



**BOARD OF DIRECTORS OF THE
CONNECTICUT GREEN BANK**
Regular Meeting Minutes

Friday, March 17, 2023
9:00 a.m. – 11:00 a.m.

A regular meeting of the Board of Directors of the **Connecticut Green Bank** (the “Green Bank”) was held on March 17, 2023.

Due to COVID-19, all participants joined via the conference call.

Board Members Present: Bettina Bronisz, Binu Chandy, Dominick Grant, John Harrity, Adrienne Houël, Matthew Ranelli, Lonnie Reed, Victoria Hackett, Joanna Wozniak-Brown

Board Members Absent: Thomas Flynn, Laura Hoydick, Brenda Watson

Staff Attending: David Beech, Larry Campana, Shawne Cartelli, Louise Della Pesca, James Desantos, Mackey Dykes, Brian Farnen, Bryan Garcia, Sara Harari, Bert Hunter, Alex Kovtunencko, Cheryl Lumpkin, Jane Murphy, Ariel Schneider, Dan Smith, Eric Shrago, Marianna Trief

Others present: Michael Bishop and Tom Gelston from FuelCell Energy, John Ryor and Will Taylor from PURA

1. Call to Order

- Lonnie Reed called the meeting to order at 9:03 am.

2. Public Comments

- No public comments.

Bryan Garcia noted Agenda item 4c and 4d to follow item 3 and asked for a motion to approve.

Upon a motion made by Matthew Ranelli and seconded by John Harrity, the Board of Directors voted to approve the change to the Agenda. None opposed or abstained. Motion approved unanimously.

3. Consent Agenda

a. Meeting Minutes of January 20, 2023

Resolution #1

Motion to approve the meeting minutes of the Board of Directors for January 20, 2023.

b. Energy Storage Solutions

Resolution #2

WHEREAS, on January 18, 2013, the Connecticut Green Bank (the “Green Bank”) Board of Directors (the “Board”) authorized the Green Bank staff to evaluate and approve funding requests less than \$300,000 which are pursuant to an established formal approval process requiring the signature of a Green Bank officer, consistent with the Green Bank Comprehensive Plan, approved within Green Bank’s fiscal budget and in an aggregate amount not to exceed \$500,000 from the date of the last Deployment Committee meeting, on July 18, 2014 the Board increased the aggregate not to exceed limit to \$1,000,000 (“Staff Approval Policy for Projects Under \$300,000”), on October 20, 2017 the Board increased the finding requests to less than \$500,000 (“Staff Approval Policy for Projects Under \$500,000”); and

WHEREAS, Green Bank staff seeks Board review and approval of the funding requests listed in the Memo to the Board dated October 21, 2022 which were approved by Green Bank staff since the last Deployment Committee meeting and which are consistent with the Staff Approval Policy for Projects Under \$500,000;

NOW, therefore be it:

RESOLVED, that the Board approves the funding requests listed in the Memo to the Board dated March 17, 2023 which were approved by Green Bank staff since the last Deployment Committee meeting. The Board authorizes Green Bank staff to approve funding requests in accordance with the Staff Approval Policy for Projects Under \$500,000 in an aggregate amount to exceed \$1,000,000 from the date of this Board meeting until the next Deployment Committee meeting.

Upon a motion made by Victoria Hackett and seconded by Adrienne Houël, the Board of Directors voted to approve the Consent Agenda which includes Resolutions 1 – 2. None opposed and Bettina Bronisz abstained. Motion approved.

4. Investment Updates and Recommendations

a. Investment Modification Request (extension) – C4C (Co-Investment with Amalgamated Bank)

Agenda item 4a was addressed after item 4c.

- Bert Hunter reviewed the proposed extension request. The project is currently in documentation, but there is a concern to meet the March 31, 2023 deadline and so the extension is to April 30, 2023.
 - Bettina Bronisz asked about any concerns with current banking partners due to the recent bank failures. Bert Hunter responded the Green Bank’s main bank is Webster Bank and a thorough examination of their position has been performed and determined

to be stable.

Resolution #3

WHEREAS, the Connecticut Green Bank (“Green Bank”) entered into a Smart-E Loan program financing agreement with CEEFCo/Capital for Change (“C4C”);

WHEREAS, C4C is the largest Smart-E lender on the Green Bank Smart-E platform;

WHEREAS, C4C, Amalgamated Bank and Green Bank have substantially completed negotiations for modification to the medium term loan facility (the “Modified Loan”) to fund C4C’s Smart-E Loan and other residential energy efficiency loan portfolio growth on revised terms as explained in the memorandum dated October 18 to the Connecticut Green Bank (“Green Bank”) Board of Directors (the “Board”) (the “Modification Memo”) and approved by the Board at a meeting held October 21, 2022; and

WHEREAS, Green Bank staff obtained approval from the Board at a meeting held December 16, 2022 for an extension of the existing medium term revolving loan facility until a date not to exceed March 31, 2023 to provide time to complete and execute documentation for the Modified Loan; and

WHEREAS, Green Bank staff has advised the Board that documentation of the Modified Loan might not be completed until after March 31, 2023, and recommends approval by the Board of an additional extension of the existing medium term revolving loan facility until a date not to exceed April 30, 2023.

NOW, therefore be it:

RESOLVED, that the Board approves the extension of the existing medium term revolving loan facility until a date not to exceed April 30, 2023 generally consistent with the memorandum submitted to the Board dated March 10, 2023 (the “Board Memo”);

RESOLVED, that the President of the Green Bank; and any other duly authorized officer of the Green Bank, is authorized to execute and deliver, any contract or other legal instrument necessary to effect the extension of the existing medium term revolving loan facility until a date not to exceed April 30, 2023 on such terms and conditions as are materially consistent with the Board Memo; and

RESOLVED, that the proper Green Bank officers are authorized and empowered to do all other acts and execute and deliver all other documents as they shall deem necessary and desirable to affect the above-mentioned legal instrument.

Upon a motion made by Binu Chandy and seconded by Bettina Bronisz, the Board of Directors voted to approve Resolution 3. None opposed or abstained. Motion approved unanimously.

b. Investment Modification Request (extension) – C4C (LIME Facility)

- Bert Hunter summarized the history with Capital For Change’s LIME Program and the proposed extension, as without it the availability period will end and there is a pipeline of

transactions that they would like to bring forward. The extension request is for 1 year and Bert Hunter reviewed the current projects and balance outstanding as well as the facility structure.

- John Harrity asked if there is any downside to this extension. Bert Hunter responded no, there have not been any losses and there have been several repayments over the history, so everything is current at the present time.

Resolution #4

WHEREAS, the Connecticut Green Bank (“Green Bank”) has an existing Master Facility to fund the Low Income Multifamily Efficiency (“LIME”) loan Program with Capital for Change (“C4C”), approved at the October 25, 2019 meeting of the Green Bank Board of Directors (the “Board”),

WHEREAS, C4C has been successful in deploying LIME Program loans using the Master Facility;

WHEREAS, in order to continue the successful deployment of capital into the LIME Program C4C has requested an extension of the availability period until March 31, 2024, approximately one year from the expiration of the availability period under the existing terms and conditions;

WHEREAS, Green Bank staff recommends the Board approve such extension of the availability period;

NOW, therefore be it:

RESOLVED, that the Board approves the extension of the availability period under the Master Facility until a date not to exceed March 31, 2024;

RESOLVED, that the President of the Green Bank; and any other duly authorized officer of the Green Bank, is authorized to execute and deliver, any contract or other legal instrument necessary to effect the extension of the availability period under the Master Facility for the LIME program on such terms and conditions as are materially consistent with the memorandum submitted to the Board on March 10, 2023; and

RESOLVED, that the proper Green Bank officers are authorized and empowered to do all other acts and execute and deliver all other documents as they shall deem necessary and desirable to affect the above-mentioned legal instrument.

Upon a motion made by John Harrity and seconded by Binu Chandy, the Board of Directors voted to approve Resolution 4. None opposed or abstained. Motion approved unanimously.

c. Investment Modification Request – FuelCell Energy Groton Project (Co-Investment with Liberty Bank & Amalgamated Bank)

- Bert Hunter introduced Tom Gelston and Michael Bishop from FuelCell Energy then gave a project update. It has been operating at a reduced output and is expected to operate at full capacity within the year. He reviewed the proposed modification request including the Green Bank’s exposure, term financing summary, financing structure, and risk mitigation.

- John Harrity asked how much carbon is saved in comparison to if the power was from the grid. Tom Gelston answered that it is about half the amount of carbon emissions are made in comparison to if it was powered from the grid. John Harrity asked if there is a prospect to go to green hydrogen energy. Tom Gelston answered that it is a possibility and that right now it is being fueled by pipeline natural gas., but the project is capable of being powered by multiple sources, including direct biogas, so it is a future option.
- Lonnie Reed asked if this project has led to any future projects with the military. Tom Gelston responded not yet, but there have been a couple ideas discussed as the project is being watched as part of the marketability will be getting the facility running and proven to work. However, the Navy in particular is focused on greening up their operations and reducing their carbon footprint, so there is at least one other base looking at this project as a future option.

Resolution #5

WHEREAS, in accordance with (1) the statutory mandate of the Connecticut Green Bank (“Green Bank”) to foster the growth, development, and deployment of clean energy sources that serve end-use customers in the State of Connecticut, (2) the State’s Comprehensive Energy Strategy (“CES”) and Integrated Resources Plan (“IRP”), and (3) Green Bank’s Comprehensive Plan (the “Comprehensive Plan”) in reference to the CES and IRP, Green Bank continuously aims to develop financing tools to further drive private capital investment into clean energy projects;

WHEREAS, FuelCell Energy, Inc., of Danbury, Connecticut (“FCE”) has used previously committed funding (the “Bridgeport Loan”) from Green Bank to successfully develop a 15 megawatt fuel cell facility in Bridgeport, Connecticut (the “Bridgeport Project”), and FCE has operated and maintained the Bridgeport Project without material incident, is current on payments under the Bridgeport Loan;

WHEREAS, FCE has requested financing support from the Green Bank to develop a 7.4 megawatt fuel cell project in Groton, Connecticut located on the U.S. Navy submarine base and supported by a power purchase agreement (“PPA”) with the Connecticut Municipal Electric Energy Cooperative (“CMEEC”) (the “Navy Project”);

WHEREAS, staff has considered the merits of the Navy Project and the ability of FCE to construct, operate and maintain the facility, support the obligations under the Loan throughout its 20-year term, and as set forth in the due diligence memorandum (the “Original Board Memo”) to the Green Bank Board of Directors (“Board”) dated December 18, 2020, has recommended this support be in the form of a term loan not to exceed \$8,000,000, secured by all project assets, contracts and revenues as well as a pledge of revenues from an unencumbered project as explained in the Board Memo (the “Original Credit Facility”);

WHEREAS, on the basis of that recommendation, the Board approved of the Credit Facility, in an amount not to exceed \$8,000,000 with the provision that the Credit Facility be executed no later than 315 days from the date of authorization by the Board (June 16, 2021), which was further extended by the Board on a number of occasions, including in December 2022 to March 31, 2023;

WHEREAS, staff has considered the merits of the Navy Project, which as of December 2022 has now achieved commercial operations, and the ability of FCE to operate and maintain

the facility, support the obligations under the Original Credit Facility throughout its 20-year term, and as set forth in this due diligence memorandum (the “Board Memo”) recommended this support be in the form of a term loan not to exceed \$10,000,000, secured by the developer’s equity in the project company (which controls all project assets, contracts and revenues) as well as other collateral and credit enhancements explained in the Board Memo (the “New Credit Facility”);

WHEREAS, Green Bank staff recommends that the Green Bank Board of Directors (“Board”) approve of the New Credit Facility, in an amount not to exceed \$10,000,000;

NOW, therefore be it:

RESOLVED, that the Green Bank Board of Directors (the “Board”) hereby approves the New Credit Facility in an amount not to exceed \$10,000,000 for the Navy Project, as a strategic selection and award pursuant to Green Bank Operating Procedures Section XII;

RESOLVED, that the President of the Green Bank and any other duly authorized officer is authorized to take appropriate actions to provide the New Credit Facility to FCE (or a special purpose entity wholly-owned by FCE) in an amount not to exceed \$10,000,000 with terms and conditions consistent with the memorandum submitted to the Board dated March 14, 2023, and as he or she shall deem to be in the interests of the Green Bank and the ratepayers no later than 180 days from the date of authorization by the Board of Directors; and

RESOLVED, that the proper Green Bank officers are authorized and empowered to do all other acts and execute and deliver all other documents and instruments as they shall deem necessary and desirable to affect the above-mentioned New Credit Facility.

Upon a motion made by Adrienne Houël and seconded by Dominick Grant, the Board of Directors voted to approve Resolution 5. None opposed and Matthew Ranelli and Victoria Hackett abstained. Motion approved.

d. Investment Approval Request – FuelCell Energy – Master Refinancing Facility (Co-Investment with Investec Bank and other bank participants)

- Bert Hunter reviewed the FuelCell Energy Master Refinancing Facility plan to then fund six fuel cell projects, three of which are in Connecticut, and all are manufactured at FuelCell Energy’s Torrington, CT facility. The proposal is for the Green Bank to contribute \$10 million of the \$93.7 million facility, being split between a term loan portion and a letter of credit facility for support. This would only require a \$2 million increase from what the Green Bank is already exposed due to the \$8 million debt of the Bridgeport project to be repaid through recapitalization. All six of the projects are fully contracted PPAs with more than 95% to investment grade offtakers. Bert Hunter reviewed a simplified transactional organization chart, portfolio overview, and terms and conditions.

- John Harrity asked if the jobs generated will be staying within Torrington and Michael Bishop responded that yes, FuelCell Energy is dedicated to Connecticut and as modules come up for replacement, those will be manufactured at the Connecticut factory. John Harrity asked if there are provisions in the loan that if that isn’t the case if there are any penalties or anything, and Bert Hunter responded there are no workforce provisions, but the expectation is set and is structured in a way to benefit FuelCell Energy within Connecticut. Tom Gelston added the company’s history and commitment

to Connecticut. Michael Bishop added that the company does have an outstanding long-term loan with the State that does have a requirement to retain a presence within the state.

- Lonnie Reed asked if the transportation accessibility into the Torrington plant has been improved. Michael Bishop responded that in general hiring labor has been challenging and they have been looking to various sources to attract talent.

Transportation is one item that has been explored but no specific transportation solution has been established. Tom Gelston added that work has been done to grow the interest in their advanced manufacturing and that their starting wage has been increased recently.

- Victoria Hackett asked since there is a strong sense of commitment to Connecticut, would there be any harm in adding in a workforce provision.

- Victoria Hackett asked how many projects were selected by DEEP procurement. Bert Hunter responded that Bridgeport was a Project 150, Pfizer was a commercial transaction, and he wasn't sure about CSCU. Michael Bishop answered for CSCU there was a State grant when the project was initially constructed but it was not under a broad procurement program. Bryan Garcia added it was the On-Site Distributed Generation program of the Clean Energy Fund which would have been a programmatic RFP. Matthew Ranelli and Mackey Dykes agreed about CSCU. Victoria Hackett asked if the Green Bank has entered into similar transactions with companies that are in PPAs with the utilities. Bert Hunter responded where the Green Bank is financing with utility involvement is ZREC and LREC contracts. Marianna Trief added that the offtaker for the Colbrook facility is the utility company.

- Victoria Hackett asked about other instances where there have been a refinance for companies under a PPA. Bert Hunter answered broadly, the PosiGen transaction is similar, though instead of a utility company it is a residential PPAs.

- Brian Farnen clarified that Norton Rose Fulbright will be the counsel for the overall facility and the Green Bank's counsel will be Nancy Hancock from Wiggin and Dana.

- John Harrity added that under the Biden administration's policies for green technology there is a great emphasis for companies that have Union workforces, and he expressed his concern for the opposition against Unions and worker organization, and though he does not want to engage in discussion at this time, he urged FuelCell Energy to look more closely at that given the Biden administration's view about that kind of activity.

Resolution #6

WHEREAS, in accordance with (1) the statutory mandate of the Connecticut Green Bank ("Green Bank") to foster the growth, development, and deployment of clean energy sources that serve end-use customers in the State of Connecticut, (2) the State's Comprehensive Energy Strategy ("CES") and Integrated Resources Plan ("IRP"), and (3) Green Bank's Comprehensive Plan (the "Comprehensive Plan") in reference to the CES and IRP, Green Bank continuously aims to develop financing tools to further drive private capital investment into clean energy projects;

WHEREAS, FuelCell Energy, Inc., of Danbury, Connecticut ("FCE") has used previously committed loans from Green Bank to successfully develop a 15 megawatt fuel cell facility in Bridgeport, Connecticut (the "Bridgeport Project"), and FCE has operated and maintained the Bridgeport Project without material incident, is current on payments under the loan;

WHEREAS, FCE is now establishing a \$93.7 million senior secured credit facility (“Credit Facility”) to recapitalize a 32.3 MW portfolio of six fuel cell power plants, which includes the Bridgeport Project and two other Connecticut projects which together comprise 68% of the projects by capacity (the “Portfolio”);

WHEREAS, the Green Bank staff is proposing a \$10 million participation by the Green Bank in the Credit Facility;

WHEREAS, this proposed \$10 million participation by Green Bank in the term loan portion of the Credit Facility would represent a \$2 million increase in Green Bank current exposure to FCE projects as 100% of FCE indebtedness supported by the Bridgeport Project (totaling ~\$8 million as of the date of this memorandum and one of the CT Projects being recapitalized) would be repaid to Green Bank upon the recapitalization of the Portfolio.

NOW, therefore be it:

RESOLVED, that the Green Bank Board of Directors (the “Board”) hereby approves the participation in the Credit Facility in an amount not to exceed \$10,000,000, as a strategic selection and award pursuant to Green Bank Operating Procedures Section XII; and

RESOLVED, that the President of the Green Bank and any other duly authorized officer is authorized to take appropriate actions to participate in the Credit Facility to FCE (or a special purpose entity wholly-owned by FCE) in an amount not to exceed \$10,000,000 with terms and conditions consistent with the memorandum submitted to the Board dated March 14, 2023, and as he or she shall deem to be in the interests of the Green Bank and the ratepayers no later than 180 days from the date of authorization by the Board of Directors; and

RESOLVED, that the proper Green Bank officers are authorized and empowered to do all other acts and execute and deliver all other documents and instruments as they shall deem necessary and desirable to affect the above-mentioned term loan and participation.

Upon a motion made by Dominick Grant and seconded by John Harrity, the Board of Directors voted to approve Resolution 6. None opposed and Victoria Hackett and Matthew Ranelli abstained. Motion approved.

e. Investment Modification Request – PosiGen – 1st & 2nd Lien Credit Facility (Co-Investment with other bank participants)

- Bert Hunter summarized the proposed refinance and expansion of the 1st Lien Facility. The lender is changing from Forbright Bank to Brookfield and they are increasing their exposure with a lower and fixed interest rate made available. The 2nd Lien Facility, which includes the Green Bank and other participants, will have no material changes but requires amended documentation. He reviewed the new facility summary. He added that the Resolution was vetted by Wiggin and Dana to confirm the Green Bank would be fully in conformity with what needs to be done under the revised agreements. He emphasized that the Green Bank’s exposure is not changing and there are no other material changes for the Green Bank.

Resolution #7

WHEREAS, the Connecticut Green Bank (“Green Bank”) has an existing partnership with PosiGen, Inc. (together with its affiliates and subsidiaries, “PosiGen”) to support PosiGen in delivering a solar lease (including battery storage) and energy efficiency financing offering to LMI households in Connecticut;

WHEREAS, the Green Bank Board of Directors (the “Board”) previously authorized and later amended (in December 2022) approval for Green Bank’s participation in a back leverage credit facility (the “BL Facility”) collateralized by all of PosiGen’s solar PV system and energy efficiency leases in the United States as part of PosiGen’s strategic growth plan, as well as a facility to finance performance based incentives earned by PosiGen on its solar PV portfolio in Connecticut;

WHEREAS, PosiGen is now in the process of refinancing and upsizing its BL Facility (the “New BL Facility”), as explained in the memorandum to the Board dated March 10, 2023 (the “Board Memo”); and

WHEREAS, PosiGen repayment performance is satisfactory.

NOW, therefore be it:

RESOLVED, that the Board confirms its authorizations granted in December 2022 for the Green Bank to amend its existing 2nd lien facility as part of the New BL Facility to allow for an upsized Green Bank position together with the new first lien lender, Brookfield Asset Management (“Brookfield”), as set forth in the Board Memo; and be it further

RESOLVED, that the Board confirms its authorizations granted in December 2022 for the Green Bank to advance up to \$9.3 million in 2nd lien financing associated with the New BL Facility, in addition to serving as an agent for third-party participation to increase those participations to reduce Green Bank’s exposure as explained in the Board Memo; and be it further

RESOLVED, that the Green Bank may enter into such additional amendments to, or amendments and restatements of, the SLCF documents, instruments, and certificates as Brookfield may reasonably require or which are contemplated under the SLCF as Green Bank’s proper officers deem necessary in connection with Brookfield’s refinancing of the FLCF, including without limitation to the Second Lien Credit Agreement, as amended from time to time, and that certain Intercreditor Agreement, dated as of September 28, 2021, by and between Forbright Bank, Green Bank, the Green Finance Authority, PosiGen Backleverage, LLC, PosiGen Backleverage Holdco, LLC, and PosiGen, Inc., as amended from time to time; and be it further

RESOLVED, that each of Green Bank’s proper officers be, and each of them hereby is, acting alone, authorized, empowered and directed, for and on behalf of the Green Bank to: (i) do or cause to be done all such acts and things, (ii) pay or cause to be paid all such costs and expenses, (iii) execute and deliver in the name of and on behalf of the Green Bank, all instruments, documents and other documents, (iv) to make changes and amendments thereto or to waive any conditions to performance by the Green Bank, in each case, as may be deemed, in his or her sole discretion, to be appropriate, desirable or necessary in order to carry out and comply with the purposes and intent of the foregoing resolutions, to consummate all of the actions contemplated thereby and to fully perform and/or cause the Green Bank to fully perform its obligations under the documents contemplated thereby, the execution and delivery

of any such documents, or the taking of any such action, by such proper officer to be conclusive evidence of his or her approval thereof; and be it further

RESOLVED, that each of Green Bank's proper officers, acting or signing singly, is hereby authorized and empowered on behalf of and in the name of the Green Bank to negotiate, execute and deliver all such other instruments and documents, to pay all fees and expenses and to do all such other acts and things as, in such proper officer's judgment, may be necessary or advisable to carry out the purposes and intent of the foregoing resolutions; and be it further

RESOLVED, that all actions taken and things done by each of the Green Bank's proper officers in connection with all actions taken and things done in contemplation of the foregoing resolutions, as the same appear of record or in the usual course of business to date, including all actions taken by any of them in good faith and in the reasonable belief that such actions were or would be in the best interests of the Green Bank are hereby approved, ratified and confirmed; and be it further

RESOLVED, that any and all actions heretofore or hereinafter taken on behalf of the Green Bank by any of said persons or entities within the terms of the foregoing are hereby approved, ratified and confirmed as the acts and deeds of the Green Bank.

Upon a motion made by John Harrity and seconded by Bettina Bronisz, the Board of Directors voted to approve Resolution 7. None opposed or abstained. Motion approved unanimously.

Bettina Bronisz left the meeting at 10:01 am.

5. Other Business

a. PURA Presentation – 2022 Clean & Renewable Energy Report

- Bryan Garcia introduced John Ryor and Will Taylor from PURA. Josh Ryor reviewed the overall docket and report creation process, the purpose of the report, current programs and procurements, and future reports and dockets. The major takeaways of the report show there is continued, steady clean energy deployment since the mid-2010s, with 2021 and 2022 being the most successful years in Connecticut for residential solar deployment. There are continued efforts to improve deployment in underserved locations, to bring shared clean energy facilities online, and to understand how the programs fit into broader climate policies and RPS.
- Will Taylor and Josh Ryor reviewed the program history, details, and objectives for the RRES program, NRES program, SCEF program, ESS program, and EV Charging program.
- Josh Ryor summarized the goals for future reports. Bryan Garcia added that there is more data within the report that can be read regarding policy, enabling markets, and market impact as well.
 - Adrienne Houël asked about workforce conservation projections, if there is a plan forward and what the objectives are for a 2-year or 5-year term. Josh Ryor responded that although he does not have a good answer right now, but commented that for energy efficiency and conservation, the CL&M plan is overseen by the Energy Efficiency Board and DEEP, so PURA does not have as much insight or data on that, but agreed he thinks it is a good area to look into further for PURA's programs. He apologized for not being able to respond more accurately but noted that something heard from developers

is a desire for long-term certainty with clear policies that won't change drastically, and that is why the ESS program and EV Charging programs are 9 years long. PURA wants to make it clear that they are committed for the long term. Adrienne Houël encouraged looking at the projections as more people look closely at the measures to stop climate change on all levels of the government.

- Adrienne Houël asked in relation to SCEF, how the community can own the means of production. There are the technical means to do it, but do the policies and financial means exist to facilitate it. Josh Ryor responded it would be difficult to change the current program to be able to do it, but there are models available to examine to potentially adapt it.

- John Harranty asked what is being done to take advantage of the federal money available under Biden's climate change programs. Josh Ryor responded that PURA's process requires an adjudicated process in order to change programs, and there are some restrictions on communication because of that process, but noted it is in the best interest of the State for State Agencies to coordinate to receive as much federal funding as possible and are effectively distributing it, and so the Green Bank, PURA, and DEEP are coordinating to try to do just that. He also noted there are annual processes to ensure the programs are achieving their objectives, which includes incorporating federal funding and aligning incentives. Bryan Garcia added that Representative Allie-Brennan chairs a Sustainable and Renewable Energy Caucus which asked the same question and he said he would share that presentation. As well, the Board has been very supportive of the Green Bank's "Dream Big" strategy and the staff is preparing to make the most of the provisions made available in the IRA.

- Dominick Grant asked in relation to the residential battery storage deployment and the slow uptake of it, has there been any consideration if that continues to be slow to reallocate the program goals if there is more demand for C&I to realign the tranches. Will Taylor responded for the slow update and program change, the requirement to participate in Active and Passive Dispatch events was a factor causing residential customers to look at other programs. Thus the program was changed so starting in January 1, 2023, projects may elect to not participate in Passive Dispatch. Josh Ryor added that because of a previous Legacy battery storage program, there is hesitation from developers to move over to the new program, but having only 1 program going forward should be the most cost-effective for ratepayers and be better overall. As well, PURA did consider reallocating the megawatts, but at this time the cost-benefit is more well defined for residential than for C&I, but this may be reevaluated at a future date.

b. Other Business

- James Desantos gave an update on the current legislative session which is from January 4 to June 7, 2023. About 1000 bills have been introduced during this long session, and about 121 pieces have been tracked by the Green Bank. He summarized the progress as bills have been introduced or changed until now. He highlighted HB 6851, SB 961, HB 6764, SB 7, and the next steps in the legislative process.

Matthew Ranelli left the meeting at 11:00 am. Victoria Hackett left the meeting at 11:04 am.

- David Beech gave an update to the Green Liberty Notes offerings. The last 3 have been sold out, the most recent offering selling out in just 5 days. In total there have been 291 investors, 420 investments, and over \$1 million has been invested.

- Lonnie Reed asked about the interest rates look like going forward, as she's received questions from financial acquaintances. Bert Hunter responded that market

conditions are volatile and there are disagreements within the market itself about the federal plan for rates so there are very unusual market conditions right now and the path is unclear but for the loan purchases, the relationship should maintain positive. They are following the path of the market rates generally. Bert Hunter noted that these notes are not SCRF backed but they are backed by multiple cashflows, and by covenant there will be at least a two times coverage by debt service, so everyone should be assured there will be enough cash to cover the notes.

6. Adjourn

Upon a motion made by John Harrity and seconded by Adrienne Houël, the Board of Directors Meeting adjourned at 11:12 am.

Respectfully submitted,

Lonnie Reed, Chairperson