

**COUNCIL OF THE COUNTY OF MAUI**  
**LAND USE COMMITTEE**

May 26, 2015

**Committee**  
**Report No. \_\_\_\_\_**

Honorable Chair and Members  
of the County Council  
County of Maui  
Wailuku, Maui, Hawaii

Chair and Members:

Your Land Use Committee, having met on March 18, 2015, makes reference to County Communication 15-21, from the Planning Director, transmitting the following:

1. A proposed bill entitled "A BILL FOR AN ORDINANCE AMENDING ORDINANCE NO. 2641 (1998), THE KIHEI-MAKENA COMMUNITY PLAN AND LAND USE MAP FROM BUSINESS/COMMERCIAL (B) TO HOTEL (H) FOR TAX MAP KEY NUMBER (2) 3-9-002:030 (por.), AND TO ALLOW A HEIGHT LIMIT OF SIXTY (60) FEET ON A PORTION OF TAX MAP KEY NUMBER (2) 3-9-002:076, KIHEI, MAUI, HAWAII, FOR THE PROPOSED DOWNTOWN KIHEI PROJECT" ("Community Plan Amendment bill").

The purpose of the proposed bill is to grant a request from The Krausz Companies, Inc., for a Community Plan Amendment from Business/Commercial to Hotel for a 2.6-acre portion of TMK: (2) 3-9-002:030, located on Piikea Avenue in Kihei, Maui, Hawaii, to facilitate development of the proposed Downtown Kihei Project ("project"), consisting of a mix of business, retail, commercial, and hotel uses; and to amend the Planning Standards in the Kihei-Makena Community Plan to allow a height limit of 60 feet on a 29,500-square-foot portion of TMK: (2) 3-9-002:076, to accommodate a proposed movie theater.

2. A proposed bill entitled "A BILL FOR AN ORDINANCE TO CHANGE ZONING FROM R-3 RESIDENTIAL TO H-M HOTEL DISTRICT, FROM R-3 RESIDENTIAL DISTRICT TO B-2 COMMUNITY BUSINESS DISTRICT, FROM R-3

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RESIDENTIAL DISTRICT TO OS-1 OPEN SPACE DISTRICT, FROM R-3 RESIDENTIAL DISTRICT TO B-2 COMMUNITY BUSINESS DISTRICT, FROM R-3 RESIDENTIAL TO OS-1 OPEN SPACE DISTRICT, FROM R-3 RESIDENTIAL DISTRICT TO B-2 COMMUNITY BUSINESS DISTRICT FOR TAX MAP KEY NUMBERS (2) 3-9-002:030, (2) 3-9-002:076, (2) 3-9-002:080, AND (2) 3-9-002:158, FOR PROPERTY SITUATED AT KIHEI, MAUI, HAWAII, FOR THE PROPOSED DOWNTOWN KIHEI PROJECT” (“Change in Zoning bill”).

The purpose of the proposed bill is to grant a request from The Krausz Companies, Inc., for a Change in Zoning from R-3 Residential District to H-M Hotel District for approximately 2.6 acres, from R-3 Residential District to B-2 Community Business District for approximately 18.3 acres, and from R-3 Residential District to OS-1 Open Space District for approximately 6.5 acres, respectively, for properties located at 1228 South Kihei Road and on Piikea Avenue in Kihei, Maui, Hawaii, TMK: (2) 3-9-002:030, (2) 3-9-002:076, (2) 3-9-002:080, and (2) 3-9-002:158, to facilitate development of the proposed project, consisting of a mix of business, retail, commercial, and hotel uses.

Your Committee notes the subject properties are owned by separate entities associated with The Krausz Companies, Inc.: Krausz Kihei One, LLC (Parcel 30), and Krausz Kihei Two, LLC (Parcels 076, 080, and 158). The Krausz Companies, Inc. proposes to develop a project that will include business and medical offices, shops, a movie theater and restaurants, and a 150-room, four-story hotel.

Your Committee was informed by the Planning Director the conclusions on the project’s Special Management Area (“SMA”) permit application will be analyzed by the Department of Planning upon enactment of the Community Plan Amendment and Change in Zoning bills as ordinances. The Department of Planning intends to then schedule the SMA permit application for action by the Maui Planning Commission.

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Your Committee further notes the proposed project would implement the following General Plan goals and policies:

- “Promote land use patterns that can be provided with infrastructure and public facilities in a cost-effective manner.” (Countywide Policy Plan, page 72.)
- “Direct urban and rural growth to designated areas.” (Countywide Policy Plan, page 74.)
- “Encourage redevelopment and infill in existing communities on lands intended for urban use to protect productive farm land and open-space resources.” (Countywide Policy Plan, page 74.)

Your Committee further notes the Maui Island Plan cites the project as an example of good planning at page 8-28 (“Kihei Infill and Revitalization”):

Particular potential exists for redevelopment of aging commercial and retail centers into more vibrant mixed-use projects integrating commercial, retail, office, residential, and open-space uses within a single project. Many of the existing commercial areas, which include expansive parking areas along street frontages, may redevelop during the life of the MIP. An example of this is the Kihei Krausz Project, which is a 320,000-square-foot sustainable, mixed-use community, that will create a walkable and vibrant downtown district for Kihei. This, and similar projects, present an opportunity to redefine Kihei into a network of individual towns within a larger town. Town and neighborhood commercial centers can become focal points of the community, strengthen civic pride, and foster economic vitality.

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Your Committee recommended conditions related to traffic be incorporated into the Change in Zoning bill, consistent with recommendations provided by the State Director of Transportation in correspondence dated March 6, 2015. The conditions require the developer to make improvements to the intersection of Piilani Highway and Piikea Avenue and to provide traffic signal timing optimization at that intersection and the intersection of Piilani Highway and Lipoa Avenue.

Your Committee voted 6-0 to recommend passage of the revised proposed Community Plan Amendment and Change in Zoning bills on first reading and filing of the communication. Committee Chair Carroll, Vice-Chair Victorino, and members Baisa, Cochran, Couch, and Guzman voted "aye". Committee member Crivello was excused.

Your Committee is in receipt of a revised Community Plan Amendment bill, approved as to form and legality by the Department of the Corporation Counsel, incorporating nonsubstantive revisions.

Your Committee is also in receipt of a revised Change in Zoning bill, entitled "A BILL FOR AN ORDINANCE TO CHANGE ZONING FROM R-3 RESIDENTIAL TO H-M HOTEL DISTRICT, B-2 COMMUNITY BUSINESS DISTRICT, AND OS-1 OPEN SPACE DISTRICT, FOR TAX MAP KEY NUMBERS (2) 3-9-002:030, (2) 3-9-002:076, (2) 3-9-002:080, and (2) 3-9-002:158, KIHEI, MAUI, HAWAII, FOR THE PROPOSED DOWNTOWN KIHEI PROJECT", approved as to form and legality by the Department of the Corporation Counsel, incorporating your Committee's recommended revisions and nonsubstantive revisions.

Your Committee is also in receipt of an agreement entitled "Unilateral Agreement and Declaration for Conditional Zoning," jointly executed by Krausz Kihei One, LLC and Krausz Kihei Two, LLC., and approved as to form and legality by the Department of the Corporation Counsel.

Your Land Use Committee RECOMMENDS the following:

**COUNCIL OF THE COUNTY OF MAUI**  
**LAND USE COMMITTEE**

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1. That Bill \_\_\_\_\_ (2015), as revised herein and attached hereto, entitled "A BILL FOR AN ORDINANCE AMENDING ORDINANCE NO. 2641 (1998), KIHEI-MAKENA COMMUNITY PLAN AND LAND USE MAP, FROM BUSINESS/COMMERCIAL TO HOTEL FOR TAX MAP KEY NUMBER (2) 3-9-002-030 (POR.), AND TO ALLOW A HEIGHT LIMIT OF SIXTY FEET ON A PORTION OF TAX MAP KEY NUMBER (2) 3-9-002:076, KIHEI, MAUI, HAWAII, FOR THE PROPOSED DOWNTOWN KIHEI PROJECT", be PASSED ON FIRST READING and be ORDERED TO PRINT;
2. That Bill \_\_\_\_\_ (2015), as revised herein and attached hereto, entitled "A BILL FOR AN ORDINANCE TO CHANGE ZONING FROM R-3 RESIDENTIAL TO H-M HOTEL DISTRICT, B-2 COMMUNITY BUSINESS DISTRICT, AND OS-1 OPEN SPACE DISTRICT, FOR TAX MAP KEY NUMBERS (2) 3-9-002:030, (2) 3-9-002:076, (2) 3-9-002:080, AND (2) 3-9-002:158, KIHEI, MAUI, HAWAII, FOR THE PROPOSED DOWNTOWN KIHEI PROJECT", be PASSED ON FIRST READING and be ORDERED TO PRINT;
3. That the County Clerk RECORD the unilateral agreement;  
and
4. That County Communication 15-21 be FILED.

This report is submitted in accordance with Rule 8 of the Rules of the Council.

  
\_\_\_\_\_  
ROBERT CARROLL, Chair

ORDINANCE NO. \_\_\_\_\_

BILL NO. \_\_\_\_\_ (2015)

A BILL FOR AN ORDINANCE AMENDING ORDINANCE NO. 2641 (1998), THE KIHEI-MAKENA COMMUNITY PLAN AND LAND USE MAP, FROM BUSINESS/COMMERCIAL TO HOTEL FOR TAX MAP KEY NUMBER (2) 3-9-002:030 (POR.), AND TO ALLOW A HEIGHT LIMIT OF SIXTY FEET ON A PORTION OF TAX MAP KEY NUMBER (2) 3-9-002:076, KIHEI, MAUI, HAWAII, FOR THE PROPOSED DOWNTOWN KIHEI PROJECT

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

SECTION 1. Pursuant to Chapter 2.80B, Maui County Code, the Kihei-Makena Community Plan and Land Use Map is hereby amended from Business/Commercial (B) to Hotel (H) for approximately 2.6 acres at Kihei, Maui, Hawaii, identified for real property tax purposes by Tax Map Key Number (2) 3-9-002:030 (por.), and more particularly described in Exhibit "A", attached hereto and made a part hereof, and in Community Plan Map No. CP-540, which is on file in the Office of the County Clerk of the County of Maui, and by reference made a part hereof.

SECTION 2. Part III.C.1. of the Kihei-Makena Community Plan, adopted by Ordinance No. 2641 (1998), relating to Planning Standards, is amended to read as follows:

“1. Land Use Standards

a. All zoning applications and/or proposed land uses and developments shall be consistent with the Land Use Map and Objectives and Policies of the Kihei-Makena Community Plan.

b. Development of the Kihei Kalama Villages property identified as TMK 3-9-03:portion of 08, approximately 0.6 acres in size, shall be limited in its use for parking purposes only.

c. Development of the Pacific Warehouse properties identified as TMK 3-9-03:33, approximately 10,000 square feet in size, and TMK 3-9-3:45, approximately 1.0 acres in size, shall be

limited in its use for parking, trash compactor, and storage purposes only.

d. Roadwidening adjacent to the Stinson property, identified as TMK 3-9-07:38, 39, 40, and 41, approximately 1.1 acres in size, shall occur entirely on the said Stinson property, to the extent feasible.

e. Development of the "Changs Beach" property, identified as TMK 2-1-12:15, approximately 1.4 acres in size, shall be compatible with Native Hawaiian cultural practices. Compatibility shall include, but not be limited to, consulting with Native Hawaiian organizations regarding the property's site plans, providing a program for cultural interpretation and education, and ensuring access for cultural practices, including complete privacy where warranted. Furthermore, a non-vehicular public access shall be provided at the western tip of the property, consisting of a 100 foot southerly ocean setback, and a 40 foot northerly ocean setback.

f. The existing parking lot for the Wailea Shopping Village identified as TMK 2-1-08:74, approximately 5.5 acres in size, shall be limited in its use for parking purposes only.

g. Development of a theater on a portion of the Downtown Kihei property, identified as TMK (2) 3-9-002:076 (por.), approximately 29,500 square feet in size, shall have a height limit of sixty (60) feet in order to accommodate the movie theater building."

SECTION 3. Part III.C.3.a of the Kihei-Makena Community Plan, adopted by Ordinance No. 2641 (1998), relating to Planning Standards, is amended to read as follows:

"3. Urban Design Standards

**a. Building Form**

- 1) Establish a maximum of thirty-five (35) feet in building height for new commercial facilities[.], with the exception of a maximum of sixty (60) feet for Tax Map Key No. (2) 3-9-002:076 (por.), approximately 29,500 square feet in size, for the proposed movie theater at the Downtown Kihei Project, Kihei, Maui, Hawaii.

- 2) Establish a maximum of forty-five (45) feet for multi-family development.
- 3) Limit resort development throughout the region to thirty-five (35) feet in building height for sites near the shoreline. Building height limits may gradually be increased up to seventy-five (75) feet for inland resort development provided that important *mauka/makai* vistas are maintained, and impacts to coastal resources are minimized. Resort community planning and design shall integrate recreational amenities with adequate shoreline setback and public shoreline access provisions.
- 4) Limit the height of industrial buildings to thirty-five (35) feet. Within large industrial tracts, separate industrial design guidelines should be formulated to guide development. Such guidelines shall, among other issues, address landscaping and building design to achieve design continuity for the overall industrial development area.
- 5) All new multi-family and commercial facilities should provide a garden setting appropriate to the region. Setback requirements should be sufficient to allow for street and sidewalk climate-adapted landscaped buffers and interior planting areas.”

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

APPROVED AS TO FORM  
AND LEGALITY:



MICHAEL J. HOPPER  
Deputy Corporation Counsel  
County of Maui  
2014-3084



Description of a Portion of TMK (2) 3-9-02: Por. of 30  
Proposed Community Plan Amendment  
From Business Commercial to Hotel

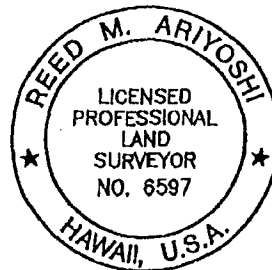
Land situated on the westerly side of Piilani Highway, Federal Aid Project Number RF-031-1(5), at Waiohuli-Keokea, Kula (Kihei), Maui, Hawaii

Being a portion of Grant 10115 to Ten Kui Chong, being also a portion of Lot 10-A of Waiohuli-Keokea Beach Homesteads

Beginning at a point at the northwesterly corner of this parcel of land, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU-O-KALI" being 7,648.93 feet North and 22,504.93 feet West and running by azimuths measured clockwise from True South:

1. 263° 25' 30" 725.37 feet along Lot 9 of Waiohuli-Keokea Beach Homesteads, being also along Grant 10043 to Antone Perreira, Jr. to a point;
2. 350° 36' 30" 85.11 feet along Lot A-2-10 of Piilani North II (Road "C") Large-Lot Subdivision, being also along Grant 9325, Apana 1 to Haleakala Ranch Company to a point;
3. 83° 25' 30" 146.36 feet along the remainder of Lot 10-A of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 10115 to Ten Kui Chong to a point;
4. Thence along same on a curve to the left, with the point of curvature azimuth from the radial point being: 118° 32' 22", and the point of tangency azimuth from the radial point being: 82° 05' 10", having a radius of 110.00 feet, the chord azimuth and distance being: 10° 18' 46" 68.81 feet a point;

5. Thence along same on a curve to the right, with the point of curvature azimuth from the radial point being: 262° 05' 10", and the point of tangency azimuth from the radial point being: 353° 33', having a radius of 27.00 feet, the chord azimuth and distance being: 37° 49' 05" 38.67 feet a point;
6. 83° 33' 536.54 feet along same to a point;
7. 173° 33' 177.31 feet along same to the point of beginning and containing an Area of 2.628 Acres.



WARREN S. UNEMORI ENGINEERING, INC.

Wells Street Professional Center  
 2145 Wells Street, Suite 403  
 Wailuku, Maui, Hawaii 96793  
 September 4, 2012

By: Reed M. Ariyoshi 04/30/14 Exp.  
 Licensed Professional Land Surveyor  
 Certificate No. 6597

ORDINANCE NO. \_\_\_\_\_

BILL NO. \_\_\_\_\_ (2015)

A BILL FOR AN ORDINANCE TO CHANGE ZONING FROM R-3 RESIDENTIAL TO H-M HOTEL DISTRICT, B-2 COMMUNITY BUSINESS DISTRICT, AND OS-1 OPEN SPACE DISTRICT, FOR TAX MAP KEY NUMBERS (2) 3-9-002:030, (2) 3-9-002:076, (2) 3-9-002:080, AND (2) 3-9-002:158, KIHEI, MAUI, HAWAII, FOR THE PROPOSED DOWNTOWN KIHEI PROJECT

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

SECTION 1. Pursuant to Chapters 19.14 and 19.510, Maui County Code, a change in zoning from R-3 Residential District to H-M Hotel District (Conditional Zoning) is hereby granted for that certain property situated at Kihei, Maui, Hawaii, and identified for real property tax purposes by Tax Map Key Number (2) 3-9-002:030 (por.), comprising approximately 2.6 acres, and more particularly described in Exhibit "A", attached hereto and made a part hereof, and in Land Zoning Map No. L-5122, which is on file in the Office of the County Clerk of the County of Maui, and by reference made a part hereof.

SECTION 2. Pursuant to Chapters 19.18 and 19.510, Maui County Code, a change in zoning from R-3 Residential District to B-2 Community Business District (Conditional Zoning) is hereby granted for that certain property situated at Kihei, Maui, Hawaii, and identified for real property tax purposes by Tax Map Key Number (2) 3-9-002:030 (por.), comprising approximately 7.8 acres, and more particularly described in Exhibit "B", attached hereto and made a part hereof, and in Land Zoning Map No. L-5122, which is on file in the Office of the County Clerk of the County of Maui, and by reference made a part hereof.

SECTION 3. Pursuant to Chapters 19.07 and 19.510, Maui County Code, a change in zoning from R-3 Residential District to OS-1 Open Space District (Conditional Zoning) is hereby granted for that certain property situated at Kihei, Maui, Hawaii, and identified for real property tax purposes by Tax Map Key Number (2) 3-9-002:030 (por.), comprising approximately 3.0 acres, and more particularly described in Exhibit "C", attached hereto and made a part hereof, and in Land Zoning Map No. L-5122, which is on file in the Office of the County Clerk of the County of Maui, and by reference made a part hereof.

SECTION 4. Pursuant to Chapters 19.18 and 19.510, Maui County Code, a change in zoning from R-3 Residential District to B-2 Community Business

District (Conditional Zoning) is hereby granted for that certain parcel of land situated at Kihei, Maui, Hawaii, and identified for real property tax purposes by Tax Map Key Number (2) 3-9-002:076, comprising approximately 9.1 acres, and more particularly described in Exhibit "D", attached hereto and made a part hereof, and in Land Zoning Map No. L-5122, which is on file in the Office of the County Clerk of the County of Maui, and by reference made a part hereof.

SECTION 5. Pursuant to Chapters 19.07 and 19.510, Maui County Code, a change in zoning from R-3 Residential District to OS-1 Open Space District (Conditional Zoning) is hereby granted for that certain parcel of land situated at Kihei, Maui, Hawaii, and identified for real property tax purposes by Tax Map Key Number (2) 3-9-002:080, comprising approximately 3.5 acres, and more particularly described in Exhibit "E", attached hereto and made a part hereof, and in Land Zoning Map No. L-5122, which is on file in the Office of the County Clerk of the County of Maui, and by reference made a part hereof.

SECTION 6. Pursuant to Chapters 19.18 and 19.510, Maui County Code, a change in zoning from R-3 Residential District to B-2 Community Business District (Conditional Zoning) is hereby granted for that certain parcel of land situated at Kihei, Maui, Hawaii, and identified for real property tax purposes by Tax Map Key Number (2) 3-9-002:158, comprising approximately 1.4 acres, and more particularly described in Exhibit "F", attached hereto and made a part hereof, and in Land Zoning Map No. L-5122, which is on file in the Office of the County Clerk of the County of Maui, and by reference made a part hereof.

SECTION 7. Pursuant to Section 19.510.050, Maui County Code, the zoning granted by this ordinance is subject to the conditions set forth in Exhibit "G", attached hereto and made a part hereof, and the Unilateral Agreement and Declaration for Conditional Zoning, attached hereto and made a part hereof as Exhibit "H".

SECTION 8. This ordinance shall take effect upon its approval.

APPROVED AS TO FORM  
AND LEGALITY:



MICHAEL J. HOPPER  
Deputy Corporation Counsel  
County of Maui  
2014-3084

Description of a Portion of TMK (2) 3-9-02: Por. of 30  
Proposed Land Zoning Change  
From R-3 Residential to H-M Hotel

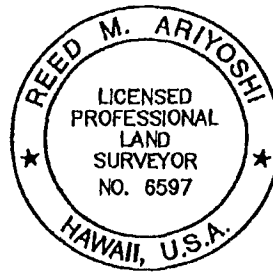
Land situated on the westerly side of Piilani Highway, Federal Aid Project Number RF-031-1(5), at Waiohuli-Keokea, Kula (Kihei), Maui, Hawaii

Being a portion of Grant 10115 to Ten Kui Chong, being also a portion of Lot 10-A of Waiohuli-Keokea Beach Homesteads

Beginning at a point at the northwesterly corner of this parcel of land, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU-O-KALI" being 7,648.93 feet North and 22,504.93 feet West and running by azimuths measured clockwise from True South:

1. 263° 25' 30" 725.37 feet along Lot 9 of Waiohuli-Keokea Beach Homesteads, being also along Grant 10043 to Antone Perreira, Jr. to a point;
2. 350° 36' 30" 85.11 feet along Lot A-2-10 of Piilani North II (Road "C") Large-Lot Subdivision, being also along Grant 9325, Apana 1 to Haleakala Ranch Company to a point;
3. 83° 25' 30" 146.36 feet along the remainder of Lot 10-A of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 10115 to Ten Kui Chong to a point;
4. Thence along same on a curve to the left, with the point of curvature azimuth from the radial point being: 118° 32' 22", and the point of tangency azimuth from the radial point being: 82° 05' 10", having a radius of 110.00 feet, the chord azimuth and distance being: 10° 18' 46" 68.81 feet to a point;

5. Thence along same on a curve to the right, with the point of curvature azimuth from the radial point being: 262° 05' 10", and the point of tangency azimuth from the radial point being: 353° 33', having a radius of 27.00 feet, the chord azimuth and distance being: 37° 49' 05" 38.67 feet a point;
6. 83° 33' 536.54 feet along same to a point;
7. 173° 33' 177.31 feet along same to the point of beginning and containing an Area of 2.628 Acres.



WARREN S. UNEMORI ENGINEERING, INC.

Wells Street Professional Center  
2145 Wells Street, Suite 403  
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September 4, 2012

By: Reed M. Ariyoshi 04/30/14 Exp.  
Licensed Professional Land Surveyor  
Certificate No. 6597

Description of a Portion of TMK (2) 3-9-02: Por. of 30  
Proposed Land Zoning Change  
From R-3 Residential to B-2 Community Business

Land situated on the westerly side of Piilani Highway, Federal Aid Project Number RF-031-1(5), at Waiohuli-Keokea, Kula (Kihei), Maui, Hawaii

Being a portion of Grant 10115 to Ten Kui Chong, being also a portion of Lot 10-A of Waiohuli-Keokea Beach Homesteads

Beginning at a point at the northwesterly corner of this parcel of land, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU-O-KALI" being 7,603.28 feet North and 22,900.97 feet West and running by azimuths measured clockwise from True South:

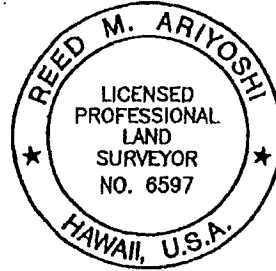
1. 263° 25' 30" 398.66 feet along Lot 9 of Waiohuli-Keokea Beach Homesteads, being also along Grant 10043 to Antone Perreira, Jr. to a point;
2. 353° 33' 177.31 feet along the remainder of Lot 10-A of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 10115 to Ten Kui Chong to a point;
3. 263° 33' 536.54 feet along same to a point;
4. Thence along same on a curve to the left, with the point of curvature azimuth from the radial point being: 353° 33', and the point of tangency azimuth from the radial point being: 262° 05' 10", having a radius of 27.00 feet, the chord azimuth and distance being: 217° 49' 05" 38.67 feet a point;

5. Thence along same on a curve to the right, with the point of curvature azimuth from the radial point being: 82° 05' 10", and the point of tangency azimuth from the radial point being: 118° 32' 22", having a radius of 110.00 feet, the chord azimuth and distance being: 190° 18' 46" 68.81 feet a point;
6. 263° 25' 30" 146.36 feet along same to a point;
7. 350° 36' 30" 287.23 feet along Lot A-2-10 of Piilani North II (Road "C") Large-Lot Subdivision, being also along Grant 9325, Apana 1 to Haleakala Ranch Company to a point;
8. Thence along the northerly side of Pi'ikea Avenue on a curve to the right, having a radius of 30.00 feet, the chord azimuth and distance being: 37° 04' 45" 43.50 feet to a point;
9. 83° 33' 1,113.18 feet along same to a point;



10. 173° 33'

400.94 feet along the remainder of Lot 10-A of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 10115 to Ten Kui Chong to the point of beginning and containing an Area of 7.841 Acres.



WARREN S. UNEMORI ENGINEERING, INC.

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145 Wells Street, Suite 403  
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eptember 4, 2012

By: Reed M. Ariyoshi 04/30/14 Exp.  
Licensed Professional Land Surveyor  
Certificate No. 6597

Description of a Portion of TMK (2) 3-9-02: Por. of 30  
Proposed Land Zoning Change  
From R-3 Residential to OS-1 Open Space (Passive)

Land situated on the westerly side of Piilani Highway, Federal Aid Project Number RF-031-1(5), at Waiohuli-Keokea, Kula (Kihei), Maui, Hawaii

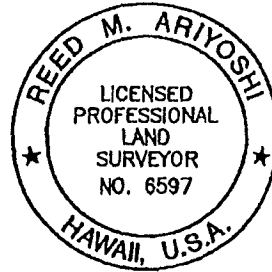
Being a portion of Grant 10115 to Ten Kui Chong, being also a portion of Lot 10-A of Waiohuli-Keokea Beach Homesteads

Beginning at a point at the northwesterly corner of this parcel of land, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU-O-KALI" being 7,562.15 feet North and 23,257.85 feet West and running by azimuths measured clockwise from True South:

1. 263° 25' 30" 359.24 feet along Lot 9 of Waiohuli-Keokea Beach Homesteads, being also along Grant 10043 to Antone Perreira, Jr. to a point;
2. 353° 33' 400.94 feet along the remainder of Lot 10-A of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 10115 to Ten Kui Chong to a point;
3. 83° 33' 293.23 feet along the northerly side of Pi'ikea Avenue to a point;

4. 164° 11'

405.56 feet along Lot 10-B of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 10115 to Ten Kui Chong to the point of beginning and containing an Area of 3.000 Acres.



WARREN S. UNEMORI ENGINEERING, INC.

Wells Street Professional Center  
2145 Wells Street, Suite 403  
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September 4, 2012

By: Reed M. Ariyoshi 04/30/14 Exp.  
Licensed Professional Land Surveyor  
Certificate No. 6597

Description of TMK (2) 3-9-02:76  
Proposed Land Zoning Change  
From R-3 Residential to B-2 Community Business

Land situated on the westerly side of Piilani Highway, Federal Aid Project Number RF-031-1(5), at Waiohuli-Keokea, Kula (Kihei), Maui, Hawaii

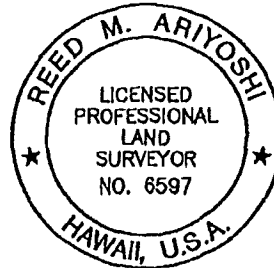
Being a portion of Grant 8112 to V. H. Char, being also Lot 11-A-1-A of Waiohuli-Keokea Beach Homesteads

Beginning at a point at the southeasterly corner of this parcel of land, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU-O-KALI" being 6,824.32 feet North and 21,634.21 feet West and running by azimuths measured clockwise from True South:

1. 83° 43' 30" 872.51 feet along Lots 12-F-1, 12-E-1-A, and 12-D-3 of Waiohuli-Keokea Beach Homesteads, being also along Land Patent Grant 6967 to Ten Kui Chong to a point;
2. 173° 33' 432.73 feet along Lot 11-A-2 of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 8112 to V. H. Char to a point;
3. 83° 33' 352.77 feet along same to a point;
4. 173° 33' 20.00 feet along Lot 11-A-3-2 of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 8112 to V. H. Char to a point;
5. 263° 33' 943.09 feet along the southerly side of Pi'ikea Avenue to a point;
6. 267° 22' 150.23 feet along same to a point;
7. 263° 33' 102.75 feet along same to a point;

8. Thence along same on a curve to the right, with the point of curvature azimuth from the radial point being: 221° 44' 23", and the point of tangency azimuth from the radial point being: 260° 36' 30", having a radius of 30.00 feet, the chord azimuth and distance being: 331° 10' 26.5" 19.96 feet a point;

9. 350° 36' 30" 427.50 feet along Lot A-2-13 of Piilani North II (Road "C") Large-Lot Subdivision, being also along Grant 9325, Apana 1 to Haleakala Ranch Company to the point of beginning and containing an Area of 9.092 Acres.



WARREN S. UNEMORI ENGINEERING, INC.

Wells Street Professional Center  
2145 Wells Street, Suite 403  
Wailuku, Maui, Hawaii 96793  
September 4, 2012

By: Reed M. Ariyoshi 04/30/14 Exp.  
Licensed Professional Land Surveyor  
Certificate No. 6597

Description of TMK (2) 3-9-02:80  
Proposed Land Zoning Change  
From R-3 Residential to OS-1 Open Space (Passive)

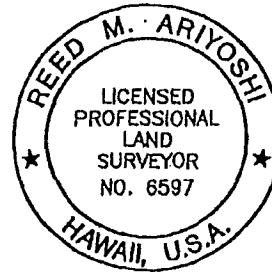
Land situated on the westerly side of Piilani Highway, Federal Aid Project Number RF-031-1(5), at Waiohuli-Keokea, Kula (Kihei), Maui, Hawaii

Being a portion of Grant 8112 to V. H. Char, being also Lot 11-A-2 of Waiohuli-Keokea Beach Homesteads

Beginning at a point at the southwesterly corner of this parcel of land, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU-O-KALI" being 6,690.40 feet North and 22,852.15 feet West and running by azimuths measured clockwise from True South:

1. 173° 33' 431.65 feet along Lot 11-A-3-2 of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 8112 to V. H. Char to a point;
2. 263° 33' 352.77 feet along Lot 11-A-1-A of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Grant 8112 to V. H. Char to a point;
3. 353° 33' 432.73 feet along same to a point;

4. 83° 43' 30" 352.77 feet along Lots 12-D-3 and 12-D-1 of Waiohuli-Keokea Beach Homesteads, being also along Land Patent Grant 6967 to Ten Kui Chong to the point of beginning and containing an Area of 3.500 Acres.



WARREN S. UNEMORI ENGINEERING, INC.

Wells Street Professional Center  
2145 Wells Street, Suite 403  
Wailuku, Maui, Hawaii 96793  
September 4, 2012

By: Reed M. Ariyoshi 04/30/14 Exp.  
Licensed Professional Land Surveyor  
Certificate No. 6597

Description of TMK (2) 3-9-02:158  
Proposed Land Zoning Change  
From R-3 Residential to B-2 Community Business

Land situated on the westerly side of Piilani Highway, Federal Aid Project Number RF-031-1(5), at Waiohuli-Keokea, Kula (Kihei), Maui, Hawaii

Being a portion of Grant 8112 to V. H. Char, being also Lot 11-A-3-2 of Waiohuli-Keokea Beach Homesteads

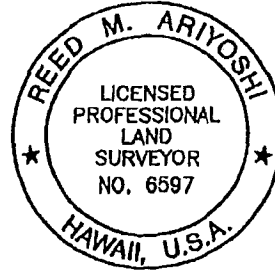
Beginning at a point at the southeasterly corner of this parcel of land, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU-O-KALI" being 6,690.40 feet North and 22,852.15 feet West and running by azimuths measured clockwise from True South:

1. 83° 43' 30" 77.50 feet along Lots 12-D-1 and 12-C-2 of Waiohuli-Keokea Beach Homesteads, being also along Land Patent Grant 6967 to Ten Kui Chong to a point;
2. 173° 43' 30" 14.85 feet along Lot 11-A-3-1 of Waiohuli-Keokea Beach Homesteads, being also along the remainder of Land Patent Grant 6967 to Ten Kui Chong to a point;
3. 83° 43' 30" 16.73 feet along same to a point;
4. 164° 14' 401.81 feet along same to a point;
5. 83° 33' 53.80 feet along same to a point;
6. 173° 33' 40.00 feet along same to a point;
7. 263° 33' 213.03 feet along the southerly side of Pi'ikea Avenue to a point;



8.353° 33'

451.65 feet along Lots 11-A-1-A and 11-A-2 of  
Waiohuli-Keokea Beach  
Homesteads, being also along  
the remainder Grant 8112 to V.  
H. Char to the point of  
beginning and containing an  
Area of 1.376 Acres.



WARREN S. UNEMORI ENGINEERING, INC.

Wells Street Professional Center  
2145 Wells Street, Suite 403  
Wailuku, Maui, Hawaii 96793  
September 4, 2012

By: Reed M. Ariyoshi 04/30/14 Exp.  
Licensed Professional Land Surveyor  
Certificate No. 6597

## CONDITIONS OF ZONING

1. That Krausz Kihei One, LLC and Krausz Kihei Two, LLC shall provide their pro-rata share of traffic improvements as determined by the project's Traffic Impact Assessment Report and to the satisfaction of the Department of Public Works.
  
2. That Krausz Kihei One, LLC and Krausz Kihei Two, LLC shall design, construct, and provide the following improvements at the intersection of Piilani Highway and Piikea Avenue, all at no cost to the State of Hawaii and prior to the first certificate of occupancy being issued by the County of Maui:
  - a. Provide an additional eastbound left-turn lane to create a double left-turn lane onto Piilani Highway.
  
  - b. Restripe the northbound left-turn lane to increase its storage capacity to the extent feasible, consistent with current American Association of State Highway and Transportation Officials (AASHTO) standards.
  
3. That Krausz Kihei One, LLC and Krausz Kihei Two, LLC shall perform traffic signal timing optimization of the Piilani Highway/Piikea Avenue and Piilani Highway/Lipoa Avenue intersections, all at no cost to the State of Hawaii. The optimization shall be performed when the Downtown Kihei project attains at least 70 percent occupancy, or at the request of the State of Hawaii Department of Transportation.

**EXHIBIT "G"**

LAND COURT SYSTEM

REGULAR SYSTEM

Return By Mail (  ) Pickup (  ) : To:  
Office of the County Clerk  
County of Maui  
200 South High Street  
Wailuku, Hawai'i 96793

Total Number of Pages: 7

Affects Tax Map Key (Maui) (2)3-9-002:030, 076, 080, and 158

UNILATERAL AGREEMENT AND DECLARATION FOR CONDITIONAL ZONING

THIS INDENTURE, made this 22 day of April 2015, by Krausz Kihei One, LLC and Krausz Kihei Two, LLC. Krausz Kihei One, LLC is a Delaware limited liability company whose principal place of business is located in San Francisco, California, and whose mailing address is 44 Montgomery Street, Suite 3300, San Francisco, California 94104, hereinafter referred to as "DECLARANT 1", and who is the owner of that certain parcel located at Kihei, Maui, Hawaii, comprised of approximately 13.469 acres, and identified for real property tax purposes by Tax Map Key No. (2)3-9-002:030, hereinafter referred to as "PARCEL 1". Krausz Kihei Two, LLC is a Delaware limited liability company whose principal place of business is located in San Francisco, California, and whose mailing address is 44 Montgomery Street, Suite 3300, San Francisco, California, 94104, hereinafter referred to as "DECLARANT 2", and who is the owner of that certain parcels located at Kihei, Maui, Hawaii, comprised of approximately 9.092 acres, 3.5 acres and 1.376 acres, and identified for real property tax purposes by Tax Map Key No. (2)3-9-002:076, 080 and 158, respectively, hereinafter referred to collectively as "PARCEL 2".

**EXHIBIT "H"**

WITNESSETH:

WHEREAS, the Council of the County of Maui, State of Hawai'i, hereinafter referred to as "Council", is considering the establishment of zoning for the Parcels, comprised of approximately 27.437 acres, which are more particularly described in Exhibit "1", which is attached hereto and made a part hereof, and which is more particularly identified in Land Zoning Map No. L-5122, which is on file in the Office of the County Clerk of the County of Maui; and

WHEREAS, the Council recommends through its Land Use Committee, Committee Report No. \_\_\_\_\_, that said establishment of zoning be approved for passage on first reading subject to certain conditions, pursuant to Section 19.510.050, Maui County Code; and

WHEREAS, Declarant 1 and Declarant 2 have agreed to execute this instrument pursuant to the conditional zoning provisions of Section 19.510.050, Maui County Code;

NOW, THEREFORE, the Declarant 1 and Declarant 2 make the following Declaration:

1. That this Declaration is made pursuant to the provisions of Section 19.510.050, Maui County Code, relating to conditional zoning;

2. That until written release by the County of Maui, the Parcels, and all parts thereof, is and shall be held subject to the covenants, conditions and restrictions which shall be effective as to and shall run with the lands as to the Parcels, from and after the recording of this Declaration with the Bureau of Conveyances or the Land Court of the State of Hawai'i, without the execution, delivery or recordation of any further deed, instrument, document, agreement, declaration, covenant or the like with respect thereto by the Declarant, the County of Maui, or any heir, devisee, executor, administrator, personal representative, successor, and assign; that the acquisition of any right, title or interest in or with respect to the Parcels by any person or persons, entity or entities, whomsoever, shall be deemed to constitute the acceptance of all of the covenants, conditions and restrictions of this Declaration by such person or persons, entity or entities; and that upon any transfer of any right, title or interest in or with respect to the Parcels the same shall be subject to, and the transferee shall assume

and be bound and obligated to observe and perform all of the covenants, conditions and restrictions of this Declaration;

3. That this Declaration and all of the covenants, conditions and restrictions contained herein shall continue to be effective as to and run with the land in perpetuity, or until the Declarants notify the appropriate County Department that any of said covenants, conditions and restrictions are satisfied by the Declarants, and the appropriate County Department verifies the satisfaction and provides a written release of the covenant, condition or restriction;

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

5. That the Declaration shall become fully effective on the effective date of the zoning ordinance approving the establishment of H-M, Hotel District; B-2, Community Business District; and OS-1, Open Space District zoning and this Declaration shall be recorded in the Bureau of Conveyances or Land Court of the State of Hawai'i;

6. That Declarant 1 and Declarant 2 agree to develop said Parcels in conformance with the conditions set forth in Exhibit "2", which is attached hereto and made a part hereof and which shall be made a part of the zoning ordinance;

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

AND IT IS EXPRESSLY UNDERSTOOD AND AGREED that until released in writing by the County, the conditions imposed in this Declaration shall run with the land identified hereinabove and shall bind and constitute notice to all subsequent lessees, grantees, assignees, mortgagees, lienors and any other persons who claim an interest in said land, and the County of Maui shall have the right to enforce this Declaration by appropriate action at law or suit in equity against all such persons, provided that the Declarants or its successors and assigns may at any time

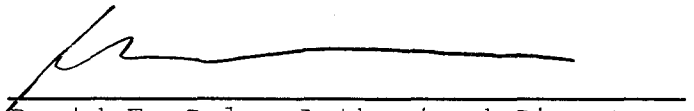
file a petition for the removal of the conditions and terminate this Unilateral Agreement, such petition to be processed in the same manner as petitions for change in zoning.

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

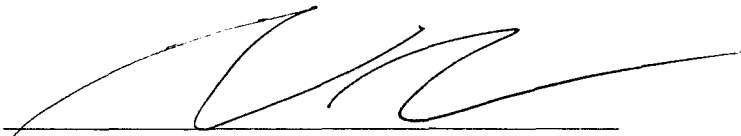
**Krausz Kihei One, LLC,**  
a Delaware limited liability company

By:   
David E. Pyle, Authorized Signatory

**Krausz Kihei Two, LLC,**  
a Delaware limited liability company

By:   
David E. Pyle, Authorized Signatory

APPROVED AS TO FORM AND LEGALITY:



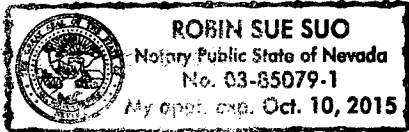
**MICHAEL J. HOPPER**

Deputy Corporation Counsel  
County of Maui

STATE OF Nevada )  
 )  
County of Clark ) SS.

On this 22nd day of April, 2015, before me personally appeared DAVIDE PYLE, to me personally known, who, being by me duly sworn or affirmed, did say that such person executed the foregoing instrument as the free act and deed of such person, and if applicable, in the capacity shown, having been duly authorized to execute such instrument in such capacity.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Robin Sue Suo  
Notary Public, State of Nevada  
Print Name: Robin Sue Suo  
My Commission Expires: 10/10/15

NOTARY PUBLIC CERTIFICATION

Doc. Date: 4/22/15 # Pages: 6  
Notary Name: Robin Sue Suo Judicial Circuit: Eighth/8th  
Document Description: Affects Tax Map  
Key (main) (2) 3-9-002' 003 076,  
080, and 158  
Notary Signature: Robin Sue Suo  
Date: 4/22/15

unilateral  
agreement and  
Declaration for  
conditional  
zoning

**EXHIBIT "2"**

CONDITIONS OF ZONING

1. Krausz Kihei One, LLC and Krausz Kihei Two, LLC shall provide their pro-rata share of traffic improvements as determined by the project's Traffic Impact Assessment Report and to the satisfaction of the Department of Public Works.
2. Krausz Kihei One, LLC and Krausz Kihei Two, LLC shall design, construct and provide the following improvements at the intersection of Piilani Highway and Piikea Avenue, all at no cost to the State of Hawaii and prior to the first certificate of occupancy being issued by the County of Maui:
  - a. Provide an additional eastbound left-turn lane to create a double left-turn lane onto Piilani Highway.
  - b. Restripe the north-bound left-turn lane to increase its storage capacity to the extent feasible, consistent with current American Association of State Highway and Transportation Officials (AASHTO) standards.
3. Krausz Kihei One, LLC and Krausz Kihei Two, LLC shall perform traffic signal timing optimization of the Piilani Highway/Piikea Avenue and Piilani Highway/Lipoa Avenue intersections, all at no cost to the State of Hawaii. The optimization shall be performed when the Downtown Kihei project attains at least 70 percent occupancy, or at the request of the State of Hawaii Department of Transportation.