

**Norse Group Board Q1 2023/24**  
**Held on Thursday 31 August 2023**

**Attendees**

Andy Wood	-	Chair, Non-Executive Director
Greg Peck	-	Non-Executive Director, Norfolk County Council
Craig Dearden-Phillips	-	Non-Executive Director, Norse Group Ltd
Brian McCarthy	-	Non-Executive Director, Norse Group Ltd
Lord Gary Porter	-	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

**Also in attendance:**

Stuart McWilliam	-	Group Solicitor, Norse Group Ltd
Nick Maddox	-	Group COO, Norse Group Ltd
Harvey Bullen	-	Director of Financial Management, Norfolk County Council

**Apologies:**

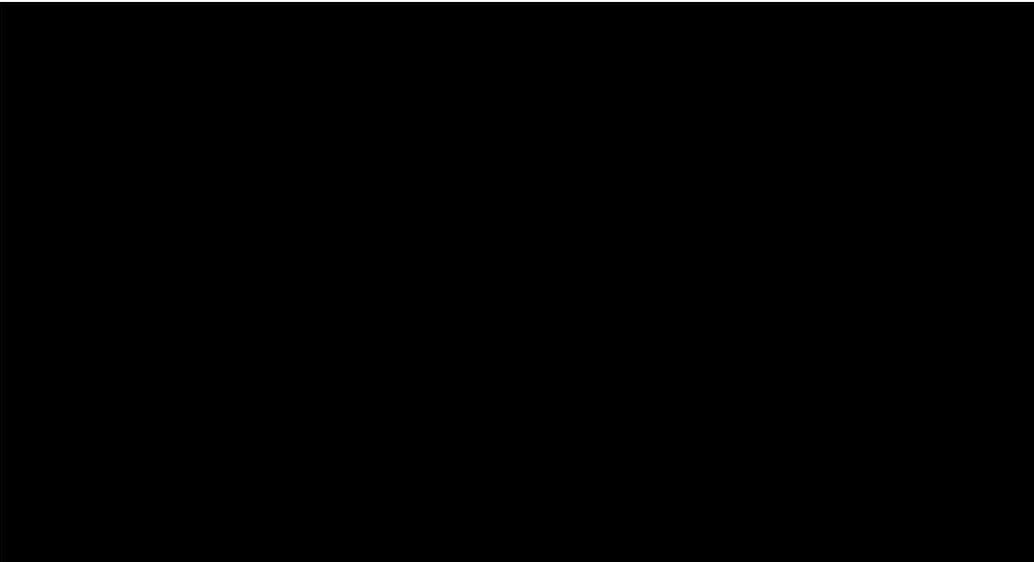
Katrina Hulatt	-	Head of Legal Services, Norfolk County Council
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**1.0 Declarations of Interest**

1.0 None to report.

**2.0 Minutes of the previous meeting**

2.1 The minutes of the Norse Group Board Meetings held 



### 3.0 Matters Arising

3.1 The following matters were brought to the Boards attention:

- The Chair and Group CEO have attended a couple of meetings with the Shareholder (NCC). Whilst it is encouraging that the Shareholder is looking at the governance and stewardship of Norse, it must be recognised that there should be a clear separation of Governance and client relationship. Shareholder expectations appear opaque, and this needs to be clarified.
- A clear definition of NCC's role as both a client and shareholder must be established and a letter of expectations from the Shareholder would be welcomed by Norse.
- Conversations with the Shareholder continue regarding NorseCare and its governance. Discussions have taken place regarding the establishment of a NorseCare panel or Board.



- It would be beneficial for the Executive to complete a review of end of tenure contracts that have been difficult or problematic, as a lesson learned exercise. **ACTION - Executive**
- It was recommended that a half year and full year report is produced for the shareholder and that an annual AGM is held. **ACTION - CFO**
- Finance is currently looking at developing a series of performance indicators, together with percentage differences in YoY results. This will be provided to the Board in due course.
- It was suggested that a review of fuel usage is undertaken to see if there are any anomalies in fuel consumption across the business.  
**ACTION – NM**

### 4.0 Chief Executive Report

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

- There has been industrial action from unions.
- The economy is showing signs that wage pressures are easing.

- [REDACTED]
- [REDACTED]
- [REDACTED]
- The economic environment remains tough.
- With regard to margins made, it was questioned whether Norse are aggressive enough when bids are placed.
- Recruitment drive in NorseCare is finally baring results (resulting in reduced agency costs).
- Staff retention, particularly in NorseCare, remains an issue and the HRD is looking into this. It was suggested that HRD looks at staff retention against our competitors in the care industry. **ACTION - HRD**

The Board **AGREED** to note the report

## 5.0 Norse Group Financial Report.

5.1 The report was taken as read; the following was noted:

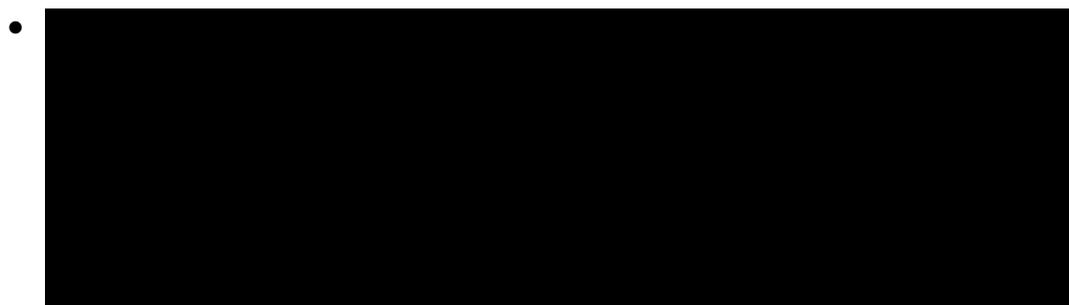
- [REDACTED]
- Group net-debt is down. [REDACTED]
- [REDACTED]
- It is noted that when payment is received it will likely go into FY24 accounts.
- It was recommended that Norse ensure that NorCC have adequate funds to pay the amount owed Norse.
- It was recommended that correspondence from the Norse Board is sent to NorCC requesting payment of the outstanding debt by a specified date. **ACTION – SMW/ZR**
- The signing of the Group Accounts will take place at the end of September 2023.
- Cost mitigation plans will be reviewed due to losses within the business.
- Covenant tests will continue for NCC loan.

The Board **AGREED** to note the report

## 6.0 Group Operations Summary.

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

- Senior Management and Operations Directors are working on a cost mitigation plan across the three business areas. Once complete this will be presented to the Board.
- Discussions continue with Babergh and Mid-Suffolk District Councils to mitigate risks associated with the housing development. Progress is being made.
- [REDACTED] has exited NorseCare. Whilst there was some concern raised as to who will lead NorseCare until a suitable replacement is found, the executive remain focused on its day to day operations, the level of care provided and the governance of NorseCare.
- It was recommended that a letter from the Shareholder, stating its expectations of NorseCare, is received. This will also assist in the recruitment of a Director of NorseCare.



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

## 6.0 Norse Group SHEQ Report

6.1 SHEQ Director is looking at capturing more detail in the statistics provided so that further analysis can be undertaken.

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

## 7.0 Group Business Opportunities

7.1 It was recommended that the Group Business Opportunities report includes details of the profits to be made on new business opportunities.

**ACTION - PP**

7.2 Paul Pawa will be invited to Board meetings to provide the Board, in person, details of new business opportunities. **ACTION**

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

## **8.0 People Report**

8.1 The report was taken as read.

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

## **9.0 Corporate Communications**

9.1 The report was taken as read.

9.2 The CEO will be attending the fringe events at the upcoming party conferences.

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

## **10.0 Legal Update**

10.1 The report was taken as read.

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

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

## **11.0 Project One Update**

11.1 [REDACTED] provided the Board with a progression update.

11.2 Engage has been launched as is available for staff to use. It has been well received and its usage is gaining momentum.

11.3 Project One is on track, with any issues being immediately identified and addressed.

11.4 Good progression is being made across all work streams. Project One is being well received by management and across the business.

## **13.0 AOB**

13.1 Nothing to report.

I declare that these are the agreed minutes.

Chairman: 

Date: 23 November 2023