



LINDA LINGLE
Governor
MELISSA PAVLICEK
Chairperson
SANDRA PFUND
Chief Executive Officer

ALOHA TOWER DEVELOPMENT CORPORATION

600 Fort Street, Pier 10 Terminal, 2nd Floor, Honolulu, Hawaii 96813
Mailing Address: P.O. Box 2359, Honolulu, Hawaii 96804
Website: www.alohatower.org

Telephone: (808) 586-2530
Fax: (808) 586-3046
E-mail: atdc@alohatower.org

BOARD MEETING ALOHA TOWER DEVELOPMENT CORPORATION

November 29, 2006

No. 1 Capitol District
250 S. Hotel Street
DBEDT Conference Room 436
Honolulu, Hawaii 96813

MINUTES OF MEETING

BOARD MEMBERS PRESENT: Melissa Pavlicek, Chairperson
Neal Otani
Theodore Liu – DBEDT (arrived at 12:03 p.m.)
Barry Fukunaga – DOT
Jason Okuhama
Robert Masuda - DLNR

BOARD MEMBER EXCUSED: Sidney Quintal, Vice-Chairperson, C & C of Honolulu

ATDC STAFF PRESENT: Deidre Harrison, Tom Otake

ATDC STAFF EXCUSED: Sandra Pfund

OTHERS PRESENT: Norman Cheng, Jim Stubenberg, Carol Hopkins,
Senator Gordon Trimble, Larry McCarthy, Matthew
Coke, Paul Sheriff, Andrew Gomes, Susan Miller, Jon
Pang

LEGAL COUNSEL PRESENT: Gregg Kinkley, Deputy Attorney General

A. CALL TO ORDER

Chair Pavlicek called the meeting to order at 12:00 p.m.

B. APPROVAL OF MINUTES

Regular Meeting of October 25, 2006

Chair Pavlicek called for a motion to adopt the Meeting Minutes for the meeting held on October 25, 2006. Director Fukunaga moved to adopt the minutes, and was seconded by Director Otani. The motion passed unanimously.

C. REPORT OF THE CHIEF EXECUTIVE OFFICER

Mr. Tom Otake, ATDC Development Director, referred to the report in the Board packet and highlighted key matters of concern.

D. ITEMS FOR INFORMATION

1. Status Report on the UC URBAN Project at Piers 5 and 6

Mr. Otake reported that UC URBAN has withdrawn its variance request and has instead submitted a Project Eligibility review and modification request. Mr. Otake noted that the modification request requires conduct of a Public Hearing, which is set for December 12, 2006 at 11:30 a.m., at No. 1 Capitol District, Room 410. The ATDC Board approved the conduct of a public hearing and appointed Ms. Pfund as the Hearings Officer on October 25, 2006.

Chair Pavlicek offered the public the opportunity for comments.

Senator Gordon Trimble asked if the Public Hearing could be moved to a later date in January 2007, as the current date is close to the Christmas holidays and people's minds are on the holidays and not this matter. Senator Trimble remarked that the project has changed much over the past three (3) years, and he would like to avoid the same type of problems that HCDCA had with their project last year.

Chair Pavlicek advised that the project has been discussed at length at prior meetings, and the Public Hearing has been set for a convenient time; she noted that the Board would take Senator Trimble's concerns under consideration.

Mr. Kinkley advised that the Board could amend the agenda if needed to accommodate a change to the Public Hearing date since there is a quorum.

Director Masuda remarked that while sensitive to Senator Trimble's request, there has been an extensive search for a Public Advisory Group for the project, and we should proceed with the public hearing and perhaps have the Public Advisory Group attend and consider the information presented.

Director Fukunaga commented that a second public hearing meeting would extend the time for consideration of the project.

Director Liu asked if it would be helpful for a representative of the developer to speak at the next Downtown Neighborhood Board meeting.

Senator Trimble replied that the Downtown Neighborhood Board has for several months had a presentation by UC URBAN on their agenda, but none has been made. He stated that during a previous meeting when the project was presented, it was more about Aloha Tower and not the Piers 5 and 6 project.

Chair Pavlicek suggested proceeding with the Public Hearing on December 12, 2006 since it has been noticed. She noted that the Board could decide at the next Board meeting in December 2006 if there is a need to proceed with another public hearing in January 2007. Director Liu asked Mr. Kinkley if this would be okay, and Mr. Kinkley replied that statutory obligations would be met simply by conducting the December hearing, but that another hearing would be permissible.

Chair Pavlicek remarked that since Senator Trimble's sentiments are that the Downtown Neighborhood Board has not had enough information on the project, perhaps the developer could attend the next Downtown Neighborhood Board meeting on the first Thursday in December.

Mr. Jim Stubenberg replied that Ken Hughes did not attend the last Downtown Neighborhood Board meeting as he was not in town on that date, however, Ken Hughes did attend a meeting two years ago and made a presentation on the project, which received 100% backing by the Downtown Neighborhood Board. Mr. Stubenberg noted that Ken Hughes has already spoken to twenty-two (22) community groups, and met with Senator Trimble twice.

A member of the public commented that Mr. Andrew Gomes of the Honolulu Advertiser has written excellent articles in the newspaper about the project, and the project has been in the news often.

E. ITEMS FOR ACTION

1. Approval of Candidates to Serve on the Public Advisory Group for the UC URBAN Project at Piers 5 & 6

Chair Pavlicek referred to the staff report. She noted that the Board is cognizant of the need for public input on the project, and has approved the formation of a Public Advisory Group. She further noted that the Board charged the Executive Officer to contact people from a list of nominees and applicants who responded to a publicized notice seeking members.

Chair Pavlicek asked for a motion to approve candidates to serve on the Public Advisory Group for the UC URBAN Project at Piers 5 & 6. Director Masuda moved and Director Liu seconded the motion.

Director Fukunaga noted that since there was no public posting of the recommended names, he requested that the candidate names be announced. Chair Pavlicek announced the following recommendations from the staff report: Joe Farrell, Mark Higa, Peter Apo, Doug Won, Kraig Kennedy, Andy Friedlander, Kyle Sakumoto, Andrew Voikos, Ed Bybee, Gary North, Curt Nakamura, Erik Takeshita, Tom Papendrew, Michael Chu, Michelle Matson, Amy Anderson.

Chair Pavlicek asked if there was any discussion.

Director Okuhama questioned the number of recommendations, as he thought the group would be smaller than the sixteen (16) recommendations. Director Liu commented that Ms. Pfund and the ATDC staff worked very hard to reach their list of recommendations. Each nominee was contacted personally to verify their willingness to serve, and nominees and volunteers were carefully considered. Director Masuda commented that he was impressed with the qualifications and balance of the candidates, and Director Fukunaga echoed those sentiments.

Mr. Matthew Coke asked where the community members from the immediate neighborhood reside, and he was informed that one resides at Harbor Square and one at Harbor Court.

A vote was taken and the motion passed unanimously to approve the candidates to serve on the Public Advisory Group for the UC URBAN Project at Piers 5 & 6.

Director Liu asked what the next step in the process would be. Mr. Otake responded that Ms. Pfund and staff will contact the Public Advisory Group members and distribute background information on the project to them. Director Masuda asked that Mr. Stubenberg coordinate with the Downtown Neighborhood Board to make a presentation on the project at their next meeting.

Chair Pavlicek asked for any public comment before moving into Executive Session.

Mr. Paul Sheriff asked how often the Public Advisory Group would meet, if they will hold monthly meetings. Mr. Sheriff was informed that at this time, the group's meeting schedule has not been determined.

Mr. Paul Sheriff gave a brief update on the New World Divers (NWD) project. NWD received approval today on the last of its parking issues, and will execute removal of the pylon at Aloha Tower Marketplace. He also noted that NWD will move forward on securing its financing and that it has received approval on its EB-5 application.

Ms. Michelle Matson brought up the subject of the City Council's upcoming vote on December 7, 2006 on the proposed light rail system and her opposition to the rail stop proposed across the street from Aloha Tower. Chair Pavlicek responded that the Board is focused on issues pertaining to ATDC, and that the City and County of Honolulu's representative, Director Sidney Quintal, was not present at today's meeting.

E. EXECUTIVE SESSION

Chair Pavlicek asked for a motion to move into Executive Session. Director Otani moved and Director Masuda seconded a motion to enter into Executive Session. The motion passed unanimously.

Mr. Kinkley, Mr. Otake, Ms. Harrison and Special Legal Counsel Jon Pang were requested to be present for the Executive Session.

1. Discussion and Deliberation Regarding ATDC's Rights and Responsibilities Under the Development Agreement Relative to the Proposed UC Urban Project, Pursuant to Section 92-5(a)(4), Hawaii Revised Statutes

The Board entered into Executive Session at 12:32 p.m. and reconvened at 12:57 p.m.

G. ADJOURNMENT

There being no further business, Chair Pavlicek asked for a motion to adjourn the meeting. Director Liu moved and Director Fukunaga seconded the motion for adjournment. The motion passed unanimously and the meeting was adjourned at 12:58 p.m.

Respectfully submitted,

 /Sandra Pfund/
Recorder