



**BOARD OF DIRECTORS OF THE  
CONNECTICUT GREEN BANK**

**Special Meeting Minutes**

Wednesday, February 19, 2025  
2:00 p.m. – 3:00 p.m.

A special meeting of the Board of Directors of the **Connecticut Green Bank** (the “Green Bank”) was held on February 19, 2025.

Board Members Present: Adrienne Farrar Houël, Dominick Grant, John Harrity, Kimberly Mooers, Allison Pincus, Matthew Ranelli, Lonnie Reed,

Board Members Absent: Joseph DeNicola, Thomas Flynn, Brenda Watson, Joanna Wozniak-Brown

Staff Attending: Priyank Bhakta, Larry Campana, Sergio Carrillo, Shawne Cartelli, Mackey Dykes, Austin Dziki, Brian Farnen, Bryan Garcia, Sara Harari, Bert Hunter, Stefanie Keohane, Cheryl Lumpkin, Kevin Moss, Jane Murphy, Tyler Rubega, Ariel Schneider, Eric Shrago, Dan Smith, Heather Stokes, Christina Tsitso

Others present: None

**1. Call to Order**

- Lonnie Reed called the meeting to order at 2:03 pm.

**2. Public Comments**

- No public comments.

**3. Investment Programs Updates and Recommendations**  
**a. USDA – Rural Energy Savings Program**

- Bert Hunter summarized the history of the program and requirements, including the letter of credit requirement, which the Green Bank is in the process of obtaining from Webster Bank once the underwriting process is done. The letter of credit being requested to close the transaction is for \$500,000 and since it is to be put in place before the completion of underwriting by Webster Bank, needs to be 100% cash collateralized. A larger, non-cash collateralized letter of credit would be obtained from Webster Bank in the future, though that would take more time to receive.

## **Resolution #1**

**WHEREAS**, consistent with its Comprehensive Plans, the Connecticut Green Bank (“Green Bank”) has been seeking opportunities to access low-cost and long-term federal funding from the United States Department of Agriculture (“USDA”) to support its mission;

**WHEREAS**, on April 2, 2020, the Rural Utilities Service (“RUS”) of the USDA issued within the Federal Register (Vol. 85, No. 64), an “Announcement of Funding Availability, Loan Application Procedures, and Deadlines for the Rural Energy Savings Program (“RESP”);

**WHEREAS**, on April 29, 2020, the American Green Bank Consortium, a membership organization for green banks, informed the Green Bank of the RESP, and provided technical assistance resources to the Green Bank through the Environmental and Energy Study Institute;

**WHEREAS**, on May 14, 2020, the Green Bank filed a Letter of Intent (“LOI”) with the RUS for a RESP Loan, including an overview of the organization, proposed program descriptions consistent with its Comprehensive Plan, evaluation, measurement, and verification framework, balance sheet, eligible Connecticut towns, and performance measures and indicators; and

**WHEREAS**, on July 1, 2020 the USDA notified the Green Bank that it had received and reviewed its LOI, and invited it to proceed with a full application for a \$10 million RESP Loan; and

**WHEREAS**, on July 24, 2020 the Green Bank Board of Directors (the “Board”) approved a resolution to empower staff to approve and submit to USDA application documents as needed in pursuit of a RESP Loan USDA; and

**WHEREAS**, on September 11, 2020 the Connecticut Green Bank submitted to USDA ahead of USDA’s September 28, 2020 deadline a full RESP Loan application package.

**WHEREAS**, in September 2024, the Connecticut Green Bank entered into a commitment with the USDA for the RESP Loan;

**WHEREAS**, staff are in the process of closing the RESP Loan and the RESP Loan requires a letter of credit to support the borrowing by the Green Bank; and,

**WHEREAS**, Webster Bank is willing to provide a letter of credit in the amount of \$500,000 collateralized by cash of the Green Bank to facilitate the Green Bank closing the RESP Loan with the USDA.

**NOW**, therefore be it:

**RESOLVED**, that the Board of the Green Bank, pursuant to the information provided by the Staff in a memorandum dated February 14, 2025, has determined that it is in the best interests of Green Bank to close the RESP Loan and to obtain a letter of credit from Webster Bank in the amount of \$500,000 collateralized by cash of the Green Bank to facilitate the Green Bank closing the RESP Loan with the USDA; and,

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

**Upon a motion made by Matthew Ranelli and seconded by John Harrity, the Board of Directors voted to approve Resolution 1. None opposed or abstained. Motion approved unanimously.**

- Bryan Garcia reviewed the context of the recent federal changes and Executive Orders which affect the Green Bank and the National Clean Investment Fund.

#### **4. Greenhouse Gas Reduction Fund – Update and Recommendations**

##### **a. National Clean Investment Fund**

##### **i. Green Homes – Linked Deposits for Smart-E Lenders**

- Bert Hunter summarized the NCIF Implementation Plan, context of the 2023 pilot linked-deposits program with Mutual Security Credit Union to fund a portion of Smart-E loans, and the proposal to include the linked-deposits program for Smart-E lenders under the Implementation Plan, in full transparency as they are considered “financial instruments.” Up to \$10 million of the NCIF funds would be used in this way over approximately 5 years, aiming to sunset June 30, 2030.

- Lonnie Reed commented that it is important to be prepared for the worst but try to continue with business and the programs that are in place. Bryan Garcia added that an account at Citi has been established in the name of the Connecticut Green Bank at \$93.5 million, which had been accessed previously but is believed to be frozen now. The funds are in support of the workplan of the Connecticut Green Bank, and approved by the Coalition for Green Capital.

#### **Resolution #2**

**WHEREAS**, within the Inflation Reduction Act of 2022 (“IRA”) there is a \$27 billion Greenhouse Gas Reduction Fund (“GGRF”) inclusive of a \$14 billion National Clean Investment Fund (“NCIF”) modelled after the Connecticut Green Bank (“Green Bank”);

**WHEREAS**, the Coalition for Green Capital (“CGC”), a 501(c)3 nonprofit organization, applied for a grant through the GGRF NCIF on October 12, 2023 in the amount of \$10 billion, and inclusive of eighteen (18) Subgrantees, including the Green Bank;

**WHEREAS**, the EPA officially notified CGC of its winning application on April 4, 2024 in the amount of \$5 billion and CGC subsequently submitted to the EPA a revised workplan and budget and awarded to the Green Bank (the “Green Bank Award”) a portion of the CGC award;

**WHEREAS**, the EPA and CGC entered into a grant agreement on August 8, 2024 under the NCIF of the GGRF;

**WHEREAS**, on January 3, 2025, the Green Bank signed and executed the Green Bank Award in the amount of \$93.53 million, a portion of which was to serve the purposes of financing clean energy deployment in single-family homes in collaboration with our local community banks and credit unions through Green Homes within our plan submitted to CGC; and,

**WHEREAS**, the Green Bank seeks approval to use a portion of the Green Bank Award to make linked deposits to eligible Smart-E lenders in support of Green Homes within the implementation plan submitted to CGC and as more fully explained in a memorandum to the Board of Directors dated February 14, 2025 (the “NCIF Linked Deposits Memo”).

**NOW**, therefore be it:

**RESOLVED**, that the President of the Green Bank and any other duly authorized officer of the Green Bank is authorized to execute and deliver contracts with eligible Smart-E lenders for a linked deposits program, with such aggregate amount of upfront deposits using NCIF funds being limited to \$10,000,000 as outlined in the NCIF Linked Deposits Memo as he or she shall deem to be in the interests of the Green Bank; and,

**RESOLVED**, that the duly authorized 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 legal instruments.

**Upon a motion made by Matthew Ranelli and seconded by Adrienne Farrar Houël, the Board of Directors voted to approve Resolution 2. None opposed or abstained. Motion approved unanimously.**

## **ii. Green School Buses – Project Portfolio**

- Sara Harari reviewed an update to the progress of the Green School Buses section of the Implementation Plan. Kevin Moss summarized the policy and market background for the program as well as data to contextualize why the Green Bank is targeting this sector of the market. He summarized the next steps for the program, including confirming project-specific financing needs, due diligence, and developing the term sheets.
- Kevin Moss summarized the future plans and role of the Green Bank for the 2030 Electric School Bus pathway.

**Upon a motion made by John Harrity and seconded by Adrienne Farrar Houël, the Board of Directors voted to enter Executive Session at 2:47 pm. None opposed or abstained. Motion approved unanimously.**

**The Board of Directors returned from Executive Session at 3:07 pm.**

### **Resolution #3**

**WHEREAS**, within the Inflation Reduction Act of 2022 (“IRA”) there is a \$27 billion Greenhouse Gas Reduction Fund (“GGRF”) inclusive of a \$14 billion National Clean Investment Fund (“NCIF”) modelled after the Connecticut Green Bank (“Green Bank”);

**WHEREAS**, the Coalition for Green Capital (“CGC”), a 501(c)3 nonprofit organization, applied for a grant through the GGRF NCIF on October 12, 2023 in the amount of \$10 billion, and inclusive of eighteen (18) Subgrantees, including the Green Bank;

**WHEREAS**, the EPA officially notified CGC of its winning application on April 4, 2024 in

the amount of \$5 billion and CGC subsequently submitted to the EPA a revised workplan and budget and awarded to the Green Bank (the “Green Bank Award”) a portion of the CGC award;

**WHEREAS**, the EPA and CGC entered into a grant agreement on August 8, 2024 under the NCIF of the GGRF;

**WHEREAS**, Connecticut Public Act 22-55 directs school districts including at least one “environmental justice community” shall have zero-emissions buses by January 1, 2030, which; and, the Green Bank has issued a Request for Proposals for Electric School Bus Deployment (“ESB RFP”) on December 6, 2024;

**WHEREAS**, at the December 13, 2024, meeting of the Green Bank Board of Directors, it was resolved for staff to review responses to ESB RFP for electric school bus and associated upgrades and structure agreements to present to the Board for approval; and,

**WHEREAS**, on January 3, 2025, the Green Bank signed and executed the Green Bank Award in the amount of \$93.53 million, a portion of which was to serve the purposes of financing Green School Buses within our plan submitted to CGC.

**NOW**, therefore be it:

**RESOLVED**, that the Green Bank is authorized to enter into agreement(s), including, but not limited to: letters of commitment and/or term sheets for the benefit of applicants identified through the ESB RFP that ultimately qualify for Green Bank financing, the formation of one or more Special Purpose Entities or direct investment, with or for the benefit of these applicants to obligate NCIF capital in support of investment in deployment of electric school buses, including associated upgrades consistent with this memorandum to the Board dated February 14, 2025;

**RESOLVED**, that the Green Bank staff is directed to deploy up to \$16M in NCIF funds, which aligns with the expected estimate of required capital;

**RESOLVED**, that the Green Bank staff is directed to present to the Green Bank Board of Directors at a future meeting a request for final approval of financing amounts for applicants identified through the ESB RFP that ultimately qualify for Green Bank financing to be deployed, as compared to estimates presented with this memorandum to the Board dated February 14, 2025; 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 instruments.

**Upon a motion made by John Harrity and seconded by Dominick Grant, the Board of Directors voted to approve Resolution 3. None opposed or abstained. Motion approved unanimously.**

5. **Executive Session – Trade Secrets and Commercial Information Given in Confidence (this relates to the matters noted in Item #4 ... following which the resolutions under Resolutions #3 were voted on by the Board).**

**6. Adjourn**

**Upon a motion made by Matthew Ranelli and seconded by John Harrity, the Board of Directors voted to adjourn the Board of Directors meeting at 3:10 pm.**