



STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
869 Punchbowl Street
Honolulu, Hawaii 96813-5097

IN REPLY REFER TO:

Board of Land and
Natural Resources
State of Hawaii
Honolulu, Hawaii

OAHU

AMENDMENT TO PRIOR LAND BOARD ACTION OF MAY 11, 2007
UNDER AGENDA ITEM M-1, REGARDING ISSUANCE OF DIRECT
LEASE AND RIGHT-OF-ENTRY TO AMERON INTERNATIONAL
CORPORATION, DBA AMERON HAWAII ADJACENT TO AND IN
VICINITY OF PIER 60 AND KEEHI LAGOON TAX MAP KEY: 1ST
DIVISION / 1-2-23: PORTIONS OF 33, HONOLULU HARBOR,
KAPALAMA AND IWILEI, HONOLULU, OAHU

At its meeting of May 11, 2007, under agenda Item M-1, the Land Board authorized the issuance of a lease by direct negotiation to Ameron International Corporation, dba Ameron Hawaii, (Ameron) for the loading, unloading, stockpiling, storage, transfer and distribution of rock aggregates and sand at Pier 60 and Keehi Lagoon, as shown on the attached Exhibit "A."

In addition to stipulating general terms and lease provisions for the approximately six-acre parcel, the Board also authorized issuance of a one-year Right-of-Entry (ROE) for Ameron to perform three (3) repair projects to restore the Pier 60 area to its original condition and functionality, as an antecedent to the lease:

1. Maintenance dredging to return the Pier 60 channel and turning basin to their original water depths and functionality.
2. Clearing of on-site debris on approximately six (6) acres of fast lands adjacent to Pier 60, and returning the subject 6-acre site and site drainage system to its original grade and functionality.
3. Repair the pier and pier loading dock area to their original functionality.

Under the ROE that followed in the one-year period from 2007 to 2008, the first two projects were performed and geotechnical survey of Pier 60 footing locations was completed to advance the design for pier repairs.

Ameron was delayed in proceeding with the balance of work activity until the division completed the necessary reviews for the issuance of a Declaration of Exemption from Chapter 343, HRS and Chapter 11-200, HAR. That exemption (Exhibit "B") was executed on May 28, 2010, declaring this project will probably have minimal or no significant effect on the environment and is therefore exempt from the preparation of an environmental assessment.

An extension of the ROE is requested to enable Ameron to complete the remainder of the required work on the pier and project site as recognized by the original Board action and repair the pier and pier loading dock area to their original functionality.

RECOMMENDATION:

That the Board:

1. Amend its action of May 11, 2007, under agenda Item M-1 by authorizing an extension of the right-of-entry to December 31, 2011, to complete the repair of the pier and pier loading dock area to their original functionality.
2. All other terms and conditions of the Land Board action of May 11, 2007, under agenda Item M-1, remain the same.
3. Such other terms and conditions as may be prescribed by the Director of Transportation that best serve the interest of the State.

Respectfully submitted,



MICHAEL D. FORMBY
Interim Director of Transportation

Attachment

APPROVED FOR SUBMITTAL:



WILLIAM J. AILA, JR.
Interim Chairperson and Member
Board of Land and Natural Resources

LINDA LINGLE
GOVERNOR



BARRY FUKUNAGA
INTERIM DIRECTOR

Deputy Directors
FRANCIS PAUL KEENO
BRENNON T. MORIOKA
BRIAN H. SEKIGUCHI

STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
869 PUNCHBOWL STREET
HONOLULU, HAWAII 96813-5097

IN REPLY REFER TO:

May 11, 2007

Board of Land and
Natural Resources
State of Hawaii
Honolulu, Hawaii

OAHU

ISSUANCE OF DIRECT LEASE AND RIGHT-OF-ENTRY TO AMERON
INTERNATIONAL CORPORATION, DBA AMERON HAWAII ADJACENT
TO AND IN VICINITY OF PIER 60 AND KEEHI LAGOON
TAX MAP KEY: 1ST DIVISION, 1-2-23: PORTIONS OF 33
HONOLULU HARBOR, KAPALAMA AND IWILEI, HONOLULU, OAHU

REQUEST:

Issuance of: (1) direct lease to Ameron International Corporation, doing business as Ameron Hawaii, for the loading, unloading, stockpiling, storage, transfer and distribution of rock aggregates and sand at Pier 60, Keehi Lagoon and Honolulu Harbor.

LEGAL REFERENCE:

Sections 171-11, 35 and 36, and Subsection 171-59(b), Hawaii Revised Statutes

APPLICANT:

Ameron International Corporation, doing business under the trade name: Ameron Hawaii, a Delaware corporation authorized to do business in the State of Hawaii

LOCATION AND TAX MAP KEY:

In vicinity of and adjacent to Pier 60, Kapalama and Iwilei, Honolulu, Island of Oahu, identified by and designated as portions of Tax Map Plat: 1st Division, 1-2-23:33, as shown and delineated on the attached map labeled Exhibit A.

Approved by the Board of
Land and Natural Resources
at its meeting held on
May 11, 2007 *Ha*

ITEM M-1

EXHIBIT "A"

AREA:

Approximately six (6) acres, more or less

ZONING:

State Land Use District: Urban
City and County of Honolulu: Waterfront Industrial (I-3)

LAND TITLE STATUS:

Section 5(b) "ceded" land of the Hawaii Admission Act

DHHL 30% entitlement lands pursuant to the Hawaii State Constitution: YES ___ NO X

CURRENT USE STATUS:

Subject State-owned, public land presently encumbered by Governor's Executive Order No. 2636, setting aside fast land areas adjacent to and in vicinity of the east side of Keehi Lagoon under the control and management of the Department of Transportation, Harbors Division, for commercial maritime and maritime-related purposes.

CHARACTER OF USE:

1. The non-exclusive right to load and unload rock aggregates and sand from Pier 60;
2. The exclusive right to stockpile, store and distribute rock aggregates and sand at, in, on or from the Premises; and,
3. The right to conduct, after obtaining LESSOR's prior written approval, any other operation or activity, which is reasonably necessary or incidental to the conduct of LESSEE's rock aggregate and sand stockpiling, storage and distribution operations.

TERM OF LEASE:

Not more than thirty-five (35) years (Exact term of lease to be determined by Director of Transportation)

LEASE COMMENCEMENT DATE:

To be determined by the Director of Transportation at a later date

ANNUAL GROUND LEASE RENTAL:

Annual Rental for First Five (5)-Year Period (Years 1 through 5): To be determined by an independent real property appraiser who is licensed by the State of Hawaii as a "Certified General Appraiser" whose services shall be: (a) contracted for by the Department of Transportation, Harbors Division; and (b) paid by the Applicant

Annual Rental for Second Five (5)-Year Period (Years 6 through 10): During each of the sixth (6th) through and including the tenth (10th) years of the Lease term, beginning upon the first day of the sixth (6th) year of the Lease term, LESSEE shall pay to LESSOR, for its occupancy and use of the Premises, an annual rental equal to the sum of the product of the annual rental for the fifth (5th) year of the Lease term and 115%.

Annual Rental for Third Five (5)-Year Period (Years 11 through 15): To be determined by an independent real property appraiser who is licensed by the State of Hawaii as a "Certified General Appraiser" whose services shall be contracted for and paid by the Department of Transportation, Harbors Division

Annual Rental for Fourth Five (5)-Year Period (Years 16 through 20): During each of the sixteenth (16th) through and including the twentieth (20th) years of the Lease term, beginning upon the first day of the sixteenth (16th) year of the Lease term, LESSEE shall pay to LESSOR, for its occupancy and use of the Premises, an annual rental equal to the sum of the product of the annual rental for the fifteenth (15th) year of the Lease term and 115%.

Annual Rental for Fifth Five (5)-Year Period (Years 21 through 25): To be determined by an independent real property appraiser who is licensed by the State of Hawaii as a "Certified General Appraiser" whose services shall be contracted for and paid by the Department of Transportation, Harbors Division

Annual Rental for Sixth Five (5)-Year Period (Years 26 through 30): During each of the 26th through and including the 30th years of the Lease term, beginning upon the first day of the 26th year of the Lease term, LESSEE shall pay to LESSOR, for its occupancy and use of the Premises, an annual rental equal to the sum of the product of the annual rental for the 25th year of the Lease term and 115%.

Annual Rental for Seventh Five (5)-Year Period (Years 31 through 35): To be determined by an independent real property appraiser who is licensed by the State of Hawaii as a "Certified General Appraiser" whose services shall be contracted for and paid by the Department of Transportation, Harbors Division

PERFORMANCE BOND:

Sum equal to at least one-quarter (1/4) of the then annual ground lease rental in effect

MINIMUM IMPROVEMENT REQUIREMENT:

\$2,000,000

CHAPTER 343, HRS - ENVIRONMENTAL ASSESSMENT:

On January 10, 2007, the Interim Director of Transportation, Mr. Barry Fukunaga, informed the State Office of Environmental Quality Control (OEQC) that Ameron Hawaii proposed three (3) projects to restore the Pier 60 area to its original condition and functionality. Specifically, the scope of work included the following activities:

1. Maintenance dredging to return the Pier 60 channel and turning basin to their original water depths and functionality.
2. Clearing of on-site debris on approximately six (6) acres of fast lands adjacent to Pier 60, and returning the subject 6-acre site and site drainage system to its original grade and functionality.
3. Repair the pier and pier loading dock area to their original functionality.

The Interim Director of Transportation further informed OEQC that the foregoing projects would have minimal or no significant impact on the environment and was therefore exempt from the preparation of an environmental assessment. This determination of "no significant impact on the environment" is based on Exemption Class 1 (Item D.4), Exemption Class 2 (Item A.5) and Exemption Class 6 (Item 8), as listed on the Comprehensive Exemption List for the State of Hawaii Department of Transportation, amended November 15, 2000.

DCCA VERIFICATION:

Place of business registration confirmed:	YES <u>X</u>	NO <u> </u>
Registered business name confirmed:	YES <u>X</u>	NO <u> </u>
Good standing confirmed:	YES <u>X</u>	NO <u> </u>

REMARKS:

For many years up to the present, Ameron International Corporation, doing business under the trade name Ameron Hawaii (“Ameron”) has unloaded sand from barges at Piers 19 or 20 at Honolulu Harbor and used adjacent pier aprons and asphalt-paved areas for the temporary stockpiling of sand on a regular weekly or bi-weekly basis. However, the impending July 1, 2007 commencement of daily ferry services from Pier 19 and Hawaii Superferry’s use of adjacent asphalt-paved areas for its operations required the relocation of Ameron’s sand operations. DOT Harbors Division has identified a site in the Pier 60 area adjacent to the east side of Keehi Lagoon as a suitable relocation alternative for Ameron’s sand operations.

Resource Recovery previously occupied the subject fast land area to operate a concrete rubble and construction waste recycling site. This site is situated near Ameron’s concrete ready-mix facility and administrative offices located on private property. Due to the present physical and topographical condition of the proposed lease site, Ameron agreed to: (a) accept the subject site in an “as is – where is” condition; (b) clear the site of all remaining concrete rubble, construction waste and other debris; and (c) restore the proposed lease site and its drainage system, and Pier 60 concrete structure and loading dock to a condition similar to that that originally existed through the issuance of a lease from the DOT Harbors Division for a term not to exceed thirty-five (35) years from the effective commencement date. The lease will be preceded by a right-of-entry agreement for a term not to exceed one (1) year from date of issuance to provide Ameron time to restore the lease site and the Pier 60 structure and loading dock to a condition similar its original condition.

RECOMMENDATION:

That the Board:

- A. Authorize the Department of Transportation to issue a direct lease to Ameron International Corporation, doing business in the State of Hawaii as Ameron Hawaii, subject to:
 1. The terms and conditions herein outlined, which are by reference incorporated herein.
 2. Applicant Requirements: Prior to the execution and issuance of the harbor lease the Applicant must provide written evidence of the following items:
 - a. Special Management Area (SMA) Permit from the City and County of Honolulu

- b. Department of Health Clean Air Permit, or exemption if granted, after required submittal of information on the equipment specifications, amount of material to be processed, and proposed operating schedule.
 - c. General Permit coverage under the National Pollutant Discharge Elimination System (NPDES) General Permit Authorizing Discharges of Storm Water Associated with Industrial Activity.
 - d. Best Management Practices Plan
3. Such other terms and conditions as may be prescribed by the Director of Transportation to best serve the interests of the State.
 4. Review and approval of the Department of the Attorney General as to the lease form and content.
- B. Authorize the Department of Transportation to issue a right-of-entry (hereinafter referred to as the "ROE") to Ameron International Corporation, doing business as Ameron Hawaii (hereinafter referred to as "Ameron", subject to the following terms and conditions:
1. Term of ROE: Not to exceed one (1) year.
 2. Premises. ROE shall be limited to portions of State-owned, fast and submerged lands presently: (a) set aside by Governor's Executive Order Nos. 2636 (fast lands) and 3202, Part 2 (submerged lands); and (b) under the control and management of the State of Hawaii, Department of Transportation, Harbors Division, hereinafter referred to as the "Premises".
 3. Purposes of ROE: Ameron, its assigns, employees, agents, contractors, and sub-contractors are hereby granted the right and privilege to enter upon, over, and across the Premises for the purpose of: (a) conducting geotechnical survey of Pier 60 footings; (b) relocation of existing tenants from the Premises; (c) constructing a temporary dewatering/storage basin on the Premises for dredged materials excavated from Keehi Lagoon; (d) dredging of the Pier 60 face and Keehi Lagoon turning basin; (e) dredging of Keehi Lagoon channel entrance to turning basin; and (f) sorting the concrete rubble that was stockpiled and abandoned in-place on portions of the Premises in preparation for eventual crushing activities on site, together with the right of ingress and egress upon, over, across and within the Pier 60 area to conduct such activities.

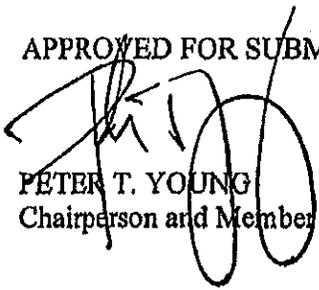
4. Department of Health Requirement: Ameron shall comply with and fully satisfy all the terms and conditions as listed in a letter, dated December 18, 2006 (DOH Reference No. S1223SL) and entitled Site Closure of the Former Resource Recovery, Ltd. Site, from Mr. Steven Y. K. Chang, P.E. Chief, Solid and Hazardous Waste Branch, State of Hawaii Department of Health, and addressed to Ms. Linda F. Goldstein, Manager, Environmental & Community Relations, Ameron Hawaii.
5. Such other terms and conditions as may be prescribed by the Director of Transportation to best serve the interests of the State.
6. Review and approval of the Department of the Attorney General as to the construction right-of-entry form and content.

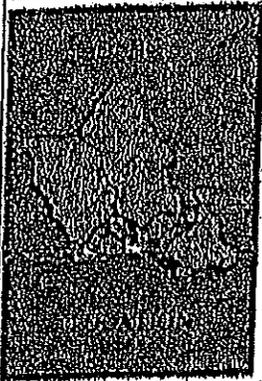
Respectfully submitted,


BARRY FUKUNAGA
Interim Director of Transportation

Attachment

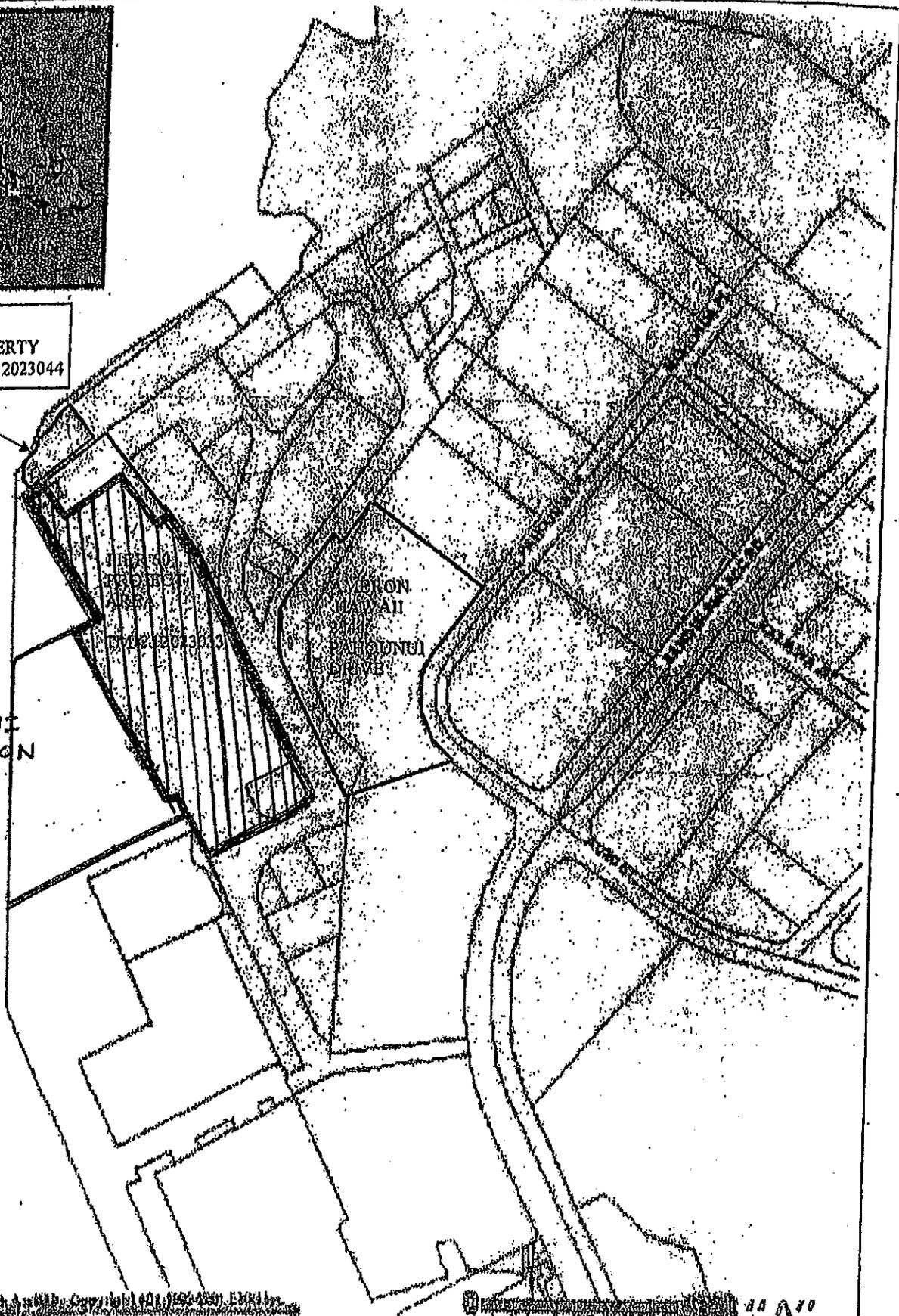
APPROVED FOR SUBMITTAL:


PETER T. YOUNG
Chairperson and Member



DLNR
PROPERTY
TMK 12023044

KEEHI
LAGOON



IRON
ALL
PARKING



Map created with AutoCAD. Copyright © 1997, ERM Inc.

PIER 60 SITE MAP

EXHIBIT A

LINDA LINGLE
GOVERNOR



STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
HARBORS DIVISION
79 SOUTH NIMITZ HIGHWAY
HONOLULU, HAWAII 96813-4898

BRENNON T. MORIOKA
DIRECTOR

Deputy Directors
MICHAEL D. FORMBY
FRANCIS PAUL KEENO
BRIAN H. SEKIGUCHI
JIRO A. SUMADA

IN REPLY REFER TO

DECLARATION OF EXEMPTION

From the preparation of an environmental assessment under the authority of
Chapter 343, Hawaii Revised Statutes and
Chapter 11-200, Hawaii Administrative Rules

Project Title: Pier 60 Site Improvements

Project Number: Tenant project

Project Description: Modify stormwater detention basin to be capable of containing runoff from a 100-year storm event and clear drainage routes to the detention basin. Construct two concrete breasting dolphins, a ramp extension and one additional bollard at the existing dock, replacing deteriorated structures.

Summary of Potential Impact Mitigation Measures:

The project will have no significant adverse primary, secondary, or cumulative impacts to the physical or social environment. All anticipated impacts are expected to be temporary in duration and will not adversely impact the environmental quality of the area.

1. Physical Environment

- a. Potential land impacts. Minor site grading to insure stormwater is retained on-site and routed to a detention basin.
- b. Potential water impacts. None. Silt fencing will be utilized during grading to keep soil on-site. Improvements will serve to reduce the possibility of stormwater runoff. Construction of breasting dolphins, ramp extension and bollard will occur above grade, and will not result in additional stormwater runoff. This project will not increase waterborne vessel traffic.
- c. Potential biological impacts. None. The Pier 60 site has minimal perimeter vegetation that will not be disturbed and is occupied by industrial users supporting maritime activity.
- d. Potential air quality impacts. None. Water sprays will be used to keep dust down during site work and downwind dust screens will further insure dust does not travel off the property.

EXHIBIT "B"

- e. Potential noise impacts. Minor noise may be generated during site improvement activity. Pier 60 is an industrial area and there are no noise-sensitive operations in the vicinity.
2. Social Environment
- a. Social and economic issues. None. Pier 60 is an existing industrial area and the proposed site improvements will have no social or economic impact.
 - b. Historical or cultural significance. None. Pier 60 is an existing industrial area and the proposed site improvements will have no historical or cultural impact.
 - c. Visual and aesthetic appeal. None. The Pier 60 site improvements will not affect the visual or aesthetic appeal of the property.
 - d. Recreational activities. None. The Pier 60 site improvements will not affect recreational activities in the area.
 - e. Traffic impacts. None. The Pier 60 site improvements will not affect traffic in the area nor result in any increase in vehicular traffic.

Plans for the proposed action have previously been submitted.

Consulted Parties: Ameron Hawaii consulted with interested parties who were determined to have jurisdiction and expertise regarding the subject project. For details, see the attached list of parties consulted prior to making this determination.

In coordinating project development with Department of Transportation – Harbors Division (DOT-H), conceptual review of the project began with Barry Fukunaga and Fred Nunes in October 2006. Since then the project has advanced in a collaborative effort between DOT-H and Ameron Hawaii. The list below identifies most of the DOT-H personnel involved to-date with the project.

Barry Fukunaga
Mike Formby
Glenn Okimoto
Jean Oshita
Glenn Abe
Glenn Soma
Eric Leong
Barry Kim
Fred Nunes
Fred Pascua

Stormwater detention basin and route runoff to the basin: Exemption Class 1

Operations, repairs or maintenance of existing structures, facilities, equipment or topographical features, involving negligible or no expansion or change of use beyond that previously existing.

Item D.3: Topographical Features: Clearing of swales and drainage conduits to maintain existing flow characteristics.

Two breasting dolphins, one bollard and ramp extension: Exemption Class 2

Replacement or reconstruction of existing structures and facilities where the new structure will be located, generally on the same site, and will have substantially the same purpose, capacity, density, height and dimensions as the structure replaced.

Item A.5: Structures: Replacement or repair of existing deteriorated and/or damaged structures to their original/better condition within areas under the jurisdiction of the Department of Transportation such as piers, mooring buoys, single story office buildings, warehouses, sheds, comfort stations, and shelters.

Date of Agency Exemption List: November 15, 2000.

I have considered the potential primary, secondary, and cumulative effects of the above listed project as provided by Chapter 343, HRS and Chapter 11-200 HAR. I declare that this project will probably have minimal or no significant effect on the environment and is therefore exempt from the preparation of an environmental assessment.



Michael D. Formby
Deputy Director of Transportation - Harbors

5-28-10

Date

Attachment: Consulted Parties
Original: HAR-E file
Copy: Project file, HAR-EE


HAR

Consulted Parties:

Entity	Attention	Address	Contact Date	Response
Department of Transportation – Harbors Division	Property Management Section	79 S Nimitz Hwy Honolulu HI 96813	Various since 2006	Project support and assistance
Department of Health	Clean Water Branch	919 Ala Moana Blvd, 3 rd Floor Honolulu HI 96814	September 12, 2006	Received stormwater discharge permit
Department of Health	Hazard Evaluation & Emergency Response Office	PO Box 3378 Honolulu HI 96801	February 15, 2007	Letter of support of project
Department of Land and Natural Resources	State Historic Preservation Division	PO Box 621 Honolulu HI 96809	December 4, 2006	Determined no effect on historic properties
Hawaii House of Representatives	Rep. Joey Manahan, District 29	State Capitol Honolulu HI 96813	March 16, 2007	Letter of support of project
Kalihi/Palama Neighborhood Board	Bernie Young, Chair	Kapalama Elementary School 1601 N School St	March 21, 2007	Voted to support project