

BELLES GRAHAM PROUDFOOT WILSON & CHUN, LLP

MICHAEL J. BELLES 1577-0
4334 Rice Street, Suite 202
Lihue, Kauai, Hawaii 96766-1388
Telephone: (808) 246-6961
Facsimile: (808) 245-3277
Email: mjb@kauai-law.com

Attorney for Applicant,
COCO PALMS HUI LLC,
a Hawaii limited liability company

BEFORE THE PLANNING COMMISSION

OF THE

COUNTY OF KAUAI

In The Matter Of The Application)	SPECIAL MANAGEMENT AREA USE
)	PERMIT SMA(U)-2015-6
Of)	PROJECT DEVELOPMENT USE
)	PERMIT U-2015-7
COCO PALMS HUI LLC, a Hawaii limited)	VARIANCE PERMIT V-2015-1
liability company, for a Special Management)	CLASS IV ZONING PERMIT
Area Use Permit, a Project Development Use)	NO. ZA-IV-2015-8
Permit, a Variance Permit and a Class IV)	
Zoning Permit for real properties situated at)	
Wailua (Puna), Kawaihau, Kauai, Hawaii,)	APPLICATION; EXHIBIT LIST;
described as: Lot 2, area 2.444 acres as shown)	EXHIBITS "A" - "EE"
on Map 1 filed in the Office of the Assistant)	
Registrar of the Land Court of the State of)	
Hawaii with Land Court Application No.)	
1667 of Veda Warner Hills; Lot 1, area 6.713)	
acres, as shown on Map 1 of said Land Court)	
Application No. 1667; Lot 1-C-2-A, area)	
28,549 square feet, more or less, being a)	
portion of Lot 1 of the "Wailua and Kula)	
Lots"; Lot 10, area 12,072 square feet, more)	
or less, of the "Wailua House Lots, 1 st Series";))	
R. P. No. 4826, L.C. Aw. 3568, Apana 2, area)	
7,923 square feet, more or less; Lot 53, area)	
1.424 acre, more or less, of the "Wailua)	

House Lots, Fourth Series"; portion Lot 54,)
 area 1.008 acres, more or less, of the)
 "Wailua House Lots, Fourth Series",)
 collectively Tax Key No. 4-1-03:007; por.)
 Lot 13-A of the "Wailua House Lots, Third)
 Series" and Remnant Lot A, collectively Tax)
 Key No. 4-1-05:014; and R. P. No. 6020,)
 L.C. Aw. No. 3561, R.P. No. 5489, L.C.)
 Aw. 3111 and 3559, area 18.880 acres, Tax)
 Key No. 4-1-03:004;por.; and Lot 13-A-1 of)
 the "Wailua House Lots, Third Series"; lands)
 covered under General Lease S-4878)
 containing 14.834 acres, more or less, Tax)
 Key No. 4-1-03:005; lands covered under)
 Revocable Permit No. S-7678 containing)
 460 square feet, more or less, Tax Key No.)
4-1-03:017; and lands covered under)
 Revocable Permit No. S-7613 containing)
 5,244 square feet, more or less, Tax Key)
 No. 4-1-05:017.)
 _____)

APPLICATION

COMES NOW COCO PALMS HUI LLC, a Hawaii limited liability company, Applicant in the above-captioned proceedings, by and through its undersigned attorney, and hereby submits the following Application:

I. OWNER/APPLICANT.

1. PR II COCO PALMS LLC, a Delaware limited liability company, is the owner of the properties identified above and further described in Exhibit "A" hereto ("Owner"). COCO PALMS VENTURES, LLC, a Delaware limited liability company, is the lessor or licensee of those properties described in Exhibit "B". COCO PALMS HUI LLC, a Hawaii limited company ("Applicant"), and the Owner are in contract for the sale and acquisition of the properties, the

arrangement for which will also involve the assignment or transfer of leases or licenses or, in some cases, obtaining new Revocable Rights of Entry from, the Board of Land and Natural Resources for lands adjoining the privately-owned parcels. The Owner, Coco Palms Ventures LLC and the Applicant have each authorized Michael J. Belles of Belles Graham Proudfoot Wilson & Chun, LLP, as counsel for Applicant, to file this Application on behalf of the Applicant pursuant to the Authorizations attached hereto and incorporated herein as Exhibits "C" and "D", respectively.

2. Those properties that are leased/licensed to Owner that have historically been incorporated as part of the Coco Palms Resort are more specifically described in Section II(1)(d) below.

II. DESCRIPTION OF PROPERTY AND LAND USE DESIGNATIONS.

1. The descriptions of the Properties are as follows:

a. Location. The Properties are located at Wailua (Puna), Kawaihau, Island and County of Kauai, State of Hawaii, as shown on the Location Map, attached hereto and incorporated herein as Exhibit "E", and on the Kauai Tax Maps, attached hereto and incorporated herein as Exhibits "F" and "G".

b. Area. The Properties contain a collective area of 28.523 acres, more or less, 12.834 acres, more or less, of which is privately owned, and 15.689 acres, more or less, of which is covered by State lease/license.

c. Lot Descriptions. The owned Properties are a mix of registered (i.e., Land Court) lands and regular system lands, identified in Exhibits "A" and "B", and summarized as follows:

i. TMK 4-1-03:007 consist of:

- Lot 2, area 2.444 acres as shown on Map 1 filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii with Land Court Application No. 1667 of Veda Warner Hills.

- Lot 1, area 6.713 acres as shown on Map 1 filed in the Office of the Land Court of the State of Hawaii with Land Court Application No. 1667 of Veda Warner Hills.

- Lot 1-C-2-A, being a portion of Lot 1 of the "Wailua Rice and Kula Lots", containing an area of 28,549 square feet, more or less.

- Lot 10 of the "Wailua House Lots, 1st Series", containing an area of 12,072 square feet, more or less.

- All of that certain parcel of land (being all of the land described in and covered by Royal Patent Number 4826, Land Commission Award 3568, Apana 2 to Kelani), containing an area of 7,923 square feet, more or less.

- Lot 53 of the "Wailua House Lots, Fourth Series", containing an area of 1.424 acres, more or less.

- Lot 54 of the "Wailua House Lots Fourth Series", containing an area of 1.008 acres, more or less.

ii. TMK 4-1-05:014 consist of:

- Lot 13-A-1, being also all of Lot 13-A of the "Wailua House Lots, Third Series" and Remnant Lot A, containing an area of 8,893 square feet, more or less.

iii. TMK: 4-1-03:004 consist of:

- All of that certain parcel of land (portions of the lands described in and covered by Royal Patent Number 6020, Land Commission Award Number 3561 to Iosia Kaumualii and Royal Patent Number 5489, Land Commission Awards 3111 and 3559, Apana 1 to Debora Kapule), containing an area of 18.880 acres, more or less.

d. State-Owned Lands. There are leases or rights of entry covering State lands ("State Properties") that are adjacent to the Properties, as follows:

- TMK: 4-1-03:005, containing 14.834 acres, more or less, under General Lease S-4878, for landscaping (this parcel also contains the Chapel and walkways through the coconut groves).

- TMK: 4-1-03:017:por., containing 460 square feet, more or less, under Revocable Permit No. S-7678, for vehicular access purposes.

- TMK: 4-1-05:017, containing 5,224 square feet, more or less, under Revocable Permit No. S-7613, for restaurant, landscaping and maintenance purposes.

e. State Land Use District. The Properties and State Properties are classified by the State Land Use Commission ("SLUC") in the Urban and Conservation Districts.

f. Kauai General Plan. The Properties are designated by the County of Kauai General Plan in the Resort Classification.

g. CZO Districts. The zoning of the Properties is as follows:

- TMK: 4-1-03:007 Resort (RR20)

- TMK: 4-1-05:014 Residential (R-10)

- TMK: 4-1-03:004 Conservation and Open (O)

- h. VDA. The Properties are located in the Visitor Destination Area.
- i. Kapaa-Wailua Development Plan. The Properties and State Properties are located within the Wailua-Kapaa Development Plan area.
- j. SMA. The Properties and State Properties are located within the Special Management Area ("SMA") of the County of Kauai.
- k. CZO Constraint Districts. Portions of the Properties and State Properties are located within the CZO Tsunami Constraint District (S-TS) and within the CZO Shore Constraint District (S-SH).
- l. Shoreline Setback. A portion of the Properties and State Properties are located within the Shoreline Setback Area (TMK 4-1-05:014 and 4-1-05:017).

III. PRESENT USES OF SUBJECT PROPERTY.

1. The Properties are the site of the Coco Palms Resort, initially opened in January 1953 and expanded in the mid-1970s. The old resort incorporated lands owned by the State of Hawaii (the coconut grove areas with the Chapel which were effectively an adjunct of the resort, access and parking areas). The Coco Palms Resort sustained damage from Hurricane Iniki in 1992, and has neither been repaired nor operational since that time. At the time of Iniki, the Coco Palms Resort was operating with 398 hotel units.

2. The pre-Iniki Resort consisted of 18 buildings (a commercial building, the lobby building, four 3-story multi-unit buildings with hotel rooms, a restaurant and bar, the Queen's Audience Hall, the King's Lagoon Building, the Queen's Lagoon Building, a chapel, and some maintenance/utility and accessory buildings) and 11 stand-alone cottages as shown on the Site Plan attached hereto as Exhibit "H". At the time of Iniki, a total of 212 stalls for parking for cars were

located to the north and south of the Resort project, and in the basements of the Shell, Ali'i Kai I and Ali'i Kai II buildings.

3. The Resort facilities (using the pre-Iniki footprints and statistics) are nonconforming (with respect to the CZO) in the following respects:

a. The commercial building has no setback from the Kuhio Highway right-of-way.

b. The lot coverage exceeded the 50% lot coverage allowed under the CZO.

c. The first floors of the buildings do not have the required elevations above the Base Flood now applicable to the Properties.

d. The number of stalls provided given the number of rooms and other uses did not meet the required parking requirements established by the CZO.

e. Two of the King's Cottages, and the Queen's Audience Hall, do not meet the required boundary setback with the property on which part of the coconut grove is located.

f. The Queen's Lagoon Building (for the spa) does not have the required setback from the southern property line.

IV. PROPOSED USE OF SUBJECT PROPERTY.

1. The Applicant proposes to repair and restore the Coco Palms Resort project using existing building footprints, while modernizing the exterior and interior design to adapt to tastes that have significantly changed since the 1950s-1970s, when darker colors for interiors and exteriors were favored. The new resort will be known as the Coco Palms by Hyatt, which will be used for hotel and resort-related purposes.

2. The Applicant intends to rebuild the resort buildings to accommodate 350 reconfigured units (as earlier noted, there were previously 398 units on the Properties, hence, a reduction by 48) consisting of:

- a. 105 units in the Shell Building (Building 1 on Exhibit "H"), 9 of which will be suites;
- b. 90 units in the Ali'i Kai I Building (Building 2 on Exhibit "H"), 10 of which will be suites;
- c. 87 units in the Ali'i Kai II Building (Building 3 on Exhibit "H"), 13 of which will be suites;
- d. 25 units in the Top of the Palms located in the Lagoon Building (Building 4 on Exhibit "H"), 2 of which will be suites;
- e. 22 units in the Cottages (5 King Cottages with a total of 10 units, 4 Queen Cottages with a total of 8 units and 2 Prince Cottages with a total of 4 units, all of which will be suites; see Building Complexes 5, 6 and 7 on Exhibit "H"); and
- f. 21 units in the King Lagoon Building, all of which will be suites (Building 8 on Exhibit "H").

3. In addition, the following repairs/rebuilds are intended:

- a. the Lotus Restaurant and the Flame Room Bar (Building 4 on Exhibit "H");
- b. the commercial building (Building 11 on Exhibit "H");
- c. three (3) swimming pools (one to the rear of the Shell Building, one to the rear of Ali'i Kai I and one to the rear of Ali'i Kai II, all as shown on Exhibit "H");

- d. the Queen's Audience Hall (Building 12 on Exhibit "H");
- e. the Palms Lanai (Building 14 on Exhibit "H");
- f. the Utility Building and the Maintenance Building, which will be combined into one Warehouse for storage and maintenance (Building 15/16 on Exhibit "H");
- g. the Sea Shell Restaurant (Building 17 on Exhibit "H");
- h. the Chapel in the Palms (Building 18 on Exhibit "H");
- i. 2 of 4 bridge crossings over the Lagoons as depicted on Exhibit "H" (2 existing bridge crossings will be eliminated); and
- j. rebuild of the Queen Lagoon Building, which had been demolished before Iniki, which will house spa and gym facilities (Building 9 on Exhibit "H").

4. The Applicant intends to rebuild the Coco Palms Resort incorporating some of the old Hawaii style but brightening the facilities to give a more contemporary, open appearance. The new resort's primary visual focus, since Wailua Beach is located across Kuhio Highway from the Properties, will be the Lagoons and the numerous coconut groves and trees that have always been the recognized feature of the place. For upper level rooms in the Shell, Ali'i Kai I and Ali'i Kai II buildings, there will be ocean views. Existing rooflines, floral railings, lava rock walls and ocean theme elements will be retained. All multi-level buildings will have access for persons with disabilities via elevators. The Lotus Restaurant and Flame Room Bar, and the Queen's Audience Hall, will be open to the Lagoons. The commercial building will be connected to the lobby by an overhead walkway. The iconic pointed arch of the Lobby Building will be repeated on the rear of the commercial building (that will face Kuhio Highway). Rooms will be provided with inset lanais and balconies to ensure that no portions of the new buildings will extend beyond the existing footprints.

5. As part of the repair and restoration, the Applicant proposes to repair, reconstruct and/or construct the following structures, and to establish the following uses, on the Properties (all of which proposed uses are shown on the Site Plan attached as Exhibit "H");

a. Hotel Facilities. Because the proposal involves using footprints of the buildings that were the old Coco Palms Resort, there are a number of buildings that will have hotel units. With the reconfiguration of the rooms, however, instead of 398 units, there will be 350.

The new resort will consist of nine (9) building complexes (identified as the Shell Building, Ali'i Kai I, Ali'i Kai II, the Top of the Palms, the King and Queen Lagoon Buildings, the Lobby and Restaurant/Bar, the Queen's Audience Hall, the House in the Palms, and the Palms Lanai), and 11 cottage structures each containing 2 units which will have guest rooms.

- Shell Building will be a 3-story building with a basement, containing 105 units (96 rooms/9 suites), together with the addition of a roof top bar of 2,953 square feet, depicted on Exhibits "I-1" through "I-7").

- Ali'i Kai I will be a 3-story building with a basement, containing 90 units (80 rooms/10 suites), together with the addition of a roof top exercise area containing 1,880 square feet, depicted on Exhibits "J-1" through "J-6".

- Ali'i Kai II will be a 3-story building with a basement, containing 87 units (74 rooms/13 suites), depicted on Exhibits "K-1" through "K-6").

- Top of the Palms in the Lagoon Building attached to the Lobby, will be on the second floor, containing 25 units (23 rooms, 2 suites), depicted on Exhibits "L-1" through "L-5".

- King Lagoon Building will be an 4-story building (the first level for parking), containing 18 units (no suites), depicted on Exhibits "M-1" through "M-4".

- King Cottages, with 5 buildings each containing 2 units for a total of 10 units, depicted on Exhibits "N-1" through "N-3".

- Queen Cottages, with 4 buildings each containing 2 units for a total of 8 units, depicted on Exhibits "O-1" through "O-3".

- Prince Cottages, with 2 buildings each containing 2 units, for a total of 4 units, depicted on Exhibits "P-1" through "P-3".

The buildings in the old resort had the same number of stories as proposed for the rebuilt or new buildings.

Other buildings that will not have guest rooms, all depicted on Exhibit "H", are as follows:

- the Lobby Building (Building 4 on Exhibit "H"), which is connected to the commercial spaces along Kuhio Highway, and also to the Flame Room and Lotus Restaurants, and the Lagoon Building, depicted on Exhibits "Q-1" through "Q-4".

- Queens Lagoon Building, a rebuild into a spa/gym facility, will be a 4-story building, the first level of which will be open, with locker rooms, a gym, office and storage spaces, salons and spa treatment rooms throughout the remaining upper levels together with public restroom facilities (Building 9 on Exhibit "H"), depicted on Exhibits "R-1" through "R-6".

- the commercial building, a 2-story building containing a total area of 14,183 square feet (gross area of 12886 s.f. plus 1,297 s.f. of walkway to the Lobby (Building 11 on Exhibit "H"), depicted on Exhibits "S-1" through "S-5".

- the Lagoon Building, a 3-story building that will house the Flame Room Bar, the Lotus Restaurant, the Top of the Palms Rooms (on the 2nd floor) and office spaces (Building 4, connected to Building 10, which is the Lobby Building), depicted on Exhibits "L-1" through "L-5".

- the Queen's Audience Hall, which will be used for a spa, gym and banquet hall/ballroom, containing 23,056 square feet, more or less (Building 12 on Exhibit "H", depicted on Exhibits "T-1" through "T-4").

- the House in the Palms, a bar, containing 4,950 square feet, more or less (Building 13 on Exhibit "H"), depicted on Exhibits "U-1" and "U-2").

- the Palms Lanai, a bar, containing 1,720 square feet, more or less (Building 14 on Exhibit "H"), depicted on Exhibits "V-1" and "V-2".

- a storage/warehouse building (previously a utility building and a maintenance building that will now be combined) to be elevated above the base flood elevation (Building 15/16 on Exhibit "H"), depicted on Exhibits "W-1" through "W-3".

- the Chapel in the Palms (subject to obtaining the consent of the Board of Land and Natural Resources as it is located on leased land identified as Tax Key No.: 4-1-03:005) (Building 18 on Exhibit "H"), depicted on Exhibits "X-1" and "X-3".

- the Sea Shell Restaurant, containing 4,800 square feet, more or less (parking for employees and diners will be located on the mauka resort property with shuttle service to and from the restaurant) (Building 17 as shown on the plot plan attached as Exhibit "Y-1"), depicted on Exhibits "Y-2" through "Y-3").

b. Parking. The Applicant intends to provide a total of 399 parking spaces as follows: 212 (this was the original number of stalls for the entire old Resort) on TMK No. 4-1-03:007 (including basement stalls in the Shell Building, the Ali'i Kai I building and the Ali'i Kai II building) along with an additional 109 new spaces on the same parcel, 50 stalls on TMK: 4-1-03:017 covered by a State revocable permit, 12 of which will be marked and reserved for public parking, and 28 stalls on TMK: 4-1-03:005 (existing) largely for employees as it is somewhat removed from the hotel operations. 187 more stalls than existed at the time of Iniki will be provided.

c. Bridges (spanning the Lagoon). Pre-Iniki, there were a total of four (4) bridges spanning the Lagoon, as shown on Exhibit "Z". All of these bridges are in very poor condition given the lack of repairs/maintenance over the intervening 22 years since Iniki. The Applicant intends to rehabilitate/rebuild two of the bridges (identified as Bridges 1 and 2), the locations of which are as shown on Exhibit "Z", to provide reasonable access within the resort area since it is bisected by the Lagoon. The footings of these bridges will be in the locations that the existing footings are located (outside of the boundaries of the Lagoon, which is the registered State Historic Site), and will be raised/elevated to allow the safe passage of canoes within the Lagoon proper.

The Lagoon was placed on the State of Hawaii Historic Register (identified as the Weuweu-Kawaiki Fishpond, Site 50-30-08-680), on April 25, 2009. See letter from the State of Hawaii Historic Preservation Division ("SHPD") attached hereto as Exhibit "AA-1". The Lagoon proper is the historic site, as depicted on Exhibit "BB-1". With the footings outside of the registered site, the integrity of the Lagoon will be maintained.

The Applicant is in the process of obtaining confirmation from SHPD that the proposed removal of two of the substantially damaged bridges, and rebuild of two bridge crossings for the Lagoon, are acceptable as it relates to the historic Lagoon.

d. Underground Utilities. The Applicant intends to use existing, and/or to install new, underground facilities for water, sewer, electric, telephone, communications, and cable television servicing the various improvements and operations within the Property, some of which are connected through easements in favor of the Property from the State of Hawaii.

The Applicant also seeks to install covered parking in the north parking lot area for a photovoltaic system aimed at providing some of the power for the resort operations. See Exhibits "CC-1" and "CC-2" showing the location of the proposed PV panels and depicting the typical profile of the support structure for the photovoltaic array, respectively.

e. Landscaping Activities. The Applicant intends to save some existing landscaping, and to install or plant additional ornamental landscaping suited for the soil types and exposures throughout the resort portion of the Property ("Landscaping"). In addition, a lease from the State of Hawaii (for landscaping and maintenance of premises for aesthetic, park and recreation purposes) through 2048 over Tax Key No.: 4-1-03:005 (in the State Land Use Urban District, zoned Open), which contains many coconut trees that are part of the grove that has historically been considered to be a part of the resort operations, will allow the Applicant to continue to maintain existing trees and plant replacement trees as and when the trees age out or become diseased.

The grove extends onto Tax Key No.: 4-1-3:004, which is owned by Coco Palms Ventures, LLC. This property also contains coconut trees and, many years ago when the resort was in operation, had a small zoo (admittance was free). A portion of this parcel is classified

Urban and zoned Open (O), with the majority of the parcel in the State Land Use Conservation District. Although it cannot be addressed in connection with this Application, Applicant desires to proceed with such steps as are necessary to install a photovoltaic system on Tax Key No.: 4-1-3-004, to enable the generation of power for its operations.

f. Elevators. The Applicant intends to install elevators in the following buildings: Shell Building, Ali'i Kai I and Ali'i Kai II, Lagoon Building, Kings and Queens Lagoon Buildings. These new Elevators will provide better access to all rooms and guest amenity areas, and will meet applicable ADA requirements.

g. Boundary Wall. A concrete masonry wall, 6' in height, is proposed along the frontage of the Property along Kuhio Highway. Plantings along both the mauka and makai sides of this wall will provide screening to reduce its visibility.

6. The above-described structures and improvements will be collectively referred to as the "Improvements". The Improvements (with the exception of the Underground Utilities) are shown on the Site Plan (Exhibit "H").

V. LOCATION OF SUBJECT PROPERTY AND DESCRIPTION OF SURROUNDING LANDS.

1. The resort Properties are bounded by Kuhio Highway along its eastern edge, and the parcels containing the coconut groves at its eastern edge. To its north are lots that are part of the Wailua Houselots residential area and the County's sewage lift station. To its south is Kuamoo Road (a State highway).

A strip of land (TMK: 4-1-03:039) that runs nearly the entire length of the Property along its boundary with Kuhio Highway, was conveyed in 2006 to the State of Hawaii as

part of the public right-of-way, and future highway improvements planned by the State Department of Transportation will include that "reserve" area.

VI. HURRICANE INIKI ORDINANCE.

1. Section 4 of the Hurricane Iniki Ordinance (Ordinance No. 716) provides in relevant part as follows:

"SECTION 4. Nonconforming Buildings, Structures, and Uses.

A. Nonconforming Buildings and Structures. Notwithstanding Section 8-23.1(c) of the Kauai County Code 1987, as amended, and any other ordinance to the contrary, any legally nonconforming building or structure that was damaged or destroyed by Hurricane Iniki may be reconstructed or repaired to the condition the nonconforming structure or building was in on September 10, 1992 upon obtaining a permit in the manner specified in this ordinance. Improved design specifications or the use of higher grade materials to better withstand the effects of high winds may be incorporated into the nonconforming building or structure as part of the repair or reconstruction authorized by this subsection. In no event shall any reconstruction or repair authorized by this subsection be construed to allow: 1) the construction of any structural alterations to the legally nonconforming building or structure that did not exist on September 10, 1992 except to repair or reconstruct a building with higher grade materials or improved design specifications to better withstand natural disasters; 2) a greater floor area than existed on September 10, 1992; 3) any reconstruction or repair that would increase the nonconformity of the building or structure beyond what existed on September 10, 1992. The reconstruction or repair to the legally nonconforming structure or building allowed by this section shall be completed within the time frame allotted under a valid permit issued in accordance with this ordinance.

B. Nonconforming Uses. Notwithstanding Section 8-23.2(b) and 8-23.2(c) of that Kauai County Code 1987, as amended, and any other ordinance to the contrary, any legally nonconforming use that has ceased, by reason of the damage or destruction to the building or structure in which the use was conducted by Hurricane Iniki, may be resumed if a valid permit is obtained and reconstruction or repair is completed within the time frames of that permit.

C. Federal and State requirements, including but not limited to flood plain management regulations, shall apply."

2. The Hurricane Iniki Ordinance allows the reconstruction of nonconforming buildings and structures damaged by Hurricane Iniki (all buildings on the Property that were formerly part of the Coco Palms Resort) provided that such reconstruction does not result in: (a) structural alterations (except to construct a building with higher grade materials or improved design specifications to better withstand natural disasters); (b) greater floor areas; or (c) increases in the nonconformity of structures.

3. At the time it was damaged by Hurricane Iniki, the old resort was nonconforming in the following respects:

- Tax Key No.: 4-1-03:017 (the parcel leased from the State) – lot coverage of 42.9% in the Open District.

- Tax Key No.: 4-1-03:004 (por.) - with the old tennis courts there was 61.5% lot coverage in the Open District.

- Tax Key No.: 4-1-03:007 – the old resort structures had a total lot coverage of 307,572 square feet at the time of Iniki.

- Tax Key No.: 4-1-05:014 and 4-1-05:017 (the Sea Shell Restaurant) – the lot coverage was/is 66% on Parcel 14, which contains the restaurant proper and some lanai/paved areas, and was/is 25% on Parcel 17, which contains more lanai/extension and stairs and a trash enclosure area. The restaurant use is on Residential R-10 property, and the improvements are located within what is now the Shoreline Setback Area.

VII. PERMITS REQUESTED AND REQUIRED.

The following permits will be required for the proposed construction, development and uses of the Property and Improvements which are not exempted by the Hurricane Iniki Ordinance ("Development"):

1. SMA Use Permit. The Subject Property is located in the SMA. The total cost of the proposed Development, which encompasses more than one parcel of land within the SMA, will exceed \$500,000.00. Therefore, in order to proceed with the Development, the Applicant needs a SMA Use Permit as defined in Section 7.3C. of the SMA Rules.

2. Project Development Use Permit. A Project Development Use Permit is being requested pursuant to CZO Article 18 to allow the Applicant to vary from the requirements of the CZO with regard to reconstructing the Queen's Lagoon Building, and for parking requirements and lot coverage limitations consistent with the provisions of the Iniki Ordinance.

3. Variance Permit. A Variance Permit is being requested pursuant to CZO Article 21 to allow the Applicant to vary from the limitations of land coverage for aspects of the Development. In particular, construction of the wall that runs parallel with Kuhio Highway and the new spa building on the site of the Queen's Lagoon Building (this was demolished sometime after Hurricane Iwa), together with increasing the number of parking stalls¹, will require some deviation from lot coverage standards.

1 Although providing more parking stalls will increase lot coverage, the Applicant has been unable, given the existing improvement footprints and the limitations of the lots in question, to provide sufficient parking to meet current CZO requirements. If, in the future, the State Board of Land and Natural Resources allows the Applicant to expand use of TMK: 4-1-03:005 for parking purposes, the Applicant will be able to provide additional unimproved parking spaces (graveled).

4. Class IV Zoning Permit. A Class IV Zoning Permit is a procedural requirement for a Project Development Use Permit. See CZO Sec. 8-18.5. It is also required for development on a parcel in the CZO Resort District large enough to qualify for more than twenty-five (25) dwelling units. See CZO Sec. 8-4.6(a)(4).

VIII. IMPACTS OF PROPOSED DEVELOPMENT.

1. Botanical Resources and Wildlife. The vegetation on the Property consists almost entirely of introduced landscape plantings or weedy species. There are, however, eight native species including the pandanus or hala, kou, beach naupaka, hau, popolo, ricegrass and moa. No threatened or endangered plant species were observed upon any of the parcels involved.

Most of the mauka portion of the resort is planted with hundreds of coconut trees with heights averaging 50 feet, with the older trees reaching heights of 60 to 70 feet. There are also octopus trees, Java plum, pink tecoma, kukui, some other palm species, milo, bamboo, Chinese banyan, shell ginger, crinum lily, Guinea grass, koa haole, sourbush, Macaranga and Indian pluchea.

The makai part of the resort has plumeria, hibiscus, a number of palms, Tahitian gardenia or tiare, Queen Emma lily, cerbera, maile-scented fern or lauuae, croton, shell ginger, bird of paradise, painted cooperleaf, bougainvillea and a large Barringtonia asiatica tree. There are a number of weedy species given the lack of maintenance. Along Kuhio Highway, possibly partially within the State right-of-way, are vitex shrubs, Madagascar olive trees, a few coconut trees, tree heliotrope, ironwood and pandanus or hala.

Along the Lagoon there is St. Augustine grass and Japanese lawngrass or zoysia, coconut trees, crinum lily, noni shrubs, umbrella sedge, beach naupaka, milo lauac, wedelia, octopus tree, koa haole, sourbush, Indian pluchea, Christmas berry, Java plum and Macaranga.

Tax Key No.: 4-1-05:014, which has the Seashell Restaurant, has plumeria and coconut trees, with a few false kamani or Chinese almond, and octopus trees. Small clumps of wedelia, lauac, ti, crinum lily and Philodendron vines are near the entrance to the site, while on the beachside, there is a thicket of beach naupaka with a few cerbera, milo and heliotrope trees.

Because the Property had been developed, the vegetation types do not provide a suitable habitat for native avian species. Exotic avian species might be found within the Property. The threatened Newell Shearwater flies over the Property seasonally. Mammals that might be found include the feral cat, house mouse and rat.

The Property does not abut nor is it situated within a Natural Area Reserve or Wildlife Refuge or Sanctuary. There are no wetlands on the Property (there are no areas dominated by wetland indicator species, the soils are not listed on the hydric soils list, and standing water drains rapidly).

2. Archaeological/Historical Resources. The "Archaeological Inventory Survey with Subsurface Testing at the Coco Palms Resort" ("AIS") was issued by Cultural Surveys Hawaii, Inc. in April 2005 (see Exhibit "DD-1") and the "Archaeological Inventory Survey Addendum for the Coco Palms Resort" ("AIS Addendum") was issued in July 2006 (Exhibit "DD-2"). The AIS involved a ground survey of parcels identified as Tax Key Nos.: 4-1-03:04, 005, 007, 011, 017 and 4-1-05:014 and 017. Subsurface trenching consisted of a total of 80 trenches (77 within the resort

site, and three within the Seashell Restaurant site). For the AIS Addendum, 13 additional trenches were excavated within the old tennis court complex.

The AIS recorded two new sites and one previously documented site. The two new sites were designated as two historic fishponds that were combined into one water feature identified as State Inventory of Historic Properties ("SIHP") Site 50-30-08-680, and an historic burial ground designated as SIHP Site 50-30-08-681. The previously recorded site consists of an intermittent cultural layer designated as SIHP Site 50-30-07-1711. The AIS recommended that the combined pond site that exists in the location of Debora Kapule's two fishponds (Site -680) be preserved, and that a monitoring program with on-site archaeological monitoring, and with provisions for burial finds, be implemented for any initial ground disturbing activities above the water on the Coco Palms property. Cultural Surveys determined that given the presence of an intermittent cultural layer, a known traditional Hawaiian burial ground, and an isolated historical burial, there was a possibility of encountering cultural remains during construction or modification on the Property.

The Supplemental AIS, which involved trenching at the location of the old tennis courts, resulted in the discovery pre-contact cultural layers, both given SIHP # 50-30-08-1711.

During the initial development of the resort, an unknown number of human burials were encountered and reburied at the front of the hotel. In 1973, when a new hotel wing was being constructed, more human remains were located in sand deposits. Thirty-four (34) sets of human remains were documented, and were reinterred at the site of the previous burials. The site was marked with a plaque placed atop a boulder.

In 2000, another burial was located within the resort site during soil excavation activities, and was designated as SIHP Site # 50-30-08-660. The remains were disinterred and reinterred in a boulder platform reinterment site at the northern edge of the Property. In 2002, a cultural layer was identified during monitoring of a perimeter fence installation around the Property. Findings consisted of a single adze piece in a cultural layer designated as SIHP Site # 50-30-08-1711. In 2003, during monitoring for the installation of a fiber optic cable along Kuhio Highway, a rock-lined hearth filled with charcoal was discovered and designated as belong to SIHP Site # 50-30-08-1711.

On August 14, 2013, during archaeological monitoring by Cultural Surveys involving the dust fence installation, human skeletal remains were discovered. The State Historic Preservation Division required that the remains be relocated to an existing reinterment site on the Property (Exhibit "DD-3").

The Lagoon was placed on the State of Hawaii Historic Register (identified as the Weuweu-Kawaiki Fishpond, Site 50-30-08-680), on April 25, 2009 (Exhibit "BB-1"). The Lagoon proper is the historic site, as depicted on Exhibit "CC-1". With the footings outside of the registered site, the integrity of the Lagoon will be maintained.

Finally, the Applicant is committed to providing the Kauai Historical Society with a space for its operations, to which it can relocate its operations from the Historic County Building. The location of the Kauai Historical Society office will probably be in the Commercial building (Building 11 as shown on Exhibit "G"), although its exact location and size will be negotiated with the Kauai Historical Society. The Applicant will also negotiate with the Kauai Historical Society about allowing the use of specified, designated areas in the Lobby Building at

which displays can be installed and shown, such displays to be jointly coordinated with the resort management and subject to management's approval.

3. Air Quality/Noise. The proposed Development will have no long-term impacts on the air quality and ambient noise levels in the area. During construction, however, noise and some fugitive dust are unavoidable. However, air quality standards are regulated by compliance with the State of Hawaii Department of Health Administrative Rules, Title 11, Chapter 60 (Air Pollution). And noise mitigation measures including, but not limited to, properly muffled construction equipment and vehicles and compliance with State DOH construction noise limits pursuant to Title 11, Chapter 46 (Community Noise Control), will be implemented. Limitations, too, are placed by government on days and hours of construction, to allow some respite to the nearby residences and businesses. All vehicles or equipment of the Applicant's contractors during construction will be properly muffled, housed and maintained to reduce any noise impacts or emission impacts. However, some required safety features in these vehicles will generate noise (back-up signals being an example).

With prevailing tradewinds blowing seaward, air quality will be reasonably good. The ambient traffic noise on the Kuhio Highway corridor, however, is beyond the Applicant's control.

4. Flooding and Drainage. The Flood Insurance Rate Map ("FIRM") designates the Property in zones "VE", "AE" and "X". The "VE" zone, located near the coast, along the eastern part of the Property, is defined as "coastal flood with velocity hazard (wave action); base flood elevations determined". The base flood elevation for the "VE" zone on this Property is 15 feet, near the Seashell Restaurant.

The "AE" zone is located directly mauka of the "VE" zone and encompasses most of the Property. The "AE" zone is described as "Special flood hazard areas inundated by the 100-year flood with base flood elevations determined". The base flood elevation for the "AE" zone is 15 feet.

The remainder of the Property is within Zone "X", defined as the "Areas determined to be outside 500-year flood plain".

With respect to any structures within the "VE" or "AE" zones, the finish floor elevations for the hotel units will be elevated to +15 feet on/over existing concrete pads to meet the base flood elevation. Existing ground elevations for the Property range from +7 to +11 feet.

Basement parking below +15 feet will be wet flood proofed. Any equipment below elevation +15 (elevator equipment, utilities, kitchen equipment, ventilation equipment for basement parking) will be dry flood-proofed. In flooding conditions, access to such equipment will be secured with water tight doors, in order to be compliant with the County's Floodplain Management Ordinance and Federal Flood Insurance Program requirements.

A pump station (currently inoperable) will be rebuilt to pump flood water that might impact the Property, into the existing drainage canal that runs through the Property. Applicant's consultant has determined that that drainage canal is capable of handling most run-off from the Property, so the rebuilt pump station would only become necessary during extraordinary events.

5. Utilities. The Property will be served with the existing water service from the Department of Water of the County of Kauai, electric service from Kauai Island Utility Cooperative, and telephone and internet service from a provider(s) yet to be determined. Existing power and

water facilities are presently adequate to provide the demand for such services that will be generated by the proposed Development.

6. Wastewater Treatment and Disposal/Solid Waste. The Property will be able to connect with the existing County wastewater facilities located within the Lydgate complex for treatment and disposal of wastewater. The Department of Public Works' Wastewater Division has reviewed wastewater data provided by the Applicant, confirmed that the Property is within the County's sewer service area and that the Wailua Wastewater Treatment Plant currently has sufficient capacity for the restoration of sewer service to the Department. Nonetheless, the Wastewater Division has reserved the right to formally comment upon the routing of this Application to the various agencies. Solid waste collection will be provided by private contractors.

7. Fire and Police Services/Schools. Fire services in the vicinity are located in Waipouli, approximately one mile from the Property. Police services are available in Kapaa, approximately three miles from the Property. The close proximity of these fire and police services to the Property will minimize response times in the event of an emergency. The proposed Development of the Property will not significantly increase the need for existing fire and police services.

The closest schools are Kapaa Middle School, Kapaa Elementary School and Kapaa High School. The proposed Development will not generate any significant additional enrollment in these schools.

8. Traffic Circulation. The major road which services the Properties is Kuhio Highway, with Kuamoo Road (State) and Haleilio/Apana (County) Roads providing the connections. Although in the past, the primary direct access for the Properties was Kuamoo, discussions with the

State Department of Transportation – Highways and the County of Department of Public Works have preliminarily led to a consensus that access shall be as follows:

- ingress only through a Kuamoo Road driveway access, with egress being prevented by the installation of either signage or some traffic control device acceptable to the Department of Transportation (this entry to the Development crosses a parcel of land owned by the State of Hawaii (Tax Key No.: 4-1-03:017); because the existing driveway connection to Kuamoo Road, is too close to the Kuhio Highway intersection, the Applicant is working with the State Board of Land and Natural Resources and the State Department of Transportation to locate this new ingress point further mauka for safety reasons and to create less of an impediment to traffic on Kuamoo Road);

- an egress only driveway along the southerly part of the Development's frontage along Kuhio Highway (which would allow south-bound traffic), as shown on Exhibit "H";

- an ingress only driveway along the northerly part of the Development's frontage along Kuhio Highway, for south-bound traffic, shown on Exhibit "H"; and

- ingress and egress at Apana Road, which is a side street from Haleilio Road.

With the reduction in rooms of a resort project that had been operational for nearly 40 years before Iniki, the traffic generated by the project, when completed and occupied, is not expected to significantly affect the level-of-service. A Traffic Impact Assessment Report, nearly complete, by SSFM, will supplement this Application and will be provided to the Department of Transportation and Department of Public Works for review.

IX. SMA CONSIDERATIONS.

1. Recreational Resources. The proposal involves reconstruction of a resort project and existing structures that have been present since the early 1950s, and will not adversely impact coastal recreational activities that occur at Wailua Beach, located directly makai from the Property across Kuhio Highway. The Seashell Restaurant is located adjacent to (or on) Wailua Beach.

Other parks in the vicinity include Lydgate Park (County), and the Wailua River Park (State). The rebirth of the Coco Palms resort will not demand a substantial demand for parks, and the Applicant will provide recreational amenities for its guests. The proposed Development will not increase the burden on the Wailua Beach, Lydgate Park or Wailua River State Park and will have no greater impacts on its facilities than those that previously existed when the old resort was in operation.

No public access would be necessary over the Property to access any of the parks in the vicinity, as the Property does not abut any of these parks. However, in cooperation with the County, the Applicant proposes to designate, mark and maintain 12 public parking stalls on the Property at the southern end (on TMK: 4-1-03:017, which is owned by the State of Hawaii).

2. Historic Resources. The proposed rebuilding/renovation of the resort will not have any impact on any existing historic, cultural or archaeological resources located on or near the Property. The historic pond (Lagoon) registered as SIHP Site # 50-30-08-680 has been an integral part of the resort since it was first opened, and will continue to be maintained by the Applicant as an

adjunct of its operations. The human remains that have been reinterred on site will continue to have the plaque and monuments kept and maintained by the Applicant.

If any other remains are discovered during reconstruction/renovations (hopefully kept to a minimum as the Applicant proposes to use existing footings/pads, the Applicant, in conjunction with its consultant Cultural Surveys Hawaii, will coordinate proper treatment/reinterment through the State Historic Preservation Division. Monitoring will take place during construction by staff of Cultural Surveys Hawaii as recommended in the AIS that was accepted by the State Historic Preservation Division on May 5, 2005 (in connection with previous permits, since revoked, for the rebuild of the resort project).

3. Scenic and Open Space Resources. The proposed Development, which intends to incorporate existing footprints, will have no greater impacts on the scenic and open space resources on and around the Property than the old resort. Existing public views (from Kuamoo Road or Kuhio Highway) are of Wailua Beach and the coastline area, Wailua River and the commercial area near the Haleilio Road/Kuhio Highway junction. Mountain views from Kuhio Highway are largely blocked by the existing resort buildings. The rebuilt resort will: (a) be compatible with and blend into the surrounding area; (b) not interfere unreasonably with any views toward the shoreline; and (c) have no greater impact on views from public roads to the shoreline than the old resort. What will change will be the removal or trimming of the plants/trees along the Kuhio Highway right of way that have over the years emphasized the abandoned resort, and the replacement of buildings that are increasingly deteriorating with new buildings. The rebirth of the resort will be an improvement over the appearance of the closed resort with respect to aesthetic qualities.

4. Coastal Ecosystems. TMK: 4-1-05:14 (the Seashell Restaurant property) is part of the coastal ecosystem of that area. However, a rebuild of the restaurant will have no significant negative impact on this ecosystem as it was a preexisting use and structure on an existing footprint. The parcels that are located mauka of Kuhio Highway, although within the shoreline area (now that a shoreline area is defined as being within 500' of the shoreline) are not technically part of a coastal ecosystem. Since the mauka parcels are at a lower elevation than Kuhio Highway, and separated from Wailua Beach by the highway, the Development is unlikely to endanger the coastal ecosystem or have any negative impacts on it.

5. Economic Uses. The Property was once a thriving resort employing, at one time, between 240 to 375 persons.² During the construction phase, for the short-term, direct economic benefits will result from purchasing of materials from local suppliers, and employment of local labor. Indirect economic benefits expand to other local retail businesses who benefit from the spending of the workers.

Long term economic benefits will be realized with job opportunities for management, middle management, skilled and other employees whose services will be necessary to manage, operate and maintain the facilities and its amenities.

It is anticipated that the resort will employ approximately 550 full- and part-time staff (hotel administrative, food and beverage services, retail positions, room and facilities maintenance, etc., most of whom will be doing shift work because of the nature of hotel operations), which will have a positive effect on the economy of the County of Kauai and of the State of Hawaii.

² The number fluctuated over the history of the resort operations and reportedly reached the maximum during the 1980s, then dropping in the late 1980s after the retirement of Mrs. Guslander.

6. Coastal Hazards. Portions of the Property are situated within or near a flood zone (Zone VE, Elevation 15 feet and Zone AE, Elevation 15 feet) as shown on the Flood Insurance Rate Maps. Elevations of the Property mauka of the highway range from 10 to 13 feet above mean sea level (msl), with a slope towards the existing Lagoon. Elevations near the Lagoon range from 5 to 7 feet above msl. Elevations in the coconut grove areas range from 5 to 8 feet above msl. Surface water flows will tend to flow towards the Lagoon given existing elevations (keeping in mind that Kuhio Highway is elevated in relation to the Property).

The Seashell Restaurant site was built up from surrounding grade. The finish floor elevation of the existing building is approximately 17 feet above msl (the perimeter elevations of the site range from 6 to 11 feet above msl). The proposed Development will cause little, if any, increase in flooding on or around the Subject Property. Surface water flows caused by the restaurant improvements when it is reconstructed will not be any greater than flows existing at this time.

Preliminarily, the Department of Public Works concurs that the Development will be compliant with the Federal Emergency Management Act ("FEMA") guidelines. Nonetheless, as is standard, the Department is reserving its right to formally comment when this Application is submitted to it pursuant to the CZO.

7. Compliance with SMA. The rebuilding/repair of the resort on the Property will have no significant negative impact on the SMA. The proposed Development: (a) will be compatible with existing uses in areas on or around the Property; (b) will not have substantial, negative impacts on scenic or open space resources within the SMA; and (c) will not significantly increase runoff or otherwise endanger the coastal ecosystem. The Property is located in a coastal hazard area. All Improvements on the Property will be designed and constructed consistent with

requirements applicable to development within flood or tsunami areas. The proposed Development will have no significant adverse effects on recreational, historic or economic resources and will not create any greater impacts than those that existed when the old Coco Palms Resort was in operation. With less rooms than the old resort, the impacts, to the extent that they existed at all, will be lessened.

8. Drainage. Esaki Surveying & Mapping, Inc. has assessed the matter of drainage as it relates to the drainage canal that runs through the Property, and determined that the canal will be able to handle run-off resulting from most rain events. A pump house, that is damaged (as shown on Exhibit "H", in the vicinity of the Queen's Lagoon Building), will be rebuilt to pump flood water into the drainage canal during times of emergency.

X. FLOOD PLAIN MANAGEMENT ORDINANCE.

1. Section 15-1.7 of the Flood Plain Ordinance, as codified in Article 15 of the Kauai County Code, 1987 ("KCC"), provides as follows:

"Section 15-1.7 Nonconforming Structures.

Any nonconforming structure existing on the effective date of this Article, March 31, 1987, may continue subject to the following conditions:

(1) Any repair, reconstruction, improvement, or addition to a nonconforming structure, if it is considered to be substantial improvement, shall comply with the applicable standards for the special flood hazard areas; provided, however, that substantial improvement of a damaged, destroyed, or demolished structure located in a floodway will not be allowed unless a variance from the flood requirements is obtained.

(2) All relocated structures shall comply with the applicable standards for the special flood hazard area."

2. KCC Section 15-1.3 provides in relevant part as follows:

"Substantial Improvement" means any repair, reconstruction, improvement, or addition to a structure, the cost of which equals or exceeds fifty percent (50%) of the market value of the structure either: (a) before the improvement or repair is started, or (b) if the structure has been damaged and is being restored, before the damage occurred. For the purposes of this definition, substantial improvement is considered to occur when the first alteration of any wall, ceiling, floor, or other structural part of the building commences, whether or not that alteration affects the external dimensions of the structure. The value of any substantial improvement shall be determined by the County Engineer or his authorized representative. The term does not, however, include either: (a) Any project for improvement of a structure to correct existing violations of a state or local health, sanitary, or safety code specifications which have been identified by the local code enforcement official and which are the minimum necessary to assure safe living conditions, or (b) any alteration of a "historic structure," provided that the alteration will not preclude the structure's continued designation as a "historic structure."

3. The Property is located within Flood Zones AE and VE. The Flood Plain Ordinance requires new structures in such areas to be built above certain Base Flood Elevations ("BFE"). All buildings will be elevated on existing footprints/slabs such that the lowest floors conform with minimum elevations established in the VE and AE zones, with the exception of basements, which will be flood-proofed and used only for parking and storage.

As noted above in Section IX(5), the Department of Public Works concurs that the Development will be compliant with the Federal Emergency Management Act ("FEMA") guidelines. Nonetheless, as is standard, the Department is reserving its right to formally comment when this Application is submitted to it pursuant to the CZO.

XI. PROJECT DEVELOPMENT USE PERMIT.

1. The Applicant is requesting that a Project Development Use Permit be approved for the Development on the Property for the following purposes:

a. Parking. Attached as Exhibit "EE" is a Parking Requirement Analysis that shows: (i) the proposed uses on the Property; (ii) the number or areas of such uses; (iii) the CZO parking requirements for such uses; and (iv) the Applicant's proposed parking plan for such uses. The Applicant intends to provide a total of 371 parking spaces on the Property. Prior to Iniki, the number of stalls available was 212 spaces, all located on TMK: 4-1-03:007. Pursuant to Applicant's calculations, the total CZO requirement for a new resort (with the same square footage, number of rooms, commercial spaces, etc.) would be 561 spaces, and the Applicant is seeking a modification of this requirement given the site limitations resulting from its proposal to rebuild using the existing footprints and lot coverage of the damaged buildings. In that regard, the Applicant believes that the CZO requirement for parking should be modified for the following reasons: (i) pre-Iniki, the number of stalls, was far less for more rooms than are now proposed; (ii) the number of stalls to be provided will be increased by 159; (iii) the Iniki Ordinance allows the rebuild of the resort as a nonconforming use (subject to meeting standards for flood and building integrity).

b. Lot Coverage. The mauka portion of the Property (TMK No.: 4-1-03:007) contains a total of 12.630 acres, more or less, based on the total land area from a total of seven (7) parcels. The parcel on which the Seashell Restaurant is located (TMK No.: 4-1-05:014 and 4-1-05:017) contains 8,893 and 5,301 square feet, more or less, respectively.

The lot coverage pre-Iniki exceeded current CZO limitations, as the components of the old Resort had been built before the adoption of the CZO. The Applicant seeks to

maintain the lot coverage that existed during the height of the old Resort's operations, including rebuilding a structure on the footprint of the Queen's Lagoon Building, located along the Kuamoo Road side of the Property, for a spa building.

The Applicant's request for a Project Development Use Permit meets the requirements for such a permit contained in CZO Article 18 in for all of the following reasons:

- (i) The Properties to be developed:
 - (1) are located in the SLUC Urban and Conservation Districts and within the CZO Resort and Open Districts (as to the Property are located mauka of Kuhio Highway);
 - (2) has a nonconforming structure with a nonconforming use that existed prior to Iniki (as to the Property on which the Seashell Restaurant is located, which is within the SLUC Urban District and the CZO Residential (R-10) District);
 - (3) is under one ownership;
 - (4) is in excess of one (1) acre in size (as to the Properties located mauka of Kuhio Highway);
 - (5) will be compatible and complimentary to generally permitted uses in the CZO Resort, Open and Residential Districts and to uses on lands adjacent to the Properties and in the general vicinity;
 - (6) will not create conditions that unreasonably impact existing public transport systems, utility systems, or other public facilities;
 - (7) conforms to the intent of the General Plan Resort Classification;
 - (8) will create an environment of sustained desirability and stability, and will be compatible with the character of the surrounding neighborhood;

- (9) will result in an intensity of land coverage and density of dwelling units no higher than otherwise permitted in the CZO Resort, Open and Residential Districts pursuant to the Iniki Ordinance and otherwise allowed by a Project Development Use Permit;
- (10) will be of a harmonious, integrated whole; and
- (11) will preserve uses and structures that were in existence and that were fully operational before Iniki.

(ii) The Applicant intends to substantially commence construction of the Development within one (1) year from the date of full approval of all permits.

(iii) The contemplated arrangements and uses proposed in the Development of the Properties justify the application of regulations and requirements differing from those ordinarily applicable within the CZO Resort, Open and Residential Districts, and enable the preservation of uses and structures that were in existence and were operational at the time the Iniki event occurred.

XII. VARIANCE PERMIT.

1. The Applicant is requesting that a Variance Permit be approved for the Development on the Property in order to allow greater than allowable land coverage based on the fact that most of the structures were either destroyed by Iniki (or one, most recently, by a fire of as yet unknown origin), one of the structures is proposed to be placed on the footprint of a previously existing structure (the Queens Lagoon Building), and because lot coverage will be increased by the Applicant's plan to install as many parking spaces as can reasonably be accommodated to serve employee, guest and public needs.

The permitted land coverage in the CZO Resort District is 50% of the size of any given lot, the permitted land coverage in the CZO Open District is 10%, and in the Residential District is 50%. As a result, the total permitted land coverage for the Property (parcel by parcel) and the proposed lot coverage (parcel by parcel, is as follows:

TMK: 4-1-03:007 12.63 acres (550,163 s.f.) – RR-20	TMK: 4-1-03:017 .855 acre (31,243 s.f.) - Open	TMK: 4-1-03:004 3.69 acres (15,900 s.f.) – Open/Conservation	TMK: 4-1-05:014 .2041 acres (5,545 s.f.) – R-10	TMK: 4-1-05:017 .1217 acres (5,301 s.f.) – R-10
Lot coverage is 330,872 s.f. (60%)	Lot coverage is 20,655 s.f. (66%)	Lot coverage is 15,900 s.f. (9.9%)	Lot coverage is 5,545 s.f. (62%)	Lot coverage is 1,399 s.f. (25%)

The land coverages charted above, then, trigger the requirement of a variance for TMK Nos.: 4-1-03:004, 4-1-03:007 and 4-1-05:017. For the three parcels for which a variance is necessary, lot coverages exceeded the maximums that were put in place in 1972 with the adoption of the CZO.

2. The Property is adjacent to properties located in the CZO Residential and Open Districts and State Land Use Conservation District. It has, however, been in resort and resort-related uses predating 1952 (it was then the Coco Palm Lodge). When Grace Guslander arrived to manage the resort Island Holidays, Ltd., there were 24 rooms. It has been an iconic resort that thrived until Iniki.

3. The requested Variance meets the Standards for Variances contained in the CZO Section 8-21.2. The variance being sought seeks to preserve the locations and footprints of buildings that have been in place from the time the resort began to grow under the Guslander vision.

It is because of the desire to establish additional parking, that lot coverage for the mauka parcels will be greater than existed before Iniki. The proposed development will not cause harm to property and improvements in the neighborhood, nor will it create a significant probability of a substantial harmful environmental consequence. The variance will not provide the Applicant with any special privileges not enjoyed by other properties in the vicinity, and instead will allow the Applicant to utilize the Property consistent with privileges and uses that have been in place for over 50 years, or otherwise enjoyed by other properties in the Waipouli-Wailua area.

XIII. HRS CHAPTER 343 (ENVIRONMENTAL IMPACT STATEMENTS).

1. The provisions of HRS Chapter 343 (Environmental Impact Statements) do not apply to the Development activities proposed in this Application. Although the Lagoon itself is a historic site, the proposal to rebuild/renovate the resort facilities does not propose an action within a historic site. Rather, the proposed activities would occur outside the site designated on the Hawaii Register.

XIV. CULTURAL PRACTICES.

1. The Development will have no impacts on any known cultural practices, including any traditional or customary practices of native Hawaiians. There are no known cultural practices and/or traditional or customary practices of native Hawaiians that are presently occurring on or upon the Properties. There are no special gathering practices taking place on or upon the Properties. The Development will not detrimentally affect access to the shoreline, to the mountains, or other adjacent areas. There are no known religious practices taking place on or upon the Properties. Except for the Lagoon, there are no known cultural or historic sites or resources located

on or upon the Properties, and the proposed activities will have no negative impact on any cultural historic sites or resources located in adjacent areas.

With the reopening of the resort, access to the Lagoon will be renewed, as the Properties have been protected by fencing since shortly after Iniki to discourage vandalism and limit liability.

XV. COMPLIANCE WITH APPLICABLE LAND USE DESIGNATIONS.

1. The use of the Properties for resort and accessory purposes is compatible with the SLUC Urban District designation. Hawaii Revised Statutes Sections 205-2.

2. The use of the Properties for resort and accessory purposes is compatible with both the General Plan Resort Classification and the Kapaa-Wailua Development Plan, since both the General Plan and the Development Plan designate resort uses in these areas. General Plan, KCC Section 7-3.3(d)(5); Kapaa-Wailua General Plan, KCC Chapter 10, Article 1.

3. The use of the Properties for resort and accessory purposes is compatible with the CZO Resort District, since the CZO allows as permitted uses in the Resort District the utilization of property for resort and accessory uses. CZO Sections 8-4.3 and 8-4.4.

4. The use of the Properties for resort accessory purposes is allowable within the CZO Residential District with a Project Development Use Permit, and will allow the retention and reuse of a structure that has been a restaurant since it was built in approximately 1965. CZO Section 8-18.1.

5. Under the Iniki Ordinance, the Applicant will be allowed to continue with uses and structures that were in existence before the Iniki event.

6. The proposed Development on the Properties within the SMA fulfills the provisions of the SMA Rules in that:

a. The Development will not have any substantial environmental or ecological effect, except as such adverse effect is minimized to the extent practicable and clearly outweighed by public health, safety, or compelling public interests;

b. The Development is consistent with the objectives, policies, and guidelines set forth in HRS Chapter 205A and Sections 3.0 and 4.0 of the SMA Rules; and

c. The Development is consistent with permitted uses in the SLUC Urban District, the Kauai General Plan, and the CZO.

7. The Applicant will meet the procedural requirements for the issuance of a Class IV Zoning Permit as set forth in CZO Sections 8-19.6 and 8-8.5(d).

8. The proposed Development satisfies the standards as set forth in the Iniki Ordinance.

9. The proposed Development is consistent with the standards for the issuance of a Project Development Use Permit as contained in CZO Article 18.

XVI. CONCLUSION.

The Applicant respectfully requests that the Planning Commission:

1. Find that the Development will not have any substantial environmental or ecological effects, except as such adverse effect is minimized to the extent practicable and clearly outweighed by public health, safety, or compelling public interest.

2. Find that the Development is consistent with the objectives, policies, and guidelines set forth in Hawaii Revised Statutes Chapter 205A and Sections 3.0 and 4.0 of the SMA Rules.

3. Find that the Development is consistent with permitted uses in the SLUC Urban District, the Kauai General Plan Resort Classification, and the CZO Resort, Open and Residential Districts, and consistent with the goals of the Kapaa-Wailua Development Plan.

4. Approve the issuance of a SMA Use Permit for the development of the Improvements on the Property as described herein, subject to such reasonable conditions as the Planning Commission may impose.

5. Approve the issuance of a Class IV Zoning Permit for the development of the Improvements on the Property.

6. Approve the issuance of a Variance Permit.

7. Approve the issuance of a Project Development Use Permit.

DATED: Lihue, Kauai, Hawaii, 10/17/2014.

BELLES GRAHAM PROUDFOOT
WILSON & CHUN, LLP

By 

MICHAEL J. BELLES
Attorney for Applicant,
COCO PALMS HUI LLC,
a Hawaii limited liability company

EXHIBIT LIST

(SPECIAL MANAGEMENT AREA USE PERMIT SMA; PROJECT DEVELOPMENT USE PERMIT; VARIANCE PERMIT; AND CLASS IV ZONING PERMIT FOR COCO PALMS)

ITEM	EXHIBIT
Description of Privately-Owned Lands	A
Description of State-Owned Lands, Under Leases or Rights of Entry	B
Authorization (Coco Palms Hui LLC)	C
Authorization (Belles Graham Proudfoot Wilson & Chun, LLP)	D
Location Map	E
Tax Map 4-1-03	F
Tax Map 4-1-05	G
Site Plan	H
Shell Building Floor Plans	I-1 thru I-7
Ali'i Kai I Floor Plans	J-1 thru J-6
Ali'i Kai II Floor Plans	K-1 thru K-6
Palms (Lagoon Building) Plans	L-1 thru L-5
King Lagoon Building Floor Plans	M-1 thru M-4
King Cottages Floor Plans	N-1 thru N-3
Queen Cottages Floor Plans	O-1 thru O-3
Prince Cottages Floor Plans	P-1 thru P-3
Lobby Building Floor Plans	Q-1 thru Q-4
Queens Lagoon Building Floor Plans	R-1 thru R-6
Commercial Building Floor Plans	S-1 thru S-5
Queen's Audience Hall Floor Plans	T-1 thru T-4

EXHIBIT LIST

(SPECIAL MANAGEMENT AREA USE PERMIT SMA; PROJECT DEVELOPMENT USE PERMIT; VARIANCE PERMIT; AND CLASS IV ZONING PERMIT FOR COCO PALMS)

ITEM	EXHIBIT
House in the Palms/Bar Floor Plans	U-1 thru U-2
Palms Lanai/Bar Floor Plans	V-1 thru V-2
Storage/Warehouse Building Floor Plans	W-1 thru W-2
Chapel in the Palms Floor Plans	X-1 thru X-3
Sea Shell Restaurant Plot Plan/Floor Plans	Y-1 thru Y-3
Bridges Map	Z
State Historic Preservation Letter dated June 30, 2009	AA-1
Historic Site Map	BB-1
Map/Elevation showing location of Photovoltaic Parking Lot Coverage	CC-1
Archaeological Inventory Survey with Subsurface Testing (April 2005) Archaeological Inventory Survey Addendum (July 2006) SHPD Letter dated November 4, 2013	DD-1 thru DD-3
Parking Requirement Analysis Map	EE-1

EXHIBIT "A"

EXHIBIT "A"
(Privately-Owned Lands)

TMK 4-1-03:007

Lot 2, area 2.444 acres as shown on Map 1 filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii with Land Court Application No. 1667 of Veda Warner Hills

Lot 1, area 6.713 acres as shown on Map 1 filed in the Office of the Land Court of the State of Hawaii with Land Court Application No. 1667 of Veda Warner Hills

Lot 1-C-2-A, being a portion of Lot 1 of the "Wailua Rice and Kula Lots, containing an area of 28,549 square feet, more or less

Lot 10 of the "Wailua House Lots, 1st Series", containing an area of 12,072 square feet, more or less

All of that certain parcel of land (being all of the land described in and covered by Royal Patent Number 4826, Land Commission Award 3568, Apana 2 to Kelani), containing an area of 7,923 square feet, more or less

Lot 53 of the "Wailua House Lots, Fourth Series", containing an area of 1.424 acres, more or less

Lot 54 of the "Wailua House Lots Fourth Series", containing an area of 1.008 acres, more or less

TMK 4-1-05:014

Lot 13-A-1, being also all of Lot 13-A of the "Wailua House Lots, Third Series" and Remnant Lot A, containing an area of 8,893 square feet, more or less

TMK: 4-1-03:004

All of that certain parcel of land (portions of the lands described in and covered by Royal Patent Number 6020, Land Commission Award Number 3561 to Iosia Kaumualii and Royal Patent Number 5489, Land Commission Awards 3111 and 3559, Apana 1 to Debora Kapule), containing an area of 18.880 acres, more or less

EXHIBIT "A"

EXHIBIT "B"

EXHIBIT "B"

(State-Owned Lands, Under Leases or Rights of Entry)

TMK: 4-1-03:005, containing 14.834 acres, more or less, under General Lease S-4878, for landscaping (this parcel also contains the Chapel and walkways through the coconut groves)

TMK: 4-1-03:017;por., containing 460 square feet, more or less, under Revocable Permit No. S-7678, for vehicular access purposes

TMK: 4-1-05:017, containing 5,224 square feet, more or less, under Revocable Permit No. S-7613, for restaurant, landscaping and maintenance purposes

EXHIBIT "C"

AUTHORIZATION

I. OWNER OF TAX KEY NOS.: (4) 4-1-03:004 AND 007, 4-1-05:014

Name: PR II COCO PALMS LLC, a Delaware limited liability company
Address: c/o Prudential Real Estate Investors
4 Embarcadero Center, Suite 2700
San Francisco, California 94111

II. LESSEE/LICENSEE OF TAX KEY NOS.: (4) 4-1-03:005 AND 017, 4-1-05:017¹

Name: PR II COCO PALMS LLC, a Delaware limited liability company
Address: c/o Prudential Real Estate Investors
4 Embarcadero Center, Suite 2700
San Francisco, California 94111

III. AUTHORIZED AGENTS.

1. Name: COCO PALMS HUI, LLC, a Hawaii limited liability company, by and through BELLES GRAHAM PROUDFOOT WILSON & CHUN, LLP
Michael J. Belles
Lorna A. Nishimitsu.
Address: 4334 Rice Street, Suite 202
Lihue, Kauai, Hawaii 96766

Telephone: (808) 246-6962
Facsimile: (808) 245-3277

Email: mjb@kauai-law.com
lan@kauai-law.com

IV. PROPERTY.

Tax Key Nos. (4) 4-1-03:004, :005:por., :007, :011 and :017, and 4-1-03:014 and :017
Portions of Wailua House Lots, Kawaihau, Kauai, Hawaii

¹ The leases/licenses/revocable permits for lands owned by the State of Hawaii have been assigned from Coco Palms Ventures, LLC to PR II Coco Palms LLC (the "Assignment"); however, consent of the Assignment has not yet been received by the Board of Land and Natural Resources ("Board"). The Board has stated a preference that the back-to-back consent to assignments or transfers (from Coco Palms Ventures, LLC to PR II Coco Palms LLC, then from PR II Coco Palms LLC to Coco Palms Hui, LLC) be handled at the same time. As such, Applicant Coco Palms Hui, LLC anticipates that the act of getting formal Board approval will not be forthcoming until after the Planning Commission has considered the redevelopment action for the properties subject of this Authorization.

V. AUTHORIZATION.

The Owner and the Lessee of the above-referenced properties does hereby authorize COCO PALMS HUI, LLC, a Hawaii limited liability and company, by and through Belles Graham Proudfoot Wilson & Chun, LLP, as the Authorized Agent to act on its behalf and to file and process on the its behalf the following applications necessary to obtain governmental permits relating to the Property:

1. Building permits, grading permits, project development use permits, use permits, variance permits, zoning permits, shoreline setback permits, Special Permits, and Special Management Area permits issued by any department, agency, board or commission of the County of Kauai, with an address of _____, Attn: _____.
2. Permits and approvals issued by agencies of the State of Hawaii, including the Department of Transportation and the Department of Health, with an address of _____, Attn: _____.
3. Permits and approvals issued by the Board of Land and Natural Resources of the State of Hawaii and/or the Department of Land and Natural Resources of the State of Hawaii, with an address of _____, Attn: _____.
4. Permits and approvals issued by the Land Use Commission of the State of Hawaii, with an address of _____, Attn: _____.

Notwithstanding the foregoing to the contrary, Authorized Agent shall (i) provide copies of any and all items described above to Owner, and (ii) obtain the written consent of Owner prior to submitting, formally or informally, drafts and final forms for any such item.

Additionally, Owner reserves the right to (i) consent to any proposed conditions of approval arising from any of the items described above, and (ii) have a representative attend each meeting or hearing regarding the items described above and have such representative negotiate any conditions of approval on behalf of Owner.

VI. MISCELLANEOUS.

The terms and conditions of this Authorization may be amended or expanded only by the written consent of the Owner. This Authorization may be terminated unilaterally by written notice of Owner and such termination shall be effective upon receipt.

[Signature on the following page]

DATED: _____, 2014.

OWNER/LESSEE:

PR II COCO PALMS LLC, a Delaware limited liability company

By: The Prudential Insurance Company of America, a New Jersey corporation, its sole member

By: 

Name: Jeffrey Mills

Title: Vice President

EXHIBIT "D"

AUTHORIZATION

I. OWNER.

Name: PR II COCO PALMS LLC, a Delaware limited liability company¹

Address: c/o Prudential Real Estate Investors
4 Embarcadero Center, Suite 2700
San Francisco, California 94111

II. AUTHORIZED AGENT.

Name: COCO PALMS HUI LLC, a Hawaii limited liability company
c/o Michael J. Belles
Belles Graham Proudfoot Wilson & Chun, LLP

Address: 4334 Rice Street, Suite 202
Lihue, Kauai, Hawaii 96766

Telephone: (808) 246-6962

Facsimile: (808) 245-3277

Email: mjb@kauai-law.com

III. PROPERTIES.

TMK: 4-1-03:007, 4-1-05:014 and 4-1-03:004

TMK: 4-1-03:005 AND 017, 4-1-05:017 (leased, licensed or subject of revocable rights of entry from the State of Hawaii)

IV. AUTHORIZATION.

The Owner hereby authorizes the Authorized Agent, by and through Michael J. Belles of Belles Graham Proudfoot Wilson & Chun, LLP, to act on the Owner's behalf and to file

¹ The leases/licenses/revocable permits for lands owned by the State of Hawaii have been assigned from Coco Palms Ventures, LLC to PR II Coco Palms LLC (the "Assignment"); however, consent of the Assignment has not yet been received by the Board of Land and Natural Resources ("Board"). The Board has stated a preference that the back-to-back consent to assignments or transfers (from Coco Palms Ventures, LLC to PR II Coco Palms LLC, then from PR II Coco Palms LLC to Coco Palms Hui, LLC) be handled at the same time. As such, Applicant Coco Palms Hui, LLC anticipates that the act of getting formal Board approval will not be forthcoming until after the Planning Commission has considered the redevelopment action for the properties subject of this Authorization.

and process on the Owner's behalf the following applications necessary to obtain governmental permits relating to the Properties:

1. Building permits, grading permits, use permits, variance permits, zoning permits, project development use permits, shoreline setback permits and Special Management Area permits issued by any department, agency, board or commission of the County of Kauai with an address of 4444 Rice Street, Suite 275 (as to the Department of Public Works for building and grading permits) and Suite A-473, Lihue, Kauai, Hawaii (as to the Planning Department and Planning Commission).
2. Permits issued by the Department of Health of the State of Hawaii with addresses as follows: a) Kauai District Office, 3040 Umi Street, Lihue, Kauai, Hawaii 9667 and b) Kinau Hale, 1250 Punchbowl Street, Honolulu, Hawaii 96813.
3. Permits issued by the Board of Land and Natural Resources of the State of Hawaii and/or the Department of Land and Natural Resources of the State of Hawaii, with an address of Kalanimoku Building, 1151 Punchbowl Street, Honolulu, Hawaii 96813.

Notwithstanding the foregoing to the contrary, Authorized Agent shall (i) provide copies of any and all items described above to Owner, and (ii) obtain the written consent of Owner prior to submitting, formally or informally, drafts and final forms for any such item.

Additionally, Owner reserves the right to (i) consent to any proposed conditions of approval arising from any of the items described above, and (ii) have a representative attend each meeting or hearing regarding the items described above and have such representative negotiate any conditions of approval on behalf of Owner.

V. MISCELLANEOUS.

The terms and conditions of this Authorization may be amended or expanded only by the written consent of the Owner. This Authorization may be terminated unilaterally by written notice of Owner and such termination shall be effective upon receipt.

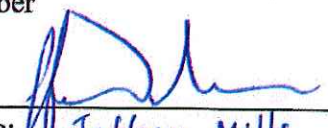
[Signature on the following page]

DATED: _____.

OWNER:

PR II COCO PALMS LLC, a Delaware limited liability company

By: The Prudential Insurance Company of America, a New Jersey corporation, its sole member

By: 
Name: Jeffrey Mills
Title: Vice President

Renovate, Repair and Re-build of the Coco Palms Resort

EXHIBIT "EE-1"

SUMMARY SERVICE BUILDINGS

BLDG NO.	BUILDING NAME	AREA
①	SHELL ROOF TOP BAR	2,953 SF
②	ALI'I KAI I ROOF EXERCISE	1,880 SF
④	LAGOON FLAME ROOM SEATING 5,256 SF BAR, R/R, BROILER 1512 SF	6,768 SF
	FOYER WALKWAY & CENTER	1,447 SF
	LAGOON LOTUS ROOM SEATING 5,227 SF KITCHEN, DELIVERY, 939 SF	11,208 SF
	SERVICE WORKROOMS	9,104 SF
⑤	SPA BUILDING	9,600 SF
⑥	LOBBY LOBBY 4,471 SF OFFICES 5,980 SF	10,451 SF
⑩	RETAIL BUILDING GROSS BLDG 12,886 SF WALKWAY TO LOBBY 1,287 SF	14,183 SF
⑫	QUEEN'S HALL	20,438 SF
⑬	HOUSE IN THE PALM	4,350 SF
⑭	PALMS LANAI (BAR)	1,120 SF
⑮-⑯	WAREHOUSE BLDG	4,200 SF
⑰	SEA SHELL RESTAURANT	4,800 SF
⑱	CHAPEL IN PALMS	650 SF
TOTAL :		103,352 SF

UNIT & PARKING SUMMARY

BLDG NO.	BUILDING NAME	RENOVATION EXISTING UNITS	TOTAL BUILDING SF	TOTAL BASEMENT SF	PARKING
①	SHELL BLDG	26 Rooms 9 Suites	54,293 SF	19,033 SF	30 in Basement
②	ALI'I KAI I	20 Rooms 10 Suites	5,136 SF	19,966 SF	35 in Basement
③	ALI'I KAI II	74 Rooms 13 Suites	50,214 SF	5,000 SF	31 in Basement
④	LAGOON BUILDING TOP OF THE PALMS	23 Rooms 2 Suites	15,957 SF		
	COTTAGES	22 Suites			
⑤	King 5 (10 Units)		9,600 SF		
⑥	Queen 4 (8 Units)		4,308 SF		
⑦	Prince 2 (4 Units)		4,000 SF		
⑧	KING LAGOON BLDG	21 Suites	31,805 SF		
					96 Stalls
NORTH PARKING					
273 Rooms 771 Suites 220,016 SF 48,888 SF					212 Original Stalls TPK 4-1-03-07 (Resort Site)
					109 New Stalls TPK 4-1-03-07
					321 Total Stalls Provided (Resort Site)
					25 Existing Employee Stalls TPK 4-1-03-08
					50 (5) Stalls TPK 4-1-03-17 (Revocable Permit Site)
					399 Total Stalls

PARKING DATA: GRANDFATHERED PARKING CONSIDERED:

RESORT SITE - TPK 4-1-03-07	EXISTING (Grandfathered)	212 Stalls
REQUIRED NEW PARKING		
Shell Bldg:		
Roof Top Bar 2,953 SF/200	6 Employees/3	15 Stalls
ALI'I KAI I Bldg:		
Roof Exercise Space 1,880 SF/5/3	6 Employees/3	3 Stalls
Roof Exercise Space 1,880 SF/5/3	6 Employees/3	16 Stalls
SPA-Bldg:		
SPA Spaces 9,600 SF/300 SF	18 Employees/3	16 Stalls
		2 Stalls
		32 Stalls
		6 Stalls

PARKING PER GZO (No Grandfathered Parking)

RESORT UNITS - TPK 4-1-03-07	350 Units	390/3	117 Stalls
SHELL ROOF TOP BAR	2,953/200	6/3	15 Stalls
ALI'I KAI I ROOF TOP	1,880 SF/5/3	6/3	2 Stalls
LAGOON FLAME ROOM	6,768 SF/200	2/3	16 Stalls
LAGOON LOTUS ROOM	11,208 SF/200	15/3	24 Stalls
Employees	15/3	6/3	4 Stalls
Basement, Service Stor	9,104 SF/500		26 Stalls
SPA-BLDG	9,600 SF/300 SF	18/3	4 Stalls
Employees			16 Stalls
LOBBY/OFFICES/STORAGE	4,471 SF/600		32 Stalls
Offices	5,980 SF/200		9 Stalls
RETAIL BUILDING:			30 Stalls
Retail Spaces	12,886 SF/300		3 Stalls
Employees	4/3		30 Stalls
QUEEN'S HALL			42 Stalls
Ballroom/Event	20,438 SF/5/3		14 Stalls
Meeting	1,287 SF/200		77 Stalls
Cottage Service	349 SF/200		2 Stalls
Employees	1,811 SF/200		9 Stalls
HOUSE IN THE PALM	4,350 SF/200		1 Stalls
Employees	6/3		15 Stalls
PALMS LANAI (BAR)	1,120 SF/200		5 Stalls
Employees	6/3		2 Stalls
WAREHOUSE:			25 Stalls
Retail Spaces	4,200 SF/500		2 Stalls
Employees	3/3		1 Stalls
SEA SHELL RESTAURANT:			24 Stalls
Restaurant 4,800 SF/200	64/3		3 Stalls
Outside Seating	12 Employees/3		4 Stalls
CHAPEL	650 SF/3		6 Stalls

399 Stalls REQUIRED
399 Stalls PROVIDED

LOT COVERAGE

HOTEL SITE	TPK 4-1-03-07	
Land Area	12.63 Acres (550,163 sf)	
Lot Coverage	330,872 sf or 60%	
Buildings	146,247 sf	
Parking/Walkat		
Pool	184,628 sf	
WEST PARKING	TPK 4-1-03-17	
Land Area	.855 Acres (37,243 sf)	
Lot Coverage	30,656 sf or 60%	
Cultural Site	TPK 4-1-03-04, a portion	
Land Area	Open Zone 3.65 Acres	
Lot Coverage	15,500 sf or 33%	
Sea Shell	TPK 4-1-05-14	
Land Area	20.42 Acres (8,895 sf)	
Lot Coverage	5,545 sf or 62%	
TPK 4-1-03-17	1.01 Acres (5,201 sf)	
Lot Coverage	1,398 sf or 25%	



ZONING DATA:

LOT AREA	0.63 Acres
ZONING:	RR-20
ALLOWABLE DENSITY:	10 DWELLING UNITS/ACRE
PARKING:	1 HOTEL UNIT = 1/2 DWELLING
UNIT PARKING	1 PER DWELLING UNIT
	1 PER 3-HOTEL UNITS
RESTAURANT:	1 PER 200 SF
(Stand Alone)	1 PER 3 EMPLOYEES
MEETING ROOMS/HALLS:	1 PER EIGHT SEATS
RETAIL:	1 PER 300 SF
	1 PER 3 EMPLOYEES
OFFICE:	1 PER 200 SF

KEY

- **RENOVATE** - Save existing building structure and rebuild the interior spaces within the existing structure.
- **REBUILD** - Rebuild Hurricane/Fire destroyed structures within the existing footprint.
- **REPAIR** - Save existing building and repair damaged building components as necessary.
- **NEW STRUCTURE**

SITE PLAN

SCALE: 1"=400'-0"

EXHIBIT "SP-11"
SITE PLAN 10-10-2014

561 STALLS Per GZO