

SOUTHWOOD CORPORATION
BOARD OF DIRECTORS
MINUTES OF MAY 25, 2023 MEETING

A regular meeting of the Board of Directors of Southwood Corporation (the “Company”) was held on Thursday, May 25, 2023, at 8:16 a.m., at the Company’s offices at 25 Walnut Street, Nashua, New Hampshire.

Written materials relating to items listed in the Agenda were provided to the Board members for their review prior to the meeting.

The following Directors were present for the start of the meeting, constituting a quorum:

C. George Bower, Chairman
David P. Bernier (via Microsoft Teams)
Aymarie R. Corriveau
Elizabeth A. Dunn
H. Scott Flegal
Stephen D. Genest (via Microsoft Teams)
Ralph Jenkins
Thomas J. Leonard III
Jay N. Lustig
John D. McGrath (via Microsoft Teams)
Deborah B. Novotny
Sarah Pillsbury (via Microsoft Teams)

D. Bernier, S Genest, J. McGrath and S. Pillsbury stated the reasons they could not attend the meeting in person, that they were alone, and could hear the proceedings.

Attending all or a portion of the meeting from the Company were:

Larry D. Goodhue, Chief Executive Officer
Donald L. Ware, Chief Operating Officer
Mary V. DeRoche, Human Resources Director (via Microsoft Teams)
George Torres, Chief Financial Officer, Treasurer and Corporate Controller
Carol Ann Howe, Assistant Treasurer and Corporate Secretary
Steven Greenwood, IT Director (via Microsoft Teams)
Tara King, Revenue and Customer Operations Director (via Microsoft Teams)
John Boisvert, Chief Engineer (via Microsoft Teams)
Christopher J. Countie, Director, Water Supply and Community Systems
Alan D. Brown, Manager, Distribution
Lori Douglas, Assistant Controller
Hannah Marshall, Engineer

C. Howe recorded the minutes of the meeting.

The Chairman called the meeting to order.

Election of Chairman

The first order of business was to elect a Chairman of the Board for the ensuing year. On motion duly made by T. Leonard and seconded by E. Dunn, all of the Directors then voting, it was unanimously

Resolved: that C. George Bower is hereby elected Chairman of the Board of Directors of Southwood Corporation.

Election of Officers

The Board considered the election of Officers for the ensuing year. On motion duly made by E. Dunn and seconded by R. Jenkins, all of the Directors then voting, it was unanimously

Resolved: that each of the following individuals are hereby elected to the offices of The Southwood Corporation (the "Corporation") set forth below opposite their names, to serve in accordance with the By-Laws of the Corporation and at the discretion of the Board of Directors:

<u>Name</u>	<u>Title</u>
Larry D. Goodhue	Chief Executive Officer
Donald L. Ware	Chief Operating Officer
George Torres	Chief Financial Officer, Corporate Controller and Treasurer
Carol Ann Howe	Assistant Treasurer and Corporate Secretary

There being no further business to come before the Board, the Chairman adjourned the meeting at 8:18 a.m.

Carol Ann Howe

Carol Ann Howe, CPA
Assistant Treasurer &
Corporate Secretary