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Attorney for Petitioner

QUEEN LILI'UOKALANI TRUST,

a private operating foundation

LAND USE COMMISSION
STATE OF HAWAII

2016 MAR 11 A 8:21

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of

QUEEN LILI'UOKALANI TRUST

To Amend the Agricultural District Boundary into the Urban District for approximately 919.366 acres and to Amend the Conservation District Boundary into the Urban District for approximately 188.358 acres, at Keahuolū, Island, County and State of Hawaii, Hawaii Tax Map Key Nos. (3) 7-4-08: por. 2, por. 12

DOCKET NO. A89-646

QUEEN LILI'UOKALANI TRUST'S
**THIRD SUPPLEMENTAL
MEMORANDUM IN SUPPORT OF ITS
MOTION FOR ORDER MODIFYING
THE FINDINGS OF FACT,
CONCLUSIONS OF LAW, AND
DECISION AND ORDER FILED
AUGUST 28, 1991; AFFIDAVIT OF
LEEANN CRABBE; EXHIBITS "11" –
"12"; CERTIFICATE OF SERVICE**

Hearing

Date: _____

Time: _____

**QUEEN LILI‘UOKALANI TRUST’S THIRD SUPPLEMENTAL MEMORANDUM IN
SUPPORT OF ITS MOTION FOR ORDER MODIFYING THE FINDINGS OF FACT,
CONCLUSIONS OF LAW, AND DECISION AND ORDER FILED AUGUST 28, 1991**

Petitioner Queen Lili‘uokalani Trust (“Petitioner”) respectfully submits this Third Supplemental Memorandum (“Supplemental Memorandum”) in Support of its Motion for Order Modifying the Findings of Fact, Conclusions of Law, and Decision and Order Filed August 28, 1991 (“Motion”). The purpose of this Supplemental Memorandum is to make a technical correction to the Motion’s acreage information.

I. Brief Background

Under the Findings of Fact, Conclusions of Law, and Decision and Order filed August 28 1991 (“1991 Decision and Order”) by the State Land Use Commission (“LUC”), the lands identified as the Phase III lands are subject to incremental reclassification to the Urban District. The Motion seeks to remove the Phase III lands from the 1991 Decision and Order. As the Motion states, most of the Phase III lands will be made a part of a new district boundary amendment proceeding to be filed with the LUC at a later date. A small portion of the Phase III lands, less than 15 acres, will be “carved out” to become part of Petitioner’s development project referred to as the Makalapua Project District (“MPD”) development. The Petitioner will seek a district boundary amendment for the carved-out portion from the County of Hawaii under Hawaii Revised Statutes (“HRS”) § 205-3.1(c).¹

¹ HRS § 205-3.1(c) provides that district boundary amendments involving land areas of fifteen acres or less, except in conservation districts, shall be determined by the appropriate county land use decision-making authority. Chapter 28 of the Hawaii County Code permits the County Council, by ordinance, to amend the districting of lands fifteen acres or less located in the State land use urban, rural, and agricultural districts. The acres that will be removed from Phase III for inclusion in the MPD development is less than fifteen acres of Agricultural land.

II. Phase III Lands in the MPD Development

The Petitioner previously stated that 14.37 acres of the Phase III lands would be processed through the County for inclusion in the MPD development. *See* Queen Lili‘uokalani Trust’s Second Supplemental Memorandum in Support of Its Motion for Order Modifying the Findings of Fact, Conclusions of Law, and Decision and Order Filed August 28, 1991, filed January 11, 2016 (“Second Supplemental Memorandum”). The Petitioner is filing this Supplemental Memorandum simply to provide notice that based on recently updated information, Petitioner anticipates that the area to be processed through the County will be 14.96 acres. The MPD development’s overall acreage will also increase accordingly, from approximately 68.51 acres as stated in the Second Supplemental Memorandum, to 69.10 acres.

Exhibit “11” is an updated version of Exhibit “9” to the Second Supplemental Memorandum. Exhibit “11” shows the conceptual land use plan and aerial map for the MPD development with the updated acreage information.

The acreage change resulted from minor refinements to roadway alignments. As noted in the Second Supplemental Memorandum, the Petitioner and the County of Hawaii have been coordinating designs on access routes and a pedestrian promenade along an area between the County’s Kailua Park and the Petitioner’s lands. “Park Road 3,” shown on Exhibit “12,” is envisioned as the future main access point to Kailua Park, and the intention is that the Petitioner will dedicate Park Road 3 to the County in the future.

On or around February 2016, the Petitioner’s engineers recommended making certain refinements to the roadway and intersection alignments along Park Road 3. The refinements will allow for improved site distance and safer crossings for vehicles, bicyclists, and pedestrians accessing Kailua Park or the MPD development. The refinements also bring the design in

conformity with the County's roadway design standards, which will aid the future dedication process.

Exhibit "12" shows the revised alignments. The increase in acreage to the MPD development area is shown in green shading, and the area removed from the MPD development area is shown in red shading. The alignment refinements will result in a change to the acreage of the Phase III lands that will be processed through the County, from 14.37 acres as previously stated to 14.96 acres, and the overall acreage of the MPD will also increase from approximately 68.51 acres to 69.10 acres.

III. Conclusion

The Petitioner respectfully asks that the LUC grant its Motion for Order Modifying the Findings of Fact, Conclusions of Law, and Decision and Order Filed August 28, 1991.

Dated: Honolulu, Hawaii; March 11, 2016.


BENJAMIN A. KUDO
CLARA PARK
Attorneys for Petitioner

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AFFIDAVIT OF LEEANN CRABBE

AFFIDAVIT OF LEEANN CRABBE

STATE OF HAWAII

)

) SS.

COUNTY OF HONOLULU

)

LEEANN CRABBE, being first duly sworn on oath, deposes and says:

1. I am employed by the Petitioner Queen Lili'uokalani Trust ("Petitioner") as one of its Vice Presidents.

2. My duties as Vice President for the Petitioner include overseeing all development activities on the Petitioner's lands. As Vice President, I have been given care, custody and control over the records and files of the Petitioner, which are kept in the Petitioner's ordinary course of business.

3. The lands that are the subject matter of this docket are Petitioner's lands.

4. I submit this affidavit in support of Petitioner's Motion for Order Modifying the Findings of Fact, Conclusions of Law, and Decision and Order filed August 28, 1991 (the "Motion").

5. Attached hereto as Exhibit "11" is a true and correct copy of a draft of the conceptual land plan and existing aerial map for Petitioner's proposed Makalapua Project District development, prepared by Mithun, Inc. Exhibit "11" is an updated version of Petitioner's Exhibit "9," which was filed herein with "Queen Lili'uokalani Trust's Second Supplemental Memorandum in Support of Its Motion for Order Modifying the Findings of Fact, Conclusions of Law, and Decision and Order Filed August 28, 1991," filed January 11, 2016.

6. Attached hereto as Exhibit "12" is a true and correct copy of a map prepared by Mithun, Inc. showing the revisions to the roadway alignments affecting the Makalapua Project District. The Exhibit shows the increase in acreage to the MPD development area in green shading, and the area removed from the MPD development area is shown in red shading.

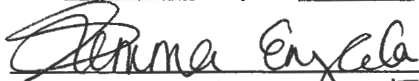
FURTHER AFFIANT SAITH NAUGHT

Executed: Honolulu, Hawaii, March 10, 2016.



LEEANN CRABBE

Subscribed and sworn to before me
this 10 day of March, 2016.



Print Name: Summer Engcabo
Notary Public, State of Hawaii
My commission expires: 12/31/2018

Doc. Date: March 10, 2016 # Pages: 05
Name: Summer Engcabo 1st Circuit
Doc. Description: Affidavit
of LeeAnn Crabbe
Summer Engcabo 3/10/2016
Signature Date
NOTARY CERTIFICATION



L.S



L.S

Makalapua Project District Development

CONCEPTUAL LAND USE PLAN - DRAFT

STATE LAND USE

URBAN = 54.14 ac

STATE LAND USE

AGRICULTURAL = 14.96 ac

(TOTAL = 69.10 ac)

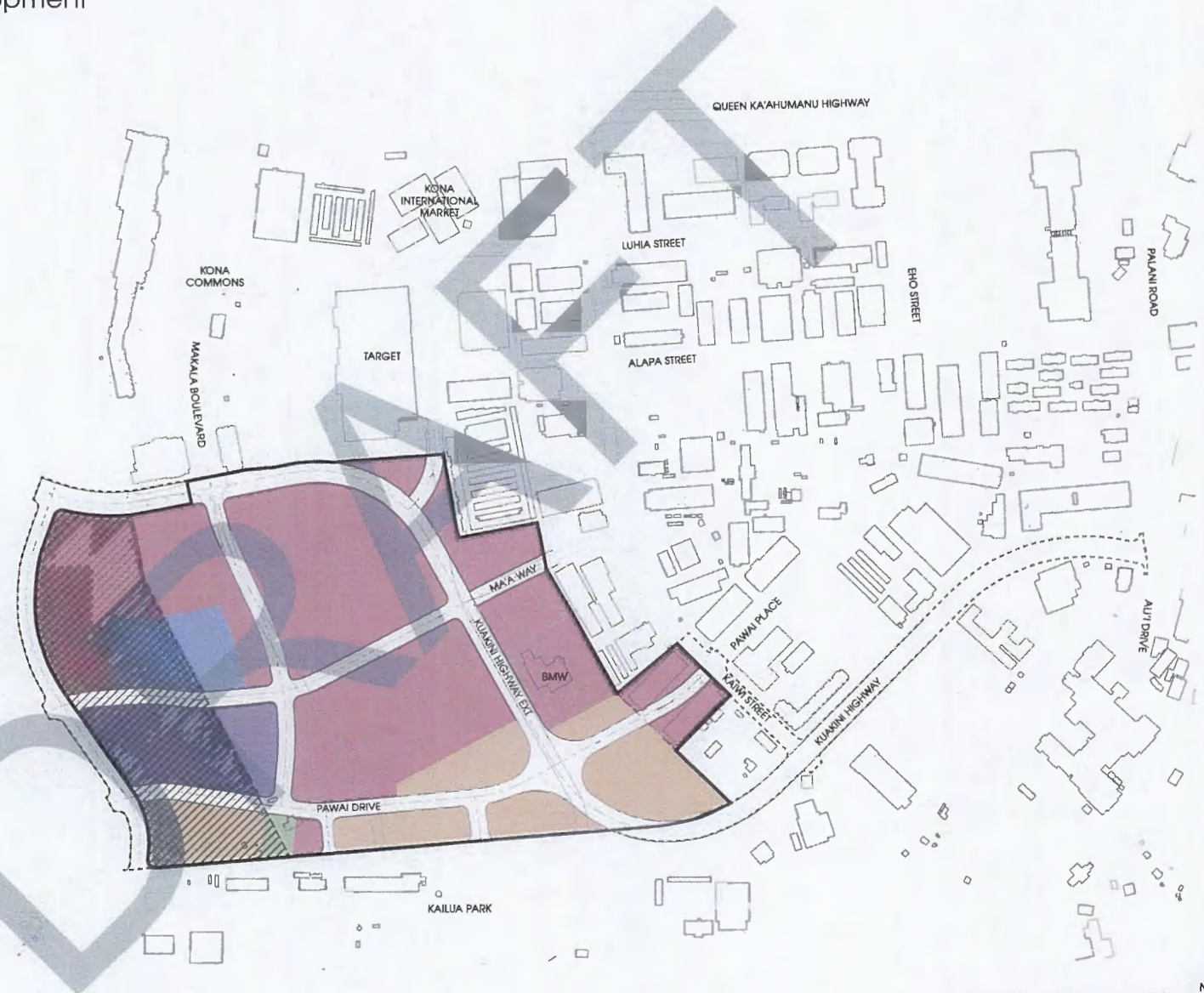
- RESIDENTIAL - 180 DWELLING UNITS
- COMMERCIAL - 470,000 SQUARE FEET
- COMMUNITY - 50,000 SQUARE FEET
- HOTEL - 180 ROOMS
- OPEN SPACE

KEY:

- MAKALAPUA PROJECT DISTRICT
- MAKALAPUA PROJECT DISTRICT: ADDITIONAL EA AREA
- URBAN EXPANSION AREA

MAKALAPUA
PROJECT DISTRICT
KAILUA-KONA HAWAII

QUEEN LILI'UOKALANI TRUST



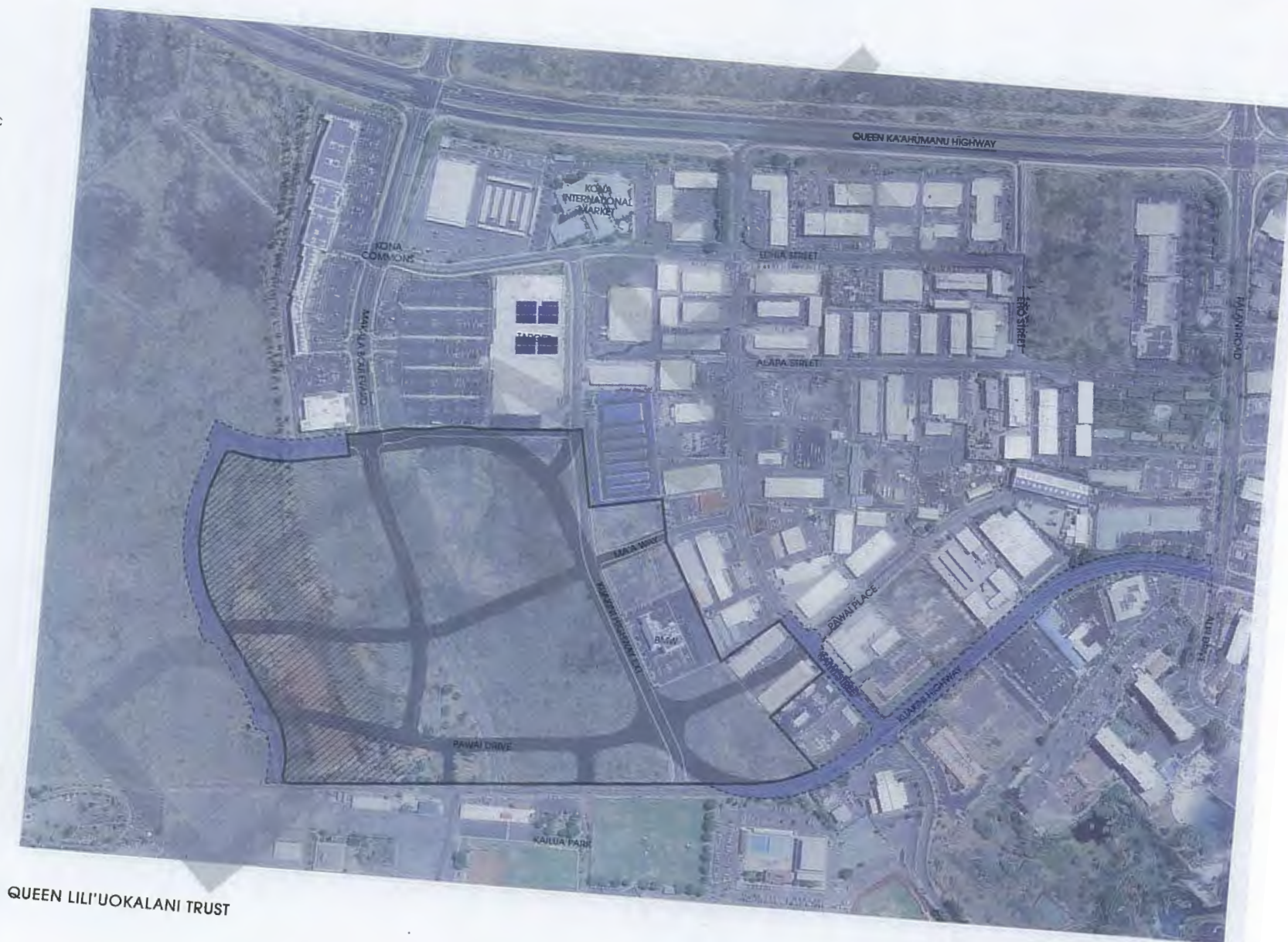
MARCH 9, 2016

EXISTING AERIAL - *DRAFT*

URBAN = 54.14 ac

AGRICULTURAL = 14.96 ac

(TOTAL = 69.10 ac)

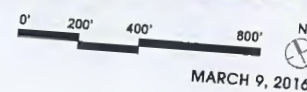


KEY:

- MAKALAPUA PROJECT DISTRICT
MAKALAPUA PROJECT DISTRICT:
ADDITIONAL EA AREA
URBAN EXPANSION AREA

MAKALAPUA
PROJECT DISTRICT
KAILUA-KONA HAWAII

QUEEN LILI'UOKALANI TRUST



MARCH 9, 2016

Makalapua Project District Development

PARK ROAD 3 REALIGNMENT - DRAFT

STATE LAND USE
URBAN = 54.14 ac

STATE LAND USE
AGRICULTURAL = 14.96 ac

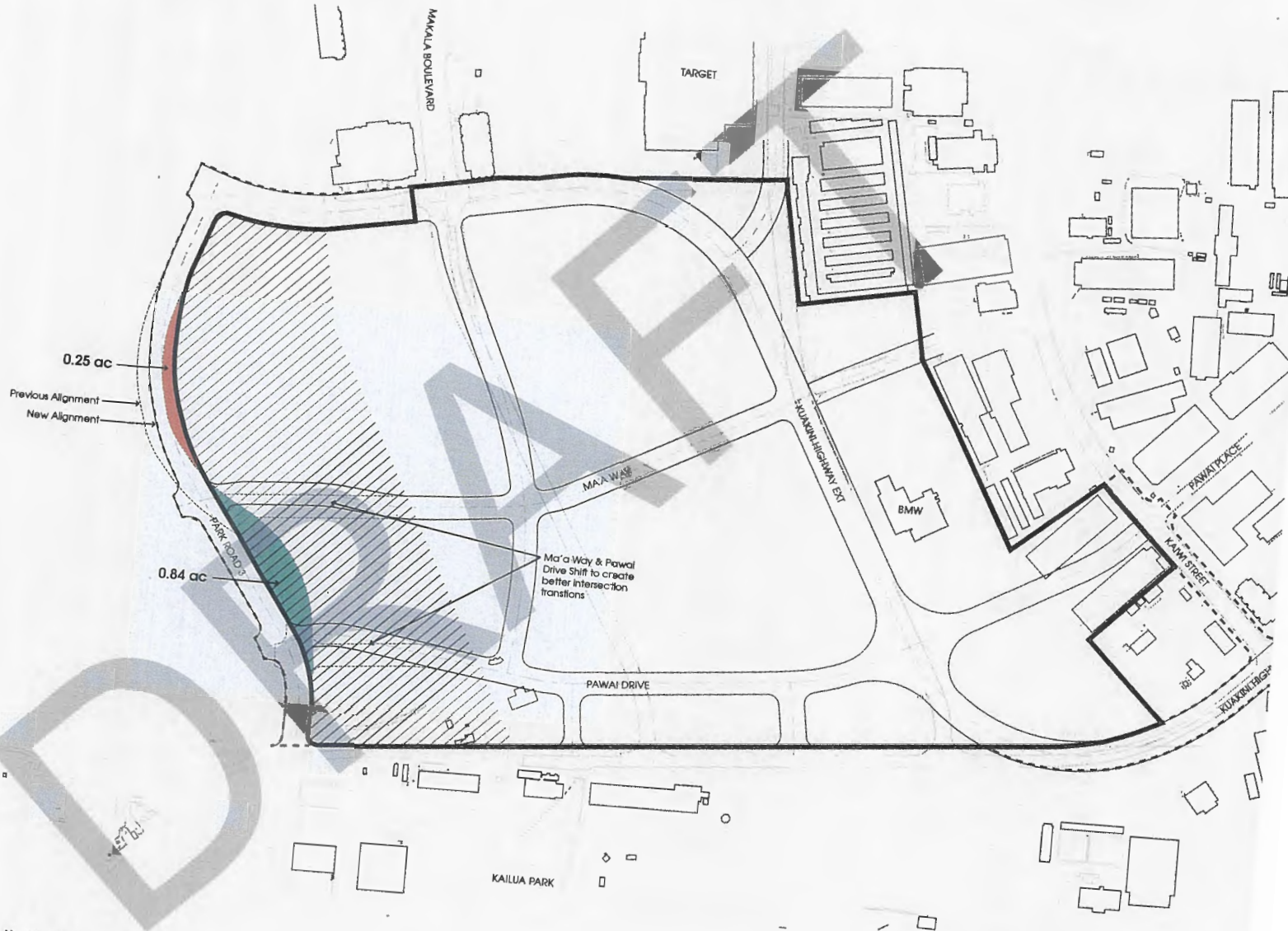
(TOTAL = 69.10 ac)

- 0.25 ac
- Previous Alignment
- New Alignment
- 0.84 ac
- Area added to MPD with Park Road 3 realignment
- Area removed from MPD with Park Road 3 realignment

KEY:
MAKALAPUA PROJECT DISTRICT
MAKALAPUA PROJECT DISTRICT:
ADDITIONAL EA AREA
URBAN EXPANSION AREA

MAKALAPUA
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CERTIFICATE OF SERVICE

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of Queen Lili'uokalani Trust's **Third Supplemental Memorandum in Support** of its Motion for Order Modifying the Findings of Fact, Conclusions of Law, and Decision and Order filed August 28, 1991; Affidavit of LeeAnn Crabbe; Exhibits "11" – "12"; Certificate of Service was served upon the following as indicated below:

BRYAN C. YEE, Esq. Department of the Attorney General Hale Auhau, Third Floor 425 Queen Street Honolulu, Hawaii 96813 Attorney for State Office of Planning	Via U.S. Postal Mail
LEO R. ASUNCION, Jr., AICP, Acting Director Office of State Planning 235 South Beretania Street, 6 th Floor Honolulu, Hawaii 96813	Via U.S. Postal Mail

DUANE KANUHA, Planning Director Planning Department, County of Hawaii 101 Pauahi Street, Suite 3 Hilo, Hawaii 96720	Via U.S. Postal Mail
MARK VAN PERNIS, ESQ., Attorney for Intervenor 75-167F Hualalai Rd., Ste B Kailua-Kona, HI 96740	Via U.S. Postal Mail
HAWAII ELECTRIC LIGHT COMPANY, INC 1200 Kilauea Ave. Hilo, Hawaii 96720 54 Halekauwila Street Hilo, Hawaii 96720 P.O. Box 1027 Hilo, Hawaii 96721-1027	Via U.S. Postal Mail
HILO ELECTRIC LIGHT COMPANY, LIMITED 1200 Kilauea Avenue Hilo, Hawaii 96720 54 Halekauwila Street Hilo, Hawaii 96720 P.O. Box 1027 Hilo, Hawaii 96721-1027	Via U.S. Postal Mail
William V. Brilhante, Jr. Office of Corporation Counsel 101 Aupuni Street, Suite 325 Hilo, Hawaii 96720 Attorney for County of Hawaii	Via U.S. Postal Mail
Amy Self Office of Corporation Counsel 101 Aupuni Street, Suite 325 Hilo, Hawaii 96720 Attorney for County of Hawaii	Via U.S. Postal Mail

<p>GTE HAWAIIAN TELEPHONE COMPANY INCOPORATED, now known as HAWAIIAN TELCOM, INC. 1177 Bishop Street Honolulu, Hawaii 96813</p> <p>161 Kinoole Street Hilo, Hawaii 96720</p> <p>P.O. Box 2200 Honolulu, Hawaii 96841</p>	Via U.S. Postal Mail
<p>WATER BOARD OF THE COUNTY OF HAWAII 25 Aupuni Street Hilo, Hawaii 96720</p> <p>345 Kekuanaoa Street, Suite 20 Hilo, Hawaii 96720</p>	Via U.S. Postal Mail
<p>WATER COMMISSION OF THE COUNTY OF HAWAII 25 Aupuni Street Hilo, Hawaii 96720</p> <p>345 Kekuanaoa Street, Suite 20 Hilo, Hawaii 96720</p>	Via U.S. Postal Mail
<p>HAWAII PLANNING MILL LTD., dba HPM BUILDING SUPPLY 380 Kanoelehua Ave. Hilo, Hawaii 96820</p> <p>16-166 Melekahiwa Street Keaau, Hawaii 96749</p>	Via U.S. Postal Mail
<p>STATE OF HAWAII, DEPARTMENT OF TRANSPORTAION 869 Punchbowl Street Honolulu, Hawaii 96813</p> <p>601 Kamokila Blvd. Room 691 Kapolei, Hawaii 96707</p>	Via U.S. Postal Mail

Kmart Corporation 3333 Beverly Rd., Dept. 824 RE Hoffman Estates, IL 60179 Kmart Corporation 3333 Beverly Rd., Dept. 824 RE Hoffman Estates, IL 60179 Attn: Associate General Counsel, Real Estate	Via U.S. Postal Mail
MACY'S WEST, INC. now known as MACY'S WEST STORES, INC. 1600 Pauahi Tower 1003 Bishop Street Honolulu Hawaii 96813	Via U.S. Postal Mail
KM KONA PARTNERS 1288 Ala Moana Boulevard, Suite 208 Honolulu, Hawaii 96814	Via U.S. Postal Mail
WALLACE THEATER CORPORATION 7132 Regal Ln. Knoxville TN 37918-5803 REGAL CINEMAS, INC. 1136 Union Mall, Suite 301 Honolulu, Hawaii 96813 HOLLYWOOD THEATERS, INC. c/o Regal Cinemas, Inc. 7132 Regal Lane Knoxville, Tennessee 37918 Attn: Real Estate Department	Via U.S. Postal Mail

Dated: Honolulu, Hawaii, March 11, 2016.


BENJAMIN A. KUDO
CLARA PARK
Attorney for Petitioner
QUEEN LILI'UOKALANI TRUST