

**PENNICHUCK CORPORATION
BOARD OF DIRECTORS**

NOMINATING AND GOVERNANCE COMMITTEE MEETING

Friday, March 29, 2024

8:00 am

AGENDA

1. Public Interview of Ronald Houle, Candidate for the Pennichuck Board of Directors
2. Public Interview of Scott Cote, Candidate for the Pennichuck Board of Directors
3. Non-Public Session
 - To discuss a matter which, if discussed in public, would likely affect adversely the reputation of a person, pursuant to RSA 91-A:3, II(c).
4. Approval of Minutes

Resolve: that the minutes of the March 20, 2024 meeting of the Nominating and Governance Committee are hereby approved.
5. Review of Draft Proxy Material

Resolve: to recommend to the Pennichuck Corporation Board of Directors that the draft Proxy Card, Notice of Annual Meeting and Proxy Statement for the 2024 Annual Meeting of Sole Shareholder, as presented at this meeting, be approved.
6. Quorum Policy Change

Resolve: that the following policy will be adopted. For the purpose of determining quorum requirements at a Board of Director (Board) Meeting, being “**present**” will be defined as a board member being in person at the meeting. For the purpose of determining quorum requirements at a Board of Director Committee (Committee) meeting, being “**present**”, will be defined as being in person or attending remotely. This will apply to all actions taken at Board or Committee meetings, including participation in Board or Committee votes and satisfying quorum requirements.