

PENNICHUCK CORPORATION
BOARD OF DIRECTORS
MINUTES OF AUGUST 23, 2024 MEETING

A regular meeting of the Board of Directors of Pennichuck Corporation (the “Company”) was held on Friday, August 23, 2024 at 8:11 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
Scott A. Cote
Elizabeth A. Dunn
Ralph Jenkins
Ronald J. Houle (via Microsoft Teams)
Brian H. Law
Jay N. Lustig
John D. McGrath
Deborah B. Novotny
Sarah Pillsbury (via Microsoft Teams)

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

John J. Boisvert, Chief Executive Officer and Chief Engineer
Donald L. Ware, Chief Operating Officer
George Torres, Chief Financial Officer and Treasurer
Sarah E. Rossetti, Human Resources Director
Tara King, Revenue and Customer Operations Director (via Microsoft Teams)
Steve M. Greenwood, IT Director
Alan D. Brown, Manager, Distribution
Lori Douglas, Corporate Controller
Jay Kerrigan, Manager, Regulatory Affairs, Internal Control and Business Services

C. Howe recorded the minutes of the meeting.

The Chairman called the meeting to order.

Approval of Minutes

There being no comments on the draft minutes of the June 28, 2024 meeting of the Pennichuck Corporation Board of Directors, on motion duly made by E. Dunn and seconded by R. Jenkins, all of the Directors then voting by roll call, it was unanimously

Resolved: that the minutes of the June 28, 2024 meeting of the Board of Directors are hereby approved.

Financial Update

G. Torres indicated that L. Douglas will provide a review of the financial results through July 31, 2024. He also noted this review is now presented to the board twice a year. L. Douglas provided an overview of the financial review package that was provided to the Board members in advance of the meeting. She first presented the year-to-date chart of pumpage for July month-over-month. There was some discussion on pumpage and the comparison to budget also noting that pumpage is not always a one to one comparison of what is transpiring in revenue. She reviewed the capital expenditures for the quarter and year to date noting the activity will continue to increase in the coming months. She then turned to review of the Profit and Loss Statement noting the increase in revenues over budget which encompass rate increases. She reviewed some changes in operating expenses and the factors contributing to those changes. G. Torres noted some of the favorability in operating expenses versus budget was related to lower than budgeted benefits as they typically are conservative in budgeting costs in that area. R. Jenkins asked a question related to the contracts that are based on fixed fees and D. Ware provided input on the structure of those contracts and some of the activity that has recently occurred with those. L. Douglas then went on to review the Consolidated Balance Sheet and noted that the company is out of the line of credit as of yesterday. She then moved on to review the Cash Flow noting the cash and cash equivalents at the end of the year at \$11 million dollars. G. Torres provided some additional points related to the YTD and projected cash balances at the end of the year. He also noted we are in compliance with our covenants.

Fixed Asset Line of Credit (FALOC) Renewal and Expansion – TD Bank

G. Bower noted the resolution for the FALOC renewal was approved at the Pennichuck Water Works, Inc. Board of Director meeting and this is the additional approval that is also needed at Pennichuck Corporation. G. Torres noted that any loan agreement entered at the subsidiary level also needs approval at the Parent Corporation.

There being no further comments, on motion duly made by J. Lustig and seconded by J. McGrath, all of the Directors then voting by roll call, it was unanimously

Resolved: that the Board of Directors of Pennichuck Corporation (the “Corporation”) hereby authorize, approve and direct Pennichuck Water Works, Inc. (“PWW”) to enter into a renewal and expansion of its \$12 million Fixed Asset Line of Credit (“FALOC”) with TD Bank, N.A., including the expansion of the FALOC from \$12 million to \$16 million (the “FALOC Renewal and Expansion”);

Further

Resolved: that the Chief Executive Officer, the Chief Financial Officer and Treasurer of the Corporation are severally authorized, empowered and directed to act as the Corporation's representative (either in its own capacity, or in the Corporation's capacity as the sole shareholder of PWW) for purposes of negotiating, executing and delivering any and all documents relating to the FALOC Renewal and Expansion and to take any and all actions as they may deem necessary or appropriate to implement the FALOC Renewal and Expansion;

Further

Resolved: that the Chief Executive Officer, the Chief Financial Officer and Treasurer of the Corporation are hereby severally authorized, empowered and directed to take any and all actions to obtain all necessary approvals for the FALOC Renewal and Expansion from the City of Nashua in its capacity as the sole shareholder of the Corporation, and from the New Hampshire Public Utilities Commission, and any other authority determined by such officers relating to the FALOC Renewal and Expansion; and

Further

Resolved: that the taking of such actions and the execution and delivery of such documents to be sufficient and conclusive evidence that the same are within the authority conferred by these resolutions; and that all prior acts of said officers of the Corporation to accomplish the purposes of these resolutions are hereby approved and ratified.

Other Business

J. Boisvert reviewed the Presentation Schedule for the year and discussed the timeline for the remaining presentations to be held for the year 2024. He noted that there were some presentations that were originally scheduled for this month which for various reasons are being shown in future months. He also indicated if there are other items the Board of Directors would like presented for this year as well as next year, they should let him know. He also discussed some of what they may anticipate seeing in the capital budgeting area and some changes that may be different than prior years.

Business Updates and Comments from Chief Executive Officer

J. Boisvert provided a brief summary of what the Pennichuck Water Service Company Steering Committee had discussed to date highlighting some of the major points. He stated a more comprehensive presentation would be provided next month. He also provided a few comments on activity relating to staffing, interns, some various budgeting items and other. There was a question from R. Jenkins on the interaction with the city related to the delivery of the Shareholder Report and how that review process works and G. Torres and J. Boisvert provided some input.

J. Boisvert also discussed "a relationship building activity" as he described it where a group of individuals from the Engineering side met with the Utilities Committee in Londonderry, where they have several projects going. He noted in the meeting they discussed various projects and the Utilities Committee had several questions which Pennichuck was able to address in addition to

providing some input in other areas where definitive answers are not available. He noted they had open and upfront conversations which went very well. He also stated they invited them to tour our facilities, particularly the water utilities. As a result, ten of the eleven members joined in the tour which went on for several hours and was well received. They were impressed with the treatment plant and were surprised at the extent of what a treatment plant consists of and what it takes to run.

S. Pillsbury joined the meeting at 8:55 a.m.

Move to Non-Public Session

J. McGrath moved that the Board enter into non-public session to discuss financial or confidential information, pursuant to RSA 91-A:3, II(a), II(j), and E. Dunn seconded the motion.

A roll call of the Directors was taken, which resulted as follows:

Yea: G. Bower, R. Houle, S. Cote, R. Jenkins, B. Law,
S. Pillsbury, D. Novotny, E. Dunn, J. Lustig, J. McGrath
Nay:

Motion was carried to enter into non-public session at 8:56 a.m.

Reconvene in Public Session

The non-public session ended at 10:14 a.m. and the Board reconvened in public session.

J. McGrath moved that the Board seal the minutes of the non-public session to discuss financial or confidential information, pursuant to RSA 91-A:3, II(j), II(a) and II(c). R. Jenkins seconded the motion. A roll call of the Directors was taken, which resulted as follows:

Yea: G. Bower, R. Houle, S. Cote, R. Jenkins, E. Dunn,
S. Pillsbury, D. Novotny, J. Lustig, J. McGrath, B. Law
Nay:

There being no further business to come before the Board, the Chairman adjourned the meeting at 10:15 a.m.

Carol Ann Howe

Carol Ann Howe, CPA
Assistant Treasurer &
Corporate Secretary