

ORIGINAL

Nov 1 1 26 PM '89
LAND USE COMMISSION
STATE OF HAWAII

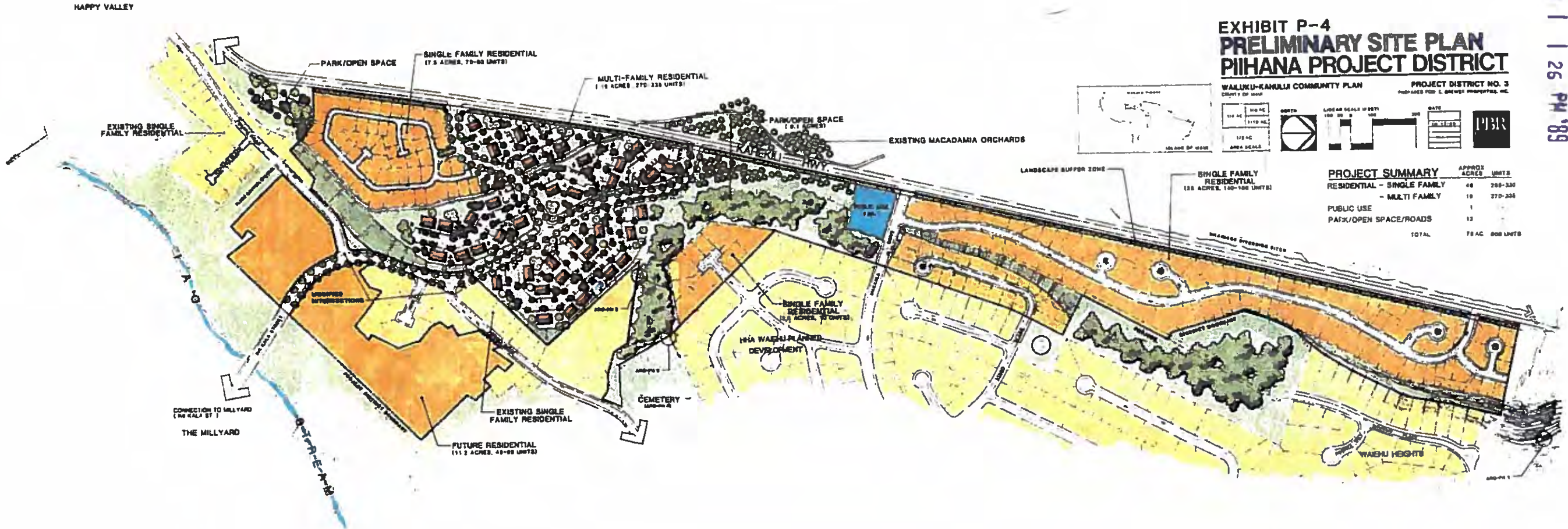
EXHIBIT P-4 PRELIMINARY SITE PLAN PIIHANA PROJECT DISTRICT

WAILUKU-KAHULUI COMMUNITY PLAN
PROJECT DISTRICT NO. 3
PREPARED FOR: L. BREWER PROPERTIES, INC.



100 AC	1:50,000	DATE	10/21/89
100 AC	1:100,000	DATE	10/21/89
100 AC	1:150,000	DATE	10/21/89
100 AC	1:200,000	DATE	10/21/89

PROJECT SUMMARY	APPROX ACRES	UNITS
RESIDENTIAL - SINGLE FAMILY	48	268-330
- MULTI FAMILY	19	270-338
PUBLIC USE	1	
PAIK/OOPEN SPACE/ROADS	13	
TOTAL	78 AC	608 UNITS



DOCKET NO.	A89-642
PARTY	Per.
EXH NO.	P-4
DATE IDENTIFIED	11/2/89
IN EVIDENCE	11/2/89
CLERK	dyp

EXHIBIT _____ EXHIBIT A

EXHIBIT P-1

MAILUKU AND PIIHANA PROJECT DISTRICTS
HOUSING ALLOCATION SUMMARY

LAND USE COMMISSION
STATE OF HAWAII
OCT 17 10 56 AM '89

PROJECT DISTRICT	TOTAL UNITS	TOTAL ACRES	DENSITY (UNITS/ACRE)	SINGLE FAMILY	MULTI FAMILY	TOTAL NUMBER OF UNITS	INCOME LEVELS			TOTAL AFFORDABLE MARKET	
							120%-140%	80%-120%	11.25%		
MAILUKU	2400	545	4.4	1800	600	2400	15%	11.25%	11.25%	37.5%	62.5%
PIIHANA	600	79	7.6	140	460	600	40%	30%	30%	100%	0%
TOTALS	3000	624	4.8	1940	1060	3000	20%	15%	15%	50%	50%

DOCUMENT NO.	889-642
PARTY	P-1
EXH. NO.	8-1
DATE IDENTIFIED	11/2/89
IN EVIDENCE	11/2/89
CLERK	[Signature]

BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Petition of)
C. BREWER PROPERTIES, INC.)
To Amend the Agricultural Land)
Use District Boundary into the)
Urban District For Approximately)
626 Acres Situate at Wailuku and)
Piihana, Maui, Hawaii, Tax Map)
Key Nos.: 3-5-01: Portion 01,)
Portion 17; 3-4-07:02; 3-3-01:33,)
39, and Portion 16; 3-4-32:10,)
18 and Portion 01)

DOCKET NO. A89-642
C. BREWER PROPERTIES,
INC.

JAN 30 11 20 AM '90
LAND USE COMMISSION
STATE OF HAWAII

FINDINGS OF FACT,
CONCLUSIONS OF LAW, AND DECISION AND ORDER

EXHIBIT B

BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Petition of)	DOCKET NO. A89-642
C. BREWER PROPERTIES, INC.)	
To Amend the Agricultural Land)	C. BREWER PROPERTIES,
Use District Boundary into the)	INC.
Urban District For Approximately)	
626 Acres Situate at Wailuku and)	
Piihana, Maui, Hawaii, Tax Map)	
Key Nos.: 3-5-01: Portion 01,)	
Portion 17; 3-4-07:02; 3-3-01:33,)	
39, and Portion 16; 3-4-32:10,)	
18 and Portion 01)	
_____)	

FINDINGS OF FACT,
CONCLUSIONS OF LAW, AND DECISION AND ORDER

C. BREWER PROPERTIES, INC., a Hawaii corporation (hereinafter referred to as the "Petitioner"), filed a Petition on May 16, 1989 (hereinafter referred to as the "Petition"), pursuant to Chapter 205, Hawaii Revised Statutes, as amended (hereinafter cited as "HRS"), and the Hawaii Land Use Commission Rules, Title 15, Subtitle 3, Chapter 15, Hawaii Administrative Rules, as amended (hereinafter cited as the "Commission Rules"), to amend the land use district boundary to reclassify approximately 626 acres of land comprising of two (2) separate non-contiguous parcels of real property situated in the Wailuku District, Island and County of Maui, State of Hawaii, which are designated in the Wailuku-Kahului Community plan for the County of Maui as Project District No. 3,

comprising of approximately 547 acres (hereinafter referred to as the "Wailuku Project District"), and Project District No. 2, comprising of approximately 79 acres (hereinafter referred to as the "Piihana Project District") and are further described on the tax maps of the State of Hawaii as follows: Wailuku Project District, comprising of Tax Map Key Numbers:

(2) 3-5-01: portion of 01 and portion of 17, and 3-4-07:02; and Piihana Project District, comprising of Tax Map Key Numbers:

(2) 3-3-01:33, 39 and portion of 16, and 3-4-32:10, 18 and portion of 01 (hereinafter both project districts being sometimes collectively referred to as the "Property"), from the Agricultural District to the Urban District to permit the development of two residential communities providing for a variety of residential unit types along with required amenities to serve said developments. The Land Use Commission of the State of Hawaii (hereinafter referred to as the "Commission"), having heard and examined the testimony, evidence and argument of counsel presented during the hearings and the parties' proposed findings of fact, conclusions of law, and decision and order, hereby makes the following findings of fact:

FINDINGS OF FACT

PROCEDURAL MATTERS

1. Petitioner filed a Petition for amendment of district boundaries on May 16, 1989.
2. A prehearing was conducted on October 17, 1989 at the Commission's office.

3. The Commission held hearings on the Petition on November 2 and 3, 1989, pursuant to notices published in the Honolulu Advertiser and the Maui News, newspapers of general circulation, on September 21, 1989.

4. The Commission permitted Petitioner to amend its Petition at the hearing on November 2, 1989, to include an approximately two-acre rectangular parcel situate in the northern portion of the Wailuku Project District, Maui Tax Map Key No.: 3-5-01:portion 1, and thereby increasing the Property to a total of approximately 626 acres and the Wailuku Project District to a total area of approximately 547 acres.

5. The additional parcel of approximately two-acre presently contains an irrigation incline shaft, irrigation pumps, and supporting electrical transformers.

6. A petition to intervene was filed by Elizabeth Ann Stone on October 12, 1989, and was considered by the Commission during the hearing held on November 2, 1989. Ms. Stone failed to appear at the hearing and the Commission, after reviewing the record and good cause appearing therefore, denied the petition to intervene.

7. Sally Raisbeck, Co-Chair of the Maui Affordable Housing Alliance was permitted to testify as a public witness on November 2, 1989.

8. The Commission received into evidence on November 2, 1989, the written statements of Elizabeth Ann

Stone, Sheila Ludwig, Executive Director of the Maui Chamber of Commerce and Lynn Britton of the Maui Hotel Association.

DESCRIPTION OF THE PROPERTY

9. The Property consists of two (2) separate non-contiguous parcels of real property situate in the Wailuku District, Island and County of Maui.

10. The Wailuku Project District is situated at the base of the West Maui Mountains adjacent to and south of Wailuku Town, straddling both the west and east sides of Honoapiilani Highway. It is contiguous on its northerly and easterly boundaries to the Urban District of Wailuku Town; on its southerly boundary to the Agricultural Land Use District; on its westerly boundary to the Urban District of the Wailuku Heights residential subdivision; and on its northwesterly boundary to the Agricultural Land Use District. The present Waiale agricultural road borders its easterly boundary. Portions of the Wailuku Project District are cultivated in pineapple which will be phased out as development occurs.

11. The physiography of the Wailuku Project District finds that the District slopes upward from east to west, with the minimum elevation on the site being approximately 220 feet above mean sea level and the maximum elevation of approximately 750 feet above mean sea level. Slopes vary from less than five percent (5%) in the lower portions of the site to approximately eighteen percent (18%) in the northwestern portion. The

District includes three irrigation ditches, Waihee, Iao, and Kama, which run from north to south. The Hopoi Reservoir is also located within the District.

12. The Piihana Project District is situated to the north of Wailuku Town extending from the intersection of Kahekili Highway and Piihana Road extending north along the east side of Kahekili Highway. Along its easterly boundary, it is contiguous to the existing Urban District and the Waiehu Planned Development subdivision developed by the State of Hawaii Housing Finance and Development Corporation and the Waiehu Heights subdivision to the south of said former subdivision. Portions of the Piihana Project District are presently cultivated in macadamia nut orchards which will be phased out as development occurs.

13. The physiography of the Piihana Project District finds that the District gradually slopes in a northeasterly direction until it reaches the Waiehu sand hill where elevation increases approximately 90 feet, from 230 feet to 320 feet above mean sea level at the highest point of the hill. The lowest elevation is approximately 150 feet above mean sea level. The majority of the site to be developed has slopes of less than five percent (5%), while the sand hill has slopes of twenty to fifty percent (20%-50%). Spreckles Ditch runs through the property and an irrigation reservoir is located within the District.

14. The Property is identified by the following Tax Map Key numbers:

<u>Property Area</u>	<u>Maui Tax Map Key Numbers</u>	<u>Approximate Area in Acres</u>
Wailuku Project District	3-5-01: portion of 01 and portion of 17; 3-4-07:02	±547
Piihana Project District	3-3-01: portion of 16, 33 and 39; 3-4-32:10, 18, and a portion of 01	±79

15. The Property, which consists of approximately 626 acres, is owned in fee simple by an affiliate of Petitioner, Wailuku Agribusiness Co., Inc., formerly known as Wailuku Sugar Co., Inc. Both Petitioner and Wailuku Agribusiness Co., Inc. are subsidiaries of C. Brewer and Company, Ltd.

16. By letter dated April 21, 1989, Wailuku Agribusiness Co., Inc. authorized Petitioner to submit the Petition to the Commission for reclassification of the Property.

17. The United States Department of Agriculture (USDA) Soil Conservation Service, Soil Survey of Islands of Kauai, Oahu, Maui, Molokai, and Lanai, State of Hawaii (December 1973), classifies the soils within the Property as follows:

a. Wailuku Project District: The Wailuku Project District contains two soil types, Wailuku Silty Clay and Iao Clay. Both series consist of well-drained soils on gently sloping alluvial fans. Approximately twenty percent

(20%) of the site is comprised of the Wailuku series with the remaining eighty percent (80%) of the Iao series.

Wailuku Silty Clay consists of a surface layer which is dark reddish-brown silty clay with a depth of approximately 12 inches. The soil is slightly acid to medium acid in the surface layer and slightly acid in the subsoil. This soil is moderate in permeability and suitable for agricultural and urban land uses.

Iao Clay consists of a surface layer which is dark brown clay with a depth of approximately 15 inches. The soil is neutral in the surface layer and subsoil and is found on this project site on slopes of seven to fifteen percent (7%-15%). This soil is suitable for agricultural and urban uses.

b. Piihana Project District: The Piihana Project District contains three general soil series, Pulehu, Iao, and Puuone. These soil series consist of excessively drained soils on low uplands and developed in material derived from coral and seashells.

Pulehu Cobbly Clay Loam consists of a surface layer which is dark brown cobbly clay loam about 21 inches thick. The soil is neutral in the surface layer and mildly alkaline below the surface layer. Permeability is moderate. Runoff is slow, and the erosion hazard is no more than slight. These soils are suitable for agricultural and urban uses.

Iao Clay consists of a surface layer which is dark brown clay with a depth of approximately 15 inches. The soil is neutral in the surface layer and subsoil and is found on this project site on slopes of three to seven percent (3%-7%). This soil is suitable for agricultural and urban uses.

Iao Cobbly Silty Clay has a profile like that of Iao Clay, except for the texture of the surface layer and the content of the cobblestones. The soil is suitable for agricultural and urban uses.

Puuone Sand consists of a surface layer which is grayish-brown calcareous sand about 20 inches thick. This soil is suitable for urban uses.

18. Maui contains approximately 251,267 acres of land classified as agricultural which encompasses fifty-four percent (54%) of the total land area. The Property encompasses 626 acres of agricultural land, less than one percent (0.2%) of Maui's agricultural land.

19. The State Department of Agriculture's Agricultural Lands of Importance to the State of Hawaii (ALISH) classification system classifies approximately 547 acres of the Wailuku Project District and approximately 45 acres of the Piihana Project District as "Prime" and the remaining approximately 34 acres of the Piihana Project District as "Other Important Lands."

20. In terms of the productivity rating, based on the 1967 Land Study Bureau soil classifications, the subject areas

contain 1.39 percent (1.39%) of Maui's total Class A land and 1.12 percent (1.12%) of the total Class B. The Wailuku Project District includes approximately 472 acres of Class A lands and 75 acres of Class B lands while the Piihana Project District includes approximately 64 acres of Class B lands and 15 acres of Class E lands.

21. The Flood Insurance Rate Map (June 1981) prepared by the U.S. Army Corps of Engineers designates the Property as Flood Zone C, an area of minimal flooding.

DESCRIPTION OF THE PROPOSED DEVELOPMENT

22. Petitioner proposes to develop approximately 3,000 housing units on the Property (hereinafter referred to as the "Project") to provide housing opportunities for low, low-moderate and moderate income Hawaii residents by offering for sale approximately twenty percent (20%) of the units at prices which families with an income range below eighty percent (80%) of Maui County's median income can afford; fifteen percent (15%) of the units which families with an income range of eighty percent to one hundred twenty percent (80%-120%) of Maui County's median income can afford; and fifteen percent (15%) of the units which families with an income range of one hundred twenty percent to one hundred forty percent (120%-140%) of Maui County's median income can afford. Petitioner may opt to fulfill a portion of the affordable housing requirements through the rental of said units to be made available at rents which families in the specified income ranges can afford, as

determined and defined by the Housing Finance and Development Corporation standards. The balance of the Project will be developed at market prices.

23. Petitioner proposes that the affordable housing units be distributed as follows between the project districts: one hundred percent (100%) affordable housing units in the Piihana Project District and thirty-seven and one-half percent (37.5%) affordable housing units in the Wailuku Project District, with the remaining units in the Wailuku Project District to be offered at market prices.

24. Petitioner explains that their proposed affordable housing allocation and distribution is a result of both the increase in State affordable housing requirements and the physiographic characteristics of the project districts.

25. Based upon socio-economic concerns, Maui County proposes that Petitioner's housing allocation be distributed to provide sixty (60) more affordable housing units in the Wailuku Project District and sixty (60) less affordable housing units in the Piihana Project District.

26. The State Housing Finance and Development Corporation (HFDC) also expressed concern regarding the Petitioner's proposed high concentration of affordable housing in the Piihana Project District and proposed that the affordable housing units be equally distributed between the project districts such that fifty percent (50%) of the units developed in each of the project districts are affordable.

27. Petitioner commits to continue working with the HFDC and the County of Maui to resolve the differences over the allocation and distribution of affordable housing units to be provided, to be mutually agreeable between the Petitioner, the HFDC, and the County of Maui.

28. Petitioner will offer either finished lots, house and lot packages, or a combination thereof.

29. The proposed development of the Property will encourage the use of a variety of residential unit types and arrangements including, duplex, fourplex, zero lot line, cluster, single family detached, and garden apartments.

30. Petitioner proposes to develop the Wailuku Project District into a complete residential community, containing a mix of single and multi-family units, which will be supported by a community center, parks, an open space system, and a school.

a. The Wailuku Project District will include the following land uses:

<u>Use</u>	<u>Gross Acres</u>	<u>% of Land Total</u>
Residential (including single and multi-family uses and roads):	400	73.4
Parks and Open Space (Pedestrian Paths and Drainage):	112	20.1
School (Elementary):	10	1.8
Community Center	5	1.0
Commercial Center	<u>20</u>	<u>3.7</u>
Total:	547 acres	100.00

31. Approximately 2,400 housing units are envisioned for the Wailuku Project District, resulting in an average density of 4.4 units per acre.

32. Petitioner proposes to develop the Piihana Project District into a residential district, containing single and multi-family units, integrated with an open space system.

33. The Piihana Project District will include the following land uses:

<u>Use</u>	<u>Gross Acres</u>	<u>% of Land Total</u>
Residential:	65	82.3
Public Use:	1	1.3
Parks, Open Space, buffer zones (Developable)	<u>13</u>	<u>16.4</u>
Total:	79 acres	100.00

34. Approximately 600 housing units are envisioned for the Piihana Project District, resulting in an average density of 7.6 units per acre.

35. Petitioner projects that the Property will be developed over a ten to fifteen year period, with a specific development timetable dependent upon market conditions and cyclical fluctuations in demand.

36. Petitioner estimates that the necessary governmental approvals can be obtained in approximately two years which would enable construction to begin in late 1991 or early 1992, all major infrastructure completed within the first five years and subsequently, an estimated completion date of 10-12 years.

37. Petitioner estimates the preliminary order-of-magnitude costs for the infrastructure (excluding unit construction) to be approximately \$92,730,000 and construction cost for housing and related improvements to be approximately \$400,000,000 in 1989 dollars. The infrastructure cost estimate includes the following:

<u>Cost Item</u>	<u>Project District</u>	
	<u>Wailuku</u>	<u>Piihaha</u>
General	\$ 9,800,000	\$ 1,100,000
Roadway	12,200,000	3,100,000
Water System	9,300,000	1,700,000
Sewer System	16,200,000*	2,300,000
Drainage System	9,900,000	1,700,000
Electrical Telephone & Cable	9,600,000	1,300,000
Landscaping	<u>5,500,000</u>	<u>600,000</u>
Total Estimated Costs	\$72,500,000	\$11,800,000
10% Contingency	<u>7,250,000</u>	<u>1,180,000</u>
GRAND TOTAL	\$79,750,000	\$12,980,000

*assumes sewage treatment plant site at Puunene

PETITIONER'S FINANCIAL CAPABILITY
TO UNDERTAKE THE PROPOSED DEVELOPMENT

38. The unaudited consolidated balance sheet of Petitioner as of December 25, 1988, lists total assets at \$55,575,000, total current and other liabilities at \$14,244,000 and total stockholders' equity at \$41,331,000. The unaudited consolidated statement of earnings as of December 25, 1988, lists Petitioner's total sales and revenues as \$8,679,000, while total cost of sales and revenues is listed as \$9,315,000, resulting in earnings from continuing operations before income

taxes at \$(636,000). With total provision for income taxes of \$(244,000), Petitioner's net earnings for the 12 month period ending December 25, 1988, are listed at \$(392,000).

39. Petitioner is a subsidiary of C. Brewer and Company, Ltd., one of the largest land owners in the State. Petitioner represents that the proposed development will have the combined financial backing of both Petitioner and its parent company, C. Brewer and Company, Ltd.

STATE AND COUNTY LAND PLANS AND PROGRAMS

40. The Property is located within the State Agricultural Land Use District, as reflected on Land Use District Boundary Map M-5, Wailuku.

41. The Property is not located within the Maui County Special Management Area (SMA) as defined in Chapter 205A, Hawaii Revised Statutes.

42. The Wailuku Project District and the Piihana Project District are currently designated on the Wailuku-Kahului Community Plan respectively as Wailuku Project District No. 3 and Piihana Project District No. 2.

43. Both project districts are in general compliance with the objectives of said Community Plan. The number of units and densities proposed for each Project District, however, are inconsistent with the provision of said Community Plan. For the Wailuku Project District, 2,000 units with an average density of 5.1 units per acre are recommended. For the

Piihana Project District, 390 units with an average density of 6 units per acre are recommended.

44. The increase in density arises from Petitioner's effort to accommodate the policies and need for affordable housing within the objective of creating a quality residential development.

45. Both project districts are in compliance with the objectives of the General Plan for the County of Maui.

NEED FOR THE PROPOSED DEVELOPMENT

46. Petitioner's market consultant, Peat Marwick Main & Co. (Peat Marwick), prepared a residential market assessment for the Project.

47. Led by the visitor industry, the economy of Maui has experienced strong expansion in recent years with gross business receipts increasing by approximately nine percent (9%) annually. The fastest growing sector of the economy has been tourism with visitor expenditures increasing by approximately nineteen percent (19%) over the 1982 to 1987 period.

48. Agriculture on Maui is in a transition period. The maturation of sugar and pineapple production is indicated by an increase in value of about four percent (4%) annually over the past six years. Diversified agriculture products such as macadamia nuts and flowers are becoming increasingly important, and have grown about ten percent (10%) annually.

49. Projected employment trends for Maui County developed by the State Department of Business and Economic

Development (DBED) find that total employment is anticipated to increase from about 51,300 jobs in 1990 to about 78,500 jobs in 2010. Employment in manufacturing and agriculture is expected to remain flat. Much of the growth in employment, with the exception of that in the agriculture, construction, hotel, and some other service jobs, is expected to be centered in the Wailuku-Kahului area, which is expected to remain the major government and commercial area on Maui.

50. Forecasts developed by DBED project that the resident population for Maui County will grow at more than moderate rates in the future with an estimated 1990 population of 96,800 residents to increase to 145,200 residents by 2010.

51. Peat Marwick estimates the housing demand for the market area from 1990 to 2010 to be as follows:

	<u>1990</u>	<u>1995</u>	<u>2000</u>	<u>2005</u>	<u>2010</u>	Cumulative total
Estimated market area households	<u>21,180</u>	<u>24,010</u>	<u>27,180</u>	<u>29,365</u>	<u>32,075</u>	
Total incremental housing unit demand	3,290	3,090	3,440	2,425	2,965	15,930
Annual average	660	620	690	480	590	610

52. Peat Marwick projects that known completed or proposed residential projects in the Central Maui market area will provide about 2,800 housing units by 1990, 2,900 units between 1990 and 1995, and an additional 2,600 units from 1995 to 2000 for a total of 8,300 units. When combined with the 3,000 units proposed by the Project, a potential supply of

11,400 units could be created to meet the expected demand for 15,900 units by 2010. The resulting unmet housing by the year 2010 would be approximately 4,500 units.

53. Analysis of the market area by Peat Marwick indicates that the housing units provided by the Project could be fully absorbed between 1991 and 2010.

IMPACT ON RESOURCES OF THE AREA

Agricultural Resources

54. Petitioner's economic analyst, Dr. Bruce Plasch of Decision Analysts Hawaii, Inc., prepared a report evaluating the impact of the Project on agriculture.

55. The development of the Property would result in the residential development of approximately 626 acres of agricultural land, 40 acres of which are presently in pineapple cultivation and 49 acres in macadamia nut cultivation. The remainder of the land was former sugarcane land which now lies fallow.

56. Wailuku Agribusiness Co., Inc. has approximately 4,700 acres, excluding the Project, available for agricultural use.

57. Wailuku Agribusiness Co., Inc. currently has approximately 1,800 acres under pineapple cultivation with plans to expand pineapple cultivation to 2,200 acres by next year.

58. Wailuku Agribusiness Co., Inc. has identified their lands situated near Maalaea and Waikapu as providing the

additional 400 acres to be put into production, of which approximately 40 acres are in substitution for the land currently in production in the Wailuku Project District.

59. The 40 acres of pineapple land in the Wailuku Project District comprise approximately two percent (2%) of the total pineapple acreage farmed by Wailuku Agribusiness Co., Inc. on Maui and approximately one-tenth of one percent (0.1%) of the total pineapple land farmed in the State.

60. Dr. Plasch concludes that removal of the 40 acres of pineapple land would have an inconsequential impact on pineapple production on Maui and in the State as a whole and would not cause a loss of jobs.

61. The 49 acres of macadamia nut land in the Piihaha Project District comprises approximately three percent (3%) of the total macadamia nut acreage farmed by Wailuku Agribusiness Co., Inc. on Maui and approximately two-tenths of one percent (0.2%) of the total macadamia nut land farmed in the State.

62. Wailuku Agribusiness Co., Inc. currently has approximately 1,800 acres under macadamia nut cultivation with a long term fifteen-year contract to an outside buyer.

63. Dr. Plasch concludes that removal of the 49 acres of macadamia nut land would have an inconsequential impact on macadamia production on Maui and in the State as a whole and would not cause a loss of jobs.

64. Development of the Project will eliminate the possibility of using the Property for diversified agriculture.

65. Dr. Plasch concludes that although the two project districts have soils that are rated as potentially productive, other agronomical conditions make the area poorly suited for most crops that are commonly grown commercially in Hawaii and involve far too little land to affect the Statewide growth of diversified agriculture.

66. Dr. Plasch advances four reasons in support of his conclusion: (1) an extensive amount of agricultural land and water in the State has been freed from sugar and pineapple production due to past plantation closings and reductions in operations--about 100,000 acres including announced reduction plans--and most of this land has favorable soil ratings and remains available for diversified-agriculture activities; (2) given the existence of unprofitable sugar operations, a very real possibility exists that additional land and water will be freed from sugar production; (3) some--if not most--of the sugar operations would make their land available for profitable replacement crops to the extent that such crops are available; and (4) when compared to the available supply, a very small amount of land and water is required to grow proven and promising diversified agriculture crops in order to achieve a realistic level of Statewide food and animal-feed self-sufficiency, and to increase exports.

67. The State Department of Agriculture (DOA) states that one of its long-range concerns is the displacement of productive agricultural land with non-agricultural uses but is

also simultaneously well aware and supportive of the need to develop affordable housing for Hawaii's residents.

68. The opportunities for housing, in particular affordable housing, created by the Project are an overriding public interest.

Historic and Archaeological Resources

69. Petitioner's archaeological consultant, Joseph Kennedy of Archaeological Consultants of Hawaii, Inc., conducted a surface archaeological reconnaissance of both the Wailuku Project District and the Piihana Project District.

70. The surface reconnaissance of the Wailuku Project District revealed no surface archaeological sites and a very poor likelihood of subsurface remains due to the plow zone conditions brought forth by previous heavy agricultural activity. No further archaeological work was recommended to be done for the Wailuku Project District.

71. Petitioner's archaeological consultant conducted both a surface and subsurface reconnaissance of the Piihana Project District which revealed two archaeological sites within the District. Such sites are identified in the archaeological report as PH2 and PH3 and consist respectively of a stone marker and a back-filled terrace structure.

72. Petitioner is coordinating with the State Department of Land and Natural Resources (DLNR) for the creation and implementation of a preservation plan to protect

the two identified surface archaeological sites within the Piihana Project District both during and after construction.

73. Results of the subsurface archaeological investigation of the Piihana Project District, consisting of 48 hand-drilled auger stations, were completely negative.

74. DLNR has questioned the adequacy of the subsurface testing performed on the Piihana Project District.

75. Petitioner has further agreed to an expansion of subsurface testing throughout the entire Piihana Project District and will conform with the mitigation plans as may be required by the State Historic Preservation Office.

Ground Water Resources

76. The primary potable water source for Central Maui is found in the West Maui Mountains. This primary source floats on sea water and lies seaward of dike-impounded water.

77. The basal water table begins at an elevation of 1 foot above mean sea level (MSL) near the coast and rises at an average of 1.5 and 2.5 feet per mile for the first two to three miles inland. The basal water table ends four to five miles inland at an elevation of about 30 feet above MSL.

78. Recharge of basal water occurs primarily by underflow of high level water (i.e. dike or perched water). Recharge also occurs to a minor degree by rainfall and irrigation water percolation.

79. Dike water is found at elevations ranging from 700 feet to 3,500 feet above MSL.

Coastal Ecosystems

80. Petitioner's consultant represents that the Project is not anticipated to have any adverse impacts on coastal ecosystems. Storm runoff from the Wailuku Project District will be discharged into Iao Stream, the principal urban drainage way serving Wailuku. Storm runoff from the Piihana Project District will be discharged into Iao Stream and Waiehu Stream, which drains a large portion of the macadamia nut fields west of Kahekili Highway.

81. There are no unique marine or coastal habitat areas located near the Waiehu Stream or Iao Stream outlets.

82. The Hawaii Coastal Zone Management Program expressed concern over the increase in volume of storm runoff that would be generated by the Project as well as the quality of the storm runoff and recommends Petitioner provide additional information on storm runoff and its impacts on receiving waters.

83. Petitioner indicates that it is willing to do such a study and abide by any mitigative measures, if required.

Recreational and Scenic Resources

84. Existing parks in the area consist of Wells Park, Papohaku Park/Wailuku Community Center, Maui Central Park, Iao Valley State Park, and the War Memorial Complex.

85. Petitioner proposes to develop and dedicate approximately 110 acres of parks and open space as well as a community center within the Wailuku Project District.

86. Petitioner proposes to develop and dedicate approximately 13 acres of parks, open space and buffer zones within the Piihana Project District.

Flora and Fauna

87. Petitioner's biological consultant, Dr. Marvin Miura of Environment Impact Study Corp., conducted a biological reconnaissance of the Property and concluded that the majority of the plants and animals observed within the Property are exotic species, none of which can be considered rare, threatened, or endangered.

88. Dr. Miura concluded that the Property has been previously disturbed by agricultural activity and does not provide suitable habitats for many endemic species of plants and animals. No significant impacts to the flora and fauna are expected from the development of the Property.

ENVIRONMENTAL QUALITY

Noise Quality

89. Construction noise from development of the Project will contribute to a temporary increase in noise levels in areas surrounding the Property.

90. Petitioner will comply with the standards and guidelines of the State Department of Health to mitigate impacts on ambient noise levels.

91. Primary noise generators after completion of the Project will be motor vehicles from both within the Project and travelling on roads and highways adjacent to the Project.

Petitioner proposes to attenuate traffic noise by using landscaping and berm buffers.

92. The State Department of Transportation has determined that neither of the Project Districts are within the 60 average day-night noise level (LDN) flight contour of the Kahului Airport aircraft traffic.

Air Quality

93. Increased vehicular traffic during construction of the Project may temporarily affect, though not significantly, the ambient air quality in the vicinity of the Property, including the surrounding residential areas and along adjacent roads.

94. Petitioner proposes to implement mitigating measures in conformance with local grading and erosion control measures to minimize air quality problems.

95. After construction, localized impacts are anticipated, particularly at major intersections, resulting from an increased number of vehicles entering the area. It is anticipated, however, that such impacts will not be significant.

ADEQUACY OF PUBLIC SERVICES AND FACILITIES

Highways and Roadways

96. Petitioner's traffic consultant, Parsons Brinckerhoff Quade & Douglas, Inc. (PBQD), prepared traffic impact studies for the Wailuku Project District and the Piihana Project District.

97. Petitioner indicates the following with respect to the Wailuku Project District:

a. Access into the District is currently provided by: (1) Honoapiilani Highway - bisecting the site in a north/south direction, and (2) Waiale Drive - defining the eastern boundary of the District, also in a north/south direction. Kuikahi Road establishes the District's southern boundary with a generally east/west orientation.

b. According to PBQD's study, the Honoapiilani Highway northbound left turn movement onto Kuikahi Road, and the Kuikahi Road left turn movement onto Honoapiilani Highway currently incurs little or no delay at Level of Service (LOS) "A" during both a.m. and p.m. peak hours. The Kuikahi Road left turn movement onto Honoapiilani Highway, however, experiences very long delays at LOS "E." PBQD states, however, that adequate capacity is available at this intersection for existing volumes. Honoapiilani Highway south of Kuikahi Road currently operates at a LOS "D" during both a.m. and p.m. peak hours.

c. PBQD projects that future conditions even without the proposed Wailuku Project District would require signalization at the Honoapiilani Highway/Kuikahi Road intersection by the year 2000. By the year 2010, LOS without the proposed District would result in LOS "E" during the morning peak hour and "B" during the afternoon peak hour. With

traffic signals in the year 2000, a LOS of "C" is projected during the a.m. peak hour, and "A" during the p.m. peak hour. Honoapiilani Highway south of Kuikahi Road would experience LOS "E" by the year 2000.

d. Traffic projections based on completion of the Wailuku Project District indicate significant cumulative increases in area-wide traffic volume resulting from a proposed diversion of Waiale Drive and construction of Maui Lani. Waiale Drive would be extended from its present terminus and turn west to meet Honoapiilani Highway across from the existing Kuikahi Road intersection. Reassignment of Maui Lani's traffic to Waiale Drive, thereby providing Maui Lani's only access to Honoapiilani Highway, will significantly increase Honoapiilani Highway traffic above existing levels.

By the year 2000, the Honoapiilani Highway/Kuikahi Road intersection will require additional lanes and signalization to accommodate the connection of the Waiale Drive extension. With the described improvements, LOS "D" is expected by the year 2000. Signalization of the Waiale Drive intersection to serve as the Maui Lani access road will be warranted at approximately fifty-five percent (55%) buildout of the Wailuku Project District.

The proposed new cross-intersection of Road A and Road D with Honoapiilani Highway will require signalization by the year 2000. With signals, this

intersection will operate as LOS "C" in the morning and LOS "D" in the afternoon. At this intersection, projected LOS should remain at "C" and "D" through the year 2010.

In the year 2010, Honoapiilani Highway between Kuikahi Road/Waiale Drive and Road A/Road D, should have four through lanes and a median for left turn lanes. These additional lanes will be needed on Honoapiilani Highway upon completion of sixty-five percent (65%) of the Wailuku Project District. Honoapiilani Highway south of Kuikahi Road will remain only at "E."

e. PBQD concludes that traffic volumes on the Honoapiilani Highway have been increasing independent of any development in the immediate vicinity of the Project.

f. PBQD recommends the following improvements to provide the necessary capacity for the projected traffic volumes:

(1) Signalization of those cross-intersections with Honoapiilani Highway created by the Project's roadway system, i.e. Kuikahi Road, Road A, and Road D (as designated on Petitioner's Exhibit P-8);

(2) Widening of the Honoapiilani Highway to four lanes through the District and the creation of full turn lanes; and

(3) Extension of Waiale Drive from its present terminus to connect with Honoapiilani Highway.

98. Piihana Project District:

a. Access into the District is by Kahekili Highway along the District's western boundary and Piihana Road along the District's eastern boundary. Kahekili Highway ties into the street system in the Happy Valley area of Wailuku, as the fourth leg of an intersection formed by Kahekili Highway, Market Street, Mokuhau Street, and Piihana Road. Kahekili Highway extends north to Waiehu Beach Road, and to the communities of Waiehu and Waihee. Market Street extends south through Happy Valley, into downtown Wailuku. Mokuhau Road runs west, serving the residential area in Happy Valley. Piihana Road extends east, and serves a smaller residential area.

Mill Street is a collector street between the Market Street/Happy Valley and the Lower Main Street areas of Wailuku.

b. Current conditions at the intersections of Market Street/Mill Street and Kahekili Highway/Piihana Road/Market Street/Mokuhau Road reflect that at the intersection of Market and Mill Streets, the Market Street left turn into Mill Street experiences little or no delay at LOS "A" during the a.m. and p.m. peak hour. The Mill Street left turn operates at LOS "D" while the right turn is at LOS "A" during both peak hours. Vehicles desiring to turn left from Market to Mill Streets may create small back-ups during the peak hours, because of the heavy opposing through movements. Delays, however, are short as back-ups dissipate very rapidly.

At the Kahekili Highway, Piihana Road, Market Street, and Mokuhau Road intersection, the left turns from Kahekili Highway and Market Street incur little or no delay at LOS "A" during the a.m. and p.m. peak hours. The Mokuhau Road approach also experiences LOS "A" conditions during these hours. The Piihana Road approach operates at LOS "A" in the a.m. peak hour and at LOS "B" in the p.m. peak hour.

c. Future traffic conditions without the District are expected to remain at LOS "A" at the Kahekili Highway/Piihana Road/Market Street/Mill Street intersection for all approaches except for the Piihana Road approach, which would operate at LOS "C" and "D" during the a.m. and p.m. peak hours, respectively. North of the District, Kahekili Highway would continue to serve highway traffic volumes at highway LOS "C."

At the Market Street and Mill Street intersection, LOS "A" conditions would continue to prevail for the Market Street left turn in the a.m. peak hour; however, the LOS would drop from "A" to "B" for the p.m. peak hour. Mill Street right turns would remain at LOS "A" for the a.m. peak hour but would drop to LOS "C" in the p.m. peak hour.

d. With the proposed District, the capacity of an unsignalized Market and Mill Street intersection would be exceeded during the p.m. peak hour. Increased traffic volumes on Market Street would not permit sufficient gaps to serve the

traffic approaching on Mill Street at an unsignalized intersection.

At an unsignalized intersection of Market Street, Mokuhau Road, Kahekili Highway and Piihana Road, delays for Piihana Road traffic may be longer at LOS "E" in the a.m. and p.m. peak hours. Signalization could improve these levels of service, but greater delays would result for the majority of intersection users approaching from Market Street or Kahekili Highway.

Traffic attempting to turn onto Market Street at other intersections and driveways between Piihana Road and Mill Street can expect longer delays because of the increased traffic on Market Street. Peak hour demands at these locations, however, are not expected to exceed capacities.

Three new intersections would be created on Kahekili Highway by the proposed District. These unsignalized T-intersections would have stop sign controls on traffic exiting the District; highway traffic would not be stopped. Except at the Piihana Road, LOS "D" or better would be experienced by the District traffic.

e. PBQD recommends the following improvements to provide the necessary capacity for the projected traffic volumes:

(1) Signalization of the intersection of Market Street and Mill Street;

(2) Stop-controls, such as stop signs and stop bars, placed at each of the District's roadway approaches to Kahekili Highway so that Kahekili Highway maintains the traffic right-of-way; and

(3) As an alternate path for District traffic, Imi Kala Street be extended to Piihana Road.

99. Concerning the proposed traffic improvements, the State Department of Transportation had the following comments:

a. Wailuku Project District:

(1) All intersection improvements recommended for the proposed Road A/Road D connection with Honoapiilani Highway shall be the responsibility of the Petitioner, including a commitment to install the traffic signals at the proposed Road A/Road D intersection when warranted. Improvements must include adequate storage and deceleration lengths for right and left turn auxiliary lanes.

(2) The recommended improvements for full District buildout of widening Honoapiilani Highway between the proposed Road A/Road D intersection and the proposed Kuikahi Road/Waiale Drive intersection should be implemented by the Petitioner. The Petitioner should also be committed to installing traffic signals and intersection improvements at the proposed Kuikahi Road/Waiale Drive intersection at Honoapiilani Highway when warranted as well as the extension of Waiale Drive to Honoapiilani Highway.

b. Piihana Project District:

(1) Projected traffic including the District is estimated in Figure 4 (Future with Project) of the Study to increase from nineteen percent (19%) to forty-seven percent (47%) on the south leg of the Market and Mill Street intersection. The increased traffic can be expected to impact the road system along Market Street. Therefore, the traffic impact study should include a LOS analysis for the intersections of Market Street with Vineyard Street and Main Street with Wells Street. Recommendations for mitigating traffic impacts at these intersections should also be discussed where applicable.

100. The State Department of Transportation and the County of Maui Department of Public Works share concerns that PBQD's discussion and evaluation of regional traffic considerations is inadequate and did not address the full development of both project districts.

101. Petitioner is willing to prepare, or participate in the preparation of, a regional traffic impact study to address all traffic impacts resulting from the Project. Petitioner is also willing to participate on a pro rata share basis in the funding and construction of regional traffic improvements identified by, and to the satisfaction of DOT and the County of Maui.

Water Service

102. The Central Maui area is serviced by four water sources.

103. The primary source of potable water was developed by the Central Maui Water Transmission and Source (CMWTS) Development Joint Venture. C. Brewer and Company, Ltd. is a member of the CMWTS joint venture partnership.

104. To date, three wells with a total pumping capacity of approximately 13.4 million gallons per day (mgd) have been developed by CMWTS. Of this amount, C. Brewer and Company, Ltd. is entitled to 2.83 mgd.

105. Wells developed for Waiehu Heights in Waiehu serve as one of the four sources of water for the Central Maui area. In 1973, Wailuku Sugar Company, a subsidiary of C. Brewer and Company, Ltd., in partnership with Waiehu Heights Associates, developed two new wells in Waiehu which have a total pumping capacity of approximately 3.6 mgd.

106. Petitioner estimates that the Wailuku Project District will generate an average daily water demand of 1.17 mgd with a maximum daily demand of 1.76 mgd.

107. Petitioner estimates that the Piihana Project District will generate an average daily water demand of 292,500 gallons per day (gpd) with a maximum daily demand of 438,750 gpd.

108. Petitioner represents that the allocation from the Waiehu Heights wells and the CMWTS joint venture will be made available to it for development of the Project.

109. The water allocations available to Petitioner are adequate to accommodate the water needs of the Project

110. Petitioner represents it will provide the necessary water source and transmission facilities to service the proposed Project.

Wastewater Disposal

111. The existing sewerage system for Wailuku is made up of a network of collector systems that eventually tie into the Kahului Wastewater Treatment Plant. The system is presently at or near capacity.

112. Existing sewer lines on the periphery of the Project are presently at or near capacity.

113. Petitioner indicates that within the Wailuku Project District:

a. All lots within the Wailuku Project District will be sewered.

b. The average daily flow of wastewater that will be generated is estimated at 672,000 gpd.

c. Petitioner is currently working with the County of Maui and other developers to formulate alternatives of wastewater treatment and disposal.

d. Preliminary engineering investigations indicate the desirability of constructing a new sewage

treatment facility south of Kuihelani Highway, in the vicinity of Puunene.

e. Petitioner proposes that wastewater from the District will be collected by an internal collection system and directed to the proposed Puunene wastewater treatment site.

f. Petitioner will participate in the funding of the proposed new Puunene wastewater treatment facility and required transmission lines.

114. Petitioner indicates that within the Piihana Project District:

a. All lots within the Piihana Project District will be sewerred.

b. The average daily flow of wastewater that will be generated is estimated at 180,000 gpd.

c. Petitioner proposes that the southerly half of the District be served by a gravity collection system which will collect and convey flow to a new off-site interceptor that will be installed at the southeasterly corner of the District.

d. The new interceptor will consist of a gravity line and a pump station that will be installed in Wailuku Industrial Park, Phase II. This pump station will convey flow to the existing interceptor on Lower Main Street near Mamo Lane and on to the Kahului Wastewater Treatment Plant.

e. Petitioner proposes that the northerly half of the District be served by a new pump station to be installed

at the northerly end of the District which will convey flow to the gravity collection system in the southern half of the District.

f. Petitioner represents it will contribute its pro rata share to expand or improve the existing Kahului Wastewater Treatment Plant and/or route the wastewater to the proposed treatment plant in Puunene to the satisfaction of State and County agencies. Petitioner also represents it will participate in funding of the proposed treatment plant and required transmission lines.

Drainage

115. Petitioner indicates the following with respect to the Wailuku Project District:

a. Under existing conditions, part of the off-site flow and some of the on-site runoff from the former cane fields flow into Hopoi reservoir and three irrigation ditches. The remaining runoff is conveyed across Honoapiilani Highway through culverts down to the northeast corner of the Wailuku Project District on the west side of Waiale Road into the Spreckles Ditch.

b. The lower area of the District is designated a flood plain.

c. When Spreckles ditch overtops, the excess flow continues down toward Lower Main Street. Catch basins and drainlines on Lower Main Street then intercept and convey the runoff to Iao Stream.

d. On-site flow is expected to increase from 897 cubic feet per second (cfs) to 1161 cfs due to project development.

e. Petitioner proposes to improve the drainage capacity of the northeast corner of the District by the construction of four (4) detention basins to intercept off-site/on-site flows.

f. Three detention ponds are to be constructed on-site immediately mauka of Waihee Ditch and would be designed to receive all off-site runoff and most of the on-site flow from areas above Waihee Ditch.

g. Each detention pond is to be interconnected and to have a small drainline connected to the on-site drainage system below Waihee Ditch.

h. The fourth detention pond is to be constructed within the lower section of the District, east of Honoapiilani Highway to receive all on-site flow from the area below Waihee Ditch. A drainline will be installed between this point and the county storm drain located at the Waiale Road/Kaohu Street intersection.

i. Spillways will also be constructed at all detention ponds to convey excess flow into existing drainageways or irrigation ditches.

116. Petitioner indicates the following with respect to the Piihana Project District:

a. Under existing conditions, runoff from the northerly half of the District flows toward the Kahekili Highway/Waiehu Beach Road intersection. An existing 48-inch culvert crosses Waiehu Beach Road to convey this runoff into Waiehu Stream.

b. Petitioner proposes that on-site runoff will be collected by catch basins and directed into Waiehu Stream by means of an underground drainage system and the existing culvert across Waiehu Beach Road. The existing ditch that conveys off-site runoff into the District site will be rerouted to bypass the District and toward an existing agriculture diversion ditch located west of Kahekili Highway.

c. Under existing conditions, runoff from the southerly half of the District flows in a southeasterly direction toward Iao Stream.

d. The southeasterly edge of the District encroaches slightly into the Iao Stream flood control easement. Petitioner proposes to have this area filled above flood height when developed.

e. Runoff from the southerly half of the District will be collected and conveyed by an underground drainage system into Iao Stream at a point east or makai of the agricultural bridge.

117. Petitioner represents it will prepare a drainage and erosion control plan and fund and construct the necessary drainage improvements.

Schools

118. According to the State Department of Education (DOE), the development of the Project is expected to generate the following public school enrollment projections:

<u>School</u>	<u>Grade</u>	<u>Wailuku</u>	<u>Piihana</u>	<u>Total</u>
Wailuku Elementary	K - 5	290- 545	0	290- 545
Waihee Elementary	K - 5	0	75-140	75- 140
Iao Intermediate	6 - 8	150- 270	40- 75	190- 345
Baldwin High	9 -12	<u>185- 285</u>	<u>50- 80</u>	<u>235- 365</u>
	Total:	625-1,100	165-295	790-1,395

119. DOE indicates that the existing schools are at capacity and cannot accommodate students expected to be generated by the Project.

120. Petitioner has designated a ten-acre school site in the Wailuku Project District for the development of an elementary school by DOE. Petitioner will continue to work with DOE on the specific requirements for school facilities, to be mutually agreeable to the Petitioner and DOE.

121. Baldwin High School is at capacity and cannot accommodate the enrollments projected. A new Upcountry high school is currently planned by DOE to open in September 1993 and the shifting of service boundaries should provide space to accommodate the projected enrollments from the Project.

122. DOE remains concerned about the possible future need of a school site within or near the Piihana Project District in the event that there is continued population growth in the Piihana area.

123. Petitioner has agreed to continue discussions with DOE regarding possible school improvements in the Piihana area including the expansion of Waihee Elementary and the designation of a ten-acre school site within the Piihana Project District.

124. Petitioner has also agreed to providing its pro rata share for school facilities as may be required by and to the satisfaction of the DOE.

Police and Fire Protection

125. Existing police and fire protection services provided by Maui County from its facilities located in Wailuku are in close proximity to the Property and will be adequate to service the needs of the proposed development.

126. Petitioner is providing a one acre site within its Piihana Project District for public use which may be utilized by the police and fire departments as a substation.

Electrical and Telephone Services

127. Electrical and telephone services will be provided to the Project by Maui Electric Company (MECO) and Hawaiian Telephone Company, respectively. Petitioner will coordinate with such companies in determining the Project's requirements.

Medical/Health Care Facilities

128. Maui Memorial Hospital located in Wailuku will be adequate to service the needs of the proposed development.

Solid Waste Disposal

129. The County of Maui provides for a landfill area within Central Maui located near Puunene.

130. The County of Maui recently completed a study which identified their long term solid waste disposal needs and that their current site at Puunene may reach its design capacity by 1994. The County is advancing their efforts to plan for future overall Maui County needs, including this Project.

RELATIONSHIP TO PUBLIC LAND USE PLANS, POLICIES AND REGULATIONS

Conformance to Urban District Standards

131. Based on the findings previously stated, the Property meets the standards applicable in establishing boundaries of the Urban District set forth in Section 15-15-18 of the Commission's Rules as follows:

a. The Wailuku Project District is adjacent and the Piihana Project District in close proximity to the existing urban center of Wailuku. As such, both Project Districts are located near the commercial, industrial, and employment areas of Wailuku.

b. Petitioner has established the need for additional housing and has demonstrated its capacity to financially undertake the Project.

c. The Property is in close proximity to existing basic services such as sewers, water, sanitation, schools, parks, and police and fire protection. In addition,

Petitioner proposes to participate in the improvement of existing infrastructure systems and to provide on-site infrastructure for the Project with connections to new and existing infrastructure systems. Petitioner proposes to set aside lands for public development of an elementary school, parks, and an open space system.

d. The Property is of satisfactory topography and drainage and reasonably free from the danger of floods, tsunami and unstable soil conditions and other adverse environmental effects. Petitioner will comply with all applicable State and county requirements for flood control and drainage.

e. Both Project Districts are included on the Wailuku-Kahului Community Plan as approved by the Planning Commission and County Council.

f. Both Project Districts are contiguous to and are logical extensions of existing urban areas and will not contribute towards scattered spot urban development.

Conformance With Hawaii State Plan

132. Based on the findings as previously stated, the Project's proposed development is consistent with the objectives, policies, and priorities of the Hawaii State Plan, Chapter 226, HRS, as follows:

a. Section 226-19, Objectives for Housing: The proposed development will help provide a spectrum of housing units and offer more choices to Maui residents and will

recognize the financial capabilities of all income groups, including low, moderate, and gap group income families and individuals.

The Property is located adjacent to existing residential uses in an already urbanized area and is well suited to development for housing purposes. Adequate infrastructure and public services exist with reasonable improvements and upgrades to support the development. The Property is not located within a critical environmental area such as a flood-prone area or important wildlife habitat. The historic or cultural features within the Piihana Project District will be protected.

b. Section 226-7, Objectives for Agriculture: The proposed development will cause a loss of "Prime" agricultural lands, but will affect only lands which are poorly suited for commercial production of most crops and will not limit the Statewide growth of diversified agriculture. The impact of such loss will be inconsequential on pineapple and macadamia nut operations on Maui and in the State as a whole.

c. Section 226-18, Objectives for Energy: The proposed development is largely contiguous to existing urban areas and provides for the logical expansion of Wailuku.

d. Section 226-17, Objectives for Transportation: The proposed roadway system is designed to serve the development efficiently, economically, and safely provide access to major community facilities.

Conformance with Coastal Zone Policies and Objectives

133. Based on the findings as previously stated, the proposed boundary amendment conforms to the policies and objectives of the Coastal Zone Management Program, Chapter 205A, Hawaii Revised Statutes, as amended.

Impact on Areas of Statewide Concern

134. The biological reconnaissance of the Property performed by Petitioner's consultant indicates that no native or endangered species exist within the Property.

135. The loss of prime agricultural land caused by the development of the Project and its negligible impacts on the pineapple and macadamia nut industry and diversified agriculture will be offset by the public benefits of affordable housing proposed by Petitioner.

136. The Project's intended market ranges from the low-moderate income category through the entire affordable housing market as well as including a portion of the housing units to be offered at market prices.

Incremental Districting

137. Petitioner states that it cannot substantially complete the Project within five years after the date of final county zoning approval. Petitioner believes that its request to reclassify the entire Property to the Urban District is appropriate at this time because the magnitude of the Project requires initial construction of infrastructure for the entire

Project prior to beginning on-site construction of the housing units, which construction of infrastructure is estimated to require approximately five years.

RULING ON PROPOSED FINDINGS OF FACT

Any of the proposed stipulated findings of fact submitted by the Petitioner and/or the other parties not already ruled upon by the Commission by adoption herein, or rejected by clearly contrary findings of fact herein, are hereby denied and rejected.

Any conclusion of law herein improperly designated as a finding of fact should be deemed or construed as a conclusion of law; any finding of fact herein improperly designated as a conclusion of law should be deemed or construed as a finding of fact.

CONCLUSION OF LAW

Pursuant to Chapter 205, Hawaii Revised Statutes, as amended, the Hawaii Land Use Commission Rules, as amended, the Commission finds upon the preponderance of the evidence that the reclassification of the Property consisting of approximately 626 acres from the Agricultural District to the Urban District at Wailuku, Island and County of Maui, subject to the conditions stated in the Order, conforms to the standards for establishing the Urban Boundaries, is reasonable, non-violative of Section 205-2 of the Hawaii Revised Statutes, and is consistent with the Hawaii State Plan as set forth in Chapter 226 of the Hawaii Revised Statutes, as amended.

ORDER

IT IS HEREBY ORDERED that the Property, being the subject of this Docket No. A89-642 by C. Brewer Properties, Inc., a Hawaii corporation, consisting of approximately 626 acres of land comprising of two (2) separate non-contiguous parcels of real property situated in the Wailuku District, Island and County of Maui of which the Wailuku Project District comprises approximately 547 acres, and the Piihana Project District comprises approximately 79 acres, and which are identified as Maui Tax Map Key Numbers: 3-5-01: portion of 01 and portion of 17; 3-4-07:02; 3-3-01: portion of 16, 33 and 39, and 3-4-32: portion of 01, 10, and 18; and approximately shown on Exhibit "A" attached hereto and incorporated by reference herein, for reclassification from the Agricultural District to the Urban District, shall be and hereby is approved and the State Land Use District boundaries are amended accordingly, subject to the following conditions:

1. Petitioner shall provide housing opportunities for low, low-moderate, and moderate income residents of the State by offering for sale or lease a number of units equal to at least thirty percent (30%) of the residential units in each of the Project Districts of the Property, at prices which families with an income range of up to one hundred twenty percent (120%) of the County of Maui's median income can afford, and a number of units equal to at least thirty percent (30%) of the residential units in each of the Project Districts

of the Property, at prices which families with an income range of one hundred twenty to one hundred forty percent (120% - 140%) of the County of Maui's median income can afford.

This condition may be fulfilled through construction and distribution of units in the Property or through other projects within the same Community Plan District as the Property, under such terms as may be mutually agreeable, between Petitioner and the Housing Finance and Development Corporation of the State and the County of Maui.

This condition may also be fulfilled, with the approval of the Housing Finance and Development Corporation and the County of Maui, through construction of rental units to be made available at rents which families in the specified income ranges can afford.

In addition, Petitioner may obtain the special credit, as determined by the Housing Finance and Development Corporation and the County of Hawaii, for the provision of more than ten percent (10%) of the total units of housing affordable to persons with incomes less than eighty percent (80%) of Maui's median income and for the provision of housing for special needs groups, as determined by the Housing Finance and Development Corporation and the County of Maui.

Insofar as possible, the Petitioner shall implement this affordable housing requirement concurrently with the completion of market priced units for the residential project. The determination of median income, as the term is used in this

condition, shall be based on median income figures published by the United States Department of Housing and Urban Development at the time that construction of such housing units is commenced.

2. Petitioner shall prepare, or participate in the preparation of, a regional traffic impact study to address all traffic impacts resulting from the Project in coordination with the State Department of Transportation and the County of Maui.

Petitioner shall participate on a pro rata share basis in the funding and construction of regional transportation improvements identified by, and to the satisfaction of the State Department of Transportation and the County of Maui. The Petitioner shall also fund and construct the transportation improvements in the immediate vicinity, and necessitated by the proposed development as identified by, and to the satisfaction of, the State Department of Transportation and the County of Maui. In addition, the Petitioner shall submit all construction plans, traffic studies, and drainage reports, associated with the Project Districts to the State Department of Transportation and the County of Maui for review and approval.

3. Petitioner shall prepare a drainage and erosion control plan and shall fund and construct the necessary drainage improvements.

4. Petitioner shall provide the necessary water source and transmission facilities to service the Project.

5. Petitioner shall pay its pro rata share to expand or improve the existing Kahului Wastewater Treatment Plant and/or route the wastewater to be generated by the Project to the proposed new Central Maui Wastewater Treatment Plant to the satisfaction of the County of Maui, Department of Public Works, and the State Department of Health. Petitioner shall also participate in the funding of the proposed new wastewater treatment plant and required transmission lines.

6. Petitioner shall inform all prospective occupants of the Hawaii Right-to-Farm act, Chapter 165, Hawaii Revised Statutes, which limits the circumstances under which pre-existing farming activities may be deemed a nuisance.

7. Petitioner shall provide its pro rata share for school facilities as may be required by and to the satisfaction of the State Department of Education.

8. Petitioner shall provide its pro rata share for police, fire, park, and solid waste disposal as may be required by and to the satisfaction of the County of Maui.

9. Petitioner shall perform further subsurface testing of the Piihana Project District to the satisfaction of the State Historic Preservation Office. Petitioner shall also submit a mitigation plan to the State Historic Preservation Office for review and approval.

Petitioner shall immediately stop work and contact the State Historic Preservation Office should any archaeological resources such as artifacts, shell, bone, or

charcoal deposits, human burial, rock or coral alignments, pavings or walls be encountered during the Project's development.

10. Petitioner shall develop the Property in substantial compliance with representations made to the Land Use Commission in obtaining the reclassification of the Property.

11. Petitioner shall give notice to the Commission of any intent to sell, lease, assign, place in trust, or otherwise voluntarily alter the ownership interest in the Property covered by the approved petition, prior to development of the Property.

12. Petitioner shall provide annual reports to the Land Use Commission, the Office of State Planning and the County of Maui Planning Department in connection with the status of the project and Petitioner's progress in complying with the conditions imposed.

13. C. Brewer Properties, Inc. shall enter into an Agreement with the Department of Hawaiian Home Lands (DHHL) that Petitioner shall take no action within four years of the date of said Agreement, on Petitioner's Piihana and Wailuku Project Districts, which will jeopardize the ability of DHHL to apply for or obtain an allocation of sewage treatment capacity from the County. Said Agreement shall be recorded within thirty (30) days of the effective date of the Commission's Decision and Order and shall run with the land.

14. In the event that Petitioner should sell its interest in its Piihana and Wailuku Project Districts, Petitioner shall subject the property to deed restrictions to run with the land which shall require the successors and assigns to comply with the terms and conditions set forth in the Commission's Decision and Order.

15. The Commission may fully or partially release these conditions as to all or any portion of the Property upon timely motion, and upon the provision of adequate assurance of satisfaction of these conditions by the Petitioner.

DOCKET NO. A89-642 - C. BREWER PROPERTIES, INC.

Done at Honolulu, Hawaii, this 30th day of January 1990,
per motions on December 14, 1989 and January 23, 1990.

LAND USE COMMISSION
STATE OF HAWAII

By (conflict)
RENTON L. K. NIP
Chairman and Commissioner

By Lawrence F. Chun
LAWRENCE F. CHUN
Vice Chairman and Commissioner

By (conflict)
SHARON R. HIMENO
Commissioner

By Allen K. Hoe
ALLEN K. HOE
Commissioner

By Allen Y. Kajicka
ALLEN Y. KAJICKA
Commissioner

By Eusebio Lapenia, Jr.
EUSEBIO LAPENIA, JR.
Commissioner

By James M. Shinno
JAMES M. SHINNO
Commissioner

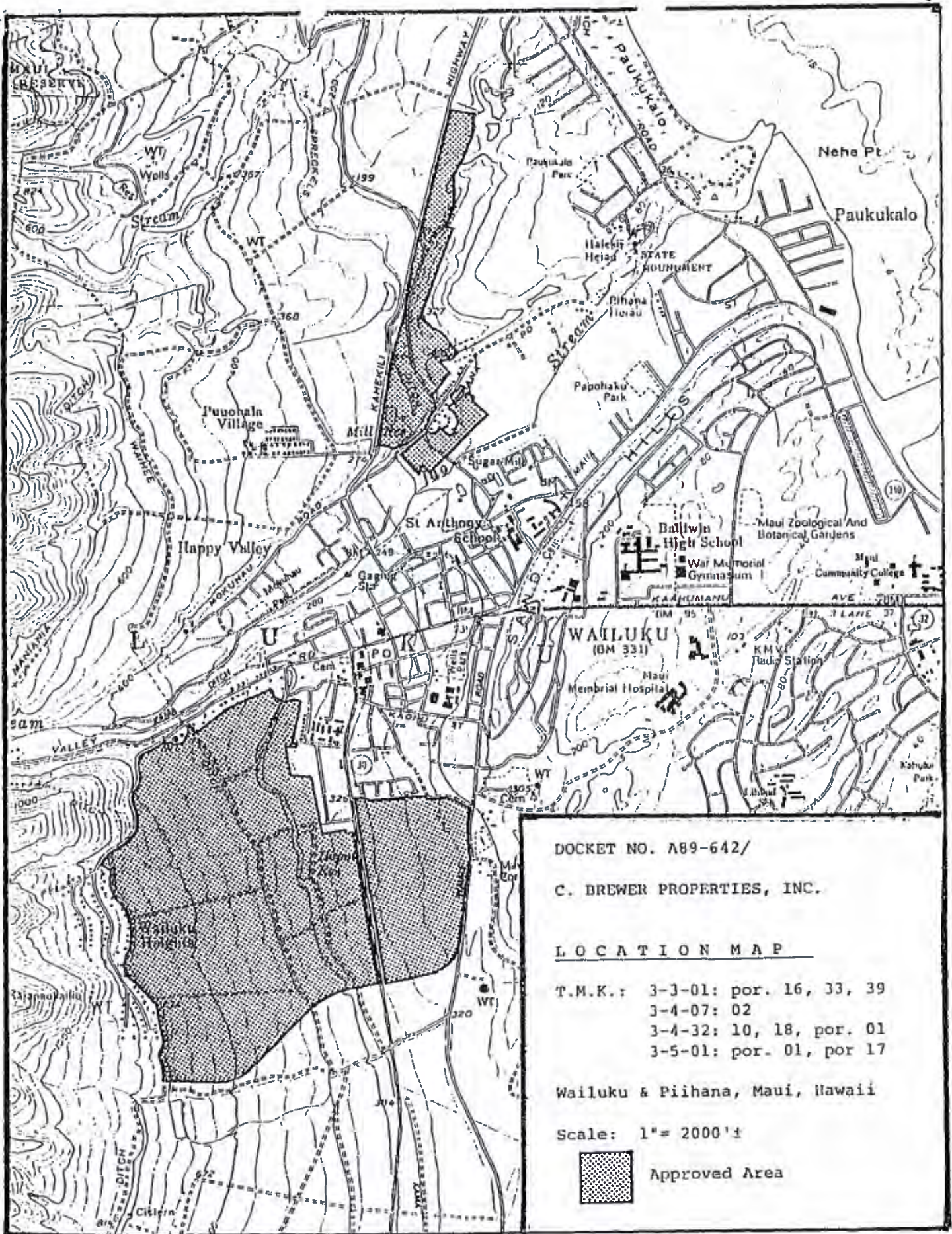
By Elton Wada
ELTON WADA
Commissioner

By Frederick P. Whittemore
FREDERICK P. WHITTEMORE
Commissioner

Filed and effective on
January 30, 1990

Certified by:

Ethel Lee
Executive Officer



DOCKET NO. A89-642/


C. BREWER PROPERTIES, INC.

LOCATION MAP

- T.M.K.: 3-3-01: por. 16, 33, 39
- 3-4-07: 02
- 3-4-32: 10, 18, por. 01
- 3-5-01: por. 01, por 17

Wailuku & Piihana, Maui, Hawaii

Scale: 1" = 2000'

 Approved Area

BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Petition of)	DOCKET NO. A89-642
)	
C. BREWER PROPERTIES, INC.)	C. BREWER PROPERTIES,
)	INC.
To Amend the Agricultural Land)	
Use District Boundary into the)	
Urban District For Approximately)	
626 Acres Situate at Wailuku and)	
Piihana, Maui, Hawaii, Tax Map)	
Key Nos.: 3-5-01: Portion 01,)	
Portion 17; 3-4-07:02; 3-3-01:33,)	
39, and Portion 16; 3-4-32:10,)	
18 and Portion 01)	
<hr/>		

CERTIFICATE OF SERVICE

I hereby certify that a copy of the Findings of Fact, Conclusions of Law, and Decision and Order was served upon the following by either hand delivery or depositing the same in the U. S. Postal Service by certified mail:

HAROLD S. MASUMOTO, Director
Office of State Planning
State Capitol, Room 410
Honolulu, Hawaii 96813

CERT. CHRISTOPHER L. HART, Planning Director
Planning Department, County of Maui
200 South High Street
Wailuku, Hawaii 96793

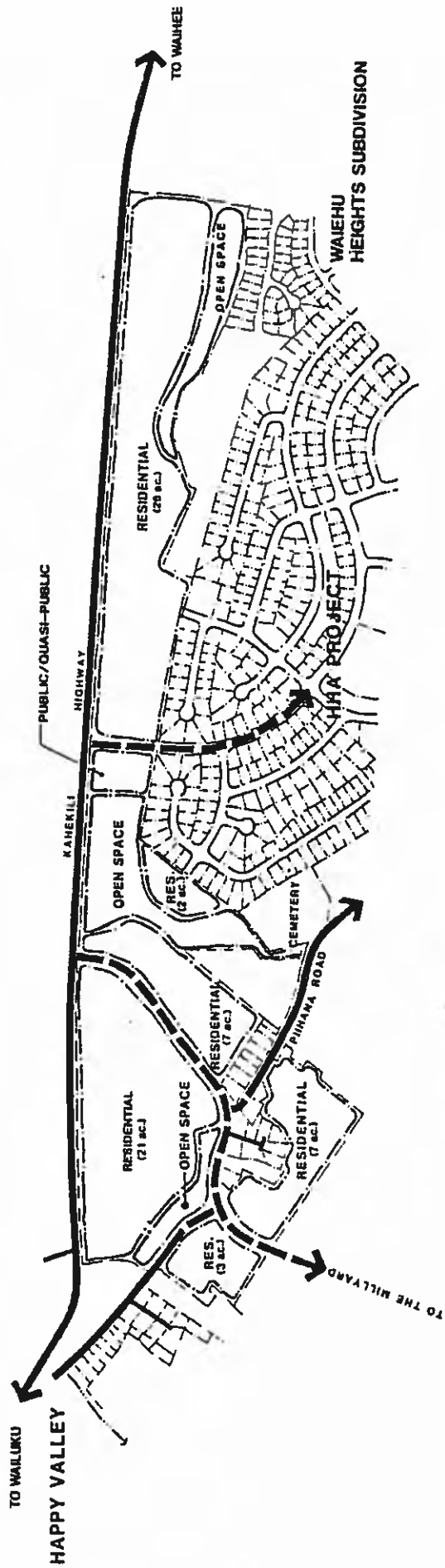
CERT. GLENN KOSAKA, ESQ.
Corporation Counsel
Office of the Corporation Counsel
County of Maui
200 South High Street
Wailuku, Hawaii 96793

CERT. ERIC MAEHARA, ESQ., Attorney for Petitioner
Foley, Maehara, Judge, Nip & Chang
Grosvenor Center, Suite 2700
737 Bishop Street
Honolulu, Hawaii 96813

DATED: Honolulu, Hawaii, this 30th day of January 1990.



ESTHER UEDA
Executive Officer



PIIHANA PROJECT DISTRICT

WAILUKU-KAHULUI PROJECT DISTRICT NO. 2 WAILUKU, MAUI

GENERAL LAND USE ALLOCATION

LAND USE CATEGORY	APPROX. ACRES
<input type="checkbox"/> RESIDENTIAL	68 AC.
<input type="checkbox"/> PARKS/OPEN SPACE	12 AC.
<input type="checkbox"/> PUBLIC/QUASI-PUBLIC	1 AC.
TOTAL: 79 AC.	

AREA SCALE (ACRES)

10 AC.	5 AC.
3 AC.	2 AC.

PREPARED FOR:
C. BREWER PROPERTIES, INC.
PREPARED BY: DATE - 3/21/90



EXHIBIT

D

TABLE 1

**Piihana Project District
Land Use Allocation**

<u>Use</u>	<u>Gross Acres</u>	<u>% of Land Total</u>
Residential (including single and multi-family uses and roads):	66	83.5
Parks and Open Space (including pedestrian paths & Drainage):	12	15.2
Public/Quasi-Public	1	1.3
Total:	79 acres	100.00

Approximately 600 housing units are envisioned for the Project District, resulting in a gross density of 7.7 units per acre.

The Piihana Project District has been designed to provide a quality residential development with an integrated open space system. A master landscape plan will be prepared that will ensure a unified landscape treatment of all major streets, pedestrian ways, public and private open space, and recreational facilities. The landscaped open-space system will incorporate the Spreckels Ditch which traverses the site.

D. DEVELOPMENT TIMETABLE

It is anticipated that the Piihana Project District will be developed over a ten year period, with a specific development timetable dependent upon market conditions and cyclical fluctuations in demand. Governmental land use approvals and subdivision/design processes are anticipated to take approximately two years. On this basis, the Applicant anticipates beginning construction in late 1991 or early

September 28, 2018

Land Use Commission
State of Hawaii
P.O. Box 2359
Honolulu, Hawaii 96804-2359

SUBJECT: 2018 Annual Report for Docket No. A-89-642
Piihana Project District, Wailuku, Maui, Hawaii

Dear Honorable Chairman and Members:

In response to Condition 12 of the Findings of Fact, Conclusions of Law, and Decision and Order, dated January 30, 1990, we are pleased to submit the following report.

BACKGROUND

On January 30, 1990, the Land Use Commission (the "Commission") issued its Findings of Fact, Conclusions of Law, and Decision and Order in Docket No. A89-642, granting the reclassification of approximately 624 acres of land situated at Wailuku and Piihana, County of Maui, State of Hawaii, comprised of approximately 545 acres of land identified on the Tax Maps of the State of Hawaii as Tax Map Key Numbers: 3-5-01:01 (portion), 17 (portion), and 3-4-07:02 (portion) (hereinafter referred to as "Wailuku Project District"); and 79 acres identified on the Tax Maps of the State of Hawaii as Tax Map Key Numbers: 3-3-01:16 (portion), 33, and 3-4-32:10, 18 and 01 (portion) (hereinafter referred to as "Piihana Project District") from the Agricultural to the Urban Land Use District.

RCFC Piihana, LLC and Wailuku Plantation LLC (Collectively, the "Petitioner") has received approval to develop the property pursuant to Maui County's three-phase Project District zoning ordinance.

The Phase I application for the Piihana Project District was submitted to the County of Maui in April 1990. This submittal petitioned the County to establish the Project District and define the zoning within them. The proposal was brought before the County Council for review and was approved in November 1991.

EXHIBIT *c*

The Phase II application for the Piihana Project District was submitted to the County of Maui in December of 1991. This submittal further refined the designs of the project and the project's impacts on the surrounding communities. This submittal also set standards for architecture, occupancy, and specific uses within the Project District. The Maui Planning Commission approved the Phase II submittal for the Piihana Project District on April 21, 1992.

PIIHANA PROJECT DISTRICT

There is currently no activity at the Piihana Project District. This site has a number of exactions that make the development of this project difficult. Such exactions include but are not limited to construction of a bridge across Iao Stream, water system improvements, offsite roadway improvements, a wastewater pump station and affordable housing requirements. The Co-Petitioner RCFC Piihana, LLC is currently looking into cost sharing opportunities to make development of Piihana more economically viable and working with the County of Maui, Department of Water Supply to obtain the necessary water for the project. The Co-Petitioner RCFC Piihana, LLC will keep the Commission updated on any progress on this topic and its effect on the original D&O.

UPDATE ON COMPLIANCE TO LUC CONDITIONS:

- 1. Petitioner shall provide housing opportunities for low, low-moderate, and moderate income residents of the State of Hawaii by offering for sale or lease a number of units equal to at least thirty percent (30%) of the residential units in each of the Project Districts of the Property, at prices which families with an income range of up to one hundred and twenty percent (120%) of the County of Maui's median income can afford, and a number of units equal to at least thirty percent (30%) of the residential units in each of the Project Districts of the Property, at prices which families with an income range of one hundred twenty to one hundred forty percent (120% - 140%) of the County of Maui's median income can afford.**

This condition may be fulfilled through construction and distribution of units in the Property or through other projects within the same Community Plan District as the Property, under such terms as may be mutually agreeable, between Petitioner and the Housing Finance and Development Corporation of the State and the County of Maui.

This condition may also be fulfilled, with the approval of the Housing Finance and Development Corporation and the County of Maui, through

construction of rental units to be made available at rents which families in the specified income ranges can afford.

In addition, Petitioner may obtain the special credit, as determined by the Housing Finance and Development Corporation and the County of Maui, for the provision of more than ten percent (10%) of the total units of housing affordable to persons with incomes less than eighty percent (80%) of Maui's median income and for the provision of housing for special needs groups, as determined by the Housing Finance and Development Corporation and the County of Maui.

Insofar as possible, the Petitioner shall implement this affordable housing requirement concurrently with the completion of market priced units for the residential project. The determination of median income, as the term is used in this condition, shall be based on median income figures published by the United States Department of Housing and Urban Development at the time that construction of such housing units is commenced.

Response:

Petitioner acknowledges the provisions of this condition and will comply with said condition.

- 2. Petitioner shall prepare, or participate in the preparation of, a regional traffic impact study to address all traffic impacts resulting from the Project in coordination with the State Department of Transportation and the County of Maui.**

Petitioner shall participate on a pro rata share basis in the funding and construction of regional transportation improvements identified by, and to the satisfaction of the State Department of Transportation and the County of Maui. The Petitioner shall also fund and construct the transportation improvements in the immediate vicinity, and necessitated by the proposed development as identified by, and to the satisfaction of, the State Department of Transportation and the County of Maui. In addition, Petitioner shall submit construction plans, traffic studies, and drainage reports associated with the Project Districts to the State Department of Transportation and the County of Maui for review and approval.

Response:

As a part of the Phase I and Phase II approval processes, a long-range Traffic Master Plan was completed. This plan was submitted to both the State of Hawaii, Department of Transportation (SDOT) and the County of Maui, Department of Public Works (DPW) in conjunction with the Phase I and Phase II applications. The DPW and SDOT will have the opportunity to review and approve the Project as development plans are prepared and finalized for Piihana.

- 3. Petitioner shall prepare drainage and erosion control plan and shall fund and construct the necessary drainage improvements.**

Response:

Preliminary drainage plans were produced as part of the Project District approval process. More detailed plans will be completed and submitted for approval as development plans are finalized for this project.

- 4. Petitioner shall provide the necessary water source and transmission facilities to service the Project.**

Response:

Co-Petitioner, RCFC Piihana, LLC is working with the County of Maui, Department of Water Supply to obtain the required water for the Project.

- 5. Petitioner shall pay its pro rata share to expand or improve the existing Kahului Wastewater Treatment Plant and/or route the wastewater to be generated by the Project to the proposed new Central Maui Wastewater Treatment Plant to the satisfaction of the County of Maui, Department of Public Works, and the State Department of Health. Petitioner shall also participate in the funding of the proposed new wastewater treatment plant and required transmission lines.**

Response:

Since the District Boundary Amendment, the County of Maui (COM) has enacted legislation that allows it to collect wastewater impact fees. Should the COM impose an impact fee for the Wailuku-Kahului Wastewater Reclamation Facility, Petitioner will pay such fees.

6. **Petitioner shall inform all prospective occupants of the Hawaii Right-to-Farm act, Chapter 165, Hawaii Revised Statutes, which limits the circumstances under which pre-existing farming activities may be deemed a nuisance.**

Response:

Petitioner will prepare a disclosure form for its sales packages and will include restrictive covenants on all deeds for lots to be sold or leases for occupation in the Project disclosing the Hawaii Right-to-Farm Act, Chapter 165, Hawaii Revised Statutes, which limits the circumstances under which pre-existing farm activities may be deemed a nuisance.

7. **Petitioner shall provide its pro rata share for school facilities as may be required by and to the satisfaction of the State Department of Education.**

Response:

Since the District Boundary Amendment, the Department of Education has adopted school impact fees for the Central Maui School District. The Petitioner will pay applicable school impact fees.

8. **Petitioner shall provide its pro rata share for police, fire, park, and solid waste disposal as may be required by and to the satisfaction of the County of Maui.**

Response:

Petitioner is committed to provide its pro rata share for police, fire, park, and solid waste disposal. The Piihana Project District includes areas for neighborhood parks.

9. **Petitioner shall perform further subsurface testing of the Piihana Project District to the satisfaction of the State Historic Preservation Office. Petitioner shall also submit a mitigation plan to the State Historic Preservation Office for review and approval.**

Petitioner shall immediately stop work and contact the State Historic Preservation Office should any archaeological resources such as artifacts, shell, bone or charcoal deposits, human burial, rock or coral alignments, pavings or walls be encountered during the Project's development.

Response:

Co-Petitioner, RCFC Piihana, LLC has worked with the State Historic Preservation Office to create a satisfactory mitigation plan. A key aspect of the plan is the creation of a Historical Preservation Easement designed to protect those areas within the Piihana Project District that are likely to contain significant archaeological material. Co-Petitioner, RCFC Piihana, LLC will continue to comply with this condition throughout the site development and construction of the Piihana Project District.

The completion of the mitigation plan shall coincide with the development of the adjacent areas within the Piihana Project District. This will allow for better integration of the plan to the specific overall plans for the area surrounding the dune. The Petitioner remains committed to insuring the preservation of the dune area. To date, no work has been performed in the subject area.

10. **Petitioner shall develop the Property in substantial compliance with the representations made to the Land Use Commission in obtaining the reclassification of the Property.**

Response:

Project District Phase II approval has been received from the County of Maui. The Phase II approval process is a public hearing process which evaluates a more specific site plan, architectural designs and conditions. Design work will be carried out within the intent of this submittal. Further, the County of Maui's approval process for the project also takes into consideration the SLUC conditions to assure Petitioner's compliance.

11. **Petitioner shall give notice to the Commission of any intent to sell, lease, assign, place in trust, or otherwise voluntarily alter the ownership interest in the Property covered by the approved petition, prior to the development of the Property.**

Response:

The Commission was notified of the following conveyance in the 2014 Annual Report.

- A. Land was conveyed to RCFC Piihana, LLC on July 22, 2013.

The Commission was notified of the following conveyance in the 2017 Annual Report.

- B. On August 1, 2017, 11.731 acres, identified as TMKs (2)3-4-032:010, (2)3-4-032:001(por.), and (2)3-4-032:018(por.), were sold to Wailuku Plantation LLC.

The Commission is hereby notified of the following conveyances in the 2018 Annual Report.

- C. Piihana Project District – On May 17, 2018, 41.706 acres, identified as TMKs (2)3-3-001:016, (2)3-3-001:033 and (2)3-3-3:039 were sold to Wailuku Plantation LLC. See Exhibit “A”.

- 12. **Petitioner shall provide annual reports to the Commission, the Office of State Planning and the County of Maui Planning Department in connection with the status of the subject project and the Petitioner's progress in complying with the conditions imposed.**

Response: This report is submitted in compliance with this requirement. Copies of the report are being provided to the Office of Planning and the County Department of Planning.

- 13. **C. Brewer Properties, Inc. shall enter into an agreement with the Department of Hawaiian Home Lands (DHHL) that Petitioner shall take no action within four years of the date of said Agreement, on Petitioner's Piihana and Wailuku Project Districts, which will jeopardize the ability of DHHL to apply for or obtain an allocation of sewage treatment capacity from the County. Said Agreement shall be recorded within thirty (30) days of the effective date of the Commission's Decision and Order and shall run with the land.**

Response: As noted in previous Annual Reports, DHHL has completed its developments near the Piihana Project District, which was not impacted by the subject Project District.

- 14. **In the event that Petitioner should sell its interest in its Piihana and Wailuku Project Districts, the Petitioner shall subject the property to deed restrictions to run with the land which shall require the successors and assigns to comply with the terms and conditions set forth in the Commission's Decision and Order.**

Response:

In the 2014 Annual Report it was noted that the Kehalani Holdings Company, Inc. conveyed the Piihana lands (Wailuku Project District 2) to RCFC Piihana, LLC. In 2017, Co-Petitioner RCFC Piihana, LLC conveyed TMKs (2)3-4-032:010, (2)3-4-032:001(por.), and (2)3-4-032:018(por.) to Wailuku Plantation LLC. In 2018 TMKs (2)3-3-001:016 and 033 and (2)3-3-003:039 were conveyed to Wailuku Plantation LLC. Refer to Exhibit "A". The properties are subject to the terms and conditions set forth in the Commission's Decision and Order.

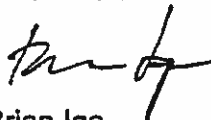
15. The Commission may fully or partially release these conditions as to all or any portion of the Property upon timely motion, and upon the provision of adequate assurance of satisfaction of these conditions by Petitioner.

Response:

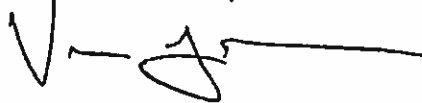
At this time, the Petitioner is not requesting release from any of the conditions originally imposed.

If you have any questions, or require further information with regard to this Annual Report, please do not hesitate to contact Colleen Suyama of Munekiyo Hiraga at (808) 244-2015.

Very truly yours,



Brian Ige
RCFC Piihana, LLC



Vernon Lindsey
Wailuku Plantation LLC

Enclosures

cc: Department of Planning (w/enclosures)
Office of Planning (w/enclosures)
Colleen Suyama, Munekiyo Hiraga (w/enclosures)

EXHIBIT A.

**Letter to State Land Use
Commission Dated May 22, 2018**

RCFC PIIHANA, LLC

May 22, 2018

Mr. Daniel E. Orodener, Executive Officer
State Land Use Commission
P.O. Box 2359
Honolulu, Hawaii 96804-2359

Ref: LUC Docket No. A89-642 Waialuku and Piihaha Project Districts
Waialuku, Maui, Hawaii

Subject: Notice of Sale of Properties

Dear Mr. Orodener:

In accordance with Decision and Order Condition 11 of the LUC Docket No. referenced above we hereby are notifying the State Land Use Commission that the following parcels within the Piihaha Project Districts have been sold:

Piihaha Project District – On May 17, 2018, approximately 41.708 acres, identified as TMKs (2) 3-3-001:016, (2) 3-3-001:033 and (2) 3-3-3:038 were sold to Waialuku Plantation LLC.

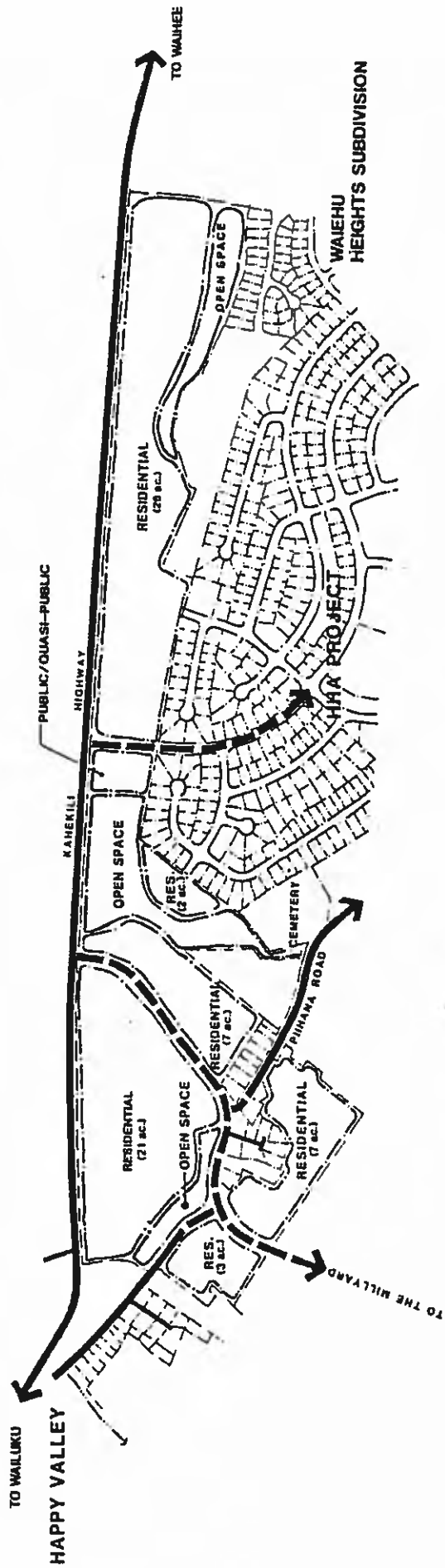
If you have any questions or require further information with regard to this notification please do not hesitate to contact me at 808-270-0511.

Sincerely,
RCFC PIIHANA, LLC



Brian H. Ige
Dowling Company, Inc.
Its Development Manager

CC: County of Maui Department of Planning



PIIHANA PROJECT DISTRICT

WAILUKU-KAHULUI PROJECT DISTRICT NO. 2 WAILUKU, MAUI

GENERAL LAND USE ALLOCATION

LAND USE CATEGORY	APPROX. ACRES
<input type="checkbox"/> RESIDENTIAL	68 AC.
<input type="checkbox"/> PARKS/OPEN SPACE	12 AC.
<input type="checkbox"/> PUBLIC/QUASI-PUBLIC	1 AC.
TOTAL: 79 AC.	

AREA SCALE (ACRES)

10 AC.	5 AC.
3 AC.	2 AC.

PREPARED FOR:
C. BREWER PROPERTIES, INC.
PREPARED BY: DATE - 3/21/90



EXHIBIT

D

TABLE 1

**Piihana Project District
Land Use Allocation**

<u>Use</u>	<u>Gross Acres</u>	<u>% of Land Total</u>
Residential (including single and multi-family uses and roads):	66	83.5
Parks and Open Space (including pedestrian paths & Drainage):	12	15.2
Public/Quasi-Public	1	1.3
Total:	79 acres	100.00

Approximately 600 housing units are envisioned for the Project District, resulting in a gross density of 7.7 units per acre.

The Piihana Project District has been designed to provide a quality residential development with an integrated open space system. A master landscape plan will be prepared that will ensure a unified landscape treatment of all major streets, pedestrian ways, public and private open space, and recreational facilities. The landscaped open-space system will incorporate the Spreckels Ditch which traverses the site.

D. DEVELOPMENT TIMETABLE

It is anticipated that the Piihana Project District will be developed over a ten year period, with a specific development timetable dependent upon market conditions and cyclical fluctuations in demand. Governmental land use approvals and subdivision/design processes are anticipated to take approximately two years. On this basis, the Applicant anticipates beginning construction in late 1991 or early

ORDINANCE NO. 2051

BILL NO. 68 (1991)

A BILL FOR AN ORDINANCE TO ESTABLISH
WAILUKU-KAHULUI PROJECT DISTRICT 2 ZONING
(CONDITIONAL ZONING) FOR PROPERTY LOCATED AT
PIIHANA AND WAILUKU, MAUI, HAWAII


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

SECTION 1. Pursuant to Chapters 19.42 and 19.45 of the Maui County Code, Wailuku-Kahului Project District 2 Zoning (conditional zoning) is hereby established, subject to Section 2 of this ordinance, for those certain parcels of land located at Ahuena, Puhlawawa, Paukukalo, and Wailuku, Maui, Hawaii, identified for real property tax purposes by Tax Map Key Numbers 3-3-01: Portion of 16, 3-3-01:33, 3-3-01:39, 3-4-32: Portion of 1, 3-4-32:10, 3-4-32: Portion of 18, comprised of approximately 79.198 acres, more particularly described in Exhibit "A", which is attached hereto and made a part hereof, and in Land Zoning Map No. L-364, which is on file in the Office of the County Clerk of the County of Maui and which is by reference made a part hereof.

SECTION 2. Pursuant to Section 19.42.060 of the Maui County Code, the zoning established by this ordinance is subject to the conditions set forth in Exhibit "B", which is attached hereto and made a part hereof, and the Unilateral Agreement and Declaration for Conditional Zoning, which is attached hereto and made a part hereof as Exhibit "C".

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

APPROVED AS TO FORM AND LEGALITY:



ROBERT K. KEKUNA, JR.
Deputy Corporation Counsel
County of Maui
waiag2/ords/c(cs)

EXHIBIT E

Piihaha Project District
Description of Parcel Southeast of Piihaha Road

Land situated on the southeasterly side of Piihaha Road north of Iao Stream at Ahuena, Puhiaawa, Wailuku, Maui, Hawaii

Being all of various Poalimas R.P. 4941, L.C. Aw. 3290:2 to Mahoe 2; R.P. 5287, L.C. Aw. 3261:2 to Leoiki; R.P. 7433, L.C. Aw. 7742:5 to Kahale; R.P. 6268, L.C. Aw. 3389:1 to Pinao; R.P. 5445, L.C. Aw. 3475:5 to Koanaole; L.C. Aw. 3712 and portion of Poalima 91; R.P. 5184, L.C. Aw. 3254:1 to Hana 1, R.P. 6256, L.C. Aw. 3385 to Pahoa; R.P. 4941, L.C. Aw. 3290:3 to Mahoe:2; R.P. 7300, L.C. Aw. 4452:7 to Kalama, Hozaleleponi; R.P. 4108, L.C. Aw. 3465 to Keawe; and R.P. 2160, L.C. Aw. 3477 to Kekaona; R.P. 4107, L.C. Aw. 3210:1 to Uu 1; R.P. 7383, L.C. Aw. 3487:1 to Kaulii and other Poalimas

Beginning at a point at the most westerly corner of this parcel of land on the southeasterly side of Piihaha Road, the coordinates of which point of beginning referred to Government Survey Triangulation Station "LUKE" being 5,640.67 feet North and 2,081.85 feet West and running by azimuths measured clockwise from True South:

1. 226° 18' 479.00 feet along the southeasterly side of Piihaha Road;
2. Thence along same on a curve to the left having a radius of 497.46 feet, the chord azimuth and distance being: 216° 42' 165.92 feet;
3. 27° 06' 72.00 feet along the remainder of R.P. 2160, L.C. Aw. 3477 to Kekaona;
4. 325° 50' 10" 71.30 feet along same and the remainder of R.P. 4107, L.C. Aw. 3210:1 to Uu;
5. 236° 30' 93.30 feet along the remainder of R.P. 4107, L.C. Aw. 3210:1 to Uu;
6. 202° 15' 52.00 feet along same;
7. 307° 48' 193.10 feet along same and the remainder of R.P. 2160, L.C. Aw. 3477 to Kekaona;
8. 228° 14' 63.33 feet along the remainder of R.P. 2160, L.C. Aw. 3477 to Kekaona;

9.	219°	51'	27.00 feet along same;
10.	128°	15'	34.50 feet along same;
11.	231°	32'	27.60 feet along same and Poalima;
12.	204°	01'	70.00 feet along Poalima;
13.	204°	41'	48.00 feet along the remainder of R.P. 2160, L.C. Av. 3477 to Kekaona;
14.	161°	37'	101.10 feet along same and the remainder of Poalima 94;
15.	130°	46'	85.10 feet along the remainder of Poalima 94 and R.P. 2160, L.C. Av. 3477 to Kekaona;
16.	153°	28'	48.30 feet along the remainder of R.P. 2160, L.C. Av. 3477 to Kekaona;
17.	215°	30'	43.61 feet along same;
18.	151°	15'	15.20 feet along same;
19.	238°	00'	55.00 feet along same;
20.	166°	15'	108.82 feet along same;
21.	222°	05'	112.69 feet along the northeasterly side of Piihaha Road;
22.	345°	00'	38.45 feet along R.P. 5528, L.C. Av. 3492 to Kanalulu;
23.	215°	30'	112.00 feet along same;
24.	322°	00'	43.00 feet along same;
25.	35°	30'	41.60 feet along same;
26.	318°	15'	96.60 feet along same;
27.	221°	00'	43.40 feet along same;
28.	319°	00'	94.70 feet along same;
29.	30°	00'	44.20 feet along same;
30.	316°	55'	291.80 feet along same;

31. 44° 00' 1,221.65 feet along the remainder of
 Poalima; R.P. 2160, L.C. Aw.
 3477 to Kekaona; R.P. 4108,
 L.C. Aw. 3465 to Kaawe; R.P.
 7300, L.C. Aw. 4452:7 to
 Kalama; R.P. 4941, L.C. Aw.
 3290:3 to Mahoe:2; R.P. 6256,
 L.C. Aw. 3385 to Pahoa; R.P.
 7383, L.C. Aw. 3487:1 to
 Kaulii and R.P. 5184, L.C. Aw.
 3254:1 to Hana 1;
32. 145° 00' 147.81 feet along the remainder of R.P.
 5184, L.C. Aw. 3254:1 to Hana
 1;
33. 44° 00' 44.00 feet along same;
34. 308° 00' 42.00 feet along same;
35. 44° 00' 69.00 feet along same;
36. 136° 12' 343.00 feet along same and the remainder
 of Poalima to the point of
 beginning and containing an
 Area of 11.731 Acres.

0311d

Piihaha Project District
Description of Parcel North of Piihaha Road

Land situated on the east side of Kahakili Highway and on the northwesterly side of Piihaha Road at Ahuena, Puhiawawa, Paukukalo, Wailuku, Maui, Hawaii

Being all of R.P. 4941, L.C. Aw. 3290 to Mahoe 2; R.P. 5376, L.C. Aw. 406:2 to Napela; Salool lot; R.P. 7433, L.C. Aw. 7742 to Kahale; Kam IV Daed to C. Brewer & Co.; and portion of Grant 3343 to Claus Spreckels

Beginning at a point at the southwest corner of this parcel of land on the easterly side of Kahakili Highway the coordinates of which point of beginning referred to Government Survey Triangulation Station "LUKE" being 5,787.46 feet North and 2,476.52 feet West and running by azimuths measured clockwise from True South:

1. 187° 40' 326.10 feet along the east side of Kahakili Highway;
2. Thence along same on a curve to the right having a radius of 20,220.00 feet, the chord azimuth and distance being: 189° 05' 999.80 feet;
3. 190° 30' 281.96 feet along the east side of Kahakili Highway;
4. 193° 09' 22' 677.84 feet along same;
5. 192° 34' 586.60 feet along same;
6. 192° 44' 2908.90 feet along same;
7. 282° 44' 423.77 feet along the remainder of Grant 3343 to Claus Spreckels;
8. 353° 25' 30" 25.12 feet along Lots 93 and 94 of Waiehu Heights Subdivision - Unit III, File Plan 1715;
9. 15° 44' 10" 247.85 feet along Lots 94, 102 and 103 of Waiehu Heights Subdivision - Unit III, File Plan 1715;
10. 10° 46' 50" 102.63 feet along Lots 104 and 105 of Waiehu Heights Subdivision - Unit III, File Plan 1715;

1. 10° 00' 30" 185.75 feet along Lots 105, 106, 107 and 108 of Waiehu Heights Subdivision - Unit III, File Plan 1715;
2. 26° 21' 337.03 feet along Lots 108 to 113 inclusive of Waiehu Heights Subdivision - Unit III, File Plan 1715;
3. 34° 21' 50" 156.78 feet along Lots 114 and 115 of Waiehu Heights Subdivision - Unit III, File Plan 1715;
4. 41° 00' 110.00 feet along the remainder of Grant 3343 to Claus Sprackels;
15. 25° 30' 103.00 feet along same;
16. 18° 45' 149.95 feet along same;
17. 343° 50' 345.69 feet along same;
18. 298° 30' 30.00 feet along same;
19. Thence along same on a curve to the left having a radius of 2192.50 feet, the chord azimuth and distance being: 27° 37' 30" 66.96 feet;
20. 26° 45' 374.48 feet along the remainder of Grant 3343 to Claus Sprackels;
21. 297° 19' 201.10 feet along same;
22. 27° 19' 262.84 feet along Government Land (HFDC Project);
23. 18° 43' 1148.20 feet along same to Government Survey Triangulation Station "WAILUKU";
24. 315° 31' 661.91 feet along same;
25. 330° 28' 288.35 feet along Mahalani Cemetery;
26. 267° 58' 191.70 feet along same;
27. 22° 48' 94.15 feet along the west side of Piikana Road;

28.	131°	42'		31.23 feet along R.P. 6218, L.C. Aw. 2409:3 to Kaoluio;
29.	94°	49'		88.43 feet along same;
30.	108°	13'		105.03 feet along same;
31.	146°	00'		76.25 feet along remainder of Kam IV Deed to C. Brewer & Co.;
32.	98°	53'		379.50 feet along same;
33.	318°	43'		574.52 feet along same;
34.	43°	44'		434.83 feet along same and portion of Piihana Village Subdivision;
35.	331°	12'		131.85 feet along same;
36.	27°	34'	11"	92.06 feet along the northwesterly side of Piihana Road;
37.	27°	06'		241.24 feet along same;
38.	Thence along same on a curve to the right having a radius of 457.46 feet, the chord azimuth and distance being:			36° 42' 152.58 feet;
39.	46°	18'		336.61 feet along the northwesterly side of Piihana Road;
40.	114°	40'	57"	55.32 feet along the remainder of Kam IV Deed to C. Brewer & Co.;
41.	49°	24'		127.50 feet along R.P. 7383, L.C. Aw. 3487:3 to Kaulii and the remainder of Kam IV Deed to C. Brewer & Co.;
42.	52°	21'		39.81 feet along same;
43.	49°	24'		7.61 feet along same;
44.	135°	19'	50"	55.99 feet along the remainder of Kam IV Deed to C. Brewer & Co.;

Thence along same on a curve to the left having a radius of
243.38 feet, the chord azimuth
and distance being:
111° 10' 50" 199.15 feet;

87° 01' 50" 60.63 feet along same to the point of
beginning and containing an
Area of 67.467 Acres.

D, SUBJECT to the following:

A 15 feet wide waterline easement in favor of the Department of
Water Supply, County of Maui for the CMTWS Development Joint
Venture waterline;

A 15 feet wide waterline easement in favor of the Department of
Water Supply, County of Maui for the Wailuku Heights offsite
waterline.

CONDITIONS

Pursuant to Section 19.42.060 of the Maui County Code, the zoning established by this ordinance is subject to the following conditions:

1. The applicant shall comply with the affordable housing requirements set forth in the State Land Use Commission's Decision and order, dated January 30, 1990, which reclassified the subject parcels from Agricultural District to Urban District.

The applicant shall provide the following percentages of dwelling units in the Wailuku and Piihaha Project Districts in the aggregate, for sale or rental to persons in the low, low-moderate, and moderate income groups, as identified by the Housing Finance and Development Corporation, State of Hawaii;

<u>Income Range</u>	<u>%</u>
51% to 65% of median income	5%
66% to 80% of median income	10%
81% to 120% of median income	15%
121% to 140% of median income	<u>20%</u>
TOTAL	50%

Affordable housing units shall be allocated between Project District 2 and 3, to avoid undue concentration of any particular housing type or category in either project.

- a. The applicant shall provide a maximum of two-thirds of the dwelling units in the Piihaha Project District for sale or rental to those persons in the low, low-moderate, and moderate income groups.

This condition may be fulfilled through construction and distribution of units in the Property or through other projects within the same Community Plan District as the Property, under such terms as may be mutually agreeable, between Petitioner and the Housing Finance and Development Corporation of the State and the County of Maui.

EXHIBIT "B"

This condition may also be fulfilled, with the approval of the Housing Finance and Development Corporation and the County of Maui, through construction of rental units to be made available at rents which families in the specified income ranges can afford.

In addition, Petitioner may obtain the special credit, as determined by the Housing Finance and Development Corporation and the County of Maui, for the provision of more than ten percent (10%) of the total units of housing affordable to persons with income less than eighty percent (80%) of Maui's median income and for the provision of housing for special needs groups, as determined by the Housing Finance and Development Corporation and the County of Maui.

Insofar as possible, the Petitioner shall implement this affordable housing requirement concurrently with the completion of market priced units for the residential project. The determination of median income, as the term is used in this condition, shall be based on median income figures published by the United States Department of Housing and Urban Development at the time that construction of such housing units is commenced.

2. The applicant shall submit a twenty-year master plan approved by the Director of Public Works of the County of Maui prior to preliminary subdivision approval of the project for sewer, drainage, and traffic facility improvements in which the applicant participates. The master plan shall include, but shall not be limited to on-site and off-site typical design standards, classification of roadways, and proposed construction schedules for each phase of the project;
3. The applicant shall participate in those traffic improvement needs as required by the Department of Transportation of the State of Hawaii and the Director of Public Works of the County of Maui. This participation shall include, but shall not be limited to:
 - a. The traffic improvements determined to be necessary by the traffic master plan of the County of Maui;
 - b. The improvement of traffic intersections neighboring the project which are determined to be necessary in the twenty-year master plan noted in Condition No. 2. Said master plan shall determine those improvements to traffic intersections which

shall be funded on a fair and equitable basis by the applicant and may include, but not be limited to, improved geometrics, traffic signals, storage lanes, etc.;

- c. The extension and improvement of Imi Kala Street from the Millyard Subdivision to Kahekili Highway in conformance with the standards of the County of Maui. Land and construction of this roadway is to be funded entirely by the applicant;
- d. The construction of a bridge over Iao Stream sufficient for four travel lanes shall be funded entirely by the applicant as approved by the Director of Public Works;
- e. The extension and improvement of Piihana Road from the extension of Imi Kala Street to Market Street as determined to be necessary in the twenty-year master plan noted in Condition No. 2, shall be funded on a fair share basis by the applicant in accordance with standards approved by the Director of Public Works;
- f. The extension and improvement of Eha Street, from the Wailuku Industrial Park to Imi Kala Street shall be funded by the applicant in conformance with the standards of the County of Maui;
- g. The right-of-way of the existing cane haul road from Mill Street along St. Anthony School to Lower Main Street shall be dedicated in fee simple interest, free and clear of all encumbrances, to the County of Maui upon request of the Director of Public Works. The applicant shall also fund acquisition of additional right-of-way such that the eventual roadway can be developed to major urban collector standards. The County of Maui may also assist in the acquisition of the additional right-of-way as necessary. The applicant shall provide its fair and equitable share of the costs of constructing the roadway.
- h. The conformance with any impact fees assessed by the County of Maui; and
- i. The applicant shall additionally prohibit driveway access to Kahekili Highway from individual lots.

4. Prior to issuance of a building permit for each phase of the project, the applicant shall submit a traffic study approved by the Director of Public Works indicating those improvements and/or contributions for that particular phase. Said traffic study shall detail the sequence and timing of improvements and/or contributions as well as provide an analysis of operating conditions/levels of service at key intersections in the vicinity, provided that;
 - a. No building permit will be issued for any structures until a construction contract has been executed and notice to proceed with construction has been issued for the extension and improvement of Eha Street, from the Wailuku Industrial Park to Imi Kala Street;
5. The applicant shall participate in drainage improvements required by the drainage master plan and Director of Public Works of the County of Maui;
6. The applicant shall connect to the new Central Maui Wastewater Reclamation Facility or expanded Wailuku Wastewater Reclamation Facility, if and when capacity is available. In addition, the applicant shall conform to any impact fees assessed by the County of Maui pertaining to construction and expansion of wastewater reclamation facilities or collection system;
7. The applicant shall provide its fair and equitable share of park improvements generated by the project as deemed necessary by the Director of Parks and Recreation of the County of Maui. The applicant's participation shall include, but shall not be limited to, the dedication of land in fee simple interest, free and clear of all encumbrances, for active-recreation park use;
8. The applicant shall provide its fair and equitable share for the impact the project district has upon public educational facilities as is deemed necessary by the Department of Education of the State of Hawaii;
9. The applicant shall preserve the portion of the "dune" area of the project identified as containing human burials. A preservation plan for this area shall be submitted to the Historic Preservation Division of the Department of Land and Natural Resources for its approval; and

10. The applicant shall enter into and execute appropriate agreements with the appropriate agencies of the State of Hawaii and County of Maui regarding the applicant's required participation in improving the infrastructure and public facilities identified herein. These agreements shall be filed with the Bureau of Conveyances of the State of Hawaii upon their execution.

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

BUREAU OF CONVEYANCES

DATE SEP 91 TIME 12:27 PM
DOCUMENT NO. 124295

LAND COURT

REGULAR SYSTEM

AFTER RECORDATION, RETURN BY: MAIL (X) PICK-UP ()
Office of the County Clerk
County of Maui
200 South High Street
Wailuku, Hawaii 96793

UNILATERAL AGREEMENT AND DECLARATION
FOR CONDITIONAL ZONING

THIS INDENTURE, made this 29th day of August,
1991, by B. G. MOYNAHAN, Vice President for WAILUKU
AGRIBUSINESS CO., INC., a Hawaii corporation whose business and
mailing address is 90 Waiko Road, Wailuku, Maui, Hawaii 96793,
hereinafter referred to as "Declarant", and who is the owner of
those certain parcels of land situate at Piihana, Maui, Hawaii,
identified for tax purposes by Tax Map Key 3-3-01: portion 16, 33
and 39 and 3-4-32: portion of 1, 10 and portion of 18, comprising
of approximately 79 acres, and more particularly described in
Exhibit "1", which is attached hereto and made a part hereof and
hereinafter referred to as the "Property".

EXHIBIT "C"

W I T N E S S E T H

WHEREAS, the Council of the County of Maui, State of Hawaii, hereinafter referred to as "Council", is considering a change in zoning of the Property as follows: The establishment of Project District 2 of the Wailuku-Kahului Community Plan; and

WHEREAS, the Council recommends through its Planning and Economic Development Committee, Committee Report No. 91-224, that said establishment of zoning by the County be approved for passage on first reading subject to certain conditions pursuant to Chapter 19.42, Maui County Code; and

WHEREAS, Declarant has agreed to execute this instrument pursuant to the conditional zoning provisions of Chapter 19.42, Maui County Code;

NOW, THEREFORE, Declarant hereby makes the following Declaration:

1. That this Declaration is made pursuant to the provisions of Chapter 19.42, Maui County Code, relating to conditional zoning;

2. That the Property, and all parts thereof, is and shall be held subject to the covenants, conditions, and restrictions contained herein and that all of such covenants, conditions, and restrictions shall be effective as to and shall run with the land as to the Property from and after the recording of this Declaration with the Bureau of Conveyances or Land Court of the State of Hawaii, as the case may be, without the execution,

delivery or recordation of any further deed, instrument, document, agreement, declaration, covenant or the like with respect thereto by Declarant, the County of Maui, or any heir, devisee, executor, administrator, personal representative, successor or assign, as the case may be, of any of them, that the acquisition of any right, title or interest in or with respect to the Property by any person or persons, entity or entities, whomsoever, shall be deemed to constitute the acceptance of all of the covenants, conditions, and restrictions of this Declaration by such person or persons, entity or entities, and that upon any transfer of any right, title, or interest in or with respect to the Property the same shall be subject to, and the transferee shall assume and be bound and obligated to observe and perform, all of the covenants, conditions, and restrictions of this Declaration;

3. This Declaration and all of the covenants, conditions, and restrictions contained herein shall continue to be effective as to and run with the land in perpetuity, or until the same is released as to the Property or any part thereof by the County;

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

5. That the Declaration shall become fully effective on the effective date of the zoning ordinance approving the establishment of Project District 2 aforesaid for the Property and this Declaration shall be recorded in the Bureau of Conveyances or Land Court of the State of Hawaii, as the case may be;

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

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

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

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

APPROVED AS TO FORM:

DECLARANT:

WAILUKU AGRIBUSINESS CO., INC.

Eric T. Maehara
ERIC T. MAEHARA
MIMI K. HORIUCHI
Attorney for DECLARANT

BY *B.G. Moynahan*
B. G. MOYNAHAN
Its ~~Assistant Secretary~~
Vice President

*sum
ap*

APPROVED AS TO FORM
AND LEGALITY:

Robert K. Kekuna, Jr.
ROBERT K. KEKUNA, JR.
Deputy Corporation Counsel
County of Maui

STATE OF HAWAII)
) ss.
CITY AND COUNTY OF HONOLULU)

On this 29th day of August, 1991, before me personally appeared B. G. Moynahan, to me personally known, who, being by me duly sworn, did say that he is the Vice President of Wailuku Agribusiness Co., a Hawaii corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and the said officer acknowledged said instrument to be the free act and deed of said corporation.

Stephanie A. Marques L.S.
Notary Public, State of Hawaii
My Commission Expires: 2/10/92

Piihaha Project District
Description of Parcel Southeast of Piihaha Road

Land situated on the southeasterly side of Piihaha Road north of Iao Stream at Ahuena, Puhiawawa, Wailuku, Maui, Hawaii

Being all of various Poalimas R.P. 4941, L.C. Aw. 3290:2 to Mahoe 2; R.P. 5287, L.C. Aw. 3261:2 to Leoiki; R.P. 7433, L.C. Aw. 7742:5 to Kahala; R.P. 6268, L.C. Aw. 3389:1 to Pinea; R.P. 5445, L.C. Aw. 3475:5 to Koanaole; L.C. Aw. 3712 and portion of Poalima 91; R.P. 5184, L.C. Aw. 3254:1 to Hana 1, R.P. 6256, L.C. Aw. 3385 to Pahoa; R.P. 4941, L.C. Aw. 3290:3 to Mahoe:2; R.P. 7300, L.C. Aw. 4452:7 to Kalama, Hozaleleponi; R.P. 4108, L.C. Aw. 3465 to Keawe; and R.P. 2160, L.C. Aw. 3477 to Kakaona; R.P. 4107, L.C. Aw. 3210:1 to Uu 1; R.P. 7383, L.C. Aw. 3487:1 to Kaulii and other Poalimas

Beginning at a point at the most westerly corner of this parcel of land on the southeasterly side of Piihaha Road, the coordinates of which point of beginning referred to Government Survey Triangulation Station "LUKE" being 5,640.67 feet North and 2,081.85 feet West and running by azimuths measured clockwise from True South:

1. 226° 18' 479.00 feet along the southeasterly side of Piihaha Road;
2. Thence along same on a curve to the left having a radius of 497.46 feet, the chord azimuth and distance being: 216° 42' 165.92 feet;
3. 27° 06' 72.00 feet along the remainder of R.P. 2160, L.C. Aw. 3477 to Kakaona;
4. 325° 50' 10" 71.30 feet along same and the remainder of R.P. 4107, L.C. Aw. 3210:1 to Uu;
5. 236° 30' 93.30 feet along the remainder of R.P. 4107, L.C. Aw. 3210:1 to Uu;
6. 202° 15' 52.00 feet along same;
7. 307° 48' 193.10 feet along same and the remainder of R.P. 2160, L.C. Aw. 3477 to Kakaona;
8. 228° 14' 63.33 feet along the remainder of R.P. 2160, L.C. Aw. 3477 to Kakaona;

CONDITIONS

Pursuant to Section 19.42.060 of the Maui County Code, the zoning established by this ordinance is subject to the following conditions:

1. The applicant shall comply with the affordable housing requirements set forth in the State Land Use Commission's Decision and order, dated January 30, 1990, which reclassified the subject parcels from Agricultural District to Urban District.

The applicant shall provide the following percentages of dwelling units in the Wailuku and Piihaha Project Districts in the aggregate, for sale or rental to persons in the low, low-moderate, and moderate income groups, as identified by the Housing Finance and Development Corporation, State of Hawaii;

<u>Income Range</u>	<u>%</u>
51% to 65% of median income	5%
66% to 80% of median income	10%
81% to 120% of median income	15%
121% to 140% of median income	<u>20%</u>
TOTAL	50%

Affordable housing units shall be allocated between Project District 2 and 3, to avoid undue concentration of any particular housing type or category in either project.

- a. The applicant shall provide a maximum of two-thirds of the dwelling units in the Piihaha Project District for sale or rental to those persons in the low, low-moderate, and moderate income groups.

This condition may be fulfilled through construction and distribution of units in the Property or through other projects within the same Community Plan District as the Property, under such terms as may be mutually agreeable, between Petitioner and the Housing Finance and Development Corporation of the State and the County of Maui.

EXHIBIT "2"

This condition may also be fulfilled, with the approval of the Housing Finance and Development Corporation and the County of Maui, through construction of rental units to be made available at rents which families in the specified income ranges can afford.

In addition, Petitioner may obtain the special credit, as determined by the Housing Finance and Development Corporation and the County of Maui, for the provision of more than ten percent (10%) of the total units of housing affordable to persons with income less than eighty percent (80%) of Maui's median income and for the provision of housing for special needs groups, as determined by the Housing Finance and Development Corporation and the County of Maui.

Insofar as possible, the Petitioner shall implement this affordable housing requirement concurrently with the completion of market priced units for the residential project. The determination of median income, as the term is used in this condition, shall be based on median income figures published by the United States Department of Housing and Urban Development at the time that construction of such housing units is commenced.

2. The applicant shall submit a twenty-year master plan approved by the Director of Public Works of the County of Maui prior to preliminary subdivision approval of the project for sewer, drainage, and traffic facility improvements in which the applicant participates. The master plan shall include, but shall not be limited to on-site and off-site typical design standards, classification of roadways, and proposed construction schedules for each phase of the project;
3. The applicant shall participate in those traffic improvement needs as required by the Department of Transportation of the State of Hawaii and the Director of Public Works of the County of Maui. This participation shall include, but shall not be limited to:
 - a. The traffic improvements determined to be necessary by the traffic master plan of the County of Maui;
 - b. The improvement of traffic intersections neighboring the project which are determined to be necessary in the twenty-year master plan noted in Condition No. 2. Said master plan shall determine those improvements to traffic intersections which

shall be funded on a fair and equitable basis by the applicant and may include, but not be limited to, improved geometrics, traffic signals, storage lanes, etc.;

- c. The extension and improvement of Imi Kala Street from the Millyard Subdivision to Kahekili Highway in conformance with the standards of the County of Maui. Land and construction of this roadway is to be funded entirely by the applicant;
- d. The construction of a bridge over Iao Stream sufficient for four travel lanes shall be funded entirely by the applicant as approved by the Director of Public Works;
- e. The extension and improvement of Piihana Road from the extension of Imi Kala Street to Market Street as determined to be necessary in the twenty-year master plan noted in Condition No. 2, shall be funded on a fair share basis by the applicant in accordance with standards approved by the Director of Public Works;
- f. The extension and improvement of Eha Street, from the Wailuku Industrial Park to Imi Kala Street shall be funded by the applicant in conformance with the standards of the County of Maui;
- g. The right-of-way of the existing cane haul road from Mill Street along St. Anthony School to Lower Main Street shall be dedicated in fee simple interest, free and clear of all encumbrances, to the County of Maui upon request of the Director of Public Works. The applicant shall also fund acquisition of additional right-of-way such that the eventual roadway can be developed to major urban collector standards. The County of Maui may also assist in the acquisition of the additional right-of-way as necessary. The applicant shall provide its fair and equitable share of the costs of constructing the roadway.
- h. The conformance with any impact fees assessed by the County of Maui; and
- i. The applicant shall additionally prohibit driveway access to Kahekili Highway from individual lots.

4. Prior to issuance of a building permit for each phase of the project, the applicant shall submit a traffic study approved by the Director of Public Works indicating those improvements and/or contributions for that particular phase. Said traffic study shall detail the sequence and timing of improvements and/or contributions as well as provide an analysis of operating conditions/levels of service at key intersections in the vicinity, provided that;
 - a. No building permit will be issued for any structures until a construction contract has been executed and notice to proceed with construction has been issued for the extension and improvement of Eha Street, from the Wailuku Industrial Park to Imi Kala Street;
5. The applicant shall participate in drainage improvements required by the drainage master plan and Director of Public Works of the County of Maui;
6. The applicant shall connect to the new Central Maui Wastewater Reclamation Facility or expanded Wailuku Wastewater Reclamation Facility, if and when capacity is available. In addition, the applicant shall conform to any impact fees assessed by the County of Maui pertaining to construction and expansion of wastewater reclamation facilities or collection system;
7. The applicant shall provide its fair and equitable share of park improvements generated by the project as deemed necessary by the Director of Parks and Recreation of the County of Maui. The applicant's participation shall include, but shall not be limited to, the dedication of land in fee simple interest, free and clear of all encumbrances, for active-recreation park use;
8. The applicant shall provide its fair and equitable share for the impact the project district has upon public educational facilities as is deemed necessary by the Department of Education of the State of Hawaii;
9. The applicant shall preserve the portion of the "dune" area of the project identified as containing human burials. A preservation plan for this area shall be submitted to the Historic Preservation Division of the Department of Land and Natural Resources for its approval; and

Thence along same on a curve to the left having a radius of
243.38 feet, the chord azimuth
and distance being:
111° 10' 50" 199.15 feet;

87° 01' 50" 60.63 feet along same to the point of
beginning and containing an
Area of 67.467 Acres.---

), SUBJECT to the following:

A 15 feet wide waterline easement in favor of the Department of
Water Supply, County of Maui for the CMTWS Development Joint
Venture waterline;

A 15 feet wide waterline easement in favor of the Department of
Water Supply, County of Maui for the Wailuku Heights offsite
waterline.

28.	131°	42'		31.23 feet along R.P. 6218, L.C. Av. 2409:J to Kaolulo;
29.	94°	49'		88.43 feet along same;
30.	108°	13'		105.03 feet along same;
31.	146°	00'		76.25 feet along remainder of Kam IV Deed to C. Brewer & Co.;
32.	98°	53'		379.50 feet along same;
33.	318°	43'		574.52 feet along same;
34.	43°	44'		434.83 feet along same and portion of Pihihana Village Subdivision;
35.	331°	12'		131.85 feet along same;
36.	27°	34'	11"	92.06 feet along the northwesterly side of Pihihana Road;
37.	27°	06'		241.24 feet along same;
38.	Thence along same on a curve to the right having a radius of			457.46 feet, the chord azimuth
				and distance being:
				36° 42' 152.58 feet;
39.	46°	18'		336.61 feet along the northwesterly side of Pihihana Road;
40.	114°	40'	57"	55.32 feet along the remainder of Kam IV Deed to C. Brewer & Co.;
41.	49°	24'		127.50 feet along R.P. 7383, L.C. Av. 3487:3 to Kaulii and the remainder of Kam IV Deed to C. Brewer & Co.;
42.	52°	21'		39.81 feet along same;
43.	49°	24'		7.61 feet along same;
44.	135°	19'	50"	55.99 feet along the remainder of Kam IV Deed to C. Brewer & Co.;

1.	10°	00'	30"	185.75 feet	along Lots 105, 106, 107 and 108 of Waiahu Heights Subdivision - Unit III, File Plan 1715;
2.	26°	21'		337.83 feet	along Lots 108 to 113 inclusive of Waiahu Heights Subdivision - Unit III, File Plan 1715;
3.	34°	21'	50"	156.78 feet	along Lots 114 and 115 of Waiahu Heights Subdivision - Unit III, File Plan 1715;
4.	41°	00'		110.00 feet	along the remainder of Grant 3343 to Claus Spreckels;
15.	25°	30'		103.00 feet	along same;
16.	18°	45'		149.95 feet	along same;
17.	343°	50'		345.69 feet	along same;
18.	298°	30'		30.00 feet	along same;
19.	Thence along same on a curve to the left having a radius of 2192.50 feet, the chord azimuth and distance being:				27° 37' 30" 66.96 feet;
20.	26°	45'		374.48 feet	along the remainder of Grant 3343 to Claus Spreckels;
21.	297°	19'		201.10 feet	along same;
22.	27°	19'		262.84 feet	along Government Land (HFDC Project);
23.	18°	43'		1148.20 feet	along same to Government Survey Triangulation Station "WAILUKU";
24.	315°	31'		661.91 feet	along same;
25.	330°	28'		288.35 feet	along Mahalani Cemetery;
26.	267°	58'		191.70 feet	along same;
27.	22°	48'		94.15 feet	along the west side of Piihans Road;

Pihana Project District
Description of Parcel North of Pihana Road

Land situated on the east side of Kahakili Highway and on the northwesterly side of Pihana Road at Ahuana, Puhiawawa, Paukukalo, Wailuku, Maui, Hawaii

Being all of R.P. 4941, L.C. Aw. 3290 to Mahoe 2; R.P. 5376, L.C. Aw. 406:2 to Napela; Salool lot; R.P. 7433, L.C. Aw. 7742 to Kahale; Kam IV Deed to C. Brewer & Co.; and portion of Grant 3343 to Claus Spreckels

Beginning at a point at the southwest corner of this parcel of land on the easterly side of Kahakili Highway the coordinates of which point of beginning referred to Government Survey Triangulation Station "LUKE" being 5,787.46 feet North and 2,476.32 feet West and running by azimuths measured clockwise from True South:

1. 187° 40' 326.10 feet along the east side of Kahakili Highway;
2. Thence along same on a curve to the right having a radius of 20,220.00 feet, the chord azimuth and distance being: 189° 05' 999.80 feet;
3. 190° 30' 281.96 feet along the east side of Kahakili Highway;
4. 193° 09' 22' 677.84 feet along same;
5. 192° 34' 586.60 feet along same;
6. 192° 44' 2908.90 feet along same;
7. 282° 44' 423.77 feet along the remainder of Grant 3343 to Claus Spreckels;
8. 353° 25' 30" 25.12 feet along Lots 93 and 94 of Waiehu Heights Subdivision - Unit III, File Plan 1715;
9. 15° 44' 10" 247.85 feet along Lots 94, 102 and 103 of Waiehu Heights Subdivision - Unit III, File Plan 1715;
10. 10° 46' 50" 102.63 feet along Lots 104 and 105 of Waiehu Heights Subdivision - Unit III, File Plan 1715;

31. 44° 00' 1,221.65 feet along the remainder of
 Poalima; R.P. 2160, L.C. Aw.
 3477 to Kekeona; R.P. 4108,
 L.C. Aw. 3465 to Kaawa; R.P.
 7300, L.C. Aw. 4452:7 to
 Kalama; R.P. 4941, L.C. Aw.
 3290:3 to Mahoe:2; R.P. 6256,
 L.C. Aw. 3385 to Pahoa; R.P.
 7383, L.C. Aw. 3487:1 to
 Kaulii and R.P. 5184, L.C. Aw.
 3254:1 to Hana 1;
32. 145° 00' 147.81 feet along the remainder of R.P.
 5104, L.C. Aw. 3254:1 to Hana
 1;
33. 44° 00' 44.00 feet along same;
34. 308° 00' 42.00 feet along same;
35. 44° 00' 69.00 feet along same;
36. 136° 12' 343.00 feet along same and the remainder
 of Poalima to the point of
 beginning and containing an
 Area of 11.731 Acres.

0311d

9.	219°	51'	27.00 feet along same;
10.	128°	15'	34.50 feet along same;
11.	231°	32'	27.60 feet along same and Poalima;
12.	204°	01'	70.00 feet along Poalima;
13.	204°	41'	48.00 feet along the remainder of R.P. 2160, L.C. Av. 3477 to Kakaona;
14.	161°	37'	101.10 feet along same and the remainder of Poalima 94;
15.	130°	46'	85.10 feet along the remainder of Poalima 94 and R.P. 2160, L.C. Av. 3477 to Kakaona;
16.	153°	28'	48.30 feet along the remainder of R.P. 2160, L.C. Av. 3477 to Kakaona;
17.	215°	30'	43.61 feet along same;
18.	151°	15'	15.20 feet along same;
19.	238°	00'	55.00 feet along same;
20.	166°	15'	108.82 feet along same;
21.	222°	05'	112.69 feet along the northeasterly side of Piihaha Road;
22.	345°	00'	38.45 feet along R.P. 5528, L.C. Av. 3492 to Kanalulu;
23.	215°	30'	112.00 feet along same;
24.	322°	00'	43.00 feet along same;
25.	35°	30'	41.60 feet along same;
26.	318°	15'	96.60 feet along same;
27.	221°	00'	43.40 feet along same;
28.	319°	00'	94.70 feet along same;
29.	30°	00'	44.20 feet along same;
30.	316°	55'	291.80 feet along same;

WE HEREBY CERTIFY that the foregoing BILL NO. 68 (1991)

1. Passed FINAL READING at the meeting of the Council of the County of Maui, State of Hawaii, held on the 1st day of November, 1991, by the following votes:

Howard S. KIHUNE Chair	Patrick S. KAWANO Vice-Chair	Vince G. BAGOYO, Jr.	Goro HOKAMA	Alice L. LEE	Ricardo MEDINA	Wayne K. NISHIKI	Joe S. TANAKA	Leinaala TERUYA DRUMMOND
Aye	Aye	Aye	Aye	Aye	Excused	Aye	Aye	Excused

2. Was transmitted to the Mayor of the County of Maui, State of Hawaii, on the 1st day of November, 1991.

DATED AT WAILUKU, MAUI, HAWAII, this 1st day of November, 1991.

1991-11-08 13:52


HOWARD S. KIHUNE, CHAIR
Council of the County of Maui


DARYL T. YAMAMOTO, COUNTY CLERK
County of Maui

THE FOREGOING BILL IS HEREBY APPROVED THIS 8 DAY OF NOVEMBER, 1991.


LINDA CROCKETT LINGLE, MAYOR
County of Maui

I HEREBY CERTIFY that upon approval of the foregoing BILL by the Mayor of the County of Maui, the said BILL was designated as ORDINANCE NO. 2051 of the County of Maui, State of Hawaii.


DARYL T. YAMAMOTO, COUNTY CLERK
County of Maui

Passed First Reading on September 6, 1991.
Effective date of Ordinance November 8, 1991.

I HEREBY CERTIFY that the foregoing is a true and correct copy of Ordinance No. 2051, the original of which is on file in the Office of the County Clerk, County of Maui, State of Hawaii.

Dated at Wailuku, Hawaii, on

County Clerk, County of Maui

10. The applicant shall enter into and execute appropriate agreements with the appropriate agencies of the State of Hawaii and County of Maui regarding the applicant's required participation in improving the infrastructure and public facilities identified herein. These agreements shall be filed with the Bureau of Conveyances of the State of Hawaii upon their execution.

ALAN M. ARAKAWA
Mayor

MICHAEL W. FOLEY
Director

WAYNE A. BOTEILHO
Deputy Director



COUNTY OF MAUI
DEPARTMENT OF PLANNING

December 9, 2004

Mr. Matthew Slepín
Munekiyo & Hiraga, Inc.
305 South High Street, Suite 104
Wailuku, Hawaii 96793

Dear Mr. Slepín:

RE: Piihana Project District at TMK 3-3-001:por. of 16, 033, and 039, and 3-4-032:por. of 1, 10, and por. of 18, Wailuku, Hawaii (92/PH2-001)

We have reviewed the minutes files of the Maui Planning Commission (Commission) relating to the Piihana Project District and find that Project District Phase II Approval (92/PH2-001) was granted by the Commission on April 21, 1992. Said approval was subject to the following conditions:

1. That approval herein is based on plans and specifications received by the Department of Planning on December 31, 1991.
2. That the plans submitted for Phase III Project District Approval for the proposed street sections should designate the widths of the street components, including, but not limited to, the pavement, shoulder, bikeway, sidewalk, median, and parking areas. Consideration should be made to separate the bike and pedestrian paths.
3. That the road design of the roadway master plan shall be based on design speed of 30 miles per hour. (Amended by Department)
4. That the drainage master plan shall include, but not be limited to, the following:
 - a. Drainage trunk lines and channels draining areas greater than 100 acre shall be designed for the 100 year storm.
 - b. Detailed analysis of the proposed detention basins and their impacts on downstream properties and drainage facilities.

- c. A mitigation for the encroachment within the Lao Stream Floodway so that there will be no increase in the base flood elevation within the floodway.
 - d. In consultation with neighboring property owners, prepare a mitigation plan to prevent further erosion along common property boundaries. (Amended by Department)
5. That the developer shall submit a solid waste management plan to the Department of Public Works for review and approval. Copies of the approved plan shall be submitted to the Health Department and the Department of Planning for their record.
6. That plans for construction work within the State right-of-way shall be submitted to the Department of Transportation, Highways Division for review and approval.
7. That the applicant shall enter into and execute appropriate agreements with the Department of Water Supply regarding providing adequate water source to meet the potable water needs of the project.
8. That the applicant shall meet the Department of Water Supply standards with regards to water storage.
9. That the applicant shall use non-potable water during construction, that the applicant shall also use non-potable water to the extent possible for irrigation of greenways within the proposed project as reviewed and approved by the Department of Water Supply. (Amended by Department)
10. That the applicant or its subcontractors shall install low flow devices in structures built under this approval.
11. That the applicant shall identify the location of the single family residential subdivisions (SF-3, SF-5) on any Phase III submittal.
12. That the comprehensive signage plan shall be submitted to the Urban Design Review Board for review and approval.
13. That appropriate measures shall be implemented during project construction to mitigate the short-term impacts of the project relative

to increased dust, soil erosion, ambient noise levels, and traffic disruptions.

14. That the subject Phase II Project District Approval shall not be transferred without prior written approval of the Maui Planning Commission.
15. That the applicant, its successors and permitted assigns shall exercise reasonable due care as to third parties with respect to all areas affected by the subject Phase II Project District Approval and shall hold the County of Maui harmless from and against any loss, liability, claim, or demand arising out of this permit.
16. That a specific proposal for the maintenance of the parks and common elements shall be submitted to the Planning Department for review and approval.
17. That the portion of the dune containing human burials shall be preserved. An acceptable preservation plan must be submitted to the State Historic Preservation Program for approval. This plan must include the following: 1) designation of a buffer zone, 2) short-term protective measures during construction work, and 3) long-term protective measures. A copy of the approved preservation plan shall be submitted to the Planning Department for our record.
18. That any work in Iao Stream shall be coordinated with the Operations Division, U.S. Army Corps of Engineers for Department of the Army permit requirements.
19. That full compliance with other applicable governmental requirements shall be rendered.

Relative to your previous request for administrative approval of the realignment of the Imi Kala extension, we have the following comments:

1. Administrative approval may be appropriate if the adjustments were limited to the roadway alignment through the project district. However, the realignment of the central roadway to a new connection point with Kahekili Highway is beyond such minor adjustments and has potential traffic related impacts. Maui Planning Commission approval of the revised roadway master plan as an amendment to the Phase II Project District Approval is required. A review of such a

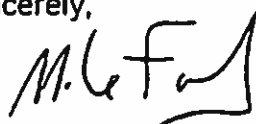
Mr. Matthew Slepín
December 9, 2004
Page 4

realignment should also include the potential impacts to traffic in the area. Also the traffic impact study originally submitted with the Project District Phase II should be updated to reflect the changes that have occurred in the area and the increase in traffic from other developments.

2. According to the approval the roadway design shall be based on a design speed of 30 miles per hour. The submittal does not indicate whether the design criteria for the proposed extension is based on the design speed established by the Commission. Also, the Phase II approval requires that the street sections designate the widths of the street components, including, but not limited to, the pavement, shoulder, bikeway, sidewalk, median, and parking areas. Consideration should be made to separate the bike and pedestrian paths. The roadway design shall include street landscaping to create greenways along the roadway. As a public street, said landscaping will require review and approval by the Arborist Committee
3. The construction of the Imi Kala extension will require a Project District Phase III approval of the construction plans. Said approval will require documentation of compliance to the conditions of the Phase II Project District Approval.

If additional clarification is required, please contact Ms. Colleen Suyama, Staff Planner, of this office at 270-7735.

Sincerely,

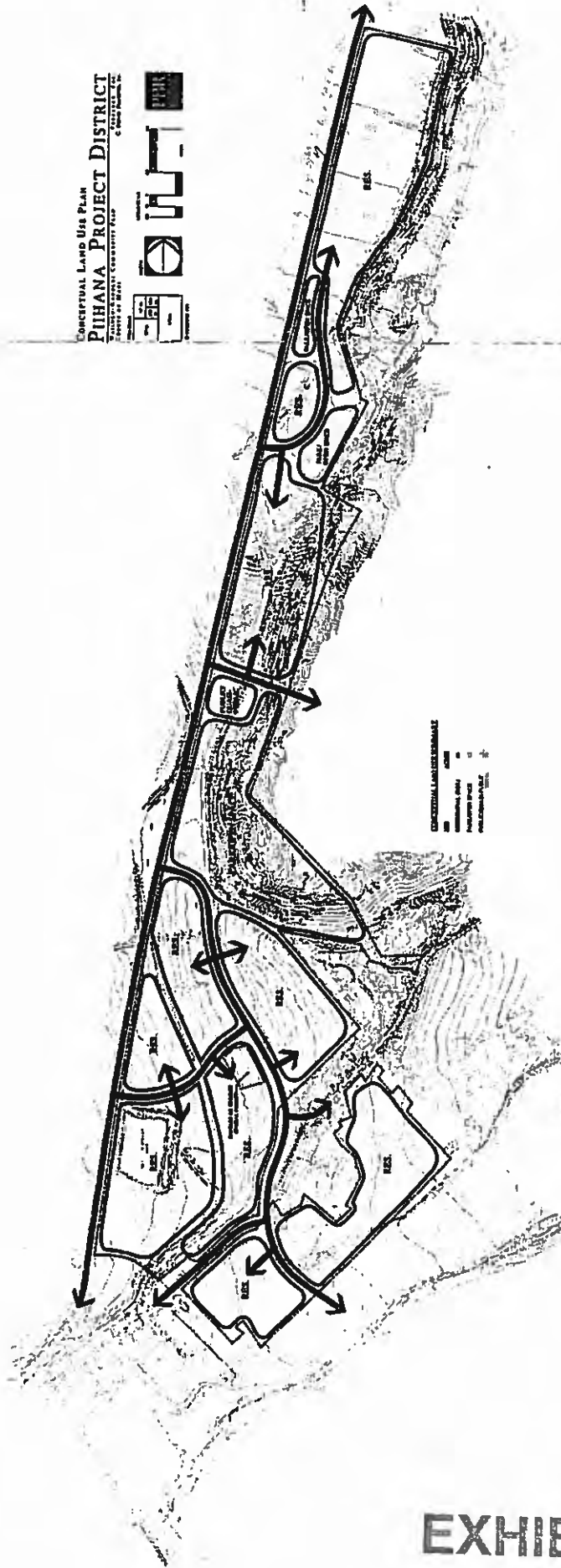


MICHAEL W. FOLEY
Planning Director

MWF:CMS:lar

c: Clayton Yoshida, AICP, Planning Program Administrator
Aaron Shinmoto, PE, Planning Program Administrator (2)
Colleen Suyama, Staff Planner
Gil Coloma-Agaran, Director,
Department of Public Works and Environmental Management
Project File
General File
(K:\WP_DOCS\PLANNING\PH2\2004\2_Piihani\Phse2Approval.wpd)

CONCEPTUAL LAND USE PLAN
PIHANA PROJECT DISTRICT
 A DISTRICT OF THE
 COUNTY OF BENTON
 STATE OF ARIZONA



CONCEPTUAL LAND USE ZONING
 RES - Residential Single-Family
 COMM - Community Center
 PARK - Park
 OFF - Office

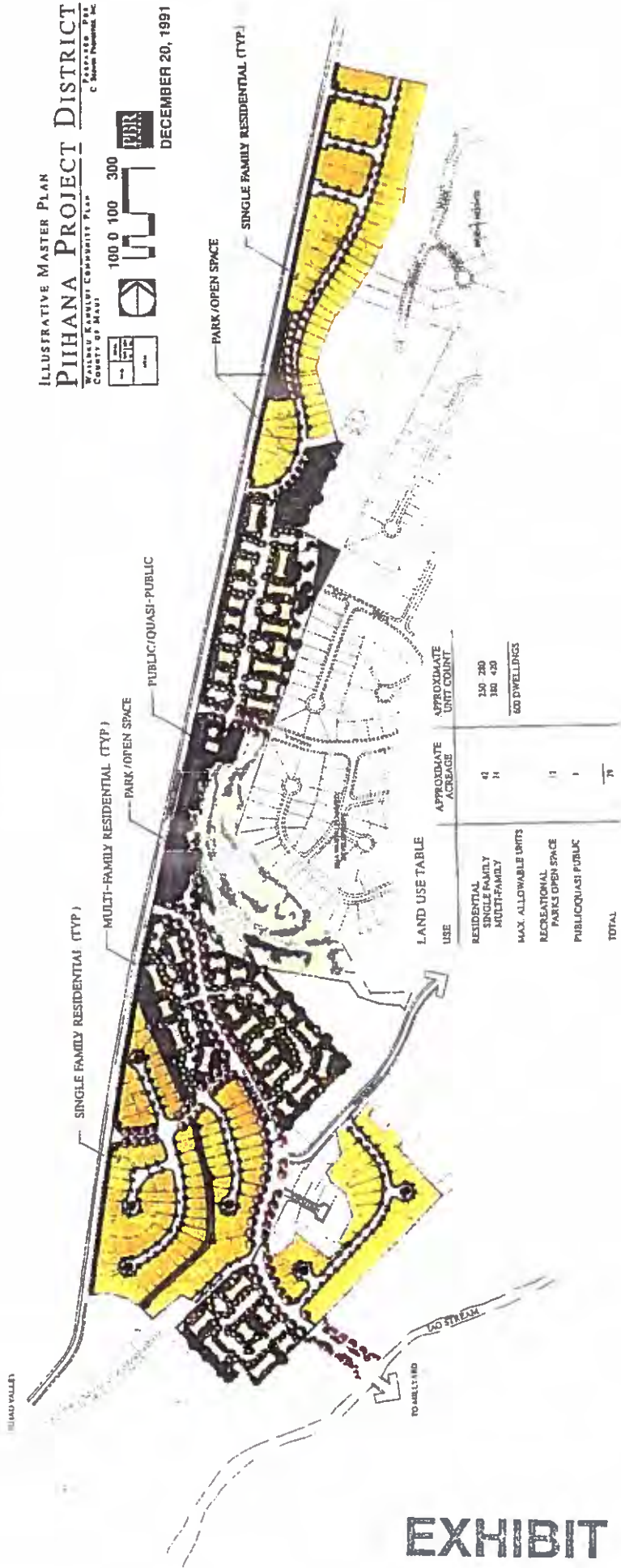
EXHIBIT G

ILLUSTRATIVE MASTER PLAN
PIIHANA PROJECT DISTRICT
 WILBERD K. ADAMS COMMUNITY PLAN
 COUNTY OF MAUI
 C. MARK PETERSON, INC.

100 0 100 300



DECEMBER 20, 1991



LAND USE TABLE

USE	APPROXIMATE ACREAGE	APPROXIMATE UNIT COUNT
RESIDENTIAL SINGLE FAMILY	42	150 200
MULTI-FAMILY	14	100 420
MAX. ALLOWABLE UNITS		600 DWELLINGS
RECREATIONAL PARKS/OPEN SPACE	11	
PUBLIC/QUASI-PUBLIC	1	
TOTAL	78	

EXHIBIT H