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DEPARTMENT OF PLANNING AND PERMITTING
**CITY AND COUNTY OF HONOLULU**
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April 12, 2023 2022/PDP-1(JD)

The Honorable Tommy Waters
Chair and Presiding Officer
and Members
Honolulu City Council
530 South King Street, Room 202
Honolulu, Hawai'i 96813

Dear Chair Waters and Councilmembers:

| | |
|---|---|
| SUBJECT: | Application for an Interim Planned Development-Transit (IPD-T) 2022/PDP-1 |
| Project: | 1538 Kapi'olani Tower Project |
| Landowner: | 1538 Kapi'olani, LLC |
| Applicant: | JL Ala Moana LLC |
| Agent: | R. M. Towill Corporation (Isaiah Sato) |
| Location: | 1538 Kapi'olani Boulevard - Ala Moana |
| Tax Map Key: | 2-3-021: 006 |
| Acceptance Date: | December 5, 2022 |

We recommend approval of this application for an IPD-T for the 1538 Kapi'olani Tower Mixed-Use Project. The Project proposes a 40-story, 400-foot-high structure consisting of a seven-story parking podium and 33-story residential tower. The tower will consist of 331 market-rate, multi-family dwelling units, approximately 8,719 square feet of commercial space, 3,183 square feet of open space, and a porte cochere. All existing structures will be demolished allowing for the redevelopment of the entire site. Additionally, the Project proposes to provide 101 offsite, affordable rental units at two off-site locations within the Ala Moana neighborhood.

The proposed Project is within the BMX-3 Community Business District, and close to the proposed Kālia transit station. The Department of Planning and Permitting (DPP) recommends conditions relating to the provision of community benefits, including affordable housing and multi-modal transportation improvements, a reduction in the number of parking spaces, and conformance with the Transit Oriented Development

(TOD) Plan height setback along Kapi'olani Boulevard; as well as standards conditions relating to typical approvals from other governmental agencies.

Attached for your consideration are our report and a draft resolution with a summary of the Project proposal and DPP recommendations. There were approximately 19 members of the public who attended the public hearing in-person and remotely on January 25, 2023, at the Mission Memorial Auditorium at 10:30 a.m. Testimony was given by four members of the public. Testifiers expressed concerns about the Applicant's community benefit package, view planes, traffic, pedestrian safety, bikeshare, bicycle improvements, and general impacts of increased density on infrastructure. These issues are addressed in our report and recommendation.

Pursuant to Land Use Ordinance Section 2.110-2, the City Council must act within 60 calendar days after receipt of our findings and recommendation or the application is deemed denied. The City Council may extend this period of time upon receipt of a request from the Applicant for an extension.

Should you have any questions, please contact me at (808) 768-8000.

Very truly yours,

Dawn Takeuchi Apuna
Director

Enclosures: DPP Report and Recommendation
Draft Resolution

APPROVED:

Michael D. Formby
Managing Director

DEPARTMENT OF PLANNING AND PERMITTING
OF THE CITY AND COUNTY OF HONOLULU

STATE OF HAWAI'I

| | | |
|---|---|---|
| IN THE MATTER OF THE APPLICATION<br><br>BY<br><br>1538 KAPI'OLANI LLC<br><br>FOR AN<br><br>INTERIM PLANNED DEVELOPMENT-TRANSIT PERMIT | ) | FILE NO. 2022/PDP-1(JD) |

FINDINGS OF FACT, CONCLUSIONS OF LAW
AND RECOMMENDATION

## I. GENERAL INFORMATION

A. Basic Information:

| | |
|---|---|
| APPLICANT: | JL Ala Moana LLC |
| OWNER: | 1538 Kapi'olani LLC |
| AGENT: | R. M. Towill Corporation (Isaiah Sato) |
| LOCATION: | 1538 Kapi'olani Boulevard – Ala Moana (Exhibit A-1) |
| TAX MAP KEY: | 2-3-021: 006 |
| LOT AREA: | 40,166 square feet |
| STATE LAND USE DISTRICT: | Urban |
| DEVELOPMENT PLAN AREA: | Primary Urban Center |
| EXISTING ZONING: | BMX-3 Community Business Mixed Use District (Exhibit A-2) |
| EXISTING USE: | Financial Institution and Eating Establishments |
| SURROUNDING LAND USES: | Offices, eating and drinking establishments, retail establishments, and multi-family dwelling units |

B. Proposal: The Applicant seeks an Interim Planned Development-Transit (IPD-T) Permit to allow a mixed use-development, the "1538 Kapi'olani Tower" (Project), in the Ala Moana Neighborhood. The Applicant is proposing a 40-story, 400-foot (ft.)-high structure consisting of a seven-story parking podium and

33-story residential tower. The tower will consist of 331 market-rate, multi-family dwelling units. The parking podium will include ground floor commercial uses, a residential lobby, a porte cochere, and approximately 466 parking spaces. The Project will have a total floor area ratio (FAR) of 10.0, or about 401,655 square feet (sq. ft.) of floor area. All existing structures will be demolished allowing for the redevelopment of the entire site.

As part of the Project, the Applicant is proposing 101 affordable rental units to be located at two off-site locations within the larger Ala Moana Neighborhood. One location is 765 Amana Street, which is approximately 500 ft. away from the Project site and the other location is 1564 Kalākaua Avenue, which is approximately a half-mile from the Project site (see Exhibit A-3). Both locations are located within the Ala Moana Transit Oriented Development (TOD) Neighborhood Plan (TOD Plan) area. The Applicant proposes to convert an existing office building at 765 Amana Street to a multifamily dwelling use, which will have approximately 65 dwelling units. The work at 1564 Kalākaua Avenue will consist of the demolition of the existing structure and construction of a new apartment building with approximately 36 dwelling units. In total, across all three locations, the Applicant is proposing to construct a total of 432 dwelling units.

The proposed Project also includes a residential lobby, private and semi-private residential amenity and activity areas, approximately 3,183 sq. ft. of open space, approximately 8,719 sq. ft. of commercial space, and streetscape and right-of-way (ROW) improvements. A more detailed breakdown of the Applicant's proposed Project can be found below.

On the ground floor, the Applicant proposes:

- A 8,247-sq.-ft. pedestrian, bicycle, and vehicular thoroughfare that connects Kapi'olani Boulevard to Makaloa Street;
- Commercial and retail services along both the Kapi'olani Boulevard and Makaloa Street frontage;
- A pedestrian entrance to the residential lobby;
- A porte cochere to provide valet and drop-off/pick-up services;
- Back of house services: Storage, electrical rooms, pump room, mechanical room, and a Hawaiian Electric Company room;
- Bicycle parking along Kapi'olani Boulevard and Makaloa Street;
- Retail and car-share parking spaces; and
- A new Monkeypod tree along Kapi'olani Boulevard

See Exhibits B-1 through B-3.

On levels two through six, the Applicant proposes:

- A parking garage that will include both vehicular and bicycle parking.

See Exhibits B-4 through B-7.

On levels seven and eight, the Applicant proposes:

- An amenity deck that includes indoor and outdoor recreational areas such as an outdoor pool, kid's play area, lawn area, cabanas, putting green, a dog run, fitness areas, event spaces, and lounge areas.

See Exhibits B-8 and B-9.

On levels eight through 39, the Applicant proposes:

- 331 dwelling units comprised of studios, one bedroom, two bedroom, and three bedroom units.

See Exhibit B-9 through B-13.

On level 40, the Applicant proposes:

- An outdoor recreational view deck and mechanical equipment.

See Exhibit B-14.

The Project has frontages on Kapi'olani Boulevard and Makaloa Street, which are both City-owned roadways. Pedestrian access to the site will be provided along both Kapi'olani Boulevard and Makaloa Street. Primary vehicular access to the site will be from Makaloa Street.

C. IPD-T Requests: The Applicant seeks to increase the height limit and FAR, and modify the height setback requirements of the BMX-3 Community Business Mixed Use District (BMX-3 District) through this IPD-T Permit. The Applicant is also seeking flexibility from the recommendations of the Ala Moana Neighborhood TOD Plan, dated August 2021, related to maximum setbacks along Kapi'olani Boulevard, height setbacks, tower separation, and parking maximums. The details and acceptability of the exemption requests and the commensurate community benefits will be analyzed later in this report.

## II. FINDINGS OF FACT

On the basis of the evidence presented, the Director has found:

A. Description of the Site/Surroundings: The 40,166-sq.-ft., square site is in the BMX-3 District and the BMX-3B designation of the Ala Moana TOD Plan. The site is relatively flat with no unique topographic features and is located approximately a quarter-mile from the future Kālia Rail Station. The site is currently developed with a single-story commercial building consisting of financial institutions and eating establishments. The site is bounded by Kapi'olani Boulevard to the south, Makaloa Street to the north, First Hawaiian Bank to the east, and commercial buildings to the west. Adjacent parcels and those parcels across Kapi'olani Boulevard are within the BMX-3 District. Parcels to the north across Makaloa Street, on the east side of Amana Street are within the AMX-3 High-Density Apartment Mixed Use District. It should be noted that the parcel to the west is the

proposed location of a separate IPD-T Project (1500 Kapi'olani) that has received approval from the City Council. The immediate surrounding area includes the Pan Am Building, Ala Moana Center, Azure Ala Moana, and low-rise commercial buildings.

B. Plans and Policies: The site is in the Primary Urban Center (PUC) and Ala Moana TOD Plan area. The following plans provide policies and guidelines for development at the site:

1. Oahu General Plan (GP) and PUC Development Plan (DP): The GP sets forth the long-range objectives and policies for general welfare and together with the regional DPs, provides a direction and framework to guide the programs and activities of the City and County of Honolulu. The GP supports major redevelopment projects that locate major housing and economic activities in existing urban areas.

   The PUC DP vision emphasizes retaining the qualities that attract both residents and visitors, while encouraging growth and redevelopment to accommodate the projected increases in jobs and residential population. The key elements of the vision are summarized as follows:

   - Honolulu's natural, cultural, and scenic resources should be protected and enhanced;
   - Livable neighborhoods should have business districts, parks and plazas, and walkable streets;
   - The PUC should offer in-town housing choices for people of all ages and incomes; and
   - A balanced transportation system should provide excellent mobility.

2. TOD Plan: The TOD Plan guides the pattern of development within the Kālia Station Vicinity.

C. Other Permits/Approvals Required: The following approvals will be required by the City and County of Honolulu:

- Compliance with the Department of Planning and Permitting (DPP) "Rules to Implement the City's Affordable Housing Requirements" (AH Rules);
- Sidewalk Variance;
- Driveway Variance;
- Sewer Connection Application;
- Compliance with Park Dedication;
- Grading Plan Approval and Permits;
- Construction Plan Approval and Permits;
- Demolition and Building Permits;
- Trenching Permits;
- Drain Connection Permits;

- Major Special District (SD) Permit, pursuant to Land Use Ordinance (LUO), Section 21-2.110-2(g)(2);
- Street Usage Permits; and,
- Subdivision approval for public utility, access, and/or sidewalk easements.

Approvals required by the State may include an archaeological inventory survey (AIS) plan, Construction Noise Permit, and Clean Air Permit.

D. Environmental Review, Chapter 343, Hawai'i Revised Statutes (HRS): The Project is not subject to an environmental assessment under Chapter 343, HRS, the State Environmental Impact Statement Law.

E. Flood District and Sea Level Rise (SLR): According to the Flood Insurance Rate Map (FIRM), Panel No. 15003C0362G, dated January 19, 2011, the site is in Zone X (see Exhibit A-4). Zone X is outside of the 0.2 percent annual chance (or 500-year) floodplain. The Hawai'i SLR Viewer estimates the SLR exposure area by combining passive flooding, annual high wave flooding, and coastal erosion. Based on the SLR viewer, the project site will not be affected by 3.2 ft. of SLR.

F. Public Agency and Community Comments:

1. Notifications and Request for Comments: The DPP requested comments from the City and County of Honolulu Board of Water Supply (BWS); Fire and Police Departments; Department of Parks and Recreation; Department of Transportation Services (DTS); Honolulu Authority for Rapid Transit; and Office of Climate Change, Sustainability, and Resiliency. Major agency comments are contained in the Analysis section of this Report.

   Comments were also requested from the State of Hawai'i Department of Land and Natural Resources, Historic Preservation Division (SHPD); Office of Hawaiian Affairs; Office of Planning; and Department of Transportation. Relevant agency comments are contained in the Analysis section of this Report.

   Upon acceptance of the application for processing, informational notices were sent to landowners within 300 ft. of the subject property, which included associations of apartment owners and businesses, elected officials from the area, community organizations, and the news media. Notifications were also provided to the Ala Moana/Kaka'ako Neighborhood Board (NB) No. 11, the Hawai'i State Public Library, the McCully-Mō'ili'ili Public Library, and the Ala Moana Satellite City Hall. The application materials were also made available on-line at the DPP website.

2. Ala Moana/Kaka'ako NB No. 11: On July 26, 2022, the Applicant presented the Project to the NB. A notarized affidavit confirming that the

adjoining property owners were sent written notification of the Project presentation to the NB was in included in the application. The NB Board members asked about impacts on traffic and infrastructure, parking for retail customers, off-shore ownership, and the Project schedule. The NB did not take a position on the Project at the time. Concerns discussed by the NB will be addressed in the analysis section of this report.

3. Written Testimony: The DPP received two letters from the public expressing opposition or concerns about the Project. One letter from Unite Here Local 5 wrote in opposition to the Project and cited concerns about public open space, off-site affordable housing units, and the Applicant's proposed community benefit package. The second letter of testimony did not take a position on the Project, but voiced concerns about the proposed off-site affordable housing located at 1564 Kalākaua Avenue. Their concerns were related to increased traffic, insufficient parking, storm water runoff, and drainage.

4. Public Hearing Testimony: A Public Hearing was held on January 25, 2023, at the Mission Memorial Auditorium at 10:30 a.m. Approximately 19 individuals attended the Public Hearing, including members of the public, individuals associated with the application, DPP staff, and Department of Information Technology staff. Oral testimony was received from four members of the public. Two of the testifiers also provided written testimony prior to the public hearing and their concerns are noted above. One testifier inquired about the timeline and phasing of the project. The last testifier was not in opposition of the Project, but did have concerns regarding the different amenities that would be provided between the Project site and the off-site affordable housing locations. Additionally, the testifier recommended that bikeshare stations be located on the properties and bike lane improvements be provided along Kapi'olani Boulevard and Makaloa Street.

   At the hearing, the DPP asked the Agent to clarify the number of units that are required to meet the affordable housing requirements of Chapter 29, Revised Ordinances of Honolulu (ROH), The Affordable Housing Ordinance and the number of units that are being provided as a community benefit. The Agent stated 65 of the affordable units will be provided to meet the affordable housing requirements of Chapter 29, ROH, and 36 affordable units are being proposed as a community benefit.

G. Affordable Housing: Chapter 29, ROH, related to affordable housing requirements, mandates that residential development projects with ten or more for-sale dwelling units must provide an on- or off-site affordable housing component. Affordable housing units proposed as a community benefit for the purposes of an IPD-T Permit cannot also be recognized as affordable housing required for compliance Chapter 29, ROH. Affordable housing units proposed as

a community benefit are discussed in the Ala Moana Neighborhood TOD Plan as a highly desirable and valuable community benefit.

## III. ANALYSIS

The proposed development was reviewed in accordance with LUO Section 21-9.100-5, relating to the TOD and IPD-T Permit Projects.

A. Eligibility: The Project site meets the eligibility standards and qualifies for an IPD-T Permit because the site is within one-half mile of the proposed transit station, greater than 20,000 sq. ft. in land area, under a single ownership, entirely within the State Land Use Urban District, in the BMX-3 District, and shown on maps and figures in the TOD Plan as being within the future TOD SD.

B. GP and PUC DP: The proposed development directs economic and residential activity to the PUC. The PUC DP promotes mixed land uses and provides high-density development near future transit stations. Residences in close proximity to work and amenities such as restaurants, retail, services, and other attractions allow integrated uses for convenience and to bring activity to neighborhood streets. Therefore, the Project will be generally compliant with the GP and PUC DP.

C. TOD Plan: Generally, the Project complies with the uses and intent of the TOD Plan. However, the Applicant seeks deviations from some of the TOD Plan development guidelines. The Project encroaches into the height setback and encroaches into the 20-ft. height step-back along Kapi'olani Boulevard. The Project will also exceed the maximum number of parking spaces recommended in the TOD Plan. The extent to which flexibility from these guidelines may be granted and mitigated with commensurate community benefits will be discussed later in this Report.

D. Use Regulations: The multi-family dwelling and commercial uses proposed for the Project are permitted in the underlying zoning district and supported by the TOD Plan.

E. LUO Development Standards: Flexibility may be granted for density, height, height setback, yards, open space, landscaping, streetscape improvements, parking and loading, and signage under the IPD-T Permit, if the application demonstrates that the modifications accomplish a Project design consistent with the goals and objectives of the TOD, and the requests are commensurate with the contributions provided in the Project Plan. The degree to which the Applicant complies with the LUO BMX-3 District standards and the proposed standards from the TOD Plan are shown in the table below.

| Description | | BMX-3 LUO Standard | TOD Plan Standard | Project |
|---|---|---|---|---|
| Minimum Lot Area | | 5,000 sq.ft. | N/A | 40,166 sq.ft. |
| Minimum Lot Width and Depth | | 50 ft. | N/A | 204.5 ft x 196.4 ft |
| Required Yards | Front | 10 ft. for dwellings, Five for other uses | 12 ft. along Kapi'olani Boulevard (build-to lines of 70 percent)<br><br>Five ft. along Makaloa Street (build-to lines of 70 percent) | 12 ft. along Kapi'olani Boulevard<br><br>Five ft. along Makaloa Street |
| | Side | Five ft. for dwellings, 10 ft. for multi-family, zero for other uses | N/A | 0 ft. |
| Maximum Density (FAR) | | 2.5 (base) (100,415 sq. ft.) | 10 (401,660 sq. ft.) | 10 (401,660 sq. ft.) |
| Open Space Bonus (Maximum FAR) | | 3.5 (bonus) (140,581 sq. ft.) | N/A | N/A |
| Maximum Building Height | | 250 ft. | 400 ft. | 400 ft |
| Height Setback | | One ft. per 10 ft. in height over 40 ft. | 20 ft. above the first floor (Kapi'olani Boulevard only) | The Project encroaches into the LUO height setbacks and TOD Plan height setback |

1. Maximum Density: Under the provisions of the BMX-3 District, the maximum permitted floor area on the site is 100,415 sq. ft. (2.5 FAR). The TOD Plan allows for a maximum FAR of 10.0, or about 401,660 sq. ft. of floor area, provided there are commensurate community benefits. Through the IPD-T Permit, the Applicant is proposing a community benefit package to obtain the maximum 10.0 FAR. This will be analyzed further below. The increased FAR would result in a bonus of 301,244 sq. ft. of floor area. [Note: The site has not provided the public open space or arcade space sufficient to achieve a FAR of 3.5 under the standards of the LUO].

2. Maximum Height: Under the LUO and zoning maps, the maximum height limit for the site is 250 ft. The TOD Plan allows for a maximum height limit of 400 ft. for the site. Through the IPD-T Permit, the Applicant seeks to exceed the

height limit by 150 ft. for the full allowance of 400 ft. The IPD-T provisions allow for this increased height, if commensurate community benefits are provided to obtain the bonus. The Project proposes a 40-story tower where a 25-story tower would otherwise be allowed. If the Project is approved as proposed, the bonus height will result in approximately 15 additional floors and approximately 155,516 sq. ft. of floor area above the height limit. This will be further analyzed below (see Exhibit B-15).

3. Height Setback: The IPD-T provisions allow the height setback to be modified from the LUO standards where adjacent uses and street character will not be adversely affected. The LUO height setback standard is measured 40 ft. vertically at the buildable area boundary, then forms a setback at a rate of one-ft. per 10 ft. of additional height. Based on the LUO BMX-3 District standards, the tower encroaches approximately 22 ft. into the Kapi'olani Boulevard height setback starting at the 18th floor (about 180 ft. high). The tower also encroaches approximately 23 ft. into the height setback along Makaloa Street starting at the 18th floor. Along Makaloa Street, the eastern property line, and western property line, the podium encroaches approximately three ft. into the height setback (see Exhibits B-15 and B-16). These encroachments allow for a mauka-makai building orientation. The encroachments help support the goals and objectives of the TOD Plan, such as additional density to support transit ridership. The submitted plans do not accurately show the height setback encroachments along the eastern and western property line, however. Therefore, as part of the Major SD application, the Applicant must submit revised plans accurately showing these encroachments into the height setback.

   Under the TOD plan recommendations, along Kapi'olani Boulevard, any portion of a building above the first floor must be setback at least 20 ft. The purpose of this 20-ft. height setback is to avoid a "canyon" effect along Kapi'olani Boulevard. Additionally, the height setback helps to accommodate the tree canopy of the signature monkeypod trees that line Kapi'olani Boulevard. The parking podium encroaches into this 20-ft. setback by approximately three ft. (see Exhibit B-17 and B-18). The Applicant did not provide justification to allow this encroachment. The parking structure does not further any goals or objectives supported by the TOD Plan. Furthermore, as discussed below, the Project includes more parking than is supported by the TOD Plan. Therefore, modification to the TOD height setback along Kapi'olani Boulevard should not be permitted. Updated plans submitted with the SD Permit should show compliance with the TOD Plan recommended height setback along Kapi'olani Boulevard. This should be a condition of approval.

4. Yards and Build-to Lines: The site has two front yards. Under the LUO, a minimum five-ft. front yard is required along Kapi'olani Boulevard and Makaloa Street. Additionally, the TOD Plan specifies "build-to lines" of 12 ft. along Kapi'olani Boulevard and five ft. along Makaloa Street wherein, at least

70 percent of the building frontage must be located along the build-to line. The applicant will comply with this standard (see Exhibits B-19 through B-22).

5. Tower Separation: The TOD Plan recommends a minimum separation between tall buildings of 100 ft. The proposed tower is approximately 101 ft. from 731 Amana Street located to the north, 178 ft. from One Ala Moana located to the south, and 96 ft. away from the proposed 1500 Kapi'olani development located to the west. The site to the east is vacant. Although, the Project is only 96 ft. away from the proposed 1500 Kapi'olani development, the TOD Plan allows for properties that share a property line with an adjacent private property to have the tower set back at least 50 ft. from the common boundary. Therefore, the Project is generally consistent with this TOD plan recommendation (see Exhibit B-23).

6. Building Orientation and Placement: The design of the tower makes it seems like it is angled. However, the tower is primarily situated in a mauka-makai orientation and is parallel to Kapi'olani Boulevard and Makaloa Street. Therefore, the Project generally complies with the TOD building placement guideline (see Exhibits B-23 through B-25).

7. Landscaping: Pursuant to LUO Section 21-3.120-2(c)(1), except for necessary driveways and walkways, all yards must be landscaped. The TOD Plan allows for flexibility to ensure high quality pedestrian amenities. The required yards for the Project are proposed as a combination of hardscape and landscaped areas for pedestrian walkability and to support new and existing trees. Therefore, the Project, while not fully landscaped, is generally consistent with the TOD Plan. The Project's Street Tree plan should align with the guidance of the DPP's draft Ala Moana TOD Street Tree Plan for the ROW, and meet the City's tree canopy standards. This and the adequacy of pedestrian amenities along the street frontage will later be confirmed during the review of more detailed plans submitted with the Major SD Permit.

8. Parking and Loading: The off-street parking requirements and provisions are summarized in the following table. The parking and loading plans are shown in Exhibits B-1 through B-5.

   Pursuant to LUO Section 21-6.20(a), except for the preservation, agricultural, and residential districts, off-street parking is not required within the PUC or in areas within one-half mile of a rail station. Therefore, there is no minimum parking requirement. The Applicant proposes a total of 466 parking spaces: 433 for the multi-family dwelling use and 33 for the commercial spaces. All parking will be located within the parking podium.

The TOD Plan recommends establishing minimum and maximum parking requirements, eliminating parking for certain uses (such as retail), and reducing parking by *at least* 50 percent across the TOD Plan area. This reduces support for single-occupancy vehicles and encourages the use of multi-modal transportation options, meaning higher density development can occur without the corresponding increase in traffic impacts. For this Project, the TOD Plan recommended parking would range from zero spaces to 414 spaces. The Applicant is exceeding the number of parking spaces recommended by the TOD Plan by 42 spaces. Promoting the use of public transportation, car and bike sharing, and the use of alternate transportation means distinguishes TOD areas from other types of neighborhoods. Also, as the number of IPD-T Projects increases, the Kālia Rail Station area is more likely to succeed in meeting the alternative transit goals and objectives of the TOD Plan if Projects are not over-parked. Therefore, the TOD Plan recommendations should be strictly applied. This should be a condition of approval. It should also be repeated that the parking podium encroaches into the height setback along Kapi'olani Boulevard. If the number of parking spaces was reduced, the Applicant would be able to reduce the encroachment into the height setback.

Three loading spaces are required by the LUO. One of the loading spaces is required to be a minimum of 35 ft. x 12 ft. with a 14-ft. vertical clearance. The remaining loading stalls will be 19 ft. x 8.5 ft. with a 10-ft. vertical clearance. All three loading spaces will be located on the ground floor. One large and one small loading space will be located on the west end of the site within the vehicle thoroughfare. The other small loading space will be located in the porte cochere (see Exhibit B-2). The Project complies with the LUO minimum standards.

9. Bicycle Parking: The bicycle parking requirements and provisions are summarized in the table below. The location of bicycle parking is shown in Exhibits B-1 through B-3:

| Use | Floor Area or Unit Count | LUO Bike Parking Standards (Short/Long term) | Required by LUO (Short/ Long term) |
|---|---|---|---|
| Nonresidential | 8,800 sq. ft. | One per 2,000 sq. ft./ One per 12,000 sq. ft. | 5/1 |
| Residential | 331 Units | One per 10 units/ One per every two dwellings | 33/166 |
| **Bike Parking Required per LUO Short/Long term** | | | **38/167** |
| **Proposed Bicycle Spaces Short/Long Term** | | | **38/224** |

The LUO and TOD Plan provides minimum bicycle parking standards for the proposed uses on the site. The LUO requires 38 short-term and 167 long-term bicycle parking spaces, for a total of 205 spaces; while the TOD Plan recommends 254 bicycle spaces. The Applicant states that they will provide 38 short-term bicycle spaces and 224 long-term bicycle spaces for a total of 262 bicycle spaces. This exceeds both the LUO standard and the TOD plan recommendation.

The Applicant will locate the 224 long-term bicycle spaces on the first floor at the east end of the site in a secured and covered location. Approximately 28 short-term bicycle stalls will be located near the proposed ground floor commercial areas with 10 spaces on the second floor. Short-term parking should be visible, easily identifiable, and conveniently located near building entrances. Therefore, the 10 bicycle stalls located on the second floor should be relocated to the ground floor. This should be revised in the plans included with the SD Permit. Additionally, the revised plan should indicate details on the rack types and wayfinding signage. This is a condition of approval.

F. Other Development Considerations:

1. Traffic and Multi-modal Maneuverability: A Traffic Impact Analysis Report (TIAR) was prepared by Wilson Okamoto Corporation in October 2022. According to the TIAR, traffic operation in the area is expected to remain similar with or without the Project. Therefore, the TIAR determined that Project is not expected to significantly impact traffic operations at nearby roads and intersections provided that the recommendations within the TIAR are implemented. However, it should be noted that the TIAR only analyzed traffic impacts in relation to new development located at 1538 Kapi'olani Boulevard and 765 Amana Street. Therefore a revised TIAR should be submitted, which includes an analysis of the 1564 Kalākaua Avenue site. Other substantive comments received related to traffic, access, circulation, and pedestrian safety at the Project site are summarized below, along with recommended conditions of approval.

    a. Transportation Planning: The Applicant should be required to create a timeline with anticipated dates for obtaining major building permits for demolition and construction work, including the date of occupancy. This timeline should also identify when a construction management plan (CMP), traffic management plan (TMP), and updates to or validation of the findings of the Traffic Impact Report (TIR) must be submitted for review and approval.

        i. The CMP will be required prior to the issuance of demolition and building permits for major constructions work. The CMP should:

- Identify the type, frequency, and routing of heavy trucks and construction related vehicles, and provide remedial measures, as necessary;
- Identify and limit vehicular activity related to construction outside the peak periods of traffic, utilizing alternate routes for heavy trucks, provisions for on-site or off-site staging areas for construction workers and vehicles;
- Include preliminary or conceptual traffic control plans; and
- Include the condition of roadways prior to the start of construction activities so that the existing roadway can be restored to their original or improved condition upon completion.

ii. The TMP or subsequent updates should be approved prior to the issuance of the temporary Certificate of Occupancy (CO). The TMP should include Traffic Demand Management (TDM) strategies to significantly limit vehicular trips for daily activities and large events. Measures should include incentives for transit, bicycle, and walking to minimize the amount of vehicular trips for daily activities by residents and employees. A bicycle and pedestrian circulation plan should be included in the TMP. A post TMP will be required approximately one year after the issuance of the CO to validate the relative effectiveness of the various TDM strategies identified in the initial report.

iii. A post TIR will be required approximately one year after the issuance of the CO to validate the traffic projections, distribution, and assignment contained in the initial TIR. The recommendations of the report should be implemented, in coordination with the DPP.

These should be conditions of approval.

b. Driveway Design: The Project has frontages on Kapi'olani Boulevard and Makaloa Street, which are both City-owned roadways. Pedestrian access to the site will be provided along both Kapi'olani Boulevard and Makaloa Street. Primary vehicular access will be from Makaloa Street. There will be a total of three curb cuts along Makaloa Street, which is an increase from the existing two. One curb cut located on the east side of the site will allow for two-way traffic and serve as primary ingress and egress to the parking garage and egress for the porte cochere. The second

curb cut located toward the middle of the site will be one-way and serve as the entry point for the porte cochere. The third curb cut is located on the west side of the property and will allow for two-way traffic to the pedestrian, bicycle, and vehicular thoroughfare that connects to Kapi'olani Boulevard. Along Kapi'olani Boulevard, there will be one curb cut, which is a reduction from the existing two. The curb cut along Kapi'olani Boulevard will allow for two-way traffic to the thoroughfare and connect to Makaloa Street (see Exhibits B-2 and B-26).

Within the porte cochere area, the Applicant shows vehicle parking. To use the stalls, vehicles will need to reverse into the stalls, which may cause traffic impacts as other vehicles are waiting. The Applicant should clarify how the parking stalls in the porte cochere will be used. For example, if the stalls will always be attendant directed, the plan should include that information. Otherwise, the Applicant should consider removing the stalls to better facilitate operations within the porte cochere. This will need to be clarified in the SD Permit.

Adequate vehicular sight distance should be provided and maintained at all driveways. Driveway grades cannot exceed five percent for a minimum distance of 25 ft. from the property line. If the Applicant proposes entry gates and/or ticket dispensers in the proposed parking structures, they should be recessed as far into the parking structure as necessary to avoid any queuing onto public or private roadways. This will be required as part of the Building Permit review. Therefore, a condition of approval is not recommended.

c. Sidewalk, Pedestrian, and Circulation Design: Pedestrian maneuverability is very important in this area. The Kapi'olani Boulevard frontage is a highly utilized sidewalk and the site is adjacent to a busy bus stop. Currently, Makaloa Street is not heavily used by pedestrians. However, as more improvements are designed along that frontage, its use is expected to increase. As such, the sidewalks for this Project must be designed with efficiency and high volumes in mind. According to the TOD Plan, the pedestrian pathway along Kapi'olani Boulevard should provide a linear, unobstructed pathway 12 ft. in width. The conceptual plans indicate that there will be an approximately 22-ft.-wide walkway along Kapi'olani Boulevard between the planting strip and the façade of the building. However, the plans show planter boxes, which may interfere with useable space. Therefore, as a condition of approval, the Kapi'olani Boulevard sidewalk area should be redesigned to show that the planter areas do not interfere with

useable space and to show how the sidewalk space will be activated. These elements will be reviewed as part of the Major SD Permit review.

A surface encroachment variance will be required for any nonstandard improvements within the City ROW (planters, landscaping, or street furniture). A sidewalk variance will be required to permit any nonstandard sidewalk finish proposed in the City ROW; however, the materials used for the sidewalks within the property should be consistent across the entire frontage, including across any driveways, to signal pedestrian priority. As recommended by the TOD Plan, the colors selected for any material should match the City's concrete sidewalk to avoid incongruous patchwork effects and to allow for easy repairs throughout the area. Details of material, finish, and color for the sidewalks should be submitted for review as part of the Major SD Permit. These should be conditions of this approval.

2. Environmental and Archaeological Conditions: The site is currently an urban environment with a low-rise development, paved surface parking lot, and limited landscaping. There is no expectation of discovering endangered flora or fauna on the site.

   In June 2022, an Archaeological Literature Review and Field Inspection (ALRFI) Report for the site was prepared by Cultural Surveys Hawai'i. No potential surface archaeological historic properties were identified. However, background research indicates that there is the potential for subsurface archaeological historic properties. As such, the ALRFI recommended that that an AIS be prepared. Since the Project will involve ground disturbing activities, there is potential for the discovery of additional significant resources. Therefore, the Applicant should prepare an AIS in consultation with the SHPD and commit to mitigation and protocols of all cultural resources, including any iwi, if identified on site. Alternatively, the Applicant may provide a letter from SHPD that indicates an AIS is not required. These are recommended as conditions of approval.

3. Infrastructure: The following describes the area's infrastructure. More specific details will be reviewed at the time of the building permit application; therefore, unless otherwise stated, no conditions of approval are necessary.

   a. Water: The BWS commented that the existing water system is adequate to accommodate the proposed Project. The final decision on the availability of water will be confirmed when the building permit application is submitted for approval.

b. Wastewater: On June 20, 2022, the DPP approved Sewer Connection Application (SCA) No. 2022/SCA-0842 for a new 331-unit, multi-family dwelling with 8,871 sq. ft. of restaurant space. A modified or new SCA may be required to reflect the final unit count, square footage, and type of retail tenant for the Project.

c. Drainage: Currently, the Project site is almost entirely paved, with storm water runoff flowing off-site towards Kapi'olani Boulevard and Makaloa Street where it is intercepted by existing catch basins. There is an existing catch basin along Makaloa Street, north of the Project, and a catch basin located along Kapi'olani Boulevard to the southeast of the Project site. The proposed development will be designed to maintain existing storm water flow patterns and is not anticipated to increase the existing storm water runoff conditions.

The Project will have to comply with the prevailing storm water quality standards at the time the construction and/or grading plans are submitted to the DPP for review. Compliance with all applicable drainage and storm water runoff requirements will be confirmed during the review of related development permits and/or approvals.

d. Schools: The public schools that serve the Project site are Lunalilo Elementary School, Washington Middle School, and McKinley High School. Based on the data available to the Applicant, the local schools have enough capacity to accommodate the anticipated school-aged children living in the Project. However, the Department of Education will be consulted as the Project proceeds with the permitting processes.

4. Public Views: Given the requested 150 ft. of additional height and the encroachment into the height setback, impacts to public views must be considered. The panoramic views from Ala Moana Beach Park toward the Ko'olau Range are identified as important view sheds in the PUC DP and the TOD Plan.

The Project will be visible from Magic Island at Ala Moana Beach Park. However, the tower will be partially blocked by the Ala Moana Shopping Center and One Ala Moana. Although the tower is visible, the TOD plan allows for the additional height. Additionally, the Project tower is sited in a mauka-makai orientation. Further, the Project site is surrounded by existing and future development that will be similar in height. Therefore, it is not anticipated that the Project will significantly adversely affect public views.

5. Shadow Study: The Applicant provided a shadow study, indicating that the structure is likely to periodically cast shadows on surrounding buildings as well as adjacent roads. While a 400-ft. tower invariably generates a certain amount of shadows, in this case, the structure is relatively narrow and is sited in a highly developed area. Furthermore, the shadows will not adversely impact any significant public open spaces, parks, or plazas. Therefore, the shadows resulting from the development of the Project are unlikely to generate significant adverse impacts. Therefore, no related conditions of approval are necessary.

6. Wind Study: Based on a preliminary wind study, dated July 25, 2022, unacceptable wind activity is not anticipated at any ground floor area. Higher winds are expected on the recreation deck, where additional wind control measures are recommended. A wind tunnel test is recommended to be conducted at a later date to quantify the wind conditions and evaluate the effectiveness of the wind mitigation strategies. The Applicant should implement the recommendations of the wind study. This should be made a condition of approval.

7. Signage: No signage plan is provided as part of this application. Therefore, the development will be limited to the standards for the BMX-3 District established in the LUO. Considering the location, variety of uses, specific design of the uses, and the opportunity for beneficial wayfinding signage, the Applicant should consider applying for a Zoning Adjustment for a Sign Master Plan, which will allow a coordinated sign strategy and greater sign area across the site.

   LUO Section 21-9.100-5(c)(9)(B) requires TOD-related wayfinding signage to be included in the Project. The Applicant should be required to develop effective wayfinding signage on-site and/or in the ROW to the rail station, bus stops, taxi stands, car-share, bicycle facilities, regional attractions, public parks, on-site public gathering spaces, and significant cultural sites in the area. A signage plan, including wayfinding signage, should be submitted to the DPP prior to the issuance of CO for the commercial establishments. This should be a condition of approval.

G. Affordable Housing: The Applicant proposes to provide a total of 432 dwelling units across three sites. Of the 432 dwelling units, 101 units, or approximately 23.8 percent will be affordable rental units. The main Project site (1538 Kapi'olani Boulevard) will not have any affordable housing units, so all 101 units will be provided off-site, dispersed among 765 Amana Street and 1564 Kalākaua Avenue. Specifically, 64 units will be located at 765 Amana Street and 37 units will be located at 1564 Kalākaua Avenue. The Applicant proposes to provide a total of 87 units at 80 percent area median income (AMI) for a period of 30 years and 14 units offered at 100 percent AMI for a period of 15 years. The affordable housing units are being provided in order to comply with Chapter 29, ROH, the

Affordable Housing Ordinance, and for community benefit purposes. Affordable housing units required under Chapter 29, ROH, cannot be used as community benefits, the Applicant is proposing 65 units to meet the affordable housing requirements and 36 units as a community benefit. This is as explained further below.

1. Consistency with Chapter 29, ROH: According to Chapter 29, ROH, affordable housing must be provided when ten or more for-sale dwelling units are developed under a single or unified Project, on one or more zoning lots. Pursuant to Table 29-1.4, if affordable rental housing units are being provided, then 15 percent of the total number of units must be affordable to households earning 80 percent and below of the AMI, and must remain affordable for a period of no less than 30 years. As the Applicant is proposing a total of 432 units across all three sites, the project must provide a minimum of 65 affordable rental units to meet this requirement. Out of the 101 off-site rental units being proposed, only 87 units are eligible to meet the affordable housing requirement because they are being offered at 80 percent AMI with an affordability period of 30 years. As such, the Project meets the requirements of Chapter 29, ROH. This will be confirmed prior to the issuance a building permit.

2. Compliance with Affordable Housing Rules: Affordable housing must comply with the affordable housing rules. The diversity of unit types and adequate dispersal throughout the Project will be reviewed in accordance with the affordable housing rules. The Applicant should be aware that the affordable housing rules recommend an affordable housing unit mix that is similar with the market-rate unit mix such that the number of bedrooms in affordable units are the same or more than the number of bedrooms in market-rate housing units. These recommendations should be made explicit conditions of this approval to enforce the affordable housing rules.

3. Other Affordable Housing Considerations: The Applicant is proposing to provide a total of 101 affordable rental units, 87 units at 80 percent AMI for a period of 30 years and 14 units at 100 percent AMI for a period of 15 years. Out of the 87 units, 65 units must be used to meet the affordable housing requirement. Since the units being offered to meet the affordable housing requirements cannot be used as a community benefit for the IPD-T, the remainder 22 units are being proposed as a community benefit. Additionally, the 14 units that do not meet the affordable housing requirements are also being proposed as a community benefit. In total, the Applicant is proposing 36 units between 80 and 100 percent AMI with a length of affordability between 15 and 30 years as a community benefit. The adequacy of these units as a community benefit is analyzed below.

H. Guidelines for Review and Approval of the Conceptual Plan: In accordance with LUO Section 21-9.100-5(h), prior to the approval of a conceptual plan for an

IPD-T Project, the City Council must find that the Project concept, as a unified plan, is in the general interest of the public. The following sections analyze the Applicant's proposed community benefits, discuss which ones will benefit the general public, and recommend additional contributions to the community that are commensurate with the bonuses and regulatory flexibility being requested. It should be noted that although the Project site is located at 1538 Kapi'olani Boulevard, the Applicant's community benefit package includes two off-site locations (765 Amana Street and 1564 Kalākaua Avenue). Since all three locations are within the Ala Moana Neighborhood TOD Plan area, the community benefit analysis will include all three sites.

1. Qualifying Community Benefits: Of the proposed community benefits offered, the following may be considered benefits in the general interest of the public:

    a. Affordable Housing: The Applicant proposes 36 off-site affordable rental units. This is approximately 8.73 percent of the Project's total units. Specifically, 21.08 units (accounting for the room factor) will be rented to those earning up to 80 percent AMI, for a period of 30 years, and 16.64 units (accounting for the room factor) will be reserved to those earning up to 100 percent AMI for a period of 15 years. The affordable housing units proposed as a community benefit will be located at 1564 Kalākaua Avenue site.

        - Adjustment: All affordable housing units provided as a community benefit should comply with the affordable housing requirements to be considered. This ensures that the units provided as a community benefit are equivalent to those units required by Chapter 29, ROH, for maximum benefit to the community and can also be easily administered with the rest of units under the Affordable Housing Ordinance. As such, all affordable housing units proposed as a community benefit should be offered at 80 percent AMI. Additionally, the affordability period should be a minimum of 30 years for all units. This should be a condition of approval.

    It should be noted that the proportion of affordable units proposed for this Project is similar to what has been conditioned for previously approved IPD-T projects in the Ala Moana area. The provision of affordable rental housing is the primary community benefit proposed for the Project, which is seeking a height limit of 150 ft. higher than what the zoning would allow and three times the density.

    To ensure the timely production of the affordable housing units, the affordable housing agreement should be executed and recorded

prior to the issuance of any CO for the main Project site. This should be a condition of approval.

b. Car-share spaces: A total of nine car-share parking spaces are proposed across the Project site and the two off-site affordable housing locations. Specifically six car-share spaces are proposed at 1538 Kapi'olani Boulevard, two are proposed at 765 Amana Street, and one is proposed at 1564 Kalākaua Avenue. The proposed parking spaces dedicated to car-sharing will be considered a community benefit if the parking spaces are publicly accessible at all times, and if adequate wayfinding signage is provided to direct the public to the car-share spaces.

   - Adjustment: Based on other recently approved IPD-T projects, at least 10 car-sharing spaces is appropriate as a community benefit. Therefore, one additional car-share space should be provided. Details regarding the number and location of these spaces should be provided with the SD Permit submittal. This should be a condition of approval.

c. Bikeshare: Two bikeshare stations, with an unspecified number of bicycles are proposed to be located at 765 Amana Street and 1564 Kalākaua Avenue by the Applicant.

   - Adjustment: The bikeshare stations may be considered a community benefit if they are provided on site (i.e., not within the public sidewalk or ROW), and if the Applicant enters an agreement with a bikeshare organization, partnered with the City, to pay for on-site stations with a minimum of 40 docking stalls and bicycles. The 40 docking stalls and bicycles may be located at one site or dispersed throughout the three sites. Proof of an agreement should be submitted to the DPP as a condition of approval.

3. Unacceptable/Insufficient Community Benefit: The Applicant plans to provide a City public access easement in the area. It would be an approximately 8,247-sq.-ft. pedestrian, bicycle, and vehicular thoroughfare (see Exhibit B-26). Specifically, this thoroughfare would be to serve as a midblock pathway to provide access between Kapi'olani Boulevard and Makaloa Street. The thoroughfare should not be counted as a community benefit as it does not include public amenities and also doubles as an access driveway to ground floor retail parking spaces and the two of the site's required loading spaces. Also, connectivity across the site is generally expected with TOD projects and should be more functional. Public space areas need to be designed with a preference for publicly accessible, highly-usable gathering spaces. Therefore, the thoroughfare,

as proposed, should not be considered a community benefit. It is possible that the thoroughfare could be accepted as a community benefit if it did not double as a driveway for building parking and loading and if the public easement was accessible at all hours of the day.

The quality and amount of community benefits for height and density bonuses must go above and beyond the minimum standards. It must incentivize transit-oriented development, meet community goals and objectives, and mitigate development impacts to the surrounding area.

As proposed, the community benefits are not commensurate with the requested bonuses and flexibility from the LUO and TOD Plan. However, with the recommended adjustments to the Applicant's proposed community benefit package, the Project will result in the provision of benefits to the community commensurate with the bonuses and flexibility from the LUO and TOD Plan guidelines.

I. Standards for Review. The highest degree of flexibility may be authorized by this permit for those Projects which demonstrate:

1. **The ability to positively contribute to the economic enhancement of the affected area, particularly with regard to providing a broad mix of uses and diverse employment opportunities**. The construction of this mixed-use Project will provide the benefit of an increased rental housing stock for nearby existing office, retail, and restaurant amenities. Onsite employment opportunities will be provided, but are limited to the jobs associated with the commercial retail portion of the Project and the support staff for the operations and maintenance of the new building. Additionally, other job opportunities will be primarily in the building trade industries during build-out. Therefore, the Project meets this standard of review.

2. **The provision of measures and facilities to promote a highly functioning, safe, inter-connected, multi-modal circulation system, supporting easy access to, and effective use of the transit system on a pedestrian scale**. The Applicant is proposing features that promote multi-modal circulation in the area as the ground-floor bicycle parking, car-share spaces, and drop-off areas will promote multi-modal opportunities. However, the site is proposing more parking than is recommended by the TOD Plan. The proposed parking is excessive and does not promote the use of the transit system on a pedestrian scale or contribute to the objective and intent of the TOD area. With the recommended design changes incorporated, such as the reduction in parking spaces and improvements to the sidewalk areas along the Kapi'olani Boulevard and Makaloa Street, the Project will meet this standard of review.

3. **The provision of usable, safe, and highly accessible public accommodations, gathering spaces, pedestrian ways, bicycle facilities, and parks**. The Applicant is proposing approximately 3,183 sq. ft. of open space; 2,452 sq. ft. along Kapi'olani Boulevard and approximately 731 sq. ft. along Makaloa Street (see Exhibit B-27). These areas will include bicycle facilities and planters and/or sit walls for pedestrians to use. Additionally, the pedestrian thoroughfare, while not considered a community benefit, may be considered an accessible public accommodation as it provides a midblock connection between Kapi'olani Boulevard and Makloa Street. Therefore, the open space is sufficient to satisfy this requirement.

4. **An appropriate mix of housing and unit types, particularly affordable and/or rental housing; with qualifying affordable housing being located on the Project site or within at least one-half-mile of the same identified transit station as the Project site. "Affordable housing" for for-sale units means housing which is affordable to households earning up to 120 percent of the AMI for Oahu**. The Applicant is required to provide 15 percent of the total number of units as affordable units pursuant to Chapter 29, ROH. The Applicant is proposing to provide an approximately 36 affordable units, or 8.7 percent, above the Chapter 29, ROH requirement, as a community benefit. However, all of these units are located offsite. Ideally, affordable housing units should be interspersed throughout the main Project site rather than located in separate locations. Therefore, in order to compensate for the affordable housing being located offsite, the Applicant must provide additional units at or below 80 percent AMI for a minimum period of 30 years. With this condition, the Project will provide affordable rental housing with an appropriate mix of housing types.

5. **General consistency with the Ala Moana Neighborhood TOD Plan**. The Project represents infill redevelopment of an existing commercial site. The Project is anticipated to promote increased activity along the streets by placing a high-density residential use in walking distance to restaurant and retail amenities, offices, and other employment opportunities. This supports rail ridership due to its proximity to the planned Kālia transit station. Although the current proposal does not comply with the TOD plan in regards to maximum setbacks, the Project is generally consistent with the TOD Plan and meets the intent of improving walkability with wider sidewalks dedicated to public use from their private property. If the plans are modified as required under the conditions of approval, the Project will meet this standard of review.

The Project and requested flexibility with respect to development standards are generally consistent with the objectives of TOD and the provisions enumerated in LUO Sections 21-9.100-4 and 21-9.100-5. Therefore, the DPP recommends

approval of the conceptual Project plan, subject to the recommended conditions of approval.

## IV. CONCLUSIONS OF LAW

Based on the foregoing Findings, the Director has made the following conclusions:

A. The Project concept, as a unified plan, will not adversely affect adjoining uses, and is in the general interest of the public, subject to the recommended conditions of approval;

B. The requested Project boundaries and requested flexibility with respect to development standards will be consistent with the objectives of TOD and the provisions enumerated in LUO Section 21-9.100-4, subject to the recommended conditions of approval; and

C. Upon implementation of the conditions of approval, the requested flexibility with respect to development standards and use regulations will be commensurate with the public amenities and community benefits proposed.

## V. RECOMMENDATIONS

Based on the Analysis and Conclusions, the Director of the DPP hereby recommends the IPD-T Permit application for the 1538 Kapi'olani Tower Project, as conceptually shown in Exhibits A-1 through A-4 and B-1 through B-27, be APPROVED, subject to the following conditions:

A. After City Council approval of the IPD-T Permit for the Project, the Applicant shall submit to the DPP for review and approval, an application for a Major SD Permit, including detailed plans and drawings of the Project.

B. The maximum FAR for the Project is 10.0.

C. The maximum height of the Project is 400 ft. Rooftop structures must conform to LUO, Section 21-4.60(c).

D. Except for the architectural embellishments located on the façade of the parking podium along Kapi'olani Boulevard, the structure shall not encroach into the 20-ft. above the ground floor setback along Kapi'olani Boulevard. As such, the Applicant must provide updated plans that show compliance with the TOD Plan height setback along Kapi'olani Boulevard.

E. The tower may encroach into height setback requirements as follows:

1. With regard to the LUO BMX-3 District height setback requirements:

   a. The tower may encroach 22 ft. into the Kapi'olani Boulevard height setback;

   b. The tower may encroach 23 ft. and the podium may encroach three ft. into the Makaloa Street height setback;

   c. The tower may encroach 25 ft. and podium may encroach three ft. into the height setback along the eastern property line; and

   d. The podium may encroach three ft. into the height setback along the western property line.

F. The maximum number of vehicle parking spaces for the Project is no more than 414 spaces as recommended by the TOD Plan.

G. The following community benefits must be provided:

1. In addition to the affordable housing units required under Chapter 29, ROH, at least 36 affordable rental units, or 8.7 percent of all units when taking into account the Affordable Housing Rules, must be dedicated as affordable housing to families earning no more than 80 percent of the AMI for Honolulu, for a period of no less than 30 years. Application of the Affordable Housing Rules, including the room factor and a unit mix similar to the market-rate component is required. Compliance with this condition will be confirmed prior to the issuance of any CO with the approval of an Affordable Housing Agreement, which shall be recorded with the Bureau of Conveyances.

2. Bikeshare stations capable of holding at least 40 bicycles must be conveniently located on the sites and publicly accessible. These bikeshare stations may be distributed among the main Project site and the two off-site affordable locations. Prior to issuance of a CO, evidence of an agreement with a City-approved bikeshare program shall be sumbmitted to the DPP.

3. A minimum of 10 car-share parking spaces and vehicles must be provided on the sites. The car-share spaces must be publicly accessible at all times and not limited to use by residents of the Project. The car-share spaces and vehicles may be distributed among the main Project site and the two, off-site affordable housing locations. Adequate wayfinding signage must be provided to direct the public to the car-share spaces.

H. The application for the Major SD Permit must include updated plans and documents showing the following:

1. Parking structure design and layout that complies with the parking maximum recommended by the TOD Plan.

2. Bike parking and bikeshare station details.

3. Updated floor plans with preliminary AH Rules and Bonus Unit calculations showing compliance with the above conditions related to affordable housing.

4. Details of ROW improvements, including details of the materials, finish, and color of the sidewalk areas.

I. Prior to applying for a grading permit or building permit, whichever comes first, the Applicant must submit an AIS report that has been approved by the SHPD, and commit to the approved mitigation and protocols for all cultural resources, including iwi, identified on site; or otherwise, provide a letter from SHPD confirming one is not necessary.

J. Prior to applying for a foundation permit, the Applicant must submit an updated wind study wind tunnel test to quantify the wind conditions and evaluate the effectiveness of any wind mitigation strategies for public areas. The Applicant shall implement the recommendations of the wind study.

K. Prior to approval of a building permit, the Applicant must submit for approval:

1. A timeline with anticipated dates for obtaining major building permits for demolition and construction work, including the anticipated date of occupancy. This will also identify when a CMP, TMP, and updates to or validation of the findings of the TIR will be submitted.

2. The CMP should:

a. Identify the type, frequency, and routing of heavy trucks and construction related vehicles, and provide remedial measures, as necessary;

b. Identify and limit vehicular activity related to construction outside the peak periods of traffic, utilizing alternate routes for heavy trucks, provisions for on-site or off-site staging areas for construction workers and vehicles;

c. Include preliminary or conceptual traffic control plans; and

d. Include the condition of roadways prior to the start of construction activities so that the existing roadway can be restored to their original or improved condition upon completion.

3. The TMP should include TDM strategies to limit vehicular trips for daily activities and large events. Measures should include a substantial reduction in the availability of parking spaces, incentives for transit, bicycle, and walking to minimize the amount of vehicular trips for daily activities by residents and employees, and a Bicycle and Pedestrian Circulation Plan (PCP). The PCP should determine the necessary sidewalk widths and curb, furniture, and pedestrian areas pursuant to the Complete Streets Manual. A post TMP will be required approximately one year after the issuance of the CO to validate the relative effectiveness of the various TDM strategies identified in the initial report.

4. The TIR should be updated, or a separate analysis done, to evaluate the impact of the Project with 1564 Kalākaua Avenue. The updated study should be coordinated with the DTS and DPP to provide a pedestrian and multi-modal analysis and to discuss compliance with "Complete Streets" design concepts. A post TIR will be required approximately one year after the issuance of the CO to validate the traffic projections, distribution, and assignment contained in the initial TIR. The recommendations of the report should be implemented, in coordination with the DPP. The Applicant must coordinate with the DPP and DTS to ensure that the design of these intersections meets Complete Streets standards and serves all users.

L. The Applicant is responsible for the coordination with applicable public agencies and compliance with applicable regulations for the construction of the proposed Project.

M. Approval of this IPD-T Permit does not constitute compliance with other LUO or governmental agencies' requirements, including building permit approval. They are subject to separate review and approval. The Applicant should be responsible for ensuring that the final plans for the Project approved under this permit comply with all applicable LUO and other governmental provisions and requirements.

N. The Applicant must obtain a Building Permit for the Project within five years of the date of the Major SD Permit. Failure to obtain a Building Permit within this period should render this approval null and void, provided that this period may be extended as follows:

1. The Director of the DPP may extend this period if the Applicant demonstrates good cause, but the period should not be extended beyond one year from the initial deadline without the approval of the City Council, which may grant or deny the approval in its complete discretion.

2. If the Applicant has demonstrated good cause for the extension, the Director shall prepare and submit to the Council a report on the proposed

extension, which should include the Director's findings and recommendations thereon. The Council may approve the proposed extension or an extension for a shorter or longer period, or deny the proposed extension, by adoption of a committee report or resolution.

3. If the Council fails to take final action on the proposed extension within the first to occur of: (1) Sixty days after receipt of the Director's report, or (2) The Applicant's then-existing deadline for obtaining a building permit; the extension should be deemed denied.

O. Construction should be in general conformity with the approved plans on file with the DPP. Any change in the size or nature of the Project which significantly alters the proposed development should require a new application. Any change which does not significantly alter the proposed Project should be considered a minor modification and, therefore, permitted under this resolution, upon review and approval of the Director of the DPP.

Dated at Honolulu, Hawai'i, this 12th day of April, 2023.

Department of Planning and Permitting
City and County of Honolulu
State of Hawai'i

By _____
Dawn Takeuchi Apuna
Director

# CITY COUNCIL

CITY AND COUNTY OF HONOLULU
HONOLULU, HAWAII

No. _____

# RESOLUTION

APPROVING A CONCEPTUAL PLAN FOR AN INTERIM PLANNED DEVELOPMENT-TRANSIT (IPD-T) PROJECT FOR THE 1538 KAPI'OLANI TOWER PROJECT.

WHEREAS, on December 5, 2022, the Department of Planning and Permitting ("DPP") accepted the application (DPP Reference Number 2022/PDP-1) of 1538 Kapi'olani LLC (herein referred to as the "Applicant") for an IPD-T Permit to redevelop 40,166 square feet of land with a mixed-use development project in the Ala Moana Neighborhood Transit Oriented Development (TOD) Plan Area on land zoned BMX-3 Community Business Mixed-Use District (BMX-3 District), located at 1538 Kapi'olani Boulevard, and identified as Tax Map Key(s) 2-3-021: 006 (herein referred to as the "Project"); and

WHEREAS, the Project will include the demolition of the existing commercial structures and the development of a new tower, with a maximum height of 400 feet, which includes 331 for-sale housing units, approximately 8,719 square feet of commercial space, and other ground floor pedestrian improvements; and

WHEREAS, on January 25, 2023 the DPP held a Public Hearing which was attended by the Agent, Applicant and its representatives, City staff, and approximately 19 members of the public; with four of them providing testimony; and

WHEREAS, on _____, the DPP, having duly considered all evidence and reports of said public hearing and the review guidelines established in the Revised Ordinances of Honolulu 2021 ("ROH"), Sections 21-2.110-2 and 21-9.100-5, completed its report and transmitted its findings and recommendation of approval to the Council by Departmental Communication _____ (2023); and

WHEREAS, the conceptual plan for the Project is set forth in the exhibits attached hereto as Exhibits A-1 through 4 and B-1 through B-27, and is further described in Departmental Communication _____(2023), all of which are incorporated herein by this reference; and

WHEREAS, the City Council, having received the findings and recommendation of the DPP on _____, and having duly considered the matter, desires to approve the conceptual plan for the Project, subject to the conditions enumerated below; now, therefore,

BE IT RESOLVED by the Council of the City and County of Honolulu that the conceptual plan for the IPD-T Project is partially approved under the following conditions, subject to the following conditions:

A. After City Council approval of the IPD-T Permit for the Project, the Applicant shall submit to the DPP for review and approval, an application for a Major Special District (SD) Permit, including detailed plans and drawings of the Project.

B. The maximum floor area ratio for the Project is 10.0.

C. The maximum height of the Project is 400 feet. Rooftop structures must conform to Land Use Ordinance (LUO) Section 21-4.60(c).

D. Except for the architectural embellishments located on the façade of the parking podium along Kapi'olani Boulevard, the structure shall not encroach into the 20-foot above the ground floor height setback along Kapi'olani Boulevard. As such, the Applicant must provide updated plans that show compliance with the TOD Plan height setback along Kapi'olani Boulevard.

E. The tower may encroach into height setback requirements as follows:

1. With regard to the LUO BMX-3 District height setback requirements:

a. The tower may encroach 22 feet into the Kapi'olani Boulevard height setback;

b. The tower may encroach 23 feet and the podium may encroach three ft. into the Makaloa Street height setback;

c. The tower may encroach 25 feet and podium may encroach three ft. into the height setback along the eastern property line; and

d. The podium may encroach three feet into the height setback along the western property line.

F. The maximum number of vehicle parking spaces for the Project is no more than 414 spaces as recommended by the TOD Plan.

G. The following community benefits must be provided:

1. In addition to the affordable housing units required under Chapter 29, ROH, at least 36 affordable rental units, or 8.7 percent of all units when taking into account the Affordable Housing Rules, must be dedicated as affordable housing to families earning no more than 80 percent of the area median income for Honolulu, for a period of no less than 30 years. Application of the Affordable Housing Rules, including the room factor and a unit mix similar to the market-rate component is required. Compliance with this condition will be confirmed prior to the issuance of any certificate of occupancy (CO) with the

approval of an Affordable Housing Agreement, which shall be recorded with the Bureau of Conveyances.

2. Bikeshare stations capable of holding at least 40 bicycles must be conveniently located on the sites and publicly accessible. These bikeshare stations may be distributed among the main Project site and the two off-site affordable locations. Prior to issuance of a CO, evidence of an agreement with a City-approved bikeshare program shall be submitted to the DPP.

3. A minimum of 10 car-share parking spaces and vehicles must be provided on the sites. The car-share spaces must be publicly accessible at all times and not limited to use by residents of the Project. The car-share spaces and vehicles may be distributed among the main Project site and the two, off-site affordable housing locations. Adequate wayfinding signage must be provided to direct the public to the car-share spaces.

H. The application for the Major SD Permit must include updated plans and documents showing the following:

1. Parking structure design and layout that complies with the parking maximum recommended by the TOD Plan.

2. Bike parking and bikeshare station details.

3. Updated floor plans with preliminary affordable housing rules and community benefit (bonus) housing unit calculations showing compliance with the above conditions related to affordable housing.

4. Details of right-of-way improvements, including details of the materials, finish, and color of the sidewalk areas.

I. Prior to applying for a grading permit or building permit, whichever comes first, the Applicant must submit an Archaeological Inventory Survey report that has been approved by the State Historic Preservation Division (SHPD), and commit to the approved mitigation and protocols for all cultural resources, including iwi, identified on site; or otherwise, provide a letter from SHPD confirming one is not necessary.

J. Prior to applying for a foundation permit, the Applicant must submit an updated wind study wind tunnel test to quantify the wind conditions and evaluate the effectiveness of any wind mitigation strategies for public areas. The Applicant shall implement the recommendations of the wind study.

K. Prior to approval of a building permit, the Applicant must submit for approval:

1. A timeline with anticipated dates for obtaining major building permits for demolition and construction work, including the anticipated date of occupancy. This will also identify when a Construction Management Plan (CMP), Traffic Management Plan (TMP), and updates to or validation of the findings of the Traffic Impact Report (TIR) will be submitted.

2. The CMP should:

   a. Identify the type, frequency, and routing of heavy trucks and construction related vehicles, and provide remedial measures, as necessary;

   b. Identify and limit vehicular activity related to construction outside the peak periods of traffic, utilizing alternate routes for heavy trucks, provisions for on-site or off-site staging areas for construction workers and vehicles;

   c. Include preliminary or conceptual traffic control plans; and

   d. Include the condition of roadways prior to the start of construction activities so that the existing roadway can be restored to their original or improved condition upon completion.

3. The TMP should include Traffic Demand Management (TDM) strategies to limit vehicular trips for daily activities and large events. Measures should include a substantial reduction in the availability of parking spaces, incentives for transit, bicycle, and walking to minimize the amount of vehicular trips for daily activities by residents and employees, and a Bicycle and Pedestrian Circulation Plan (PCP). The PCP should determine the necessary sidewalk widths and curb, furniture, and pedestrian areas pursuant to the Complete Streets Manual. A post TMP will be required approximately one year after the issuance of the CO to validate the relative effectiveness of the various TDM strategies identified in the initial report.

4. The TIR should be updated, or a separate analysis done, to evaluate the impact of the Project with 1564 Kalākaua Avenue. The updated study should be coordinated with the Department of Transportation Services (DTS) and DPP to provide a pedestrian and multi-modal analysis and to discuss compliance with "Complete Streets" design concepts. A post TIR will be required approximately one year after the issuance of the CO to validate the

traffic projections, distribution, and assignment contained in the initial TIR. The recommendations of the report should be implemented, in coordination with the DPP. The Applicant must coordinate with the DPP and DTS to ensure that the design of these intersections meets Complete Streets standards and serves all users.

L. The Applicant is responsible for the coordination with applicable public agencies and compliance with applicable regulations for the construction of the proposed Project.

M. Approval of this IPD-T Permit does not constitute compliance with other LUO or governmental agencies' requirements, including building permit approval. They are subject to separate review and approval. The Applicant should be responsible for ensuring that the final plans for the Project approved under this permit comply with all applicable LUO and other governmental provisions and requirements.

N. The Applicant must obtain a Building Permit for the Project within five years of the date of the Major SD Permit. Failure to obtain a Building Permit within this period should render this approval null and void, provided that this period may be extended as follows:

1. The Director of the DPP may extend this period if the Applicant demonstrates good cause, but the period should not be extended beyond one year from the initial deadline without the approval of the City Council, which may grant or deny the approval in its complete discretion.

2. If the Applicant has demonstrated good cause for the extension, the Director shall prepare and submit to the Council a report on the proposed extension, which should include the Director's findings and recommendations thereon. The Council may approve the proposed extension or an extension for a shorter or longer period, or deny the proposed extension, by adoption of a committee report or resolution.

3. If the Council fails to take final action on the proposed extension within the first to occur of:

    a. 60 days after receipt of the Director's report; or

    b. The Applicant's then-existing deadline for obtaining a building permit.

    the extension should be deemed denied.

O. Construction should be in general conformity with the approved plans on file with the DPP. Any change in the size or nature of the Project which significantly alters the proposed development should require a new application. Any change which does not significantly alter the proposed Project should be considered a minor modification and, therefore, permitted under this resolution, upon review and approval of the Director of the DPP.

# CITY COUNCIL

CITY AND COUNTY OF HONOLULU
HONOLULU, HAWAII

No. _____

## RESOLUTION

BE IT FINALLY RESOLVED that copies of this resolution be transmitted to Dawn Takeuchi Apuna, Director, Department of Planning and Permitting, 650 South King Street, 7th Floor, Honolulu, Hawai'i, 96813; Isaiah Sato, R.M. Towill Corporation, 2021 North King Street, Suite 200, Honolulu, Hawai'i, 96819; Timothy Lee, 153 Kapi'olani LLC, 1440 Kapi'olani Boulevard, Suite 1509, Honolulu, Hawai'i 96814

INTRODUCED BY:

_____

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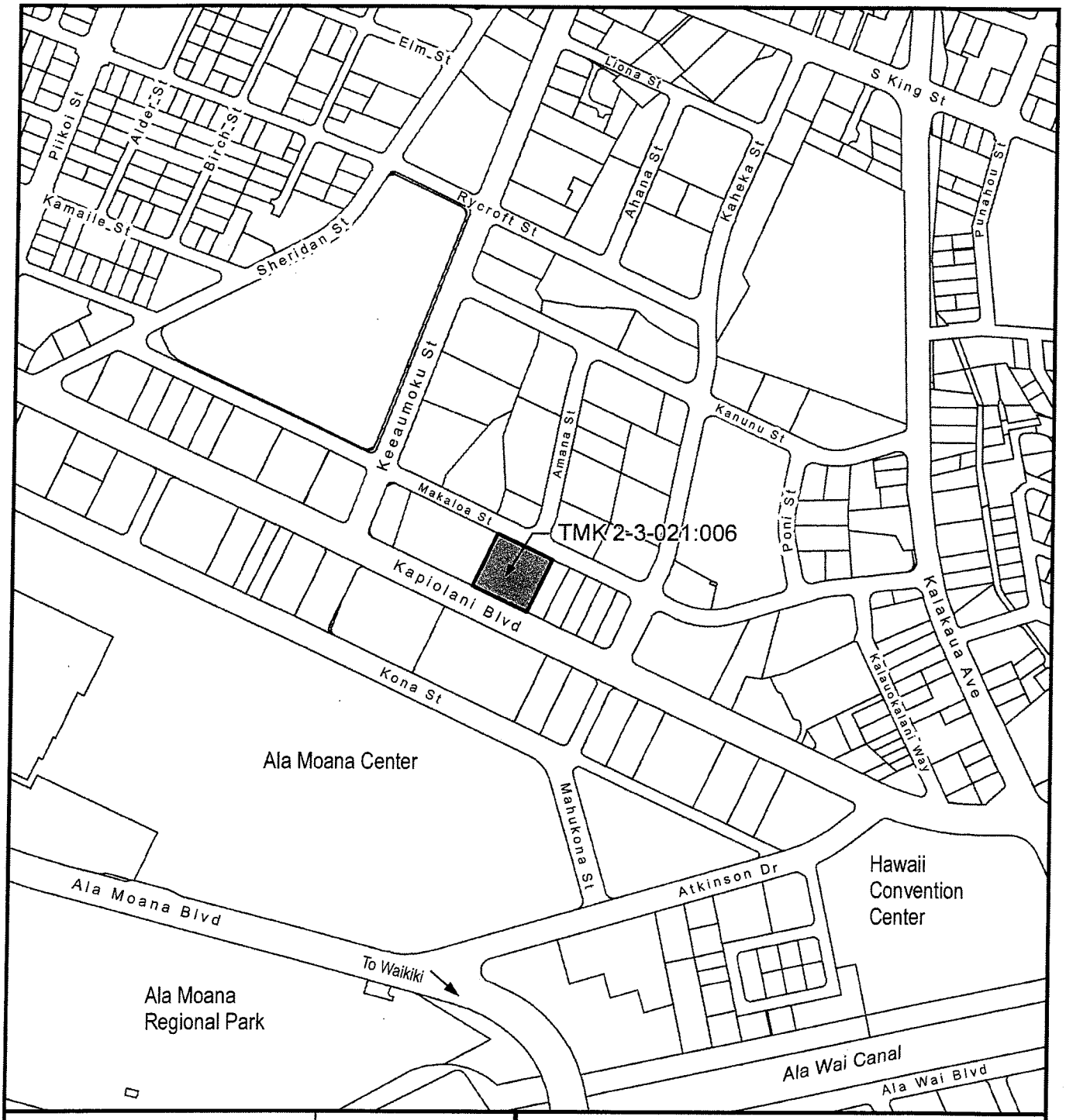
DATE OF INTRODUCTION: _____

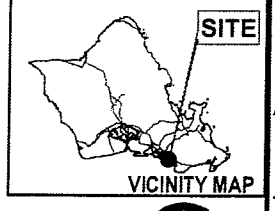
_____

_____

Honolulu, Hawaii

Councilmembers




0 500 1,000
Scale in feet

# LOCATION MAP

## Ala Moana

TAX MAP KEY(S): 2-3-021:006

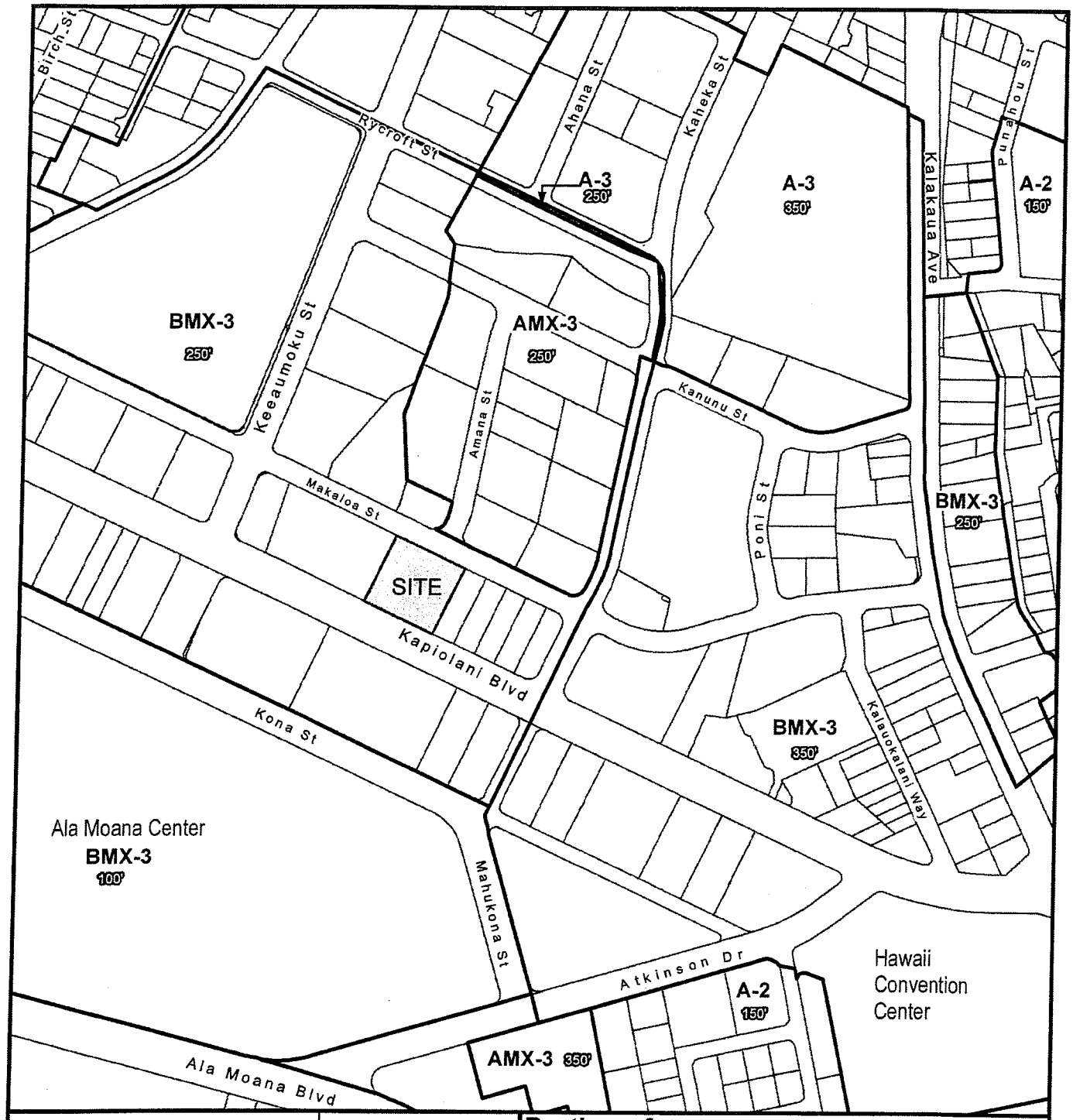
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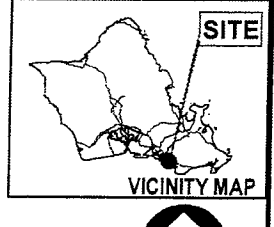
Prepared by: Honolulu Land Information System (HoLIS)
Department of Planning & Permitting
City and County of Honolulu

Date Prepared: December 2022

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**EXHIBIT A-1**




0 400 800
Scale in feet

# Portion of ZONING MAP

TAX MAP KEY(S): 2-3-021:006

**FOLDER NO.: 2022/PDP-1**

Prepared by: Honolulu Land Information System (HoLIS)
Department of Planning & Permitting
City and County of Honolulu

Date Prepared: December 2022

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**EXHIBIT A-2**




Service Layer Credits: Source: Esri, Maxar, GeoEye, Earthstar Geographics, CNES/Airbus DS, USDA, USGS, AeroGRID, IGN, and the GIS User Community
Sources: Esri, HERE, Garmin, USGS, Intermap, INCREMENT P, NRCan, Esri Japan, METI, Esri China (Hong Kong), Esri Korea, Esri (Thailand), NGDC, (c) OpenStreetMap




**Legend**

- 1538 Kapiolani Tower
- 765 Amana Street
- 1564 Kalakaua Avenue

0 500 1,000 Feet

N

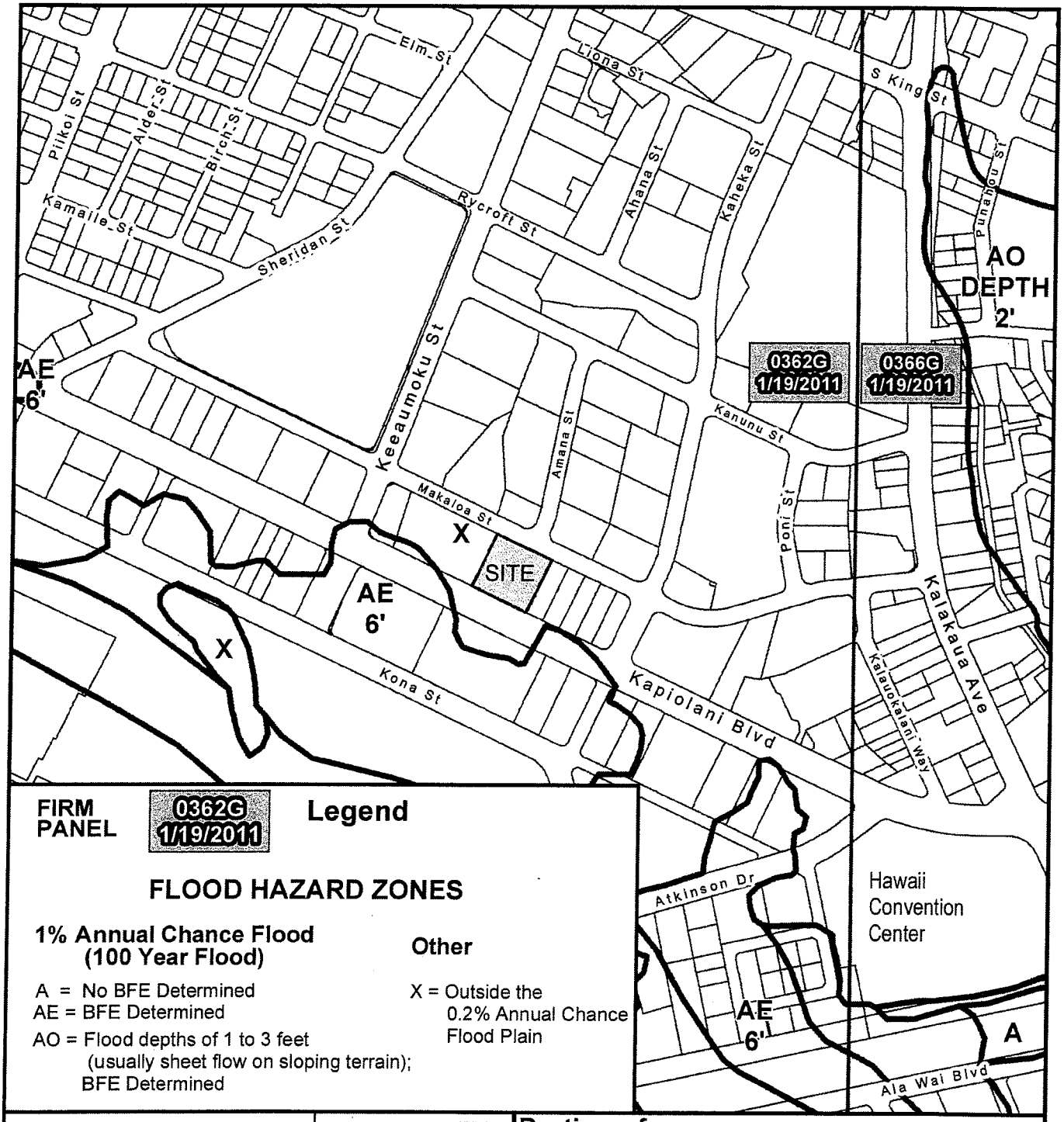
**Location Proximity**

**1538 Kapiolani Tower, 765 Amana Street & 1564 Kalakaua Avenue**
Honolulu, Oahu, Hawai'i

Applicant:
1538 Kapiolani LLC
C/O JL Ala Moana LLC

Agent:
R. M. TOWILL CORPORATION

# EXHIBIT A-3




FIRM PANEL 0362G 1/19/2011

## Legend

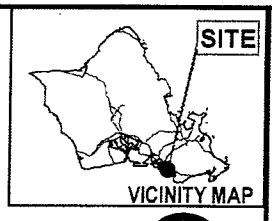
### FLOOD HAZARD ZONES

**1% Annual Chance Flood (100 Year Flood)**

A = No BFE Determined
AE = BFE Determined
AO = Flood depths of 1 to 3 feet (usually sheet flow on sloping terrain); BFE Determined

**Other**

X = Outside the 0.2% Annual Chance Flood Plain




0 500 1,000
Scale in feet

Portion of
# FLOOD MAP
FIRM Panels 0326G & 0366G
Dated 1/19/2011

TAX MAP KEY(S): 2-3-021:006

**FOLDER NO.: 2022/PDP-1**

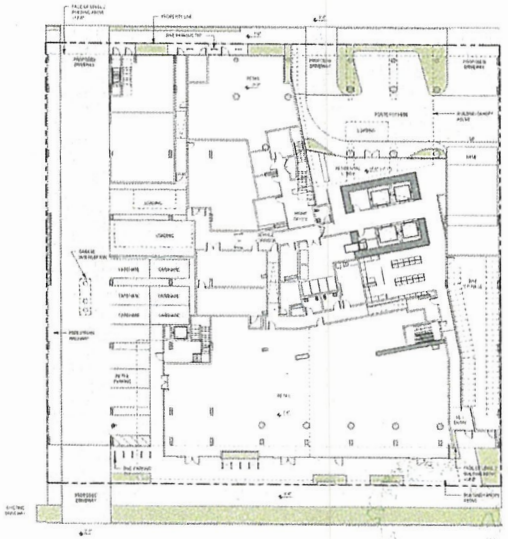
Prepared by: Honolulu Land Information System (HoLIS)
Department of Planning & Permitting
City and County of Honolulu

Date Prepared: December 2022

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**EXHIBIT A-4**

# EXHIBIT B-1



SITE PLAN

1538 Kapiolani

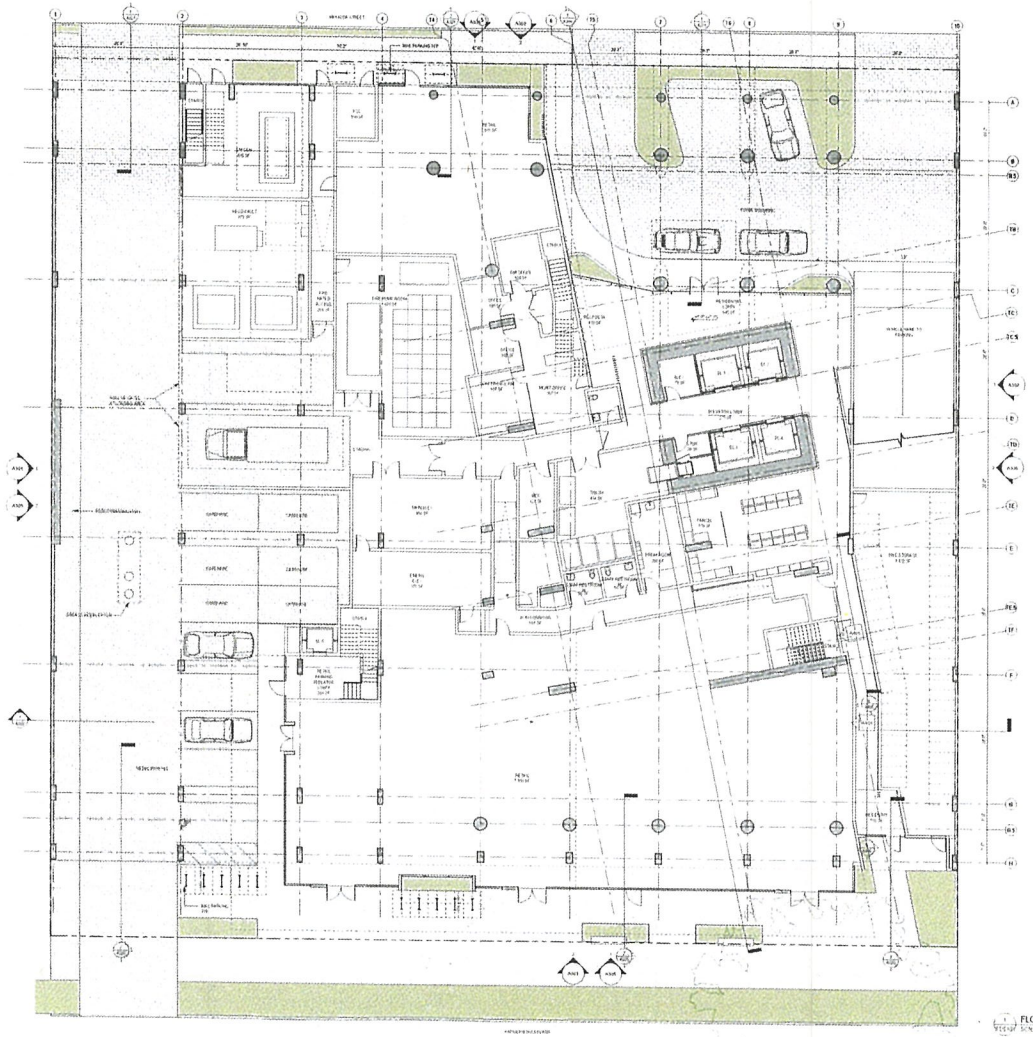
NOT FOR CONSTRUCTION

DESIGN DEVELOPMENT

SITE PLAN

IPDT100

# EXHIBIT B-2



FLOOR PLAN - LEVEL 01

1538 Kapiolani

NOT FOR CONSTRUCTION

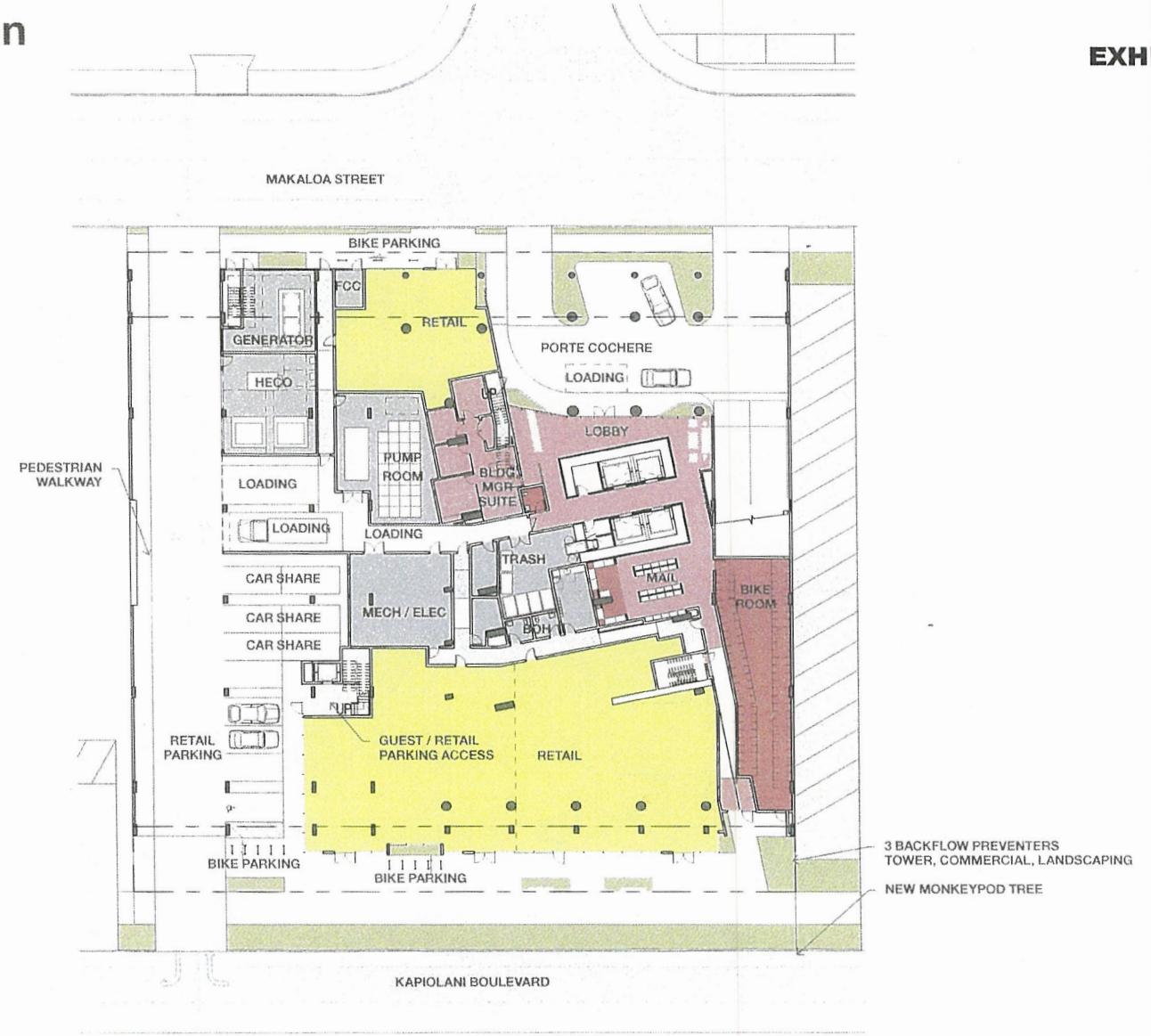
DESIGN DEVELOPMENT

FLOOR PLAN - LEVEL 01

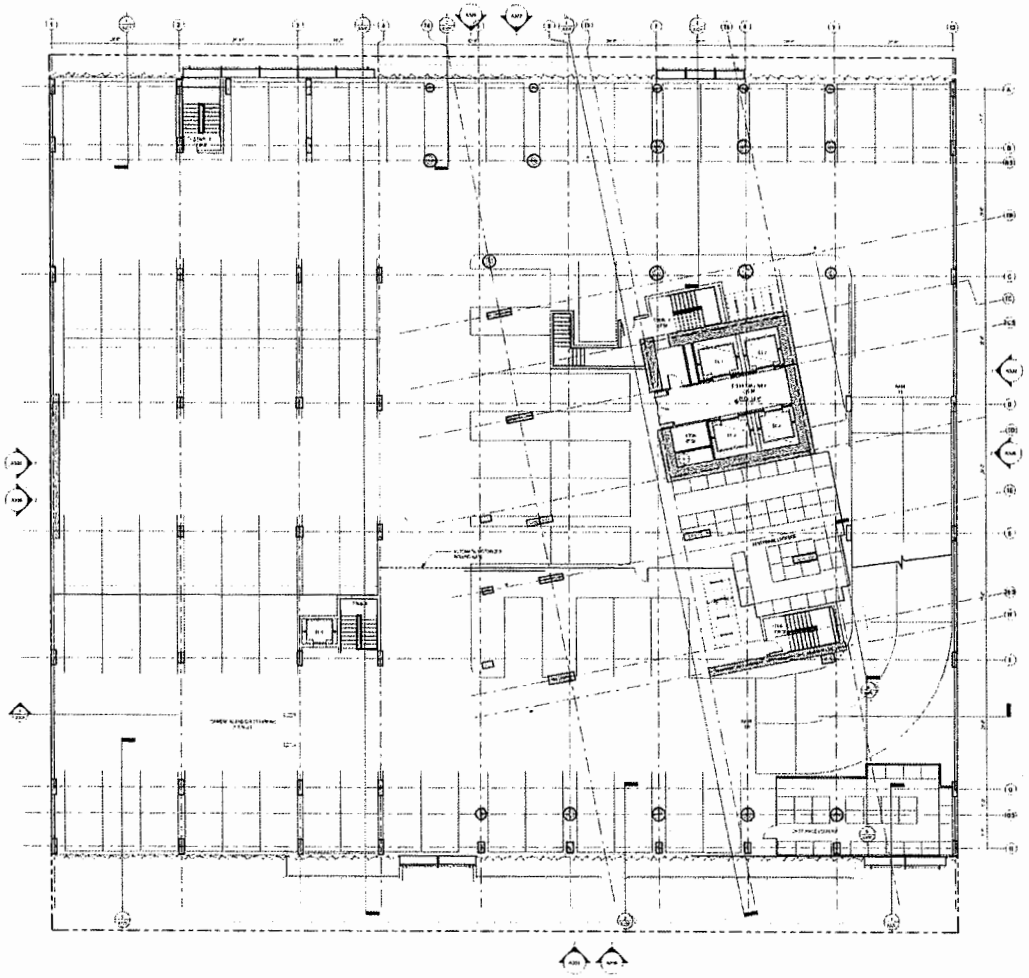
IPDT101

# Ground Floor Plan

**EXHIBIT B-3**



# EXHIBIT B-4



FLOOR PLAN - LEVEL 02

1538 Kapiolani

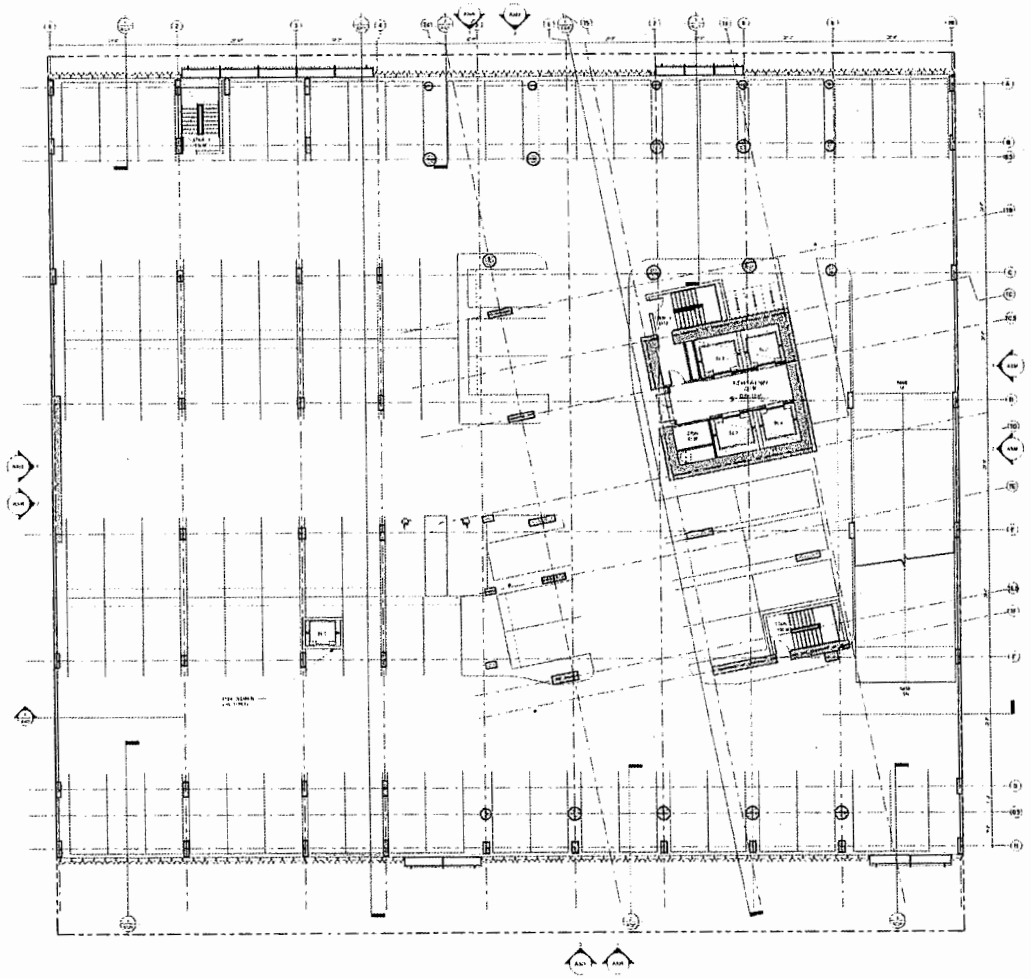
NOT FOR CONSTRUCTION

DESIGN DEVELOPMENT

FLOOR PLAN - LEVEL 02

IPDT102

# EXHIBIT B-5



FLOOR PLAN - LEVEL 03 (LEVELS 4 & 5 SIMILAR)

1538 Kapiolani

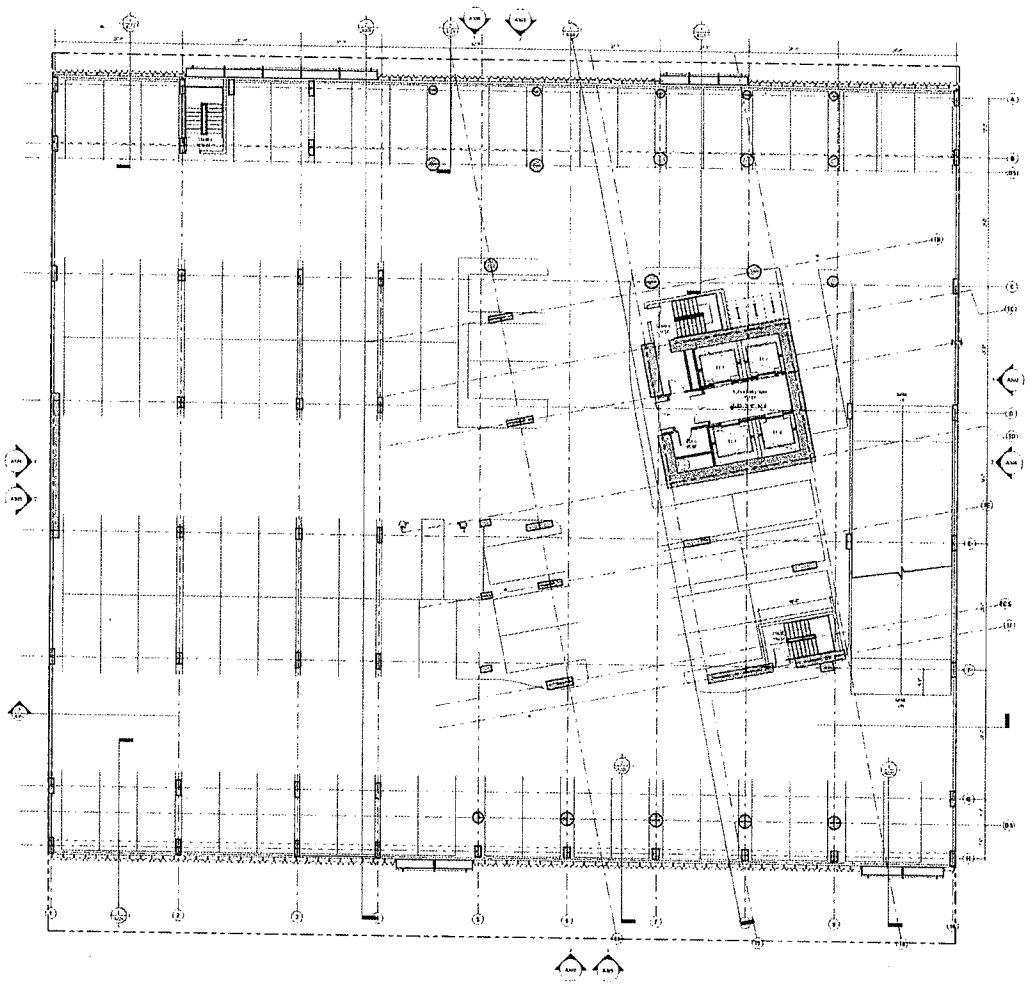
NOT FOR CONSTRUCTION

DESIGN DEVELOPMENT

FLOOR PLAN - LEVEL 03

IPDT103

# EXHIBIT B-6



LEVEL 4 (LEVEL 5 SIM)

1538 Kapiolani

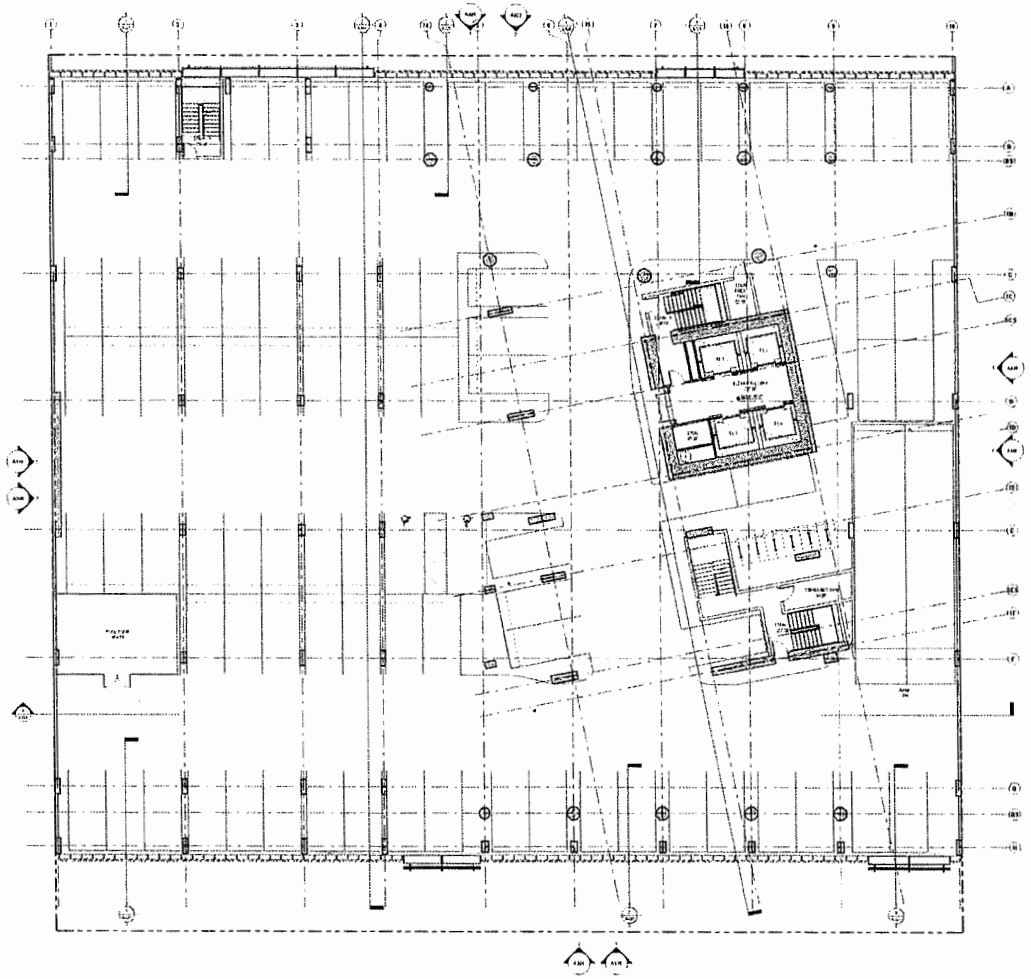
NOT FOR CONSTRUCTION

DESIGN DEVELOPMENT

FLOOR PLAN - LEVELS 04-05

IPDT104

# EXHIBIT
# B-7



FLOOR PLAN - LEVEL 06

1538 Kapiolani

NOT FOR CONSTRUCTION

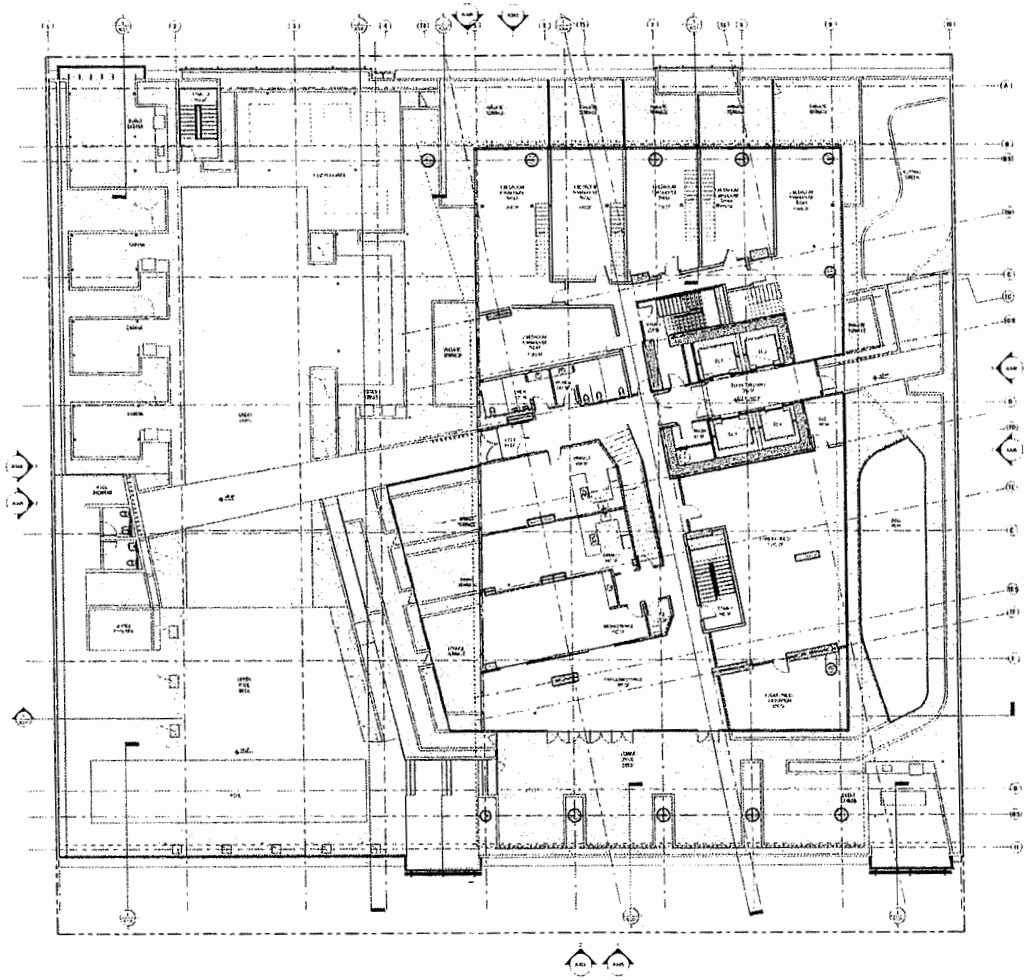
DESIGN DEVELOPMENT

FLOOR PLAN - LEVEL 06

IPDT106

# EXHIBIT B-8

1538 Kapiolani



LEVEL 7_Print - IPDT

NOT FOR CONSTRUCTION

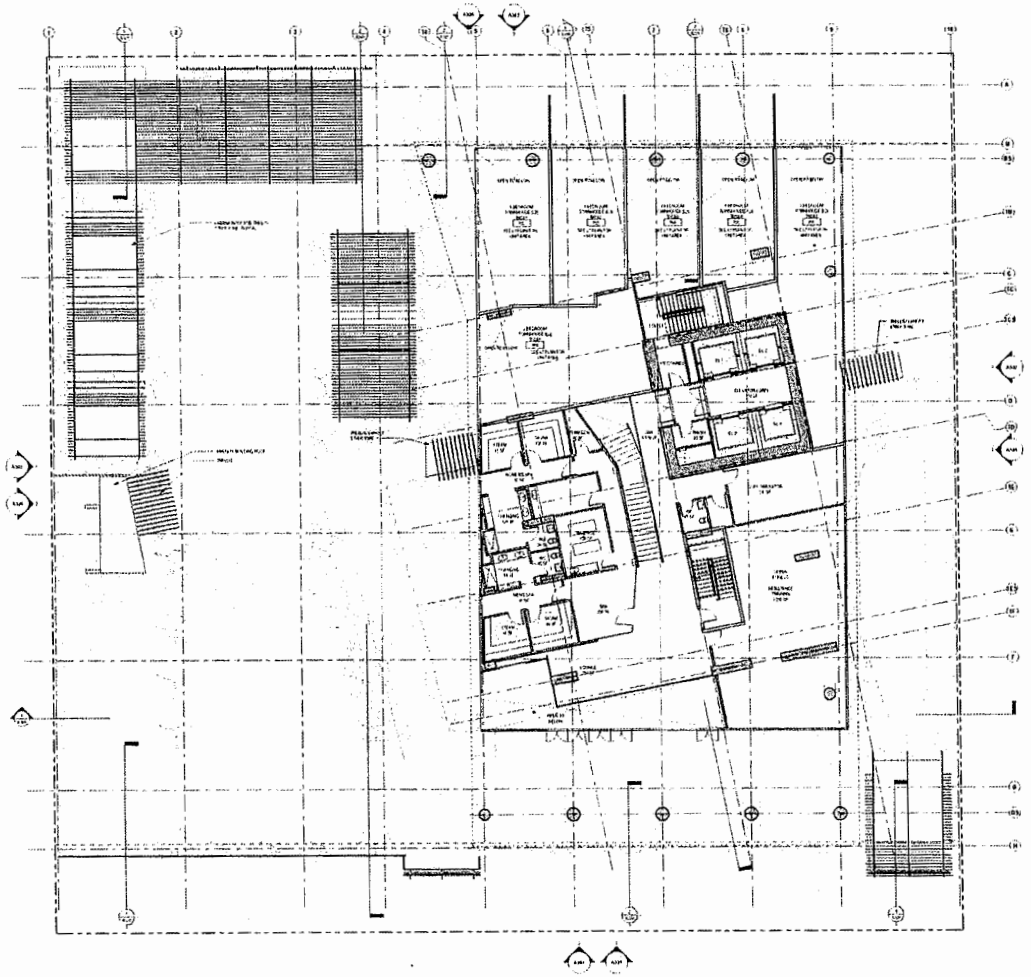
DESIGN DEVELOPMENT

FLOOR PLAN - LEVEL 07 AMENITY

IPDT107

**EXHIBIT B-9**

1538 Kapiolani



FLOOR PLAN - LEVEL 08 AMENITY

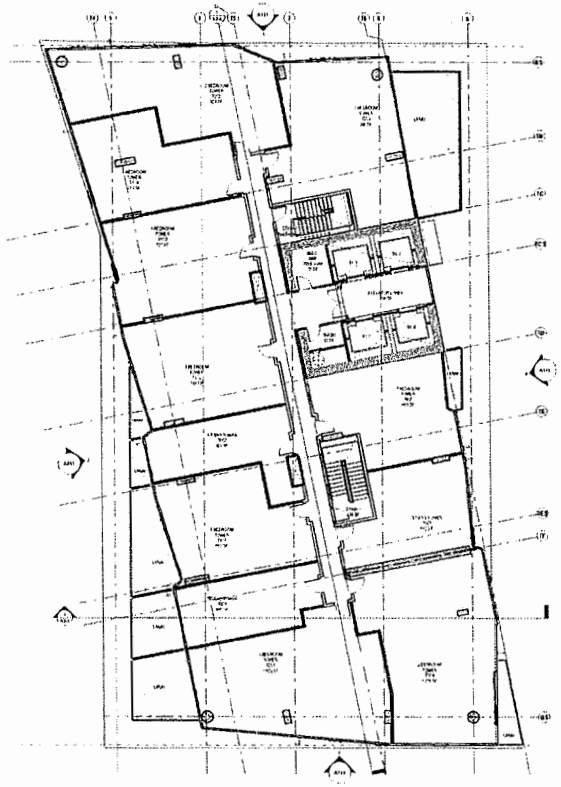
NOT FOR CONSTRUCTION

DESIGN DEVELOPMENT

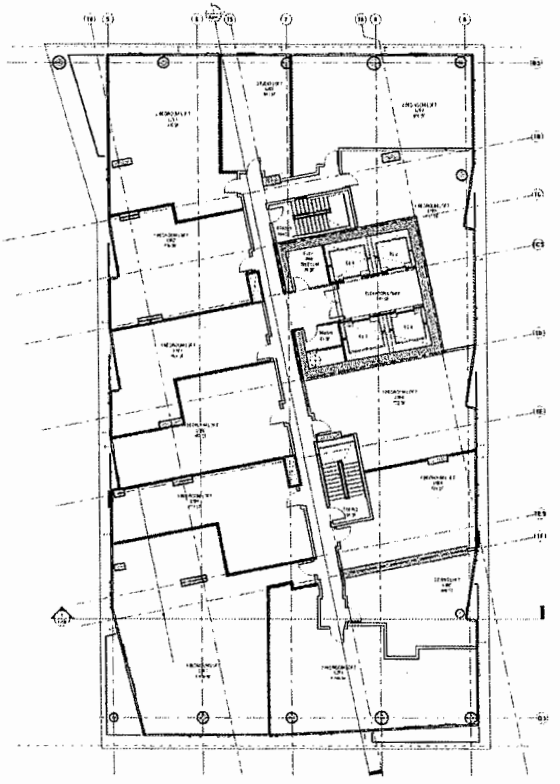
FLOOR PLAN - LEVEL 08 AMENITY

IPDT108

# EXHIBIT B-10



FLOOR PLAN - LEVEL 15



FLOOR PLAN - LEVEL 09 (LEVELS 10 - 14 SIM)

1538 Kapiolani

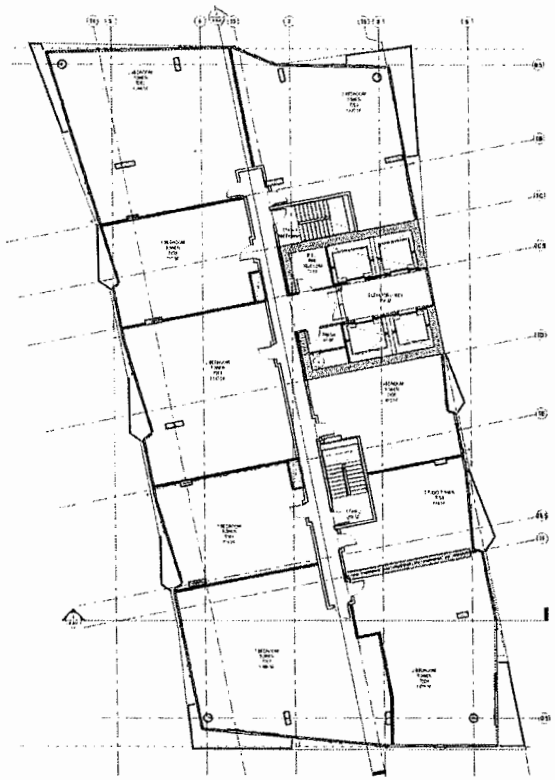
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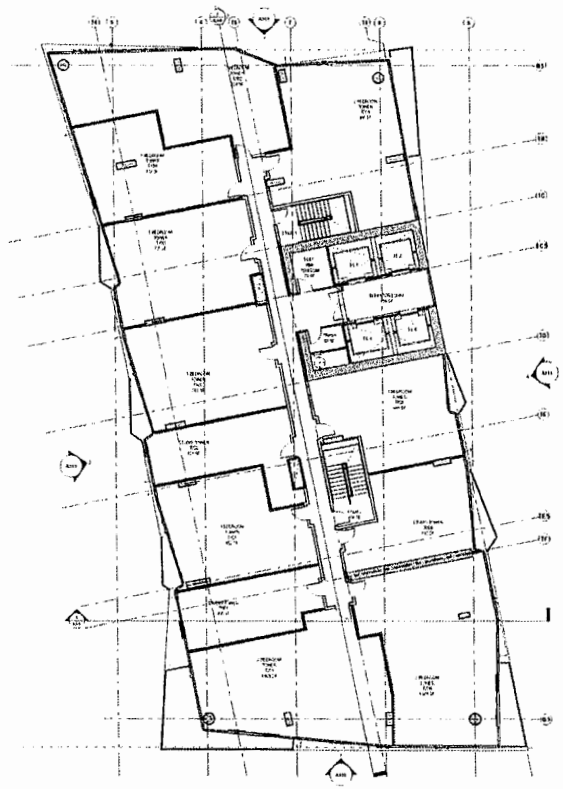
FLOOR PLAN - LEVELS 09-15

IPDT109

**EXHIBIT B-11**



FLOOR PLAN - LEVELS 25-33



FLOOR PLAN - LEVELS 16-24

1538 Kapiolani

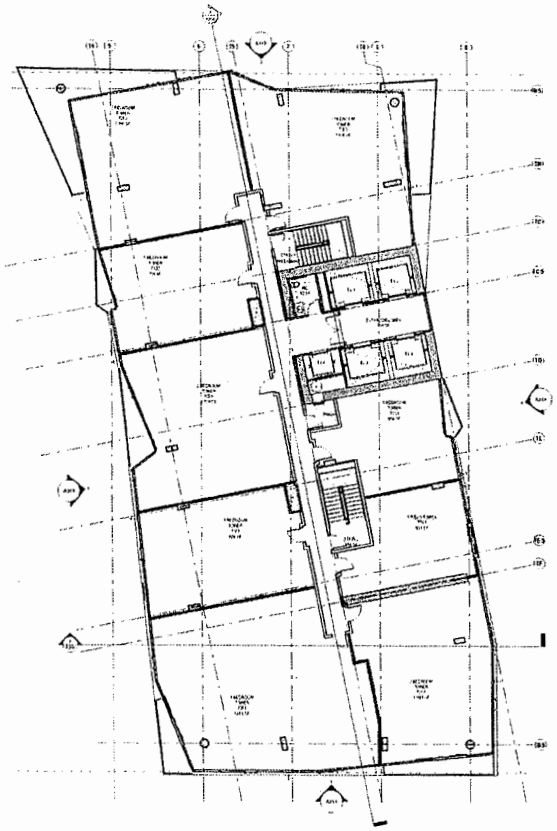
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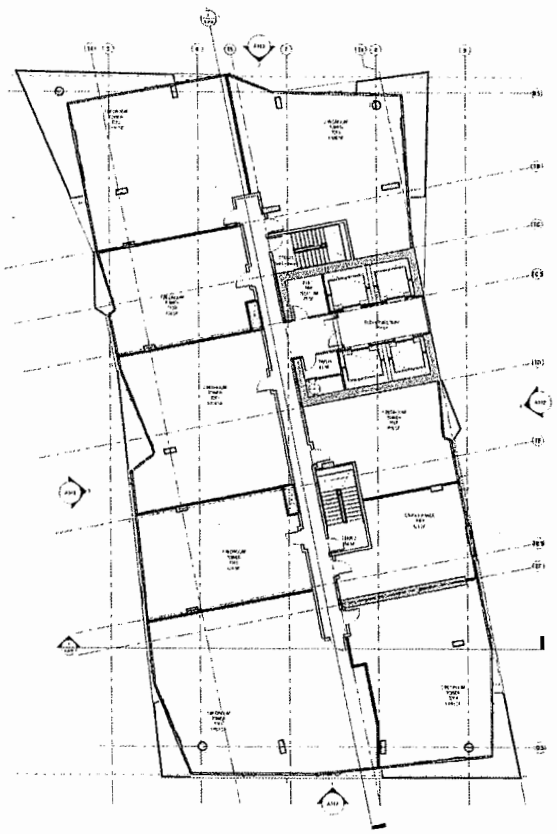
FLOOR PLAN - LEVELS 16-33

IPDT116

**EXHIBIT B-12**



FLOOR PLAN - LEVEL 37



FLOOR PLAN - LEVELS 34-36

1538 Kapiolani

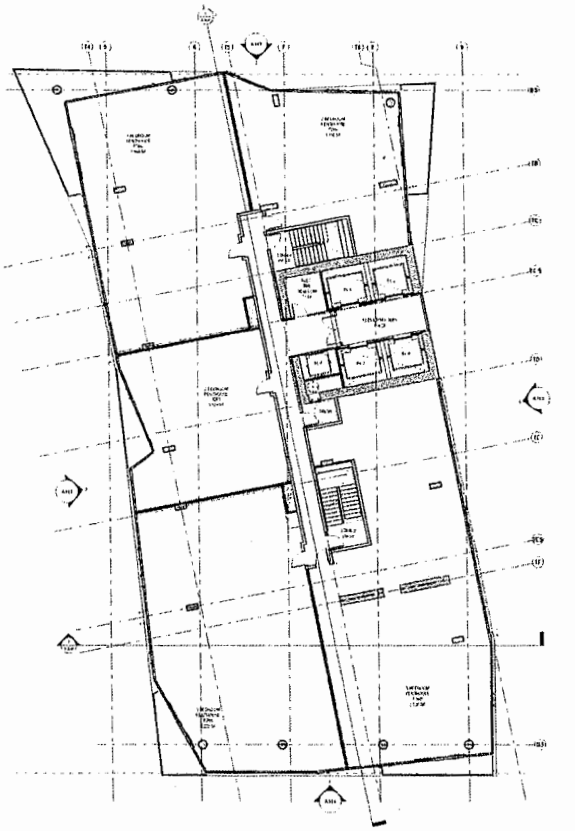
NOT FOR CONSTRUCTION

DESIGN DEVELOPMENT

FLOOR PLAN - LEVELS 34-37

IPDT134

# EXHIBIT B-13



FLOOR PLAN - LEVEL 38 (LEVEL 39 SIM)

1538 Kapiolani

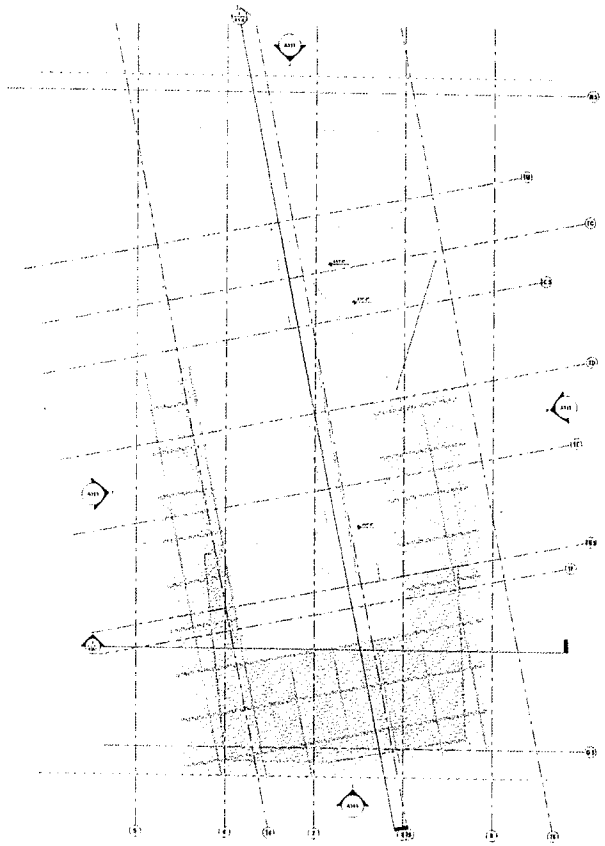
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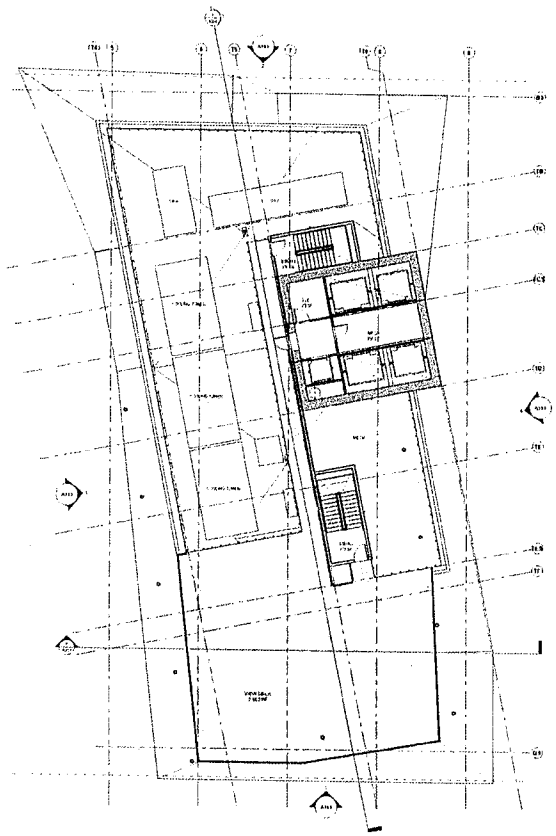
FLOOR PLAN - LEVELS 38-39

IPDT138

# EXHIBIT B-14



LEVEL 41 MECH ROOF - IPDT



LEVEL 40 ROOF

1538 Kapiolani

NOT FOR CONSTRUCTION

DESIGN DEVELOPMENT

MECH PENTHOUSE AND ROOF PLANS

IPDT140

# Setback Elevations | LUO Requirement

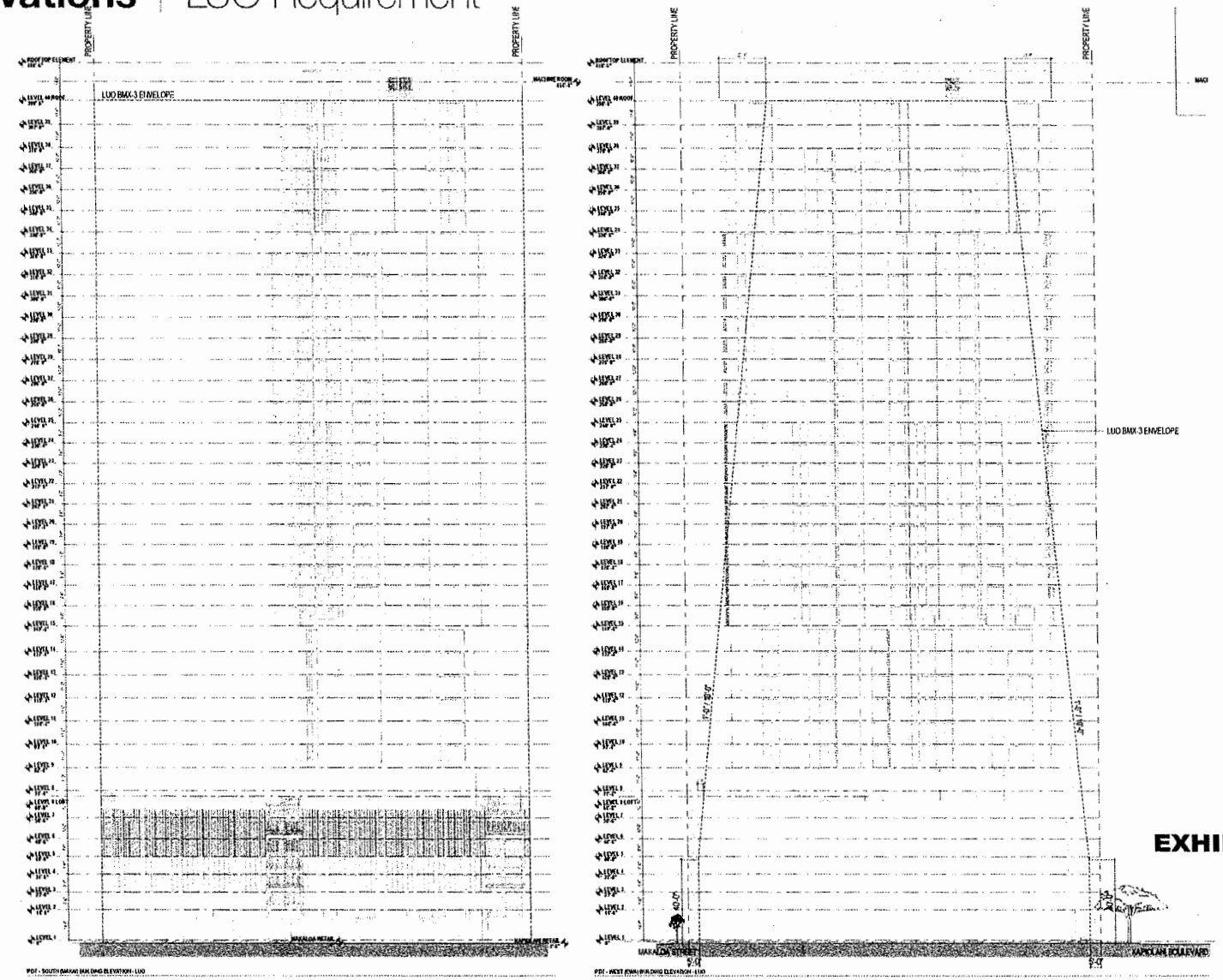
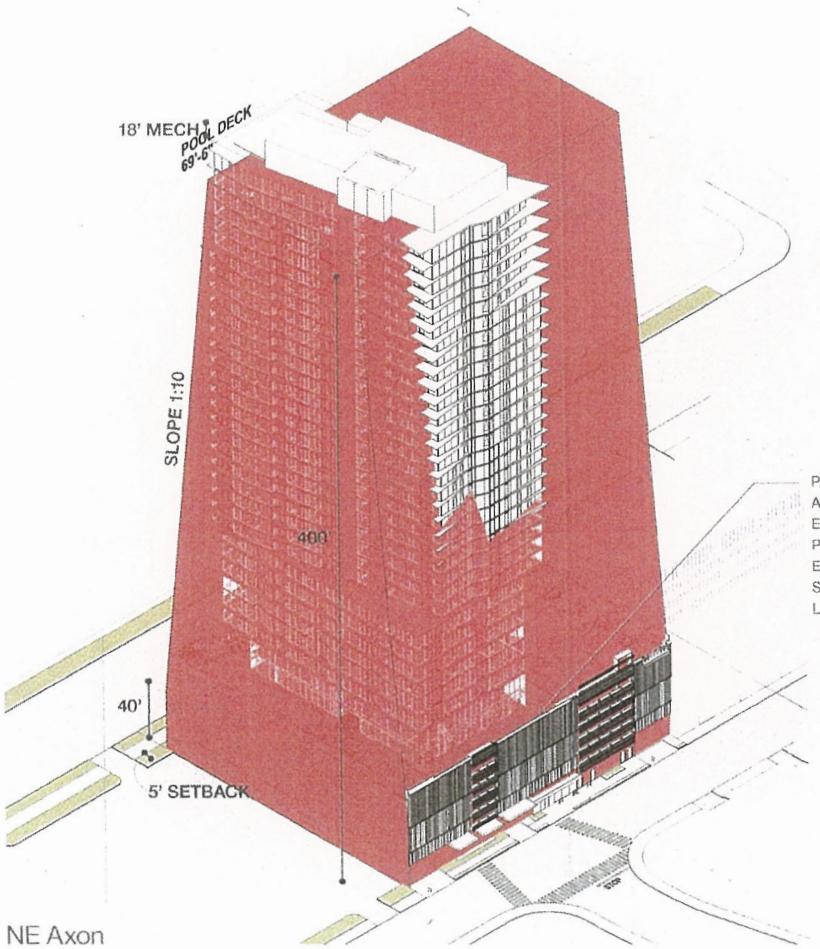



**EXHIBIT B-15**

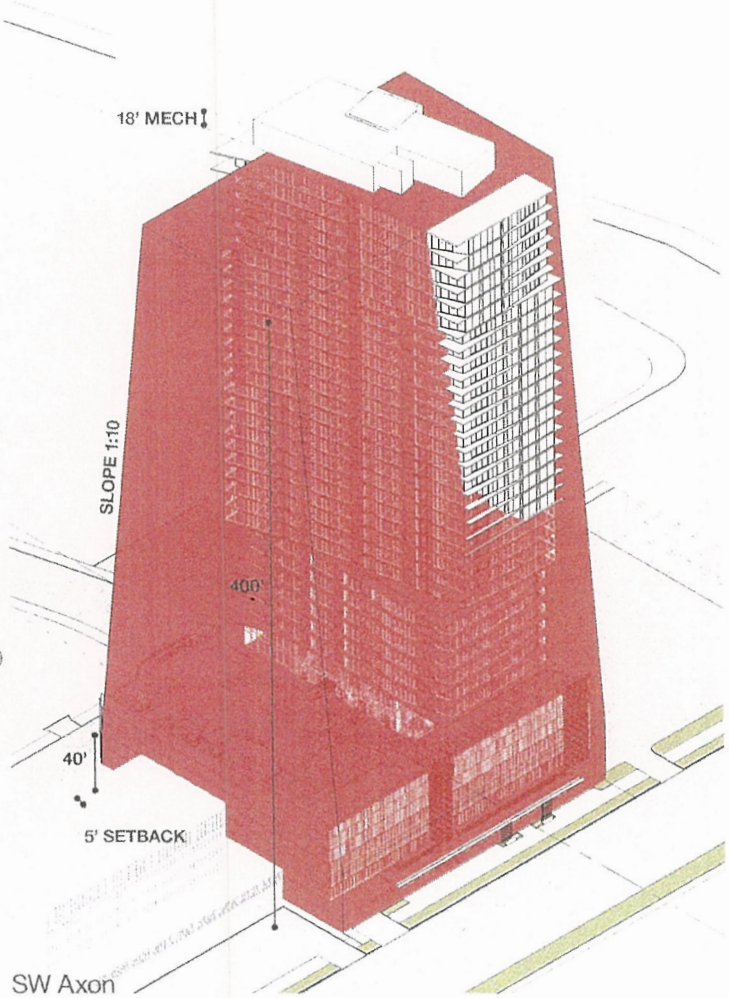
# Setback Diagram | LUO Requirement

**EXHIBIT B-16**




NE Axon

PARKING SCREEN, ARCHITECTURAL EMBELLISHMENT, PERMITTED TO ENCROACH INTO SETBACK AS PER LUO SEC 21-4.30 (b)




SW Axon

# Setback Elevations | TOD Requirement

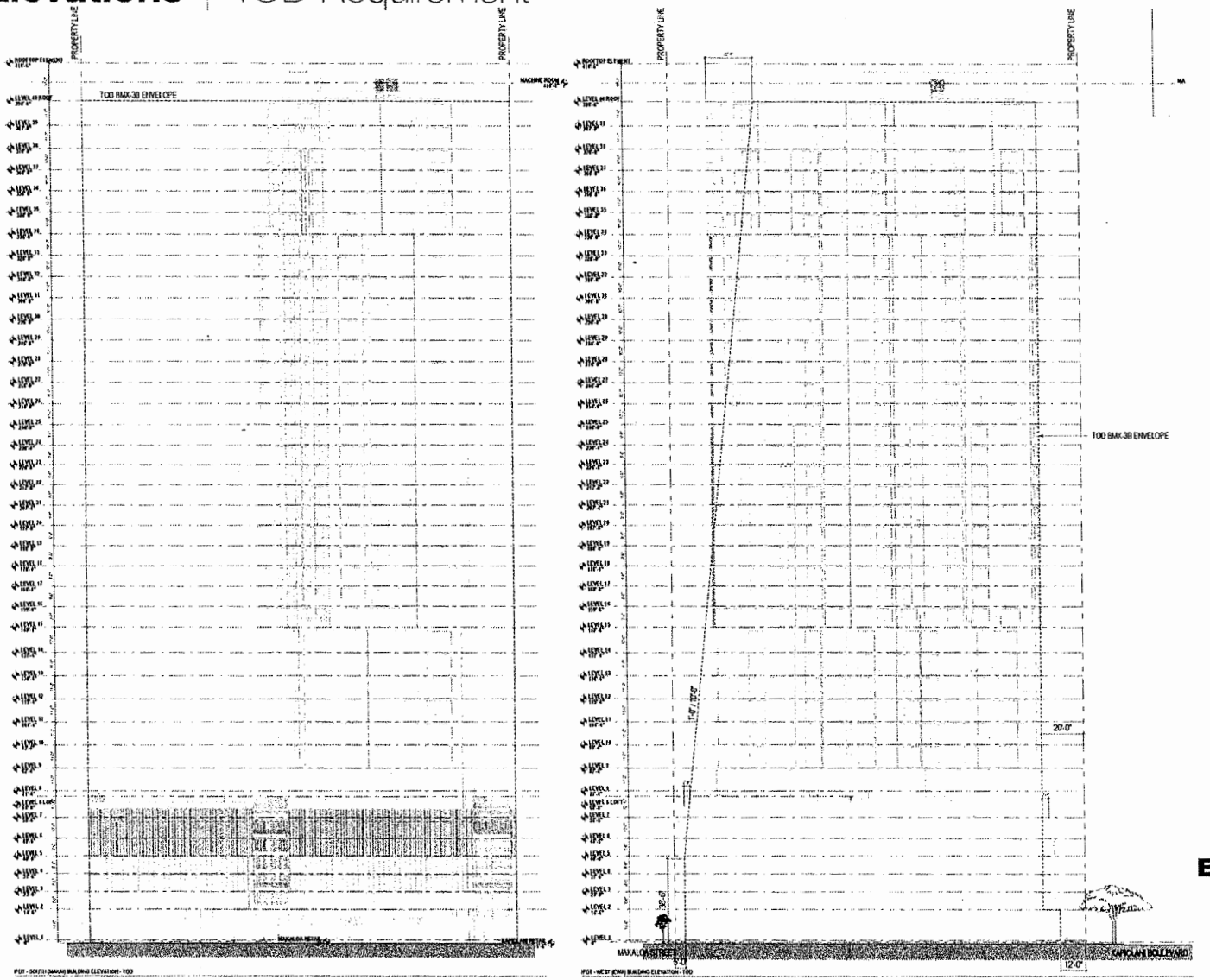
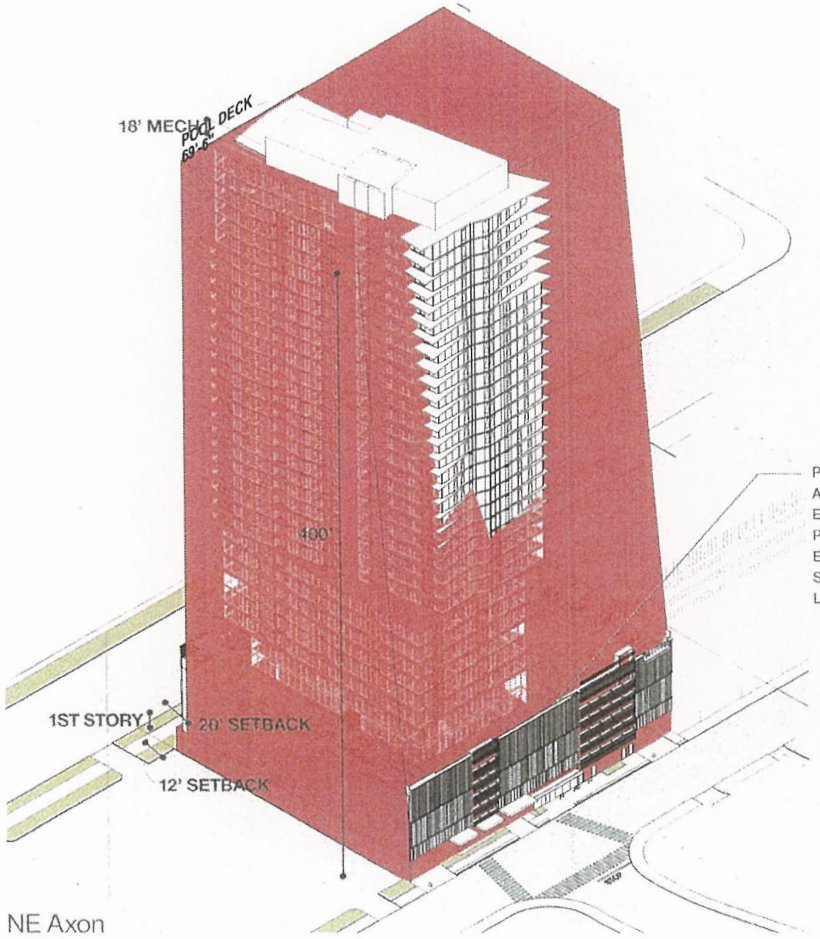


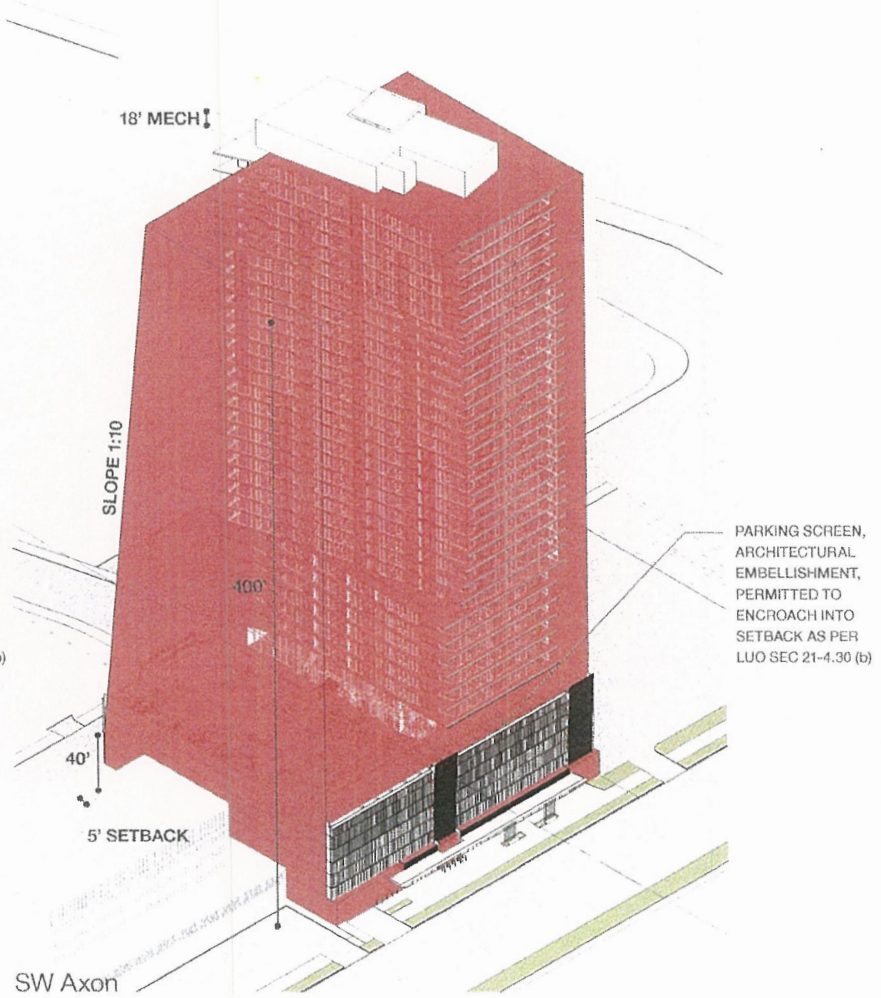

**EXHIBIT B-17**

# Setback Diagram | TOD Requirement

**EXHIBIT B-18**



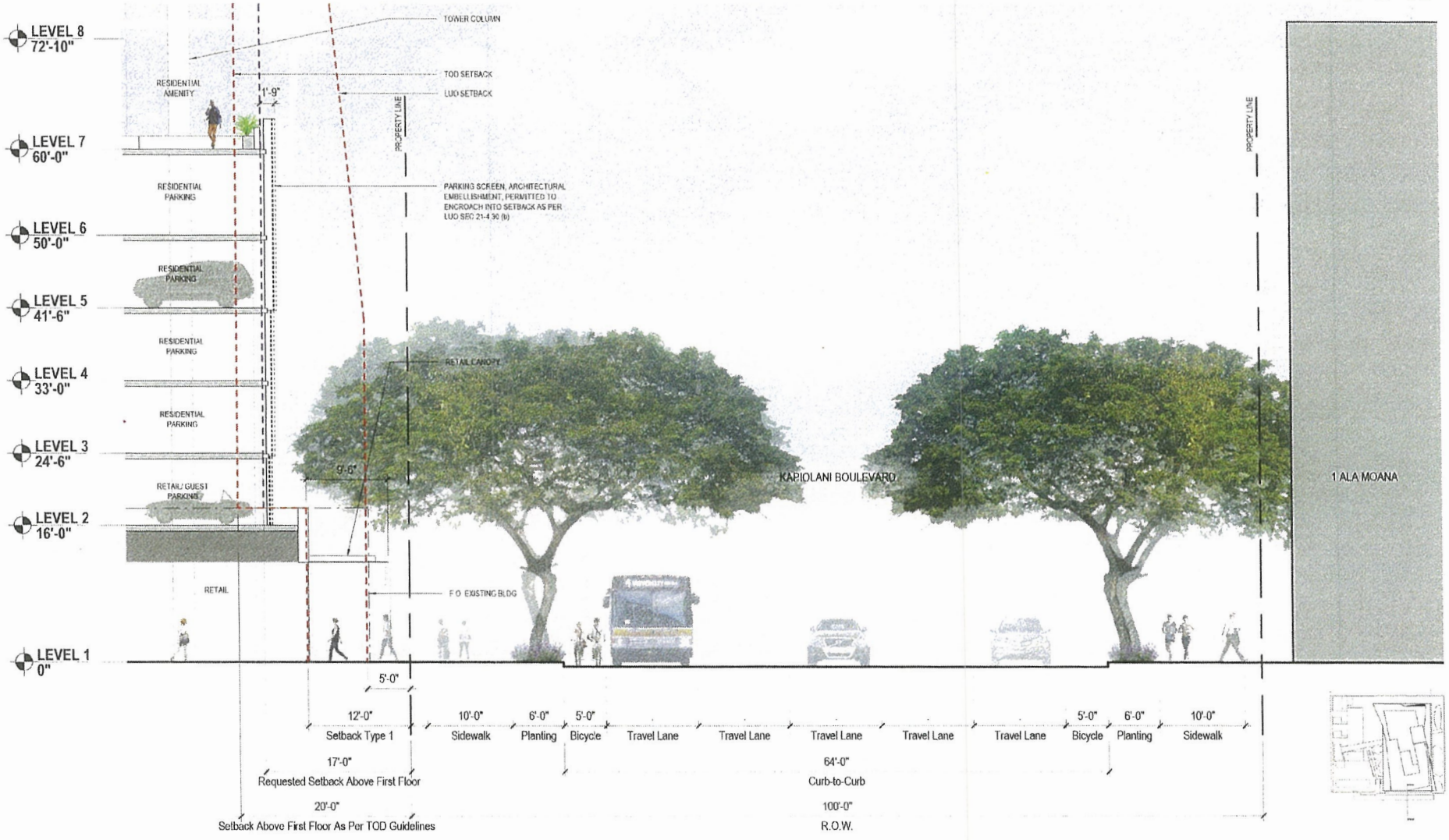

NE Axon




SW Axon

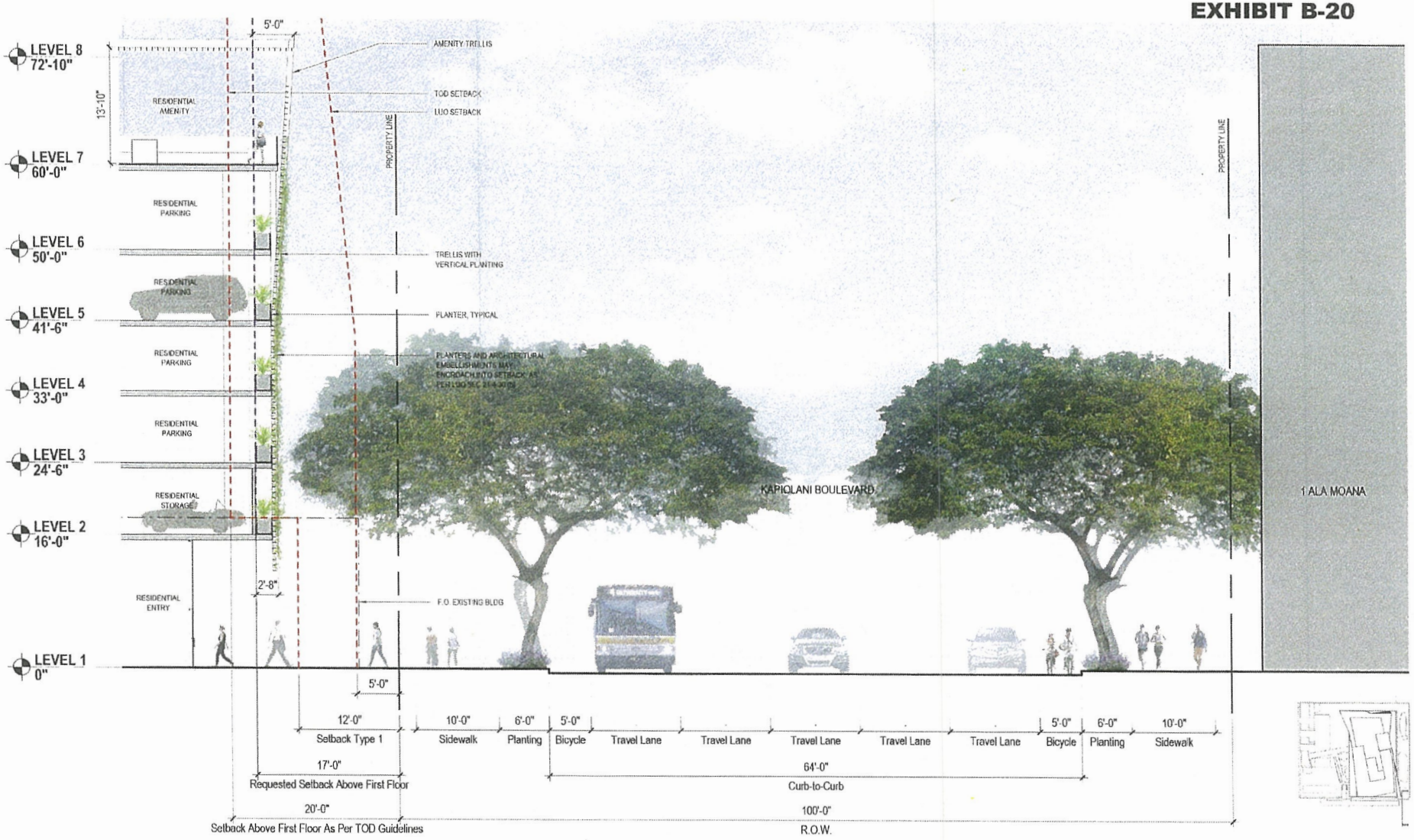
# Streetscape Section | Kapiolani Boulevard

**EXHIBIT B-19**



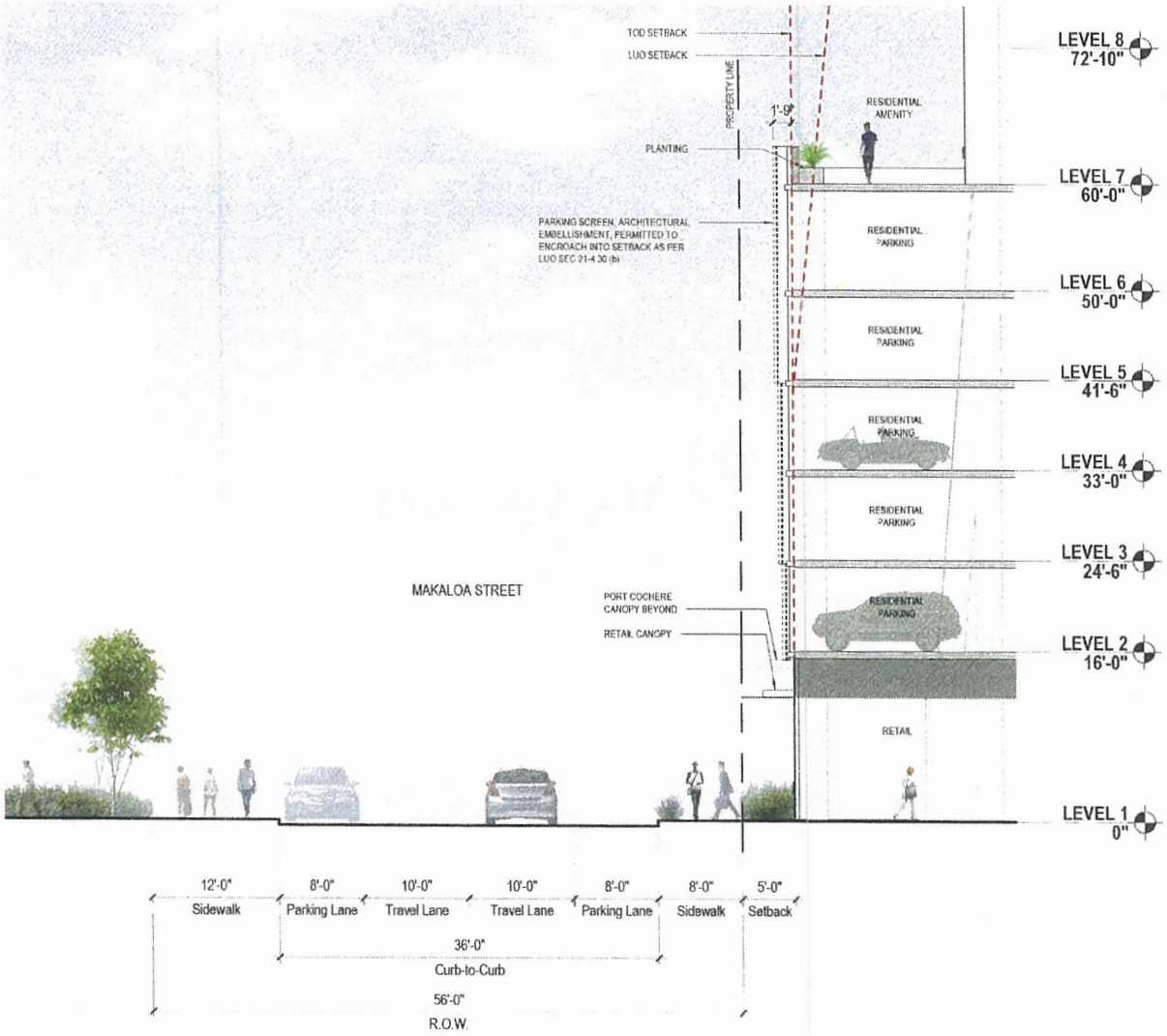
# Streetscape Section | Kapiolani Boulevard

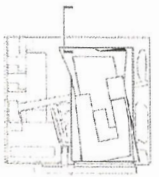
**EXHIBIT B-20**



# Streetscape Section | Makaloa Street

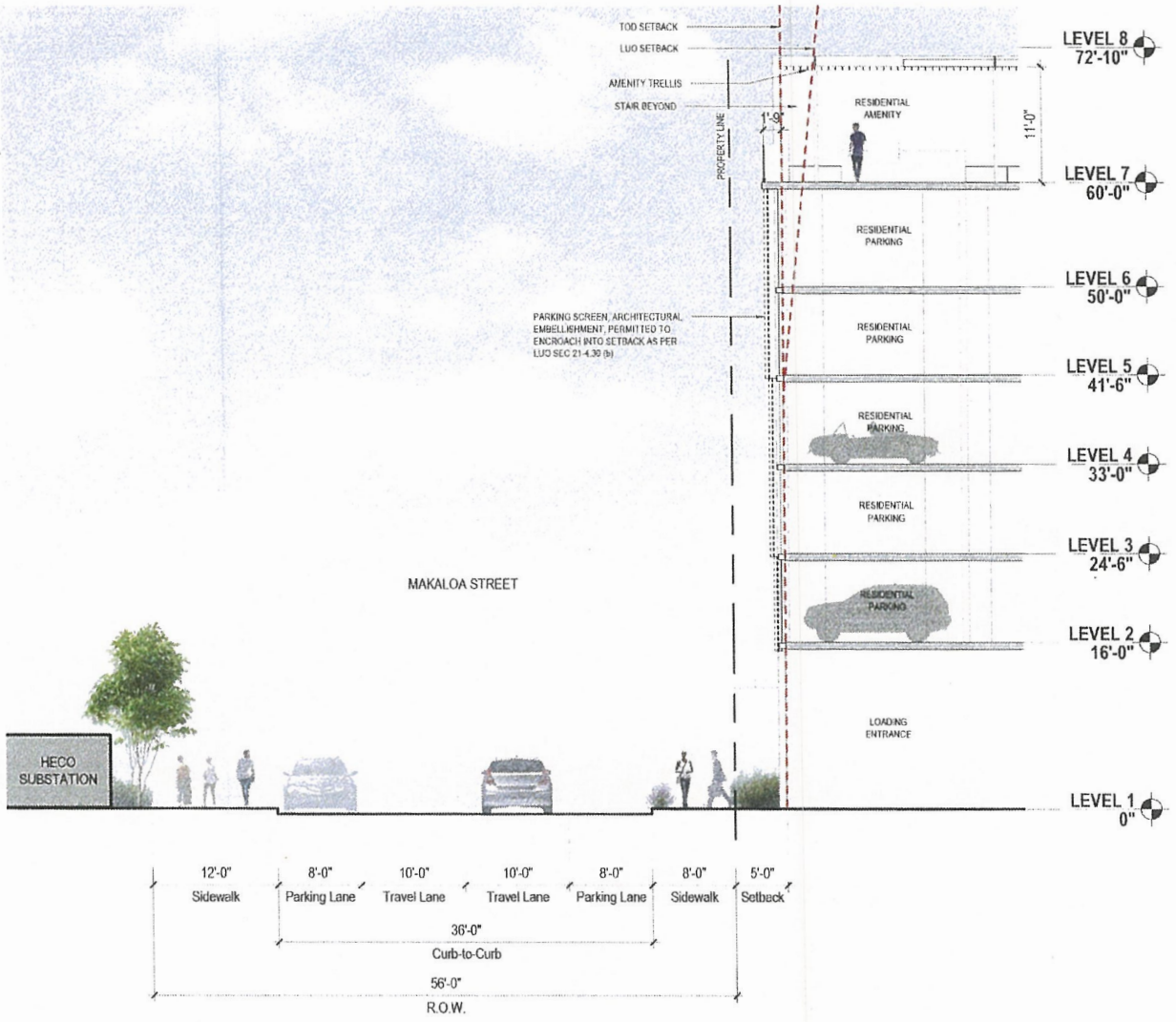
**EXHIBIT B-21**



# Streetscape Section | Makaloa Street

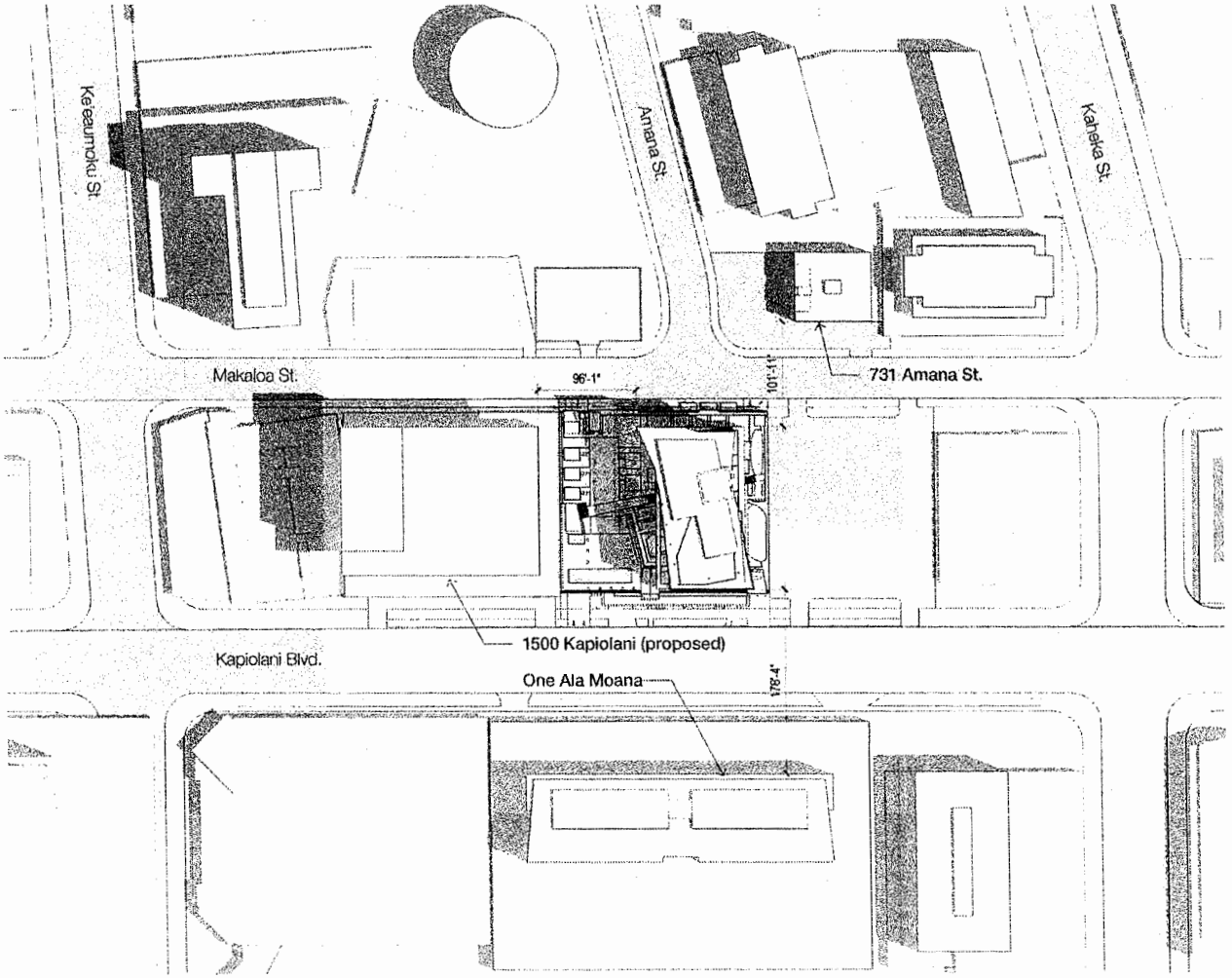
**EXHIBIT B-22**






# Tower Proximity

**EXHIBIT B-23**



# Renderings

**EXHIBIT B-24**



Kapiolani looking East



Kapiolani looking West

# Renderings

**EXHIBIT B-25**



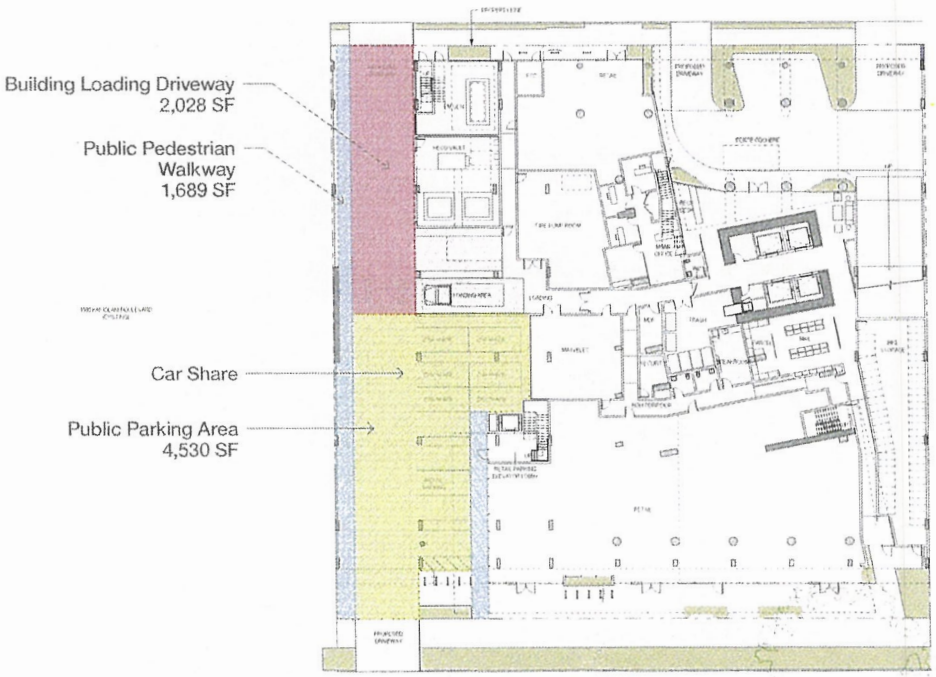
Amana looking Makai



Makaloa looking East

# Pedestrian and Vehicular Thoroughfares

**EXHIBIT B-26**



# Open Space Diagram

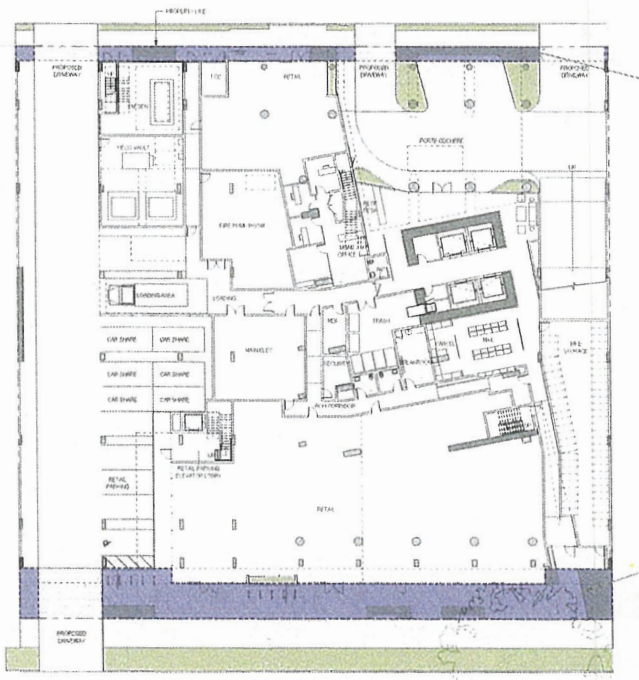



**EXHIBIT B-27**