

**Norse Group Board Q3 2022/23**  
**Held on Thursday 23 February 2023**

**Attendees**

Andy Wood	-	Chair, Non-Executive Director
Andrew Proctor	-	Non-Executive Director, Norfolk County Council
Simon Hardwick	-	Non-Executive Director, Norse Group Ltd
Brian McCarthy	-	Non-Executive Director, Norse Group Ltd
Justin Galliford	-	CEO, Norse Group Ltd
Zoe Repman	-	CFO, Norse Group Ltd
Katie Marrison	-	Group HR Director, Norse Group Ltd
Cllr Barry Duffin	-	Norfolk County Council, Shareholder Representative

**Also in attendance:**

Stuart McWilliam	-	Group Solicitor, Norse Group Ltd
Simon George	-	Executive Director Finance and Commercial Services, Norfolk County Council
Katrina Hulatt	-	Head of Legal Services, Norfolk County Council

**Apologies:**

Lord Gary Porter	-	Non-Executive Director, Norse Group Ltd
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**1.0 Declarations of Interest**

1.0 None to report.

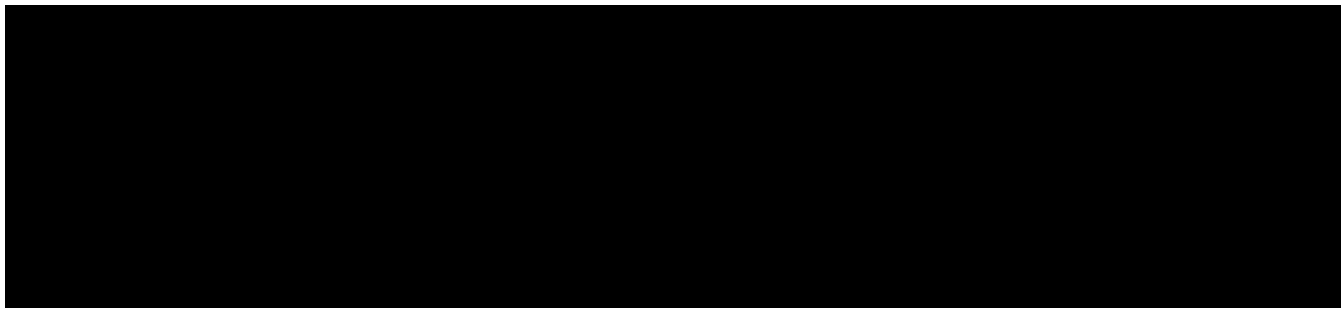
**2.0 Minutes of the previous meeting**

2.1 The minutes of the Norse Group Board Meetings held on 14 November 2022, [REDACTED]

**2.2 14 November 2022:**

- Item 6.1 - CEO is currently working on a report for the Board to address the areas of risk associated with development partnerships.
- Item 6.1 –Norse Consulting COO is looking at PI Insurance and the provisions provided.
- Item 8.3 – Strike action was avoided by the proactive discussions held between the Unions and the Group.

The minutes were **APPROVED**.



### 3.0 Chairman's Statement

3.1 The Chairman stated that after one year in post, he has been encouraged that the Executive is tackling the issues being faced particularly the IAA and the cultural change work within Norse.


The Chair also thanked Simon Hardwick for his work on Group Governance and for his contribution to the Board.

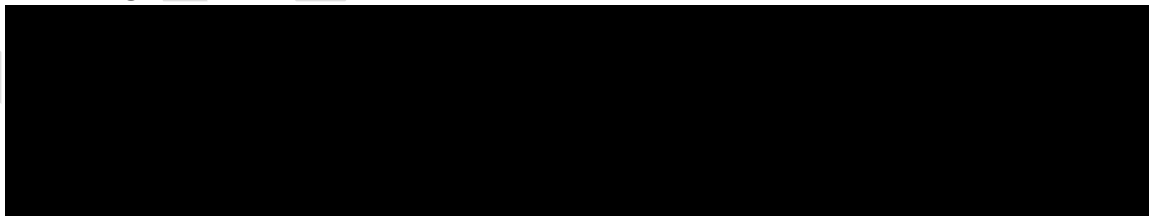


NorseCare transformation remains on-going however the pace needs to be accelerated.

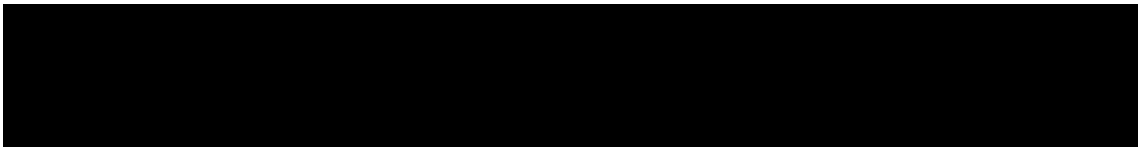
### 4.0 Chief Executive Report

4.1 The report was taken as read. The CEO provided an overview of key highlights:

- Q3 22/23 achieved a trading profit of £0.2m, 
- Norse Consulting had a strong quarter, with work previously held back being released.



- Senior Management Team has been restructured to strengthen the senior team, and drive value, particularly in consulting.
- NorseCare continue to assist the NHS and reduce bed-blocking. Conversations remain on-going with James Paget Hospital and East Coast Care. This initiative must be considered within the Inner Circle work, as the arrangement appears to be more permanent than assisting in a winter crisis.

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- Initial phase of Inner Circle work has concluded.
  - Self-managed teams of care workers should be considered by NorseCare. A successful cost-effective model was trialled in St Ives, Cambs. Andrew Proctor stated that he would be able to provide introductions to individuals involved with this trial, if required.
  - Nourishing Food Network is proving successful with Norse providing distribution and storage, without which, the Chair of Nourishing Norfolk has stated that the initiative would not be operational. This is not only a compliment to Norse it also forms part of the Groups ESG commitments.

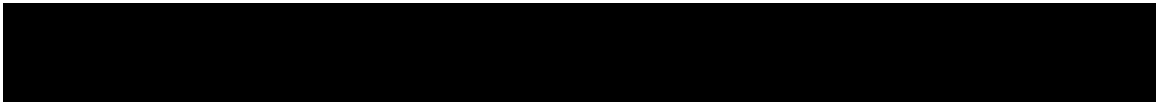


3.3 The Board **AGREED** to note the report.

#### 4.0 **Norse Group Financial Report.**

- 4.1 The report was taken as read. The CFO provided an overview of key highlights:
- NorseCare no longer receive Infection Control Funds.
  - Continued focus on recruitment is expected to have a positive impact. Mayflower Court care home managed to fill 19 vacancies with a quick turnaround of applications, interviewing candidates and job offers. This rapid process of recruitment should be adopted across NorseCare.
  - Inner Circle update will be provided at the next Board meeting. **ACTION**

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- There must be an intense focus on cost and margin value in pricing.
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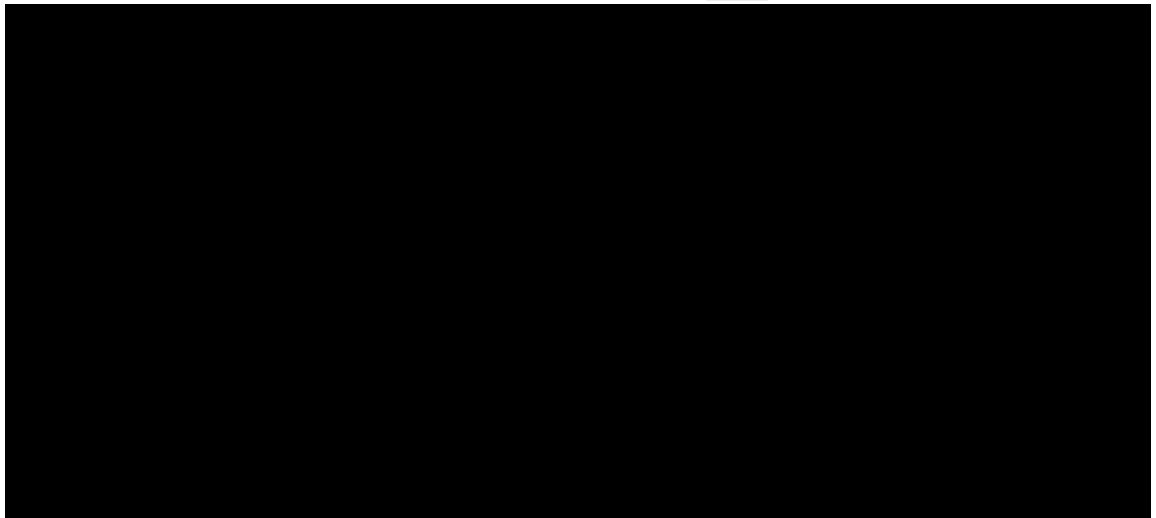


4.3 The Board **AGREED** to note the report.

**5.0 Group Operations Summary.**

5.1 The report was taken as read. The following was noted:

- Access to levelling up funds should be pursued.



- Alliance Norse JV is performing well. N-Able are delivering work and this is another example of Norse merging services that it can offer.
- It was requested that the CFO provide the Board with data on loss of revenue in JVs that are ending and the impact that this will have on profitability. **ACTION**

5.2 The Board **AGREED** to note the Report.

**6.0 Norse Group SHEQ Report**

6.1 The Board **AGREED** to note the report.

**7.0 Group Business Opportunities**

7.1 The report was taken as read. The following was noted:

- 196 contract wins recorded to date, predominantly in cleaning and catering (Commercial Services core business).
- Paul Pawa will be invited to the next Board meeting to provide an update on his impressions of Norse, where improvements can be made and forward thinking, what can be achieved. **ACTION**

6.2 The Board **AGREED** to note the report.

## 7.0 NorseCare Update

7.1 The report was taken as read. The following was noted:

- The Board stated that it would be beneficial to have a five-year lifecycle / costing plan for capex spending.
- Inner Circle will look at the care estate, pricing model and block contract with NCC [REDACTED]
- Fair cost of care will impact NorseCare.
- Housing With Care and the minimum requirements expected will have a radical impact on NorseCare.

7.2 The Board **AGREED** to note the report.

## 9.0 People Report

9.1 The report was taken as read.

- It was recommended that Borne present at the next Quarterly Board.

### **ACTION**

9.2 The Board **AGREED** to note the report.

## 10.0 Corporate Communications

10.1 The report was taken as read.

10.2 The Board **AGREED** to note the report.

## 11.0 Legal Update

11.1 The Board **AGREED** to seek Norfolk County Council approval to the appointment of the directors of the subsidiary companies as set out.

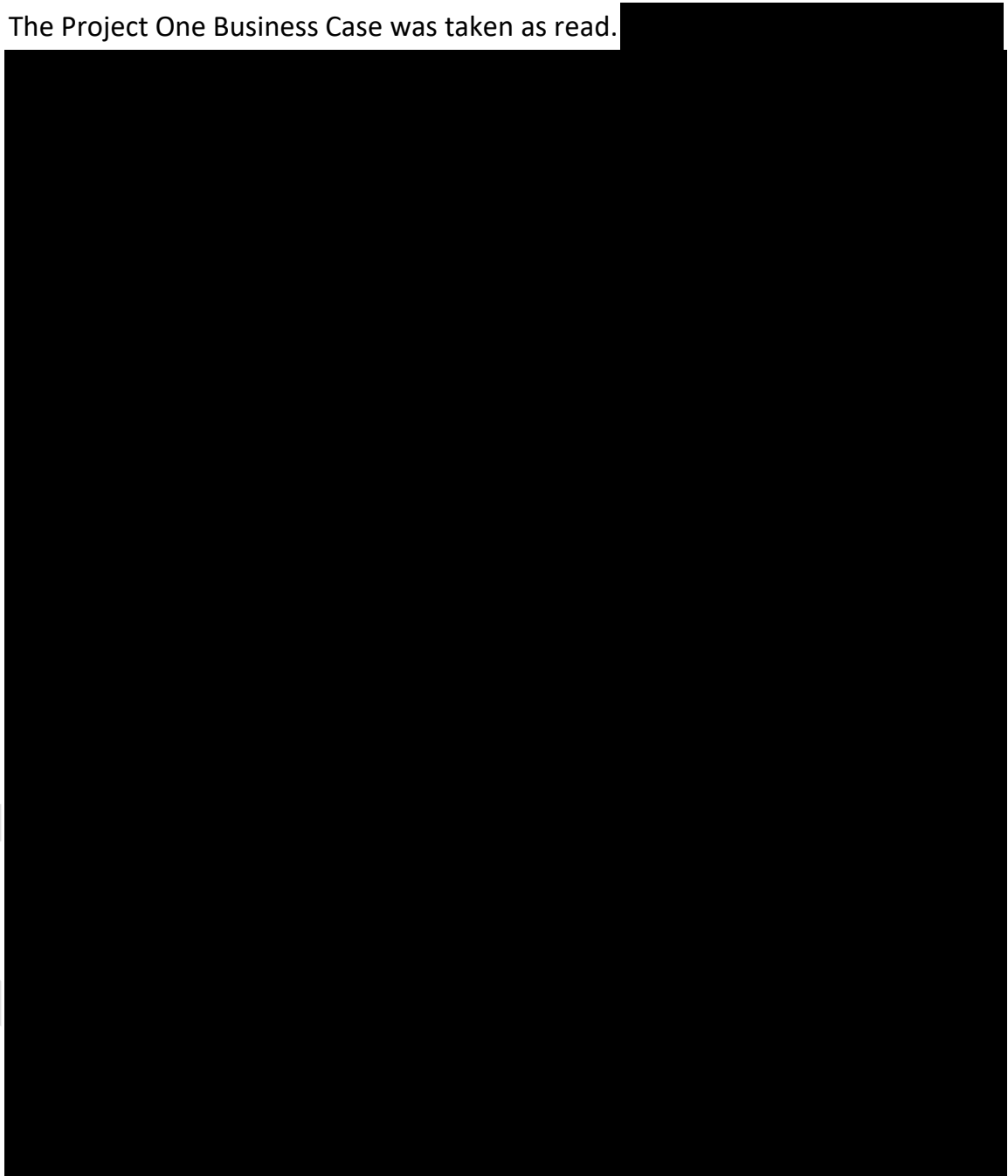
11.2 The Statutory Directors of Norse Eastern and NorseCare will be reviewed.

11.4 It was recommended that the Group board legal report is expanded to include governance and progress on recommendations made.

11.5 The Board **AGREED** to note the report.

**12.0 Project One**

12.1 The Project One Business Case was taken as read.

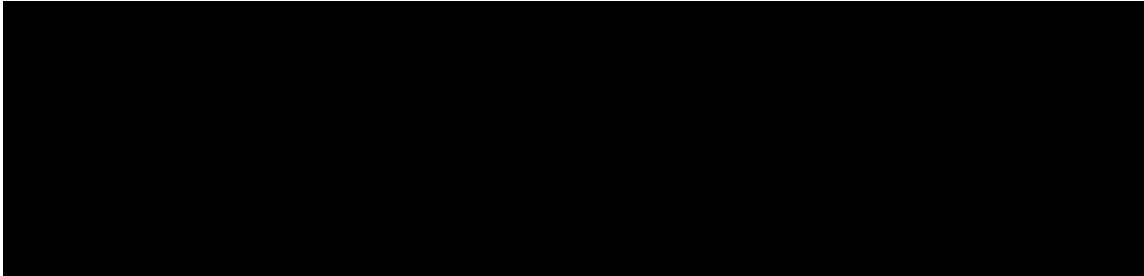


12.2 The Executive are to report to the Board, on who will be responsible for the Project, costs, and timelines. **ACTION**

12.3 The Board are **SUPPORTIVE** and **APPROVE** the implementation of Project One.

**13.0 Norse Group Strategic Business Plan 2024-2028**

13.1 The Norse Group Strategic Business Plan 2024-2028 was taken as read.



13.2 The Board **AGREED** to the Norse Group Strategic Business Plan 2024-2028

**14.0 AOB**

14.1 The Board were made aware of the unexpected death of a resident at a NorseCare home. An investigation remains on-going.

14.2 KLM and City College have recently met with Norse. Discussions continue with Paloma Capital.

14.3 The Chair stated that the Board has matured to a level where investments can be brought straight to them, therefore the Group will no longer hold Investment Committees. If there is a significant investment proposal, robust discussions will be held, prior to Board presentation.

I declare that these are the agreed minutes.

Chairman:

Date: .....18 May 2023.....