



April 4, 2023

State of Hawaiʻi Land Use Commission
Department of Business and Economic Development and Tourism
P.O. Box 2359
Honolulu, Hawaiʻi 96804-2359
Attention: Daniel E. Orodener, Executive Officer
By Federal Express and e-mail

Re: 2022 Annual Report to the Land Use Commission
Docket No. A90-662 (Kōʻele Project Expansion)
Lānaʻi Resorts, LLC, dba Pūlama Lānaʻi – Successor to Castle & Cooke Resorts, LLC

To Chairperson and Members of the Land Use Commission:

As required by Condition No. 13 of the Finding of Fact, Conclusion of Law, and Decision and Order, dated August 28, 1991 ("D&O"), in the above described docket Lānaʻi Resorts, LLC (dba Pūlama Lānaʻi), hereby submits this annual report to the Land Use Commission ("Commission") "...in connection with the status of the Property and the Petitioner's progress in complying with the conditions imposed." Pūlama Lānaʻi submits this report as the successor entity to Castle & Cooke Resorts, LLC (collectively "Petitioner").

GENERAL PROGRESS OF THE PROJECT

The "Property," as defined in the D&O, includes certain land at Kōʻele, Lānaʻi, Hawaiʻi, Tax Map Key No. (2) 4-9-002, portion of 001, covering an aggregate area of approximately 78.793 acres. By and through the D&O, the Commission reclassified (a) approximately 63.526 acres of land from the Agricultural District to the Urban District, (b) approximately 4.382 acres of land from the Conservation District to the Urban District and (c) approximately 10.885 acres of land from the Agricultural District to the Conservation District. The Commission approved Petitioner's proposed expansion of the area of the Kōʻele Project District by approximately 67.9 acres in order to reconfigure the low density residential development planned adjacent to the Kōʻele Golf Course (which was reconfigured in order to accommodate the retention of the Cavendish Golf Course for Lānaʻi residents on a free-play basis).

The residential lots are located in the Lānaʻi Project District 2 (Kōʻele), as approved by the County of Maui (Maui County Code Chapter 19.71). The project district is located to the north and east of Lānaʻi City. As noted above, this Project District provides for single-family residential, multifamily residential, hotel, commercial, park, golf course, open space, and public uses; and presently includes The Lodge at Kōʻele, The Experience at Kōʻele Golf Course and clubhouse, the 9-hole Cavendish Golf Course, 27 Villa units, 6 Pine units, and 18 single-family lots (14 of which have completed residences).

In 2017, The Lodge at Kōʻele and the Experience at Kōʻele Golf Course were closed. The Lodge at Kōʻele underwent significant renovations and the Golf Course was closed and abandoned as a golf course.

In November of 2019, Sensei Lānaʻi, A Four Seasons Resort opened after several years of renovation and the Lānaʻi Adventure Park opened on a section of the former Experience at Kōʻele Golf Course.

On May 21, 2021, the Applicant submitted PH1 Amendment, CPA, and CIZ applications to the Planning Department along with a supporting Draft Environmental Assessment, proposing to amend the boundaries of the Lānaʻi Project District 2 (Kō'ele).

On September 8, 2021, the Draft EA in support of the PH1 Amendment, CPA, and CIZ applications was published in the Environmental Review Program's Environmental Notice bulletin for public comment. The Applicant appeared before the Lānaʻi Planning Commission on September 15, 2021 to receive comments on the Draft EA.

On January 19, 2022 the Lānaʻi Planning Commission accepted the findings of no significant impact for the final EA. On February 8, 2022 the Final EA was published in the Environmental Review Program's Environmental Notice bulletin, for 30 days. There were no challenges to the FONSI.

On September 7, 2022, the Lānaʻi Planning Commission reviewed the PH1 Amendment (PH120210001), CPA (CPA20210001), and CIZ (CIZ20210001) applications, received public testimony, and after due deliberation, recommended the Maui County Council's approval of the Community Plan Amendment (CPA), Change of Zoning (CIZ) with conditions, and Project District Phase 1 Development Amendment (PH1). The Planning Department has submitted the applications to Corporation Counsel for review for submission to the Maui County Council.

PROGRESS IN COMPLYING WITH CONDITIONS IMPOSED

As described below, Petitioner is in compliance with all the conditions imposed by the Commission.

Number	Condition	Status
<u>1</u>	"Petitioner shall donate an adequate amount of land to the County of Maui for affordable residential projects to the satisfaction of the Department of Housing and Human Concerns of the County of Maui."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹
<u>2</u>	"Petitioner shall implement a groundwater monitoring program and other measures to prevent groundwater contamination from the development on the Property, in consultation with, and to the satisfaction of, the State Department of Health (DOH)."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹
<u>3</u>	"Petitioner shall have the project-generated wastewater collected and transported to the Lanaʻi City Wastewater Treatment Facility, and shall also participate in the funding of any expansion or improvements to this treatment facility required by the project-generated wastewater, to the satisfaction of the County of Maui, Department of Public Works, and the State Department of Health."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹

¹ <https://luc.hawaii.gov/wp-content/uploads/2019/06/A90-662-LUC-Koele-Annual-Report-for-2018-6-26-19.pdf>

Number	Condition	Status
<u>4</u>	"Petitioner shall fund the design and construction of all necessary water facility improvements, including source development, to provide adequate quantities of potable water to service the subject project."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹
<u>5</u>	"Petitioner shall submit a detailed drainage and erosion control plan including, but not limited to, hydrologic and hydraulic calculations, scheme for controlling erosion and disposal of runoff water, and an analysis of the soil loss using the HESL erosion formula, to the County of Maui, Department of Public Works, for review and approval. This plan shall provide verification that the grading and all runoff water generated by the project will not have an adverse effect on the adjacent and downstream properties. The approval of the plan shall be deemed compliance of this condition."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹
<u>6</u>	"Petitioner shall participate in the funding and construction of any transportation improvements necessitated by the proposed project, identified by and to the satisfaction of the County of Maui, Department of Public Works and State Department of Transportation."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹
<u>7</u>	"Petitioner shall immediately stop work and contact the State Department of Natural Resources, Historic Preservation Division should any previously unidentified archaeological resources such as artifacts, shell, bone, or charcoal deposits, human burial, rock or coral alignments, pavings or walls be encountered during the project's development."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹
<u>8</u>	See condition below	In Compliance, see update below.
<u>9</u>	See condition below	In Compliance, see update below.
<u>10</u>	"Petitioner shall fund and install the necessary number of emergency siren units within the Property as required for service to the Property to the satisfaction of the State Department of Defense."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹
<u>11</u>	See condition below	In Compliance, see update below.
<u>12</u>	See condition below	In Compliance, see update below.
<u>13</u>	See condition below	In Compliance, see update below.
<u>14</u>	See condition below	In Compliance, see update below.
<u>15</u>	"Petitioner shall record the conditions imposed by the Commission with the Bureau of Conveyances pursuant to title 15, Chapter 15, Section 92, Hawaii Administrative Rules."	In Compliance and <u>Complete</u> Refer to the 2018 Annual report ¹

Number	Condition	Status
<u>16</u>	See condition below	In Compliance, see update below.

CONDITION 8

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

Compliance: Petitioner has complied with this condition as follows:

Pro rata share for police: Petitioner agreed to convey to the County of Maui a site for the new police station containing one (1) acre of land. Petitioner subdivided land to create a new one-acre lot (Land Court Lot 1163), and subsequently conveyed Lot 1163 to the County of Maui by Deed filed on October 15, 2002 as Land Court Document No. 2850540. Petitioner also executed in favor of the County of Maui an Agreement to Dedicate Upon Demand affecting Lot 1163 (road widening strip along Ninth Street of the new Lānaʻi police station site), filed on October 15, 2002, as Land Court Document Number 2850541.

Pro rata share for fire: Petitioner and the County of Maui entered into an Indenture of Lease, dated February 22, 1988, demising a 13,650 square foot parcel, identified for real property tax purposes as Tax Map Key (2) 4-9-014:012, on which the County constructed a fire station. The lease rent is \$1.00 per year and lease term ends in the year 2021. On June 24, 2021, the lease was amended and extended such that it ends upon conveyance in fee simple of the Leased Premises pursuant to Maui County Resolution No. 18-208.

Pro rata share for park: In coordination with the County of Maui, Petitioner designated a five-acre Kōʻele park site to be owned and maintained by Petitioner for public use, as evidenced by the Amended and Restated Petition for Re-subdivision, file- dated March 6, 2001 (Land Court Document 141134), and letter, dated July 21, 2000, addressed to County of Maui Department of Public Works from Belt Collins Hawaii Ltd. This letter transmitted a corrected final map to show that the Kōʻele Park Site is to be owned and maintained by Petitioner as a park for public use.

Petitioner and Maui County had planned for Petitioner's dedication of a 4.7 acre park assessed in connection with Kōʻele and Mānele subdivisions. This would provide park credits for a total of 409 residential units in Kōʻele and Mānele. Petitioner also paid to Maui County the aggregate sum of \$700,451.85 as a deposit/security (corresponding to 193 units of park credits), based upon the understanding that when the park was completed, the park fees paid would be returned to Petitioner, leaving a balance of 216 park unit credits to be applied to future development. Petitioner has developed 171 units of the 409 planned, and has received final subdivision approval for an additional 22 units.

Petitioner is in discussions with Maui County Parks Department regarding a potential restructuring of the foregoing plans involving County application of a portion of the park fees previously paid as payment in lieu of dedication of park land, and dedication of a park with less acreage. The park would satisfy the park dedication requirements for the remaining 216 units (of the 409 total planned) to be subdivided in the future. Discussions are ongoing.

Petitioner donated a 1.024-acre parcel of land for a park located on Fraser Avenue to the County of Maui by Deed filed on September 7, 2000 as Land Court Document No. 2649278.

Petitioner donated approximately 2.8 acres of land to the County of Maui for a park located on Kaunalapau Highway and Fraser Avenue by Warranty Deed filed on August 19, 2003 as Land Court Document No. 2978954.

Pro rata share for solid waste disposal: By and through a License Agreement dated December 31, 1968, Castle & Cooke, Inc. granted the County of Maui a non-exclusive license to use 10 acres of land "for purposes of a Sanitary Landfill Refuse Disposal operation." For purposes of expanding the landfill site to 35 acres, the State Land Use Commission approved a Special Use Permit on September 13, 1995 (LUC Docket No. SP94-386/Dept. of Public Works and Waste Management, County of Maui). The current area of the landfill site, as re-subdivided and used by the County (to date without the payment of license fees), is 35.677 acres; being Lot 2 as shown on Map 1 of Land Court consolidation 189 of Castle & Cooke, Inc. Petitioner has also worked with the County of Maui to identify a new landfill site and the County's adopted Lāna'i Community Plan designates the Kaunalapau Quarry as a future County landfill site. This new landfill site is in addition to the expansion of the existing Lāna'i Sanitary Landfill approved by the Commission on September 13, 1995 (LUC Docket No. SP94-386/Dept. of Public Works and Waste Management, County of Maui). The County of Maui received approval from the Commission for a fifteen (15) year extension of the current landfill location on November 15, 2015 (LUC Docket No. SP94-386/County of Maui-Lāna'i Sanitary Landfill). Petitioner is working with the County of Maui to determine whether there are acceptable alternatives to another landfill on Lāna'i.

CONDITION 9

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

Compliance: Petitioner has complied with this condition. In the context of Petitioner's Kō'ele Project District Phase 2 Application (which encompasses the Property as part of a larger 153.555-acre Phase II project) to the County of Maui, the State Department of Education ("DOE") stated that the entire Phase II project will have an enrollment impact of 13 students in grades K through 12, as evidenced by letter, dated October 15, 1992, from Charles T. Toguchi, DOE Superintendent, to Brian Miskae, Maui County Planning Director. In that letter, the DOE concluded:

"Lāna'i High and Elementary School should be able to accommodate the students generated from this development. Since the enrollment impact is less than 15 students, the Department of Education will not request that the County require the developer to make a pro rata share contribution for the construction of school facilities."

Notwithstanding this conclusion by the DOE, Petitioner has made substantial contributions to Lāna'i public schools and the DOE. Since 1996, Castle & Cooke as Petitioner contributed- either directly or through the Lāna'i Community Benefit fund-over \$209,000 to Lāna'i High School; over \$120,000 to Lāna'i Elementary School (Reading Recovery Program) and \$100,000 to the Maui Chamber of Commerce Tech Ready program. Prior to 1996 contributions were made by Dole Food Company, Inc.. Moreover, Petitioner has donated \$250,000 to E Mālama I Na Keiki O Lāna'i (Lāna'i Preschool).

Pūlama Lāna'i has continued these contributions for the Lāna'i High and Elementary School (LHES) with \$400,000 in 2013, \$550,000 in 2014, \$300,000 in 2015, \$234,000 in 2016, \$246,000 in 2017 and \$210,000 for various other supporting programs.

In 2018, Pūlama Lāna'i contributed \$246,000 to UH Maui and funded private college counseling. In 2019, Pūlama Lāna'i supported LHES with various contributions totaling \$275,000 and continued to provide private college counseling. In 2020, Pūlama Lāna'i supported LHES and UH Foundation with various contributions totaling \$355,000 and continued to provide private college counseling. In 2021, Pūlama Lāna'i supported LHES, UH Foundation, and HawaiiKidsCAN with various contributions totaling \$338,000 and continued to provide private college counseling.

In 2022, Pūlama Lāna'i contributed \$291,000 toward UH Maui and college counseling programs that support LHES.

CONDITION 11

"Petitioner shall develop the Property in substantial compliance with representations made to the Land Use Commission in obtaining the reclassification of the Property. Failure to so develop the Property may result in reversion of the Property to its former classification or change to a more appropriate classification."

Compliance: Petitioner will develop the property in substantial compliance with the representations made to the Commission. Land use approvals for the development of the Property have been obtained from the County of Maui. Petitioner is further required to apply for project district development approvals for the proposed development. The Maui County Planning Commission approved Phase II of the Project District Development on December 29, 1992. The County of Maui granted approval for Kō'ele Project District Phase III, Supplemental Application for Phase 1 and 2 Villas at Kō'ele, 39 Multi-Family Units; 19 Single Family Units (package A); Reservoir (package B); and other related improvements, TMK: (2) 4-9-001 :021, 024, 025, 027, 030, (2) 4-9-001 (por 1); (2)4-9-019:001,002, Kō'ele, Lāna'i (95/PH3-001). Petitioner received final subdivision approvals for Phase I on October 11, 1994.

In early 2020, Pūlama Lāna'i received a Phase III Project District Approval for a twenty (20) Multi-Family Unit Project (Malanai Estates) located on TMK (2) 4-9-021:001, 003, 005, 006, and 011. Construction commenced on the project, however progress was delayed due to COVID-19 travel restrictions. Construction has continued to progress in 2022.

CONDITION 12

"Petitioner shall give notice to the Land Use Commission of any intent to sell, lease, assign, place in trust, or otherwise voluntarily alter the ownership interest in the Property prior to development of the Property."

Compliance: Petitioner has complied with this condition. No alteration of ownership or development interest in the Property occurred "prior to development of the Property." As noted above, Petitioner has subsequently undertaken reorganizations in which Lāna'i Company, Inc. became the successor entity to Lāna'i Resort Partners, Castle & Cooke Resorts, LLC became the successor entity to Lāna'i Company, Inc., and Pūlama Lāna'i, most recently, became the successor

to Castle & Cooke Resorts, LLC. Petitioner has given the Commission appropriate notice of such changes.

CONDITION 13

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

Compliance: Petitioner has complied with this condition. Petitioner has submitted annual reports for each calendar year since the Commission's approval of the project, and this letter constitutes Petitioner's 2022 annual report.

CONDITION 14

The Land Use Commission may fully or partially release these conditions as to all or any portions of the Property upon timely motion and upon the provision of adequate assurance of satisfaction of these conditions by Petitioner."

Status: To date, none of the conditions have been fully or partially released, although Land Use Petitioner does intend to request such a release in the future.

CONDITION 16

"The Cavendish golf course shall remain as a 'free play' golf course to the residents of Lana'i."

Compliance: Petitioner has complied with this condition. The Cavendish Golf Course is operating and will continue to operate as free play course to residents of Lānaʻi.

Petitioner's obligation to maintain "free play" on the Cavendish Golf Course is documented in the Unilateral Agreement and Declaration for Conditional Zoning, dated February 28, 1992, by Lanaʻi Resort Partners.

Should you have any questions or desire any additional information concerning the foregoing, please contact the undersigned at (808) 237-2205.

Very truly yours,

Kurt Matsumoto
Kurt Matsumoto (Apr 4, 2023 09:45 HST)

Kurt Matsumoto
Chief Operating Officer

cc: Office of Planning, State of Hawaiʻi, dbedt.stateplanning@hawaii.gov
cc: Ms. Kathleen Aoki, Director, County of Maui Planning Department