



**AUDIT, COMPLIANCE AND GOVERNANCE OF THE
CONNECTICUT GREEN BANK**
Regular Meeting Minutes

Tuesday, January 13, 2026
8:30 a.m. – 9:30 a.m.

A regular meeting of the Audit, Compliance, and Governance Committee of the **Connecticut Green Bank** (the “Green Bank”) was held on January 13, 2026.

Committee Members Present: Thomas Flynn, Lonnie Reed, Joanna Wozniak-Brown

Committee Members Absent: None

Staff Attending: Joe Buonannata, James DeSantos, Emma Ellis, Brian Farnen, Bryan Garcia, Bert Hunter, Cheryl Lumpkin, Jane Murphy, Ariel Schneider, Eric Shrago, Dan Smith

Others present: Danielle Simkowski from Assured Compliance Group, Ethan Werstler,

1. Call to Order

- Thomas Flynn called the meeting to order at 8:31 am.

2. Public Comments

- No public comments.

3. Approve Meeting Minutes for October 7, 2025

Resolution #1

Motion to approve the minutes of the Audit, Compliance, and Governance Committee meeting for October 7, 2025.

Upon a motion made by Tom Flynn and seconded by Lonnie Reed, the Audit, Compliance, and Governance Committee voted to approve Resolution 1. None opposed and Joanna Wozniak-Brown abstained. Motion approved.

4. Operating Procedure Revision – Chair approval required at \$150,000

- Brian Farnen summarized the proposed change to the Chair approval process from being \$75,000 to \$150,000 to reflect the maturity of the organized and increased transaction volume.

Subject to Changes and Deletions

- Thomas Flynn asked for more information about how often the process occurs and types of services it affects. He stated he would need more info in order to vote Yes to this Resolution, though he isn't generally opposed to the change. Lonnie Reed agreed and requested more context as to the types of companies this affects and the Green Bank's history with them. Brian Farnen responded that in the Memo footnotes there is more detailed info and would be happy to collect more specific data to present.
- Thomas Flynn asked about the current approval structure and Brian Farnen explained the ARS process and approvals required at different monetary levels.
- Thomas Flynn proposed that this Resolution be presented again at the next meeting on April 7, 2026 with additional data on the types of agreements and number of service agreements approved over the past few years. Joanna Wozniak-Brown seconded the motion and a vote was made. Motion approved unanimously.

Resolution #2

RESOLVED, that the Audit, Compliance, and Governance Committee recommends to the Board of Directors of the Connecticut Green Bank approval of the proposed revisions to the Green Bank Operating Procedures, contingent upon the completion of the public notice and comment period required under Connecticut General Statutes § 1-121 and the absence of any material or substantive revisions resulting therefrom.

This Resolution will be presented and voted on at the April 7, 2026 meeting.

5. Information Technology Improvements

- Eric Shrago presented a new information security policy, a new privacy policy, and the related changes to the Employee Handbook. He reviewed the new Information Security Policy which will implement standards that rely on NIST, the National Institute for Standards and Technology. It formalizes a lot of practices that had already been taking place. Danielle Simkowski added that there are employee guides being put together to help staff understand the changes and policies.
 - Thomas Flynn asked if the State ever mandates certain processes, procedures, or IT recommendations that the Green Bank is required to follow. Eric Shrago responded that it happens occasionally but is not very common. Thomas Flynn asked if there is any testing for cyber security and suggested potentially having an offline discussion due to the sensitive nature of the policy. Eric Shrago responded that there are regular tests for cyber security but agreed to not discuss more specific details publicly other than a high level summary of recent changes to the cyber security vendor.
- Eric Shrago reviewed the new Privacy Policy, Information Security Policy, the Business Continuity & Disaster Recovery Plan, and the Incident Response Plan.
- Eric Shrago explained what the SOC and SOC2 requirements are at a high level.

Resolution #3

WHEREAS, pursuant to Section 5.2.1 of the Connecticut Green Bank (Green Bank) Bylaws, the Audit, Compliance, and Governance (ACG) Committee is charged with the review and approval of, and in its discretion recommendations to the Board of Directors (Board) regarding, all governance and administrative matters affecting the Green Bank, including but not limited to organizational policies and the Green Bank Employee Handbook.

NOW, therefore be it:

Subject to Changes and Deletions

RESOLVED, that the ACG Committee hereby recommends that the Board of the Green Bank approve of the implementation of new information technology policies and of the revisions to the Green Bank Employee Handbook presented on January 13, 2026 and as described in the memorandum to the ACG Committee dated January 6, 2025.

Upon a motion made by Thomas Flynn and seconded by Joanna Wozniak-Brown, the Audit, Compliance, and Governance Committee voted to approve Resolution 3 with the direction for Staff to find time to discuss further at the April 7, 2026 meeting in Executive Session. None opposed or abstained. Motion approved unanimously.

6. Legislative and Regulatory Policy Process and Update

- James Desantos gave an update to the current Legislative session which is a short session. He summarized the legislative priorities including energy affordability, supporting DEEP's legislative agenda, the PURA Successor Study, and Budget adjustments. Brian Farnen added that the best thing the team can do for a successful legislative session is to continue to execute the Green Bank's mission.
 - Joanna Wozniak-Brown commented that given the high scrutiny of the public benefits charge, it may be in the team's best interest to have the most clear, concise, and quantitative showing of how all the investments that Green Bank receives from the public benefits charge goes back into not just other investments, but increases efficiency on the grid, and more.

7. Air Quality Impact Methodology

- Eric Shrago summarized the proposed Air Quality Impact Methodology to expand the current usage of the EPA's Best in Class emissions tool to measure various emission impacts.
 - Thomas Flynn asked for clarification as to what the Resolution is for exactly. Eric Shrago responded it is for the expanded use of the model for EVs, batteries, volatile organic compounds, and ozone. Thomas Flynn asked if that is under the purview of the ACG Committee because he wants to make sure it's approved by the most qualified people. Eric Shrago responded there is a case to bring it to the BO&C Committee as an Operational use, but typically all reporting and impact measures are brought to the ACG Committee. As well, although there isn't a formal endorsement of this Resolution, he did fully vet it with a couple of the EMD consultants. Bryan Garcia added that beyond the ACG Committee, the Deployment Committee may play a role in this case, and then he reviewed some of the bylaws for the committees. Thomas Flynn stated he would be more comfortable to have the Deployment Committee review it first.
 - Joanna Wozniak-Brown noted that last year DEEP was charged with completing some guidance materials for state agencies on measuring the social cost of carbon or greenhouse gases and asked to have a conversation offline about the metrics used for success outside of the financial metrics. Eric Shrago agreed and summarized some other non-financial metrics the Green Bank is working on developing.

Resolution #4

RESOLVED, that the Audit, Compliance and Governance Committee hereby recommends to the Board of Directors for approval on its consent agenda the EPA AvERT Model for the Evaluation and Measurement of the environmental impact of Green

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Bank supported energy storage and electric vehicle projects as well as the estimation of the aforementioned pollutants.

This Resolution was deferred to be presented at the Deployment Committee on February 18, 2026 and then re-presented at the ACG Committee meeting on April 7, 2026.

8. Update on Statutory Report Status

- Brian Farnen noted that the 2025 Statutory Reporting are complete, were all completed on time and in compliance.

9. Board of Directors Membership Status Update

- Brian Farnen stated that Matthew Ranelli is no longer on the Board and there is an upcoming Farewell party to thank him for his years of service.

10. Adjourn

Upon a motion made by Joanna Wozniak-Brown and seconded by Lonnie Reed, the Audit, Compliance, and Governance Committee Meeting adjourned at 9:31 am.