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Attorney for Petitioner  
Pomaika'i Partners, LLC

BEFORE THE LAND USE COMMISSION  
OF THE STATE OF HAWAII

In the Matter of the Petition of

POMAIKA'I PARTNERS, LLC

For Declaratory Order to Designate  
Important Agricultural Lands for ap-  
proximately 723.14 acres at O'ahu,  
Hawaii identified by TMK Nos. (1) 6-4-  
001-001 (por.), 6-4-001-005 and 6-4-001-  
012

DOCKET NO. DR19-66

**AMENDED PETITION FOR  
DECLARATORY ORDER TO  
DESIGNATE IMPORTANT  
AGRICULTURAL LANDS**

**EXHIBITS A – D**

**CERTIFICATE OF SERVICE**

**AMENDED PETITION FOR DECLARATORY ORDER  
TO DESIGNATE IMPORTANT AGRICULTURAL LANDS**

Pomaika'i Partners, LLC ("**Pomaika'i**") petitions the Land Use Commission of the State of Hawaii ("**Commission**") to issue a declaratory order designating approximately 723.14 acres of land at O'ahu, Hawaii (collectively, the "**Property**"), more particularly described below, as Important Agricultural Lands ("**IAL**") pursuant to sections 205-44 and -45 of the Hawaii Revised Statutes ("**HRS**") and sections 15-15-98, -99, -120 and -121 of the Hawaii Administrative Rules ("**HAR**"). In support of this Amended Petition for Declaratory Order to Designate Important Agricultural Lands (this "**Petition**"), Pomaika'i presents the following evidence:

## I. Petition Content Requirements

The content requirements for this Petition are set out in HAR section 15-15-99.

A. Name, address and telephone number of Petitioner. Pomaika'i is a Hawai'i limited liability company. Pomaika'i's mailing address is 210 Kapuni Street, Honolulu, Hawai'i 96815 and its telephone number is (801) 453-6923. Cades Schutte LLP represents Pomaika'i in accordance with HAR section 15-15-35(b). All correspondence and communication regarding this Petition shall be addressed to and served upon Calvert G. Chipchase, Cades Schutte LLP, 1000 Bishop Street, Suite 1200, Honolulu, Hawai'i 96813.

B. Statement of Petitioner's interest in the subject matter and reason for the submission. Pomaika'i owns and manages the Property, which is specifically identified and described in Exhibit A attached hereto. Pomaika'i requests that the Commission designate the Property as IAL pursuant to HRS sections 205-44 and -45 and HAR sections 15-15-98, -99, -120 and -121. As set out below, the proposed designation of the Property as IAL supports and advances Pomaika'i's goals and plans for its lands, the goals of the IAL statute and the reason for the majority incentive, in accordance with which Pomaika'i proposes to designate a majority (53 percent or 723.14 acres) of its Agricultural lands as IAL.

Including the Property, Pomaika'i owns approximately 1,372.31 acres of total land on the island of O'ahu, Hawai'i (the "**Land**"). Much of the Land has a long history of agricultural use. For over 150 years, agricultural operations have been conducted on the Property. The Property was previously part of the sugarcane

plantation known as the Waialua Sugar Company, which represented a significant period of the North Shore's rich agricultural history.

In 1865, Levi and Warren Chamberlain started a sugarcane plantation on the Land. Robert Halstead bought the Chamberlain plantation in 1874 under the partnership of Halstead & Gordon. In 1898, one of Hawai'i's "Big Five" trading and sugar industry management companies, Castle & Cooke, formed the Waialua Agricultural Company and purchased the plantation from the Halstead Brothers.

The Waialua Sugar Company operated the sugar plantation on thousands of acres extending across the North Shore from Mokuleia to Waimea Valley. The processing center was located at the Waialua Sugar Mill. The Waialua Sugar Company (a subsidiary of the Dole Food Company) closed in October 1996 due to the unprofitability of its large-scale crop agriculture operation model. It was the last sugarcane plantation on the island of O'ahu.

While sugarcane has not been cultivated on the Property for over two decades, Twin Bridge Farms put the Property to diverse agricultural use since the Waialua Sugar Company closed. Twin Bridge Farms started parent seed corn cultivation operations on the Property. A portion of the Property is currently leased to Dow DuPont (Pioneer) for parent seed corn cultivation.

As shown in Figure 12<sup>1</sup> (Initial City IAL Overlay Map) of the Agricultural Land Assessment for Pomaika'i's Proposed Important Agricultural Land ("**Agricultural Land Assessment**") attached hereto as Exhibit D, the IAL designation of the

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<sup>1</sup> All Figures referenced herein are attached to Exhibit D and incorporated by reference.

Property is consistent with the City and County of Honolulu's (the "City") initially proposed IAL lands. Pomaika'i notified the City that is pursuing a voluntary designation of the Property as IAL. At Pomaika'i's request, and as shown in Figure 13 (Current City IAL Overlay Map), the City has since removed the Property from its proposed IAL lands. Accordingly, the designation of the Property is voluntarily made pursuant to this Petition.

C. Designation of specific statutory provision, rule or order in question. This Petition arises under HRS sections 205-44 and -45 and HAR sections 15-15-98, -99, -120 and -121.

D. Statement of Petitioner's position or contention. The Property is appropriate for designation as IAL under HRS section 205-44 and HAR section 15-15-120. Accordingly, the Commission should issue a declaratory order designating the Property as IAL pursuant to HRS section 205-45 and HAR section 15-15-121.

E. Memorandum of authorities, containing a full description of reasons and legal authorities in support of Petitioner's position. HRS section 205-45(c) provides that a petition for declaratory order designating IAL shall be submitted in accordance with subchapter 14 of the Commission's rules and include the additional requirements contained in HRS section 205-45(c).

The eight content requirements for a petition for declaratory order under subchapter 14 are found at HAR section 15-15-99 and are addressed in Sections I. A through I. H of this Petition.

The additional requirements of HRS section 205-45(c), which are repeated in HAR section 15-15-121(b), include the following:

1. Tax Map Key numbers and verification and authorization from the applicable landowner(s). Pomaika'i seeks to designate as IAL approximately 723.14 acres of land on the island of O'ahu, Hawai'i. Attached hereto as Exhibit A and incorporated herein are documents identifying the location, the applicable tax map key number ("TMK No.") and acreage of each parcel or portion thereof (the "TMK Parcel") comprising the Property. Pomaika'i owns the Property, comprised of the TMK Parcels described in Exhibit A, subject to claims of descendants and grantees as to kuleana parcels, if any. Pomaika'i is not aware of any unresolved claims to kuleana parcels and no kuleana parcels are included in this designation.

Exhibit A illustrates the proposed IAL lands within the boundaries of the TMK Parcels. Exhibit A also identifies the individual TMK Parcels and the lands within such boundaries that are proposed to be designated IAL.

Attached hereto as Exhibit B and incorporated herein by reference is the Affidavit of Justin Alexander providing authorization for this Petition for the designation of the Property as IAL.

Attached hereto as Exhibit C and incorporated herein by reference is a letter the title company verifying ownership of the Property.

2. Proof of qualification for designation as IAL under HRS section 205-44. HRS section 205-44(c) and HAR section 15-15-120(c) set out the criteria for identifying IAL. Lands identified as IAL do not need to meet every criterion listed in HRS

section 205-44(c). Rather, lands meeting any criterion in HRS section 205-44(c) shall be given initial consideration, and the designation of IAL shall be made by weighing criteria with each other to meet the constitutionally mandated purposes in article XI, section 3, of the Hawai'i Constitution and the objectives and policies for IAL identified in HRS sections 205-42 and -43. As discussed in detail below, the Property meets each criterion under HRS section 205-44(c).

The Property is located in the North Shore region of O'ahu approximately one-half mile south of Haleiwa town and ten miles north of Wahiawa. The following summary provides an overview of the various characteristics of the Property. The Agricultural Land Assessment, attached hereto as Exhibit D and incorporated herein, further describes, illustrates and quantifies the characteristics of the Property.

a. Land currently used for agricultural production. The Property is comprised of lands that are currently in agricultural use or historically have been used for agricultural purposes. Current agricultural operations by Pomaika'i continue Pomaika'i's agricultural heritage with a mission to preserve the rural setting and promote land stewardship. Figure 2 (Agriculture Areas Map) shows the areas of the Property that are used for seed crops and horse ranching and identifies the fallow lands.

As shown in the below table and illustrated in Figure 2, seed crop cultivation currently represents the largest agricultural use of the Property (approximately 140

acres or 19 percent). Approximately 410.14 acres or 57 percent of the Land is fallow with good potential for the introduction of new agricultural uses.

Agricultural Use	Acres	Percent
Fallow	410.14	57%
Seed Crops and Sunflowers	140	19%
Steep Area	173	24%
<b>Total</b>	<b>723.14</b>	<b>100.0%</b>

Figure 3 (Topography Map) shows the Property's topography. The existing slope grades on the Property are shown in the table below and illustrated in Figure 4 (Slope Map).

Slope	Acres	Percent
Less than 10%	~280	39%
10%-20%	~188	26%
20%-25%	~35	5%
Greater than 25%	~220	30%
<b>Total</b>	<b>~723</b>	<b>100.0%</b>

Areas with relatively gentle grades are used for agricultural production. Areas with relatively steeper grades are within the gulches dividing the agricultural plateau areas. These agricultural areas remain important parts of the overall Property for a couple reasons. First, these portions of the Property promote land stewardship and soil conservation as well as cohesion and continuity of agricultural uses. Second, these portions of the Property help maintain a critical land mass important to overall agricultural operation productivity. Figure 3 also shows streams through or adjacent to the Property and in the area. Excluding the Property, the remainder of the Land ("**Remainder Land**") is approximately 649.17 acres (representing about 47 percent of Pomaika'i's Land within the Agricultural District). The Remainder Land contains areas planned for complementary agricultural

uses and other uses consistent with HRS chapter 205. Pomaika'i is not seeking to include the Remainder Land in its Petition for IAL designation.

A vibrant agricultural future is planned for the Property. This includes the currently fallow areas, which are intended for a native Hawaiian plant nursery as well as an industrial hemp farm under State of Hawai'i Department of Agriculture Pilot Program License (10 acres). Agricultural research and development on this portion will also be coordinated with the State of Hawai'i Department of Agriculture and the University of Hawaii CTAHR. There are several promising agricultural uses recommended by CTAHR, including Cacao (chocolate), Ulu (breadfruit), Uala (sweet potatoes) and Kalo (dryland and taro loi).

In support of the future agricultural enterprises, Pomaika'i plans to install a new agricultural water system including a new distribution system, water storage tank and rehabilitated reservoir. In addition, improvements are planned for access roadways and security, the farm roadway system and electrical power distribution. Finally, a centralized agricultural processing facility is being considered to provide support for processing, packing and packaging, chilling, temporary storage and distribution.

b. Land with soil qualities and growing conditions that support agricultural production for food, fiber or fuel and energy-producing crops. The Detailed Land Classification System and Agricultural Land Productivity Ratings by the Land Study Bureau ("**LSB**"), University of Hawai'i, are based on a five-class productivity rating system using the letters A, B, C, D and E. See Figure 5 (Detailed Land Clas-



sification Map). The rating is based upon several environmental and physical qualities of the land such as soil condition, climate, surface relief and drainage.

The following table summarizes the productivity ratings of the Property as illustrated in Figure 5:

Productivity Rating	Total IAL	
	Acres	% of IAL
A	~339	47%
B	~82	11%
C	~9	1%
D	~0	0%
E	~293	41%
<b>Total</b>	<b>~723</b>	<b>100.0%</b>

Notably, over 62 percent of the agricultural land on O‘ahu is rated E according to the LSB. Only 41 percent of the Property is rated E in comparison. Also, as the LSB aptly points out, “[f]armers or ranchers are generally better informed than others regarding the agricultural quality of the lands they operate for the uses to which the lands are presently being put.” Here, the Property has a long history of agriculture use. And it continues to be agriculturally productive, including for parent seed cultivation and ranch operations.

The Property receives sufficient solar radiation to support agricultural production. Mean annual solar radiation on the Property ranges from 205 to 220 watts per square meter per hour according to the February 2014 Evapotranspiration of Hawai‘i Final Report prepared by University of Hawai‘i Department of Geography for U.S. Army Corps of Engineers Honolulu District and State of Hawai‘i Commission

on Water Resource Management (Giambelluca, et al., 2014). Figure 7 (Solar Radiation Map) shows the solar radiation levels received on the Property in graphic form.

c. Lands identified under agricultural productivity ratings systems, such as the agricultural lands of importance to the State of Hawai'i ("ALISH") system adopted by the board of agriculture. The ALISH classification system was developed in 1977 by the State Department of Agriculture. The system was primarily, but not exclusively, based on the soil characteristics of lands and existing cultivation. There are three classes of ALISH land—Prime, Unique and Other.

Prime ALISH is land best suited for the production of food, feed, forage and fiber crops. The land has the soil quality, growing season and moisture supply that are needed to produce high yields of crops economically when the land, including water resources, is treated and managed according to modern farming methods.

Unique ALISH is land other than Prime ALISH that is used for the production of specified high-value food crops. The land has the special combination of soil quality, growing season, temperature, humidity, sunlight, air drainage, elevation, aspect, moisture supply or other conditions, such as nearness to market, that favor the production of a specific crop of high quality or high yield when the land is treated and managed according to modern farming methods. In Hawai'i, examples of such crops are coffee, taro, rice, watercress and non-irrigated pineapple.

Other ALISH is land other than Prime or Unique that is of statewide or local importance for the production of food, feed, fiber and forage crops. The land is important to agriculture in Hawai'i, yet it exhibits properties, such as seasonal

wetness, erodibility, limited rooting zone, slope, flooding or droughts, that exclude the land from Prime or Unique agricultural land use classifications. Other ALISH land includes land that does not have an adequate moisture supply to be qualified as Prime and land that has similar characteristics and properties as Unique, except that the land is not currently in use for the production of an identified crop. Other ALISH lands can be farmed sufficiently by applying greater amounts of fertilizer and other soil amendments, drainage improvement, erosion control practices and flood protection. When managed properly, Other ALISH land can produce fair to good crop yields.

As shown in Figure 6 (ALISH Map) and summarized in the table below, approximately 61 percent of the Property is classified under the ALISH system, all of which is Prime.

The following table summarizes the ALISH classifications for the Property:

ALISH Classifications	Total IAL	
	Acres	% of IAL
Prime	~443	61%
Unique	~0	0%
Other	~0	0%
Not ALISH	~280	39%
<b>Total:</b>	<b>~723</b>	<b>100.0%</b>

The balance of the Property that is not classified under the ALISH system includes two major stream gulches dividing the agricultural plateaus, a contributory stream running through the plateaus and sloped watershed lands on the northern side. It is common for such lands that are considered “watershed areas” to be un-

classified under the ALISH system. These lands are integral to the overall use of the Property for agricultural operations and Pomaika'i's land stewardship and allow for a consistent IAL boundary. The Property as a whole provides for a unified and defined IAL area that can be effectively utilized for an array of agricultural uses.

d. Lands with traditional native Hawaiian agricultural uses, such as taro cultivation or unique agricultural crops and uses, such as coffee, vineyards, aquaculture and energy production. As described above, the Property has a long and rich agricultural history. It has been used for various agricultural operations for the past century and a half. Pomaika'i's Land was previously part of the Waialua Sugar Company's sugarcane plantation.

Levi and Warren Chamberlain started the sugarcane plantation on the Land in 1865. Robert Halstead bought the plantation in 1874. In 1898, Castle & Cooke formed the Waialua Agricultural Company and purchased the plantation.

The Waialua Sugar Company operated the sugar plantation on thousands of acres extending across the North Shore from Mokuleia to Waimea Valley. The processing center was located at the Waialua Sugar Mill. The Waialua Sugar Company eventually closed in October 1996 due to the unprofitability of large-scale crop agriculture. It was the last sugarcane plantation on the island of O'ahu.

While sugarcane has not been cultivated on the Property for over twenty years, Twin Bridge Farms has put the Land to a variety of agricultural since the closing of the Waialua Sugar Company, including parent seed corn cultivation and ranching.

e. Lands with sufficient quantities of water to support viable agricultural production. Average rainfall varies significantly across the Property, with greater rainfall occurring on the mauka end. As illustrated in Figure 8 (Rainfall), the makai portion of the Property receives a mean annual rainfall of less than 30 inches, while the mauka portion ranges from 35 to 45 inches annually.

In addition to the annual rainfall, the Board of Water Supply (“BWS”) has two (2) properties located within TMK Nos. (1) 6-4-001-009 and -011, which include a reservoir “Haleiwa 225” well and Granular Activated Carbon (GAC) plant. The elevation of the reservoir is 225 feet with a service zone elevation of 125 feet. An existing 16-inch water main runs along Twin Bridge Road that services the lower properties in Waialua and Haleiwa Town.

The source for irrigation water is the existing Wahiawa Irrigation System (“WIS”). The water is sourced from Lake Wilson, and variable water flows are released to the Wahiawa Ditch as needed. It runs through the Property and includes an irrigation reservoir located along Twin Bridge Road. The existing WIS is available to supply irrigation water to farmers using the ditch water. The irrigation water is classified as R-2, which is suitable for non-contact drip irrigation of the existing crops, but not suitable for spray application contact or use on leafy vegetable crops. Farm tenants are able to determine their irrigation demand and requirements and construct systems that suit their needs.

The ~500 acres leased by Pioneer DuPont are irrigated using ditch water. The actual irrigation water usage rates from Pioneer DuPont are not available. In

general, seedcorn requires an average daily irrigation demand of 1,150 GPD per acre irrigation rate. Assuming 125 of the leased acres are being cultivated at any given time, the estimated usage is projected at approximately 143,750 GPD from the Wahiawa Ditch.

Existing crops for seed corn are being irrigated using water derived from the agricultural ditch system. Although the area was formerly part of the sugar plantation, large portions of these lands have remained fallow since the 1996 plantation closure. An Assessment of the Wahiawa Irrigation System ("AWIS") was performed in September 2007 to observe and analyze the irrigation fixtures, condition of the facilities, and a probable cost for repairs. Several of the agricultural water system components are in need of future repair.

The existing agricultural water system also requires improvements to service the fallow areas on the Property. In support of the future agricultural enterprises to maximize the use of non-cultivated areas, Pomaika'i will install a new well, pump, reservoir tank, treatment system and distribution systems.

For this new system, Pomaika'i intends to obtain a permit from the Commission on Water Resources Management ("CWRM") to allow the drilling of a new potable water well and construction of a reservoir at the upper elevation of the Property at approximately 700 feet above sea level. The Property has been granted a water allocation of 3.5 MGD from CWRM. This water system will provide for domestic water supply, fire protection and agricultural irrigation requiring potable water quality.

In addition to its annual rainfall, existing water-related infrastructure and planned water-related infrastructure, the Property includes other agricultural-related infrastructure to support viable agricultural production. The Property contains agricultural roads and Kamehameha Highway is capable of supporting farming equipment and direct road transportation to and from markets.

f. Land whose designation as IAL is consistent with the State Land Use District Boundary Map and the general, development and community plans of the City.

(i) Stand Land Use District. HRS chapter 205 authorizes the Commission to designate all lands in the State into one of four districts: Urban, Rural, Agricultural and Conservation. As shown in Figure 9 (State Land Use District Map), the Property is located entirely within the Agricultural District. HRS section 205-2(d) specifies that lands within the State Agricultural District shall include (among other things) (1) activities or uses as characterized by the cultivation of crops, (2) farming activities or uses related to animal husbandry, (3) aquaculture, (4) agricultural tourism conducted on a working farm or a farming operation and (5) open area recreational facilities.

Current uses on the Property are consistent with the uses permitted within the State Agricultural District. Pomaika'i is considering future agricultural uses for the Property that are also permitted within the District, such as agricultural tourism and open recreation.

(ii) City General Plan. The General Plan for the City and County of Honolulu (2002) ("**General Plan**") is a comprehensive statement of objectives and policies

that sets forth the long-range aspirations of O‘ahu’s residents and the strategies of actions to achieve them. *See* General Plan § Introduction. The General Plan includes 11 subject areas that provide the framework for the City’s expression of public policy concerning the needs of the people and the functions of government. *See id.* § Preamble.

Among the General Plan’s objectives is to maintain the viability of agriculture on O‘ahu. *See id.* § Economic Activity (Objective C). The designation of the Property as IAL is consistent with this objective and furthers the implementing policies as the designation will (1) contribute toward the continuation of agriculture as an important source of income and employment, (2) help to ensure there is sufficient agricultural land in the North Shore region to encourage the continuation of agriculture in this area, (3) reduce urbanization and (4) encourage more intensive use of productive agricultural land. *See id.*

The City is in the process of updating the General Plan. In December 2017, the City presented the updated draft of the General Plan (“**Proposed Revised General Plan**”). The Planning Commission transmitted the draft to the City and County of Honolulu Council (“**Council**”) in April 2018.

Among the Proposed Revised General Plan’s objectives is to ensure the long-term viability and continued productivity of agriculture on O‘ahu. *See* Proposed Revised General Plan § The Economy. The designation of the Property as IAL is consistent with this objective and it will further the implementing policies as it will (1) help to ensure the continuation of agriculture as an important component of O‘ahu’s econ-



omy, (2) encourage active use of high-quality agricultural land for agricultural purposes, (3) preserve agricultural land with high productivity potential, (4) contribute toward lessening the urbanization of agricultural land located outside the City's growth boundaries and (5) encourage investment to improve and expand agricultural infrastructure, such as irrigation systems, agricultural processing centers and distribution networks. *See id.*

(iii) Sustainable Communities Plans. The City Sustainable Communities Plans are policy documents that guide more detailed zoning maps and regulations and public and private sector investment decisions. The island of O'ahu is organized into eight community plan regions.

The Property falls under the North Shore Sustainable Communities Plan ("**North Shore Plan**"). One of the key elements of the North Shore Plan is to protect agricultural lands, open space and natural resources. The preservation of agricultural lands is paramount to the promotion of agriculture and preservation of the region's rural character. According to the North Shore Plan's Land Use Map, the Property is designated Agriculture, with perhaps small portions bordering the streams being designated Preservation. *See North Shore Plan § Land Use Map.*

Importantly, the Property is located outside of the community growth boundary as shown on the North Shore Land Use Map. *See id.* Figure 10 (North Shore Land Use Map) illustrates the boundaries of the Property over the North Shore Plan land use designations.

(iv) IAL Study. In July 2012, the City initiated its Important Agricultural Land Study to identify lands for IAL designation. The study consists of two phases. Phase 1 was completed in April 2014.

Phase 1 included defining the IAL site selection criteria, identifying available data sets to assist in mapping the defined criteria and developing methodology for weighing or ranking the criteria. Public review and comment and notification to affected landowners were not part of the Phase 1 tasks.

The City's four IAL site selection criteria are (1) currently used for agricultural production, (2) soil qualities and growing conditions, (3) sufficient quantities of water to support viable agricultural production and (4) agricultural productivity rating systems. In connection with Phase 1, the City prepared two composite maps of the City's four priority criteria by utilizing geographic information system.

After completing Phase 1, the City began Phase 2 of the Study with public meetings held as recently as November 2017. In Phase 2, the City is also devising incentives for landowners to designate their lands as IAL. Finally, the City produced draft maps of proposed IAL lands on O'ahu based on the City's top three criteria: (1) land currently used for agricultural production, (2) land with soil qualities and growing conditions suitable for agricultural production and (3) land with sufficient quantities of water to support viable agricultural production.

Figure 12 (Initial City IAL Overlay Map) shows the Property in relation to the City's initially proposed IAL lands. As discussed above, the designation of the Property as IAL is consistent with the City's initially proposed IAL lands.

At the request of Pomaika'i, and without objection from the Department of Planning and Permitting, the City removed the Property from its proposed IAL lands as shown in Figure 13 (Current City IAL Overlay Map). Consistent with the intent of HRS chapter 205, Part III, Important Agricultural Lands, and the "majority incentive" in HRS section 205-49(a)(3), Pomaika'i proposes under this Petition to designate a majority (53 percent or 723.14 acres) of its Land as IAL.<sup>2</sup>

To identify important agricultural lands for designation, Pomaika'i employed a thorough, on-the-ground review process. In identifying those lands, Pomaika'i considered its current uses and future plans, the intent of HRS chapter 205 and the objectives and policies for IAL set forth in HRS sections 205-42 and -43 and the standards and criteria for the identification of important agricultural lands set forth in HRS section 205-44. This process led Pomaika'i to propose to designate a majority (53 percent or 723.14 acres) of its Land as IAL.

Excluded from this Petition are gulch areas, areas within the community growth boundary, kuleana parcels, areas separate from the Property and areas planned for future complementary uses. Pomaika'i currently has no plans for development of these areas. Under HRS chapter 205, Pomaika'i was not required to designate more of its Land as IAL. Pomaika'i selected portions of its Land to designate IAL under this Petition and excluded certain areas. In following the "majority incentive" in

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<sup>2</sup> HRS section 205-49 provides that a majority of a landowner's landholdings excludes lands held in the State Conservation District. Accordingly, the calculation of the percentage of land that Pomaika'i is proposing to designate as IAL compared to the percentage it is not proposing to designate IAL is based on Pomaika'i's total Land in the Agricultural District. Pomaika'i has no land in the Conservation, Rural or Urban Districts.

HRS section 205-49(a)(3), Pomaika'i's proposed designation is consistent with important objectives of the law. Specifically, the Property that Pomaika'i is proposing to designate as IAL is consistent with: (1) the objective and policies for IAL set forth in HRS sections 205-42 and -43 and (2) the majority of the standards and criteria for the identification of IAL set forth in HRS section 205-44.

Following the publication of the City's draft maps of proposed IAL lands, DPP presented the draft maps at public meetings, received comments from the public and affected landowners, and notified affected property owners. DPP presented its final recommendation to the City and County of Honolulu Council ("Council") in early 2019. The Council reviewed the proposed IAL recommendations and adopted Resolution 18-233, CD, FD1 on June 5, 2019. The City will present its final recommendations and maps to the State Land Use Commission for review and adoption.

g. Land that contributes to maintaining a critical land mass important to agricultural operating productivity. Pomaika'i seeks to designate as IAL approximately 723.14 acres of land in the North Shore region of O'ahu. See Figure 1 (Proposed IAL Map). As discussed in detail above, the Property has a long and established history of agricultural use. As shown in Figure 2, the designation of the Property as IAL contributes to maintaining a critical land mass for continued agricultural operations.

h. Land with or near support infrastructure conducive to agricultural productivity, such as transportation to markets, water or power. The Property has sufficient infrastructure for agricultural productivity. In addition to its water re-

sources infrastructure, the Property contains agricultural roads. Kamehameha Highway is also capable of supporting farming equipment and direct road transportation to and from markets.

3. The current or planned agricultural use of the area sought to be designated as IAL. The current agricultural uses of the Property are detailed in Section I. E. 2.a of this Petition. Pomaika'i plans to continue these agricultural uses on the Property. Pomaika'i is also considering future agricultural enterprises, including agricultural research in coordination with the Department of Agriculture and University of Hawaii CTAHR.

F. Names of any other potential parties. Other potential parties include the Department of Agriculture, Office of Planning and Planning Director of the City and County of Honolulu.

G. Signature of each Petitioner. This Petition is signed below by Pomaika'i's attorney, who has been authorized by Justin Alexander, in his fiduciary capacity to sign and file this petition on Pomaika'i's behalf.

H. Statement whether this Petition relates to any commission docket for district boundary amendment or special permit. This Petition is not related to any commission docket for district boundary amendment or special permit.

## **II. Waiver of 85/15 Reclassification Incentive**

Pomaika'i is not seeking reclassification of land pursuant to HRS section 205-45(b) in conjunction with this Petition to designate IAL. Pomaika'i also voluntarily waives all rights to assert, claim or exercise any credits pursuant to HRS section 205-45(h), as effective as of the date of this Petition, that may be earned by

Pomaika'i in the event that this Petition is granted. This waiver is limited to the use of credits for the sole purpose of reclassifying other lands that are not the subject of this Petition to the Urban, Rural or Conservation District pursuant to HRS section 205-45(h), as of the date of this Petition, and shall not apply to any other credits, incentives, rights or privileges that Pomaika'i may possess now or in the future, whether known or unknown. All such credits, incentives, rights or privileges are expressly reserved.

### III. Conclusion

Pomaika'i respectfully requests that the Commission (1) finds that the Petition meets the standards for designating IAL pursuant to HRS sections 205-44 and 45 and (2) designates the Property as IAL.

DATED: Honolulu, Hawai'i, August 21, 2019.

CADES SCHUTTE  
A Limited Liability Law Partnership

A handwritten signature in black ink, appearing to read "Calvert G. Chipchase", written over a horizontal line.

CALVERT G. CHIPCHASE  
Attorney for Petitioner  
POMAIKA'I

**EXHIBIT A**

**TAX MAP KEY DESCRIPTION**

**FOR**

**POMAIKA'I PARTNERS, LLC**  
**PROPOSED IMPORTANT AGRICULTURAL LAND**

**ISLAND OF O'AHU**

August 2019

Prepared for:  
Pomaika'i Partners, LLC

Prepared by:  
G70

### **Tax Map Key Description**

Pomaika'i Partners, LLC (Pomaika'i) owns approximately 1,455 acres of land on O'ahu. Pomaika'i proposes to designate a majority (approximately 52.70 percent or 723.14 acres) of its land as Important Agricultural Land (IAL).

The following table shows a summary of Tax Map Key (TMK) number and acreage of each parcel proposed to be designated as IAL:

<b>Tax Map Key Parcel No.</b>	<b>Approximate Acreage</b>
(1) 6-4-001:001	701.70
(1) 6-4-001:005	6.86
(1) 6-4-001:012	14.58
<b>Total</b>	<b>723.14</b>
<b>Percentage of Total</b>	<b>52.70%</b>

Exhibit A on the following page illustrates the proposed IAL and the related TMK parcels.



# Agricultural Land Assessment for Pōmaika'i Partners, LLC Proposed Important Agricultural Land

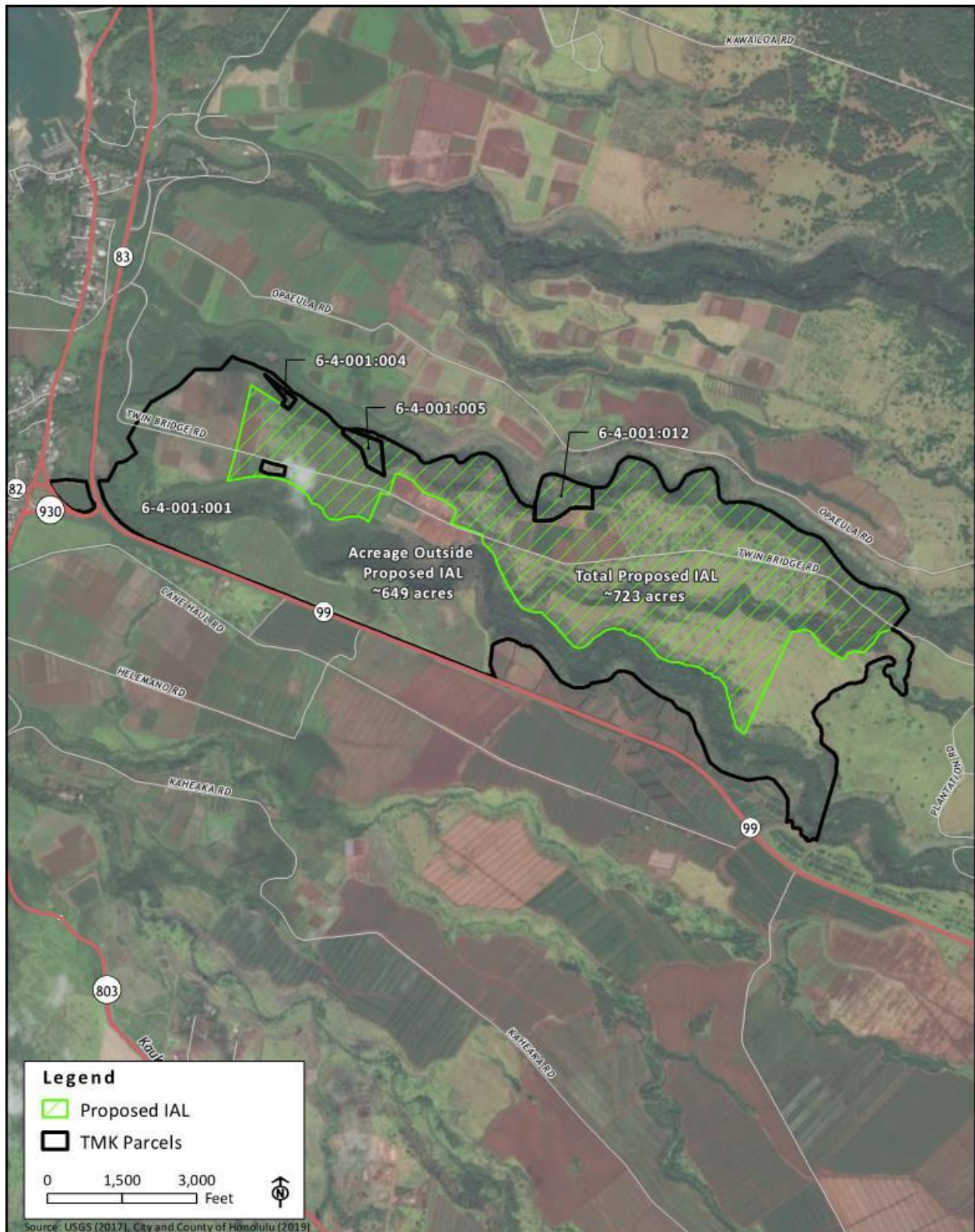


Figure 1

TMK Parcels

**EXHIBIT B**

**AFFIDAVIT OF JUSTIN ALEXANDER**

**EXHIBIT C**

**VERIFICATION OF OWNERSHIP**

**PRELIMINARY REPORT**  
(No Liability Hereunder)

This report (and any revisions thereto) is issued solely for the convenience of the titleholder, the titleholder's agent, counsel, purchaser or mortgagee, or the person ordering it for the purpose of facilitating the issuance of a policy of title insurance by Title Guaranty of Hawaii, LLC and no liability will arise under this report.

-----  
**SCHEDULE A**

Title Guaranty of Hawaii, LLC (the "Company") hereby reports that, subject to those matters set forth in Schedule "B" hereof, the title to the estate or interest to the land described in Schedule "C" hereof is vested in:

POMAIKA'I PARTNERS, LLC,  
a Hawaii limited liability company,  
as to an undivided 93.5369% interest,  
and  
DOLE FOOD COMPANY, INC.,  
a North Carolina corporation,  
as to a remainder 6.4631% interest,  
as Fee Owner

This report is dated as of August 14, 2019 at 8:00 a.m.

Inquiries concerning this report  
should be directed to  
LESLIE BALMILERO.  
Email lbalmilero@tghawaii.com  
Fax (808) 521-0287  
Telephone (808) 533-5869.  
Refer to Order No. 201937972.

**SCHEDULE B  
EXCEPTIONS**

1. Real Property Taxes, if any, that may be due and owing.

The premises described in Schedule C is covered by Tax Key [\(1\) 6-4-001-001](#).

-Note:- Attention is invited to the fact that the premises covered herein may be subject to possible rollback or retroactive property taxes.

2. Mineral and water rights of any nature.
3. Any and all existing roadways, trails, easements, rights-of-way, flumes and irrigation ditches.
4. -AS TO LOT B-2:-
  - (A) Location of the boundary of Opaepa Stream and the effect, if any, upon the area of the land described herein, and the free flowage thereof.
  - (B) Free flowage of Helemano Stream.
  - (C) Reservoir(s) referenced on tax map and any matters arising out of Chapter 179D of the Hawaii Revised Statutes.
  - (D) Plantation Roads referenced on the tax map.
  - (E) Matters arising out of, including any utility and access rights in favor of Royal Patent Number 888, Land Commission Award Number 8349, Apana 1 to Koha, containing an area of 1.620 acre, more or less, bearing Tax Key designation [\(1\) 6-4-001-004](#), located within the subject land.

SCHEDULE B CONTINUED

(F) Matters arising out of, including any utility and access rights in favor of Royal Patent Number 2841, Land Commission Award Number 3868, Apana 1 to Pila, containing an area of of 6.860 acres, more or less, bearing Tax Key designation [\(1\) 6-4-001-005](#), located within the subject land.

(G) Matters arising out of, including any utility and access rights in favor of Lot C, being portion of Royal Patent Number 4475, Land Commission Award Number 7713, Apana 34 to V. Kamamalu, containing an area of 0.869 acre, more or less, bearing Tax Key designation [\(1\) 6-4-001-011](#), located within the subject land.

(H) Matters arising out of, including any utility and access rights in favor of Lot C, being portion of Royal Patent Number 4475, Land Commission Award Number 7713, Apana 34 to V. Kamamalu, containing an area of 14.575 acres, more or less, bearing Tax Key designation [\(1\) 6-4-001-012](#), located within the subject land.

(I) LEASE RIGHT-OF-WAY

TO : HAWAIIAN ELECTRIC COMPANY, LIMITED and HAWAIIAN TELEPHONE COMPANY (now known as HAWAIIAN TELCOM, INC.)

DATED : May 23, 1956

RECORDED : Liber [3124](#) Page [26](#)

LEASING : a right-of-way in the nature of an easement for power line purposes as shown on the map attached thereto for a term commencing December 1, 1955 and ending November 30, 1975, and thereafter from year to year until terminated

(J) GRANT

TO : THE CITY AND COUNTY OF HONOLULU

DATED : April 22, 1957

RECORDED : Liber [3259](#) Page [192](#)

GRANTING : a perpetual easement for water drainage over and across the area being more particularly described therein.

SCHEDULE B CONTINUED

(K) DESIGNATION OF EASEMENT "12" (20 feet wide)

PURPOSE : water line  
SHOWN : on subdivision map prepared by Harry S. H. Au, Land Surveyor, with Austin, Tsutsumi & Associates, Inc., dated May 7, 1980, approved by the Department of Planning and Permitting, City and County of Honolulu, on June 5, 1980

(L) DESIGNATION OF EASEMENT "13" (20 feet wide)

PURPOSE : roadway  
SHOWN : on subdivision map prepared by Harry S. H. Au, Land Surveyor, with Austin, Tsutsumi & Associates, Inc., dated May 7, 1980, approved by the Department of Planning and Permitting, City and County of Honolulu, on June 5, 1980

(M) DESIGNATION OF EASEMENT "14" (5 feet wide)

PURPOSE : drainage  
SHOWN : on subdivision map prepared by Harry S. H. Au, Land Surveyor, with Austin, Tsutsumi & Associates, Inc., dated May 7, 1980, approved by the Department of Planning and Permitting, City and County of Honolulu, on June 5, 1980

(N) GRANT

TO : OCEANIC PROPERTIES, INC., a Hawaii corporation  
  
DATED : December 30, 1980  
RECORDED : Liber [15249](#) Page [429](#)  
GRANTING : a nonexclusive, appurtenant right and easement in favor of Lot B bearing tax key designation [\(1\) 6-4-001-009](#), over and across the following Easements 12, 13 and 14, said easements being more particularly described therein.

SCHEDULE B CONTINUED

(O) LEASE

LESSOR : CASTLE & COOKE, INC.

LESSEE : STATE OF HAWAII, by its Board of Land and Natural Resources, for the use of the Department of Transportation

DATED : November 12, 1984

RECORDED : Liber [18439](#) Page [775](#)

TERM : commencing March 1, 1984 and ending on February 28, 1985, thereafter from year to year as extended in letter dated November 12, 1984 attached thereto, leasing PARCEL 1, being more particularly described therein.

(P) DESIGNATION OF EASEMENT "A-2"

PURPOSE : underground power line

SHOWN : on subdivision map prepared by Dennis Y. Yamasato, Land Surveyor, dated May 27, 1999, approved by the Department of Planning and Permitting, City and County of Honolulu (Subdivision File No. 1999/SUB-85), on July 6, 1999

(Q) DESIGNATION OF EASEMENT "15"

PURPOSE : access

SHOWN : on subdivision map prepared by Roy T. Yama, Land Surveyor, with ParEn, Inc., dba Park Engineering, dated August 28, 1998, approved by the Department of Planning and Permitting, City and County of Honolulu (Subdivision File No. 1999/SUB-59), on April 15, 1999

(R) GRANT

TO : HAWAIIAN ELECTRIC COMPANY, INC. and GTE HAWAIIAN TELEPHONE COMPANY INCORPORATED (now known as HAWAIIAN TELCOM, INC.)

DATED : August 26, 1999

RECORDED : Document No. [99-158810](#)



SCHEDULE B CONTINUED

GRANTING : right and easement over Easements A-2, B-1, B-2 and B-3 for utility purposes, "being an easement in favor of the Grantees between Points A and B as shown on attached Maps 1 to 10, and an easement in favor of Hawaiian Electric Company, Inc., only between Points C and D, E, and F and G and H as shown on attached Maps 1 to 10"

(S) GRANT

TO : CITY AND COUNTY OF HONOLULU, for the use of the Board of Water Supply, City and County of Honolulu

DATED : August 13, 2001

RECORDED : Document No. [2001-137922](#)

GRANTING : Easement 15 in favor of Lot C bearing tax key designation [\(1\) 6-4-001-011](#), for access purposes, being more particularly described therein.

(T) DESIGNATION OF EASEMENT "1" (50 feet wide)

PURPOSE : irrigation

SHOWN : on subdivision map prepared by Kazutaka Saiki, Land Surveyor, with Sam O. Hirota, Inc., dated December 23, 1999, approved by the Department of Planning and Permitting, City and County of Honolulu (Subdivision File No. 1999/SUB-253), on December 30, 1999

(U) DESIGNATION OF EASEMENT "2" (20 feet wide)

PURPOSE : road

SHOWN : on subdivision map prepared by Kazutaka Saiki, Land Surveyor, with Sam O. Hirota, Inc., dated December 23, 1999, approved by the Department of Planning and Permitting, City and County of Honolulu (Subdivision File No. 1999/SUB-253), on December 30, 1999

SCHEDULE B CONTINUED

(V) AS TO APANA 2 OF ROYAL PATENT NUMBER 907, LAND COMMISSION  
AWARD NUMBER 2735 TO PAKANAKA:

The Company's research of the records pertaining to Land Commission Award Number 2735 shows the chain of title to this land contains breaks. However, based upon its research, the Company believes that all persons who may have had an interest in the land have been accounted for and have properly dealt with the land and accordingly, title to Apana 2 of Land Commission Award Number 2735 is vested in DOLE FOOD COMPANY, INC., a Delaware corporation.

5. -AS TO LOTS B-2 AND B-3:-

(A) GRANT

TO : HAWAIIAN ELECTRIC COMPANY, LIMITED

DATED : December 8, 1958

RECORDED : Liber [3557](#) Page [384](#)

GRANTING : a perpetual right and easement for utility purposes  
as shown on the map attached thereto

(B) Restriction of rights of vehicle access into and from Kamehameha Highway Realignment, Federal Aid Project No. F-083-1(23), except where such access is permitted, pursuant to the rights (of access) acquired by the STATE OF HAWAII, by FINAL ORDER OF CONDEMNATION dated December 12, 1995, recorded as Document No. [96-080777](#).

(C) Limited Access Permitted under Highway structure only. No access permitted to Highway, as shown on Subdivision map prepared by Ryan M. Suzuki, Land Surveyor, with R.M. Towill Corporation, dated September 14, 2018, and approved by Department of Planning and Permitting, City and County of Honolulu on July 12, 2019.

SCHEDULE B CONTINUED

6. -AS TO LOT B-3:-

GRANT

TO : HAWAIIAN ELECTRIC COMPANY, INC., a Hawaii corporation

DATED : September 6, 2013

RECORDED : Document No. A-[50100487](#)

GRANTING : right and easement for utility purposes as shown on map attached thereto

7. FIRST LIEN MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES, RENTS AND PROFITS, FINANCING STATEMENT AND FIXTURE FILING

MORTGAGOR : DOLE FOOD COMPANY, INC., a Delaware corporation

MORTGAGEE : DEUTSCHE BANK AG, a German banking corporation, which does business in the State of New York as DEUTSCHE BANK AG NEW YORK BRANCH

DATED : November 22, 2013

RECORDED : Document No. A-[50870663](#)

AMOUNT : in an aggregate amount up to \$1,700,000,000.00 plus accrued but unpaid interest thereon - covers the land described herein, besides other lands

FIRST AMENDMENT TO FIRST LIEN MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES, RENTS AND PROFITS, FINANCING STATEMENT AND FIXTURE FILING dated May 20, 2015, to be effective as of May 21, 2015, filed as Land Court Document No. T-[9282102](#), recorded as Document No. A-[56300488](#)

SCHEDULE B CONTINUED

THE EFFECTS, IF ANY, OF RELEASE OF MORTGAGE

DATED : April 5, 2017  
FILED : Land Court Document No. T-[9992198](#)  
RECORDED : Document No. A-[63400707](#)  
MADE BY : DEUTSCHE BANK AG, which does business in the State  
of New York at DEUTSCHE BANK AG NEW YORK BRANCH,  
"Mortgagee"  
RE : validation of said Release required

8. SECOND LIEN MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES,  
RENTS AND PROFITS, FINANCING STATEMENT AND FIXTURE FILING

MORTGAGOR : DOLE FOOD COMPANY, INC., a Delaware corporation

MORTGAGEE : DEUTSCHE BANK AG, a German banking corporation,  
which does business in the State of New York as  
DEUTSCHE BANK AG NEW YORK BRANCH

DATED : November 22, 2013  
RECORDED : Document No. A-[50870664](#)  
AMOUNT : in an aggregate amount up to \$500,000,000.00 plus  
accrued but unpaid interest thereon - covers the  
land described herein, besides other lands

THE EFFECTS, IF ANY, OF RELEASE OF MORTGAGE

DATED : April 5, 2017  
FILED : Land Court Document No. T-[9992199](#)  
RECORDED : Document No. A-[63400708](#)  
MADE BY : DEUTSCHE BANK AG, which does business in the State  
of New York as DEUTSCHE BANK AG NEW YORK BRANCH,  
"Mortgagee"  
RE : validation of said Release required

SCHEDULE B CONTINUED

9. THIRD LIEN MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES, RENTS AND PROFITS, FINANCING STATEMENT AND FIXTURE FILING

MORTGAGOR : DOLE FOOD COMPANY, INC., a Delaware corporation

MORTGAGEE : DEUTSCHE BANK TRUST COMPANY AMERICAS, a New York banking corporation

DATED : November 22, 2013

RECORDED : Document No. A-[50870665](#)

AMOUNT : in an aggregate amount up to \$600,000,000.00 plus accrued but unpaid interest thereon - covers the land described herein, besides other lands

THE EFFECTS, IF ANY, OF RELEASE OF MORTGAGE

DATED : April 5, 2017

FILED : Land Court Document No. A-[9992200](#)

RECORDED : Document No. A-[63400709](#)

MADE BY : DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral Agent and Mortgagee

RE : validation of said Release required

10. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANTS (Wastewater Treatment and Disposal)

DATED : August 1, 2018

RECORDED : Document No. A-[67870817](#)

SCHEDULE B CONTINUED

11. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANTS (Wastewater Treatment and Disposal)

DATED : August 13, 2018

RECORDED : Document No. A-[68151133](#)

12. -AS TO POMAI'KAI PARTNERS, LLC'S 93.741% INTEREST:-

MORTGAGE, ASSIGNMENT OF RENTS, SECURITY AGREEMENT AND FIXTURE FILING

MORTGAGOR : POMAI'KAI PARTNERS LLC, a Hawaii limited liability company

MORTGAGEE : RBM OAHU INVESTMENTS, LLC, an Idaho limited liability company

DATED : December 28, 2018

RECORDED : Document No. A-[69360568](#)

AMOUNT : \$15,000,000.00

13. GRANT

TO : DOLE FOOD COMPANY, INC., a North Carolina corporation

DATED : December 28, 2018

RECORDED : Document No. A-[69360569](#)

GRANTING : the right, in the nature of a nonexclusive, transferable mechanical and pedestrian access for purposes of ingress and egress in areas designated by Grant over the roadways, trails, and paths currently located on the Land

SCHEDULE B CONTINUED

14. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANTS (Agricultural  
Subdivision)

DATED : April 30, 2019

RECORDED : Document No. A-[70660607](#)

(No joinder by POMAIKA'I PARTNERS, LLC)

15. -AS TO LOTS B-1 AND B-2:-

(A) The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANT (Water System)

DATED : March 4, 2019

RECORDED : Document No. A-[70180693](#)

(No Joinder by POMAIKA'I PARTNERS, LLC)

(B) The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANT (Water System)

DATED : April 30, 2019

RECORDED : Document No. A-[70660606](#)

(No Joinder by POMAIKA'I PARTNERS, LLC)

16. Claims arising out of customary and traditional rights and practices, including without limitation those exercised for subsistence, cultural, religious, access or gathering purposes, as provided for in the Hawaii Constitution or the Hawaii Revised Statutes.

SCHEDULE B CONTINUED

17. Discrepancies, conflicts in boundary lines, shortage in area, encroachments or any other matters which a correct survey or archaeological study would disclose.

-Note:- A current survey, with metes and bounds description, should be made of said premises.

18. Any unrecorded leases and matters arising from or affecting the same.

19. Any lien (or claim of lien) for services, labor or material arising from an improvement or work related to the land described in Schedule C herein.

**END OF SCHEDULE B**



## SCHEDULE C

All of that certain parcel of land (being portion of the land described in and covered by Royal Patent Number 4475, Land Commission Award Number 7713, Apana 34 to Victoria Kamamalu and all of land described in and covered by Apana 1 of Royal Patent Number 1490, Land Commission Award Number 4318 to Kalapaku and all of Apana 2 of Royal Patent Number 907, Land Commission Award Number 2735 to Pakanaka) situate, lying and being at Paalaa-uka, District of Waialua, City and County of Honolulu, State of Hawaii, and being:

LOTS B-1, containing an area of 82.849 acres, more or less,  
B-2, containing an area of 1,304.988 acres, more or less, and  
B-3, containing an area of 7.79 acres, more or less,

as shown on Subdivision map prepared by Ryan M. Suzuki, Land Surveyor, with R.M. Towill Corporation, dated September 14, 2018 and approved by Department of Planning and Permitting, City and County of Honolulu on July 12, 2019 (Subdivision File No. 2017/SUB-156), bearing Tax Key Designation [\(1\) 6-4-001-001](#).

Said above described parcel of land having been acquired as follows:

1. By HELEMANO COMPANY, LIMITED, a Hawaiian corporation, by DEED of WAIALUA LIQUIDATING COMPANY, LIMITED, a Hawaii corporation, formerly known as Waialua Agricultural Company, Limited, dated December 14, 1948, recorded in Liber [2188](#) at Page [379](#); and
2. By HELEMANO COMPANY, LIMITED, a Hawaiian corporation, by DEED of WAIALUA LIQUIDATING COMPANY, LIMITED, a Hawaii corporation, formerly known as Waialua Agricultural Company, Limited, dated July 5, 1949, recorded in Liber [2242](#) at Page [156](#), as to a remainder 6.4631% interest; and
3. By POMAI'KAI PARTNERS, LLC, a Hawaii limited liability company, as to an undivided 93.5369% interest by QUITCLAIM DEED of DOLE FOOD COMPANY, INC., a North Carolina corporation, dated December 28, 2018, recorded as Document No. A-[69360560](#).

END OF SCHEDULE C

## GENERAL NOTES

1. There is hereby omitted from any covenants, conditions and reservations contained herein any covenant or restriction based on race, color, religion, sex, sexual orientation, familial status, marital status, disability, handicap, national origin, ancestry, or source of income, as set forth in applicable state or federal laws, except to the extent that said covenant or restriction is permitted by applicable law. Lawful restrictions under state or federal law on the age of occupants in senior housing or housing for older persons shall not be construed as restrictions based on familial status.
2. HELEMANO COMPANY, LIMITED merged with and into CASTLE & COOKE, LIMITED, a Hawaii corporation, as set forth in instrument dated May 29, 1958, recorded in Liber [3435](#) at Page [260](#).
3. The corporate name of CASTLE & COOKE, LIMITED was changed to CASTLE & COOKE, INC. as set forth in instrument dated May 29, 1958, recorded in Liber [3435](#) at Page [275](#).
4. The corporate name of CASTLE & COOKE, INC. was changed to DOLE FOOD COMPANY, INC., a Hawaii corporation, by instrument dated July 30, 1991, recorded as Document No. [91-105938](#).
5. DOLE FOOD COMPANY, INC., a Hawaii corporation, merged with and into DOLE FOOD COMPANY, INC., a Delaware corporation, by instrument dated effective July 1, 2001, filed as Land Court Document No. [2906619](#).
6. DOLE FOOD COMPANY, INC., a Delaware corporation, was converted to DOLE FOOD COMPANY, INC., a North Carolina corporation, on August 31, 2016, as set forth by Order filed as Land Court Document No. T-[9831245](#).

## GENERAL NOTES

7. Filed with the Department of Commerce and Consumer Affairs of the State of Hawaii (Business Registration), is the name change of POMAI'KAI PARTNERS, LLC, a Hawaii limited liability company, to POMAIIKA'I PARTNERS, LLC..

## GUIDELINES FOR THE ISSUANCE OF INSURANCE

- A. Taxes shown in Schedule B are as of the date such information is available from the taxing authority. Evidence of payment of all taxes and assessments subsequent to such date must be provided prior to recordation.
- B. Evidence of authority regarding the execution of all documents pertaining to the transaction is required prior to recordation. This includes corporate resolutions, copies of partnership agreements, powers of attorney and trust instruments.
- C. If an entity (corporation, partnership, limited liability company, etc.) is not registered in Hawaii, evidence of its formation and existence under the laws where such entity is formed must be presented prior to recordation.
- D. If the transaction involves a construction loan, the following is required:
  - (1) a letter confirming that there is no construction prior to recordation; or
  - (2) if there is such construction, appropriate indemnity agreements, financial statements and other relevant information from the owner, developer, general contractor and major sub-contractors must be submitted to the Company for approval at least one week prior to the anticipated date of recordation.

Forms are available upon request from the Company.

- E. Chapter 669, Hawaii Revised Statutes, sets forth acceptable tolerances for discrepancies in structures or improvements relative to private property boundaries for various classes of real property. If your survey map shows a position discrepancy that falls within the tolerances of Chapter 669, call your title officer as affirmative coverage may be available to insured lenders.
- F. The right is reserved to make additional exceptions and/or requirements upon examination of all documents submitted in connection with this transaction.
- G. If a policy of title insurance is issued, it will exclude from coverage all matters set forth in Schedule B of this report and in the printed Exclusions from Coverage contained in an ALTA policy or in the Hawaii Standard Owner's Policy, as applicable. Different forms may have different exclusions and should be reviewed. Copies of the policy forms are available upon request from the Company or on our website at [www.tghawaii.com](http://www.tghawaii.com).
- H. Please be aware that due to the conflict between federal and state laws concerning the cultivation, distribution, manufacture or sale of marijuana, the Company is not able to close or insure any transaction involving Land that is associated with these activities.

DATE PRINTED: 8/20/2019

STATEMENT OF ASSESSED VALUES AND REAL PROPERTY TAXES DUE

TAX MAP KEY

DIVISION ZONE SECTION PLAT PARCEL HPR NO.  
(1) 6 4 001 001 0000

CLASS: VACANT AGRICULTURE & etc AREA ASSESSED: 1406.030 AC

ASSESSED VALUES FOR CURRENT YEAR TAXES: 2019

The records of this division show the assessed values and taxes on the property designated by Tax Key shown above are as follows:

BUILDING	\$	0	
EXEMPTION	\$	0	
NET VALUE	\$	0	
LAND	\$	2,536,500	AGRICULTURAL USE VALUE
EXEMPTION	\$	0	
NET VALUE	\$	2,536,500	
TOTAL NET VALUE	\$	2,536,500	

Installment (1 - due 8/20; 2 - due 2/20) Tax Info As Of - 2/20/2019

Tax Year	Installment	Tax Amount	Penalty Amount	Interest Amount	Other Amount	Total Amount	
2019	2	9,955.38				9,955.38	PENDING
2019	1	9,955.39				9,955.39	PENDING
2018	2	9,999.56				9,999.56	PAID
2018	1	9,999.56				9,999.56	PAID
2017	2	3,022.99				3,022.99	PAID
2017	1	3,023.00				3,023.00	PAID

Total Amount Due: 19,910.77

Penalty and Interest Computed to: 2/20/2019

The real property tax information provided is based on information furnished by the respective counties, is deemed reliable but not guaranteed, and no warranties are given express or implied. Billing and tax collection details may have changed. Please refer to the appropriate county real property tax offices for any further information or updates for the subject property.

DATE PRINTED: 8/20/2019

CLASS BREAKDOWN FOR TAX MAP KEY BELOW:

	DIVISION	ZONE	SECTION	PLAT	PARCEL	HPR NO.	
	(1)	6	4	001	001	0000	
CLASS: VACANT AGRICULTURE							AREA ASSESSED: 145.330 AC
BUILDING				\$		0	
EXEMPTION				\$		0	
NET VALUE				\$		0	
LAND				\$	1,947,400	AGRICULTURAL USE VALUE	
EXEMPTION				\$		0	
NET VALUE				\$	1,947,400		
TOTAL NET VALUE				\$	1,947,400		

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	DIVISION	ZONE	SECTION	PLAT	PARCEL	HPR NO.	
	(1)	6	4	001	001	0000	
CLASS: AGRICULTURAL							AREA ASSESSED: 1260.700 AC
BUILDING				\$		0	
EXEMPTION				\$		0	
NET VALUE				\$		0	
LAND				\$	589,100	AGRICULTURAL USE VALUE	
EXEMPTION				\$		0	
NET VALUE				\$	589,100		
TOTAL NET VALUE				\$	589,100		

**PRELIMINARY REPORT**  
(No Liability Hereunder)

This report (and any revisions thereto) is issued solely for the convenience of the titleholder, the titleholder's agent, counsel, purchaser or mortgagee, or the person ordering it for the purpose of facilitating the issuance of a policy of title insurance by Title Guaranty of Hawaii, LLC and no liability will arise under this report.

-----

**SCHEDULE A**

Title Guaranty of Hawaii, LLC (the "Company") hereby reports that, subject to those matters set forth in Schedule "B" hereof, the title to the estate or interest to the land described in Schedule "C" hereof is vested in:

POMAIKA'I PARTNERS, LLC,  
a Hawaii limited liability company,  
as to an undivided 93.5369% interest,  
and  
DOLE FOOD COMPANY, INC.,  
a North Carolina corporation,  
as to a remainder 6.4631% interest,  
as Fee Owner

This report is dated as of August 14, 2019 at 8:00 a.m.

Inquiries concerning this report  
should be directed to  
LESLIE BALMILERO.  
Email lbalmilero@tghawaii.com  
Fax (808) 521-0287  
Telephone (808) 533-5869.  
Refer to Order No. 201937972.

**SCHEDULE B  
EXCEPTIONS**

1. Real Property Taxes, if any, that may be due and owing.

The premises described in Schedule C is covered by Tax Key (1) 6-4-001-001.

-Note:- Attention is invited to the fact that the premises covered herein may be subject to possible rollback or retroactive property taxes.

2. Mineral and water rights of any nature.
3. Any and all existing roadways, trails, easements, rights-of-way, flumes and irrigation ditches.
4. -AS TO LOT B-2:-
  - (A) Location of the boundary of Opaepa Stream and the effect, if any, upon the area of the land described herein, and the free flowage thereof.
  - (B) Free flowage of Helemano Stream.
  - (C) Reservoir(s) referenced on tax map and any matters arising out of Chapter 179D of the Hawaii Revised Statutes.
  - (D) Plantation Roads referenced on the tax map.
  - (E) Matters arising out of, including any utility and access rights in favor of Royal Patent Number 888, Land Commission Award Number 8349, Apana 1 to Koha, containing an area of 1.620 acre, more or less, bearing Tax Key designation (1) 6-4-001-004, located within the subject land.



SCHEDULE B CONTINUED

(F) Matters arising out of, including any utility and access rights in favor of Royal Patent Number 2841, Land Commission Award Number 3868, Apana 1 to Pila, containing an area of 6.860 acres, more or less, bearing Tax Key designation (1) 6-4-001-005, located within the subject land.

(G) Matters arising out of, including any utility and access rights in favor of Lot C, being portion of Royal Patent Number 4475, Land Commission Award Number 7713, Apana 34 to V. Kamamalu, containing an area of 0.869 acre, more or less, bearing Tax Key designation (1) 6-4-001-011, located within the subject land.

(H) Matters arising out of, including any utility and access rights in favor of Lot C, being portion of Royal Patent Number 4475, Land Commission Award Number 7713, Apana 34 to V. Kamamalu, containing an area of 14.575 acres, more or less, bearing Tax Key designation (1) 6-4-001-012, located within the subject land.

(I) LEASE RIGHT-OF-WAY

TO : HAWAIIAN ELECTRIC COMPANY, LIMITED and HAWAIIAN TELEPHONE COMPANY (now known as HAWAIIAN TELCOM, INC.)

DATED : May 23, 1956

RECORDED : Liber 3124 Page 26

LEASING : a right-of-way in the nature of an easement for power line purposes as shown on the map attached thereto for a term commencing December 1, 1955 and ending November 30, 1975, and thereafter from year to year until terminated

(J) GRANT

TO : THE CITY AND COUNTY OF HONOLULU

DATED : April 22, 1957

RECORDED : Liber 3259 Page 192

GRANTING : a perpetual easement for water drainage over and across the area being more particularly described therein.

SCHEDULE B CONTINUED

(K) DESIGNATION OF EASEMENT "12" (20 feet wide)

PURPOSE : water line  
SHOWN : on subdivision map prepared by Harry S. H. Au, Land Surveyor, with Austin, Tsutsumi & Associates, Inc., dated May 7, 1980, approved by the Department of Planning and Permitting, City and County of Honolulu, on June 5, 1980

(L) DESIGNATION OF EASEMENT "13" (20 feet wide)

PURPOSE : roadway  
SHOWN : on subdivision map prepared by Harry S. H. Au, Land Surveyor, with Austin, Tsutsumi & Associates, Inc., dated May 7, 1980, approved by the Department of Planning and Permitting, City and County of Honolulu, on June 5, 1980

(M) DESIGNATION OF EASEMENT "14" (5 feet wide)

PURPOSE : drainage  
SHOWN : on subdivision map prepared by Harry S. H. Au, Land Surveyor, with Austin, Tsutsumi & Associates, Inc., dated May 7, 1980, approved by the Department of Planning and Permitting, City and County of Honolulu, on June 5, 1980

(N) GRANT

TO : OCEANIC PROPERTIES, INC., a Hawaii corporation  
  
DATED : December 30, 1980  
RECORDED : Liber 15249 Page 429  
GRANTING : a nonexclusive, appurtenant right and easement in favor of Lot B bearing tax key designation (1) 6-4-001-009, over and across the following Easements 12, 13 and 14, said easements being more particularly described therein.

SCHEDULE B CONTINUED

(O) LEASE

LESSOR : CASTLE & COOKE, INC.

LESSEE : STATE OF HAWAII, by its Board of Land and Natural Resources, for the use of the Department of Transportation

DATED : November 12, 1984

RECORDED : Liber 18439 Page 775

TERM : commencing March 1, 1984 and ending on February 28, 1985, thereafter from year to year as extended in letter dated November 12, 1984 attached thereto, leasing PARCEL 1, being more particularly described therein.

(P) DESIGNATION OF EASEMENT "A-2"

PURPOSE : underground power line

SHOWN : on subdivision map prepared by Dennis Y. Yamasato, Land Surveyor, dated May 27, 1999, approved by the Department of Planning and Permitting, City and County of Honolulu (Subdivision File No. 1999/SUB-85), on July 6, 1999

(Q) DESIGNATION OF EASEMENT "15"

PURPOSE : access

SHOWN : on subdivision map prepared by Roy T. Yama, Land Surveyor, with ParEn, Inc., dba Park Engineering, dated August 28, 1998, approved by the Department of Planning and Permitting, City and County of Honolulu (Subdivision File No. 1999/SUB-59), on April 15, 1999

(R) GRANT

TO : HAWAIIAN ELECTRIC COMPANY, INC. and GTE HAWAIIAN TELEPHONE COMPANY INCORPORATED (now known as HAWAIIAN TELCOM, INC.)

DATED : August 26, 1999

RECORDED : Document No. 99-158810

SCHEDULE B CONTINUED

GRANTING : right and easement over Easements A-2, B-1, B-2 and B-3 for utility purposes, "being an easement in favor of the Grantees between Points A and B as shown on attached Maps 1 to 10, and an easement in favor of Hawaiian Electric Company, Inc., only between Points C and D, E, and F and G and H as shown on attached Maps 1 to 10"

(S) GRANT

TO : CITY AND COUNTY OF HONOLULU, for the use of the Board of Water Supply, City and County of Honolulu

DATED : August 13, 2001

RECORDED : Document No. 2001-137922

GRANTING : Easement 15 in favor of Lot C bearing tax key designation (1) 6-4-001-011, for access purposes, being more particularly described therein.

(T) DESIGNATION OF EASEMENT "1" (50 feet wide)

PURPOSE : irrigation

SHOWN : on subdivision map prepared by Kazutaka Saiki, Land Surveyor, with Sam O. Hirota, Inc., dated December 23, 1999, approved by the Department of Planning and Permitting, City and County of Honolulu (Subdivision File No. 1999/SUB-253), on December 30, 1999

(U) DESIGNATION OF EASEMENT "2" (20 feet wide)

PURPOSE : road

SHOWN : on subdivision map prepared by Kazutaka Saiki, Land Surveyor, with Sam O. Hirota, Inc., dated December 23, 1999, approved by the Department of Planning and Permitting, City and County of Honolulu (Subdivision File No. 1999/SUB-253), on December 30, 1999

SCHEDULE B CONTINUED

- (V) AS TO APANA 2 OF ROYAL PATENT NUMBER 907, LAND COMMISSION AWARD NUMBER 2735 TO PAKANAKA:

The Company's research of the records pertaining to Land Commission Award Number 2735 shows the chain of title to this land contains breaks. However, based upon its research, the Company believes that all persons who may have had an interest in the land have been accounted for and have properly dealt with the land and accordingly, title to Apana 2 of Land Commission Award Number 2735 is vested in DOLE FOOD COMPANY, INC., a Delaware corporation.

5. -AS TO LOTS B-2 AND B-3:-

- (A) GRANT

TO : HAWAIIAN ELECTRIC COMPANY, LIMITED

DATED : December 8, 1958

RECORDED : Liber 3557 Page 384

GRANTING : a perpetual right and easement for utility purposes as shown on the map attached thereto

- (B) Restriction of rights of vehicle access into and from Kamehameha Highway Realignment, Federal Aid Project No. F-083-1(23), except where such access is permitted, pursuant to the rights (of access) acquired by the STATE OF HAWAII, by FINAL ORDER OF CONDEMNATION dated December 12, 1995, recorded as Document No. 96-080777.

- (C) Limited Access Permitted under Highway structure only. No access permitted to Highway, as shown on Subdivision map prepared by Ryan M. Suzuki, Land Surveyor, with R.M. Towill Corporation, dated September 14, 2018, and approved by Department of Planning and Permitting, City and County of Honolulu on July 12, 2019.

SCHEDULE B CONTINUED

6. -AS TO LOT B-3:-

GRANT

TO : HAWAIIAN ELECTRIC COMPANY, INC., a Hawaii corporation

DATED : September 6, 2013

RECORDED : Document No. A-50100487

GRANTING : right and easement for utility purposes as shown on map attached thereto

7. FIRST LIEN MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES, RENTS AND PROFITS, FINANCING STATEMENT AND FIXTURE FILING

MORTGAGOR : DOLE FOOD COMPANY, INC., a Delaware corporation

MORTGAGEE : DEUTSCHE BANK AG, a German banking corporation, which does business in the State of New York as DEUTSCHE BANK AG NEW YORK BRANCH

DATED : November 22, 2013

RECORDED : Document No. A-50870663

AMOUNT : in an aggregate amount up to \$1,700,000,000.00 plus accrued but unpaid interest thereon - covers the land described herein, besides other lands

FIRST AMENDMENT TO FIRST LIEN MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES, RENTS AND PROFITS, FINANCING STATEMENT AND FIXTURE FILING dated May 20, 2015, to be effective as of May 21, 2015, filed as Land Court Document No. T-9282102, recorded as Document No. A-56300488

SCHEDULE B CONTINUED

THE EFFECTS, IF ANY, OF RELEASE OF MORTGAGE

DATED : April 5, 2017  
FILED : Land Court Document No. T-9992198  
RECORDED : Document No. A-63400707  
MADE BY : DEUTSCHE BANK AG, which does business in the State  
of New York at DEUTSCHE BANK AG NEW YORK BRANCH,  
"Mortgagee"  
RE : validation of said Release required

8. SECOND LIEN MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES,  
RENTS AND PROFITS, FINANCING STATEMENT AND FIXTURE FILING

MORTGAGOR : DOLE FOOD COMPANY, INC., a Delaware corporation

MORTGAGEE : DEUTSCHE BANK AG, a German banking corporation,  
which does business in the State of New York as  
DEUTSCHE BANK AG NEW YORK BRANCH

DATED : November 22, 2013  
RECORDED : Document No. A-50870664  
AMOUNT : in an aggregate amount up to \$500,000,000.00 plus  
accrued but unpaid interest thereon - covers the  
land described herein, besides other lands

THE EFFECTS, IF ANY, OF RELEASE OF MORTGAGE

DATED : April 5, 2017  
FILED : Land Court Document No. T-9992199  
RECORDED : Document No. A-63400708  
MADE BY : DEUTSCHE BANK AG, which does business in the State  
of New York as DEUTSCHE BANK AG NEW YORK BRANCH,  
"Mortgagee"  
RE : validation of said Release required

SCHEDULE B CONTINUED

9. THIRD LIEN MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES,  
RENTS AND PROFITS, FINANCING STATEMENT AND FIXTURE FILING

MORTGAGOR : DOLE FOOD COMPANY, INC., a Delaware corporation  
MORTGAGEE : DEUTSCHE BANK TRUST COMPANY AMERICAS, a New York  
banking corporation  
DATED : November 22, 2013  
RECORDED : Document No. A-50870665  
AMOUNT : in an aggregate amount up to \$600,000,000.00 plus  
accrued but unpaid interest thereon - covers the  
land described herein, besides other lands

THE EFFECTS, IF ANY, OF RELEASE OF MORTGAGE

DATED : April 5, 2017  
FILED : Land Court Document No. A-9992200  
RECORDED : Document No. A-63400709  
MADE BY : DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral  
Agent and Mortgagee  
RE : validation of said Release required

10. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANTS (Wastewater  
Treatment and Disposal)

DATED : August 1, 2018  
RECORDED : Document No. A-67870817



SCHEDULE B CONTINUED

11. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANTS (Wastewater Treatment and Disposal)

DATED : August 13, 2018

RECORDED : Document No. A-68151133

12. -AS TO POMAI'KAI PARTNERS, LLC'S 93.741% INTEREST:-

MORTGAGE, ASSIGNMENT OF RENTS, SECURITY AGREEMENT AND FIXTURE FILING

MORTGAGOR : POMAI'KAI PARTNERS LLC, a Hawaii limited liability company

MORTGAGEE : RBM OAHU INVESTMENTS, LLC, an Idaho limited liability company

DATED : December 28, 2018

RECORDED : Document No. A-69360568

AMOUNT : \$15,000,000.00

13. GRANT

TO : DOLE FOOD COMPANY, INC., a North Carolina corporation

DATED : December 28, 2018

RECORDED : Document No. A-69360569

GRANTING : the right, in the nature of a nonexclusive, transferable mechanical and pedestrian access for purposes of ingress and egress in areas designated by Grant over the roadways, trails, and paths currently located on the Land

SCHEDULE B CONTINUED

14. The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANTS (Agricultural  
Subdivision)

DATED : April 30, 2019

RECORDED : Document No. A-70660607

(No joinder by POMAIKA'I PARTNERS, LLC)

15. -AS TO LOTS B-1 AND B-2:-

(A) The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANT (Water System)

DATED : March 4, 2019

RECORDED : Document No. A-70180693

(No Joinder by POMAIKA'I PARTNERS, LLC)

(B) The terms and provisions contained in the following:

INSTRUMENT : DECLARATION OF RESTRICTIVE COVENANT (Water System)

DATED : April 30, 2019

RECORDED : Document No. A-70660606

(No Joinder by POMAIKA'I PARTNERS, LLC)

16. Claims arising out of customary and traditional rights and practices, including without limitation those exercised for subsistence, cultural, religious, access or gathering purposes, as provided for in the Hawaii Constitution or the Hawaii Revised Statutes.

SCHEDULE B CONTINUED

17. Discrepancies, conflicts in boundary lines, shortage in area, encroachments or any other matters which a correct survey or archaeological study would disclose.

-Note:- A current survey, with metes and bounds description, should be made of said premises.

18. Any unrecorded leases and matters arising from or affecting the same.

19. Any lien (or claim of lien) for services, labor or material arising from an improvement or work related to the land described in Schedule C herein.

END OF SCHEDULE B

## SCHEDULE C

All of that certain parcel of land (being portion of the land described in and covered by Royal Patent Number 4475, Land Commission Award Number 7713, Apana 34 to Victoria Kamamalu and all of land described in and covered by Apana 1 of Royal Patent Number 1490, Land Commission Award Number 4318 to Kalapaku and all of Apana 2 of Royal Patent Number 907, Land Commission Award Number 2735 to Pakanaka) situate, lying and being at Paalaa-uka, District of Waialua, City and County of Honolulu, State of Hawaii, and being:

LOTS B-1, containing an area of 82.849 acres, more or less,  
B-2, containing an area of 1,304.988 acres, more or less, and  
B-3, containing an area of 7.79 acres, more or less,

as shown on Subdivision map prepared by Ryan M. Suzuki, Land Surveyor, with R.M. Towill Corporation, dated September 14, 2018 and approved by Department of Planning and Permitting, City and County of Honolulu on July 12, 2019 (Subdivision File No. 2017/SUB-156), bearing Tax Key Designation (1) 6-4-001-001.

Said above described parcel of land having been acquired as follows:

1. By HELEMANO COMPANY, LIMITED, a Hawaiian corporation, by DEED of WAIALUA LIQUIDATING COMPANY, LIMITED, a Hawaii corporation, formerly known as Waialua Agricultural Company, Limited, dated December 14, 1948, recorded in Liber 2188 at Page 379; and
2. By HELEMANO COMPANY, LIMITED, a Hawaiian corporation, by DEED of WAIALUA LIQUIDATING COMPANY, LIMITED, a Hawaii corporation, formerly known as Waialua Agricultural Company, Limited, dated July 5, 1949, recorded in Liber 2242 at Page 156, as to a remainder 6.4631% interest; and
3. By POMAI'KAI PARTNERS, LLC, a Hawaii limited liability company, as to an undivided 93.5369% interest by QUITCLAIM DEED of DOLE FOOD COMPANY, INC., a North Carolina corporation, dated December 28, 2018, recorded as Document No. A-69360560.

END OF SCHEDULE C

## GENERAL NOTES

1. There is hereby omitted from any covenants, conditions and reservations contained herein any covenant or restriction based on race, color, religion, sex, sexual orientation, familial status, marital status, disability, handicap, national origin, ancestry, or source of income, as set forth in applicable state or federal laws, except to the extent that said covenant or restriction is permitted by applicable law. Lawful restrictions under state or federal law on the age of occupants in senior housing or housing for older persons shall not be construed as restrictions based on familial status.
2. HELEMANO COMPANY, LIMITED merged with and into CASTLE & COOKE, LIMITED, a Hawaii corporation, as set forth in instrument dated May 29, 1958, recorded in Liber 3435 at Page 260.
3. The corporate name of CASTLE & COOKE, LIMITED was changed to CASTLE & COOKE, INC. as set forth in instrument dated May 29, 1958, recorded in Liber 3435 at Page 275.
4. The corporate name of CASTLE & COOKE, INC. was changed to DOLE FOOD COMPANY, INC., a Hawaii corporation, by instrument dated July 30, 1991, recorded as Document No. 91-105938.
5. DOLE FOOD COMPANY, INC., a Hawaii corporation, merged with and into DOLE FOOD COMPANY, INC., a Delaware corporation, by instrument dated effective July 1, 2001, filed as Land Court Document No. 2906619.
6. DOLE FOOD COMPANY, INC., a Delaware corporation, was converted to DOLE FOOD COMPANY, INC., a North Carolina corporation, on August 31, 2016, as set forth by Order filed as Land Court Document No. T-9831245.

## GENERAL NOTES

7. Filed with the Department of Commerce and Consumer Affairs of the State of Hawaii (Business Registration), is the name change of POMAI'KAI PARTNERS, LLC, a Hawaii limited liability company, to POMAIKA'I PARTNERS, LLC..

## GUIDELINES FOR THE ISSUANCE OF INSURANCE

- A. Taxes shown in Schedule B are as of the date such information is available from the taxing authority. Evidence of payment of all taxes and assessments subsequent to such date must be provided prior to recordation.
- B. Evidence of authority regarding the execution of all documents pertaining to the transaction is required prior to recordation. This includes corporate resolutions, copies of partnership agreements, powers of attorney and trust instruments.
- C. If an entity (corporation, partnership, limited liability company, etc.) is not registered in Hawaii, evidence of its formation and existence under the laws where such entity is formed must be presented prior to recordation.
- D. If the transaction involves a construction loan, the following is required:
  - (1) a letter confirming that there is no construction prior to recordation; or
  - (2) if there is such construction, appropriate indemnity agreements, financial statements and other relevant information from the owner, developer, general contractor and major sub-contractors must be submitted to the Company for approval at least one week prior to the anticipated date of recordation.

Forms are available upon request from the Company.

- E. Chapter 669, Hawaii Revised Statutes, sets forth acceptable tolerances for discrepancies in structures or improvements relative to private property boundaries for various classes of real property. If your survey map shows a position discrepancy that falls within the tolerances of Chapter 669, call your title officer as affirmative coverage may be available to insured lenders.
- F. The right is reserved to make additional exceptions and/or requirements upon examination of all documents submitted in connection with this transaction.
- G. If a policy of title insurance is issued, it will exclude from coverage all matters set forth in Schedule B of this report and in the printed Exclusions from Coverage contained in an ALTA policy or in the Hawaii Standard Owner's Policy, as applicable. Different forms may have different exclusions and should be reviewed. Copies of the policy forms are available upon request from the Company or on our website at [www.tghawaii.com](http://www.tghawaii.com).
- H. Please be aware that due to the conflict between federal and state laws concerning the cultivation, distribution, manufacture or sale of marijuana, the Company is not able to close or insure any transaction involving Land that is associated with these activities.

DATE PRINTED: 8/20/2019

STATEMENT OF ASSESSED VALUES AND REAL PROPERTY TAXES DUE

TAX MAP KEY

DIVISION ZONE SECTION PLAT PARCEL HPR NO.  
(1) 6 4 001 001 0000

CLASS: VACANT AGRICULTURE & etc AREA ASSESSED: 1406.030 AC

ASSESSED VALUES FOR CURRENT YEAR TAXES: 2019

The records of this division show the assessed values and taxes on the property designated by Tax Key shown above are as follows:

BUILDING	\$	0	
EXEMPTION	\$	0	
NET VALUE	\$	0	
LAND	\$	2,536,500	AGRICULTURAL USE VALUE
EXEMPTION	\$	0	
NET VALUE	\$	2,536,500	
TOTAL NET VALUE	\$	2,536,500	

Installment (1 - due 8/20; 2 - due 2/20) Tax Info As Of - 2/20/2019

Tax Year	Installment	Tax Amount	Penalty Amount	Interest Amount	Other Amount	Total Amount	
2019	2	9,955.38				9,955.38	PENDING
2019	1	9,955.39				9,955.39	PENDING
2018	2	9,999.56				9,999.56	PAID
2018	1	9,999.56				9,999.56	PAID
2017	2	3,022.99				3,022.99	PAID
2017	1	3,023.00				3,023.00	PAID

Total Amount Due: 19,910.77

Penalty and Interest Computed to: 2/20/2019

The real property tax information provided is based on information furnished by the respective counties, is deemed reliable but not guaranteed, and no warranties are given express or implied. Billing and tax collection details may have changed. Please refer to the appropriate county real property tax offices for any further information or updates for the subject property.



DATE PRINTED: 8/20/2019

CLASS BREAKDOWN FOR TAX MAP KEY BELOW:

TAX MAP KEY					
DIVISION	ZONE	SECTION	PLAT	PARCEL	HPR NO.
(1)	6	4	001	001	0000
CLASS: VACANT AGRICULTURE				AREA ASSESSED:	145.330 AC
BUILDING			\$	0	
EXEMPTION			\$	0	
NET VALUE			\$	0	
LAND			\$	1,947,400	AGRICULTURAL USE VALUE
EXEMPTION			\$	0	
NET VALUE			\$	1,947,400	
TOTAL NET VALUE			\$	1,947,400	

---

TAX MAP KEY					
DIVISION	ZONE	SECTION	PLAT	PARCEL	HPR NO.
(1)	6	4	001	001	0000
CLASS: AGRICULTURAL				AREA ASSESSED:	1260.700 AC
BUILDING			\$	0	
EXEMPTION			\$	0	
NET VALUE			\$	0	
LAND			\$	589,100	AGRICULTURAL USE VALUE
EXEMPTION			\$	0	
NET VALUE			\$	589,100	
TOTAL NET VALUE			\$	589,100	

**EXHIBIT D**

**AGRICULTURAL LAND ASSESSMENT**

**FOR**

**POMAIKA'I PARTNERS, LLC**  
**PROPOSED IMPORTANT AGRICULTURAL LAND**

**ISLAND OF O'AHU**

August 2019

Prepared for:  
Pomaika'i Partners, LLC

Prepared by:  
G70  
111 S. King Street, Suite 170  
Honolulu, Hawai'i 96813

# **Agricultural Land Assessment**

**Pōmaika'i Partners, LLC  
Proposed Important Agricultural Land**

**TMK (1) 6-4-001: 001 (por.), 005, 012**

**Pa'ala'a Uka, Haleiwa, Island of O'ahu, HI  
Moku of Waialua (District)**

Prepared for:

**Pōmaika'i Partners, LLC**

Prepared by:



**August 2019**

**Agricultural Land Assessment for Pōmaika‘i Partners, LLC**  
**Proposed Important Agricultural Land**

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**Agricultural Land Assessment for Pōmaikaʻi Partners, LLC  
Proposed Important Agricultural Land**

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# **Agricultural Land Assessment for Pōmaika'i Partners, LLC**

## **Proposed Important Agricultural Land**

### **1. Introduction/Purpose**

This Agricultural Lands Assessment (Assessment) has been prepared in support of the Petition for Declaratory Order to Designate Important Agricultural Lands (IAL) for land on O'ahu owned by Pōmaika'i Partners, LLC (hereafter referenced as Pōmaika'i). This Assessment provides an overview of the subject lands and their agricultural characteristics that Pōmaika'i proposes to designate as IAL.

#### **Pōmaika'i Land and Proposed IAL Designation**

Pōmaika'i owns approximately 1,372.31 acres of land on O'ahu. Specifically, Pōmaika'i's land is located in the North Shore region of O'ahu, approximately one-half mile south of Haleiwa town and 10 miles north of Wahiawa. The land is within the ahupua'a of Pa'ala'a. All 1,372.31 acres are located within the State Agricultural District (Agricultural District).

Throughout this Assessment:

- "Pōmaika'i Partners, LLC" or "Pōmaika'i" refers to the entity that owns the Land
- "Pōmaika'i's Land(s)" or "Land(s)" refers to the total 1,372.31 acres of land that Pōmaika'i owns
- "Property" refers to the 723.14-acre portion of Land that Pōmaika'i proposes to designate as IAL
- "Remainder Land" refers to the portion of Land that Pōmaika'i is not proposing to designate as IAL

Pōmaika'i proposes to designate a majority (approximately 53 percent or 723.14 acres) of its Land as IAL.<sup>1</sup> The Land proposed to be designated as IAL is within the Agricultural District. The Remainder Land (approximately 47 percent or 649.17 acres) is not proposed to be designated as IAL.

The Land that Pōmaika'i is proposing as IAL, the Property, is consistent with the objective and policies for IAL set forth in HRS Sections 205-42 and -43; and the majority of the standards and criteria for the identification of IAL set forth in HRS Section 205-44 (see Section 12 and Figure 12 of this report for more information).

Figure 1 shows the Tax Map Key (TMK) parcels that constitute the Land and indicates the area of each parcel proposed to be designated IAL with shading.

---

<sup>1</sup> Consistent with Section 205-49, Hawai'i Revised Statutes, the calculation of the percentage of land that Pōmaika'i is proposing to designate IAL, compared to the percentage it is not proposing to designate IAL, is based on Pōmaika'i's total Land in the Agricultural District. Pōmaika'i has no land in the Urban District or Rural District.

# Agricultural Land Assessment for Pōmaika'i Partners, LLC Proposed Important Agricultural Land

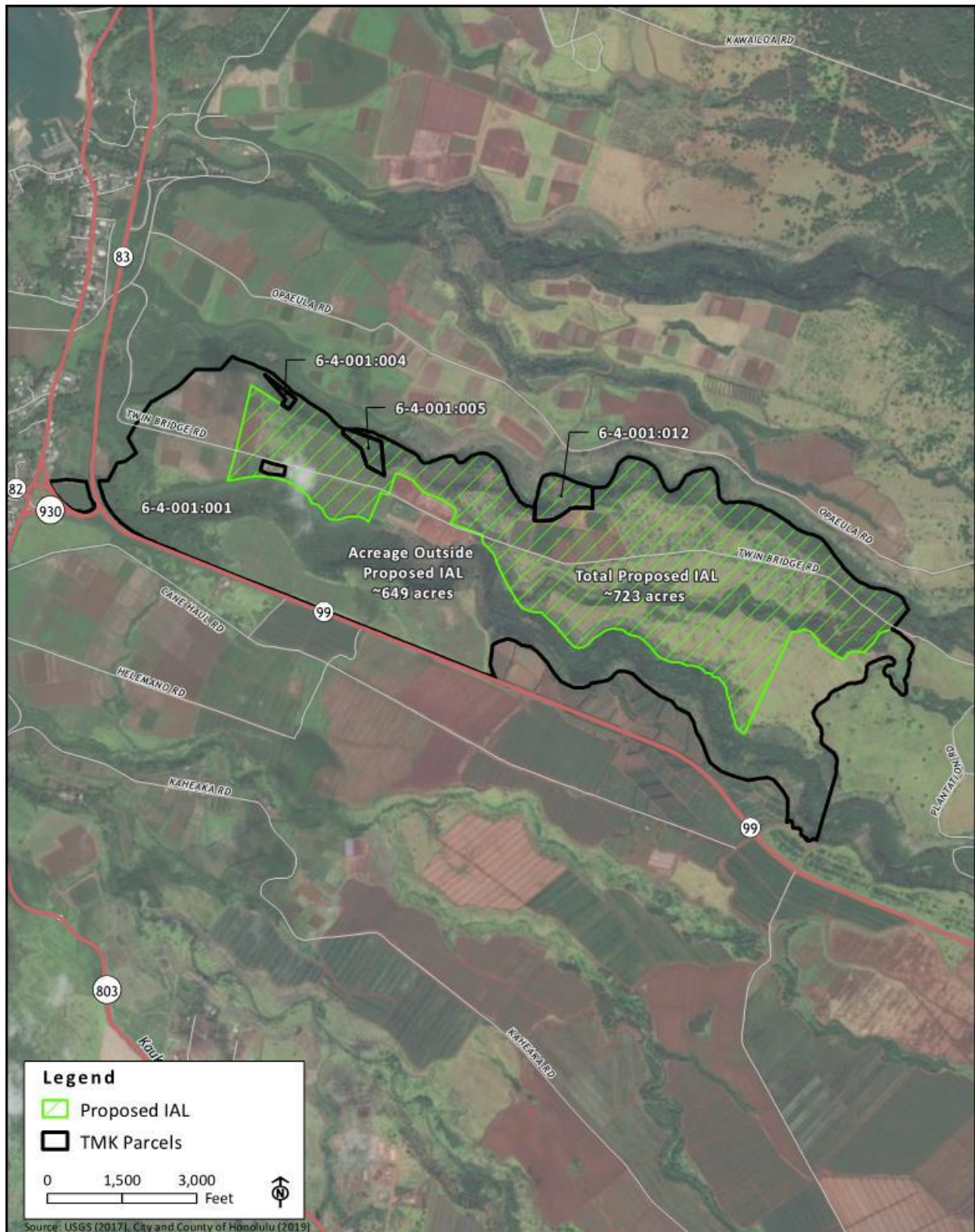


Figure 1

TMK Parcels

## Agricultural Land Assessment for Pōmaika'i Partners, LLC

### Proposed Important Agricultural Land

Table 1 shows the TMK number of each parcel comprising the Land, the area of each parcel in the Agricultural District, the area of each parcel proposed to be designated IAL and the area of each parcel that is not proposed to be designated as IAL.

**Table 1: TMKs and Proposed IAL Areas**

<b>Tax Map Key Parcel No.</b>	<b>Total Area Acres (Land)</b>	<b>Agricultural District Acres</b>	<b>Proposed IAL Acres (Property)</b>	<b>Non-IAL Acres (Remainder Land)</b>
(1) 6-2-006:001	1.71	1.71	0.0	1.71
(1) 6-2-006:002	5.08	5.08	0.0	5.08
(1) 6-2-006:004	1.22	1.22	0.0	1.22
(1) 6-2-007:002	6.52	6.52	0.0	6.52
(1) 6-2-007:004	1.96	1.96	0.0	1.96
(1) 6-4-001:001	1,323.30	1,323.30	701.70	621.60
LC Aw 2735.2 (within 6-4-001:001)	6.38	6.38	0.0	6.38
LC Aw 4318.1 (within 6-4-001:001)	3.08	3.08	0.00	3.08
(1) 6-4-001:004	1.62	1.62	0.00	1.62
(1) 6-4-001:005	6.86	6.86	6.86	0.0
(1) 6-4-001:012	14.58	14.58	14.58	0.0
<b>Total</b>	<b>1,372.31</b>	<b>1,372.31</b>	<b>723.14</b>	<b>649.17</b>
<b>Percentage of Total</b>	<b>100%</b>	<b>100%</b>	<b>52.70%</b>	<b>47.30%</b>

### Standards and Criteria to Identify IAL

Hawai'i Revised Statutes (HRS) Section 205-44(c) sets forth the standards and criteria for identifying IAL. HRS Section 205-44(a) explains that lands identified as IAL need not meet every standard and criteria, but rather, lands meeting any of the criteria shall be given initial consideration, provided that the designation of IAL shall be made by weighing the standards and criteria with each other to meet: 1) the constitutionally mandated purposes in Article XI, Section 3, of the Hawai'i Constitution; and 2) the objective and policies for IAL set forth in HRS §205-42 and HRS §205-43.

The standards and criteria to identify IAL set forth in HRS §205-44(c) are:

1. *Land currently used for agricultural production;*
2. *Land with soil qualities and growing conditions that support agricultural production of food, fiber, or fuel-and energy-producing crops;*



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- 3. Land identified under agricultural productivity rating systems, such as the agricultural lands of importance to the State of Hawaii (ALISH) system adopted by the board of agriculture on January 28, 1977;*
- 4. Land types associated with traditional native Hawaiian agricultural uses, such as taro cultivation, or unique agricultural crops and uses, such as coffee, vineyards, aquaculture, and energy production;*
- 5. Land with sufficient quantities of water to support viable agricultural production;*
- 6. Land whose designation as important agricultural lands is consistent with general, development and community plans of the county;*
- 7. Land that contributes to maintaining a critical land mass important to agricultural operation productivity; and*
- 8. Land with or near support infrastructure conducive to agricultural productivity, such as transportation to markets, water or power.*

The information in this assessment is provided to demonstrate that the Property is consistent with the standards and criteria to identify IAL as set forth in HRS §205-44(c).

## **2. Agricultural Use History**

Pōmaika'i's Land has a long history of agricultural use. For over 150 years, agricultural operations have been conducted on the Property. The Land was previously part of the sugarcane plantation known as the Waialua Sugar Company, which represented a significant period of the North Shore's rich agricultural history. A summary of this history is recounted below.

In 1865, Levi and Warren Chamberlain started a sugarcane plantation on the Land. Robert Halstead bought the Chamberlain plantation in 1874 under the partnership of Halstead & Gordon. In 1898, one of Hawai'i's Big Five trading and sugar industry management companies, Castle & Cooke, formed the Waialua Agricultural Company and purchased the plantation from the Halstead Brothers. The Waialua Sugar Company operated the sugar plantation on thousands of acres extending across the North Shore from Mokuleia to Waimea Valley, with the processing center located at the Waialua Sugar Mill. The Waialua Sugar Company, a subsidiary of the Dole Food Company, closed in October 1996 due to the unprofitability of its large-scale crop agriculture operation model and was the last sugarcane plantation on the island of O'ahu.

While sugarcane has not been cultivated on the Property for over two decades, Twin Bridge Farms used the Pōmaika'i Land in its diversified agriculture following the demise of the Waialua Sugar Company. Twin Bridge Farms also commenced parent seed corn cultivation operations on the Property. A portion of the Property is currently leased to Pioneer/DuPont for parent seed corn cultivation. Another portion of the Property is being cultivated as a coffee plantation.

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### **3. Current and Future Agricultural Operations**

The Pōmaika'i Land comprises lands that are currently in agricultural use. Current agricultural operations by Pōmaika'i continue the heritage of agriculture with a mission to preserve the rural setting and promote land stewardship. Figure 2 shows the existing agricultural uses of the Land.

The Property consists of a combination of existing agricultural land uses, fallow lands, and steep lands. As shown in Table 2, roughly 57 percent of the Property is fallow. These fallow lands have good potential for the introduction of new agricultural uses. Approximately 19 percent of the Property is used for the cultivation of seed crops and sunflowers. Approximately 24 percent of the Property is characterized as steep areas/watershed.

**Table 2: Existing Agricultural Use Areas**

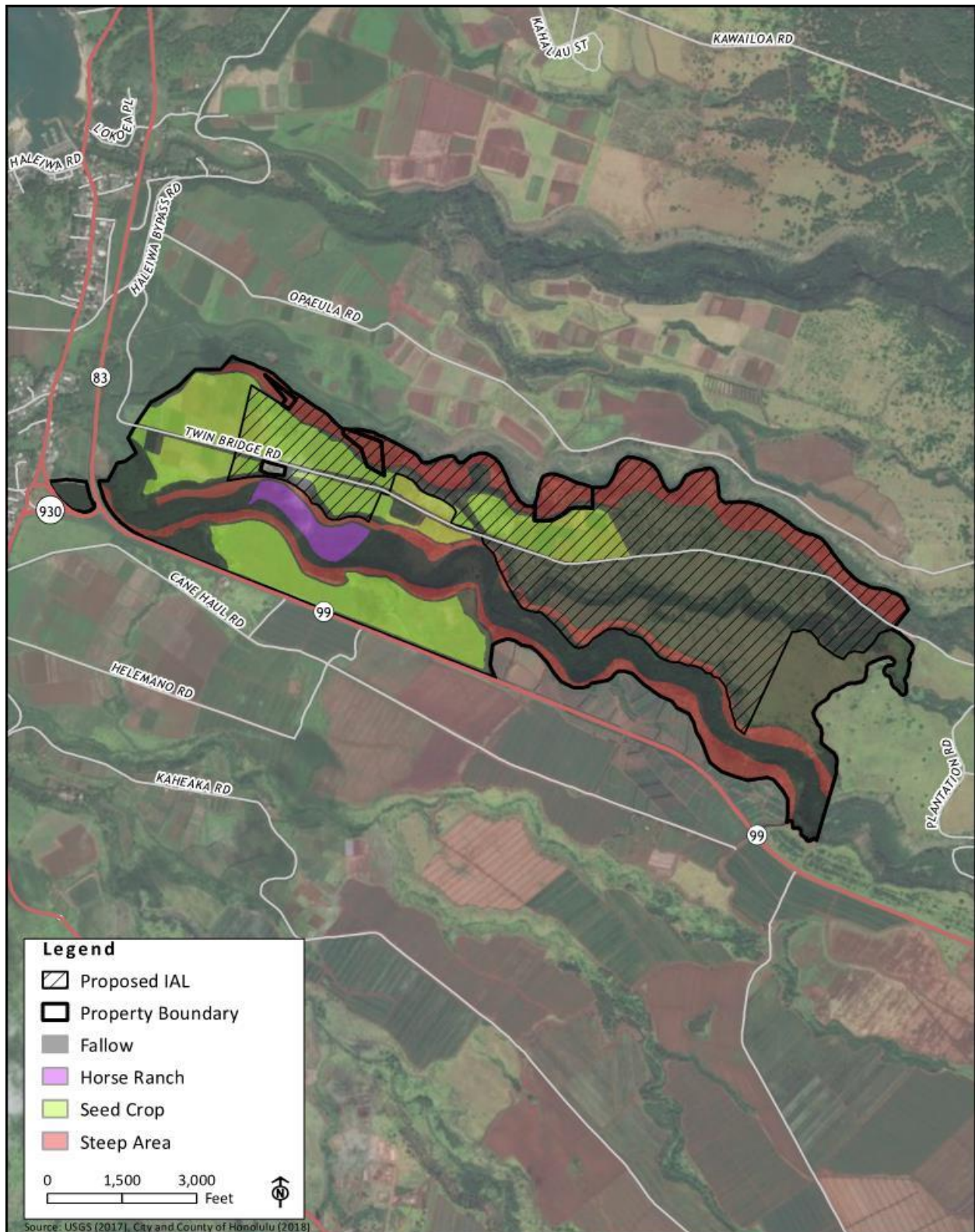
<b>Current Agricultural Uses</b>	<b>Acres</b>	<b>Percent of Total</b>
Fallow	410.14	57%
Seed Crops and Sunflowers	140	19%
Steep Area/Watershed	173	24%
<b>Total Acres</b>	<b>723.14</b>	<b>100%</b>

Excluding the Property, the Remainder Land is approximately 649 acres (representing about 47 percent of Pōmaika'i's Land within the Agricultural District). The Remainder Land contains areas planned for complementary agricultural uses and other uses consistent with HRS Chapter 205. Pōmaika'i is not seeking to include the Remainder Land in its Petition for IAL designation.

A vibrant agricultural future is planned for the Property. This includes the currently fallow areas, which are intended for a native Hawaiian plant nursery as well as an industrial hemp farm under State of Hawai'i Department of Agriculture Pilot Program License (10 acres). Agricultural research and development on this portion will be coordinated with the State of Hawai'i Department of Agriculture and the University of Hawaii CTAHR. There are several promising agricultural uses recommended by CTAHR for future agricultural lot buyers and tenant farmers, including Cacao (chocolate), Ulu (breadfruit), Uala (sweet potatoes), Kalo (dryland and taro loi) and plants such as lavender (oils).

In support of the future agricultural enterprises, Pōmaika'i will install a new agricultural water system including a new distribution system, water storage tank, and rehabilitated reservoir. A centralized agricultural processing facility is being considered to provide support for processing, packing and packaging, chilling, temporary storage, and distribution.

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**Figure 2**

**Agricultural Areas**

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Figure 3 shows the Property's topography; areas with relatively gentle grades are used for agricultural production. Areas with relatively steeper grades are within the gulches dividing the agricultural plateau areas. These agricultural areas remain important parts of the overall Property for a couple reasons. First, these portions of the Property promote land stewardship and soil conservation as well as a cohesion and continuity of agricultural uses. Second, these portions of the Property help maintain a critical land mass important to overall agricultural operation productivity. Figure 3 also shows streams through or adjacent to the Property and in the area.

As shown in Table 3, the majority of the Property slopes at 20 percent or less. Approximately one-third of the Property slopes more than 20 percent.

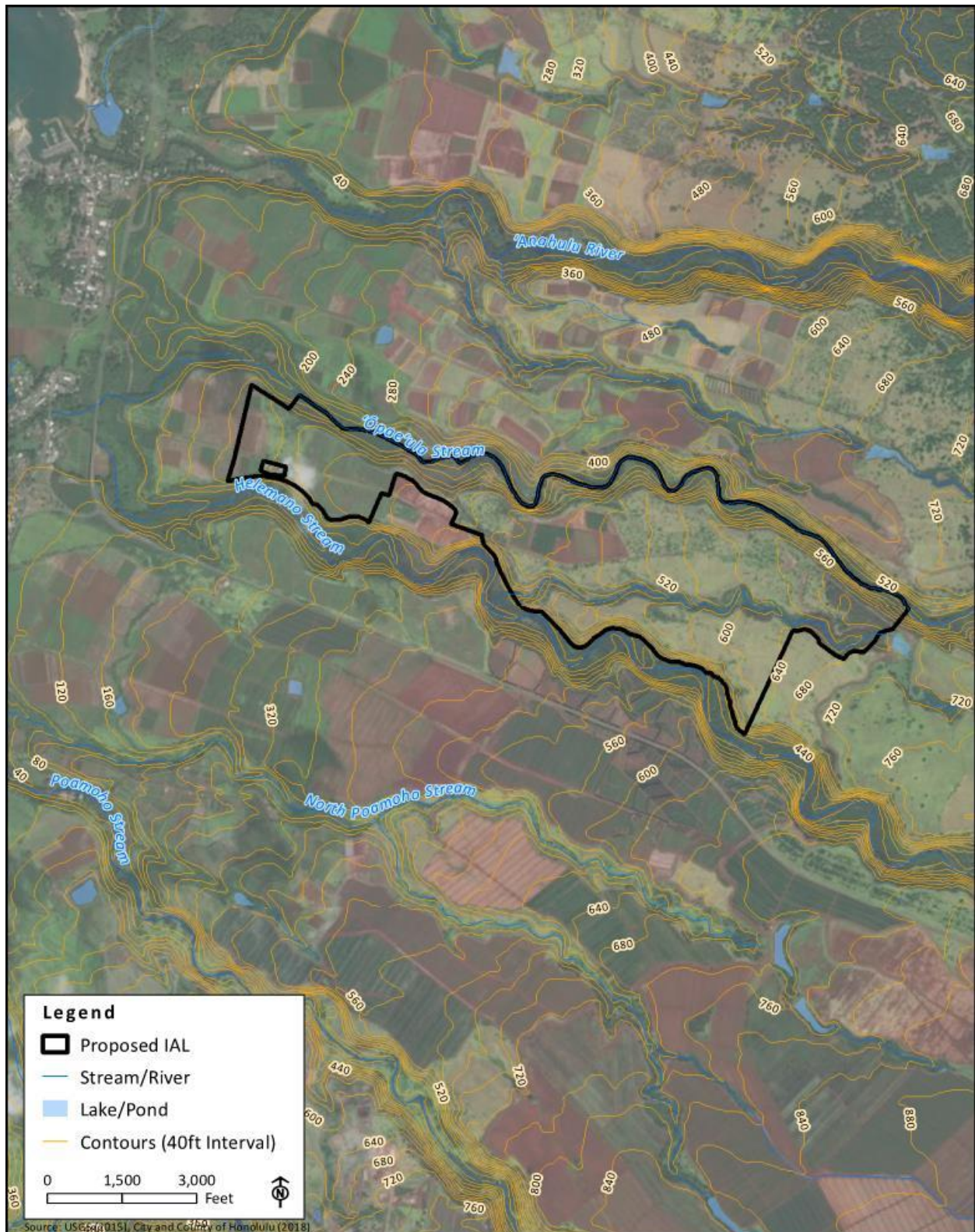
Figure 4 presents a slope analysis of the Land.

**Table 3: Slope Analysis**

Slope	Total IAL	
	Acres	Percent of IAL
Less than 10%	280	39%
10%-20%	188	26%
20%-25%	35	5%
Greater than 25%	220	30%
<b>Total</b>	<b>723</b>	<b>100%</b>



**Agricultural Land Assessment for Pōmaika'i Partners, LLC**  
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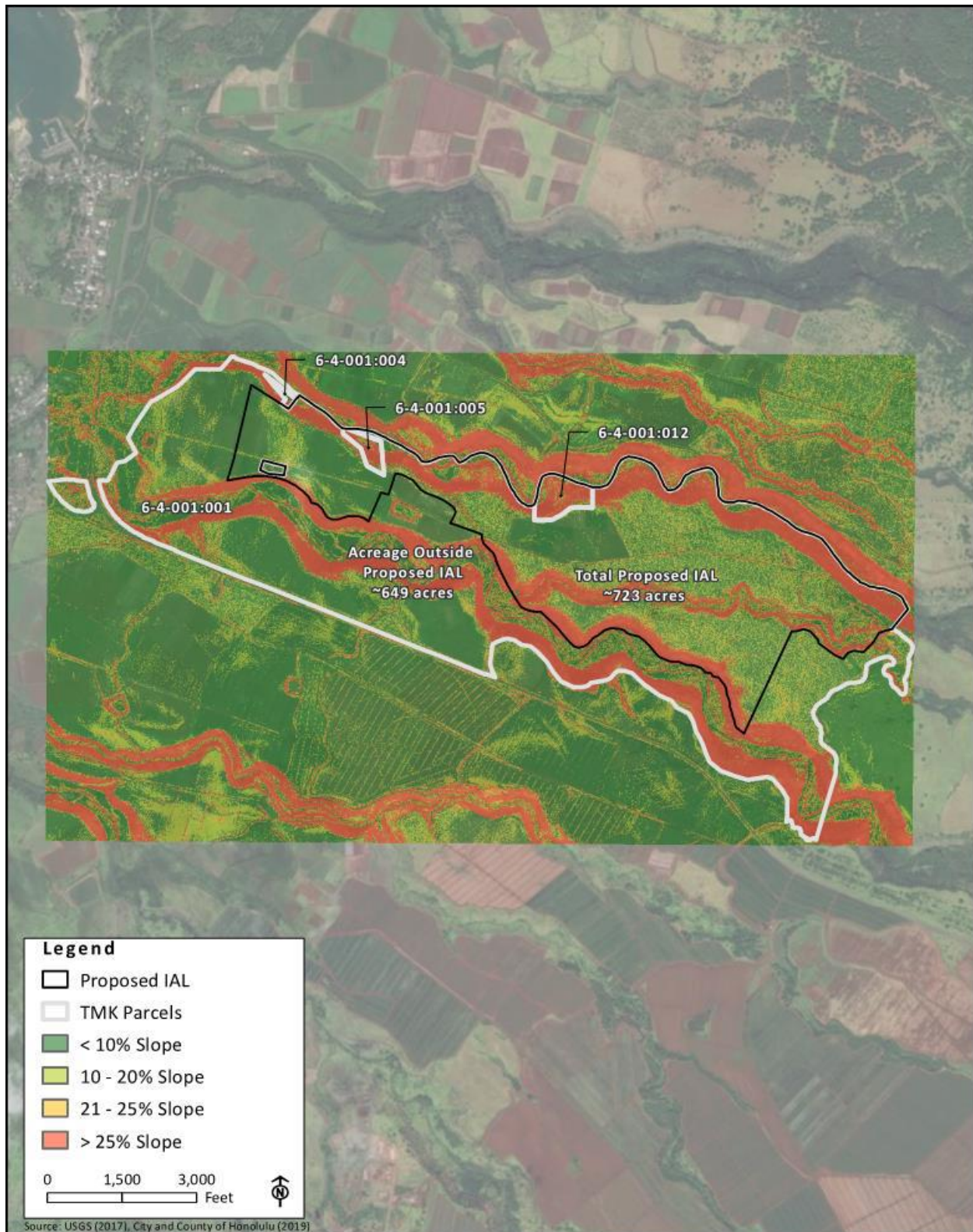


**Figure 3**

**Topography and Streams**



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**Figure 4**

**Slope Analysis Map**

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#### **4. Agricultural Soils Productivity Ratings**

The Detailed Land Classification System and Agricultural Land Productivity Ratings by the Land Study Bureau (LSB) (1972) are based on a five-class productivity rating system using the letters A, B, C, D, and E. The rating is based upon several environmental and physical qualities of the land such as soil condition, climate, surface relief, and drainage.

As shown in Figure 5 and summarized in Table 4, the LSB soils ratings indicate that approximately 47 percent of the Property is rated A, eleven (11) percent is rated B, one (1) percent is rated C, and 41 percent is rated E (Land Study Bureau, 1972).

**Table 4: LSB Productivity Rating**

Productivity Rating	Total IAL	
	Acres	% of IAL
A	339	47%
B	82	11%
C	9	1%
D	0	0%
E	293	41%
<b>Total</b>	<b>723</b>	<b>100%</b>

According to the LSB, over 62 percent of the agricultural land on Oʻahu is rated E, so this percentage of the Property being rated as E is favorable relative to the overall LSB E rating for Oʻahu agricultural land. In addition, the LSB states: “Farmers or ranchers are generally better informed than others regarding the agricultural quality of the lands they operate for the uses to which the lands are presently being put.” (Land Study Bureau, 1972). As detailed in Section 2, above, the Property historically has been used for agriculture and is presently productive for a parent seed corn cultivation and horse ranch.

#### **5. Agricultural Lands of Importance to the State of Hawaiʻi (ALISH)**

The ALISH classification system was developed in 1977 by the State Department of Agriculture (Hawaiʻi State Department of Agriculture, 1977). The system was primarily, but not exclusively, based on the soil characteristics of lands and existing cultivation, which was, at the time, comprised primarily of large crop production of sugarcane and pineapple. There are three classes of land under the ALISH system: Prime, Unique, and Other.

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Prime ALISH is land best suited for the production of food, feed, forage, and fiber crops. The land has the soil quality, growing season, and moisture supply that are needed to produce high yields of crops economically when the land, including water resources, is treated and managed according to modern farming methods.

Unique ALISH is land other than Prime ALISH that is used for the production of specific high- value food crops. The land has the special combination of soil quality, growing season, temperature, humidity, sunlight, air drainage, elevation, aspect, moisture supply, or other conditions, such as nearness to market, that favor the production of a specific crop of high quality and/or high yield when the land is treated and managed according to modern farming methods. In Hawaiʻi, some examples of such crops are coffee, taro, rice, watercress, and non-irrigated pineapple (Hawaiʻi State Department of Agriculture, 1977).

Other ALISH is land other than Prime or Unique that is of state-wide or local importance for the production of food, feed, fiber, and forage crops. The land is important to agriculture in Hawaiʻi and yet it exhibits properties, such as seasonal wetness, erodibility, limited rooting zone, slope, flooding or drought, that exclude the land from Prime or Unique agricultural land use classifications. Two examples are: 1) lands which do not have an adequate moisture supply to be qualified as Prime; and 2) lands which have similar characteristics and properties as Unique, except that the land is not currently in use for the production of a “unique” crop. These Other lands can be farmed sufficiently by applying greater amounts of fertilizer and other soil amendments, drainage improvement, erosion control practices, and flood protection. Other ALISH land can produce fair to good crop yields when managed properly.

As shown on Figure 6 and summarized in Table 5, approximately 61 percent of the Property is classified under the ALISH system: All 61 percent is classified as Prime and none of the land is classified as Other.

**Table 5: ALISH Rating**

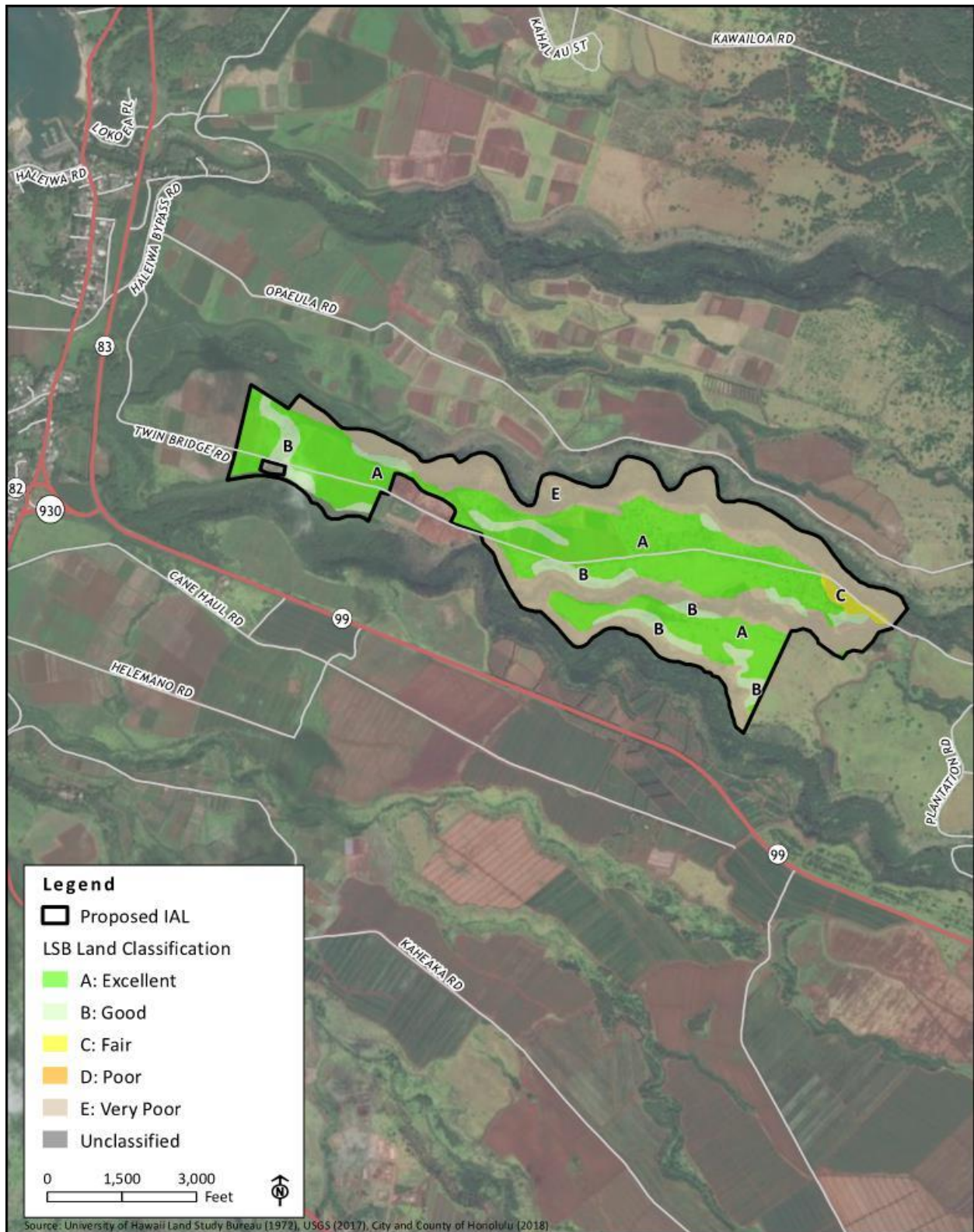
<b>ALISH Classifications</b>	<b>Total IAL</b>	
	<b>Acres</b>	<b>% of IAL</b>
Prime Lands	443	61%
Other Lands	0	0%
Unclassified	280	39%
<b>Total</b>	<b>723</b>	<b>100%</b>

The balance of the Property is not classified under the ALISH system but is integral to overall agricultural uses of the Property operations and Pōmaikaʻi's land stewardship, and also provides for a unified and defined IAL area.



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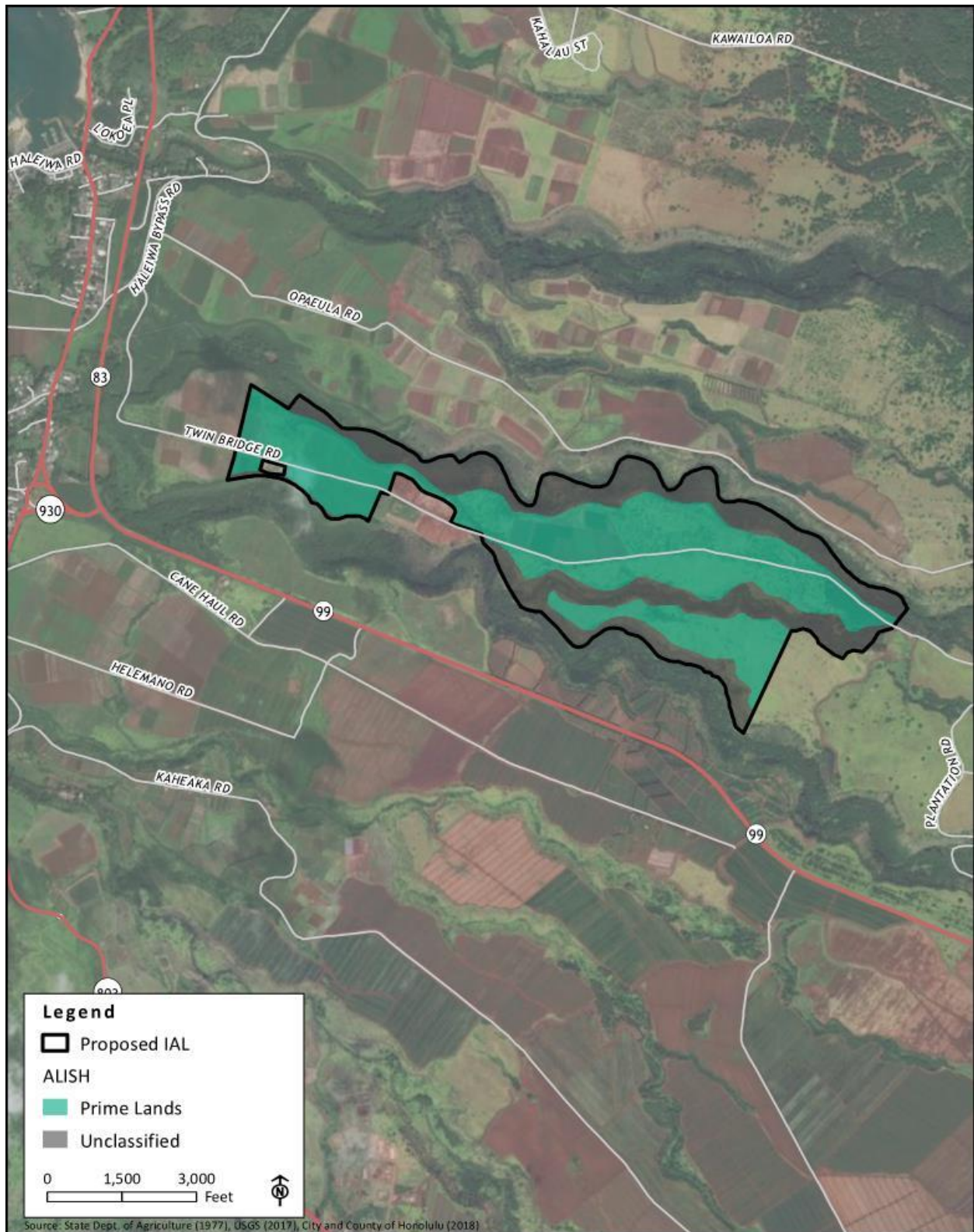


**Figure 5**

**LSB Soil Ratings Areas**



**Agricultural Land Assessment for Pōmaika'i Partners, LLC  
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**Figure 6**

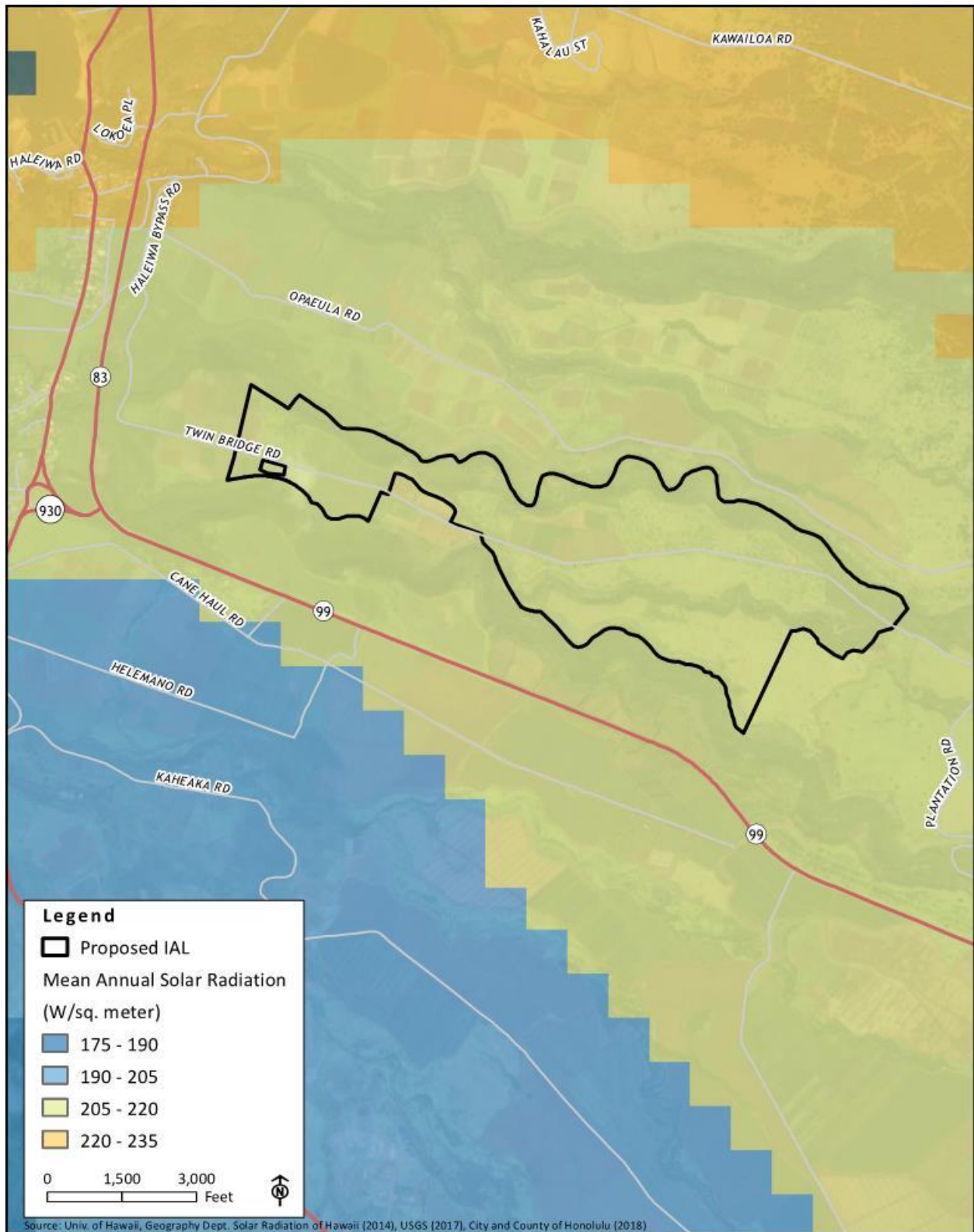
**ALISH Soil Ratings Areas**

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## **6. Solar Radiation**

The Property receives sufficient solar radiation to support agricultural production. Mean annual solar radiation on the Property ranges from 205 to 220 watts per square meter per hour, based on information from the *Evapotranspiration of Hawai'i Final Report* prepared in February 2014 by Department of Geography, University of Hawai'i at Mānoa for U.S. Army Corps of Engineers Honolulu District and State of Hawai'i Commission on Water Resource Management (Giambelluca, et al., 2014). Figure 7 shows the solar radiation levels received on the Property in graphic form.

# Agricultural Land Assessment for Pōmaika'i Partners, LLC Proposed Important Agricultural Land



**Figure 7**

**Solar Radiation**

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## **7. Water Resources and Agricultural Infrastructure**

Average rainfall varies significantly across Pōmaikaʻi's Lands, with greater rainfall occurring on the mauka end. The makai portion of the Land receives a mean annual rainfall of less than 30 inches, while the mauka portion ranges from 35 to 45 inches annually (Figure 8).

In addition to rainfall, the Board of Water Supply (BWS) has two (2) properties located within TMKs: 6-4-001: 009 & 011, which include a reservoir "Haleiwa 225" well and Granular Activated Carbon (GAC) plant. The elevation of the reservoir is 225 feet with a service zone elevation of 125 feet. There is an existing 16-inch water main that runs along Twin Bridge Road that services the lower properties in Waialua and Haleiwa Town.

The source for irrigation water is the existing Wahiawa Irrigation System (WIS), which runs through the Property and includes an irrigation reservoir located along Twin Bridge Road. The existing WIS is available to supply irrigation water to farmers using ditch water. Farm tenants determine their irrigation demand and requirements and construct a system that suits their needs.

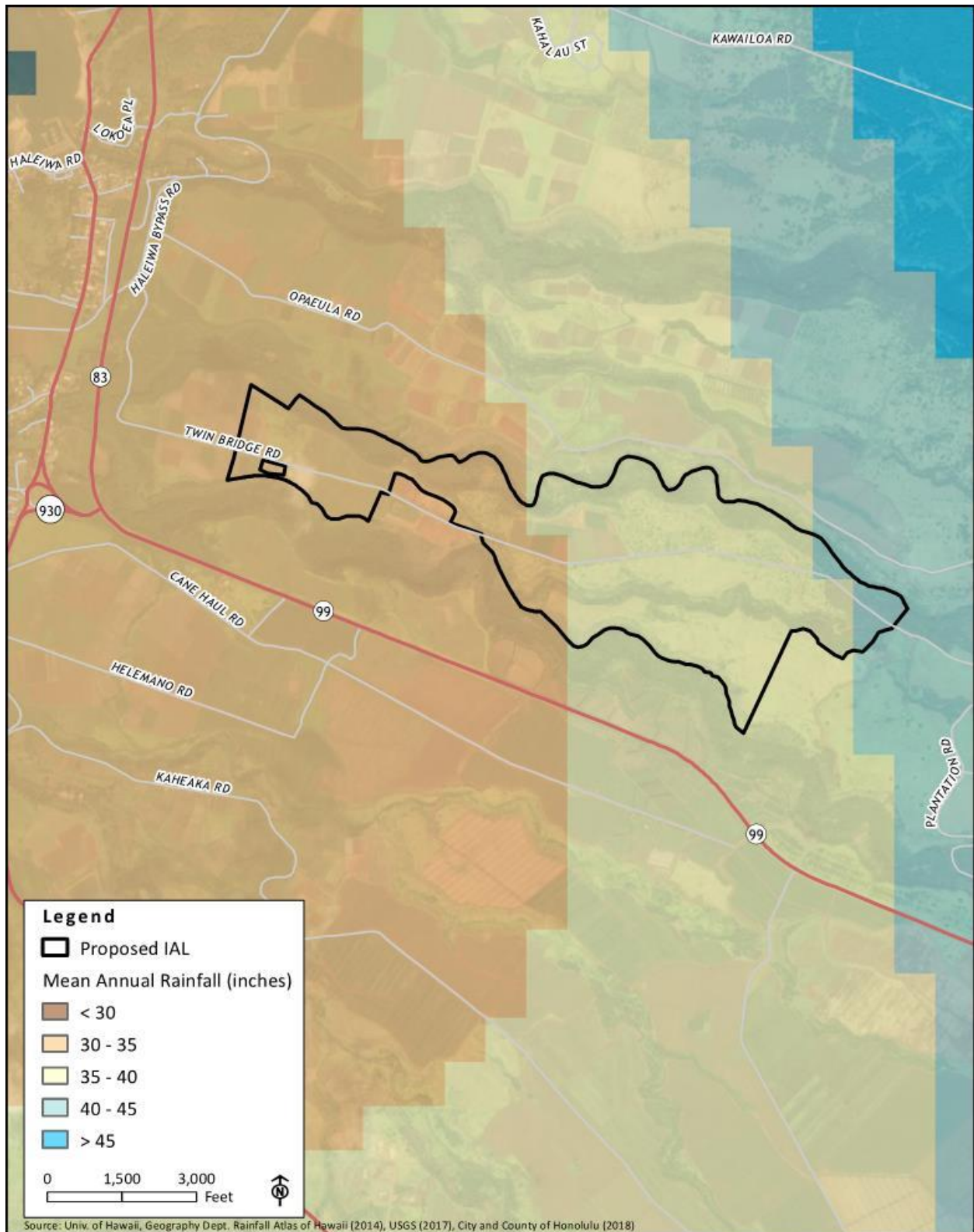
The existing agricultural irrigation water supply system is sourced from Lake Wilson in Wahiawa via the "Wahiawa Ditch", controlled by Dole Food Company. The irrigation water is classified as R-2 water which is suitable for non-contact drip irrigation of the existing crops, however, not suitable for spray application contact or use on leafy vegetable crops. Existing crops such as seed corn and sunflower are irrigated by the ditch water routed through an agricultural water system on the Property, currently irrigating about 500 acres. Variable water flows are released to the ditch, as needed, and flows are unmonitored.

Existing crops for seed corn are being irrigated using water derived from the agricultural ditch system. Although the area was formerly part of the sugar plantation, a large portion of these lands have remained fallow since the 1996 plantation closure.

In addition to its annual rainfall and water-related infrastructure, the Property includes other agricultural-related infrastructure to support viable agricultural production. The Property contains agricultural roads and Kamehameha Highway is capable of supporting farming equipment and direct road transportation to and from markets.



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**Figure 8**

**Rainfall**

## Agricultural Land Assessment for Pōmaika'i Partners, LLC

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An Assessment of the Wahiawa Irrigation System (AWIS) was done on September 2007 to observe and analyze the irrigation fixtures, condition of the facilities, and a probable cost for repairs. Of the water system components within the subject properties, several of the agricultural water system components are identified for future repair (Table 6).

**Table 6: AWIS Components**

ID No.	Component	Size	Likely Potential Repair Needed
54	Helemano Siphon	New liner 20" x 1,600'	Repair bleed valve – HIGH PRIORITY REPAIR
54	Helemano Siphon	New liner 20" x 1,600'	Reline steel siphon (new 20" HDPE lining installed in 2005, but may need to be replaced with larger lining to increase flow)
62	Helemano 11 Reservoir – Pipe across Reservoir- Weir to Reservoir	Weir 45" wide – res: 11,340,000 gallons	Repair leaking weir – Inspect reservoir if put in use and repair if needed
73	Lateral Ditch-Flow Split Helemano 9 Reservoir	6,160,000 gallons	Inspect reservoir if put in use and repair if needed
75	Opaepala Siphon	54" x 1,500'	Reline steel siphon (siphon in fair condition, recommend monitoring now but will have the eventually relined)
61, 68, 70, 74	Filter Stations		Replace filters

The existing agricultural water system requires improvements to service the fallow areas on the Property. In support of the future agricultural enterprise to maximize the use of Non-Cultivated areas, Pōmaika'i will install a new agricultural water system including a new well, pump, reservoir tank, treatment system, and distribution system. This water system will provide for domestic water supply, fire protection and agricultural irrigation requiring potable water quality.

For the proposed new water system, Pōmaika'i is planning to obtain a permit from the Commission on Water Resources Management (CWRM) to drill a new potable water well and construct a reservoir at the upper elevation of the Property, at approximately 700 ft. above sea level. The Property has been granted a water allocation of 3.5 MGD from CWRM.



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## **8. State Land Use District Boundaries**

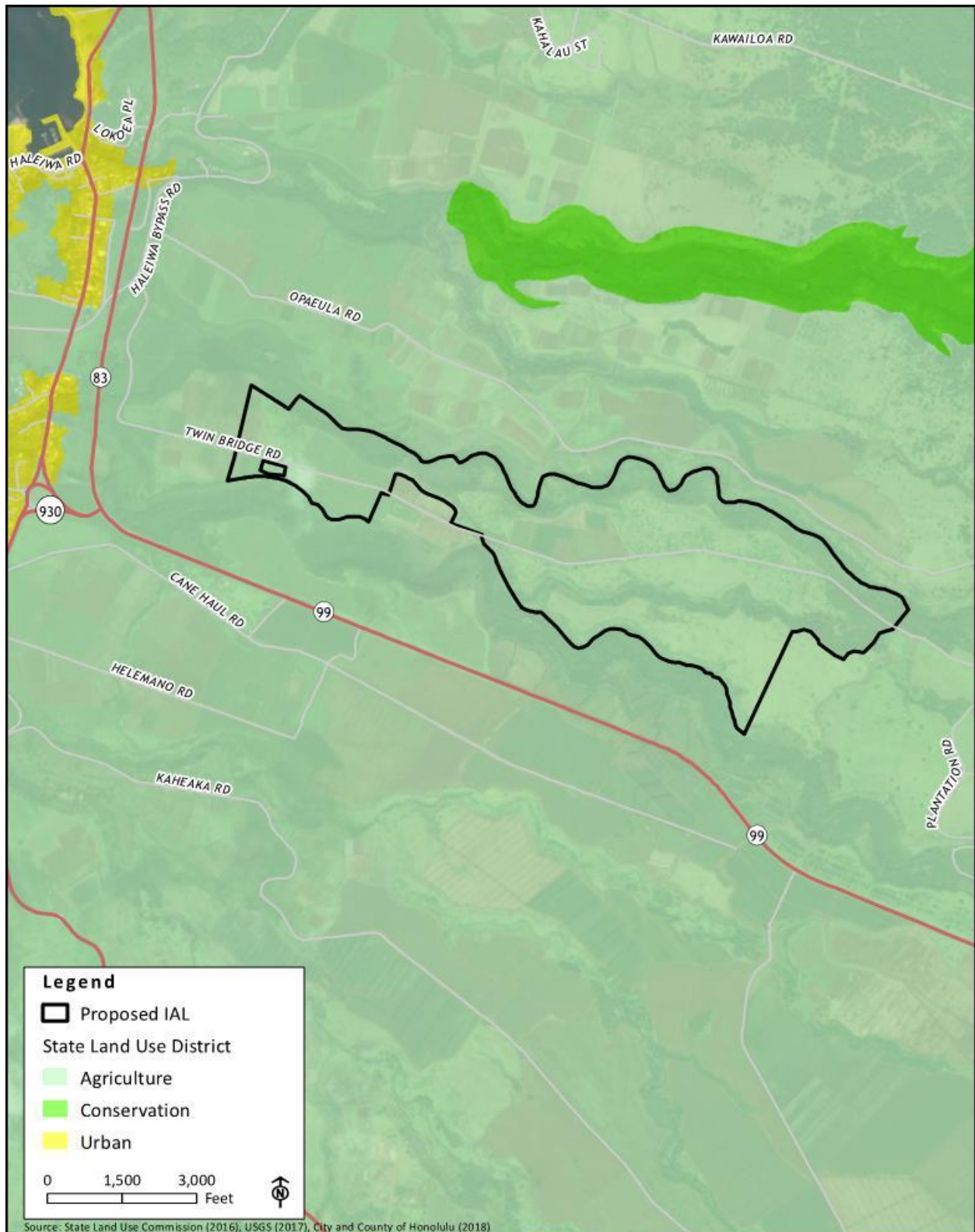
HRS Chapter 205 establishes the State Land Use Commission and authorizes the body to designate all lands in the State into one of four districts: Urban, Rural, Agricultural, and Conservation.

The proposed IAL is located entirely within the State Agricultural District (Figure 9). HRS Section 205-2(d) specifies that lands within the State Agricultural District shall include (among other things):

1. *activities or uses as characterized by the cultivation of crops;*
2. *farming activities or uses related to animal husbandry.*

The current uses on the Property fit comfortably within these descriptions. Other uses being considered for future agriculture operations on the Property include agricultural tourism conducted on a working farm or a farming operation and open area recreational facilities.

# Agricultural Land Assessment for Pōmaika'i Partners, LLC Proposed Important Agricultural Land



**Figure 9**

**State Land Use Districts**

**Agricultural Land Assessment for Pōmaika'i Partners, LLC**  
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## **9. General Plan for the City and County of Honolulu**

The General Plan for the City and County of Honolulu (2002) (General Plan) is a comprehensive statement of objectives and policies which sets forth the long-range aspirations of O'ahu's residents and the strategies of actions to achieve them. The General Plan includes 11 subject areas that provide the framework for the City's expression of public policy concerning the needs of the people and the functions of government.

In its "Economic Activity" section, the General Plan sets forth the City's objective and several policies to maintain the viability of agriculture on O'ahu. The designation of Property as IAL is consistent with this objective and these policies because the designation of the Property as IAL will: 1) contribute to the continuation of agriculture as an important source of income and employment; 2) help to ensure sufficient agricultural land in North Shore to encourage the continuation of agriculture in these areas; and 3) encourage more intensive use of productive agricultural land.

The City is in the process of updating the General Plan. In 2017, the City presented the updated draft General Plan (Proposed Revised General Plan) with future transmittal to the Planning Commission and public hearing. The Proposed Revised General Plan includes an objective and policies to ensure the long-term viability and continued productivity of agriculture on O'ahu.

The designation of the Property as IAL is consistent with this objective and these policies because the designation will: 1) help to ensure the continuation of agriculture as an important component of O'ahu's economy; 2) encourage active use of high quality agricultural land for agricultural purposes; 3) permanently preserve agricultural land with high productivity potential for agricultural production; 4) contribute toward lessening the urbanization of high-value agricultural land located outside the City's growth boundaries; and 5) encourage investment to improve and expand agricultural infrastructure, such as irrigation systems, agricultural processing centers, and distribution networks.

## **10. City and County of Honolulu: North Shore Sustainable Communities Plan**

The City and County of Honolulu's Sustainable Communities Plans are policy documents that are intended to guide the City's land use approvals, infrastructure improvements, and private sector investment decisions for the enhancement and improvement of life on O'ahu. The Island of O'ahu is organized into eight regions, each associated with a Sustainable Communities or Development Plan.

Pōmaika'i's Land is situated entirely within the North Shore Sustainable Communities Plan (North Shore SCP) region (Figure 10). The 2010 North Shore SCP was adopted by the City Council via Ordinance 11-3 in May 2011. According to the 2010 North Shore SCP, the role of the North Shore in O'ahu's development pattern is to maintain the rural

## **Agricultural Land Assessment for Pōmaika'i Partners, LLC Proposed Important Agricultural Land**

character, agricultural lands, open space, natural environment, recreation resources and scenic beauty of O'ahu's northern coast.

The North Shore's Vision Statement focuses on retaining unique qualities, such as scenic open spaces, coastal resources, the historic and "country town" character of Hale'iwa and Waialua, and the community's cultural and plantation heritage, that have defined the region's attractiveness to residents and visitors alike. It recognizes that a stable and diverse agriculture industry, which includes crop production, agricultural processing, and other support facilities, will play a key role in the region's economy and in protecting the region's agricultural lands and open space setting.

One of the key elements of the North Shore SCP is to protect agricultural, open space, and natural resources. Preservation of agricultural areas is essential to promoting agriculture and maintaining the scenic open space features and rural character of the region. A healthy agricultural industry continues to generate economic opportunities that are appropriate to the region's open space and rural qualities.

The North Shore SCP includes objectives and policies to preserve the rural character of the regions by retaining agricultural lands identified as "prime," "unique," "arable," or "high-value for future agricultural use." Approximately 60 percent, or 45,000 acres, of the total acres of land within the North Shore SCP region are located within the State Agricultural District. Of the 45,000 acres, around 20,000 acres are considered high-quality agricultural lands suitable for commercial cultivation of crops, with the balance providing agricultural land for smaller-scale, less-intensive forms of agriculture.

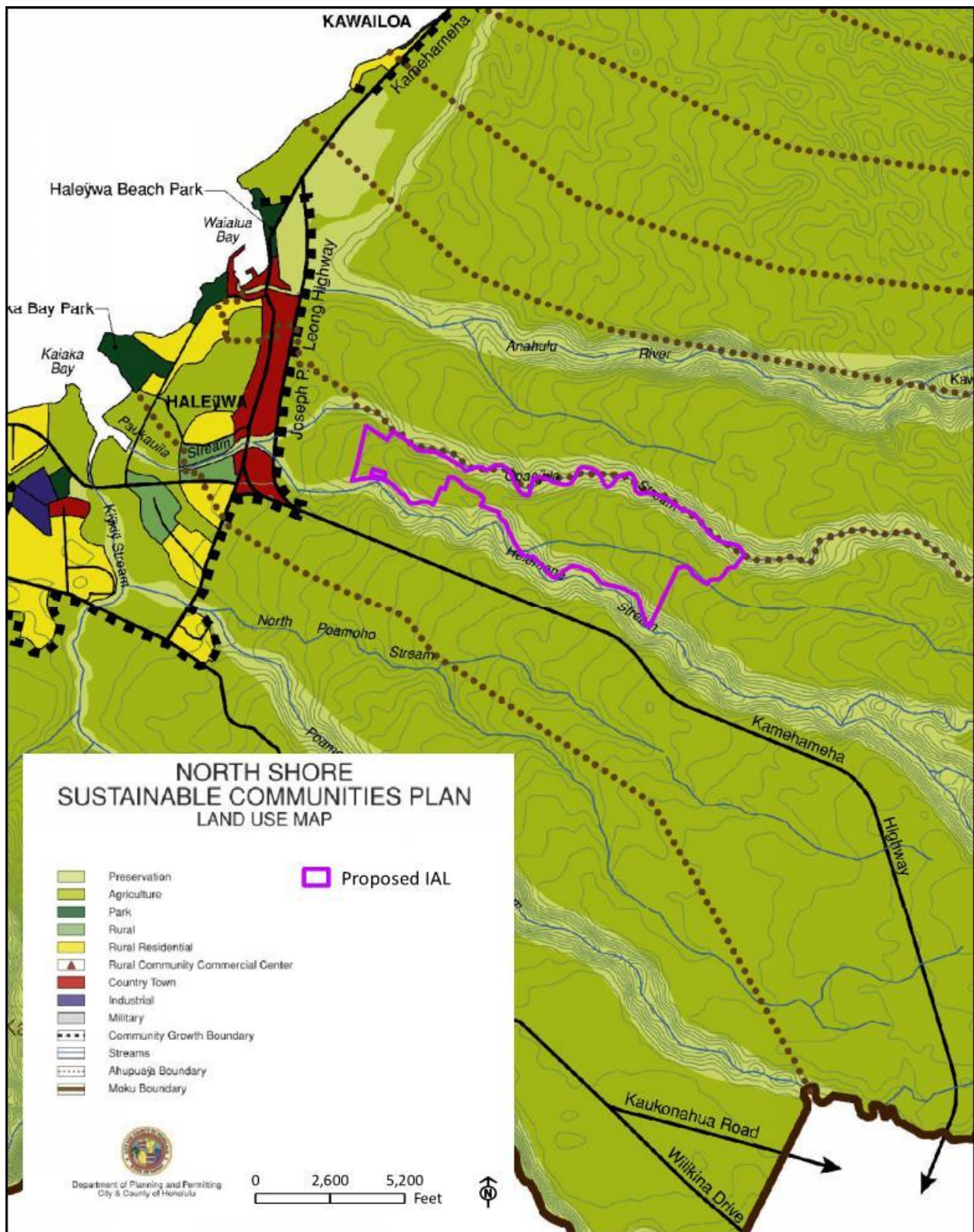
The designation of the Property as IAL is consistent with the vision, objectives, and policies outlined in the North Shore SCP because the designation will: 1) encourage active use of high-quality agricultural land for agricultural purposes; 2) preserve open space and agricultural land in the region; and 3) help to ensure the continuation of agriculture as an important component of the region's economy.

### **11. City and County of Honolulu Zoning**

The City and County of Honolulu zoning of the Property is AG-1, Restricted Agricultural District (AG-1) (Figure 11). According to the Revised Ordinances of Honolulu (ROH) §21-3.50(b), the intent of the AG-1 District is to "conserve and protect agricultural activities on smaller parcels of land." Current uses on the Property are consistent with this intent.

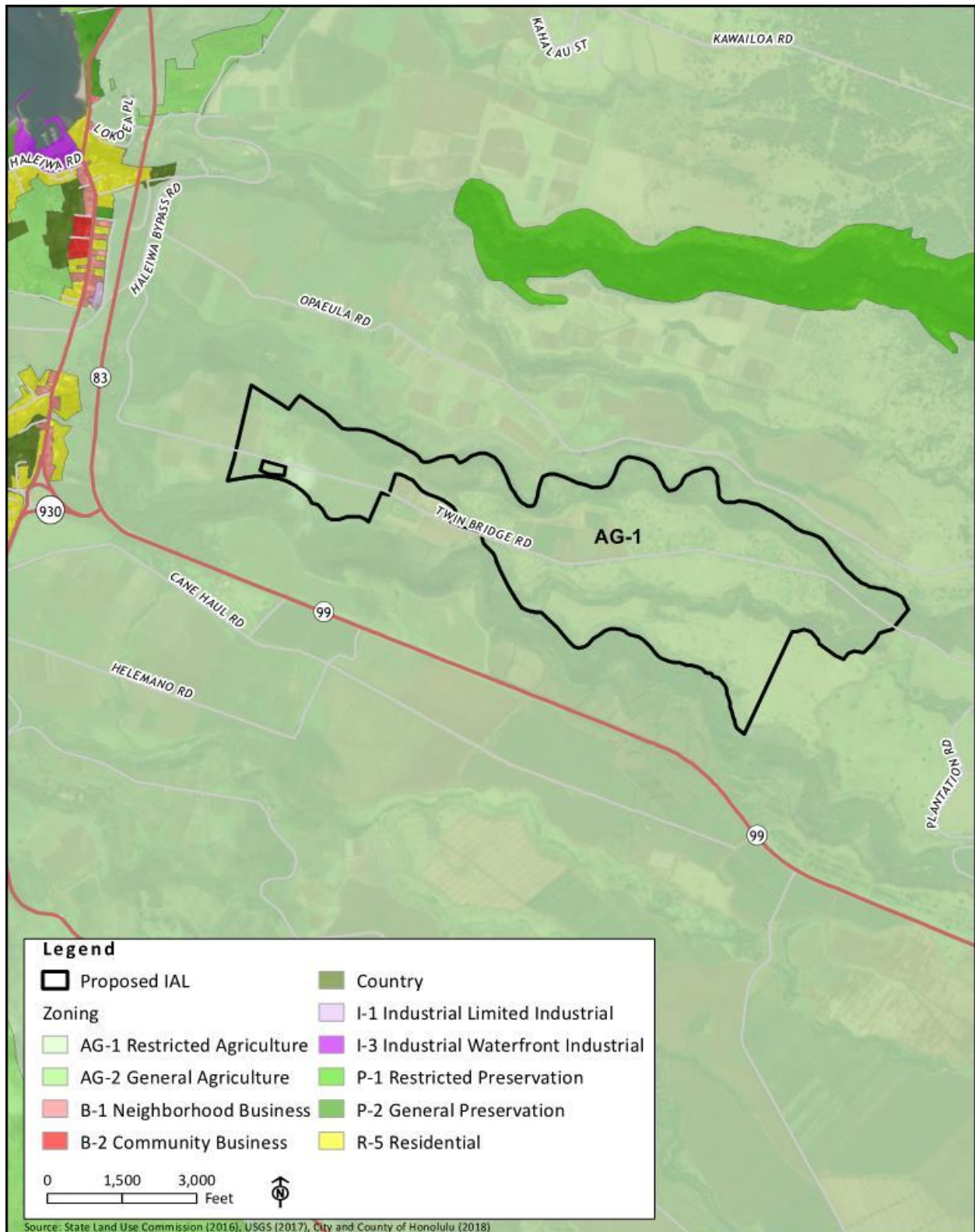


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**Figure 10 North Shore Sustainable Communities Plan (2011) - Land Use Map**

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**Figure 11**

**City and County of Honolulu Zoning Districts Map**

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**Proposed Important Agricultural Land**

## **12. City and County of Honolulu Important Agricultural Lands Study**

In July 2012, DPP initiated the City's Important Agricultural Land Study (Study) to identify the City's candidate lands for IAL designation. The Study consists of two phases. Phase I tasks included: 1) defining the IAL site selection criteria; 2) identifying available data sets to assist in mapping the defined criteria; and 3) developing methodology for weighing or ranking the criteria. DPP completed Phase I in April 2014. Formal public review, a comment period, and notification to affected land owners were not a part of the Phase I tasks. Although the City's proposed IAL were not defined in the Phase I study, DPP prepared a series of criteria maps and came up with two composite maps of the City's top three and four priority criteria using geographic information system (GIS) data (City and County of Honolulu Department of Planning and Permitting, 2014).

DPP began Phase II of the Study after the completion of Phase I in 2014, with public meetings held starting in November 2017. In Phase II, DPP is devising incentives for landowners to designate their lands as IAL and has produced draft maps of proposed IAL lands on O'ahu based on the City's top three criteria: 1) land currently used for agricultural production; 2) land with soil qualities and growing conditions suitable for agricultural production; and 3) land with sufficient quantities of water to support viable agricultural production. Land possessing at least one of these three priority criteria was included in the City's initially proposed IAL designation map. Figure 12 shows the Property in relation to the City's initially proposed IAL designation. Figure 13 shows the Property in relation to the City's currently proposed IAL designation in which the Property was removed at Pōmaika'i's request so that it could pursue voluntary designation. Consistent with the intent of HRS Chapter 205, Part III, Important Agricultural Lands, and the "majority incentive" in HRS Section 205-49(a)(3), Pōmaika'i proposes designating a majority (53 percent or 723 acres) of its Land as IAL.<sup>2</sup>

The Land that Pōmaika'i is proposing to designate as IAL, the Property, is consistent with: 1) the objective and policies for IAL set forth in HRS Sections 205-42 and -43; and 2) the majority of the standards and criteria for the identification of IAL set forth in HRS Section 205-44. Since the publication of the City's draft maps of proposed IAL lands, DPP has presented the draft maps at public meetings, received comments from the public and affected landowners, and notified affected property owners. DPP subsequently refined the proposed IAL maps and presented their final recommendations to the City and County of Honolulu Council (Council) in early 2019. The Council reviewed the proposed IAL recommendations and maps, and adopted

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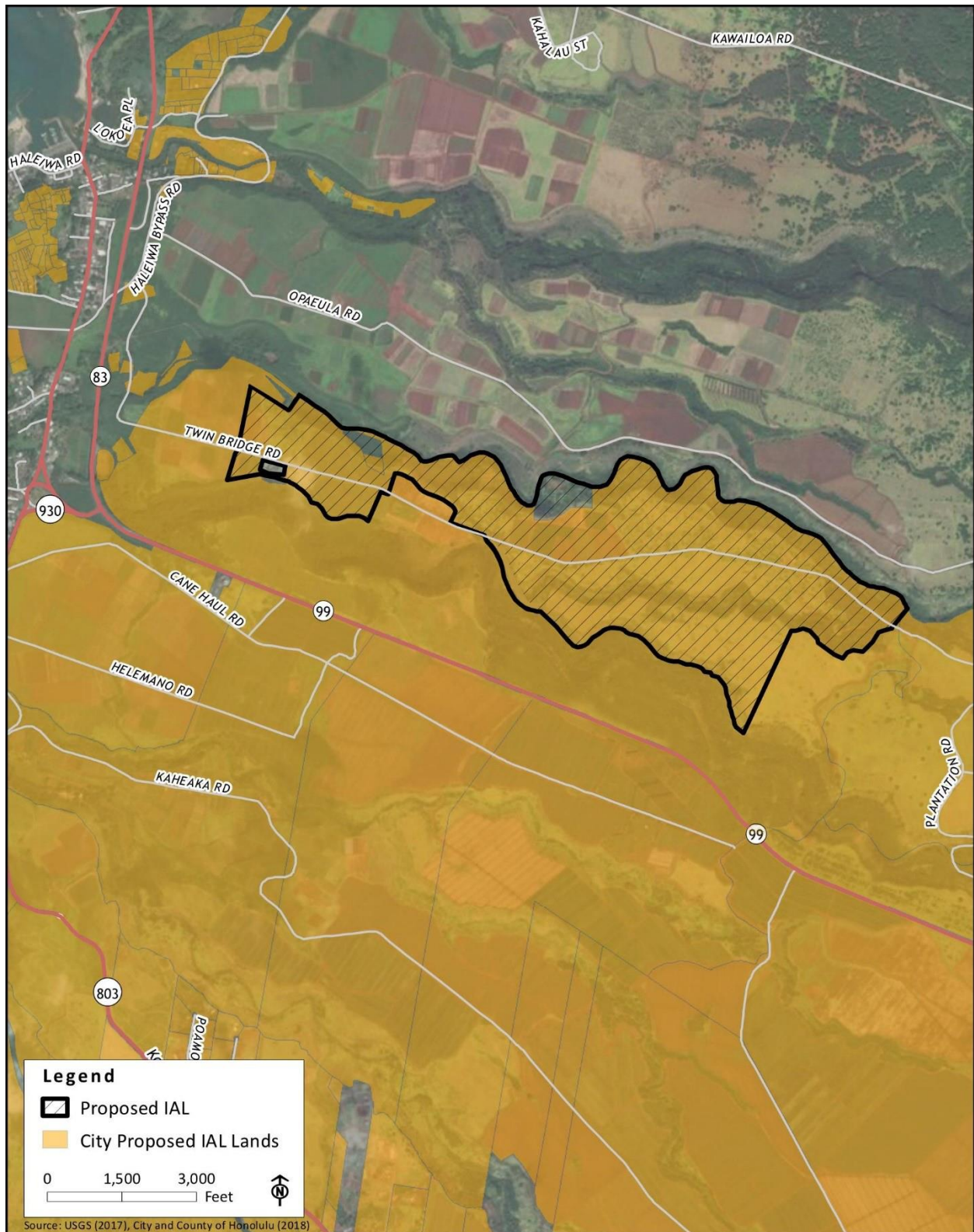
<sup>2</sup> HRS Section 205-49 provides that a majority of a landowner's landholdings excludes lands held in the State Conservation District; therefore, the calculation of the percentage of land that Pōmaika'i is proposing to designate as IAL, compared to the percentage it is not proposing to designate IAL, is based on Pōmaika'i's total Land in the Agricultural District. Pōmaika'i has no land in the Rural and Urban Districts.



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Resolution 18-233, CD, FD1 on June 5, 2019. The City will present their final recommendations and maps to the State Land Use Commission for review and adoption.

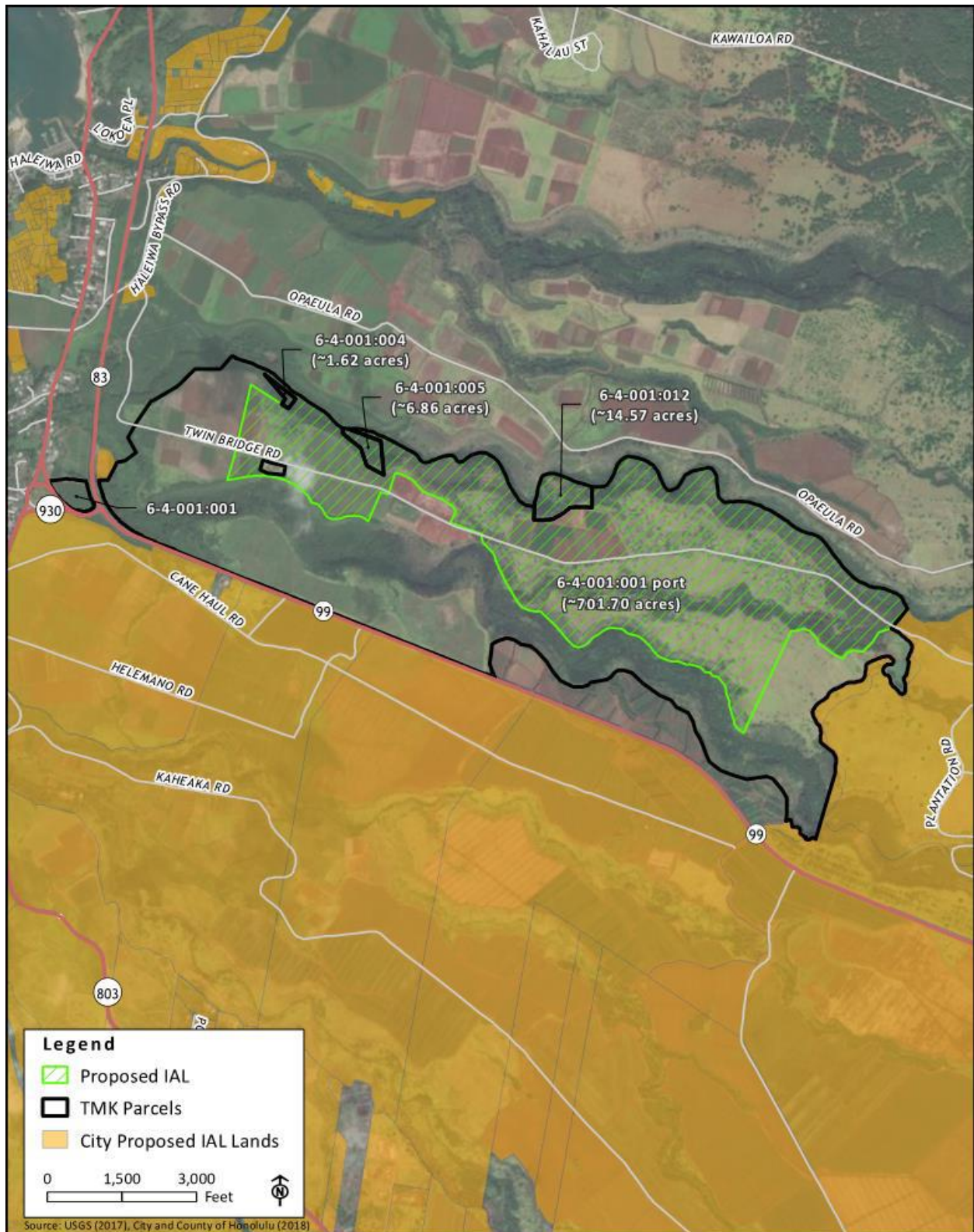
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**Figure 12** Initial City and County of Honolulu Important Agricultural Lands Overlay



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**Figure 13** Current City and County of Honolulu Important Agricultural Lands Overlay

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BEFORE THE LAND USE COMMISSION  
OF THE STATE OF HAWAII

In the Matter of the Petition of  
POMAIKA'I PARTNERS, LLC

DOCKET NO. DR19-66

**CERTIFICATE OF SERVICE**

For Declaratory Order to Designate  
Important Agricultural Lands for ap-  
proximately 723.14 acres at O'ahu,  
Hawaii identified by TMK Nos. (1) 6-4-  
001-001 (por.), 6-4-001-005, 6-4-001-012

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on this date, a true and correct copy of the foregoing document was served on the following parties at their last known addresses listed below, by U.S. mail, postage prepaid:

CITY & COUNTY OF HONOLULU  
DEPARTMENT OF PLANNING & PERMITTING  
650 South King Street  
Honolulu, HI 96813  
Attention: Director Kathy Sokugawa

STATE OF HAWAII  
DEPARTMENT OF AGRICULTURE  
1428 South King Street  
Honolulu, HI 96814  
Attention: Phyllis Shimabukuro-Geiser

STATE OF HAWAII  
OFFICE OF PLANNING  
P.O. Box 2359  
Honolulu, HI 96804-2359  
Attention: Mary Alice Evans

DATED: Honolulu, Hawai'i, August 21, 2019.

CADES SCHUTTE  
A Limited Liability Law Partnership

A handwritten signature in black ink, appearing to read "Calvert G. Chipchase", is written over a horizontal line.

CALVERT G. CHIPCHASE  
Attorney for Petitioner  
POMAIKA'I PARTNERS, LLC