

ORDER
OF THE HAWAII COMMUNITY DEVELOPMENT AUTHORITY
OF THE STATE OF HAWAII

In re Application of

Baranof Holdings Investor Queen Street, LLC

Applicant,

For a Development Permit for TMK Nos.
(1) 2-1-049-011, (1) 2-1-049-032, and
(1) 2-1-049-033

APPLICATION NO. KAK 18-054

**HCDA STAFF FINDINGS OF FACT, CONCLUSIONS OF LAW,
AND DECISION AND ORDER**

On November 4, 2019, Baranof Holdings Investor Queen Street, LLC ("Baranof" or "Applicant") submitted its permit application dated October 31, 2019 ("Application") seeking a development permit pursuant to Chapter 206E of the Hawaii Revised Statutes ("HRS"), and Hawaii Administrative Rules ("HAR") Chapter 15-217 ("Mauka Area Rules"). The application for a development permit seeks approval for the following:

- A. Demolish five (5) existing single story warehouse structures located on three (3) separate tax parcels, identified as Tax Map Key Nos. (1) 2-1-049-011, -032 and -033 ("Property"); and
- B. Construct and operate a mix-use project with proposed retail space and self-storage facility with an office consisting of two (2) new buildings, including

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a one (1) story building with street frontage along Queen Street and a five (5) story building with street frontage along Kawaiahao Street ("Project"). The proposed Project includes 11,564 square feet of commercial/retail use at the street level and 111,766 square feet of industrial use in the form of self-storage facility, supported by on-site parking and loading areas, landscaping and trash enclosure area.

The Project is located within the Kakaako Community Development District ("KCDD") Mauka Area and is subject to the requirements set forth in the Mauka Area Rules.

The Hawaii Community Development Authority ("HCDA" or "Authority"), having heard and examined the testimony, evidence, and argument of counsel, which were presented during the public hearing held on Wednesday, January 8, 2020 and Wednesday, February 8, 2020, along with the pleadings filed herein, hereby makes the following Findings of Facts ("FOF"), Conclusions of Law ("COL"), and Decision and Order ("D&O").

FINDINGS OF FACT

1. On November 4, 2019, Baranof submitted its Application for a Development Permit dated October 31, 2019 to HCDA. (PET FOF #1 AS AMENDED)
2. On November 20, 2019, the Application was posted on HCDA's website in accordance with HRS § 206E-5.5 (2). (HCDA FOF)

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3. The landowner, Hawaiian Securities & Realty, LLC executed the authorization for the Project which is part of the Application. See Application on file with HCDA admitted into evidence and HCDA Staff Report. (PET FOF #3)

4. Applicant holds a sixty (60) year lease for the Property as documented by that certain Memorandum of Lease filed in the Office of the Bureau of Conveyances of the State of Hawaii on September 13, 2018 as Document T-10482223, CT 53375. See Written Testimony of Nolan Borden and Exhibit 8 admitted into evidence. (PET FOF #4)

5. On July 11, 2018, HCDA issued its determination that there was adequate infrastructure capacity to support the needs of the Project, with a density of 3.5, as requested by the Applicant. This determination letter further found that Applicant's use of a base density of 3.5 for the Project was consistent with the provisions of HAR Chapter § 15-217-57 of the Mauka Area Rules. See Exhibit B to the Application admitted into evidence. (PET FOF #5 AS AMENDED)

GOVERNMENT AGENCIES AND PUBLIC CONSULTATION

6. On July 23, 2019, at a regular meeting of the Ala Moana-Kakaako Neighborhood Board No. 11, the Applicant made a presentation describing the Project to the Members of the neighborhood board, and the members of the public attending this meeting. See Exhibit E to the Application admitted into evidence. (PET FOF #12)

7. At the conclusion of that neighborhood board meeting, there were no objections raised by any of the members of that neighborhood board, or the members of the public attending that meeting. See Written Testimony of Nolan Borden admitted into evidence. (PET FOF #13)

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8. The following comments regarding the Project were received from the following governmental agencies:

- A. As part of the Application, Applicant submitted its July 5, 2018 request for a determination of adequacy of infrastructure capacity. In support of its request, Applicant submitted to HCDA, copies of (1) an approved sewer connection application for the Project approved by the City and County of Honolulu, Department of Planning & Permitting, and (2) a letter dated April 17, 2018 from the Board of Water Supply, City and County of Honolulu, confirming that the existing water system was adequate to accommodate the proposed Project. See Exhibit B to the Application, admitted into evidence.
- B. In addition, the Application included as Exhibit C, the recommendation of the HCDA Design Advisory Board dated July 9, 2018, making nine (9) recommendations to the Project. Applicant, through Nolan Borden, addressed and explained how the Applicant either implemented, or was unable to implement each of the nine (9) recommendations. See Exhibit C to the Application and Written Testimony of Nolan Borden, admitted into evidence.
- C. The State Historic Preservation Division, Department of Land and Natural Resources, State of Hawaii (“SHPD”) sent a letter to HCDA Executive Director Aedward Los Banos, dated September 30, 2019, in response to

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HCDA's request of January 22, 2019 asking SHPD to review various supporting archeological and architectural reports on the Project and to complete a historic preservation review pursuant to HRS § 6E-42. Specifically, HCDA asked SHPD, based on the supporting studies and reports submitted, to find that the proposed Project would have an "effect" on historic properties, but allowed with mitigation. In particular, this review addressed the proposed demolition of five (5) existing abandoned structures located on the Property. In its letter response dated September 30, 2019, SHPD found as follows:

1. The Reconnaissance Level Survey (RLS) completed by Mason Architects for the five (5) structures was accepted and SHPD agreed with the findings of the RLS. Of the five (5) structures, the RLS recommended that only two (2) of the structures were eligible for listing under the State Inventory of Historic Places.
2. The Archaeological Literature Review and Field Inspection and Archeological Inventory Survey ("AIS") completed by Cultural Surveys Hawai'i, LLC were reviewed and the AIS was accepted as meeting the requirements of HAR § 13-276-5 and approved as a final AIS.
3. SHPD concurred with HCDA's January 22, 2019 request, however, in addition to the proposed archeological monitoring plan as described in the AIS, SHPD proposed additional mitigation in the form of a completion of a Historic American Building Survey ("HABS") short report for each of the two (2) eligible buildings (to include specific information listed in the January 22, 2019 SHPD letter). See Exhibit D to the Application, accepted into evidence.
4. As noted in the September 30, 2019 SHPD response, an Archeological Monitoring Plan dated October 2019 ("AMP"), prepared by Cultural Surveys, Hawai'i, Inc., to control archeological monitoring during construction of the Project has been completed and is on file with

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HCDA. The AMP was accepted into evidence. (PET FOF #18 AS AMENDED)

9. On November 20, 2019, the Application was deemed complete by HCDA staff.
(HCDA FOF)

10. Public hearing notices for the Project were published in the Honolulu Star-Advertiser, Maui News, Garden Island, West Hawaii Today and Hawaii Tribune Herald on November 20, 2019 in accordance with the provisions of the HRS § 206E-5.6. (HCDA FOF)

11. The Notice of Public Hearing noted the deadline to intervene was December 10, 2019. No requests for intervention were filed within the time deadline. (PET FOF #8 AS AMENDED)

12. In accordance with the provisions of HRS § 206E-5.6, the President of the Senate and Speaker of the House of Representatives were notified of the posting of the Notice of Public Hearing. (PET FOF #9)

13. On December 6, 2019, notifications by first class United States mail, postage prepaid, were made to 763 owners and lessees of record of real property located within a three-hundred (300) foot radius of the perimeter of the proposed Project identified from the most current list available from the Real Property Assessment Division of the Department of Budget and Fiscal Services of the County of Honolulu. See Affidavit of Mailing Notice of Public Hearing dated December 9, 2019, submitted as Exhibit 3 accepted into evidence. (PET FOF #10)

14. The Notice of Public Hearing and the mailed notifications included, without limitation: (a) project specifications and (b) procedures for intervention and a contested case

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hearing. See Exhibit C to Staff Report and Written Testimony of Nolan Borden admitted into evidence. (PET FOF #11)

15. Associations of apartment owners of residential buildings in the KCDD adjacent to the Project, surrounding landowners and businesses, the Ala Moana/Kakaako Neighborhood Board, and the Kakaako Improvement Association were notified of the Application and the public hearings. (HCDA FOF)

16. Various elected officials and State and County agencies were also notified of the Application and the public hearings. (HCDA FOF)

17. The Notice of Public Hearing was also provided to approximately four hundred ninety-six (496) individuals and organizations that have shown interest in development in Kakaako in the past and who have requested that they be kept informed of development activities in the KCDD. (HCDA FOF)

18. On December 17, 2019, a pre-hearing conference was held at HCDA's office at 547 Queen Street, Honolulu, Hawaii 96813. (PET FOF #14)

19. The pre-hearing conference was attended by HCDA staff and the Attorney representing the Applicant. No members of the public seeking to intervene in these proceedings appeared at that pre-hearing conference. See HCDA Staff Report and Written Testimony of Nolan Borden admitted into evidence. (PET FOF #15 AS AMENDED)

20. On December 18, 2019, HCDA issued its Pre-Hearing Order requiring the Applicant to submit its witness list, exhibit list, and exhibits by December 23, 2019. (PET FOF #16)

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21. In compliance with the Pre-Hearing Order, Applicant submitted its witness list, exhibit list, and exhibits on December 23, 2019. (PET FOF #17 AS AMENDED)

22. On January 8, 2020, pursuant to the Notice of Public Hearing, the Presentation Hearing on the Application ("January 8, 2020 Hearing") was held at the HCDA Board Meeting Room located at 547 Queen Street, Honolulu, Hawaii 96813 ("HCDA Board Meeting Room"). (PET FOF #19)

23. At the January 8, 2020 Hearing, Baranof was afforded the opportunity to present information relating to the Project. (PET FOF #20)

24. At the January 8, 2020 Hearing, the public was afforded the opportunity to present comments on the Project. (PET FOF #21)

25. At the January 8, 2020 Hearing, the Authority admitted into evidence the following exhibits, including written direct testimony, presented by Baranof:

EXH. NO.	DESCRIPTION
Already On File	Development Permit Application dated October 31, 2019 with Exhibits "A"-“E” submitted by Nolan Borden on behalf of Baranof Holdings, Investor Queen Street, LLC
	Exhibit A Project Plans
	Exhibit A Project Summary, Compliance Tables, LEED Checklist
	Exhibit B Adequate Infrastructure Determination, including approval for sewer connection in Permit 2018/SCA-0474, Board of Water Supply letter dated April 17, 2018 confirming water availability, Hawaiian Electric Company “Will Serve” letter dated March 21, 2018, Traffic Impact Analysis Report

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	Exhibit C - HCDA Design Advisory Board Recommendation
	Exhibit D - SHPD Chapter 6E-42 Determination Letter
	Exhibit E: Ala Moana-Kakaako Neighborhood Board No 11. Minutes for the Meeting of Tuesday July 23 , 2019
Already On File	Draft Archeological Inventory Survey Report for Baranof Holdings Honolulu Project, Kakaako, Honolulu, Ahupua'a, Honolulu District, O'ahu, TMKs: [1] 2-1-048:011, 032 and 033 by Cultural Surveys Hawaii Inc.
Already On File	Draft Archeological Monitoring Plan dated October 2019, by Cultural Surveys Hawai'i, Inc.,
1	Written Testimony of Nolan Borden
2	Resume of Nolan Borden
3	Affidavit of Mailing Notice of Public Hearings
4.	Final Notice of Public Hearing
5	Written Testimony of Gordon Ring, PE, LEED AP
6	Resume of Gordon Ring, PE, LEED AP
7	Presentation Describing the Project
8	Memorandum of Lease filed with the State of Hawaii Bureau of Conveyances on September 13, 2018 as Document No. T – 10482223, CT 53375
9	Statement of Pete Pascua, P.E.-Traffic Engineering

(PET FOF #22)

26. At the January 8, 2020 Hearing, Applicant submitted the following list of witnesses who would be available to present written and/or oral testimony regarding the Project, or who participated in the preparation of supporting studies and who were made available for questions by the HCDA:

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	WITNESS	POSITION/AFFILIATION
1.	Nolan Borden	Partner and Project Manager/Baranoff Holdings Investor Queen Street, LLC
2.	Gordon Ring, P.E., LEED AP	Civil Engineer/RM Towill Corporation
3.	Representative Wilson Okamoto Corporation	Traffic Engineer/Wilson Okamoto Corporation

(PET FOF #23 AS AMENDED)

27. At the January 8, 2020 Hearing, Nolan Borden on behalf of the Applicant submitted written testimony, and presented oral testimony and a slide show, describing the Project in detail. See Written Testimony of Nolan Borden and Exhibit 7 in evidence. (PET FOF #24)

28. Gordon Ring, PE, LEED AP, of the R.M. Towill Corporation, submitted written testimony and was present at the public hearing to address any questions HCDA may have had. See Written Testimony of Gordon Ring, PE, LEED AP and Exhibits 6 in evidence. (PET FOF #25)

29. The written statement of Pete Pascua, P.E. an engineer with Wilson Okamoto Corporation who was primarily responsible for the traffic report submitted as part of Applicant's Application, was submitted as Exhibit 9. See Exhibit 9, accepted into evidence. (PET FOF #26)

30. At the January 8, 2020 Hearing, a single member of the public offered testimony cautioning the Applicant as to the issue of ownership of the roadways adjacent to the Project and urged the Applicant to coordinate its Project construction schedule with the developers of a nearby project. (PET FOF #27 AS AMENDED)

31. Nolan Borden, on behalf of the Applicant testified that the developer was aware of roadway issues and in fact had a recorded easement agreement with Kakaako Land Company, LLC. See Testimony of Nolan Borden. (PET FOF #28)

32. The January 8, 2020 Hearing was adjourned at 1:32 p.m. (HST). (PET FOF #29 AS AMENDED)

33. On January 16, 2020, Baranof submitted to the Authority its proposed FOF, COL, and D&O. (PET FOF #30)

34. On February 5, 2020, pursuant to the Notice of Public Hearing, Decision-Making Hearing on the Application (hereinafter the "February 5, 2020 Hearing") was held at the HCDA Board Meeting Room. (PET FOF # 31)

DEVELOPMENT PERMIT PROCEDURES

35. HAR §15-217-80(c) and Figure 1.1 of the Mauka Area Rules require that developments within the KCDD obtain a Development Permit that is subject to Authority review and approval. HRS § 206E-5.6 requires that when rendering a decision regarding the acceptance of a developer's proposal to develop lands under the Authority's control, the Authority shall render its decision at a public hearing separate from the hearing at which the proposal was presented. This requires that the Authority conduct two separate public hearings in rendering a decision regarding a Development Permit. (PET FOF # 32)

PROJECT DESCRIPTION

36. The Applicant proposes to demolish five (5) existing, abandoned single story warehouse structures located on three (3) separate tax parcels, identified as Tax Map

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Key Nos. (1) 2-1-049-011, 032 and 033. The Property is between two (2) streets, Queen Street on the north side of the Property, including 968 Queen Street and Kawaiahao Street on the south side of the Property, including 819, 825, 835 and 841 Kawaiahao Street. In its place, the Applicant proposes to construct a mixed use project, made up of two (2) new buildings, including a one (1) story building with street frontage along Queen Street and a five (5) story building with street frontage along Kawaiahao Street. The one (1) story building will serve as the office for the Kakaako Retail and Storage, which will operate the Project. The five (5) story building will include 11,564 square feet of ground floor retail space and the upper floors will include 111,564 square feet of self-storage space. (PET FOF #33 AS AMENDED)

37. Although there is no parking requirement, the Project will have eight (8) standard and one (1) handicap accessible parking stall onsite for a total of nine (9) parking stalls. The Project also includes six (6) large loading spaces, three (3) of which will be 12 x 35 feet and the other three (3) will be 8 ½ x 25 feet in size. In addition, there will be a large drive through covered loading area that has a one-way exit onto Kawaiahao Street. (PET FOF #34 AS AMENDED)

38. On sheet A1.1 of the Project Application drawings the Applicant represents that frontage improvements including: concrete sidewalks, planter area, curb, and gutter will be constructed as required. (HCDA FOF)

39. Applicant's market study indicates that the self-storage business is a "three mile industry," in which most of the customers live within a three mile radius from the self-storage site. The supply of self-storage facility within this radius is below the national average of 7.5 rentable square feet per person, at 4.12 square feet per person. The trend for the increased development of multi-family units in Kakaako, including affordable housing and affordable rentals in this urban core, makes self-storage even more important. The availability of such space within this three mile area enhances the vitality of this area. See Page 6, Application, accepted into evidence. (PET FOF #40)

COMPLIANCE WITH THE MAUKA AREA RULES

40. The Project is located within the KCDD and is subject to the requirements set forth in HAR Chapter 15-217. (PET FOF #35 AS AMENDED)

41. The Project as proposed, is in compliance with all of the requirements of the Mauka Area Rules. A table showing the Project's compliance with the Mauka Area Rules is attached as Exhibit A to the Application, which was accepted into evidence during the January 8, 2020 Hearing. (PET FOF #36)

42. Applicant is not requesting any deviation or variance from any of the applicable development requirements set forth in the Mauka Area Rules. (PET FOF #37 AS AMENDED)

43. Moreover, HCDA issued a July 11, 2018 adequacy of infrastructure determination for this Project. See Exhibit B to the Application, which was accepted into evidence. (PET FOF #38)

44. The Applicant is not the landowner; therefore the Applicant is proposing to satisfy the Public Facilities Dedication requirement by payment of a cash-in lieu fee, equal to the value of the land which would have had to be dedicated. The Public Facilities Dedication requirement is 347 square feet. (HCDA FOF)

COMPLIANCE WITH THE MAUKA AREA PLAN

45. The proposed Project advances the goals, policies and objectives of the Mauka Area Plan by providing a mix of land uses that is consistent with the character of the Central Kakaako Neighborhood. (PET FOF #41)

46. As designed, the Project will enhance and add to the functionality of the Central Kakaako Neighborhood, as an urban core. (PET FOF #44 AS AMENDED)

COMPLIANCE WITH APPLICABLE HRS 206E-5.6(j)(1) REQUIREMENT

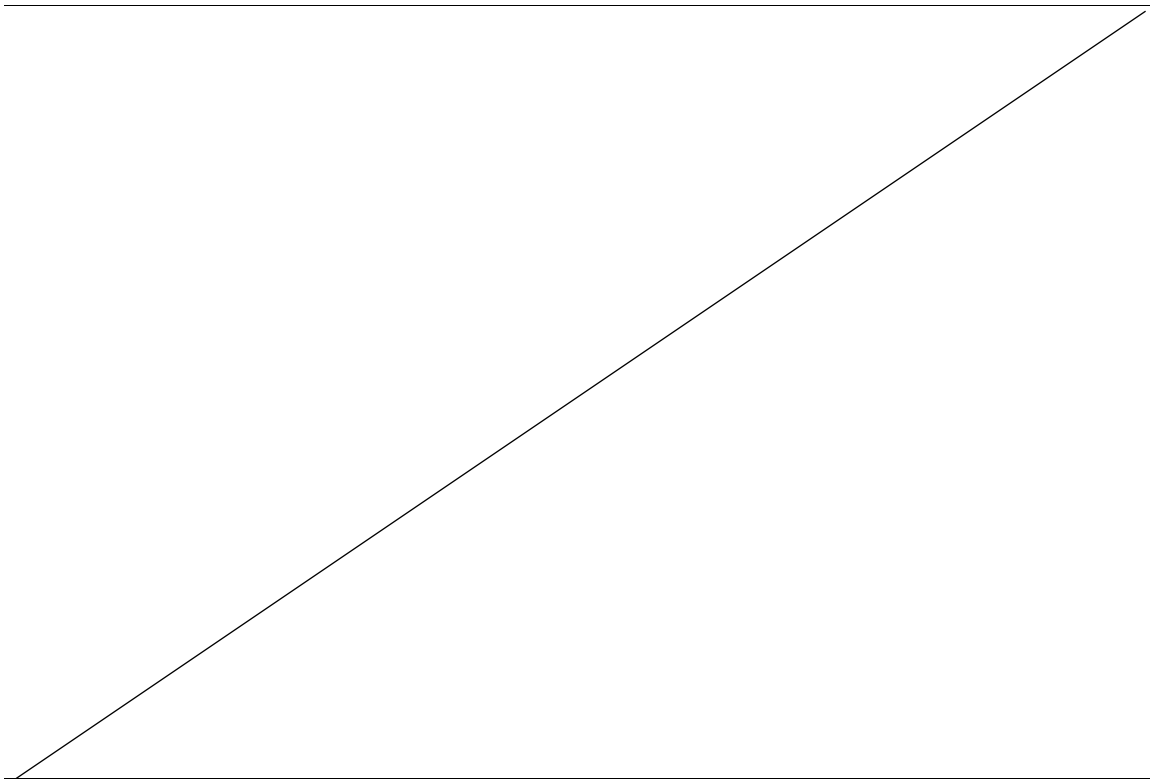
47. HRS 206E-5.6(j)(1)(A): Extent to which the proposed Project advances the goals, policies, and objectives of the Mauka Area Plan. The Project provides an ‘outstanding pedestrian environment’ with its street-level improvements including sidewalks, landscaping and commercial uses that add visual interest and enhance walkability along Kawaiahao Street. The landscaping a long Kawaiahao and Queen Streets are consistent with the Mauka Area Plan’s principle of ‘creating a network of green streets.’ (HCDA FOF)

48. HRS 206E-5.6(j)(1)(B): Extent to which the proposed Project protects, preserves, or enhances desirable neighborhood characteristics through compliance with the standards and guidelines of the applicable district rules. The Project is in compliance with the applicable

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Mauka Area Rules and proposes a mix of industrial and commercial uses, consistent with the neighborhood identity of Central Kakaako. (HCDA FOF)

49. HRS 206E-5.6(j)(1)(C): Extent to which the proposed Project avoids a substantial adverse effect on surrounding land uses through compatibility with existing and planned land use character of the surrounding area. The proposed Project is predominantly industrial use, consistent with the industrial character of the Central Kakaako neighborhood. The street front commercial uses will activate the street and enhance the pedestrian realm. There are no anticipated adverse effects on the surrounding land uses. (HCDA FOF)



CONCLUSION OF LAW

1. Pursuant, to HRS§ 91-10(5), the Applicant carries the burden of proof, by a preponderance of the evidence, including burden of producing evidence as well as the burden of persuasion. Applicant has carried its burden of proof in this proceeding. (PET COL #46)
2. HCDA has jurisdiction to approve development permits and issue development permits pursuant to HRS § 206E-4 and 206E-5.6. (PET COL #47)
3. The Applicant has complied with the requirements of HRS § 206E-5.6 and all other applicable statutes. (HCDA COL)
4. Project meets the applicable standards set forth in the Mauka Area Rules, as provided in HAR Chapter 217. (HCDA COL)
5. The Project complies with and advances the goals and policies of the Mauka Area Plan. (HCDA COL)
6. SHPD has exercised its responsibility and met its obligations pursuant to HRS § 6E-42 and HAR Chapter 13-284 to review and comment on the Project's impacts and mitigation of these impacts on eligible historic properties. (PET COL #48)
7. In the event any human skeletal remains are inadvertently discovered; any activity in the immediate area that could damage the remains or the potential historic site shall cease. The discovery shall be reported as soon as possible to the Department of Land and Natural Resources ("DLNR"), the appropriate medical examiner or coroner, and the Honolulu Police Department, HRS§ 6E-43.6. The DLNR has jurisdiction over any inadvertent discovery of

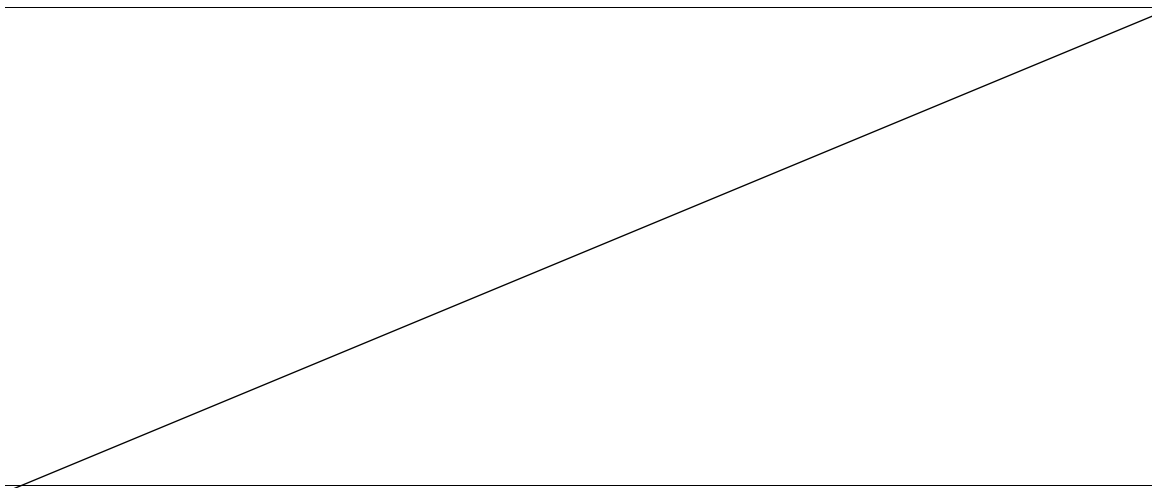
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human skeletal remains over fifty-years old, and the protocol to be followed is set forth in HAR§ 13-300-40. (PET COL #50)

8. Pursuant to HAR § 15-217-80(e), “Conditions”, the Authority may impose conditions to a development permit which may concern any matter regulated under the KCDD Rules. (HCDA COL)

9. Development rights under a development permit issued and approved by the Authority are vested under the community development district rules in effect at the time of initial approval by HCDA and shall govern development on lands subject to such permit and agreement. (HCDA COL)

10. The KCDD Rules applicable to the Project shall be those plans and rules in effect on the date of this Order. (HCDA COL)



RULINGS ON PROPOSED FINDINGS OF FACT AND CONCLUSIONS OF LAW

Any of the findings of fact submitted by the Applicant not already ruled upon by the HCDA by adoption herein, or rejected by clearly contrary finding of fact herein, are hereby denied and rejected.

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

DECISION AND ORDER

Upon consideration of all applicable rules and regulations, the evidence and testimony presented by the Applicant, the public comments, and all other evidence appearing in the record, the Authority concludes that the Project has satisfied the requirements of HRS Chapter 206E, HRS Chapter 6E, HAR Chapter 15-217, HAR Chapter 13-284, and the vision and intent of the applicable Mauka Area Plan for a development permit.

IT IS HEREBY ORDERED that the Development Permit for the Project is hereby APPROVED subject to the following conditions:

1. Baranof shall comply with all material representations and commitments regarding the Project made to the Authority in the permit application process, including but not limited to: (1) compliance with all applicable provisions of the Mauka Area Rules, and (2) compliance with all HCDA public and private frontage requirements. (HCDA D&O)
2. Baranof shall plan, design, implement, and maintain the Project site in accordance with the following City and County of Honolulu and State of Hawaii Requirements and Guidelines, as applicable:

- “Best Management Practices (BMP) Manual for Construction Sites,” November 2011;
- “Rules Relating to Soil Erosion Standards and Guidelines,” April 1999;
- “Rules Relating to Storm Drainage Standards,” effective June 1, 2013;
- The Revised Ordinances of Honolulu (ROH) — for grading, specifically Chapter 14, “Public Works Infrastructure Requirements Including Fees and Services,” 1990 as amended;

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- Hawaii Administrative Rules, Title 11, Chapter 54 (11-54), “Water Quality Standards”; and
- Hawaii Administrative Rules, Title 11, Chapter 55, “Water Pollution Control” — for construction runoff, specifically Appendix C, National Pollutant Discharge Elimination System (NPDES) “General Permit Authorizing Discharges of Storm Water Associated with Construction Activities” (expires December 5, 2018). (HCDA D&O)

3. Infrastructure improvements can be divided into two categories: (1) infrastructure improvements or requirements which are immediately necessary to proceed with the Project; and (2) improvements which are necessary to improve and upgrade the vicinity in total through the HCDA District-Wide Improvement Program; as follows:

- A. Improvements Necessary to Proceed with the Project: With regard to infrastructure improvements or requirements that are necessary to proceed with the Project, Baranof Holdings shall be responsible for providing necessary developer improvements.
- B. Improvements Proposed for the HCDA District-Wide Infrastructure Improvement Program: A part of the HCDA District-Wide Improvement Program, road and utility improvements are being undertaken in increments throughout the KCDD, financed in part through an Improvement District Program. In this regard, the Project shall be subject to assessments for its pro rata share of the cost of improvements which may, in the future, be necessarily undertaken in the vicinity of the respective projects under the HCDA or other government agencies’

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improvement programs. The Project will be assessed under the same methods and in the same manner as other properties in the area. In order to ensure the participation of the Project, Baranof and its successors and assigns, shall agree to participate in the HCDA District-Wide Improvement Program at the time said program is implemented. The terms specified in the agreement shall be made a part of the conveyance documents for the Project and said documents shall be submitted to HCDA prior to execution. (HCDA D&O)

4. Baranof shall comply with the SHPD approved monitoring plan and all applicable laws regarding historic properties, aviation artifacts, and burial sites, including but not limited to the provisions of HRS Chapter 6E. (PET D&O #3)

5. In the event any human skeletal remains are inadvertently discovered in the Project site, all activity in the immediate area shall cease and the discovery shall be immediately reported to the DLNR, the appropriate medical examiner or coroner, and the Honolulu Police Department pursuant to HRS § 6E-43.6. The DLNR has jurisdiction over any inadvertent discovery of human skeletal remains over fifty-years old and the protocol to be followed is set forth in HAR § 13-300-40. (PET D&O #4)

6. Prior to the HCDA staff approval of the building permit, Baranof shall record a memorandum of this Decision and Order with the Bureau of Conveyances or the Assistant Registrar of the Land Court as a covenant running with the land. Proof of such filing in the form

The Hawaii Community Development Authority of the State of Hawaii
In re Application of Baranof Holdings Investor Queen Street, LLC
Applicant for Development Permit for Tax Map Key Nos (1) 2-1-049-011,
(1) 2-1-049-032 and (1) 2-1-049-033
Application No. KAK 18-054
HCDA Staff Findings of Fact, Conclusions of Law, Decision and Order
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of copies of the covenants certified by the appropriate agency shall be submitted to HCDA.

(PET D&O #5)

7. Payment of the public facilities dedication fee shall be made prior to the issuance of the initial certificate of occupancy. (HCDA D&O)

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ADOPTION OF ORDER

The undersigned Members, being familiar with the record and proceedings, hereby adopt and approve the foregoing ORDER this February 5, 2020. This ORDER and its ADOPTION shall take effect upon the date this ORDER is approved by the Authority.

Done at Honolulu, Hawaii, February 5, 2020.

HAWAII COMMUNITY DEVELOPMENT AUTHORITY (Kakaako Members)

_____	Jason Okuhama
_____	Kevin Sakoda
_____	Robert Yu Designated representative of Director of Department of Budget and Finance
_____	Chason Ishii
_____	Cultural Specialist (Vacant)
_____	David Rodriguez Designated representative of Director of Department of Transportation
_____	Phillip Hasha, Vice Chairperson
_____	Wei Fang
_____	John P. Whalen, Chairperson

APPROVED AS TO FORM:

Max Levins, Deputy Attorney General