of Corporation Counsel City and County of Honolulu 530 South King Street, Room 110 Honolulu, Hawaii 96813	[Via Hand Delivery]
Kathy K. Sokugawa, Acting Director Department of Planning And Permitting City and County of Honolulu 650 South King Street, 7th Floor Honolulu, Hawaii 96813	[Via Hand Delivery]
Leo Asuncion, Director Office of Planning State of Hawaii 235 South Beretania Street, 6th Floor Honolulu, HI 96813	[Via Hand Delivery]

Dawn T. Apuna, Deputy Attorney General
Office of the Attorney General
State of Hawaii
425 Queen Street
Honolulu, Hawaii 96813

[Via Hand Delivery]

DATED: Honolulu, Hawai'i, November 5, 2018.



JENNIFER A. LIM
DEREK B. SIMON

Attorneys for Petitioner
KAPOLEI PROPERTIES LLC