

PENNICHUCK CORPORATION

NOMINATING AND GOVERNANCE COMMITTEE  
MINUTES DECEMBER 18, 2025 MEETING

A meeting of the Nominating and Governance Committee (“Committee”) of the Board of Directors of Pennichuck Corporation (the “Company”) was held on Thursday, December 18, 2025 at 8:30 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 Committee members for their review prior to the meeting.

The following Committee Members were present at the start of the meeting constituting a quorum:

Elizabeth A. Dunn  
Jay N. Lustig  
Deborah B. Novotny  
Sarah Pillsbury (via Microsoft Teams)

Attending the meeting were the following members of the Pennichuck Corporation Board of Directors:

C. George Bower, Chair of Board

Attending the meeting from Pennichuck Corporation were:

John J. Boisvert, Chief Executive Officer  
Carol Ann Howe, Assistant Treasurer and Corporate Secretary

C. Howe recorded the minutes of the meeting.

Approval of Minutes

There being no comments on the draft minutes of the February 28, 2025 Committee meeting, on motion duly made by J. Lustig and seconded by D. Novotny, all of the Committee members then voting by roll call, it was unanimously

Resolved: that the draft minutes of the March 18, 2025 Nominating and Governance Committee are hereby approved.

Elect a new Committee Chair

After some discussion, E. Dunn indicated she will not continue as Chair of the Committee and D. Novotny agreed to serve in this role.

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

Resolved: that D. Novotny is hereby elected to serve as Chair of the Nomination and Governance Committee effective December 22, 2025.

#### Procedure for Quorum Requirements

There was discussion related to quorum requirements and if there should be changes made to the current procedure. There was also conversation on the sound quality for those participants being remote and J. Boisvert, as well as Committee members, discussed the issues attributing to that difficulty. A Board member brought up the “Owl” system which is supposed to block out the noise and other suggestions included using more speakers on the table.

There was also some discussion on a more formal meeting setting where one individual is speaking at a time. Other ideas discussed defining how a quorum is met and what is considered being present for the meeting as well as the importance of being in person but also the flexibility of still being considered present when remote attendance is needed. It was stated that we should have a policy that addresses what will be required to establish quorum requirements and being “present” as well as what is needed to maintain a quorum. It was suggested that we have a lawyer create a document that discusses board expectations and that will be signed by all Board members each year.

Amymarie R. Corriveau joined the meeting (via Microsoft Teams) at 9:38 a.m.

#### Discuss Current Board Structure and Determine Whether to Recruit a New Board Member

There was a discussion related to determining if we should consider a new board member and on the different classes and who fills those spots. There are two open positions that the Committee has the responsibility to fill. E. Dunn asked J. Boisvert what qualities he would like to see in a new Board Member and he indicated someone with communications experience will be helpful and also a generalist.

#### Review Annual Survey Format from Prior Year and Determine Items for 2025 Survey

Betty summarized where we concluded on the prior year’s annual survey. S. Pillsbury indicated that the questions are good but maybe in item number six the wording can be changed. G. Bower would like to have a question on how effective the Board meetings are. Items to be considered are as follows:

- 1.How do we do it.
- 2.How is it structured.
- 3.Is it effective.
- 4.What are the questions we ask.
- 5.Should we be doing something in our board meetings that make them more effective (possibly to be combined with item 2. above)

D. Novotny indicated we should wait to address the survey and review it at a different time of the year. It was determined the next survey will go out in June and the survey results from 2024 will be reviewed as part of this year's process,

Amy Marie R. Corriveau left the meeting 9:55 a.m.

#### Review Nominating and Governance Committee Charter

The Committee reviewed the changes to the Committee Charter that were presented at the meeting.

After no further discussion, on motion duly made by D. Novotny and seconded by J. Lustig, all of the Committee members then voting by roll call, it was unanimously

Resolved: the changes to the Nominating and Governance Committee Charter as presented at this meeting are accepted.

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

*Carol Ann Howe*

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Carol Ann Howe, CPA  
Assistant Treasurer and Corporate Secretary