



South Shore Bank

2019 Annual Report



President's Letter



James M. Dunphy
Chief Executive Officer
& President

This will mark my 5th year as the CEO of South Shore Bank. I could not be prouder to represent a bank that has been able to continually show significant growth and expand our outreach with deeper penetration into new markets. In whole, 2019 was a great year for the bank with earnings finishing at \$11.3 million, resulting in a return on assets of 0.77%, the highest in recent memory.

Maintaining overhead throughout, we had an expediential year when it came to organic deposit growth which soared by \$142 million or 12%, ending 2019 at \$1.3 billion in total deposits. As a mutual bank, this was an amazing accomplishment, allowing us to fund loan growth of \$143 million or 13%, ending the year at \$1.2 billion. The financial highlight of the year was surpassing \$1.5 billion in total assets. With growth of \$151 million (an 11% increase), we ended the year just under \$1.6 billion.

With efforts focused on expanding into new markets, our big push was to create a niche in condominium association banking where we launched an entire department tasked with broadening our outreach. Our strong growth continually exceeded our operating projections in most key financial metrics.

Through all these triumphant feats, we held ourselves accountable and did not falter from our core values - another accomplishment my team and I take great pride in. Our IT Department has been steadfast on improving and expanding with the times as well, utilizing tools that would best allow the bank to benefit all generations that rely on us as their financial institution. We have also added a Chief Technology Officer to our team. Craig Gardner has helped facilitate South Shore Bank's focus on translating business needs into proficiently engineered technology solutions.

2019 allowed South Shore Bank to take advantage of the convenience new technology offers while maintaining the continued personal touch that the bank is known for. Our Face2Face® virtual live teller machines have continued to be successful, enabling us to service clients' needs with extended hours compared to our normal branch hours.

South Shore Bank continues to focus on being an employer of choice. We have focused on those items that contribute meaningfully to our employees, such as increasing 401(k) matching contributions, introducing elder and childcare benefits, expanding incentive pay, and expanding investment in new workplace technologies. Volunteer opportunities are always available to our staff as well, allowing the sustained outreach of our community-driven brand.

Embarking on a rebranding project is on the forefront of our 2020 plans. We have an opportunity to reposition and contemporize the brand so that it acts as an accelerant to the Bank's growth strategy and helps galvanize internal constituents along our new forward direction. We have always directed our successes to those in our community and thrive to help individuals and businesses with their financial needs. Cheers to our continued success in 2020.

Sincerely,

A handwritten signature in cursive script that reads "James M. Dunphy".

James M. Dunphy
CEO & President
South Shore Bank



A Tribute to Arthur Sharp

Arthur Sharp will be stepping down as Chairman of the Board of Directors of South Shore Bank after 35 years of dedicated service and leadership in this role. He will continue to serve on the Board of Directors and on several bank committees, as he has for the past 46 years.

Those who have met Arthur will say that his character is one of integrity. As a Weymouth Rotarian and Treasurer of their Foundation, he has strived to live up to their motto, Service Above Self, and that commitment is unwavering.

Arthur was born at South Shore Hospital in 1942. He graduated from Weymouth High School in 1960 after completing the College Course Curriculum. In 1962, he received an Associate's Degree in Mechanical Engineering from Franklin Institute of Technology, Boston. He then earned a Bachelor of Science Degree in Engineering Management from Boston University in 1965. That same summer he married his high school sweetheart, Patricia ("Pat"), and began working at Boston Edison Company as a Sales Engineer. Sixteen months later, he was drafted into the US Army during the Vietnam buildup. He accepted an offer to attend the US Army Engineer Officer Candidate School at Fort Belvoir, Virginia and graduated a 2nd Lieutenant, Military Occupational Specialty 1331 Combat Engineer Platoon Leader in 1967. The following year provided an enjoyable assignment at New Cumberland Army Depot, New Cumberland, Pennsylvania where Arthur and Pat became proud parents to a beautiful daughter, Donna Lynn Sharp. In August of 1968, Arthur was promoted to 1st Lieutenant and sent to the Republic of Vietnam. Arthur was assigned to the USA Engineer Construction Agency, Southern Division, headquartered in Saigon. They were responsible for contracting the building and maintaining of over 30 base camps in the Southern Sectors (3&4 Corp) of South Vietnam. In late August of 1969, he was honorably discharged from active duty, having earned the Vietnam Service, Good Conduct and National Defense Service Medals, as well as the Vietnam Campaign Medal (3 stars) and a Bronze Star for Meritorious Service.

He returned to Boston Edison and was promoted to Management in 1972, serving in Commercial and Industrial Sales, Community Relations, Public Affairs and Strategic Planning. During that time, Arthur and Pat were blessed with another baby, son Arthur, Jr., born in 1970. In 1979, the company sponsored Arthur to attend Harvard Business School's Program for Management Development (PMD 38). After accepting an early retirement in 1990, Arthur became a full time real estate investor and created Sharp Enterprises, which Arthur, Jr. manages.

Over the years, Arthur has remained active in the Masonic Fraternity, serving as Master of Weymouth's Orphans' Hope Lodge (1978-1979); Past Deputy Grand Master Grand Lodge of Masons in Massachusetts, the third oldest Grand Lodge in the world (1986); and past member of the Grand Lodge of Masons, Board of Directors. These endeavors awarded him the Henry Price Medal (1986) and the Meritorious Service Medal (2002). In the Scottish Rite Fraternity, he was Past Master of the Mt. Olivet Chapter of Rose Croix, Boston (1990-93), was awarded the Meritorious Service Award (1985), and the Supreme Council, AASR - Northern Jurisdiction conferred 33 Degree Scottish Rite Mason upon him (1991).

Being a loyal resident of Weymouth, he takes great pride in having been involved in many community organizations, namely: Past Chairman of the Board of Directors, South Shore Hospital and South Shore Health & Education (voted "Emeritus Member"); Past Member of Board of Directors, South Shore Chamber of Commerce; Past President of the Mt. Hope Cemetery Association; Past Commander, Lt Ralph Talbot, Jr. Chapter 65, Disabled American Veterans; Past Chairman, American Red Cross, Weymouth Chapter; Past Member, Weymouth Industrial Development Committee; and current member of the Weymouth Veterans' Council.

Arthur and Pat have been loyal members of Old South Union Church, South Weymouth for more than 50 years. They have also enjoyed a 45-year membership at the Neighborhood Club of Quincy. Arthur and Pat take great pride in their wonderful family: Donna and her husband, Todd Benson, Arthur, Jr. and his wife, Cori (Acciavatti) Sharp, and their five grandchildren.

Reflecting on over 45 years with South Shore Bank, Arthur is proud to have served with four South Shore Bank presidents and participated in its three successful mergers with Weymouth Savings Bank, Horizon Bank and Braintree Cooperative Bank, respectively. Arthur has helped South Shore Bank grow from an under \$50 million bank in 1974 to \$1.75 billion bank with 14 branches today. Arthur looks forward to many more years of promoting and supporting South Shore Bank's stellar attributes and banking services.



Arthur Sharp
Chairman of the Board of Directors



Consolidated Statements of Condition (Years Ended December 31)

(unaudited)	2019	2018	2017
ASSETS:			
Cash and due from banks	\$ 50,412,680	\$ 50,362,801	\$ 40,864,042
Federal funds sold	—	—	—
Investment securities	254,238,841	246,609,058	265,212,000
Loans, net	1,202,306,732	1,061,371,325	976,711,568
Premises and equipment, net	13,730,111	14,041,069	13,113,155
Other assets	45,482,946	43,060,661	46,089,075
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TOTAL ASSETS	\$ 1,566,171,310	\$ 1,415,444,914	\$ 1,341,989,840
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LIABILITIES AND CAPITAL:			
Deposits	\$ 1,308,424,254	\$ 1,166,255,751	\$ 1,081,831,201
Borrowed funds	75,909,118	87,390,193	104,095,239
Other liabilities	17,160,350	12,764,279	13,783,717
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TOTAL LIABILITIES	1,401,493,722	1,266,410,223	1,199,710,157
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Capital	164,677,588	149,034,691	142,279,683
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TOTAL LIABILITIES AND CAPITAL	\$ 1,566,171,310	\$ 1,415,444,914	\$ 1,341,989,840
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Consolidated Statements of Income (Years Ended December 31)

(unaudited)	2019	2018	2017
INTEREST AND DIVIDEND INCOME:			
Interest and fees on loans	\$ 50,997,732	\$ 44,795,686	\$ 33,278,333
Interest and dividends	7,594,476	7,016,917	5,710,639
TOTAL INTEREST AND DIVIDEND INCOME	58,592,208	51,812,603	38,988,972
INTEREST EXPENSE:			
Interest on deposits	9,401,532	5,779,178	3,564,008
Interest on borrowed funds	2,210,058	2,523,831	2,258,164
TOTAL INTEREST EXPENSE	11,611,590	8,303,009	5,822,172
NET INTEREST INCOME	46,980,618	43,509,594	33,166,800
Provision for loan losses	1,950,000	2,125,000	875,291
NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES	45,030,618	41,384,594	32,291,509
TOTAL NON-INTEREST INCOME	6,082,538	6,975,287	3,144,123
TOTAL NON-INTEREST EXPENSE	35,889,670	35,205,656	26,199,631
Net income before taxes	15,223,486	13,154,225	9,236,001
Provision for income taxes	3,905,491	3,035,619	5,349,923
NET INCOME	\$ 11,317,995	\$ 10,118,606	\$ 3,886,078

Testimonials

Where Personal Relationships are Valued

Bridget Cashman of Rockland Ice Rink Partners

The Cashman family's inspiration for opening an ice-skating rink was a very special moment in Boston history: Bobby Orr's famous goal at the Boston Garden on May 10, 1970. Bridget Cashman, who started the Rockland Ice Rink along with her husband, Barry, was at the game. "It was over 80 degrees outside and it was Mother's Day," she recalls. "I knew that moment would go down in history. After that shot, my husband said we should open a rink."

Rockland Ice Rink opened in 1972 and provides hockey, figure skating, recreation and more for South Shore kids and adults. Still a family business, Bridget's son, John, is the General Manager and her grandson, Jack, is the Assistant Manager. "It's hard work, but so rewarding," Jack says of running a rink that offers such a wide variety of programs and amenities.

It is the home of Winterland Skating School, which offers a Learn to Skate program for all ages, as well as a Learn to Play Hockey program. Winterland Skating School's figure skaters have won the District 1 Championships for two years in a row. Rockland Ice Rink also hosts the South Shore Eagles Hockey Program that teaches skills and teamwork, and the Bay State Breakers, a comprehensive hockey organization composed of teams competing in the USPHL, Eastern Hockey Federation, The EHF Selects and the New England Girls Hockey League. Additionally, the rink offers free open skating.

With so many services and accounts to keep track of, Rockland Ice Rink relies on South Shore Bank for their banking. They opened accounts at the Norwell branch with Retail Officer, Michael Tinkham, who took the time to understand exactly what they needed. "Mike made setting up business accounts easy," says Jack. "Paying the bills is easy as well. The bank's platform is clean and simple to use. Having such a smooth process saves us time."

"The statements are easy to read," Bridget says. "With other banks, the accounting system was confusing. South Shore Bank's statements are clear and understandable." She also is thrilled that she doesn't have to go to the bank to deposit checks. South Shore Bank's Mobile Bank App allows clients to deposit checks on their smartphone anytime, anywhere.

"The service is excellent," says Bridget. "We enjoy talking to Jane Wing and the whole staff. They take the time to get to know you personally." Jane Wing, Cash Management, strives to help clients succeed by offering innovative technology solutions and exemplary client care. "It's nice to speak with the employees and get to know people", says Jack. "We feel fortunate to have Mike, Jane and the whole bank staff helping us with our business. We value personal relationships, and so does South Shore Bank."

The feeling is mutual; Mike Tinkham holds the Cashmans in very high regard: "As their personal banker, I have known the Cashman family for a number of years and can honestly say it is a pleasure to serve such an exceptionally run and distinguished local business. The Rockland Ice Rink is a staple on the South Shore and is well-known for its dedication to our young, aspiring athletes. We at South Shore Bank are proud to have Bridget, John and Jack Cashman, and Rockland Ice Rink as a part of our Bank family."



*Bridget Cashman and
her grandson Jack Cashman*



Testimonials

Growing Business and Supporting Community

Joe Gratta of Atlantic Mechanical



Joe Gratta

Family-owned and operated, Atlantic Mechanical has been providing first-rate commercial HVAC installation, service and repair for decades. Located in Weymouth on Washington Street, it is proud to call the South Shore its home.

Atlantic Mechanical owes much of its phenomenal growth and success to its founder and owner, Paul Gratta, who started the business with just himself and one van. Now, Atlantic Mechanical has 28 vehicles on the road, an outstanding team, cutting edge technology, an impressive portfolio and innumerable satisfied customers.

Paul Gratta's son, Atlantic Mechanical CEO and South Shore Chamber of Commerce Executive Committee member, Joe Gratta, says that his father grew the business with his hard work and commitment to customers. "Hard work and customer satisfaction go hand in hand. He would not leave a site until the customer was happy, and this value has been instilled throughout the Atlantic Mechanical organization. He has given us a great reputation and a great name to carry on."

In 2013, Atlantic Mechanical was looking for a new bank, and they wanted one with roots in the South Shore that would understand the particular needs of a small business. They met with South

Shore Bank Senior Commercial Loan Officer Michael Healy and developed a longstanding relationship. "Michael understood Atlantic Mechanical's goals and what we wanted to become," says Joe. "We put a plan together not just for the next few years, but for the long-term. We set up accounts as well as a line of credit for real estate that would allow us to expand and grow."

South Shore Bank holds nine of Atlantic Mechanical's accounts associated with realty holdings, in addition to its operating accounts. "As a developer, we are using South Shore Bank to fund a 42-unit development in Weymouth Landing; their assistance has been instrumental in getting the development to function," says Joe. "Michael and South Shore Bank help us with every aspect of the project management, making sure everything runs smoothly. You can tell they really care about the development as a part of our community. We're honored that we are the ones who get to build this development, and we're grateful for South Shore Bank's assistance. They have a true focus on the well-being of our South Shore community."

Through Atlantic Mechanical's relationship with South Shore Bank, Joe Gratta was also able to take advantage of Leadership South Shore, a program founded by the bank. The program brings together regional business leaders, exposes them to a spectrum of regional issues and encourages these leaders to become more civically involved. "Being in the program gives you a deeper understanding of the South Shore: its history, where it's going and how we can help its growth. That experience led me to join the South Shore Chamber of Commerce and help to make an even bigger difference for the South Shore and its economic development."

As a company with a focus on its community, Atlantic Mechanical appreciates that it has a partner in South Shore Bank. "It is rare to have a bank be with you every step of the way," says Joe. "The bank has such a community focus and stays involved with their clients to ensure that they're doing well and that transactions run smoothly." Joe can easily reach Michael Healy, as well as South Shore Bank CEO James Dunphy when he needs them. "Being a South Shore Bank client means you have a partner; they want you to succeed. It is a partnership in every way and their team makes you feel that way throughout every process."



Shared Success with a Local, Personal Touch

Ray Belanger of Bay Copy

Bay Copy in Rockland has been in business for almost 50 years, providing printing equipment and services, and taking the hassle out of office technology. Bay Copy is the document generation company of choice for businesses as small as sole proprietorships, and organizations as large as Bridgewater State University, Signature Healthcare and Beth Israel Deaconess Hospital in Plymouth. A broad range of industries benefit from Bay Copy's services, including South Shore Bank. Bay Copy President and CEO Ray Belanger shares a strong relationship with customers and the South Shore community and never stops seeing possibilities for growth.

Belanger's father started Bay Copy in 1972 and, almost half a century later, it is still leading the industry. Bay Copy has been named an "Elite Dealer" for over 20 years by technology magazine ENX, and has received the Business Technology Association Award of Excellence and several other prestigious honors.

"One of the many aspects of Bay Copy that sets us apart is the fact that we customize our systems and services for every business, based on their needs," says Belanger. It can be overwhelming to run a business these days, with so many advances in technology and systems to manage. "We make sure to talk to our clients and listen to their needs and challenges. It's not just a matter of finding the right machine, but also finding the best processes." Bay Copy is an independent retailer, which means that it can choose any brands it wishes to sell. Its sales team will recommend the machine that will deliver the best results for that business, without the restraint of being bound to a particular product line.

In addition to selling copiers, printers, fax machines and other office equipment, Bay Copy provides the stellar service that keeps the equipment running smoothly. "Our customer service receives constant compliments," says Belanger. "We have a tight-knit team, and several employees have been with us for ten to twenty years." Bay Copy's consummate experience ensures that clients receive knowledgeable, prompt attention for any challenges, big or small.

"We're thrilled to be a Bay Copy client," says South Shore Bank CEO and President, James Dunphy. "We can trust them with our confidential information. They tailor the equipment and services to our needs and their reliability saves us money because

we are not compromised by malfunctions and downtime."

The feeling is mutual: Belanger and Bay Copy could not be more pleased with South Shore Bank. "The staff goes above and beyond the call of duty," says Belanger. "They were incredibly helpful when I set up online systems and accounts. It could not have gone more smoothly and now we save so much time. We can do our payroll, ACH transfers and electronic transfers all online."



Ray Belanger

Belanger was also impressed by how easy it was to open a line of credit with South Shore Bank. "It was simple, straightforward and the staff did their due diligence," says Belanger. "I appreciate that everything was handled locally; it made everything that much more convenient and there were no surprises." Belanger particularly appreciated the assistance of Michael Tinkham, South Shore Bank Retail Officer. "He was incredibly helpful. He is fantastic to work with."

Bay Copy and South Shore Bank have been working together for many years. Belanger served as the South Shore Chamber of Commerce's Chairman of the Board, a position South Shore Bank's James Dunphy held previously as well. "I appreciate the close connection and the community work that Bay Copy and South Shore Bank have been able to accomplish with the Chamber of Commerce," says Belanger. "Local involvement is paramount to both of us." Both businesses take great pride in sponsoring community events, volunteering, and encouraging initiatives that benefit the South Shore.

South Shore Bank and Bay Copy look forward to many more years of supporting each other, and also the South Shore community.



Testimonials

Customized Banking that Meets Our Business Needs

D.J. MacKinnon of Atlantic Development

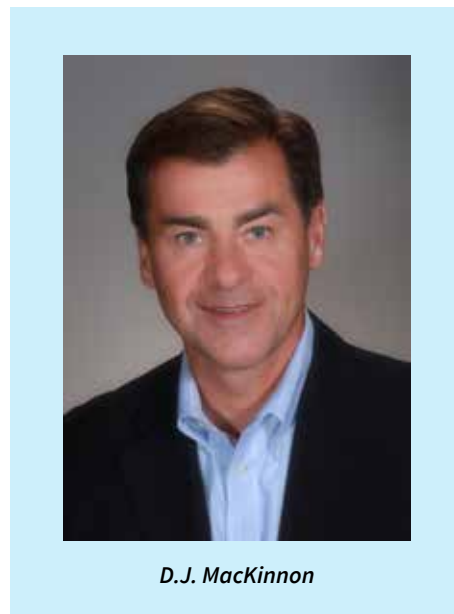
Atlantic Development of Hingham has teamed up with Bozzuto Group of Washington D.C. to create an expansive mixed-use development at the North Quincy MBTA station. The project will feature around 50,000 square feet of retail shops, outdoor dining, 600 top-of-the-market apartments and 1600 parking spaces. Atlantic Development President, D.J. MacKinnon, is thrilled at how the development will benefit South Shore residents by providing resources for the community. It will also generate about \$230 million in much needed revenue for the MBTA.

With regard to their relationship with South Shore Bank, MacKinnon has worked with the Bank's CEO James Dunphy and appreciates that the bank can offer tailored solutions for both the borrowing and deposit products they need. "It is important to keep deposits with the bank that have a good return and to have regular access to funds if we need them," says MacKinnon. "We have a great relationship with South Shore Bank."

MacKinnon has a long history with construction and development. His father was in the construction business and, after college, he worked with AT&T in their real estate and development section. In the 80's, he started his own company. "I work hard to make sure the developments meet all our tenant's needs. We secure the rights to property, go through zoning and permitting, take care of environmental issues and find the right construction company that will build the projects properly."

With so much to manage, MacKinnon is grateful that banking with South Shore Bank is so efficient. "I appreciate that we can go to the decision makers directly at South Shore Bank," says MacKinnon. "We can have a dialogue, discuss different options and get instant feedback."

South Shore Bank customizes its offerings for clients' needs instead of offering cookie-cutter solutions. This is of great value for Atlantic Development's ventures. Atlantic Development and the Bozzuto Group formed North Quincy Partners, a limited-liability corporation that is developing the North Quincy mixed-



D.J. MacKinnon

used development. The destination will draw visitors from all around the Boston area: the living spaces and neighborhood retail options will cater to the people in residential buildings nearby, as well as the local community. The project is also focused on providing Quincy residents with easy commuting options, pedestrian and bike lane improvements. The collaboration at North Quincy Station is a welcome addition to the community and one that has been facilitated by South Shore Bank's consummate business banking products, as well as their integrity and unparalleled client service.

"When we meet with South Shore Bank, we can figure out something immediately. There is no waiting period; we find an approach right away," says MacKinnon.



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Chairman of the Board of Directors
South Shore Bank

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Chief Executive Officer/President
South Shore Bank

J. Leonard Bicknell

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