

DEVELOPMENT PERMIT SUBMISSION TO THE HAWAII COMMUNITY DEVELOPMENT AUTHORITY

FOR

WARD VILLAGE, LAND BLOCK 3, PROJECT 1

1108 AUAHI STREET

JUNE 17, 2013



Hawaii Community Development Authority Planning Office 461 Cooke Street Honolulu, Hawaii 96813 (808) 594-0340 FAX (808) 594-0299 PERMIT APPLICATION

H	C	DΑ
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AI	PPLICANT II	NFORMATION				
Ap	plicantVicto	ria Ward, Limited				TYPE OF REQUEST
	Mailing Address 1240 Ala Moana Boulevard, Suite 200					☐ Rules Clearance ☐ Improvement Permit
	8	Honolulu, HI 96814				Development Permit
Telephone No. (808) 591-8411					☐ Conditional Use Permit ☐ Conditional Use of Vacant Land	
		ess1108 Auahi Street, Ho	onolulu, HI 96814			☐ Temporary Use
Land Owner Victoria Ward, Limited Address 1240 Ala Moana Boulevard, Suite 200, Honolulu, HI 96814					□ Development (Makai)□ Other	
De	scription of Wo	ork to be Done				PARCEL INFORMATION 2-3-005:019, 022, 013 por., Tax Map Key: and 017 por.
						Single Mixed Use Zo Neighborhood Zone: Ward
PF	ROJECT INF	ORMATION				NOTE TO APPLICANT
Ex	isting Use and	Floor Area (s.f.)	Nature of Work			1. Please refer to Subchapter 5 of the Mauka
x	Commercial	Approx. 15,704 sf	New Building *		Repair	Area Rules, Chapter 217, Hawaii Administrative Rules for detailed
	Industrial		☐ Addition *		Electrical	information on procedures, permit requirements and fee schedule.
	Residential		□ Demolition		Plumbing	•
	Other		☐ Alteration			to issuance of a building permit for any
	TOTAL		□ Other			development within the Kakaako District.
Pr	oposed Use and	d Floor Area (s.f.)	Notes:			For approval of building permits, submit
IXI Commercial Approx. 17,137 sf					the building permit application form and the following sets of plans:	
	Industrial					Building Department copyJob site copy
Х	Residential	Approx. 632,223 sf				 HCDA copy (if applicable)
	Other					3. For any project where construction
	TOTAL	Approx. 649,360 sf				drawings are not available, submit two (2) sets of project information as listed in "Filing Procedures".
her insp	eby agree to compl pect the property or mature (applicant		Honolulu ordinances and stat of the undersigned for compli	e laws r ance wit	egulating develor h the respective	d project site and state that the information is correct. I ppment and building construction and authorize HCDA to Permit. Date: June 17, 2013 Telephone No.: (808) 591-8411
FO	R HCDA USE (ONLY:				
Per	mit Fee:	Paid by:				
La	ndowner's Cons	ent (if applicable):				
Se	ction 206E-5.6	(if applicable):				
	viewed					Date:
Ву	HCDA:		Date:		н	Date: CDA Approved

Ward Village Land Block 3, Project 1 Exhibit A-2

June 17, 2013

HAND DELIVER

Mr. Anthony Ching Executive Director Hawaii Community Development Authority 461 Cooke Street Honolulu, HI 96813

Re: Request of Victoria Ward, Limited for Development Permit for Proposed Ward Village Land Block 3, Project 1 in Kaka'ako, Honolulu, Hawaii

Dear Mr. Ching,

On behalf of Victoria Ward, Limited ("Developer" or "VWL"), a subsidiary of The Howard Hughes Corporation, we are pleased to submit to the Hawaii Community Development Authority ("HCDA" or "Authority") the Developer's application for a planned development permit associated with its proposed mixed-use, high-rise condominium known as Land Block 3, Project 1 of the Ward Neighborhood Master Plan (the "Project"). The Project is located at the mauka, Diamond Head (northeast) corner of Auahi Street and Kamake'e Street (TMK Numbers: [1] 2-3-005: 019, 022, 013 por., 017 por.).

A. Background

On January 14, 2009, the Ward Neighborhood Master Plan (the "Ward MP") was approved by the Authority pursuant to Hawaii Administrative Rules ("HAR") Title 15, Chapter 22, Subchapter 8 entitled "Master Plan Rules." Subsequently and as required by the Ward MP decision, a Master Plan Development Agreement for the Ward MP, by and between HCDA and VWL was approved and entered into, effective December 30, 2010 (the "Development Agreement").

Both the Ward MP and the Development Agreement provided that development proceed in phases initiated by development permit applications, and that the phasing would occur by and within the various Land Blocks, each of which form development lots pursuant to the Ward MP. The Ward MP and resulting Decision and Order identified a number of plan variances or modifications to the Mauka Rules in order to enhance the design and urban character of the Ward neighborhood. Per the Ward MP decision, modification "requests shall be addressed at the time of review of each planned development or base zone development project and evaluated for technical adequacy and enhancement of design and urban character." Included herewith in this application are modification requests which enhance the design and urban character of the neighborhood. Additionally, the Ward MP decision required VWL to prepare and submit to the Authority various surveys, assessments and studies prior to submission of the first development permit application. VWL has fulfilled these requirements and is now submitting three applications for Planned Development Permits, one each on Land Block 2, Land Block 3 and Land Block 5. Each of these Land Blocks

comprises one "development lot" pursuant to HAR Title 15, Chapter 22, of the Authority's Mauka Area Rules.

Each of these Phase 1 projects seeks to bring new life and opportunity to Kaka'ako while balancing the desires of stakeholders and the constraints of the land. The approved Ward Neighborhood Master Plan emphasized public benefits of the redevelopment, and we have utilized these as our objectives in designing Phase 1:

- 1. Deliver reserved housing to bring local residents back to the neighborhood
- 2. Create a more pedestrian friendly street network
- 3. Orient towers in the Mauka-Makai direction
- 4. Provide Mauka-Makai view corridors that are equivalent or greater than required under current Mauka area rules
- 5. Move parking structures up and away from the street to allow for street level uses and activity
- 6. Create economic development and jobs

These important goals are carefully integrated into the design efforts of each Phase 1 project, resulting in a positive transformation of Ward Centers into Ward Village.

B. Project Site Overview

Location

Land Block 3 is bound by Kamake'e Street to the west, Queen Street to the north, Queen Lane to the east and Auahi Street to the south. Land Block 3 totals 6.2 acres and comprises one development lot, which will be bound by a joint development agreement. The Project, which is a component of Land Block 3, is located at the mauka, Diamond Head (northeast) corner of Auahi Street and Kamake'e Street, adjacent to the development known as Ward Village Shops. This area is toward the east end of the Kaka'ako Community Development District and includes the address 1108 Auahi Street.

Development Permit

The enclosed application for Planned Development Permit will allow for a combination of commercial and residential totaling approximately 649,360 square feet of gross floor area. The Project will be constructed in a single phase, which will include ground level retail activity and a residential tower. The tower will consist of approximately 318 residences, which includes a manager's unit, in addition to approximately 17,137 square feet of retail at the ground level.

Project Site

The Project site is bound by Auahi Street, Kamake'e Street, Queen Street and the existing Ward Village Shops parking structure. The approximately 2-acre site currently includes an existing approximately 15,704 square foot retail building and a surface parking lot utilized by the store. Per

the Relocation Plan in Exhibit C-3, the tenant, Pier 1 Imports, is scheduled for relocation to a nearby facility also owned by the Developer. Further, the Project includes multiple parcels (TMK Numbers: [1] 2-3-005: 019, 022, 013 por. and 017 por.), which are part of Land Block 3 as identified in the Ward Neighborhood Master Plan. An additional effort is underway to consolidate and subdivide Land Block 3 with the intent of allocating a complete parcel to the Project.

C. Ward Neighborhood Master Plan

The Ward MP governs the development of certain lands in Kaka'ako under the authority of the Hawaii Revised Statutes, Chapter 206E, as amended, and Chapter 22, Title 15, Hawaii Administrative Rules, in effect on January 14, 2009. The Ward MP and Development Agreement specify a number of conditions the Developer must complete prior to applying for its first phase development permit. Each of these prerequisites has been fulfilled as detailed in Exhibit A-4.

D. Land Block 3

Land Block 3, as described and defined in the Ward MP, is 6.2 acres and will contain approximately 780,000 square feet of redevelopment as allowed by the Master Plan Permit. Land Block 3 comprises one development lot and will be bound by a joint development agreement.

E. Ward Village Shops & Master Plan Implementation

Introduction

This development permit application for Land Block 3, Project 1 includes areas that were approved for development pursuant to Mixed-Use Zone Permit No. MUZ 93-04, which was issued in 2006 ("Ward Village Shops Permit"). Components of construction approved under the Ward Village Shops Permit have been implemented, and relevant conditions of approval for the Ward Village Shops Permit have been satisfied. With this application, VWL is requesting that the remaining obligations and authorizations of the Ward Village Shops Permit be transferred to the new planned development permit. The Ward Village Shops Permit would then be closed upon the effective date of the new permit.

The closure of the Ward Village Shops Permit is consistent with the implementation of the January 14, 2009 Nunc Pro Tunc Order re: Hearing Officer's Proposed Findings of Fact, Conclusions of Law, and Decision and Order for a Master Plan Permit ("Master Plan Permit"). The Master Plan Permit recognized the existing Ward Village Shops Permit and included that area within its boundaries. The Master Plan Permit requires the issuance of planned development permits for its implementation, including this planned development permit application for Land Block 3, Project 1.

With the issuance of a planned development permit for Land Block 3, Project 1, the existing Ward Village Shops Permit should be retired to avoid any inconsistency.

Existing Permits

On August 17, 2006, HCDA approved the Ward Village Shops Permit, which included a base zone development permit and joint development to construct the Ward Village Shops Project. The Ward Village Shops Permit contained conditions of approval, one of which required execution of a development agreement.

On March 17, 2006, the Ward Village Shops Joint Development Agreement was executed and approved by HCDA. On September 21, 2006, a development agreement was recorded with the Bureau of Conveyances in compliance with the conditions of the Ward Village Shops Permit. On October 29, 2008, HCDA approved Amendment No. 1 to the Ward Village Shops Permit, and on March 14, 2012, HCDA approved Amendment No. 2 to the Ward Village Shops Permit.

The applicable conditions set forth in the Ward Village Shops Permit, including the amendments thereto, have been fulfilled and/or deemed inapplicable by HCDA. Other conditions which are continuing obligations will become part of any development permit issued in conjunction with this application for Land Block 3, Project 1. A table attached hereto as Exhibit A-6 sets forth in detail the conditions that have been fulfilled, deemed inapplicable, or will continue as part of any approval of this application. The remaining authorizations in the Ward Village Shops Permit which include completion of Phase 2A of the Ward Village Shops Permit, as detailed in Amendment No. 2 to the permit, should also be transferred to the new planned development permit.

Master Plan Implementation

On January 14, 2009, the Master Plan Permit was approved. The Master Plan Permit was approved pursuant to Hawaii Administrative Rules ("HAR") Title 15, Chapter 22, Subchapter 8 entitled "Master Plan Rules." As set forth in the Master Plan Rules, a master plan is intended to "encourage timely development, reduce the economic cost of development, allow for the orderly planning and implementation of public and private development projects, and provide a reasonable degree of certainty in the development approval process." HAR §15-22-200(a). A master plan "provide[s] assurances to landowners, developers and investors that projects proposed within a master planned area that are in accordance with the applicable mauka area rules in effect at the time the master plan is approved will not be restricted or prohibited at the permit stage by subsequent changes to those rules." HAR §15-22-200(c). The master plan provides certain development rights, and necessarily relies upon development permits for its implementation.

Consistent with the Master Plan Rules and the Master Plan Permit issued under those rules, this Land Block 3, Project 1 planned development permit application is one of the initial steps toward implementing the Master Plan that was approved. Once issued, the development permit for Land Block 3 will comprehensively include the areas of development within Land Block 3 previously covered by the Ward Village Shops Permit, providing a seamless transition from the permits obtained prior to approval of the Master Plan Permit to those obtained pursuant to the approved Master Plan Permit. In order to accomplish this transition efficiently, the existing Ward Village

Shops Permit will be closed out upon issuance of the planned development permit application herein.

F. Project Description

The Project will develop approximately 649,360 square feet of new floor area, excluding the parking area. According to the proposed design, the Project will generally coincide with the following design parameters:

- Approximately 11,260 square feet of open space at the ground level
- Approximately 17,137 square feet of commercial space with frontage along Kamake'e Street
- Approximately 55,085 square feet of indoor and outdoor recreational area at the amenity deck
- A tower with a maximum height of 400 feet plus mechanical equipment
- A mix of approximately 318 units, which based on the current architectural design will include an estimated 23 studios, 92 one-bedroom units, 128 two-bedroom units, 75 three or more bedroom units (including the manager's unit)
- The generation of a reserved housing requirement of 80 units to be fulfilled pursuant to the credit system allowed under the Master Plan Development Agreement. Reserved housing is intended to be constructed as part of a concurrent project on Land Block 5 owned by Victoria Ward, Limited.

G. Description of Urban Design

The Project design is generally consistent with the old Mauka Area Rules, which are applicable under the Ward MP. The site planning strives to provide an outstanding pedestrian environment. Retail frontages on Kamake'e Street will be accessed from a promenade executed with high quality finishes. The primary residential lobby, residential parking and passenger drop off will be accessed from Auahi Street with linkages to the existing Ward Village Shops street frontage. An arrival plaza is planned at the intersection of Auahi Street and Kamake'e Street. Retail parking will be accessed from Queen Street and a connection to the existing Ward Village Shops parking garage will be provided. Residential units have been incorporated into the podium along Kamake'e Street to enrich the street and to shield the parking garage from view. The residential tower footprint is approximately 14,500 square feet and oriented mauka – makai in an effort to preserve view planes. The Project is expected to reach a height of 400 feet plus rooftop elements. The amenity deck on the seventh level will include indoor and outdoor recreational activities.

H. Sustainability Strategy

The Project is one of the first buildings being constructed in Ward Village, which is pursuing LEED for Neighborhood Development (LEED-ND) certification for its entire 60-acre area. LEED-ND works in coordination with building-level certifications to promote neighborhood-scale sustainability: walkability, access to transit, affordable housing, access to diverse uses and housing types, and district-wide green building initiatives like energy and water efficiency.

Specifically this project will also pursue LEED BD+C and aim to implement the following sustainable strategies:

Sustainable Sites and Water Efficiency

The building site is currently an asphalt parking lot with a small retail building. It is located in a district that is a mix of residential, retail and light industrial, and it is well served by public transportation. The mixed use and urban quality of the street exceeds the community connectivity and public transportation access criteria for sustainable sites. The rail system is planned to the North of the site and will further enhance public transportation options. Bicycle storage for residents will be conveniently located at the ground floor for easy access. Extensive use of indigenous vegetation at open areas provides opportunities for recreation and socialization, improves storm water management and reduces the local heat island effect. Drip irrigation system and water efficient plumbing fixtures will substantially reduce the use of water.

Energy and Atmosphere

The building uses passive strategies to increase energy efficiency. This includes pursuing high performance glass on the façade in addition to enhanced commissioning and enhanced refrigerant management.

Material & Resources, Indoor Environmental Quality

Recycled content, use of regional resources, and reduction of on-site waste are all considerations for the selection and specification of materials for building structure and envelope, for exterior and interior finishes, and for the site development. Floor to ceiling curtain wall will provide abundant daylight and views to all normally occupied spaces. Material selections will aim to reduce, or to eliminate, volatile organic compounds.

I. Reserved Housing Provision for Delivery

The reserved housing requirement totals an estimated 80 units based upon delivering 20% of the overall unit count. These units are anticipated to be constructed at the site also owned by the Developer at the mauka, ewa (Northwest) corner of Ward Avenue and Halekauwila Street. This is expected to be constructed in generally the same timeframe as the Project.

J. Bicycle Facility Plans

The Project includes bike storage located on the ground level and planned for the convenient ingress/egress. This includes racks and the ability for secure storage.

K. Pedestrian, Vehicular Circulation & Noise Impacts

The noise implications of the proposed commercial space, parking garage and operations are described in Exhibit E-8. In addition to management best practices, the noise mitigation efforts are incorporated into the Project design and materials.

L. Traffic Impact Assessment

In October 2012 Wilson Okamoto Corporation completed a Traffic Impact Assessment Report for Phase IA of Ward Village, which includes the Project. Based on the analysis of the traffic data, the report included the following recommendations applicable to the Project:

- Provide sufficient sight distance for motorists to safely enter and exit all project driveways
- Provide adequate on-site loading and offloading service areas and prohibit off-site loading operations
- Provide adequate turn around area for service, delivery, and refuse collection vehicles to maneuver on the project site to avoid vehicle-reversing maneuvers onto adjacent public roadways
- Provide sufficient turning radii at all driveways to avoid or minimize vehicle encroachments to oncoming traffic lanes

The above recommendations have been incorporated into the design and engineering of the Project. Further, street improvements implemented as a part of Ward Village Shops contemplated future mixed-use development at the location of the Project. As a result, it is not expected to have a significant impact on traffic operations in the Project vicinity. Additional detail is contained in the Traffic Impact Assessment Report provided to HCDA under separate cover.

M. Recreation & Open Space

The ground level of the Project will contain approximately 11,260 square feet of open space, representing 12.5% of the land area, which exceeds the 10% requirement. In addition, the seventh level, on top of the podium, is planned to contain additional open space as well as indoor and outdoor recreational activities totaling approximately 55,085 square feet. These features are aimed toward promoting a healthy lifestyle and sense of community among residents and guests.

N. Public Facilities

As pursuant to the Ward MP, public facilities will be provided within the Ward MP area. In addition, public facilities will be provided on site, for more information please see Exhibit C-5.

O. ALL OTHER DESIGN ELEMENTS AS DESCRIBED IN EXHIBITS ATTACHED TO APPLICATION FOR DEVELOPMENT PERMIT

Other Design Elements

All other design elements are in the process of refinement. Schematic drawings and numerical data are particularly described in the exhibits submitted along with this letter. Significant efforts have been made to present current engineering and architectural drawings at the schematic stage of drawing preparation. Design refinements are likely to occur based on market conditions, constructability issues, coordination with city and state agencies, and overall design progression.

Ward Village Land Block 3, Project 1 Exhibit A-2

Developer will reimburse HCDA for all reasonable costs and expenses incurred in connection with the publication of any required hearing notice by HCDA.

VWL hereby requests that HCDA (a) review the proposed application for Development Permit, including joint development, as more particularly set forth and summarized above and in the application and its supporting documentation, and advise us as soon as possible if the application is complete, (b) then proceed with the necessary and required HCDA staff review of the application for Development Permit, and (c) thereafter schedule any necessary public hearing and Authority meeting(s) on the matter set forth herein in order to obtain a final determination and approval by HCDA on the proposed Development Permit, including joint development.

If you have any questions or require further information or documentation regarding any of the issues raised by this letter, please do not hesitate to contact the undersigned and/or Development Manager Doug Johnstone.

Respectfully,

VICTORIA WARD, LIMITED

By:

Nicholas Vanderboom Authorized Signatory Victoria Ward, Limited

cc:

Doug Johnstone, The Howard Hughes Corporation

Ward Village Land Block 3, Project 1 List of Exhibits Exhibit A-3

Exhibit A-1	Application
Exhibit A-2	Cover Letter Signed by Agent
Exhibit A-3	List of Exhibits
Exhibit A-4	Requirements for Development Permit Submission – Pre-Application
Exhibit A-5	Requirements for Development Permit Submission – Application
Exhibit A-6	Ward Village Shops Permit Conditions
Exhibit B-1	FAR Allocation Summary
Exhibit B-2	Project Relationship to Surrounding Area, Land Block 3
Exhibit C-1	Development Timetable and Project Narrative
Exhibit C-2	Floor Area Allowed & Floor Area Used
Exhibit C-3	Relocation Plan of Existing Business
Exhibit C-4	Parking & Loading Summary
Exhibit C-5	Conformance to Mauka Area Plans & Rules
Exhibit C-6	Modifications to Mauka Area Plans & Rules
Exhibit C-7	Site Setback & Open Space Plan
Exhibit C-8	Building Summary
Exhibit D-1	Aerial Photo of Surrounding Land Area
Exhibit D-2	Plot Plan – Tower Location, Footprint and Spacing
Exhibit D-3	ALTA Survey
Exhibit D-4	Site Plan
Exhibit D-5	Ground Floor Plan: Commercial, Residential Lobby & Commercial Parking
Exhibit D-6	Floor Plan Level 1 Mezzanine: Residential Parking
Exhibit D-7	Floor Plan Level 2: Residential & Residential Parking
Exhibit D-8	Floor Plan Level 3: Residential & Residential Parking
Exhibit D-9	Floor Plan Level 4: Residential & Residential Parking
Exhibit D-10	Floor Plan Level 5: Residential & Residential Parking
Exhibit D-11	Floor Plan Level 6: Residential & Residential Parking
Exhibit D-12	Floor Plan Level 7: Recreation Deck (Open Space Plan)
Exhibit D-13	Floor Plan Levels 8-11, 16-19, 24-27, 32-33: Residential
Exhibit D-14	Floor Plan Levels 12-15, 20-23, 28-31: Residential
Exhibit D-15	Floor Plan Levels 34-35: Residential
Exhibit D-16	Floor Plan Levels 36-37: Residential
Exhibit D-17 Exhibit D-18	Floor Plan Level 38: Residential
Exhibit D-19	Building Cross Section Detailed Sections
Exhibit D-20	Building Elevation: East
Exhibit D-21	Building Elevation: North & South
Exhibit D-22	Building Elevation: West
Exhibit D-23	Landscape Plan
Exhibit E-1	Area City Water System Map
Exhibit E-2	Area City Sewer System Map
Exhibit E-3	Area City Drainage System Map
Exhibit E-4	Property Line Tax Map
Exhibit E-5	Topographic Map
Exhibit E-6	Flood Hazard Evaluation Map
Exhibit E-7	Pedestrian & Vehicular Circulation Analysis
Exhibit E-8	Noise Impact Study
Exhibit E-9	Shadow & Wind Study
Previously Submitted	Traffic Study
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Pursuant to the Ward Neighborhood Master Plan Permit and subsequent Development Agreement, the following items must be addressed by VWL for Development permit submission:

Item	Description	Status
1	Petitioner must submit an application to approve the following amendments to the Mauka Area Plan subsequent to approval of the Master Plan and prior to applying for the first phase permit: (a) Deletion of the Halekauwila Extension to be replaced by a street parallel to Queen Street between Ward Avenue and Kamake'e Street. (b) Deletion of the park/parking garage facility designation along Halekauwila Extension contained in Mauka Area Plan. (c) A single "mixed-use" land designation for VWL-owned lands, instead of "mixed-use commercial" (MUZ-C) and "mixed-use residential" (MUZ-R) land use designations.	per D&O - MP Restatement, §63, Pg. 16 COMPLETE
2	Predictive archaeological model for master plan	D&O - MP Restatement, §111, Pg. 36 COMPLETE
3	Historic building inventory	D&O, § 5, Pg. 45 COMPLETE
4	Archaeological inventory survey plan accepted by SHPD	D&O, § 5, Pg. 45, HAR 13-284-5(c) COMPLETE
5	Regional traffic study	D&O, § 5, Pg. 45 COMPLETE
6	Cultural impact assessment	D&O, § 5, Pg. 45 COMPLETE
7	Provide Authority with sustainability guidelines	D&O, § 10, Pg. 47 COMPLETE

Ward Village Land Block 3, Project 1 Planned Development Application Submission Requirements Exhibit A-5

<u>Planned Development Application Submission Requirements</u>

HAR 15-22-85	Requirements	Exhibits
(c) (1)	Location map showing the project in relation to the	B-2, D-1, D-2, D-4
	surrounding area	
(c) (2)	Site plan	D-4
(c) (2) (A)	Property lines and easements with dimensions and	D-3
	area	
(c) (2) (B)	Proposed building location	D-2
	Elevations	D-17, D-18, D-10
	Sections	D-16
	Floor plans	D-6 to D-11
(c) (2) (C)	Existing building locations, elevations, and dimensions	B-2, D-3
(c) (2) (D)	Topographic information showing existing features and	E-5
(-) (-) (-)	conditions and proposed grading	
(c) (2) (E)	Location and dimensions of existing and proposed	D-3
.,,,,,	easements, conduits, and rights-of-way	
(c) (3)	Land use plan	B-1, C-2
(c) (3) (A)	Locations and uses of all buildings; general bulk and	B-2
	height of all buildings and their relationship to each	
	other and to adjacent areas	
(c) (3) (A)	Gross floor areas of building; ground coverage; FAR	B-1
(c) (3) (B)	Preliminary classification of dwelling units by type and	A-2
	number of bedrooms, the number, size, and location of	
	reserved housing units to be constructed	
(c) (3) (C)	Locations and size of vehicular and pedestrian	A-2, C-4, D-4, D-5, D-6
	circulation systems (both exterior and interior);	
	identification of public and private areas and their	
	dimensions; location and dimensions of off-street	
	loading areas; location of points of access to the site	
(a) (2) (D)	and to public transportation facilities	C 4 D 6 to D 12
(c) (3) (D)	The locations and dimensions of parking areas, with calculations of the number of parking spaces	C-4, D-6 to D-12
(c) (3) (E)	Location of land to be dedicated for public facilities	A-2, C-5
	Location of land to be dedicated for public facilities Location of land intended for common quasi-public, or	D-5, E-7
(c) (3) (F)	amenity use but not proposed to be in public	D-3, E-7
	ownership; proposed restrictions, agreements	
	indicating the manner in which it will be held, owned,	
	and maintained in perpetuity for the indicated purpose	
(c) (3) (G)	Landscape plan	D-20
(c) (3) (H)	Location and amount of open space and recreation	C-7, D-6, D-12
(0) (0) (11)	areas	
(c) (4)	Conformance to Mauka Area Rules	C-5
(c) (5)	Development program stating the sequence in which all	C-1
	structures, open and amenity spaces, vehicular and	
	pedestrian circulation systems, and community	
	recreational facilities are to be developed	
(c) (6)	Relationship to the authority's and City & County of	This Project is adjacent to
	Honolulu's capital improvements program	the south of the planned
		Honolulu Rail Transit

Ward Village Land Block 3, Project 1 Planned Development Application Submission Requirements Exhibit A-5

HAR 15-22-85	Requirements	Exhibits
		guideway. VWL is working
		closely with Honolulu Rail
		Transit to coordinate
		details of the route.
(c) (7)	Traffic analysis	Submitted separately
(c) (7)	Wind analysis	A predictive wind model
		is underway, the results
		of which will be
		incorporated into Project
		design. See Exhibit E-9 for
(.) (7)	Company	directional information.
(c) (7)	Sun analysis	E-9
(c) (7)	Noise impacts analysis	Summary on E-8; a report
(-) (0)	Chada and shadaw analysis	to be submitted E-9
(c) (8)	Shade and shadow analysis	
(c) (9)	3-dimensional study model	CD attached
(c) (10)	Relocation analysis of current business or residential use	C-3
(c) (11)	Certified notification of tenant lease termination at	C-3
	least 60 days before eviction	
Planned Development	Application	A-1
Permit Step 1-A		
Planned Development	Lease agreement	N/A
Permit Step 1-B		
Planned Development	Development timetable	C-1
Permit Step 1-C		
Planned Development	Property lines and easements with dimensions and	D-3
Permit Step 1-D.1	area	
Planned Development	Proposed building location, size, spacing, setbacks, and	C-6, C-7, D-5
Permit Step 1-D.2	dimensions	
Planned Development	Building elevations, sections, floor plans, and site plan	D-5 to D-19
Permit Step 1-D.3		
Planned Development	Topographic information	E-5
Permit Step 1-D.4		
Planned Development	Access to the project, proposed private roadway,	C-4, D-6 to D-12
Permit Step 1-D.5	layout of off-street parking and loading facilities, and	
	number of proposed stalls	
Planned Development	Floor area allocation and location of proposed land use	B-1
Permit Step 1-D.6		
Planned Development	Location of development in relation to the surrounding	B-2, D-1
Permit Step 1-D.7	land uses	
Planned Development	Detailed cross section of building including details on	D-16, D-19
Permit Step 2.1	façade treatment	
Planned Development	Conformance to MAUKA AREA PLAN and RULES	C-5, C-6
Permit Step 2.2		/
Planned Development	Fulfillment of the dedication requirements	A-2 Public Facilities will
•	ramment of the dedication requirements	be dedicated via land and
Permit Step 2.3		be dedicated via latid allu

Ward Village Land Block 3, Project 1 Planned Development Application Submission Requirements Exhibit A-5

HAR 15-22-85	Requirements	Exhibits
		improvements and done
		in accordance with the
		Decision & Order
Planned Development	Landscape Plan	D-20
Permit Step 2.4		
Planned Development	Relocation Analysis	C-3
Permit Step 2.5		
Planned Development	Pedestrian and vehicular circulation analysis	A-2, E-7 and Traffic Study
Permit Step 2.6		previously submitted
Planned Development	Noise impact analysis	Summary on E-8; a report
Permit Step 2.6		to be submitted
Planned Development	Perspective drawing	E-17 to E-19
Permit Step 2.7		
Planned Development	3-dimensional study model	CD attached
Permit Step 2.7		
Planned Development	Tower sunlight impact analysis	E-9
Permit Step 2.8		
Planned Development	Conformance to tower spacing guidelines	D-2
Permit Step 2.8		

Ward Village Land Block 3, Project 1 Ward Village Shops Permit Conditions Exhibit A-6

On August 17, 2006, HCDA approved the Development Permit and Joint Development for Ward Village Shops. The approval included a number of conditions, the applicable items of which have been fulfilled as follows:

Item	Status
Development Agreement: Provide a Development	A Development Agreement dated
Agreement acceptable to HCDA which is filed with	September 15, 2006 was approved by
the Bureau of Conveyances or Assistant Registrar	HCDA and recorded with the Assistant
of the Land Court.	Registrar of the Land Court.
Public Facilities Dedication: The Project is subject	The public facilities dedication
to public facilities dedication requirements,	requirement has been fulfilled for the
including the dedication of land or payment of a	initial phases of Ward Village Shops
fee equal to 3% of the commercial floor area and	through the use of existing credits. The
4% of the residential floor area.	public facilities dedication requirement
	will also continue to pertain to the
	proposed Land Block 3, Project 1.
DBEDT, HECO & BWS Consultation: Consult with	The Developer consulted with the
the Department of Business, Economic	Department of Business, Economic
Development & Tourism and the Hawaiian Electric	Development & Tourism (DBEDT), the
Company, Inc. to participate in programs	Hawaiian Electric Company (HECO), and
promoting energy efficiency and to incorporate	the Honolulu Board of Water Supply
energy saving techniques. Consult with the	(HBWS). DBEDT recommended
Honolulu Board of Water Supply to participate in	investigating Leadership in Energy and
programs promoting water conservation.	Environmental Design (LEED) Certification
	and/or Green Building Guidelines for the
	construction of Ward Village Shops. LEED
	Certification is currently being pursued. In
	addition, HECO identified the rebates
	offered for certain types of light fixtures,
	air conditioning systems, and motors.
	HBWS did not have any programs in the
	area in which the Ward Village Shops
	could participate. There is no existing or
	planned recycling water or other non-
	potable water system in the vicinity to
	which to connect for irrigation water.
	HBWS recommended installing low flow
	water fixtures to reduce water usage.

Ward Village Land Block 3, Project 1 Ward Village Shops Permit Conditions Exhibit A-6

Rental Conversion Payment: A cash payment shall be applied to residential rental payments that are converted to for-sale residential units.

Not applicable as the for-rent component of the initial Ward Village Shops permit has not been constructed.

Design: Include "best effort" strategies, as appropriate, such as: horizontal and vertical articulation, placement of sculpture and/or street amenities, sidewalk patterning, prominent definition of sidewalk areas, transparent window displays, retail store entrances/exits, outdoor seating with tables/shade, effective lighting, shading devices and landscaping to provide human scale.

The completed and under construction phases of Ward Village Shops incorporate horizontal and vertical articulation, street amenities, sidewalk patterning, prominent definition of sidewalk areas, transparent window displays, retail store entrances/exits, effective lighting, shading devices and landscaping. In addition, such design efforts are planned to be incorporated into the proposed mixed-use project.

Queen Lane: Queen Lane needs to be constructed adjacent to the Makai Park site. The development will include the "Hammerhead Parcel," a portion of Auahi Street that will be acquired by the Applicant from the City & County.

Queen Lane has been constructed in conjunction with Ward Village Shops and the "Hammerhead Parcel" was acquired by Victoria Ward, Limited.

Ward Village Land Block 3, Project 1 Floor Area Allocation Summary Exhibit B-1

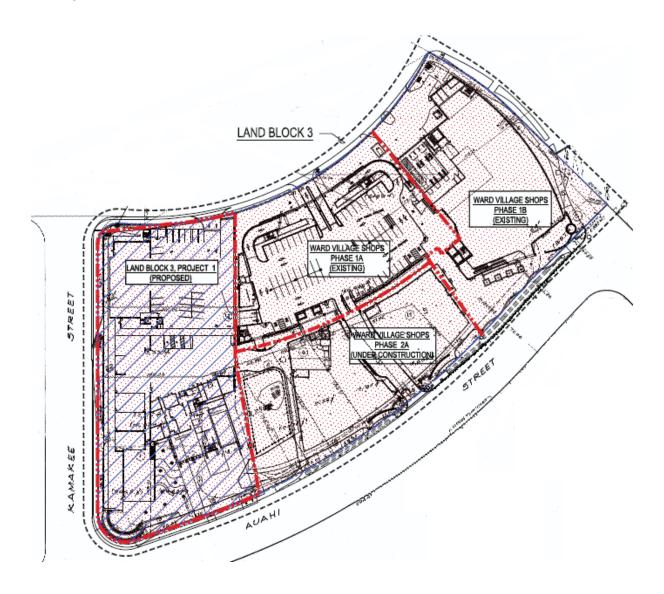
ASTER PLAN ADDENDUM - 9/12/2008 Land in Acres (ac) Land in SF (sf) abulation per 9/12/2008 Master Plan Ad	LAND BLOCK DEVELOPMENT LOT 1	LAND BLOCK DEVELOPMENT LOT 2 8.15 355,130	LAND BLOCK DEVELOPMENT LOT 3	LAND BLOCK DEVELOPMENT LOT 4 5.30	LAND BLOCK DEVELOPMENT LOT 5	LAND BLOCK DEVELOPMENT LOT 6	TOTAL
Land in Acres (ac) Land in SF (sf)	DEVELOPMENT LOT 1 8 20.93	DEVELOPMENT LOT 2	DEVELOPMENT LOT	DEVELOPMENT LOT	DEVELOPMENT LOT	DEVELOPMENT LOT	TOTAL
Land in Acres (ac) Land in SF (sf)	1 8 20.93	8.15	3	4	5	6	
Land in Acres (ac) Land in SF (sf)	20.93	8.15					
Land in Acres (ac) Land in SF (sf)	20.93		6.20	5 30	17.04		
Land in SF (sf)			6.20			1.52	50.06
	911,887		270.150		17.84	1.53	59.96
abulation per 9/12/2008 Master Plan Ad		333,130	270,159	230,706	777,167	66,626	2,611,675
ibulation per 3/12/2000 Master Fran Au	Idondum #2						
Gross Building Area (sf)	3,046,296	1,537,651	777,105	1,018,650	2,835,404	119,134	9,334,240
Existing Streets (sf)	3,040,270	1,557,051	777,105	1,010,050	155,296	-	155,296
Open Space Required (sf)	91,189	35,513	27,016	23,071	62,187	6,663	245,639
Public Facilities Required (sf)	104,981	55,391	27,068	37,157	101,580	3,876	330,053
Potential Area Transfer (SF)	(418,875)	188,157	(249,499)	141,967	472,295	(134,045)	-
Potential Area Transfer (%)	-12.1%	13.9%	-24.3%	16.2%	20.0%	-52.9%	
TOTAL APPROVED FAR 9/12/2008	3.34	4.33	2.88	4.42	4.56	1.79	3.80
HASE 1 IMPLEMENTATION PROGRAM	M						
Project 1 on Land Blocks 2,3,5	1	527,781	649,360		512,397		1,689,538
Ward Village Shops Phase 1			71,012		,,,,,		71,012
Ward Village Shops Phase 2			58,766				58,766
Phase 1 FAR	-	527,781	779,138	-	512,397	-	1,819,31
Dt.i EAD	2.049.007	1 150 007		1.005.054	2.002.754	110 124	7.514.02
Remaining FAR	3,048,096	1,159,087	-	1,095,854	2,092,754	119,134	7,514,924
Gross Building Area (sf)	3,048,096	1,686,868	779,138	1,095,854	2,605,151	119,134	9,334,240
Potential Area Transfer (SF)	(417,075)	337,374	(247,466)	219,171	242,042	(134,045)	-
Potential Area Transfer (%)	-12.0%	25.0%	-24.1%	25.0%	10.2%	-52.9%	
TOTAL PHASE 1 PROGRAM FAR	3.34	4.75	2.88	4.75	4.19	1.79	3.80
hange From 9/12/2008 (sf)	1,800	149,217	2,033	77,204	(230,253)	-	0
	BLOCK 5	LAND GOLDANIA	BLOCK 6G LAND BLOCK 6B LAND BLOCK 6B	LAND BLOCK 1	SECRETARY SECRETARY	BLO MASTER PLAN LAND LAND LAND BLOCK Can Can	-MASTER PLAN CELS / EXISTING DWAY

Ward Village Land Block 3, Project 1 Project Relationship to Surrounding Area, Land Block 3 Exhibit B-2

The Project represents the final build out of Land Block 3, resulting in approximately 796,275 cumulative gross square feet of commercial and residential area. Previous surrounding developments include Ward Village Shops Phases 1A and 1B, both of which have been completed, and Phase 2A, which is currently under construction. Land Block 3 totals approximately 6.2 acres, which results in an anticipated Floor Area Ratio of 2.9.

	Ward Village Shops	Ward Village Shops	Ward Village Shops	Land Block 3,	Total
	Phase 1A	Phase 1B	Phase 2A	Project 1	
Gross Building Area	0 sf*	71,012 sf	58,766 sf	649,360 sf	779,138 sf

^{*}All Parking



Ward Village Land Block 3, Project 1 Development Timetable & Project Narrative Exhibit C-1

Development Timetable

Sales are expected to commence in the second half of 2013. The building permit application is anticipated to be submitted in the fourth quarter of 2013. Construction could start in the first quarter of 2014, and construction is expected to take approximately twenty-four (24) months.

Project Narrative

The proposed project will be one of the first of a series of residential towers being built as part of the Ward Neighborhood Master Plan. The Project includes multiple parcels which are bound by Auahi Street, Kamake'e Street, Queen Street and the existing Ward Village Shops parking structure. The entry for residents will be from Auahi Street and the primary entry for the retail will be from Queen Street.

The residential tower footprint is approximately 14,000 square feet and oriented mauka – makai in an effort to preserve public view planes. The Project will reach a height of 400 feet plus rooftop elements and total 38 stories, which includes 7 levels and a mezzanine in the platform and 31 stories rising above the platform. The amenity deck on the 7th level will include indoor and outdoor recreational areas.

The Project will consist of approximately 649,360 square feet of gross floor area. The Project will be constructed in a single phase which will include ground level retail activity and a residential tower. The project will include approximately 318 units, inclusive of a manager's unit and six guest suites, and approximately 17,137 square feet of commercial space.

Ward Village Land Block 3, Project 1 Floor Area Allowed & Floor Area Used Exhibit C-2

Floor area currently allocated to Land Block 3 and that which is used by the Project is pursuant to the FAR Allocation table in Exhibit B-1. Please refer to Exhibit B-1.

The Ward Neighborhood Master Plan approved a density of 3.8 FAR on approximately 59.96 acres of land (total land area available for floor area allocation is 56.39 acres and excludes existing streets), including a bonus of 0.3 FAR for industrial use. This translates to 9,334,240 square feet of floor area.

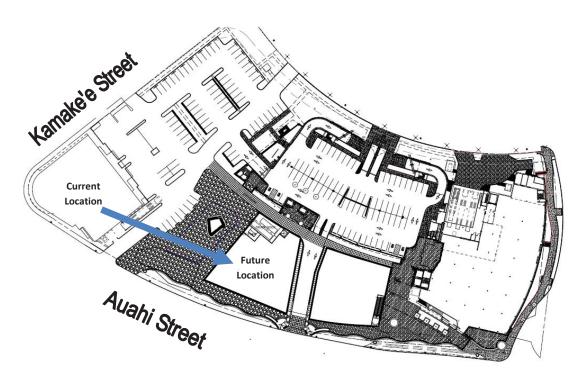
The Master Plan proposed a maximum Industrial floor area of 736,914 square feet. Industrial floor area will be included into future projects of the Ward Village Master plan.

Ward Village Land Block 3, Project 1 Relocation Plan of Existing Business Exhibit C-3

VWL is committed to the continued growth and success of our many tenants and small businesses. We are eager to keep as many of them as possible on our property as we move forward with the development of the master plan. Our management team works in close contact on a regular basis with each individual business across the approximately 60 acres we own and manage in Kakaako.

For example, as part of our renovation of the IBM Building at 1240 Ala Moana Blvd, we were able to relocate seven of the ten impacted tenants. Of the remaining three tenants, one retired and two were offered comparable alternative spaces in Ward Village.

The site of the proposed Project contains an existing structure at the corner of Auahi Street and Kamake'e Street, which is occupied by Pier 1 Imports. The tenant's retail operations primarily include the sale of home furnishings. Prior to the construction of the Project, VWL will relocate Pier 1 Imports to the adjacent Phase II Ward Village Shops. Pier 1 will occupy the ewa, makai ground level space. In doing so, the tenant will maintain its Auahi Street presence and benefit from a newly built facility.



Ward Village Land Block 3, Project 1 Parking Summary Exhibit C-4

Parking Required:

Required Parking for Residential Use: 411 stalls

			Required Stalls per Unit	Required Stalls
Unit Type	Quantity	Calc Area		
Residence 1	20	< 600 sf	0.9	18.0
Residence 2	4	> 600 sf. < 800 sf.	1.13	4.5
Residence 3	33	>800 sf.	1.35	44.6
Residence 4	5	>800 sf.	1.35	6.8
Residence 6	11	>800 sf.	1.35	14.9
Residence 7	4	>800 sf.	1.35	5.4
Residence 8	5	>800 sf.	1.35	6.8
Residence 9	3	< 600 sf	0.9	2.7
Residence 10	3	< 600 sf	0.9	2.7
Residence 11	26	> 600 sf. < 800 sf.	1.13	29.4
Residence 12	26	>800 sf.	1.35	35.1
Residence 13	26	>800 sf.	1.35	35.1
Residence 14	26	>800 sf.	1.35	35.1
Residence 15	26	>800 sf.	1.35	35.1
Residence 16	26	>800 sf.	1.35	35.1
Residence 17	26	>800 sf.	1.35	35.1
Residence 18	26	>800 sf.	1.35	35.1
Residence 19	4	>800 sf.	1.35	5.4
Residence 20	4	>800 sf.	1.35	5.4
Residence 21	4	>800 sf.	1.35	5.4
Residence 22	4	>800 sf.	1.35	5.4
Residence 23	4	>800 sf.	1.35	5.4
Residence 24	1	>800 sf.	1.35	1.4
Residence 25	1	> 800 sf.	1.35	1.4
Total	318			411

Required Parking for Retail Use: 39 stalls

Approximately 17,137 square feet x 1 stall per 444 square feet = 38.6 stalls

Ward Village Land Block 3, Project 1 Parking Summary

Exhibit C-4

Parking Provided:	579 stalls
Level 6 Level 5	71 stalls 94 stalls
Level 4	94 stalls
Level 3 Level 2	94 stalls 107 stalls
Level 1 Mezz Level 1	85 stalls 34 stalls
Approximate Total	579 stalls

Loading Required

1) Multi-Family Dwellings	Required
a) 20,000 to 150,000 square feet require one stall	1.0
b) 150,001 to 300,000 square feet requires two stalls	1.0
c) Each additional 200,000 square feet over 300,000 square feet requires one Stall	2.0
2) Commercial and all other uses	
a) 2,000 to 10,000 square feet requires one stall	
b) 10,001 to 20,000 square feet requires two stalls	2.0
c) 20,001 to 40,000 square feet requires three stalls	
d) 40,001 to 60,000 requires four stalls	
e) Each additional 50,000 square feet over 60,000 square feet requires one stall	
50% of required number of loading spaces may be allowed when	
assigned to serve two or more uses	-3.0
Total	3.0

Loading Provided

Three (3) including one 8.5'x 19' and two 12'x35' stalls

As set forth in Finding of Fact ("FOF") No. 106 of the Ward MP, and consistent with HAR §15-22-22, the modifications requested herein (a) will result in a development that is consistent with the intent of the Mauka Area Plan and Rules; (b) will provide flexibility for different uses and various design strategies noted in the Master Plan, including concealed parking structures and pedestrian-friendly facades, which will result in a development that is practically and aesthetically superior to one which could be accomplished without such modifications; (c) will not adversely affect adjacent developments or uses; and (d) are necessary to implement the mixed-use, live-work-play neighborhood vision of the Master Plan and Mauka Area Plan.

The modifications are consistent with the intent of the Mauka Area Plan, including:

- Preservation of major view planes and corridors, and other environmental elements (including Natural light and prevailing winds)
- Developing land use activities that are mixed horizontally and vertically
- Location of uses/activities so as to provide reliance on public transportation and pedestrian facilities
- Preservation of culturally significant sites
- Increased supply of residential housing

All of the modifications set forth in the Ward MP and further detailed in this Development Permit are intended to facilitate better building design, preserve and enhance the mauka-makai visual corridors and improve the pedestrian experience at the street level in this unique urban neighborhood. In addition, an overarching benefit of the modifications requested herein, consistent with the Mauka Area Plan, is the reduction of subsurface excavation activities that may be associated with underground parking structures. Keeping the parking structures above-ground in an area with known subsurface sensitivities and potential issues, including being near the water table, is a benefit that accrues from all of the modifications requested herein. The Project will include a beautified pedestrian streetscape, open spaces and street retail. By making Kaka'ako a more walkable and livable community, the effect is positive and favorable on the surrounding neighborhood.

1 Modification to Platfor or treet ront Ele ent eight

This modification is set forth in FOF No. 10 of the Ward MP. Increasing the Platform height allows the parking structure to be pushed up and away from the street, providing space for retail to be built within the platform and around the parking structure. These elements, rather than the parking structure, will face the street, creating a more pleasing aesthetic and pedestrian friendly facade.

Modification

• Increase the maximum Platform or treet Front lement height from 5 to 5 feet plus ancillary components.

Conditions for Modifications 1 - -

- In regards to §15-22-22, (a) (1): Platforms are typically used for parking. Allowing a higher platform results in more floor levels, which enables commercial activities on lower levels while still providing sufficient floors for residential parking. The inclusion of treet level retail activities and residential units in the podium largely conceals the parking garage, creating a more attractive aesthetic.
- In regards to §15-22-22, (a) (2): There are nearby existing commercial activities fronting Auahi treet and Kamake'e treet. By retaining the commercial uses on the ground level of the platform, this modification will preserve the commercial uses instead of adversely affecting them. The Diamond Head (east) side of the platform, which is mainly a parking structure, is against the parking garage of the adjacent retail development.
- In regards to §15-22-22, (a) (): The higher platform will enable the inclusion of commercial uses for a mixed use development that meets with the intent of the Mauka Area Rules.

Benefits

- Pedestrian experience is emphasized and enhanced. There are existing commercial activities
 fronting Kamakee treet and Auahi treet. Although not required by the Mauka Area Rules, the
 project is aiming at preserving the commercial activities at the street level. The ground floor of
 this project will be mainly for commercial/retail use. Pedestrians will face the more
 aesthetically pleasing retail store front instead of a parking structure, which typically occupies
 the platform.
- Residential quality is enhanced. Two of the challenges of living in an urban district full of commercial activities are noise and privacy. By increasing the platform height, the residential floors will be placed at higher elevation from street level. The higher platform provides a needed buffer between streets and residential floors.

- Rapid Transit impact is mitigated. This project is adjacent to the planned rapid transit guideway.
 Although the elevated transit rail does not necessarily produce more noise than the existing commercial activities, it elevates the noise contours higher by several floors. A higher platform will again provide needed buffer between the adjacent transit rail and the residential floors.
- ince the Project is adjacent to streets on three sides, one of which shall include the elevated guideway, it will not adversely affect adjacent developments or uses. This modification is necessary and facilitates implementation of the live-work-play neighborhood vision at a location challenged by the elevated rail transit line.
- In regards to the Mauka Area Rules, 15-22-120, ()(A), ubsurface onstruction: The high subsurface water table and potential throughout Kaka'ako for encountering iwi kupuna makes subsurface construction infeasible. ince the adjacent residential building does not have underground floors either, not having to excessively excavate for underground floors on our side will minimize the impact to the adjacent building.
- In regards to the Mauka Area Rules, 15-22-120, ()(B), Design Requirements for eiling Height learances: ommercial/retail spaces and loading spaces require higher floor-to-floor height than typical parking floors do. A level of parking floor to accommodate required parking spaces for the commercial space will then be placed above the commercial floor that will further increase the platform height.
- In regards to the Mauka Area Rules, 15-22-120, () (), Industrial, ommercial, residential or community service uses are substantially located within the platform: ommercial space on the ground level of the platform is fronting Auahi treet. The residential lobby is fronting Auahi treet as well. A majority of the top platform level is used as a recreation area for the residents.
- In regards to the Mauka Area Rules, 15-22-120, ()(D), ignificant public facilities or pedestrian features are provided at the street level: A shaded walkway is planned along Kamake'e treet where no retail currently exists. The pedestrian experience is emphasized and enhanced with such activity and the inclusion of pedestrian-friendly facades.

Modification to treet ront Ele ent etback

This modification is set forth in FOF No. 10 of the Ward MP. The "treet Front lement" setback calls for a 1:1 slope in building height from 20' to 5' along major avenues and streets. liminating this setback allows for a more continuous urban street front with more usable building density brought closer to ground level.

Modification

• liminate the 1:1 Platform etback of the iew orridor defined as a 20' to 5' slope in building height along Kamake'e treet and ueen treet.

Conditions for Modifications 1 - -

- In regards to §15-22-22, (a) (1): The proposed design allows for development of a continuous building fa ade that better defines the edge of the street. This includes the variety of mixed-use and the design strategies such as concealed parking structures and pedestrian friendly facades, which are critical to creating a superior mixed-use development. Further, the inclusion of commercial space in the platform allows for the development to reduce the floor plate of the tower element. Doing so with a mauka-makai orientation substantially improves the public view plane and character of the skyline.
- In regards to §15-22-22, (a) (2): The Project as designed will benefit the nearby uses, which predominantly consist of retail establishments, by adding consumers to the district.
- In regards to §15-22-22, (a) (): The expanded platform is critical to implement the mixed-use, live-work-play neighborhood envisioned by the Mauka Area Rules. The greater density allows for a greater portion of the development to be built closer to ground level.

Benefits

- The benefits will be similar to those described for the Modification to Platform or "treet Front lement" Height.
- The proposed design allows for development of a continuous building fa ade that better defines the edge of the street. This includes the variety of mixed-use and the design strategies such as concealed parking structures and pedestrian friendly facades, which are critical to creating a superior mixed-use development. Further, the inclusion of residential space in the podium allows for the development to reduce the floor plate of the tower element. Doing so with a

mauka-makai orientation substantially improves the public view plane and character of the skyline.

• The Project is adjacent to streets on three sides, one of which will include the elevated rail guideway. It will not adversely affect adjacent developments or uses. ince the modification affects the area of platform that is above 5 feet, it will not adversely impact the pedestrian.



This graphic has been prepared for planning purposes and is subject to change as a result of the planning and/or permitting process.

Modification

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Conditions for Modifications (HAR §15-22-22)

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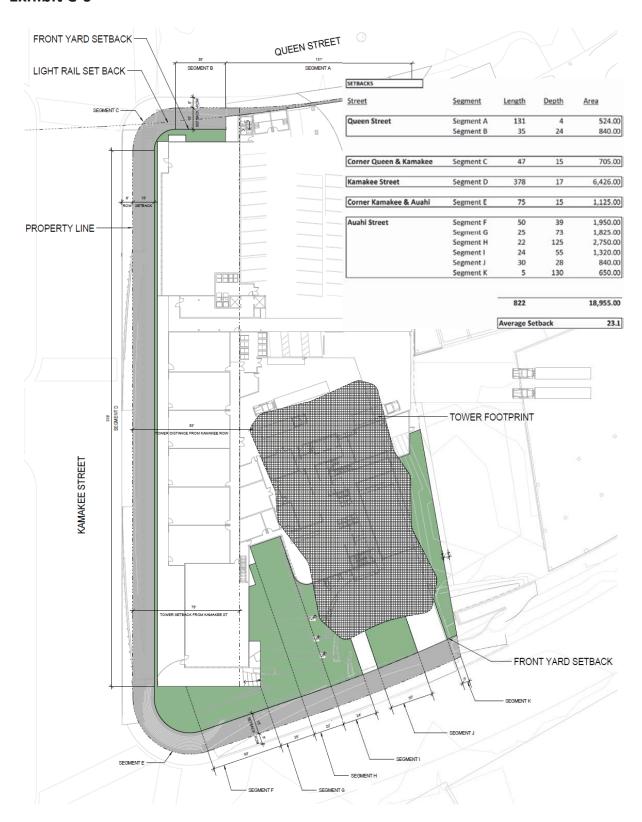
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Benefits

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. Modification to Yards erhang Encroach ent

Modification

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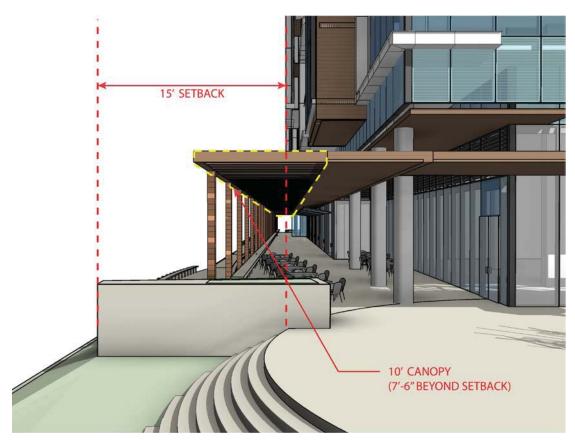
Conditions for Modifications (HAR §15-22-22)

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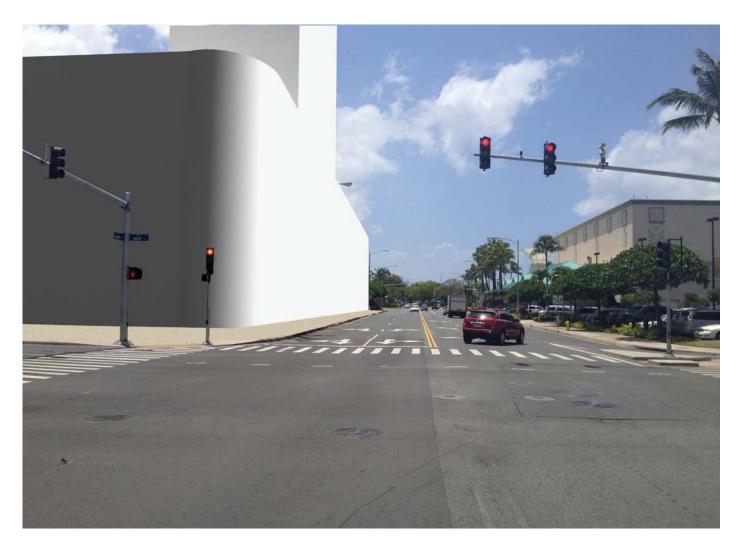
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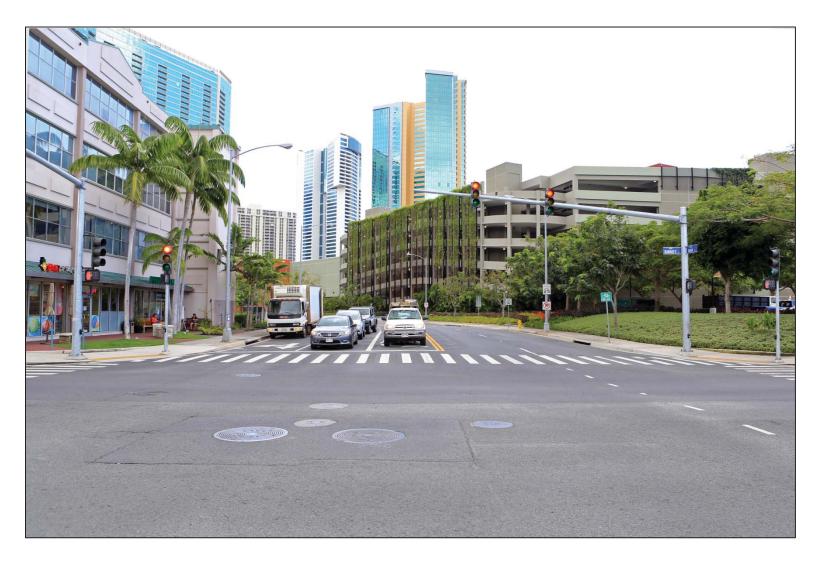
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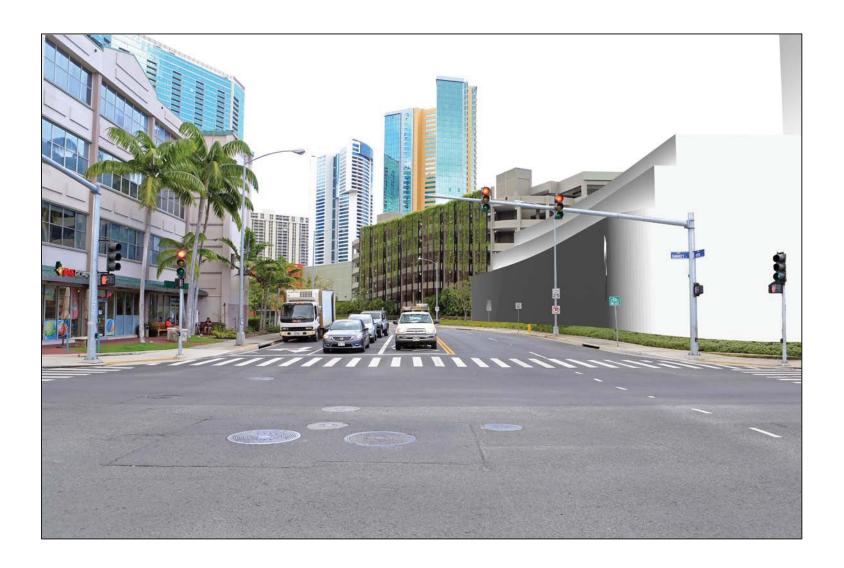
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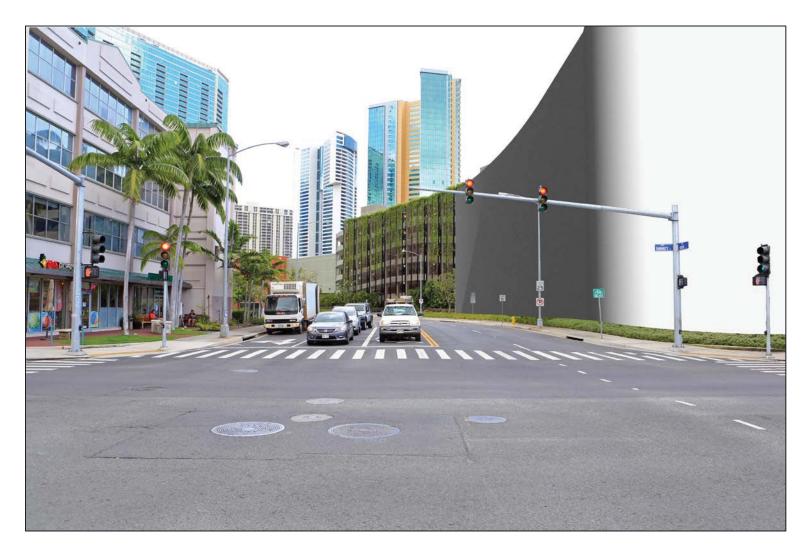
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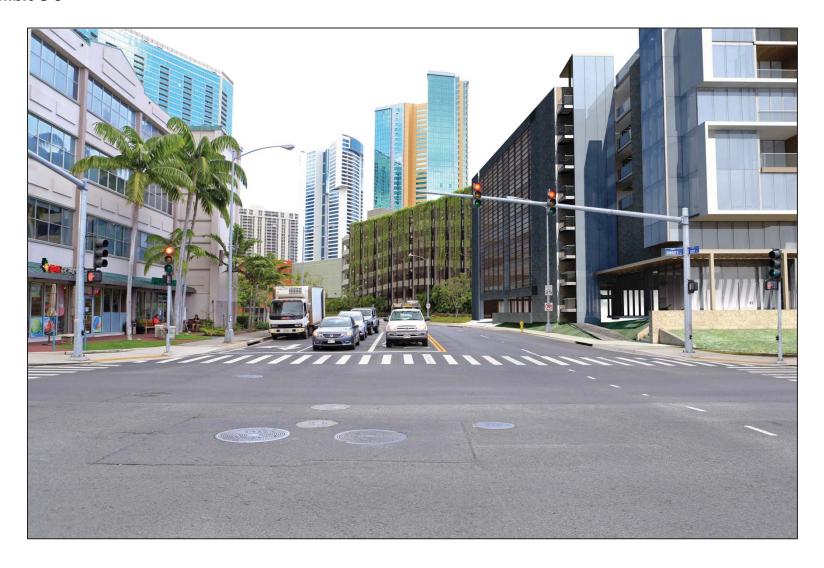
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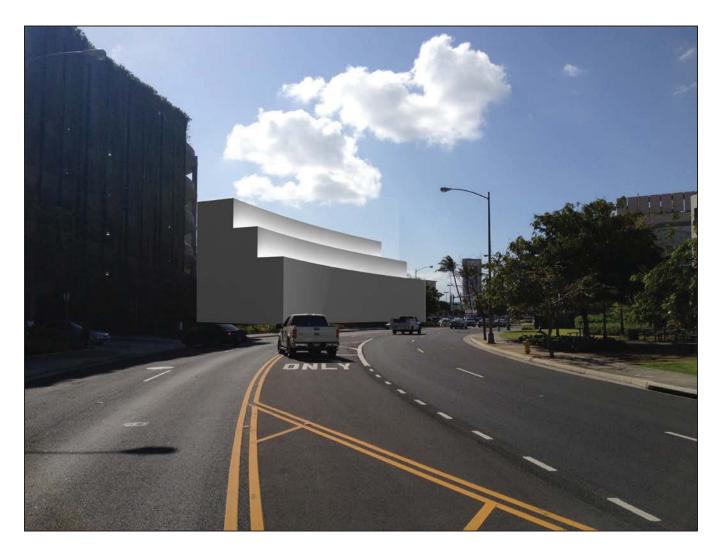
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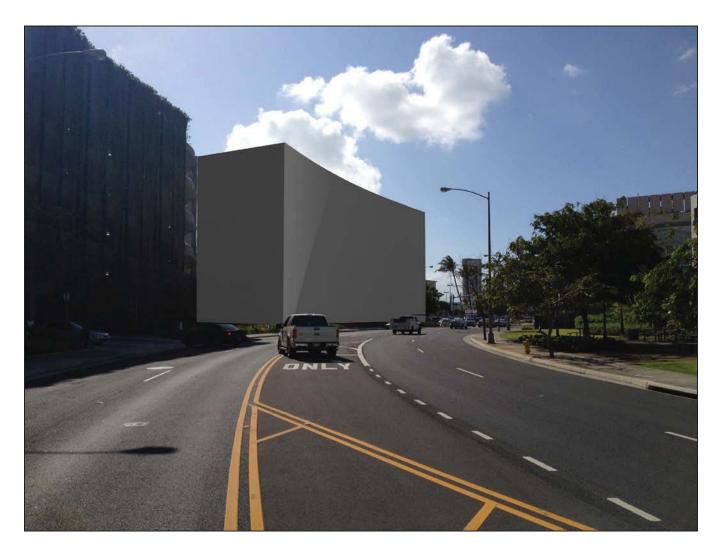
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SETBACKS				
Street	Segment	<u>Length</u>	<u>Depth</u>	Area
Queen Street	Segment A	131	4	524.00
	Segment B	35	24	840.00
Corner Queen & Kamakee	Segment C	47	15	705.00
Kamakee Street	Segment D	378	17	6,426.00
Corner Kamakee & Auahi	Segment E	75	15	1,125.00
Auahi Street	Segment F	50	39	1,950.00
	Segment G	25	73	1,825.00
	Segment H	22	125	2,750.00
	Segment I	24	55	1,320.00
	Segment J	30	28	840.00
	Segment K	5	130	650.00
		822		18,955.00
		Average Se	23.1	







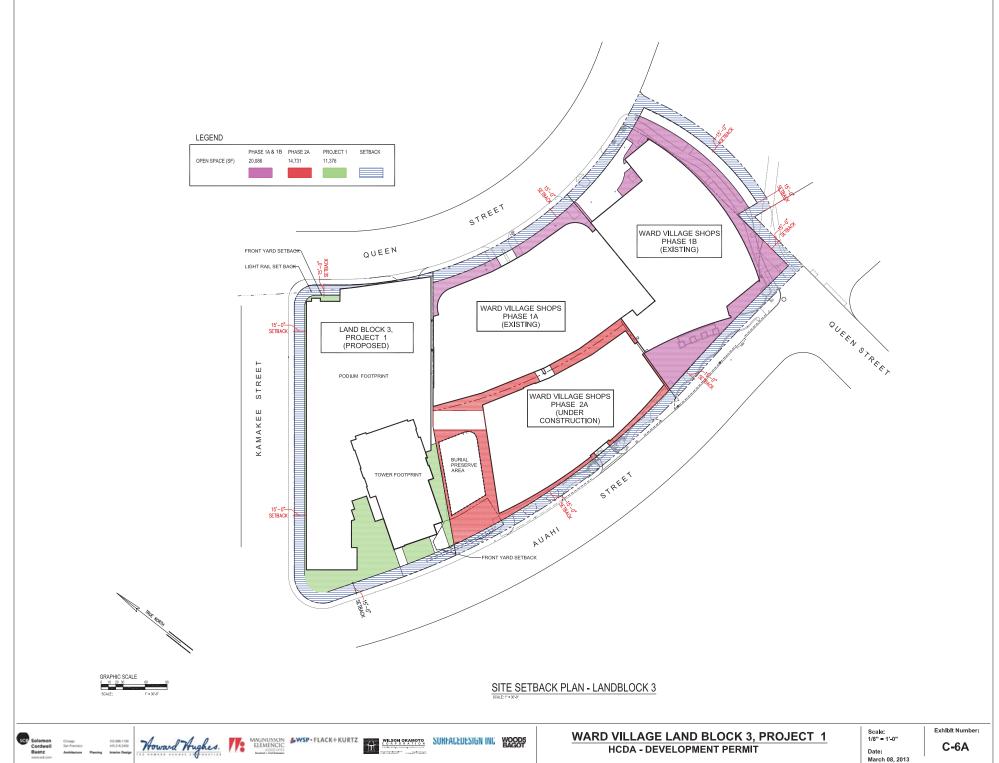






















Ward Village Land Block 3, Project 1
Floor Area S ar
Exhibit C-

Core	Ele ator		Mechanical,						Approx.
Circ lation	Stair	Manage ent	Elec Pl bing	Parking	Residential	Storage	A enit	Retail	S btotal
									<u> </u>

Ward Village Shops Land Block 3, Project 1
Aerial Photo of S rro nding Land Area
Exhibit -1



Ward Village Shops Land Block 3, Project 1
Aerial Photo of S rro nding Land Area
Exhibit -1

