BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAI`I

In The Matter Of The Petition Of The	)	DOCKET NO. A99-728(a)
	)	
UNIVERSITY OF HAWAI`I	)	FINDINGS OF FACT, CONCLUSIONS
	)	OF LAW, AND DECISION AND ORDER
To Amend The Agricultural Land Use	)	
District Boundary Into The Urban Land	)	
Use District For Approximately 500.327	)	
Acres Of Land At Kapolei, `Ewa, O`ahu,	)	
Hawai`i, Tax Map Key: 9-1-16: 120, 127,	)	
And 129	)	
	)	

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

This is to certify that this is a true and correct copy of the document on file in the office of the State Land Use Commission, Honolulu, Hawaii.

AUG 13 2007
Date

by
Executive Officer

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAI`I

In The Matter Of The Petition Of The	)	DOCKET NO. A99-728(a)
	)	
UNIVERSITY OF HAWAI`I	)	FINDINGS OF FACT, CONCLUSIONS
	)	OF LAW, AND DECISION AND ORDER
To Amend The Agricultural Land Use	)	
District Boundary Into The Urban Land	)	
Use District For Approximately 500.327	)	
Acres Of Land At Kapolei, `Ewa, O`ahu,	)	
Hawai`i, Tax Map Key: 9-1-16: 120, 127,	)	
And 129	)	
_____	)	

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

The University of Hawai`i, an agency of the State of Hawai`i ("Petitioner," "UH," or "University"), filed a Motion To Amend Findings Of Fact, Conclusions Of Law, And Decision And Order Dated September 8, 1999 ("Motion To Amend"), on March 9, 2007, pursuant to sections 15-15-70 and 15-15-94, Hawai`i Administrative Rules ("HAR"), to: (1) recognize Petitioner as the successor-in-interest to approximately 500.327 acres of land at Kapolei, `Ewa, O`ahu, Hawai`i, identified as Lot 10077 as shown on Map 785 of Land Court Application No. 1069 filed in the Office of the Assistant Registrar of the Land Court of the State of Hawai`i, and further identified as Tax Map Key ("TMK"): 9-1-16: 120, 127, and 129 ("Property"), which Property was part of the approximately 1,300 acres of land reclassified in the Findings Of Fact, Conclusions Of Law, And Decision And Order dated September 8, 1999 ("1999 Decision & Order"); (2)

redesignate a new docket for the Property, separate and apart from the remaining 800 acres reclassified under Docket No. A99-728; and (3) release or modify certain conditions of the 1999 Decision & Order specific only to the Property conveyed to Petitioner.

The Land Use Commission of the State of Hawai`i ("Commission"), having reviewed Petitioner's Motion To Amend, subsequent pleadings thereto, affidavits, testimony, arguments, and evidence presented at the May 17, 2007 hearing, by Petitioner; the City and County of Honolulu ("City and County"), Department of Planning and Permitting ("DPP"); the State Office of Planning ("OP"); and Intervenor Haseko (Ewa), Inc. ("Haseko"), makes the following findings of fact, conclusions of law, and decision and order:

FINDINGS OF FACT

BACKGROUND

1. On March 5, 1999, the Housing and Community Development Corporation of Hawai`i ("HCDCH" or "Former Petitioner"), an agency of the State of Hawai`i, filed a Petition For Land Use District Boundary Amendment ("Petition") to reclassify approximately 1,300 acres of land owned by the State of Hawai`i at Honouliuli, `Ewa, O`ahu, Hawai`i, identified as TMKs: 9-1-16: 8, 108, and 109; 9-1-17: 71 and 86; and 9-1-18: 3 and 5, ("Petition Area") from the State Land Use Agricultural District to the State Land Use Urban District for a master-planned community referred

to as the East Kapolei Master Plan Development Project ("East Kapolei"). This Petition was designated as Docket No. A99-728.

2. The HCDCH intended to be the master developer of East Kapolei. As the master developer, the HCDCH committed to providing the backbone infrastructure, including major roadways and expansion of the electrical and communications systems, a sports complex, water and wastewater system master plans, and development of open space recreation areas.

3. The HCDCH proposed to sell large lot parcels to individual developers for construction of proposed land uses. Funds from the sale of these parcels were intended to support the development of the University of Hawai`i - West O`ahu ("UH West O`ahu") campus, which was planned on approximately 991 acres of land located mauka of the H-1 Freeway. The 991-acre parcel was not within the Petition Area. Another 200 acres of land within the Petition Area was intended to be transferred to the Department of Hawaiian Home Lands ("DHHL") for residential and park uses.

4. Components of East Kapolei included the following:

Use	Units	Acreage
Single-Family Residential	4,300-5,800	722
Multi-Family Residential	2,100-2,600	211
Commercial		18
Parks		
Neighborhood (6)		21
District (1)		15
Sports Complex		64
Schools		
Elementary (3)		36

Intermediate (1)	20
Major Roads	74
Other Open Space/Public Facilities	119
TOTAL	1,300

5. On April 8, 1999, Haseko filed an Application To Intervene.

6. On April 22, 1999, the Commission granted Haseko intervenor status in the proceeding, limiting the scope of its intervention to any effect East Kapolei might have upon drainage and the adequacy of drainage facilities as it pertained to Haseko's Ocean Pointe lands and the water quality of the marine and coastal waters.

7. On April 5, 1999, the DPP filed its Statement Of Position In Support Of Petition.

8. On April 19, 1999, the OP filed its Statement Of Position In Support Of The Petition.

9. On August 26, 1999, the Commission granted the Petition, subject to 27 conditions.

10. On September 8, 1999, the Commission issued the 1999 Decision & Order.

11. On February 1, 2000, HCDCH filed a Request To Modify Condition 3 And Findings Of Fact 21, 69, And 178 Of The Findings Of Fact, Conclusions Of Law, And Decision And Order Issued By The Land Use Commission On September 8, 1999,

Regarding Petitioner's Petition For Land Use District Boundary Amendment Filed March 5, 1999 ("Request To Modify Condition 3").

12. On February 17, 2000, the Commission granted the Request To Modify Condition 3.

13. On March 8, 2000, the Commission issued its Order Granting Request to Modify Condition 3.

14. On February 7, 2001, the HCDCH recorded at the Bureau of Conveyances as Document No. 2682016 a Certificate And Authorization setting forth the conditions imposed by the Commission, pursuant to Condition No. 27 of the 1999 Decision & Order.

15. Subsequently, based upon the UH West O`ahu Campus Site Selection Study (2002) and broad community input, the Property was identified as the new desired location for the UH West O`ahu campus and community ("Project"). Based upon strong community support and its location closer to urban development and major highways and roads, the Property was considered a more suitable and cost-effective location than the previous 991-acre parcel located mauka of the H-1 Freeway, as had been planned under East Kapolei approved by the 1999 Decision & Order.

16. Based on the relocation of the UH West O`ahu campus, Petitioner developed a long-range development plan for the Property that was approved by the University of Hawai`i Board of Regents ("BOR"), and, in February 2007, a final

environmental impact statement ("FEIS") for the development plan was accepted by the Governor of the State of Hawai`i.

17. By deed dated November 8, 2002, recorded at the Bureau of Conveyances as Document No. 2860229 on November 13, 2002, the State of Hawai`i conveyed the Property to Petitioner in fee simple.

18. On December 24, 2002, pursuant to Condition No. 23 of the 1999 Decision & Order, the Commission was provided notice of the conveyance of the Property to Petitioner.

19. In 2002, the Board of Land and Natural Resources ("BLNR") cancelled the HCDCH's right-of-entry for the master planning of the Petition Area and authorized the issuance of a right-of-entry to Petitioner for the same.

20. In 2005, the HCDCH was bifurcated pursuant to Acts 180 and 196, Hawai`i Session Laws, with the Hawai`i Housing Finance and Development Corporation ("HHFDC") as the successor-in-interest to the State's affordable housing programs.

PROCEDURAL MATTERS

21. On March 9, 2007, Petitioner filed the Motion To Amend requesting that the Commission: (1) recognize Petitioner as the successor-in-interest to the Property, which was part of the 1,300-acre Petition Area reclassified in the 1999 Decision & Order; (2) redesignate a new docket for the Property, separate and apart

from the remaining 800 acres reclassified under Docket No. A99-728; and (3) release or modify Condition Nos. 3, 4, 5, 6, 7, 8, 11, 12, 13, 14, 15, 16, 17, 19, 20, 21, and 26 of the 1999 Decision & Order specific only to the Property conveyed to Petitioner.

22. Petitioner's Motion To Amend was based substantially on the conveyance of the Property for the development of the Project, thus significantly changing the concept of East Kapolei as described in the 1999 Decision & Order. Specifically, the Project includes the relocation of the UH West O`ahu campus makai of the H-1 Freeway, residential uses, mixed uses, student housing or campus expansion, an elementary school site, roads, detention basins, and electrical substations. Under East Kapolei as described in the 1999 Decision & Order, this acreage had been proposed to be sold as large lot parcels to private developers to fund the development of the UH West O`ahu campus.

23. On March 19, 2007, Haseko filed its Memorandum In Response To Petitioner University Of Hawai`i's Motion To Amend Findings Of Fact, Conclusions Of Law, And Decision And Order Dated September 8, 1999, Filed On March 9, 2007.

24. On March 20, 2007, the DPP filed its No Objection To The University of Hawai`i Motion To Amend The Findings Of Fact, Conclusions Of Law, And Decision And Order Dated September 8, 1999.

25. On April 9, 2007, the HHFDC filed its Memorandum In Response To Petitioner University Of Hawai`i's Motion To Amend Findings Of Fact, Conclusions Of Law, And Decision And Order Dated September 8, 1999, Filed On March 9, 2007.

26. On May 1, 2007, the OP filed its Statement Of Position To Petitioner's Motion To Amend Findings Of Fact, Conclusions Of Law, And Decision And Order Dated September 8, 1999 Dated March 9, 2007.

27. On May 1, 2007, the Commission held a prehearing conference, with representatives of Petitioner, the HHFDC, the OP, the DPP, and Haseko present, at which time each party's lists of exhibits and witnesses were reviewed. A Prehearing Order was issued on May 2, 2007.

28. On May 8, 2007, Petitioner filed a Motion To Waive Fees And Expenses And To Excuse Petitioner From Any Requirement To Reimburse Fees And Expenses ("Motion To Waive Fees And Expenses").

29. On May 11, 2007, Petitioner filed a Notice Of Withdrawal Of A Portion Of Petitioner University of Hawai`i's Motion To Amend Findings Of Fact, Conclusions Of Law, And Decision And Order Dated September 8, 1999, Filed March 9, 2007, which withdrew Petitioner's request to modify or release Condition Nos. 4, 7, 14, 15, 17, and 19.

30. On May 17, 2007, the Commission held a hearing on the Motion To Amend.[1] Entering appearances were J. Douglas Ing, Esq., and Emi L. M. Kaimuloa, Esq., for Petitioner; John Wong, Esq., for the HHFDC; Lori Sunakoda, Esq., for the DPP; Yvonne Izu, Esq., for Haseko; and Bryan Yee, Esq. for the OP.

31. Upon completion of the parties' presentations of their respective cases, Petitioner's Motion To Amend was granted in the following respects:

a. A motion was made and seconded to recognize Petitioner as the successor-in-interest to the HCDCH, the Former Petitioner in Docket No. A99-728, with respect solely to the Property, and to redesignate a different docket number, Docket No. A99-728(a), solely for the Property. Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 8 ayes, 0 nays, and 1 absent, the motion carried.

b. Based in part on a stipulation of the parties, a motion was made and seconded to amend Condition No. 3 of the 1999 Decision & Order to read:

> Petitioner, its successors, and assigns shall contribute to the development, funding, and/or construction of public schools as mutually agreed with the DOE. Petitioner and the DOE shall enter into written agreement on this matter prior to Petitioner obtaining approval for City and County zoning.

[1] Prior to the hearing on the Motion To Amend, the Commission granted Petitioner's Motion To Waive Fees And Expenses. At the hearing, Petitioner presented a table summarizing the requested modifications. Petitioner omitted Condition No. 11 from the table as it is no longer part of Petitioner's request under the Motion To Amend.

Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent, the motion carried.

c. A motion was made and seconded to release Condition No. 5 of the 1999 Decision & Order based on the inapplicability of the 55 Ldn contour to the Property. Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 3 ayes, 4 nays, and 2 absent, the motion failed.

d. A motion was made and seconded to amend Condition No. 5 of the 1999 Decision & Order to read:

> If applicable, Petitioner, its successors, and assigns shall grant to the State of Hawai`i an avigation (right of flight) and noise easement in a form prescribed by the DOT on any portion of the Property subject to noise levels exceeding 55 Ldn.

Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent, the motion carried.

e. A motion was made and seconded to release Condition No. 6 of the 1999 Decision & Order based on the inapplicability of the 60 Ldn contour to the Property. Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 3 ayes, 4 nays, and 2 absent, the motion failed.

f. A motion was made and seconded to amend Condition No. 6 of the 1999 Decision & Order to read:

> If applicable, Petitioner, its successors, and assigns shall not construct residential components within areas exposed to

> noise levels of 60 Ldn or greater without appropriate noise mitigation measures.

Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent the motion carried.

g. A motion was made and seconded to release Condition No. 8 of the 1999 Decision & Order. Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent, the motion carried.

h. Based in part on a stipulation of the parties, a motion was made and seconded to amend Condition No. 12 of the 1999 Decision & Order to read:

> Petitioner, its successors, and assigns shall coordinate the design and construction of drainage improvements on the Property required as a result of the development of the Property to the satisfaction of Federal, State, and City and County agencies with the goal of executing an agreement on the interim and ultimate regional drainage plan as soon as possible. Petitioner, its successors, and assigns shall participate in the planning and coordination of offsite improvements with all landowners and developers in the Kalo`i drainage basin, the intervener, and other Federal, State, and City and County agencies.

Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent, the motion carried.

i. Based in part on a stipulation of the parties, a motion was made and seconded to amend Condition No. 13 of the 1999 Decision & Order to read:

Petitioner, its successors, and assigns, agree to work with the City and County to implement interim and long-term regional drainage solutions as follows:

a. Petitioner shall submit an updated drainage master plan if required by the City and County for the Property to the City and County for its review and approval prior to any subdivision approvals other than for minor matters, such as easements.

b. Drainage solutions for the Property shall be compatible with the drainage designs for other developments in the Kalo`i Gulch drainage basin and shall conform to applicable Federal, State, and City and County laws, rules, regulations, and standards.

c. Drainage improvements for the Property shall be consistent with the policies and principles in the *`Ewa DP*.

d. Petitioner shall be responsible for implementing interim drainage improvements which limit channelized runoff to 2,500 cfs at the Property's southern boundary for events up to a 100-year storm. Petitioner shall also take reasonable measures to minimize non-channelized flows from the Property by construction of berms, detention basins, or other appropriate methods. These requirements shall remain in force until long-range regional drainage improvements are in place in accordance with the approved drainage master plan for the Project.

Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent, the motion carried.

j. A motion was made and seconded to amend Condition No. 16 of the 1999 Decision & Order to read:

Prior to construction of any residential, commercial, or university uses within the Petition Area, Petitioner, or its successors and assigns, shall submit a Park, Open space and

> Pedestrian/Bikeway Master Plan to the City and County for its review and approval.

Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent, the motion carried.

k. A motion was made and seconded to release Condition No. 20 of the 1999 Decision & Order based on Petitioner's satisfaction of the condition by funding the Habitat Conservation Plan ("HCP"). Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 4 ayes, 3 nays, and 2 absent, the motion failed.

l. Based in part on a stipulation by the parties, a motion was made and seconded to amend Condition No. 21 of the 1999 Decision & Order to read:

> Vertical residential, commercial, and university components of the Project will not be developed and site work for those areas shall not be undertaken until master drainage and infrastructure improvements for those components are completed.

Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent, the motion carried.

m. A motion was made and seconded to amend Condition No. 26 of the 1999 Decision & Order to read:

> Within 7 days of the issuance of the Commission's Amended Decision and Order and any subsequent amendments for the subject classification, Petitioner shall (a) record with the Bureau of Conveyances a statement that the Petition Area is subject to conditions imposed herein by the Commission in

> the reclassification of the Petition Area; and (b) file a copy of such recorded statement with the Commission.

Following discussion by the Commission, a vote was taken on this motion. There being a vote tally of 7 ayes, 0 nays, and 2 absent, the motion carried.

32. On June 21, 2007, the Commission issued its Order Granting Petitioner's Motion To Waive Fees And Expenses and Order Recognizing Petitioner As The Successor-In-Interest To Petitioner Housing And Community Development Corporation Of Hawai`i, State Of Hawai`i, And Assigning The University Of Hawai`i's Property With A New Docket Number.

DESCRIPTION OF THE PROPERTY

33. The Property is located in Kapolei, on the `Ewa Plain, and consists of approximately 500.327 acres of land, identified as TMK: 9-1-16: 120, 127, and 129.

34. The Property is bound to the north by Farrington Highway, to the east by vacant land for the future North-South Road, to the south by the proposed DHHL East Kapolei Development Parcel B residential subdivision (currently being constructed), and to the west by the Kapolei Golf Course and a small portion of the Villages of Kapolei.

35. The Property is located in the mid-level portion of the Kalo`i Gulch and Hunehune watersheds, on the southern slopes of the Wai`anae Mountain Range. The elevation at the lower boundary of the Property is 80 feet above mean sea level ("msl") and rises to approximately 155 above msl at the upper boundary over a 6,500-

foot distance. The Property is relatively flat, with an average slope of approximately 1 to 2 percent.

36. The Property is bisected by Kalo`i Gulch and Hunehune Gulch, which are characterized as dry ditches within the flat terrain of the Property.

37. Based on the Flood Insurance Rate Map ("FIRM") prepared by the Federal Emergency Management Agency ("FEMA"), the Property is located in Zone D, which includes areas in which flood hazards are undetermined.

38. The Natural Resources Conservation Service identified six general soil types and a water reservoir within the Property. These include (1) Honouliuli Clay, 0 to 2 percent slopes (HxA); (2) Honouliuli Clay, 2 to 6 percent slopes (HxB); (3) Waialua Silty Clay, 0 to 3 percent slopes (WkA); (4) `Ewa Silty Clay Loam, 3 to 6 percent slopes (EaB); (5) `Ewa Stony Silty Clay, 6 to 12 percent slopes (EwC); and (6) Waipahu Silty Clay, 0 to 2 percent (WzA), with Honouliuli Clay being the predominant soil type.

39. Under the Land Study Bureau's Detailed Land Classification (1963) rating productivity of lands, the Property is primarily rated "A" and "B." These ratings reflect the Property's past and present agricultural use under irrigated conditions. A small northern portion of the Property is rated "E."

40. Under the Agricultural Lands of Importance to the State of Hawai`i (1977), the Property is identified as "Prime" agricultural land.

41. The Property was historically used for sugarcane cultivation, and portions of the Property are currently on month-to-month revocable permits to Aloun Farms, Inc., and A.M. Enterprise, Inc., for vegetable and fruit farming.

PROPOSAL FOR RECLASSIFICATION

42. As part of the Project, Petitioner proposes to develop an integrated campus community that will: (1) provide educational opportunities to the communities within the UH West O`ahu geographic service area; (2) accommodate the overall educational program needs of the University for an initial campus of 1,520 students in operation by the fall of 2009; (3) provide lands for campus expansion and growth to accommodate a population of 7,600 students at full buildout; and (4) accommodate an appropriate mix of campus and regional supporting land uses, including a mixed-use University Village, commercial uses, residential uses (including student housing and affordable housing), and other community-supporting land uses.

43. Approximately 214 acres of land within the Property will remain under the ownership or control of the University for the UH West O`ahu campus.

44. The remaining approximately 286 acres of land comprised by the Project is intended to be sold to a private developer for residential uses, mixed uses, an elementary school site, a detention basin, and a Hawaiian Electric Company, Inc. ("HECO"), electrical substation.

45. UH West O`ahu campus. Major components of the plans under the FEIS for the UH West O`ahu campus and surrounding lands to be retained by Petitioner are described as follows:

a. UH West O`ahu 7,600-Student Campus: Approximately 103 acres are currently proposed for the 7,600-UH West O`ahu campus. The campus is situated at the center of the Property to facilitate "town and gown" interaction between the campus and adjacent land uses. Within the campus, land uses are organized to accommodate campus functional requirements, with consideration for future campus expansion. Approximately 10 acres within the southeastern portion of the Property will serve as a detention basin.

The concept for the UH West O`ahu campus plan is to create a "sustainable campus community" that is welcoming and accessible, and creates a feeling of ho`okipa (hospitality) toward students, faculty, staff, and the community. To encourage interaction between faculty and students, the campus will be designed to provide a hierarchy of open spaces from formal plazas to intimate gathering areas. An interconnected series of smaller pedestrian paths extends outward from the malls and major pathways, linking the various campus activities. Sustainability guidelines have been established for the UH West O`ahu campus. Petitioner is planning to construct in accordance with, and the guidelines strive to achieve, a Leadership in Energy and

Environmental Design® ("LEED®") NC silver standard for the University buildings based on the LEED® NC v2.2 rating system.

b. Student Housing/Mixed Use or Campus Expansion Parcel A: Student housing will be provided adjacent to and north of the campus, at the intersection of Farrington Highway and the future North-South Road. This approximately 38-acre parcel will provide approximately 646 residential units (531 student housing units and 115 residential units). As an alternative, this parcel or portions of the parcel could also serve as lands for campus expansion, should the University decide to lower resident housing requirements for the campus.

c. Student Housing or Campus Expansion Parcel B: This approximately 12.1-acre parcel could accommodate approximately 230 residential units. As an alternative, this parcel or portions of the parcel could also serve as lands for campus expansion, should the University decide to lower resident housing requirements for the campus. Together with units in the Student Housing/Mixed Use or Campus Expansion Parcel A, this parcel could help fulfill the need for approximately 2,280 beds for the 7,600-student resident population.

d. HECO Substation: A 1-acre HECO substation site is located at the northern boundary of the Property, adjacent to Farrington Highway and Student Housing/Mixed Use or Campus Expansion Parcel A.

e. Mixed Use: Located at the northeastern boundary of the Property, the University Village will consist of two parcels – a 15.1-acre Mixed Use parcel and the adjacent 38-acre Student Housing/Mixed Use or Campus Expansion Parcel A. The University Village will serve as the University's town center and will be the transition between the campus and the community. The University Village will have a mix of land uses that are closely related or cater to the University and its diverse student population, providing up to approximately 797 residential units. Retail establishments, such as bookstores, copy centers, coffee shops, and specialty food item stores, along with small start-up offices, are envisioned for this development.

The University Village will also promote multi-modal transportation with tree-lined, pedestrian-friendly roadways, and biking and jogging paths. Regional transit access to the University Village could be provided via a City and County-proposed elevated rail transit node to be located either in or near the University Village (in the vicinity of the North-South Road and Farrington Highway intersection) and through municipal bus service. From the proposed transit node, the UH West O`ahu campus will be within easy walking distance for students, residents, and visitors.

f. Campus Expansion/Multi-Family Housing/Mixed Use: Depending on future University program requirements and market demands, a 22.2-acre parcel located to the west of the campus and adjacent to Farrington Highway has been

earmarked to accommodate campus expansion, and/or multi-family housing, and/or mixed use. The parcel is currently planned to accommodate approximately 355 units.

g. Mixed Use Parcel C: A 10.2-acre mixed-use parcel, located at the intersection of Road F and Farrington Highway, will cater to the needs of the residential community and surrounding neighborhoods. The parcel will provide approximately 102 residential units and approximately 111,000 gross square feet of commercial space.

h. Farrington Highway: Farrington Highway runs in an east-west direction adjacent to the Property. Approximately 4.4 acres within the northern portion of the Property will be set aside for improvements to Farrington Highway.

i. Roads: A hierarchical network of roadways (Roads A, B, C, and D) and a pedestrian and bikeway system will be provided within the Property. Roadways within the Property currently consist of approximately 7.3 acres.

46. The approximately 286 acres to be sold to a private developer are envisioned as a sustainable community, integrating commercial, residential, and public uses. The community will include residential parcels, mixed-use parcels, parks, an elementary school, a detention basin, and a HECO substation site. The vision for the privately-developed lands is to:

- Enhance community identity;
- Create a mix of land uses;
- Provide housing opportunities and choices;
- Foster walkable neighborhoods;
- Develop an energy and resource efficient community; and
- Provide a variety of transportation choices.

Major components of the current plans for the privately-developed lands are as follows:

a. High Density Residential Parcels A and F: High-density, multi-family residences will be developed along the eastern boundary of the Property, between the campus and the North-South Road. High-density buildings will be 6-plex and 3 stories in height. Units will be clustered around common green areas, which will provide open space, recreation, and visual relief. Each building will be alley-loaded for vehicles and will front the main landscaped thoroughfare. Parcels A and F will provide a total of approximately 925 residential units.

b. Medium Density Residential Parcels B and G: Medium-density, multi-family residences will be developed south of the campus, along Farrington Highway and the North-South Road. Parcels B and G will include a mixture of 4- and 6-plex units at a density of 12 units per acre. These units will be organized around common green areas, similar to the high-density areas. Approximately 489 residential units will be provided within these parcels.

c. Medium-Low Density Residential Parcel E: Medium-low density residences will consist of duplex units with detached carports. Duplexes will be clustered around small parks or green areas to reinforce a sense of community and provide visual relief. Vehicles will be accessed by alleys to emphasize the pedestrian-

oriented community vision of these neighborhoods. Approximately 561 units will be provided in Parcel E.

d. Low Density Residential Parcels C and D: Low-density, single-family residences will be developed along the southwestern boundary of the Property, adjacent to the elementary school and the proposed DHHL residential subdivision. Parcels C and D will include bungalow-styled units at a density of 6 units per acre. These primarily alley-loaded units will provide entry porches and lanais. Clusters of homes will be organized around passive parks or green areas. Landscaped streets and wide sidewalks will connect these green areas, creating a walkable integrated neighborhood. Parcels C and D will provide 365 residential units.

e. Mixed Use Parcels A and B: Mixed Use Parcel A (approximately 10.5 acres) and Mixed Use Parcel B (approximately 11.2 acres) are located at the intersection of Road F and the North-South Road. Like the University Village, these mixed-use parcels will include a mix of land uses but will focus on catering more to the needs of the residential community and surrounding neighborhoods. The parcels will contain approximately 236,000 gross square feet of commercial space comprised of land uses, such as supermarkets, drugstores, retail establishments, specialty food item stores, general offices, medical facilities, restaurants, personal services, along with approximately 217 multi-family residential units catering to residents with a range of incomes (possibly including affordable housing).

f. Elementary School: A 12-acre elementary school site will be located adjacent to low-density residential parcels and near the DHHL residential subdivision. The school will help to address the demand for public educational facilities in the region and will be set behind the commercial area to buffer it from the North-South Road, while making it directly accessible to the community. The school is within walking or biking distance of residences and accessible via an internal pedestrian path.

g. Detention Basin: An 11.2-acre drainage detention basin will be located at the southern boundary of the Property.

h. HECO Substation: A 1-acre potential HECO substation site is located at the southern portion of the Property, adjacent to the detention basin and Mixed Use Parcel B.

i. Farrington Highway: Within the privately-developed lands, 1.1 acres will be set aside for improvements to Farrington Highway.

j. Roads: Roads within the privately-developed lands total 24 acres. They are designated as Roads C, D, E, F, and G. The private developer will be informed that it will need to coordinate with the Department of Transportation ("DOT"), Highways Division, regarding the responsibility for the provision of any required roadway improvements to mitigate impacts on the State roadways in the area.

47. Phase 1 development of the approximately 214 acres to be retained by Petitioner includes construction of a 1,520-student campus (including a 5-acre

detention basin), a portion of the University Village, a HECO substation, and certain roadways. Phase 1 development of the privately-developed lands includes construction of portions of Residential Parcels D, E, F, and G; an 11.2-acre detention basin; portions of certain roadways; and improvements at intersections with Farrington Highway. Approximately 110.5 acres of the Property will be developed in Phase 1, providing 616 residential units. The current estimated date for opening of the campus is Fall 2009.

PETITIONER'S FINANCIAL CAPABILITY TO UNDERTAKE THE PROJECT

48. The current estimated cost for Phase 1 is approximately $150 million.

49. Due to limited State resources, a private developer was sought out to alleviate the financial burden on the University. Final agreements for private construction have not been finalized; however, the University and the private developer are taking the necessary steps to ensure that the projected phasing of the Project remains on schedule.

50. It is intended that proceeds from the sale of land to a private developer be used to fund construction of most of the first phase of the UH West O`ahu campus.

51. During the 2007 Hawai`i State legislative session, Petitioner also received a Capital Improvement Project appropriation of $35 million dollars for the infrastructure and continued planning and design of the UH West O`ahu campus.

STATE AND CITY AND COUNTY PLANS AND PROGRAMS

52. Under the 1999 Decision & Order, the Property was reclassified to the State Land Use Urban District as reflected on the Commission's official map, O-6 (`Ewa). The current plans for the Property do not require any further reclassification of the Property.

53. The City and County's *`Ewa Development Plan* ("*DP*") designates the Property as Low and Medium Density Residential, High Density Residential, and Transit Node. The current plans for the Property do not require an amendment to either the City and County *General Plan* or the *`Ewa DP*.

54. In accordance with the *`Ewa DP*, which permits the development of the UH West O`ahu campus, Petitioner will be submitting a Plan Review Use ("PRU") permit application to the City and County for its approval.

55. The Property is zoned AG-1 Restricted Agriculture. Petitioner will submit an application to the City and County to rezone the Property as necessary.

56. The Property is not located within the City and County's Special Management Area.

NEED FOR THE PROJECT

57. The current UH West O`ahu campus occupies a unique niche within the University system. It is a two-year, upper division, baccalaureate degree-granting campus located adjacent to Leeward Community College ("LCC"). The

current UH West O`ahu facility is fully accredited by the Western Association of Schools and Colleges ("WASC") and had a Fall 2005 semester enrollment of 858 students. It emphasizes access for all residents of Hawai`i by offering classes during the day, evening, and weekend.

58. The current UH West O`ahu student body has an average age of 33, and most are working adults. At UH West O`ahu, a substantial number of students are Hawaiian/part Hawaiian (19 percent). The current UH West O`ahu curriculum is based on a firm foundation in the liberal arts and allows students to specialize in 13 discipline areas within four degree programs. Student demographics are expected to change dramatically as the UH West O`ahu campus becomes a four-year campus. The average age of students is expected to decrease, and additional support services are likely to be provided since younger students tend to require more campus activities and guidance than older students.

59. Existing UH West O`ahu facilities consist of 30,000 square feet of space in 29 portable buildings that include seven classrooms, faculty and staff offices, a computer lab, a writing center, and a faculty and student lounge. In March 2003, a WASC team evaluated the physical plant of the UH West O`ahu campus and expressed concern that the facility was nearly at capacity with little room for expansion of enrollment or academic programs. The development of a new campus as proposed for

the Property will greatly enhance the growth and expansion potential of the existing UH West O`ahu campus at LCC.

60. The proposed UH West O`ahu campus will be a four-year university in the `Ewa region, where the greatest residential and population growth is planned on O`ahu. The year 2000 population for the *`Ewa DP* area was 68,718, compared to the 1990 population of 42,931. This represents a population increase of approximately 60.1 percent in `Ewa over 10 years, compared to a population increase of approximately 4.8 percent for O`ahu over the same 10 years. In the *Annual Report on the Status of Land Use on O`ahu: Fiscal Year 2003*, it is projected that the year 2010, 2020, and 2025 populations of the *`Ewa DP* area will be 96,332, 141,864, and 164,462, respectively. The proposed UH West O`ahu campus will improve access to higher education, as it will be located in an area that has undergone rapid population growth and is projected to continue growing.

61. With the expected population increase in the `Ewa region, the proposed UH West O`ahu campus is expected to target students in the surrounding regions to alleviate the burden on the UH Manoa campus.

62. The *University of Hawai`i - West O`ahu Strategic Plan 2002-2010* was adopted by the University's BOR in November 2002. The plan establishes a vision and mission for the campus, identifies strategic priorities for accomplishing the mission, and

lists critical success factors and key performance indicators for measuring the success of the school in fulfilling its mission.

63. As specified in the mission statement, UH West O`ahu is committed to the continuing development of the region through both innovative educational offerings and public service activities.

64. The vision, mission statement, goals, and priorities established in the strategic plan served as the foundation for the UH West O`ahu *Long-Range Development Plan*. The plan for the new campus ensures that the growing population of West O`ahu, as well as neighbor islands, has access to a comprehensive range of baccalaureate degree opportunities without having to relocate or commute undue distances.

ECONOMIC IMPACTS

65. The Project will generate direct, indirect, and induced jobs (during construction and operation of the Project) within the Property and throughout the island.

66. Construction of the UH West O`ahu campus is expected to begin in 2008. In total, approximately 14,275 person-years of construction employment (direct, indirect, and induced) are estimated to be generated by the campus. This amounts to approximately 1,784 jobs (direct, indirect, and induced) on O`ahu over eight years of

construction. It is anticipated that construction employment on the privately-developed lands will generate nearly three times the level generated by the campus.

67. Workforce income associated with construction of the Project will amount to approximately $803 million in direct wages and $1.61 billion in indirect and induced wages. The total direct, indirect, and induced income associated with construction of the Project will be approximately $2.413 billion.

68. The Property to be retained by Petitioner is estimated to generate approximately 3,451 person-years of direct operational employment (822 direct jobs) between 2009 and full buildout. The privately-developed lands are estimated to generate approximately 7,965 person-years of direct operational employment (1,680 direct jobs) between 2009 and full buildout. In total, approximately 26,954 person-years of employment (5,835 direct, indirect, and induced jobs) are expected to be generated by operation of the Project between 2009 and full buildout.

69. Payroll for the UH West O`ahu campus is estimated to be as high as $48.9 million annually (including inflation) by full buildout.

70. Payroll for commercial operations is estimated to reach approximately $40.2 million by full buildout. These wages will support another $71.9 million in indirect and induced employment. In total, commercial operations will create approximately $525.9 million between 2009 and full buildout.

71. The Project is anticipated to feel the pinch of current labor shortages, but this may change. Contractors have been paying higher wages and increasing benefits to attract workers, and unions have initiated return-to-work programs for expatriate members. Unions have also increased recruiting efforts to attract new workers.

72. Currently, the Property generates revenue from the cultivated agricultural lands, which will be withdrawn from agricultural production for the development of the Project. This will result in some loss in revenues, jobs, or payroll; however, the Project will provide numerous employment opportunities. Based on the ample supply of land suitable for diversified agriculture on O`ahu and the relative lack of market demand (compared to the supply available), no mitigation measures are proposed to replace the lost agricultural production associated with the Property.

73. The Project represents a major commitment of public funds. However, new revenues associated with construction and operation of the Project will serve to offset that expenditure. The Project will result in substantial contributions to the local government from taxes on direct and induced spending (excise tax), personal income taxes, and corporate income taxes. The State is estimated to receive new revenues totaling $196.4 million (in 2006 dollars) by full buildout.

SOCIAL IMPACTS

74. At full buildout, the Project will introduce new residents to the `Ewa region and will provide approximately 4,041 residential units (including 761 student housing units). Based on an estimate of 2.9 persons per household, the 3,280 residential units (not including student housing units) will provide homes to approximately 9,512 people. This population increase is consistent with stated governmental policies of directing future growth toward the `Ewa Plain.

75. The proposed UH West O`ahu campus will support 8,640 students, faculty, and staff. The campus will provide much needed higher education opportunities (and employment opportunities) for the growing college-aged population of West O`ahu. UH West O`ahu will be a four-year university offering a broad array of educational opportunities for traditional and non-traditional students. With the addition of the first two years of bachelor degree programs, recent high school graduates will be able to enroll at the UH West O`ahu.

76. The Project will address the provision of affordable housing by coordinating with the DPP and the City and County Department of Community Services. Petitioner is particularly motivated that the Project provides workforce housing for faculty and staff as it is difficult to attract the best candidates without it. In addition, Petitioner will eventually include approximately 760 student housing units

with approximately 3 beds each. Thus, there will be approximately 2,280 fewer students that would be competing for affordable rentals in the open market.

77. The regional identity of the Property will change as the Property changes from agricultural land to a campus community.

IMPACTS UPON RESOURCES OF THE AREA

Agricultural Resources

78. The Property was historically used for sugarcane cultivation, with the last harvest in 1994. The majority of the Property is now under month-to-month revocable leases to Aloun Farms, Inc., and A.M. Enterprise, Inc., for fruit and vegetable farming. These agricultural activities have significantly disrupted the original vegetation.

79. Portions of the currently cultivated lands within the Property will be withdrawn from agricultural production as portions of the Property are developed, which would have a negative impact on the agricultural lessees. This will result in some loss in revenues, jobs, and payroll generated by agricultural activities. However, the State and City and County have long planned for new development on the Property, and the Property is within the State Land Use Urban District. The tenants have been fully aware, for quite some time, that the Property would be used to accommodate future development in the region.

Flora

80. K. M. Nagata conducted a survey of the 1,300-acre Petition Area, which included the Property, between mid-September and early October 1996. To verify the findings of this survey and to more accurately inventory and map the plants, Char & Associates conducted a survey in December 1996 and reported findings in January 1997. In June 2003, a botanical survey of the approximately 500-acre Property was conducted by Char & Associates.

81. The vegetation on the Property is dominated by introduced or alien species. A total of 95 plant species were observed during the 2003 study. Of these, 89 (94 percent) are introduced. Four species are indigenous or presumably indigenous, including `ilima (*Sida fallax*), hoary abutilon (*Abutilon incanum*), `uhaloa (*Waltheria indica*), and pōpolo (*Solanum americanum*). Two endemic species are the endangered ko`oloa`ula (*Abutilon menziesii*) and pa`uohi`iaka (*Jacquemontia ovalifolia subsp. sandwicensis*).

82. Ko`oloa`ula, or *Abutilon menziesii*, is found in dry, lowland habitats on the islands of O`ahu, Maui, Lāna`i, and Hawai`i. In 1986, the species was federally listed as endangered and is protected under the provisions of the Endangered Species Act of 1973, as amended, and chapter 195D, Hawai`i Revised Statutes ("HRS"), as amended. In its natural habitat, the plants are threatened by browsing animals,

competition from weedy introduced species, fires, predation by insects, loss of native pollinators, and development.

83. A single plant of the endangered *Abutilon menziesii* was found within the Property in the 1997 survey by K. M. Nagata but has since died. The plant was identified as Cluster D, and seeds may be present in the soil or around the cluster. A few individual plants exist along the southeastern boundary of the Property. These plants represent the most mauka extension of the Cluster C population.

84. In accordance with both State and Federal regulations, mitigation measures have been identified in the HCP for the *Abutilon menziesii* at Kapolei prepared in consultation with the State Department of Land and Natural Resources ("DLNR"). The goal of the HCP is to initiate and sustain a program that would result in an overall net gain in the number of *Abutilon menziesii* on O`ahu. The major strategy designed to mitigate impacts and to benefit the species is the creation of three protected offsite wild populations on O`ahu from the single degraded Kapolei population. The new offsite populations will protect existing individuals as well as the genetic diversity of the existing population.

85. The primary funding mechanism is a trust fund for endangered species as promulgated in section 195D-31, HRS. The DOT will provide the funding to implement the HCP. The North-South Road, as planned, would affect approximately 25 percent of the population, and the other Kapolei projects (i.e., Kapolei Parkway

Extension, DHHL developments, and DLNR developments) would affect the remaining 75 percent. As agreed by the DOT and the DLNR in a Memorandum of Agreement, the DOT on March 14, 2001 made available funds in the amount of $250,000 for the initial five years of HCP implementation. The DOT has developed a process for third party developers to utilize the Incidental Take License through a Certificate of Inclusion.

86. On April 8, 2004, the BLNR unanimously approved the HCP and accompanying Incidental Take License and Certificate of Inclusion. Petitioner is included in the Certificate of Inclusion for the Incidental Take License.

87. Petitioner has already contributed approximately $50,000 to the DLNR's Division of Forestry and Wildlife for the HCP.

88. Seeds that may be present in the soils and the few individual plants along the southeastern boundary of the Property will be removed. However, the long-term impact on the *Abutilon menziesii* population in Kapolei would be beneficial, as proposed mitigation measures in the HCP will ensure the future propagation of new plants.

89. Once construction and buildout of the UH West O`ahu campus is complete, use of the *Abutilon menziesii* in the Project's landscaping and continued use of the *Abutilon menziesii* nursery for propagation will ensure a much larger and vigorous population of the *Abutilon menziesii* than would have occurred without development of the Property.

Fauna

90. Phillip L. Bruner conducted a wildlife survey of the Property in April 2005 to document the species of birds and mammals present on the Property and to note any habitat features utilized by native and migratory birds.

91. **Native Land Birds.** No native land birds were observed during the survey. The only species known to exist in this region is the Hawaiian owl, or pueo (*Asio fammeus sandwichensis*), which is listed as an endangered species on O`ahu by the State of Hawai`i. In previous surveys at Barber's Point and Campbell Industrial Park, pueo were seen on several occasion over the past ten years.

92. **Native Waterbirds and Seabirds.** The habitat provided on the Property is not suitable for native waterbirds or seabirds. As expected, none were seen during the survey.

93. **Migratory Birds.** Several Pacific golden-plover, or kolea (*Pluvialis fulva*), were observed during the survey. This bird is not listed as a threatened or endangered species.

94. **Alien Birds.** Sixteen species of alien birds were observed during the survey. None of these species are listed as threatened or endangered. The array and relative abundance of alien birds observed is typical for this region of O`ahu.

95. **Feral Mammals.** The only feral mammals observed during the survey were the small Indian mongoose (*Herpestes auropunctatus*) and feral cats (*Felis*

catus). Rats (*Rattus spp.*) and the house mouse (*Mus musculus*) likely occur in this area. The endangered Hawaiian hoary bat (*Lasiurus cinereus semotus*) is rarely observed on O`ahu and none were observed during this survey.

96. No native, threatened, or endangered species of birds or mammals were observed on the Property and none are expected to be impacted by the Project.

Archaeological and Cultural Resources

97. The 1996 archaeological reconnaissance and assessment for the Petition Area under the 1999 Decision & Order, including the Property, confirmed that no cultural resources are located in Hunehune Gulch, Kalo`i Gulch, or the broad agricultural plains. A field inspection found no cultural resources and it was determined that no further cultural resource work was required.

98. According to the *North-South Road and Kapolei Parkway Final Environmental Assessment*, the gathering of native plant resources may have been a major traditional cultural practice associated with the Property. However, the accessibility of Honouliuli lands to Hawaiians for gathering or other cultural purposes was radically curtailed due to cattle grazing and later commercial sugarcane cultivation.

99. A cultural impact assessment for the Project was conducted. The following Hawaiian historians and cultural preservationists were asked if they were aware of any current cultural practices on the Property: Ms. Momi Kamahele, Mr. Shad Kāne, Ms. Arline Eaton, and Mr. Poni Kamau`u.

100. Many burial sites exist at Pu`u Ku`ua and Pu`u o Kapolei, as well as areas that have already been developed such as Ko `Olina and Kapolei. Most of Kalaeloa and Kapolei were once heavily populated and were prime spots for the Hawaiian spirits to "lele" or leap to the next world, which may explain why so many burial sites can be found on this side of the island. Pu`u Ku`ua was also a battleground, and it is believed that there may be a few heiau in the vicinity.

101. A field inspection was conducted for the North-South Road and Kapolei Parkway Extension in April 2004 and in June 1996. Both surveys were done by Cultural Surveys Hawai`i. Findings show that most of the Property consists of land that was used for sugar cultivation. Since the cessation of sugar production, various developments have taken place or are proposed including: `Ewa Villages (located southeast of the Property) and the Villages of Kapolei (located southwest of the Property). There were no properties related to traditional Hawaiian culture. Two plantation-era structures, however, were observed.

102. Most of the Property has been deserted and no longer produces commercial sugar. Sugar production would have destroyed any historic properties related to Hawaiian culture, and it is unlikely that the Project will impact current cultural practices such as gathering. There should be minimal direct impact upon native Hawaiian cultural practices and beliefs. Given that Kapolei was once very heavily populated, and perhaps once a battlefield, special care will be observed by

Petitioner and the private developer in the event a Hawaiian burial is discovered. Should native `iwi or native Hawaiian cultural or traditional deposits be found during ground disturbance, work will cease and the appropriate agencies will be contacted.

103. Despite past agricultural practices, many landforms surrounding the Property still exist, including Pu`u Ku`ua and Pu`u o Kapolei. The UH West O`ahu campus will be oriented to capitalize on views of these landforms, and the Project will be designed to include references to the mo`olelo (legends and myths) of the area.

Groundwater Resources

104. The `Ewa region of O`ahu overlies the Southern O`ahu Basal Aquifer, a designated Sole Source Aquifer. The gently sloping topography of the `Ewa Plain is comprised of terrestrial alluvium, which is made up of clay and mud eroded from volcanic rock and inter-layered with coral limestone deposited during periods when the area was covered by the ocean. This geologic feature is commonly referred to as caprock, which is approximately 1,000 feet thick near the shoreline. Water in the caprock is too saline to be potable.[2]

105. The potential for surface contamination of water under the caprock is low due to artesian conditions and the relative impermeability of the caprock.

[2] As used herein, the term "potable" means safe drinking water in compliance with Federal and State statutory and administrative requirements.

Infiltration of surface water mauka of the caprock could contaminate potable groundwater resources since the caprock is not present to function as a barrier in this area. Hydrological modeling predicts that the salinity of the caprock aquifer will increase as fresh water recharge declines with the reduction in sugarcane irrigation.

Recreational Resources

106. The East Kapolei Master Plan for the Petition Area upon which the 1999 Decision & Order was based did not include plans for a regional park. The *`Ewa DP* also does not include plans for a regional park within the Property.

107. Existing public recreational facilities in the `Ewa area include regional parks, community parks, neighborhood parks, beach/shoreline parks, and golf courses. The Kapolei Golf Course is located adjacent to and west of the Property. The `Ewa Villages Golf Course is located east of the Property, and the Coral Creek Golf Course is located near Kalaeloa.

108. The demand for recreational facilities in `Ewa will increase as the population grows. Existing regional park facilities in West O`ahu, Central O`ahu, and Waipi`o may be visited by new residents of the development; however, other park facilities are planned in `Ewa. The DHHL residential subdivision adjacent to and south of the Property proposes 4.5 acres for park use and 10.7 acres for a community center to be developed and operated by the Salvation Army. Additional recreational facilities for

the `Ewa region are planned in Kalaeloa and Ho`opili (D.R. Horton's development located east of the Property).

109. The Project will provide additional recreational facilities in compliance with the City and County's Park Dedication Ordinance. The University and/or the private developer will meet with affected City and County departments to discuss specific plans to satisfy the park dedication requirements.

Visual Resources

110. The Property is relatively flat. The Property is bound to the north by Farrington Highway, to the west by the Kapolei Golf Course and the Villages of Kapolei, to the south by the proposed DHHL Parcel B development, and to the east by vacant land proposed for the North-South Road and its related utility and transit corridor. All of these adjoining lands are similarly flat.

111. Panoramic views of areas to the southeast (including the Property) are offered from portions of the H-1 Freeway. Significant views and vistas noted in the *`Ewa DP* and offered from the Property include:

- Views of na pu`u at Kapolei, Pālailai, and Makakilo;
- Mauka and makai views; and
- Views of central Honolulu and Diamond Head.

112. Due to the flat topography of the area, no ocean views are offered from the Property. The most prominent views from within the Property are of the Wai`anae Mountain Range. The Ko`olau Mountain Range and Diamond Head are also

visible from the Property, as are the 138-kilovolt ("KV") power lines that run along the Property from Farrington Highway toward Renton Road.

113. The Property is highly visible from portions of the H-1 Freeway, Farrington Highway, the Villages of Kapolei, and the Kapolei Golf Course. The Property would also be visible from the North-South Road and the proposed DHHL East Kapolei Parcel B.

114. To assess visual resources on O`ahu, the City and County conducted a comprehensive view shed assessment documented in the *1987 Coastal View Study, City and County of Honolulu Department of Land Utilization*. Existing visual resources for the entire O`ahu coastline are inventoried, prioritized, and documented in this study, which describes the `Ewa view shed as generally flat terrain absent of predominant land features. Views are decentralized with no particular focus. The only significant roadway view identified by the study is of the makai area, from Farrington Highway and portions of the H-1 Freeway.

115. The visual appearance of the Property will change from vacant scrub and cultivated vegetation to a campus and mixed-use community. Distant views of the shoreline from the H-1 Freeway may be impacted by the Project; however, the UH West O`ahu campus will serve as an important visual landmark for the `Ewa region. The campus will be oriented to capitalize on views of natural landforms, and views from future internal roadways will be considered to the extent possible.

Extensive landscaping, campus view corridors, and appropriate architectural design will add to the visual character of the area.

ENVIRONMENTAL QUALITY

Noise

116. D. L. Adams Associates, Ltd., prepared an environmental noise assessment report for the Property dated June 2006, which was incorporated into the FEIS.

117. Existing Environment. The existing acoustical environmental at the Property is exposed to daytime ambient noise levels of 42 to 63 A-weighted decibels ("dBA") and nighttime noise levels that range from 34 to 59 dBA, depending on location within the Property. Traffic on H-1 Freeway and Farrington Highway are the dominant sources of noise, although wind, birds, farm equipment and aircraft flyovers also contribute.

118. Aircraft Noise. The day-night equivalent sound level expressed in "Ldn" is a noise metric that is used for evaluating aircraft noises. It is a 24-hour duration measurement consisting of hourly average noise levels with a 10 decibel ("dB") penalty for nighttime hours. The hourly averages are totaled and averaged for the 24-hour period. The Project will not be impacted by noise due to aircraft operations, as the Property is located outside the 55 Ldn noise contour for the Kalaeloa and Honolulu Airport, although some overflights will be audible. No noise mitigation to

attenuate aircraft noise is necessary. According to the Kalaeloa Airport Master Plan and the 2020 Noise Contour Alternatives in that plan, the Property will continue to have aircraft noise levels less than 55 Ldn for all alternatives considered. The Project is outside of both the 55 Ldn and 60 Ldn noise contours for all alternatives considered.

119. Anticipated Noise From Project. Predicted noise levels generated by the Project when built are primarily traffic related and are estimated to increase existing noise levels in the area by less than 2 dB. Noise level increases 3 dB or less are not considered to be significant.

120. Noise Compliance Standards. Residential development in the Property along Farrington Highway will be impacted by vehicular traffic noise from Farrington Highway. Residences constructed on parcels bordering Farrington Highway without noise mitigation measures should be at least 225 feet from the edge of pavement so as not to exceed the U. S. Federal Highway Administration's ("FHWA") maximum exterior noise limit guidelines. Any homes within 225 feet of Farrington Highway will require some type of noise mitigation to meet the criteria. The FHWA guidelines recommend no residential houses should be built within 75 feet of Farrington Highway, even if noise mitigation treatments are planned.

121. Vehicular traffic noise from the North-South Road will impact the Project. Residences constructed on parcels bordering the North-South Road should be at least 100 feet from the edge of pavement so as not to exceed the FHWA's maximum

exterior noise limit of 67 dBA. Any homes within 100 feet of the North-South Road will require some type of noise mitigation to meet the criteria.

122. Noise mitigation measures could include:

- Constructing barrier walls and/or earth berms along roadways;
- Installing air conditioners in buildings instead of relying on natural ventilation;
- Acoustically tile ceiling, louvered closet doors, etc.;
- Using exterior wall constructions that exhibit high noise reductions; or
- Reducing the elevation of roadways relative to adjacent lands.

123. Construction Noise. Development of the Property will involve excavation, grading, and other typical construction activities during construction. The various construction phases of the Property may generate significant amounts of noise. The Project is not expected to impact adjacent properties, since much of the land surrounding the Property is agricultural. Residences from the initial phases of the Property may be impacted by construction noise from subsequent phases due to their proximity to the construction site. The actual noise levels produced during construction will be a function of the methods employed during each stage of the construction process. Pile driving and earth moving equipment, e.g., bulldozers and diesel-powered trucks, will probably be the loudest equipment used during construction. Construction

noise will be relatively short-term, occur only during daytime hours, and will comply with the Department of Health ("DOH") noise regulations.

Air Quality

124. B. D. Neal and Associates conducted an air quality study of the Property in June 2006 to describe the existing air quality and to assess the potential short and long-term direct and indirect air quality impacts that could result from construction and use of the Project. The study also discussed potential impacts on the Project from nearby air pollution sources and proposed measures to mitigate impacts by or on the Project.

125. The present air quality of the Property appears to be reasonably good based on nearby air quality monitoring data. Both Federal and State standards have been established to maintain ambient air quality. At the present time, seven parameters are regulated, including particulate matter, sulfur dioxide, hydrogen sulfide, nitrogen dioxide, carbon monoxide, ozone, and lead. State air quality standards are comparable to the Federal standards, except those for nitrogen dioxide and carbon monoxide, which are more stringent than the Federal standards.

126. Air quality data from the nearest monitoring stations operated by the DOH suggest that all Federal air quality standards are currently being met, although occasional exceedances of the more stringent State standards for carbon monoxide may occur near congested roadway intersections.

127. Air quality in the Property is mostly affected by air pollutants from motor vehicles, industrial sources, agricultural operations, and natural sources to a lesser extent.

128. The H-1 Freeway is a major arterial roadway that presently carries moderate to heavy levels of vehicle traffic during peak traffic hours. Emissions from motor vehicles using this roadway, primarily nitrogen oxides and carbon monoxide, will tend to be carried away from the Property by the prevailing winds.

129. Short-term Impacts and Mitigation. Short-term impacts from fugitive dust will likely occur during the construction phase. To a lesser extent, exhaust emissions from stationary and mobile construction equipment, from the disruption of traffic, and from workers' vehicles may also affect air quality during the period of construction. A dust control plan will be implemented to ensure compliance with State regulations. Fugitive dust emissions can be controlled to a large extent by watering active work areas, using wind screens, keeping adjacent paved roads clean, and covering open-bodied trucks. Paving and landscaping of the Property early in the construction schedule will also reduce dust emissions. All construction activities on the Property will comply with State Air Pollution Control regulations and the provisions of section 11-60.1-33, HAR, on Fugitive Dust.

130. Long-term Impacts and Mitigation. After construction, motor vehicles traveling to and from the Project will result in a long-term increase in air

pollution emissions on the Property. To assess the impact of emissions from these vehicles, an air quality modeling study was undertaken to estimate current ambient concentrations of carbon monoxide at intersections in the vicinity of the Project and to predict future levels both with and without the Project. During worst-case conditions, model results indicated that in the year 2015 without the Project 1-hour and 8-hour carbon monoxide concentrations from vehicular emissions would comply with both the State and Federal air quality standards. With the Project in the year 2015, carbon monoxide concentrations were estimated to increase at some locations on the Property by 20 percent or more. However, worst-case concentrations should remain well within the Federal standards but may approach the more stringent State standards. Nevertheless, the Project will incorporate public transit into the design of the campus. The addition of buffer zones between walkways and roadways will further help mitigate potential air quality impacts, and the Project will include acres of parks and open space. In addition, all internal roads are currently planned to include planting strips or tree wells.

131. Depending on the demand levels, long-term impacts on air quality are also possible due to indirect emissions associated with a development's electrical power and solid waste disposal requirements. Based on the estimated demand levels and emission rates involved, any impacts from the Project will likely be negligible.

132. Due to the proximity of Campbell Industrial Park, emissions emanating from industrial facilities may occasionally impact the Project through coincidental occurrences of industry malfunctions and southwesterly winds, both of which are relatively infrequent events.

ADEQUACY OF PUBLIC SERVICES AND FACILITIES

Highways and Roadway Facilities

133. The only existing roadway providing access to the Property is Farrington Highway. Farrington Highway is a major arterial roadway that provides east-west mobility through the `Ewa region. It runs along the northwestern boundary of the Property as a 2-lane, undivided roadway.

134. The H-1 Freeway is a 6-lane freeway in the vicinity of the Property. The Makakilo Interchange is located approximately two miles west of the Property, and the Kunia Interchange is located approximately two miles east of the Property.

135. Fort Weaver Road/Kunia Road is currently the principal north-south arterial roadway serving the `Ewa and `Ewa Beach communities. The roadway is located east of the Property.

136. Fort Barrette Road/Makakilo Drive is a major north-south roadway serving Makakilo and Kapolei. The roadway provides access to the H-1 Freeway and Farrington Highway. Fort Barrette Road/Makakilo Drive is located west of the Property.

137. The *O`ahu Regional Transportation Plan* ("ORTP"), prepared for the O`ahu Metropolitan Planning Organization, identifies roadway concepts necessary to support future development in the `Ewa Plain. Major roadway improvements identified by the ORTP include completion of the Kapolei Parkway and the North-South Road.

138. The North-South Road is currently being constructed by the State Department of Transportation ("DOT") as an arterial roadway between the H-1 Freeway and Kapolei Parkway. The North-South Road will border the length of the entire eastern side of the Property and will provide additional access to the H-1 Freeway for the `Ewa region. The North-South Road will also provide sub-regional accessibility for developments in the vicinity of the UH West O`ahu campus. The North-South Road will include three vehicular lanes with paved shoulders in each direction, a 28-foot-wide median that could accommodate an exclusive rapid transit corridor, and sidewalks on both sides. A new interchange connecting the North-South Road with the H-1 Freeway is planned to be completed by late 2008. Once completed, the North-South Road will provide access to the Property from the east. Access to the Property is planned via three intersections at the North-South Road. The University is coordinating with the DOT on roadway improvements for these intersections.

139. Farrington Highway, between the Kapolei Golf Course access road and Fort Weaver Road, is planned to be improved. Approximately 5.5 acres of land

within the Property will be used for improvements to Farrington Highway. The design of Farrington Highway frontage improvements and access intersections will be coordinated with the City and County Department of Design and Construction, and has undergone preliminary review by the DPP Traffic Review and Subdivision branches.

140. A description of the Project's improvements at particular corridors and a timeframe as to when the anticipated improvements are scheduled to occur will be included in the zone change and PRU permit applications.

141. Future transit service near the Property is expected to increase significantly. In the Alternative Analysis Study for the Honolulu High-Capacity Transit Project ("HHCTP"), the Department of Transportation Services ("DTS") explored the feasibility of several alternative ways to implement a high-capacity transit line within a 23-mile corridor extending from Kapolei to UH Manoa.

142. Three of the four possible alignments in the Kapolei/ `Ewa section of the HHCTP Fixed Guideway Alternative would be located immediately adjacent to the Project, either on Farrington Highway or on the North-South Road. All three alignments include two stations adjacent to the Property.

143. The Alternative Analysis Study also evaluated major upgrades in bus service within the Property. The current bus route can be modified or supplemented to accommodate service to the Project while still servicing the current route.

144. Parsons Brinckerhoff Quade & Douglas, Inc., prepared a traffic study for the Project in May 2006 to identify existing traffic conditions.

145. Automatic traffic recorders were placed along Farrington Highway in the vicinity of the future North-South Road on April 15, 2004. The AM peak hour of traffic occurred between 7:00 AM and 8:00 AM, and the PM peak hour of traffic occurred between 4:30 PM and 5:30 PM, respectively. In the vicinity of the Property, Farrington Highway operated at an acceptable Level of Service ("LOS")[3] E during both AM and PM peak hours of traffic.

146. Project-generated Traffic. At full buildout, the Project is estimated to generate 3,075 vehicular trips (1,578 entering and 1,497 exiting) during the AM peak hour. The Project is estimated to generate 4,818 vehicular trips (2,369 entering and 2,449 exiting) during the PM peak hour. All intersections operated at an average no worse than LOS D, with or without the Project, during both AM and PM peak hours of traffic.

147. Total Traffic. By buildout, much of the future roadway network in the vicinity of the Project is assumed to be in place. All intersections analyzed are

[3] The Highway Capacity Manual defines six LOS, with A indicating the best condition and F indicating the worst condition. The LOS for signalized and unsignalized intersections is defined in terms of average user delays. LOS A indicates little or no delay. LOS B indicates short traffic delays. LOS C indicates average traffic delays. LOS D indicates long traffic delays. LOS E indicates very long traffic delays. LOS F indicates that demand volume exceeds capacity, resulting in extreme delays that may cause severe congestion and may affect other movements at the intersection.

projected to operate acceptably (LOS D or better) during the peak hours of traffic, with or without the Project.

148. In general, the Project will increase traffic volumes in the area as the campus population increases and the Project achieves buildout. Initial development of the campus will accommodate only 1,520 students, and buildout of the 7,600-student campus will occur over several years. Currently, 23 percent of undergraduate students at the UH Manoa campus reside on the west side of Red Hill, and traffic on the H-1 Freeway is noticeably heavier when the UH Manoa campus is in session. Providing an additional campus and employment center in Kapolei for Leeward and Central O`ahu residents could divert enough vehicles to improve eastbound traffic flow on the H-1 Freeway.

149. Phase 1 of the Project is estimated to generate 665 vehicular trips (367 entering and 298 exiting) during the AM peak hour and 1,040 vehicular trips (492 entering and 548 exiting) during the PM peak hour.

150. For the initial 1,520-student campus, 760 parking stalls are estimated to be required. This requirement is higher than both the Institute for Traffic Engineers ("ITE") standard and the ratio utilized for the ultimate 7,600-student campus. For the ultimate 7,600-student campus, approximately 2,812 parking stalls will be provided. This number is equal to the ITE suggested parking requirement of 2,812 stalls. The University will continue to work with the City and

County during the PRU permitting process to ensure that the design of future parking facilities adequately meets future needs.

Water Service

151. Engineering Concepts, Inc., prepared an infrastructure study for the Project in June 2006, which addressed the water requirements for the Project.

152. The Property lies over the Pearl Harbor Aquifer and the `Ewa Caprock Aquifer, and is within the Board of Water Supply's ("BWS") 440 and 215-foot elevation service zones. Based on discussions with the BWS, water is available to both service zones from the existing 215-foot Kapolei potable water system. Two major water transmission mains (30 and 36-inch) in Farrington Highway provide water to the 215-foot Kapolei and Barber's Point reservoirs via the Honouliuli line booster and Kapolei line booster. A 4-million gallon ("MG") reservoir for the 215-foot potable water system is planned to accommodate East Kapolei area developments (including portions of the Property). Currently, there are no existing 440-foot potable water system facilities on the Property and a new system will need to be constructed. Water will be conveyed from the 215-foot system to a proposed 440-foot system reservoir through booster pumps.

153. Upgrades to the 215-foot potable water system include the installation of the 4.0-MG reservoir and transmission main in the North-South Road. These upgrades will be completed with ongoing developments in the area. The new

440-foot elevation system will include a 5.0-MG reservoir or two 2.5-MG reservoirs and a transmission main in the North-South Road. These facilities will be completed concurrently with development of the Project. Construction of the 215-foot non-potable water system to the Property is expected to be completed by the BWS before completion of the Project. Petitioner and/or a private developer will be required to pay the BWS Water System Facilities Charges for resource development and transmission.

154. The Honouliuli Water Recycling Facility ("HWRF") produces R-1 recycled water for irrigation and reverse osmosis recycled water for industrial uses. R-1 recycled water is the highest quality recycled water, having gone through filtration and disinfection to make it safe for use on lawns, golf courses, parks, and other places that people frequent. The HWRF currently produces 12 MG of recycled water per day as a non-potable water source for the `Ewa area. The BWS plans to extend the existing 215-foot non-potable water system and install irrigation systems along the North-South Road corridor.

155. A dual potable and non-potable water system is planned for the 215-foot elevation service zone. Based on conventional development, the average potable water demand for the Project is estimated to be 2.584 million gallons per day ("MGD") (1.971 MGD from the 440-foot system and 0.613 MGD from the 215-foot system). The average non-potable water demand for the Project is estimated to be 0.324 gallons per day. The use of non-potable water will be coordinated with the BWS, and

non-potable water will be used (to the extent practicable) as permitted by the DOH. Petitioner has established sustainability guidelines, and with the implementation of water-saving measures, water usage will likely be less than that currently estimated.

156. Required storage for the Project is estimated to be 0.92 MG for the 215-foot potable water system and 4.55 MG for the 440-foot potable water system. Coordination with the BWS and adjacent developers is necessary for the provision of non-potable water.

157. The total booster pump capacity needed is estimated at 5,000 gallons per minute.

158. The proposed onsite water system for the Property will be designed to conform to the BWS' Water System Standards (2002) and will be based on guidelines established in the *`Ewa Water Master Plan* (prepared by Belt Collins in 1987). The Project's water system will be part of the East Kapolei area regional water system, which will accommodate the East Kapolei area and the future demand of the Kalaeloa area. The water master plan for the East Kapolei area has been submitted to and approved by the BWS. Coordination with the BWS and the DLNR, Land Division, will take place to incorporate the Project into the Water Use and Development Plan and the State Water Projects Plan.

159. The onsite water system will consist of pipes ranging in size from 8 to 24 inches in diameter, laid out in loops. Loops are designed into water systems to

provide more reliable flows and provide adequate pressures. Consideration will be taken in the design and operation of the proposed water systems to prevent the cross-connection of these systems and prevent the possibility of backflow of water from the non-potable water system to the potable water system. The two water systems will be clearly labeled and physically separated by air gaps or reduced pressure principle backflow prevention devices to avoid contaminating the potable water supply. Back flow devices will be tested periodically to assure their proper operation and all non-potable spigots and irrigated areas will be clearly labeled with warning signs to prevent inadvertent consumption of non-potable water. All water system facilities plans will conform to applicable provisions of chapter 11-21, HAR "Cross Connection and Backflow Control."

160. Petitioner and/or a private developer will be required to install the necessary water system improvements to serve the Project. Water lines within dedicable roads are planned to be dedicated to the BWS where practicable. Water lines within the campus will not be dedicated to the BWS, unless water line easements are established for such purposes. The campus is intended to be metered by several master water meters, which will be able to provide the adequate fire flow. A backflow prevention device will be required by the BWS at all meter locations.

Wastewater Disposal

161. Engineering Concepts, Inc.'s, infrastructure study addressed the wastewater requirements for the Project.

162. The Property is within the service area of the Honouliuli Wastewater Treatment Plant ("HWWTP"), which has a treatment capacity of 38 MGD. There are future plans to expand the plant's capacity to 51 MGD. The Makakilo Interceptor Sewer and the recently completed Kapolei Interceptor Sewer currently transport wastewater from existing developments west of the Property to the HWWTP. The capacity of the HWWTP is limited by the capacity of the solids handling treatment units, which have a current capacity of approximately 27 to 29 MGD average flow. A planned project to add anaerobic digesters, which will increase the solids treatment capacity, is tentatively scheduled to be completed by early 2007. After completion of this project, the overall HWWTP solids handling capacity will be 38 MGD.

163. Currently, there is no sewer service to the Property. A 30-inch stub-out was provided on the Kapolei Interceptor Sewer for future connection.

164. The HWRF was purchased by the BWS and provides 12 MGD of recycled water to the West Loch and `Ewa Villages Golf Course, `Ewa Mahiko District Park, and Fort Weaver Road.

165. The proposed sewer system for the Property has been coordinated with the *Wastewater Master Plan for East Kapolei* (2004), and pipes have been sized to accommodate the ultimate East Kapolei area development.

166. The average wastewater flow for the Project is projected to be 1.68 MGD.

167. A portion of the major trunk sewer system for the East Kapolei area will run through the Property. The major trunk sewer line will enter the Property from Farrington Highway and exit the Property to the North-South Road. The sewer line, ranging from 21 to 24 inches in diameter, will carry wastewater from the Property (and properties located north of the Property) to the 24-inch trunk line in the North-South Road. Smaller sewer lines ranging from 8 to 12 inches in size will branch off the major trunk line to serve the Property.

Drainage

168. Engineering Concepts, Inc.'s, infrastructure study for the Project addressed the drainage design requirements for the Project.

169. The Property is located in the mid-level portion of the Kalo`i Gulch and Hunehune Gulch watersheds. The Property is bisected by Kalo`i Gulch and Hunehune Gulch, which are characterized as dry ditches within the flat terrain of the Property. At times, significant precipitation causes direct runoff, and since there are no existing drainage improvements within the Property, runoff flows overland via the two

gulches toward the `Ewa Villages Golf Course. The existing gulches are not adequate to handle large storms and excess runoff flows overland.

170. FEMA classifies flood hazard zones on the FIRM as part of the Flood Insurance Program for the City and County. The Property is located in Zone D, which includes areas in which flood hazards are undetermined. If future studies determine that the Property is within the flood zone, the Project must comply with the rules and regulations of the National Flood Insurance Program.

171. The infrastructure study incorporated and relied upon other studies and reports, including the *`Ewa Water Master Plan*, the *East Kapolei Development Master Plan Water Systems Study*, the *Wastewater Master Plan for East Kapolei*, the *University of Hawai`i West O`ahu Infrastructure Study*, the *Engineering Report for the Kapolei Interceptor Sewer*, the *`Ewa Village Drainage Master Plan*, the *North-South Road and Kapolei Parkway Environmental Assessment*, the *Environmental Assessment for the `Ewa Non-potable Water System*, and the *East Kapolei Drainage Master Plan* of June 1998 by R. M. Towill. The infrastructure study and design criteria prepared for the Project is consistent with these drainage reports and infrastructure studies. It conceptually builds upon and develops a drainage solution for the Project that is in accordance with the regional drainage Technical Solution for the Kalo`i Gulch watershed.

172. Projected peak flows for the UH West O`ahu campus are 849 cubic feet per second ("cfs") (10-year storm) and 1,462 cfs (100-year storm). Runoff and flood

waters from the Kalo`i Gulch watershed will be conveyed to a drainage channel within the 300-foot-wide utility, drainage, and access corridor along the east side of the North-South Road. The channel will divert flow in Kalo`i Gulch away from the Property and into a detention basin at the downstream end of the channel above the `Ewa Villages Golf Course. A proposed box drain system will divert the flow from Hunehune Gulch to an approximately 11.2-acre detention basin proposed at the southern boundary of the Property. The flow would then discharge into the regional detention basin through box culverts under the North-South Road.

173. The proposed drainage system for the campus will consist of grate inlets in parking lots and landscaped areas, curb inlets along roadways, underground pipe/box drains, and an approximately 10-acre detention/water quality basin with a flow control structure. The approximately 11.2-acre detention basin is proposed at the southern boundary of the Property will accommodate the privately-developed lands.

174. The flood control detention areas will be required until a downstream drainage connection to the Pacific Ocean is established at Oneula Beach Park. An ocean outlet at Oneula Beach Park is being permitted by Haseko as a component of the regional drainage solution for the Kalo`i Gulch watershed. An FEIS describing a proposed surface channel over Oneula Beach Park has been accepted by the City and County (December 2005).

175. According to the Department of the Army ("DA"), the upper reaches of Kalo`i Gulch within the Property do not have regulated tributary connection to waters of the U. S. A DA permit is not required for the proposed filling of Kalo`i Gulch.

176. Petitioner and the other parties in this proceeding have agreed to conditions requiring (1) that Petitioner, its successors, and assigns shall coordinate the design and construction of drainage improvements on the Property required as a result of the development of the Property to the satisfaction of Federal, State, and City and County agencies with the goal of executing an agreement on the interim and ultimate regional drainage plan as soon as possible. Petitioner, its successors, and assigns shall participate in the planning and coordination of offsite improvements with all landowners and developers in the Kalo`i drainage basin, the intervener, and other Federal, State, and City and County agencies; and (2) that Petitioner, its successors, and assigns, agree to work with the City and County to implement interim and long-term regional drainage solutions as follows:

a. Petitioner shall submit an updated drainage master plan if required by the City and County for the Property to the City and County for its review and approval prior to any subdivision approvals other than for minor matters, such as easements.

b. Drainage solutions for the Property shall be compatible with the drainage designs for other developments in the Kalo`i Gulch drainage basin and shall conform to applicable Federal, State, and City and County laws, rules, regulations, and standards.

c. Drainage improvements for the Property shall be consistent with the policies and principles in the *`Ewa DP*.

d. Petitioner shall be responsible for implementing interim drainage improvements which limit channelized runoff to 2,500 cfs at the Property's southern boundary for events up to a 100-year storm. Petitioner shall also take reasonable measures to minimize non-channelized flows from the Property by construction of berms, detention basins, or other appropriate methods. These requirements shall remain in force until long-range regional drainage improvements are in place in accordance with the approved drainage master plan for the Project.

Solid Waste Disposal

177. On O`ahu, most residential and general commercial trash is disposed of at the Honolulu Program of Waste Energy Recovery ("H-POWER") facility, the City and County's waste-to-energy plant located at Campbell Industrial Park. The facility processes over 600,000 tons of solid waste annually, reducing the volume of solid waste going into landfills by 90 percent. Under a purchase power agreement with HECO, the H-POWER facility provides 46 megawatts of renewable energy that supplies power to between 40,000 and 45,000 homes on O`ahu each day. Ash and non-processibles are transported and buried at the Waimānalo Gulch Landfill.

178. Currently, the H-POWER facility has two boilers and one turbine/generator. A proposed third boiler would enable the H-POWER facility to supply electricity to 20 percent more homes each year.

179. Waimānalo Gulch Landfill, which opened in 1989, is located approximately five miles northwest of the Property. The land is owned by the City and

County and the landfill is operated by Waste Management, Inc. The site accepts ash and residue from the H-POWER facility, industrial wastes, and non-combustible construction and demolition debris. Commercial haulers pay $72.75 per ton to dispose solid waste at the facility.

180. Solid waste will be generated during construction and operation of various functions within the Project. The amount of waste generated during construction will vary, depending on the construction activity, campus enrollment, number of residences, and amount of commercial space. Construction will conform to the DOH and the City and County Department of Public Works program goals and objectives of the Integrated Solid Waste Management Act, chapter 342G, HRS. Construction will also comply with the City and County's approved integrated solid waste management plans in a schedule and timeframe satisfactory to the DOH. Special disposal may be required for certain materials used on the campus, depending on the research facilities and laboratories.

181. Per comments received from the State Office of Environmental Quality Control during the Public Review Period, a construction waste recycling plan will be prepared before construction is initiated. All solid waste generated during construction of the Project shall be directed to a DOH permitted solid waste disposal or recycling facility. Also, all highway and road construction improvement projects funded by the State or a county or roadways that are to be accepted by the State or a

county as public roads shall utilize a minimum of 10 percent crushed glass aggregate as specified by the DOT in all base-course (treated or untreated) and sub-base when the glass is available to the quarry or contractor at a price no greater than that of the equivalent aggregate.

182. Recycling shall be encouraged within the Project including the reuse and recycling of green waste generated during construction clearing and grubbing activities, the use of recycled construction and demolition wastes and the use of materials made from recycled products, the use of locally produced compost as available for landscaping, and the provision of space for recycling bins in the detailed design of the community.

183. At full buildout, the solid waste generated by the Project is estimated to average approximately 80,926 pounds per day. This estimate does not account for solid waste that would be recycled, which would be a considerable amount. Sustainability guidelines have been established for the portions of the Property to be retained by Petitioner. These guidelines strive to achieve a LEED® NC silver standard to reduce, reuse and recycle materials, to minimize generation of solid waste, and to achieve diversion from landfills. Petitioner will promote the optimal use of solid wastes through programs of waste prevention, energy resource recovery, and recycling with the goal that all of its wastes are utilized pursuant to chapter 344-4.2, HRS. The privately-developed lands will also strive to achieve the applicable design criteria and

the recommended LEED® community performance standards. Any increase in solid waste from the Project is expected to be accommodated by the existing solid waste disposal facilities.

Schools

184. Existing Conditions. Public schools in the vicinity of the Property include Kapolei High School and Kapolei Middle School along Kapolei Parkway (to the south). The 2004 to 2005 school year enrollment and the 2005 to 2006 Fall enrollment for these schools as well as others in the vicinity are listed in the Table below. Fall enrollment is generally higher than school year enrollment.

PUBLIC SCHOOL ENROLLMENT

SCHOOL	2004-2005 SCH. YR. ENROLLMENT	2005-2006 SCH. YR. FALL ENROLLMENT
Barber's Point Elementary	413	529
Campbell High School	1,837	2,283
`Ewa Elementary	791	933
`Ewa Beach Elementary	557	665
Holomua Elementary	1,302	1,442
`Ilima Intermediate	1,155	1,201
Kaimiloa Elementary	600	679
Kapolei Elementary	1,043	1,126
Kapolei Middle School	1,493	1,580

Kapolei High School	1,872	2,333
Makakilo Elementary	460	509
Mauka Lani Elementary	503	577
Pōhākea Elementary	497	551

The West O`ahu area has a higher proportion of high school graduates than the rest of the City and County. It also has a lower share of citizens with baccalaureate degrees.

185. Anticipated Impacts. The Project will likely increase the number of students enrolled in public schools. The Department of Education ("DOE") estimated that when the Project is mature, that there will be approximately 1,771 public school students living within the Property and that would be enough elementary school students to fill one elementary school. A 12-acre elementary school is proposed within the southern portion of the Property. The school is projected to accommodate a typical DOE elementary school for 550 students and 60 faculty and staff.

186. The DHHL is proposing an elementary school and a separate middle school site on its lands immediately east of the Property. The DOE is contemplating a high school on DLNR lands immediately north of the Property and had been in discussion with developers for additional school sites in the East Kapolei area.

187. School-aged children living in the Project may attend private schools in the `Ewa and Kapolei area, including:

- Friendship Christian Schools (preschool and kindergarten to 12th grade);
- Island Pacific Academy (kindergarten to 12th grade);
- Lanakila Baptist Schools – High School (7th grade to 12th grade);
- Messiah Lutheran School (kindergarten to 8th grade); and
- Our Lady of Perpetual Help School (kindergarten to 8th grade).

The UH West O`ahu campus will help to meet the demand for higher education facilities in the `Ewa region.

188. Petitioner and all other parties stipulated to a condition of approval requiring that Petitioner, its successors and assigns shall contribute to the development, funding and/or construction of public schools as mutually agreed with the DOE. Petitioner and the DOE shall enter into written agreement on this matter prior to obtaining approval for City and County zoning.

Police and Fire Protection

189. The Property falls within District 8 of the City and County Police Department ("HPD"). This police district includes the Wai`anae Coast, Makakilo, the `Ewa Plain, and the City of Kapolei (approximately 128 square miles and approximately 35 miles of coastline), and has approximately 100 field officers in 18 beats. Response time for the entire district ranges between five and seven minutes. In 2000, the Kapolei District Station was opened at 1100 Kamokila Boulevard to meet the growing needs of

the `Ewa Plain communities. A storefront station is located at the intersection of Fort Weaver Road and Renton Road. The only district substation is located in Wai`anae.

190. With development of the Project, there will be an occasional and unavoidable increase in demand for police service. Onsite security would be provided for the campus; however, officers at the Regional Kapolei Police Station would respond to calls for police service. These occurrences are not expected to significantly impact the police protection provided to the rest of the community. Vehicular and pedestrian traffic facilities will be designed to avoid conflicts. The `Ewa Villages Substation is planned to service the East `Ewa region, including the Project. The service date for this substation has not been determined.

191. Fire protection in the `Ewa area is provided by the City and County Honolulu Fire Department ("HFD") `Ewa Beach Fire Station (engine company), Makakilo Fire Station (engine company), and Kapolei Fire Station (engine and ladder company). Kapolei Fire Station, previously known as Campbell Industrial Park Fire Station, is the Battalion 4 Headquarters located in Kapolei Business Park.

192. Portions of the Property are comprised of vacant scrub vegetation, which, combined with the low rainfall characteristic of the `Ewa region, creates a potential fire hazard.

193. Urban structures and landscaping for the Project will eliminate the potential fire hazard posed by the existing scrub vegetation. Although all buildings will

be equipped with modern fire control devices and access for fire apparatus, water supply, and building construction will conform to existing codes and standards, an occasional and unavoidable increase in demand for fire protection services is likely to result. To meet the projected population and economic growth in `Ewa by 2020, three fire stations are planned at `Ewa Villages, Ko `Olina, and Makaīwa Hills, but service dates have not been determined. The Project would be serviced by the proposed `Ewa Villages Fire Station in Tenney Village. As the population of `Ewa grows and the planned fire stations are established, the Project will be adequately protected from the unavoidable occurrence of fire, and as such no significant impacts to fire protection facilities or services are expected to result from the Project.

194. As required by the HFD, a private water system in which all appurtenances, hydrant spacing, and fire flow requirements meet BWS standards will be provided. Water infrastructure shall be designed and installed in accordance with the Uniform Fire Code, section 903.2, as amended. A fire department access road within 150 feet of the first floor of the most remote structure will also be provided. Fire apparatus access roads shall be designed and constructed in accordance with the Uniform Fire Code, section 902.2.1. This access will have a minimum vertical clearance of 13 feet and 6 inches, be constructed of an all-weather driving surface that complies with the City and County DTS standards, be capable of supporting the minimum 60,000-pound weight of fire apparatus, and be of a gradient not exceeding 20 percent.

The unobstructed width of the access road will meet City and County requirements, and all dead-end fire apparatus access roads in excess of 150 feet in length will be provided with an approved turnaround having a radius complying with the DTS standards. Fire hydrants will be spaced throughout the campus within 150 feet of all sides of unsprinklered buildings and 150 feet of the face of sprinklered buildings. All multi-story buildings are assumed to be sprinklered. In addition, civil drawings will be submitted to the HFD for review and approval.

Medical Services

195. St. Francis Medical Center – West is the nearest hospital facility to the Property. Ambulance service is coordinated with the City and County, and the hospital is equipped with a helipad. St. Francis Medical Center – West offers general hospital services, including emergency care, outpatient care, lab and imaging services, and medical offices. The hospital has 79 licensed beds available, and bed capacity will soon be increased to 84 beds. The hospital is operating at approximately 80 percent occupancy and has space available for a total of 136 beds. Emergency medical and surgical services are also be provided at Pali Momi Medical Center (116 beds) in `Aiea and Wahiawa General Hospital (162 beds, of which 93 are for long-term care).

196. The HFD Emergency Medical Services ("EMS") Division staff and trucks are located at the Wai`anae Fire Station. New EMS units have recently been

established in Nanakuli and Kapolei, and are designated as Advanced Life Support units.

197. Non-emergency medical services are offered at the Kaiser Permanente Punawai Clinic in Waipahu and major hospital facilities in urban Honolulu, an approximately 30-minute drive from the Property. Additionally, Kapolei Medical Park, located across Kapolei Shopping Center at the corner of Farrington Highway and Fort Barrette Road, opened in 2000. The 50,000-square-foot facility provides rental space for tenants including Ambulatory Services, Inc.; Hawaii Medical Services Association; Kaiser Permanente; and Straub Kapolei Family Health Center.

198. There will be an occasional and unavoidable demand for emergency medical services by students, faculty, staff, or visitors within the Project. However, it is unlikely that this demand will impact the level of service provided to other O`ahu residents. With planned transportation improvements in the area (i.e., construction of the North-South Road, extension of Kapolei Parkway, and widening of Farrington Highway), adequate access would be provided to the Property. Existing medical and healthcare facilities within `Ewa and nearby should be able to accommodate the anticipated increase in demand.

Electricity and Telephone Service

199. Electricity for the area surrounding the Property is currently provided by HECO. HECO owns and maintains a pole line along Farrington Highway

that supports two 138-KV lines and one 12.47-KV line (with provisions for a 46-KV line in the future).

200. Phase 1 of the Project is expected to generate an electrical demand of 18 megavolt amperes ("MVA") for conventional development (without Energy Star appliances and other energy-saving design measures). At full buildout, the estimated electrical demand is estimated to be 55 MVA. There is insufficient capacity from the existing `Ewa Nui, Kamokila, and Fort Weaver substations to serve the projected load. To accommodate a portion of this increase in load, HECO is proposing to construct two new system distribution substations on the Property. Land for a 1-acre substation site has been set aside at the northern boundary of the Property, and another 1-acre substation site will be sited near the southern boundary of the Property. To serve the Project and surrounding electrical loads, there will be power lines bringing power to the substations, and power lines extending out from the substations. HECO has yet to determine whether the power lines to the substations will be overhead or underground. Petitioner's preference is for the power lines to be installed underground, subject to State Public Utilities Commission ("PUC") approval. The installation of power lines and substations will require approval by the PUC, as well as other applicable State and City and County approvals and permits.

201. Hawaiian Telcom provides telephone service to the `Ewa area and owns and maintains a pole line along Farrington Highway. Oceanic Time Warner

Cable and Pacific Lightnet have an agreement with Hawaiian Telcom for use of its poles and have attached cables to extend their facilities to Kapolei. AT&T has a fiber cable buried within the southern shoulder of the existing Farrington Highway right-of-way. The Federal government also owns a buried joint tactical support cable within the Farrington Highway right-of-way.

202. The Project will increase the demand for telephone/communication service. Hawaiian Telcom and Oceanic Time Warner Cable will need to extend their trunking facilities from Farrington Highway to serve the Project. No significant impacts to existing telephone or cable service are anticipated, and no mitigation measures are proposed for the expansion of existing service. The existing telephone pole line along Farrington Highway is substandard, and Hawaiian Telcom, Oceanic Time Warner Cable, and Pacific Lightnet will have to relocate their lines to new poles along Farrington Highway in the future.

COMMITMENT OF STATE FUNDS AND RESOURCES

203. The Project will require onsite infrastructure (i.e., transportation, drainage, water, and wastewater facilities), which will be provided by the State and its private development partner. The Project will increase the use of existing public infrastructure (i.e., police and fire facilities). However, it is expected that construction and operation of the Project will generate revenues to the State to help offset expenditures incurred by the State for the Project.

CONFORMANCE TO THE CITY AND COUNTY GENERAL PLAN

204. The reclassification of the Property for the development of the Project generally conforms to the City and County *General Plan* with respect to the following objectives and policies:

Population

Objective C, Policy 2: *Encourage development within the secondary urban center at Kapolei and the `Ewa and Central O`ahu urban-fringe areas to relieve developmental pressures in the remaining urban-fringe and rural areas and to meet housing needs not readily provided in the primary urban center.*

Objective C, Policy 4: *Seek a year 2010 distribution of O`ahu's residential population…*

The population of the *`Ewa DP* area grew from 42,931 in 1990 to 68,718 in 2000, representing an increase of 60.1 percent. In comparison, the population for the City and County as a whole increased only 4.8 percent from 836,231 in 1990 to 876,156 in 2000. Residential development in the `Ewa region continues to increase. It is expected that the population of the *`Ewa DP* area will reach 141,864 and 164,462 by 2020 and 2025, respectively, in the secondary urban center.

At full buildout, the Project will introduce new residents to the `Ewa region and will provide approximately 4,041 residential units (including 761 student housing units). Based on an estimate of 2.9 persons per household, the 3,280 residential units (not including student housing units) will provide homes to approximately 9,512

people. This population increase is consistent with stated governmental policies of directing future growth toward the `Ewa Plain.

Natural Environment

Objective A, Policy 4: *Require development projects to give due consideration to natural features such as slope, flood and erosion hazards, water-recharge areas, distinctive land forms, and existing vegetation.*

The `Ewa Plain has long been planned for urban development in accordance with both the City and County and State planning policies. The Project will be compatible with existing land use patterns. Potential hazards include flooding during intense storms and soil erosion during construction. Since much the Property currently consists of exposed soil and scrub vegetation, overall soil loss will likely be reduced after development. Proposed improvements, including extensive drainage control measures, will mitigate the potential flood hazard and control offsite drainage flows. There are no slope hazards or distinctive landforms on the Property.

Transportation and Utilities

Objective A, Policy 2: *Provide transportation services to people living within the `Ewa, Central O`ahu, and Pearl City-Hawai`i Kai corridors primarily through a mass transit system including exclusive right-of-way rapid transit and feeder-bus components as well as through the existing highway system with limited improvements as may be appropriate.*

Objective D, Policy 5: *Require the installation of underground utility lines wherever feasible.*

The UH West O`ahu campus will provide education and employment opportunities near the City of Kapolei, and will help reduce or eliminate the need for

many students, faculty, and administrative personnel to commute into Honolulu. Transit nodes generally consisting of future mass transit stations are planned along the North-South Road and Kapolei Parkway. These bus stops and future mass transit stations (as envisioned by the *`Ewa DP*) would be located at the intersections of the North-South Road with Farrington Highway and Kapolei Parkway. The City and County has also proposed to locate a park-and-ride bus facility on the Koko Head side of the North-South Road, between Farrington Highway and the H-1 Freeway.

Where feasible, new utility lines servicing the Project will be placed underground.

Physical Development and Urban Design

Objective A, Policy 4: *Require new developments to provide or pay the cost of all essential community services, including roads, utilities, schools, parks and emergency facilities that are intended to directly serve the development.*

Objective A, Policy 5: *Provide for more compact development and intensive use of urban lands where compatible with the physical and social character of existing communities.*

Objective C: *Develop a secondary urban center in `Ewa with its nucleus in the Kapolei area.*

Objective D, Policy 1: *Develop and maintain urban-fringe areas as predominantly residential areas characterized by generally low rise, low density development which may include significant levels of retail and service commercial uses as well as satellite institutional and public uses geared to serving the needs of households.*

Objective E, Policy 3: *Encourage distinctive community identities for both new and existing districts and neighborhoods.*

Objective E, Policy 5: *Require new developments in stable, established communities and rural areas to be compatible with the existing communities and areas.*

The Property is located within the secondary urban center at Kapolei and the Project is consistent with the urban growth policy established for the `Ewa Plain. The Project will create an important regional center and facilitate social and cultural events typically associated with a major university. It will also support the needs of the projected population and improve West O`ahu residents' access to higher education facilities. Nearby employment centers currently exist or are planned in the City of Kapolei, Campbell Industrial Park, and Kapolei Business Park. Onsite infrastructure required for the Project will be provided by Petitioner and its private development partner.

Public Safety

Objective B, Policy 2: *Require all developments in areas subject to floods and tsunamis to be located and constructed in a manner that will not create any health or safety hazard.*

The Property is not subject to tsunami. With extensive drainage improvements planned for the Property, storm water runoff will be managed and all potential health and/or safety hazards will be mitigated. Storm water flows will be controlled to limit offsite discharges and permit onsite detention and recharge of storm water.

Health and Education

Objective B: *To provide a wide range of educational opportunities for the people of O`ahu.*
Policy 5: *Facilitate the appropriate location of learning institutions from the preschool through the university levels.*
Objective C: *To make Honolulu the center of higher education in the Pacific.*
Policy 1: *Encourage continuing improvement in the quality of higher education in Hawai`i.*
Policy 2: *Encourage the development of diverse opportunities in higher education.*
Policy 3: *Encourage research institutions to establish branches on O`ahu.*

The proposed UH West O`ahu campus will provide higher education opportunities to the residents of `Ewa, Wai`anae, and Central O`ahu. The mission statement of UH West O`ahu emphasizes quality teaching and flexible class schedules to foster life-long learning, enabling students to pursue career-related education coupled with the values, ideas, and challenges of the liberal arts. By offering approximately half of all courses in the evening or during the weekend, UH West O`ahu strives to meet the educational needs of both the traditional and non-traditional student. The academic program structure stresses the exploration of interdisciplinary studies, cross-cultural and international studies, and communication skills.

CONFORMANCE TO URBAN DISTRICT STANDARDS

205. The reclassification of the Property for the development of the Project generally conforms to the standards applicable in establishing boundaries of the Urban District set forth in section 15-15-18, HAR, in that:

a. The Property is located adjacent to the Villages of Kapolei and the Kapolei Golf Course, which provide urban levels of services and related land uses.

b. Centers of trading are located at the City of Kapolei and the Campbell Industrial Park. Existing employment centers are also located at the City of Kapolei, Campbell Industrial Park, and Ko `Olina Resort. Basic services such as wastewater systems, transportation systems water, solid waste disposal, schools, parks and police and fire protection are, or will be, adequate to serve the Project.

c. The topography of the Property is suitable for urban development, having an overall slope of 1 to 2 percent.

d. The Property is in an appropriate location for urban growth as it is contiguous to existing and planned urban areas and located adjacent to major transportation systems.

e. The Property is surrounded by and contiguous to existing and planned urban areas. In addition, urban development on the `Ewa Plain, including the Property, has been designated as a high priority by both the City and County and the State of Hawai`i to function as O`ahu's secondary urban center.

f. The Property does not constitute scattered, spot development due to the urban nature of the surrounding and planned land uses. The

Project is an "in-fill" development between the Villages of Kapolei, `Ewa Villages, and proposed DHHL subdivisions.

g. Aside from the slopes along the edge of Kalo`i Gulch and Hunehune Gulch, the Property does not contain any lands with general slopes of 20 percent or more.

CONFORMANCE TO THE GOALS, OBJECTIVES, AND POLICIES OF THE HAWAI`I STATE PLAN; RELATIONSHIP WITH APPLICABLE PRIORITY GUIDELINES AND FUNCTIONAL PLANS

206. The reclassification of the Property for the development of the Project generally conforms to the *Hawai`i State Plan*, chapter 226, HRS, with respect to the following applicable goals, objectives, and policies:

> ***Section 226-4 State goals:*** *In order to guarantee, for present and future generations, those elements of choice and mobility that insure that individuals and groups may approach their desired levels of self-reliance and self-determination, it shall be the goal of the State to achieve:*
>
> *(1) A strong, viable economy, characterized by stability, diversity, and growth, that enables the fulfillment of the needs and expectations of Hawai`i's present and future generations.*
> *(2) A desired physical environment, characterized by beauty, cleanliness, quiet, stable natural systems, and uniqueness, that enhances the mental and physical well- being of the people.*
> *(3) Physical, social, and economic well-being, for individuals and families in Hawai`i, that nourishes a sense of community responsibility, of caring, and of participation in community life.*
>
> ***Section 226-5 Objective and policies for population:***
>
> *(a) It shall be the objective in planning for the State's population to guide population growth to be consistent with the achievement of physical, economic, and social objectives contained in this chapter.*

(b) To achieve the population objective, it shall be the policy of this State to:

(3) Promote increased opportunities for Hawai`i's people to pursue their socio-economic aspirations throughout the islands.

Section 226-6 Objective and policies for the economy – in general:

(a) Planning for the State's economy in general shall be directed toward achievement of the following objectives:

(1) Increased and diversified employment opportunities to achieve full employment, increased income and job choice, and improved living standards for Hawai`i's people.

The Project will provide for a diverse range of employment and economic opportunities for Hawai`i residents, both during and after construction of the Project. Short-term construction-related jobs as well as permanent operational jobs will be offered directly and indirectly, increasing employment throughout the region and State. Other socio-economic benefits to West O`ahu residents include opportunities to attend an institution of higher education and obtain a baccalaureate degree without commuting to other areas in O`ahu, and the myriad of social and cultural events associated with universities. With greater economic and educational opportunities, the overall living standards and lifestyles will be enhanced for West O`ahu residents, who will be able to live, work, and attend an institution of higher education within the Second City.

Section 226-11 Objectives and policies for the physical environment – land-based, shoreline, and marine resources:

(a) Planning for the State's physical environment with regard to land-based, shoreline, and marine resources shall be directed towards achievement of the following objectives.

(2) Effective protection of Hawai`i's unique and fragile environmental resources.

(b) To achieve the land-based, shoreline, and marine resources objectives, it shall be the policy of this State to:

(1) Exercise an overall conservation ethic in the use of Hawai`i's natural resources.

(2) Ensure compatibility between land-based and water-based activities and natural resources and ecological systems.

(3) Take into account the physical attributes of areas when planning and designing activities and facilities.

(4) Manage natural resources and environs to encourage their beneficial and multiple use without generating costly or irreparable environmental damage.

(6) Encourage the protection of rare or endangered plant and animal species and habitats native to Hawai`i.

(8) Pursue compatible relationships among activities, facilities, and natural resources.

(9) Promote increased accessibility and prudent use of inland and shoreline areas for public recreational, educational, and scientific purposes.

In accordance with both State and City and County policies, most new development on O`ahu is being directed toward the `Ewa Plain, as its physical attributes are compatible with urban development. The UH West O`ahu campus site was surveyed during the Site Selection Study to ensure that the physical, environmental, and cultural attributes of the site were compatible with the land uses proposed. Most natural features on the Property have been extensively modified by past agricultural activities. A few individuals of the endangered plant, *Abutilon menziesii*, were found along the southeastern portion of the Property, and seeds may be present in the soil where another individual once lived. The HCP has been prepared to

ensure that the species is protected and proliferates. No other unique or fragile environmental resources are known to exist on the Property. The FEIS identifies existing natural and physical site conditions (i.e., slope, soils, drainage characteristics, archaeological sites, flora and fauna, public services and infrastructure) and potential impacts resulting from the Project, and proposes several measures to mitigate potential impacts.

Section 226-12 Objective and policies for the physical environment – scenic, natural beauty, and historic resources:

(a) Planning for the State's physical environment shall be directed towards achievement of the objective of enhancement of Hawai`i's scenic assets, natural beauty, and multi-cultural/historical resources.

(b) To achieve the scenic, natural beauty, and historic resources objective, it shall be the policy of this State to:

(1) Promote the preservation and restoration of significant natural and historic resources.

(3) Promote the preservation of views and vistas to enhance the visual and aesthetic enjoyment of mountains, ocean, scenic landscapes, and other natural features.

(4) Protect those special areas, structures, and elements that are an integral and functional part of Hawai`i's ethnic and cultural heritage.

(5) Encourage the design of developments and activities that complement the natural beauty of the islands.

No significant archaeological sites have been identified on the Property. However, in response to requests from the State Historic Preservation Division ("SHPD") and the Office of Hawaiian Affairs, Petitioner has contracted the preparation of a new archaeological inventory survey. Should any subsurface archaeological

features be uncovered during construction, the SHPD will be notified in accordance with State requirements. These features will be protected or preserved as recommended by the Project's archaeologist and other affected groups, as applicable. The endangered plant species, *Abutilon menziesii*, will be protected with implementation of the HCP. Due to the flat topography of the Property and adjacent lands, there are no ocean views from within the Property and the most prominent views are of the Wai`anae Mountain Range. The Project will provide viewing opportunities of the mountain range, as the Property is currently inaccessible to the public.

Section 226-13 Objectives and policies for the physical environment – land, air, and water quality:

(a) Planning for the State's physical environment with regard to land, air, and water quality shall be directed towards achievement of the following objectives:

(1) Maintenance and pursuit of improved quality in Hawai`i's land, air, and water resources.

(b) To achieve the land, air, and water quality objectives, it shall be the policy of this State to:

(2) Promote the proper management of Hawai`i's land and water resources.

(3) Promote effective measures to achieve desired quality in Hawai`i's surface, ground, and coastal waters.

(4) Encourage actions to maintain or improve aural and air quality levels to enhance the health and well-being of Hawai`i's people.

(5) Reduce the threat to life and property from erosion, flooding, tsunamis, hurricanes, earthquakes, volcanic eruptions, and other natural or man-induced hazards and disasters.

(6) Encourage design and construction practices that enhance the physical qualities of Hawai`i's communities.

(7) Encourage urban developments in close proximity to existing services and facilities.

Planning and design of the Project recognizes the importance and value of the area's land, air, and water resources. The Project will take advantage of the existing aesthetic qualities of the area, while enhancing the physical attributes of the region. Design guidelines will also be developed to ensure compatibility between structures within the Project. The potential flood hazard on the Property will be mitigated by the development of a system of detention facilities that comply with City and County drainage regulations and ensure that pre-development offsite runoff quantities are maintained. Non-potable water will be provided from the 215-foot elevation dual water system planned by the BWS. Natural hazards such as hurricanes, earthquakes, and volcanic eruptions exist, but are no more likely to affect the Property than any other location in the `Ewa Plain.

The Property is adjacent to Farrington Highway and the planned North-South Road. All necessary infrastructure will be sized and engineered to accommodate the Project.

Section 226-15 Objectives and policies for facility systems – solid and liquid wastes:

(a) Planning for the State's facility systems with regard to solid and liquid wastes shall be directed towards the achievement of the following objectives:

(1) Maintenance of basic public health and sanitation standards relating to treatment and disposal of solid and liquid wastes.

Section 226-16 Objective and policies for facility systems – water:

(a) Planning for the State's facility systems with regard to water shall be directed towards achievement of the objective of the provision of water to adequately accommodate domestic, agricultural, commercial, industrial, recreational, and other needs within resource capacities.

(b) To achieve the facility systems water objective, it shall be the policy of this State to:

(1) Coordinate development of land use activities with existing and potential water supply.

Section 226-17 Objectives and policies for facility systems – transportation:

(b) To achieve the transportation objectives, it shall be the policy of this State to:

(6) Encourage transportation systems that serve to accommodate present and future development needs of communities.

(11) Encourage safe and convenient use of low-cost, energy-efficient, non-polluting means of transportation.

(13) Encourage diversification of transportation modes and infrastructure to promote alternate fuels and energy efficiency.

Section 226-18 Objectives and policies for facility systems – energy:

(c) To further achieve the energy objectives, it shall be the policy of this State to:

(4) Promote all cost-effective conservation of power and fuel supplies through measures including:

(A) Development of cost-effective demand-side management programs;

(B) Education; and

(C) Adoption of energy-efficient practices and technologies;

(7) Promote alternate fuels and energy efficiency by encouraging diversification of transportation modes and infrastructure.

Improvements to the wastewater system, such as the construction of wastewater transmission lines, will be completed in accordance with the Project's phasing requirements. Solid waste produced at the Project will be recycled, used to

generate electricity at the H-POWER facility in Campbell Industrial Park, and/or transferred to the Waimānalo Gulch Landfill. Wastewater from the Project will be collected, treated, and disposed of in accordance with applicable DOH and City and County regulations at facilities owned and operated by the City and County. No significant impacts on groundwater resources or the quality of surface water are anticipated to result from the Project. Construction activities will comply with all applicable DOH regulations.

The Property is located within the BWS' 215- and 440-foot elevation water service zones. Upgrades to the existing 215-foot potable water system and a new 440-foot potable water system will be required to accommodate East Kapolei developments. Potable water for the Project will be provided by the 215- and 440-foot systems. Irrigation water will be derived from the 215-foot dual system, when constructed, to conserve potable water for human consumption. All applicable governmental regulations will be observed to ensure public safety and health.

The Project will promote greater energy self-sufficiency, as it is located near essential services, employment centers, and existing and planned residential areas. Pedestrian walkways and bikeways within the campus are planned to encourage alternate forms of transportation. The University plans to adopt energy-efficient design practices and incorporate, as applicable, technologies such as efficient lighting and water heating systems, computerized energy management systems, roof installation,

radiant barriers, landscaping, and energy-efficient windows. Petitioner plans to construct its buildings to the LEED® NC silver standard. It will also explore financing opportunities for energy-efficient technologies with HECO and implement the State's Model Energy Code in applicable phases of the Project's design. As additional employment opportunities become available in the `Ewa region, fewer West O`ahu residents will commute to work outside of the region. This will eventually result in a reduction of energy consumed by transportation vehicles.

During the DEIS public review period, the State Department of Business, Economic Development & Tourism ("DBEDT"), noted that the Project's buildings, activities, and site grounds should be designed and/or retrofitted with energy saving "considerations." Based on DBEDT's comments, Petitioner's mechanical and electrical consultants, in consultation with Petitioner's sustainability consultant, will be directed to review the City and County's Energy code early in the Project and to consult with HECO on demand-side management programs that offer rebates for installation of energy-efficient technologies.

Section 226-52 Statewide planning system.

(a) The statewide planning system shall consist of the following policies, plans, and programs:

(2) The priority guidelines established in this chapter shall provide guidelines for decisionmaking by the State and the counties for the immediate future and set priorities for the allocation of resources. The formulation and revision of state functional plans shall be in conformance with the priority guidelines.

(b) The statewide planning system shall also consist of several implementation mechanisms, including:

(2) The state budgetary, land use, and other decisionmaking processes. The state budgetary, land use, and other decision making processes shall consist of:

(D) Land use decisionmaking processes of state agencies. Land use decisions made by state agencies shall be in conformance with the overall theme, goals, objectives, and policies, and shall utilize as guidelines the priority guidelines contained within this chapter, and the state functional plans adopted pursuant to this chapter. The rules adopted by appropriate state agencies to govern land use decisionmaking shall be in conformance with the overall theme, goals, objectives, and policies contained within this chapter.

The Project complies with the guidelines established by the *Hawai`i State Plan* and *State Functional Plans* regarding the Statewide planning system and the land use decision-making process. The review and approval process for required permits will ensure that the development complies with applicable land use policies and regulations, and will allow the public ample opportunity to review the proposed plans and development program.

Section 226-103 Economic priority guidelines.

(f) Priority guidelines for energy use and development:

(1) Encourage the development, demonstration, and commercialization of renewable energy resources.

(2) Initiate, maintain, and improve energy conservation programs aimed at reducing energy waste and increasing public awareness of the need to conserve energy.

Solar water heating will be encouraged and solid waste from the Project will be used to generate electricity at the H-POWER facility. Overall, energy will be

used more efficiently as residents can live, work, and attend a public university without commuting to Honolulu.

Section 226-104 Population growth and land resources priority guidelines.

(b) Priority guidelines for regional growth distribution and land resource utilization:

(1) Encourage urban growth primarily to existing urban areas where adequate public facilities are already available or can be provided with reasonable public expenditures, and away from areas where other important benefits are present, such as protection of important agricultural land or preservation of lifestyles.

(9) Direct future urban development away from critical environmental areas or impose mitigating measures so that negative impacts on the environment would be minimized.

(10) Identify critical environmental areas in Hawai`i to include but not be limited to the following: watershed and recharge areas; wildlife habitats (on land and in the ocean); areas with endangered species of plants and wildlife; natural streams and water bodies; scenic and recreational shoreline resources; open space and natural areas; historic and cultural sites; areas particularly sensitive to reduction in water and air quality; and scenic resources.

(12) Utilize Hawai`i's limited land resources wisely, providing adequate land to accommodate projected population and economic growth needs while ensuring the protection of the environment and the availability of the shoreline, conservation lands, and other limited resources for future generations.

The proposed UH West O`ahu campus will expand access to, and help meet the projected demand for, higher education facilities in the `Ewa region. Employment opportunities for residents of this region will be directly and indirectly stimulated by construction and operations of the Project. Various public facilities exist within the City of Kapolei, and several new facilities are planned to accommodate the projected population growth for the `Ewa area. The Property is within the State Land

Use Urban District, and transit nodes located near the Property will encourage the use of public transportation and help to alleviate traffic in the area and toward Honolulu.

The Property is located away from the shoreline and outside of an environmentally-sensitive area. During the site feasibility and site selection phases, the Property was surveyed to identify critical environmental areas that would be potentially impacted by the Project. Based on these surveys, it has been determined that:

- No significant potable groundwater resources or recharge areas are associated with the Property;
- No significant wildlife habitats exist on the Property;
- Existing individuals and seeds of an endangered plant species (*Abutilon menziesii*) will be removed from the Property, and the HCP has been developed to protect the species;
- No significant scenic or recreational shoreline resources will be impacted;
- Open space agricultural resources will be affected (the majority of the Property is currently under revocable agricultural leases, and a portion of the Property consists of vacant scrub vegetation); and
- Historic and cultural sites will not be destroyed or altered by the Project.

When available, non-potable water from the BWS' planned 215-foot elevation dual system will be used for landscape irrigation. All construction activities will comply with the DOH regulations to mitigate potential erosion and air and water quality impacts. The Property will be transformed from an agricultural setting to a university campus and community that will accommodate the `Ewa region's projected

population and economic growth and educational needs. Should any historic and cultural sites be discovered during construction, work will halt and the SHPD will be contacted.

207. The reclassification of the Property for the development of the Project generally conforms to the *State Higher Education/University of Hawai`i Strategic Plan, Employment, Energy*, and *Transportation Functional Plans*.

CONFORMANCE TO THE COASTAL ZONE MANAGEMENT PROGRAM

208. The reclassification of the Property for the development of the Project generally conforms to the Coastal Zone Management Program, chapter 205A, HRS, with respect to the objectives and policies relating to recreational resources, historical/cultural resources, scenic and open space resources, coastal ecosystems, economic uses, coastal hazards, managing development, public participation, beach protection, and marine resources.

RULING ON PROPOSED FINDINGS OF FACT

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

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

CONCLUSIONS OF LAW

1. Pursuant to chapter 205, HRS, and the Commission rules under chapter 15-15, HAR, and upon consideration of the decision-making criteria in section 205-17, HRS, this Commission finds upon the clear preponderance of the evidence that the reclassification of the Property, consisting of approximately 500.327 acres of land at Kapolei, `Ewa, O`ahu, Hawai`i, identified as TMK: 9-1-16: 120, 127, and 129, from the State Land Use Agricultural District to the State Land Use Urban District for the development of the Project, subject to the conditions in the Order below, conforms to the standards for establishing the Urban District boundaries, is reasonable, not violative of section 205-2, HRS, and is consistent with the policies and criteria established pursuant to sections 205-16 and 205-17, HRS.

2. Article XII, Section 7, of the Hawai`i State Constitution requires the Commission to protect native Hawaiian traditional and customary rights. The State reaffirms and shall protect all rights, customarily and traditionally exercised for subsistence, cultural, and religious purposes and possessed by ahupua`a tenants who are descendants of native Hawaiians who inhabited the Hawaiian Islands prior to 1778, subject to the right of the State to regulate such rights. The State and its agencies are

obligated to protect the reasonable exercise of customarily and traditionally exercised native Hawaiian rights to the extent feasible. Public Access Shoreline Hawai`i vs. Hawai`i County Planning Commission, 79 Hawai`i 425, 903 P.2d 1246, certiorari denied, 517 U. S. 1163, 116 S.Ct. 1559, 134 L.Ed.2d 660 (1996); 79 Hawai`i 425, 450, n.43, 903 P.2d 1246, 1271, n.43, certiorari denied, 517 U. S. 1163, 116 S.Ct. 1559, 134 L.Ed.2d 660 (1996).

3. The Commission is empowered to preserve and protect customary and traditional rights of native Hawaiians. Ka Pa`akai O Ka `Aina v. Land Use Commission, 94 Hawai`i 31, 7 P.3d 1068 (2000); 94 Hawai`i 31, 45, 7 P.3d 1068, 1082.

4. No significant archaeological sites have been identified on the Property. Previous sugarcane cultivation on the Property would have destroyed any historic properties and cultural resources related to the Hawaiian culture, and it is unlikely that the Project will impact current cultural practices such as gathering. Should any native iwi or native Hawaiian cultural or traditional deposits be found during ground disturbance, work will cease and the appropriate agencies will be contacted.

5. Article XI, Section 1, of the Hawai`i State Constitution requires the State to conserve and protect Hawai`i's natural beauty and all natural resources, including land, water, air, minerals, and energy sources, and to promote the development and utilization of these resources in a manner consistent with their conservation and in furtherance of the self-sufficiency of the State.

6. Most of the natural features on the Property have been extensively modified by past agricultural activities. The HCP that has been prepared will ensure that the endangered plant, *Abutilon menziesii*, is protected and proliferates. No other unique or fragile environmental resources are known to exist on the Property.

7. The Project will incorporate extensive landscaping, campus view corridors, and architectural design to add visual character to the area.

8. Short-term impacts from fugitive dust is likely during the construction phase of the Project. Petitioner will implement a dust control plan to ensure compliance with State regulations. Under the worst-case concentrations, long-term impacts to air quality, primarily from motor vehicle emissions, should remain within Federal and State standards. The incorporation of buffer zones, parks, and open space within the Project should assist in mitigating any potential air quality impacts.

9. The Property will be served by the BWS' 215 and 440-foot potable water systems. A dual potable and non-potable water system is planned for the 215-foot service zone. The use of non-potable water will be coordinated with the BWS, and non-potable water will be used as permitted by the DOH. Petitioner has established sustainability guidelines, and with the implementation of water-saving measures, water usage will likely be less than that currently estimated.

10. Petitioner plans to adopt energy-efficient design practices and incorporate, as applicable, technologies such as efficient lighting and water heating

systems, computerized energy management systems, roof installation, radiant barriers, landscaping, and energy-efficient windows. Petitioner plans to construct its buildings to the LEED® NC silver standard. Petitioner will also explore financing opportunities for energy-efficient technologies with HECO and implement the State's Model Energy Code in applicable design phases of the Project. The privately-developed lands will also strive to achieve the applicable design criteria and the recommended LEED® community performance standards.

11. Article XI, Section 3, of the Hawai`i State Constitution requires the State to conserve and protect agricultural lands, promote diversified agriculture, increase agricultural self-sufficiency, and assure the availability of agriculturally suitable lands.

12. The Project will displace several ongoing agricultural operations on the Property. However, there is ample supply of land suitable for diversified agriculture on O`ahu, and therefore the development should not limit the growth of diversified agriculture.

13. Article XI, Section 7, of the Hawai`i State Constitution states that the State has an obligation to protect, control, and regulate the use of Hawai`i's water resources for the benefit of its people.

14. No significant impacts on groundwater resources or the quality of surface water are anticipated to result from the Project. Irrigation water will be derived from the 215-foot dual system to conserve potable water for human consumption.

DECISION AND ORDER

IT IS HEREBY ORDERED that the Property, consisting of approximately 500.327 acres of land at Kapolei, `Ewa, O`ahu, Hawai`i, identified as TMK: 9-1-16: 120, 127, and 129, and approximately identified on Exhibit "A" attached hereto and incorporated herein by reference and further designated as Docket No. A99-728(a), shall be and is hereby reclassified from the State Land Use Agricultural District to the State Land Use Urban District for the development of the Project and the State land use district boundaries shall be amended accordingly.

Based upon the findings of fact and conclusions of law stated herein, it is hereby determined that the reclassification of the Property for the development of the Project will not significantly affect or impair the preservation or maintenance of natural systems and habitats or the valued cultural, historical, agricultural, and natural resources of the area.

IT IS FURTHER ORDERED that the reclassification of the Property from the State Land Use Agricultural District to the State Land Use Urban District for the development of the Project shall be subject to the following conditions which shall

replace the conditions set forth in the Commission's 1999 Decision & Order, as amended:

1. Petitioner, its successors, and assigns shall provide affordable housing opportunities for residents of the State of Hawai`i in accordance with applicable affordable housing requirements of the City and County. The location and distribution of the affordable housing or other provisions for affordable housing shall be under such terms as may be mutually agreeable between Petitioner, its successors, and assigns, and the City and County.

2. Petitioner, its successors, and assigns shall coordinate and/or participate in the funding and construction of adequate water source, storage, and transmission facilities and improvements to accommodate the Project. Water transmission facilities and improvements shall be coordinated and approved by appropriate State and City and County agencies.

3. Petitioner, its successors, and assigns shall contribute to the development, funding, and/or construction of public schools as mutually agreed with the DOE. Petitioner and the DOE shall enter into written agreement on this matter prior to Petitioner obtaining approval for City and County zoning.

4. Petitioner, its successors, and assigns shall coordinate and/or fund and construct adequate wastewater transmission and disposal facilities, as determined

by the City and County and the DOH, to include the planning design, construction, and scheduling of the proposed Kapolei Interceptor Sewer.

5. If applicable, Petitioner, its successors, and assigns shall grant to the State of Hawai`i an avigation (right of flight) and noise easement in a form prescribed by the DOT on any portion of the Property subject to noise levels exceeding 55 Ldn.

6. If applicable, Petitioner, its successors, and assigns shall not construct residential components within areas exposed to noise levels of 60 Ldn or greater without appropriate noise mitigation measures.

7. Petitioner, its successors, and assigns shall be responsible for implementing sound attenuation measures to bring noise levels from sporting events, vehicular and air traffic in and within the Property down to levels acceptable to the DOH.

8. Petitioner, its successors, and assigns shall participate in the pro-rata funding and construction of local and regional transportation improvements and programs necessitated by the Project in designs and schedules accepted and determined by the DOT and the City and County. Petitioner and/or the DOT shall submit the construction plans as they relate to drainage issues for the North-South Road to the City and County for review and approval.

9. Petitioner, its successors, and assigns of the affected properties shall fund and construct adequate civil defense measures as determined by the City and County and State Civil Defense agencies.

10. Should any previously unidentified burials, archaeological or historic sites such as artifacts, marine shell concentrations, charcoal deposits, or stone platforms, pavings or walls be found, Petitioner, its successors, and assigns of the affected properties shall stop work in the immediate vicinity and the SHPD shall be notified immediately. Subsequent work shall proceed upon an archaeological clearance from the SHPD when it finds that mitigative measures have been implemented to their satisfaction.

11. Petitioner, its successors, and assigns shall coordinate the design and construction of drainage improvements on the Property required as a result of the development of the Property to the satisfaction of Federal, State, and City and County agencies with the goal of executing an agreement on the interim and ultimate regional drainage plan as soon as possible. Petitioner, its successors, and assigns shall participate in the planning and coordination of offsite improvements with all landowners and developers in the Kalo`i drainage basin, the intervener, and other Federal, State, and City and County agencies.

12. Petitioner, its successors, and assigns, agree to work with the City and County to implement interim and long-term regional drainage solutions as follows:

a. Petitioner shall submit an updated drainage master plan if required by the City and County for the Property to the City and County for its review and approval prior to any subdivision approvals other than for minor matters, such as easements.

b. Drainage solutions for the Property shall be compatible with the drainage designs for other developments in the Kalo`i Gulch drainage basin and shall conform to applicable Federal, State, and City and County laws, rules, regulations, and standards.

c. Drainage improvements for the Property shall be consistent with the policies and principles in the `Ewa DP.

d. Petitioner shall be responsible for implementing interim drainage improvements which limit channelized runoff to 2,500 cfs at the Property's southern boundary for events up to a 100-year storm. Petitioner shall also take reasonable measures to minimize non-channelized flows from the Property by construction of berms, detention basins, or other appropriate methods. These requirements shall remain in force until long-range regional drainage improvements are in place in accordance with the approved drainage master plan for the Project.

13. Petitioner shall apply for City and County zoning approval after the Commission reclassifies the Property from Agricultural to the Urban District. Said zone change application shall be accompanied by a conceptual master plan with land use information sufficient to satisfy county zoning and development plan requirements.

14. Petitioner shall comply with City and County zoning requirements. This condition is not intended to delay the construction of public uses or infrastructure to service the Property.

15. Prior to construction of any residential, commercial, or university uses within the Petition Area, Petitioner, or its successors and assigns, shall submit a

Park, Open space and Pedestrian/Bikeway Master Plan to the City and County for its review and approval.

16. Prior to construction of any residential or commercial uses within the Petition Area, Petitioner, or its successors and assigns, shall submit a conceptual Urban Design Plan to the City and County for its review and approval. The Urban Design Plan shall depict the overall design theme and architectural character of streetscapes, residential neighborhoods and town centers. The Plan shall also include a conceptual landscape plan showing treatment of Project entries, major roadways, and common areas.

17. Petitioner, its successors, and assigns, where feasible, shall use indigenous and water conserving plants and turf and incorporate the same into common area landscape planting.

18. Petitioner, its successors, and assigns shall facilitate an air quality monitoring program as specified by the DOH. Petitioner, its successors, and assigns shall notify all prospective buyers of property, and buyers of individual lots or homes of the potential odor, noise and dust pollution resulting from surrounding agricultural and other uses, said notification to include a reference to potential odors emanating from the HWWTP.

19. Petitioner shall fund an approved HCP to facilitate the propagation of the *Abutilon mensiesii* in accordance with the DLNR and U. S. Fish and Wildlife requirements.

20. Vertical residential, commercial, and university components of the Project will not be developed and site work for those areas shall not be undertaken until master drainage and infrastructure improvements for those components are completed.

21. Petitioner or landowners shall develop the Petition Area in substantial compliance with the representations made to the Commission. Failure to do so may result in reversion of the Petition Area to its former classification, or a change to a more appropriate classification.

22. Petitioner shall give notice to the Commission of any intent to sell, lease, assign, place in trust, or otherwise voluntarily alter the ownership interests in the Petition Area, prior to the development of the Petition Area.

23. Petitioner shall timely provide without any prior notice, annual reports to the Commission, the OP, and the DPP in connection with the status of the subject Project and Petitioner's progress in complying with the conditions imposed herein. The annual report shall be submitted in a form prescribed by the Executive Officer of the Commission.

24. The Commission may fully or partially release the conditions provided herein as to all or any portion of the Petition Area upon timely motion and

upon the provision of adequate assurance of satisfaction of these conditions by Petitioner.

25. Within 7 days of the issuance of the Commission's Amended Decision and Order and any subsequent amendments for the subject classification, Petitioner shall (a) record with the Bureau of Conveyances a statement that the Petition Area is subject to conditions imposed herein by the Commission in the reclassification of the Petition Area; and (b) file a copy of such recorded statement with the Commission.

26. Petitioner or landowners shall record the conditions imposed herein by the Commission with the Bureau of Conveyances pursuant to section 15-15-92, HAR.

IT IS FURTHER ORDERED that the remaining approximately 800 acres of land within the Petition Area at Kapolei, `Ewa, O`ahu, Hawai`i, identified as TMKs: 9-1-16: 8, 108, and 109; 9-1-17: 71, 86, and 88; and 9-1-18: 3 and 5 and also approximately identified on Exhibit "A," shall continue to be subject to the conditions in the 1999 Decision & Order, as amended.

ADOPTION OF ORDER

The undersigned Commissioners, being familiar with the record and proceedings, hereby adopt and approve the foregoing ORDER this 13th day of August, 2007. This ORDER and its ADOPTION shall take effect upon the date this ORDER is certified and filed by this Commission.

Done at Honolulu Hawai`i, this 13th day of August, 2007, per motion on July 13, 2007.

APPROVED AS TO FORM

Deputy Attorney General

LAND USE COMMISSION
STATE OF HAWAI`I

By
LISA JUDGE
Chairperson and Commissioner

By
MICHAEL FORMBY
Vice-Chairperson and Commissioner

By
THOMAS CONTRADES
Commissioner

By _____
VLADIMIR PAUL DEVENS
Commissioner

By (absent)
HOWARD HAMAMOTO
Vice-Chairperson and Commissioner

By (absent)
DUANE KANUHA
Commissioner

By _____
RANSOM PILTZ
Commissioner

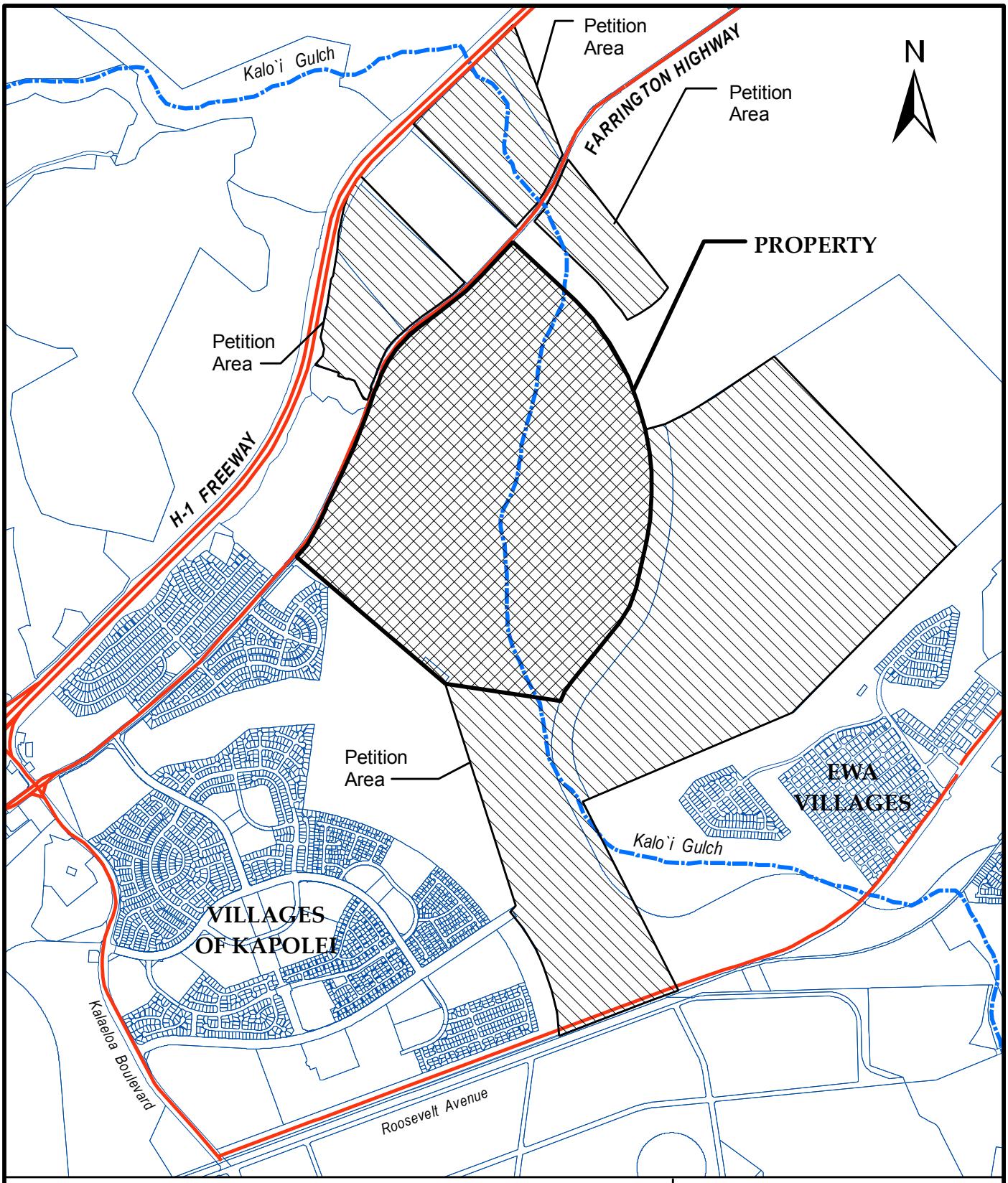
By _____
NICHOLAS TEVES
Commissioner

By _____
REUBEN WONG
Commissioner

Filed and effective on
AUG 13 2007

Certified by:

_____
ANTHONY J. H. CHING

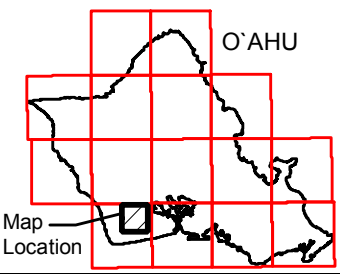


A99-728(a) UNIVERSITY OF HAWAI`I
(Formerly Part of A99-728 Housing and Community Development Corporation of Hawai`i, State of Hawai`i)

LOCATION MAP

Tax Map Key: 9-1-016: 120, 127, & 129
Kapolei, `Ewa, O`ahu, Hawai`i
Scale: 1" = 2,000 feet

EXHIBIT "A"



f:\websluc\dockets\a99728uhwestoahu\a99728uhwestoahu_dando.mxd

BEFORE THE LAND USE COMMISSION
OF THE STATE OF HAWAI`I

In The Matter Of The Petition Of The	)	DOCKET NO. A99-728(a)
	)	
UNIVERSITY OF HAWAI`I	)	CERTIFICATE OF SERVICE
	)	
To Amend The Agricultural Land Use District Boundary Into The Urban Land Use District For Approximately 500.327 Acres Of Land At Kapolei, `Ewa, O`ahu, Hawai`i, Tax Map Key: 9-1-16: 120, 127, And 129	)	

CERTIFICATE OF SERVICE

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

DEL. Mary Lou Kobayashi
Office of Planning
P. O. Box 2359
Honolulu, Hawaii 96804

Carrie Okinaga, Esq.
Corporation Counsel
City & County of Honolulu
530 South King Street
Honolulu, Hi 96813

Diane Taira, Esq.
Deputy Attorney General
Hale Auhau
425 Queen Street
Honolulu, Hawaii 96813

Bryan Yee, Esq.
Deputy Attorney General
425 Queen Street
Honolulu, Hawaii 96813

Henry Eng, Director
Dept. of Planning & Permitting
650 South King Street
Honolulu, Hawaii 96813

J. Douglas Ing, Esq.
Watanabe Ing & Komeiji LLP
999 Bishop Street, 23rd Floor
Honolulu, Hawaii 96813

Angela Fong, Esq.
Oshima Chung Fong & Chung
nka Morihara Lau & Fong LLP
841 Bishop Street, Suite 400
Honolulu, Hawaii 96813

Dated: AUG 13 2007 Honolulu, Hawaii

ANTHONY J. H. CHING
Executive Officer