Norse Group Board Q3 2025/26
Held on Thursday 26 February 2026

norse group

Attendees

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

Also in attendance:

Katie Marrison	-	Group HR Director, Norse Group Ltd
Stuart McWilliam	-	Group Solicitor, Norse Group Ltd
Nick Maddox	-	Group COO, Norse Group Ltd
Jason Glasspoole	-	Group Director of Operations, Norse Group Ltd
Paul Pawa	-	Strategic Development Director, Norse Group Ltd

Apologies

Harvey Bullen	-	Director of Financial Management, Norfolk County Council

1.0 Declarations of Interest

1.1 None to report.

2.0 Norse Care Update

The sale process of Norse Care to Stow Healthcare is continuing. Due diligence is under way, with approximately 50% of the required information now uploaded to the data room.

[redacted]

[redacted]

3.0 D365 Update

A significant number of payments to suppliers have been delayed due to a system error within D365. Additional resources have been deployed to address the resulting backlog, which is recognised as a reputational risk to Norse given its impact on the supply chain. Further resources have been allocated to mitigate this risk.

Suppliers have been contacted, and the Group's strong local relationships have helped secure their understanding of the situation.

The backlog is expected to be cleared in the coming weeks, with the underlying system issue resolved.

Programme fixes have already addressed some of the problems, although certain behaviours and processes still require improvement and are currently under review.

This will have an impact on the Group audit.

The CFO will provide the Board with an update on the supplier payment situation in two weeks. **ACTION**

People XD is operational with iTrent no longer in use. There are no reported issues with the transition of systems. It was recognised by the Board that this is a major achievement for the payroll team and expressed their thanks

4.0 Health & Safety Update

4.1 The report was taken as read, with nothing requiring the Board's attention.

5.0 Finance

5.1 The CFO provided and update and the following was noted:

- Surplus sale of assets has not taken place.
- Working capital is strong but this is due to the D365 payment issues.

[redacted]

It was noted that should the Shareholder change because of the local elections, they may take a different view on the Group's debt with NCC, and the dividend or rebate could be reconsidered. Proceeds from the sale of the Care homes is to be used to clear down the debt.

6.0 Executive Reports

The Executive reports were all taken as read with the Chair asking if there were any matters in the individual reports that should be brought to the Boards attention. The following was noted:

The HR Director confirmed that the HMRC investigation into changes to National Living Wage timings for catering staff has now concluded. One minor issue was identified in relation to a single employee. This ends a significant HMRC investigation that has been ongoing for over five years.

The HR Director and the Board recorded their thanks to the Payroll Team Manager for her work on this matter. The Chair will write personally to [redacted] express his appreciation for this achievement.

Growth Strategy:

Paul Pawa presented the Growth Strategy, and the following points were noted:

The Group's key strengths and challenges were highlighted:

- Strengths – Councils are required to continue delivering statutory services, which Norse supports, and which would not be impacted by LGR.
- Challenges – Financial resistance, bandwidth (recruitment issues, attracting and retaining talent).

[redacted]

The following questions were raised by the Non-Executives,

- What resources would be required for the Group to bid for additional contracts.
- Have the Group reviewed competitor's margins and benchmarked these against its own performance?
- Have the Group mapped out where Councils will be heading due to LGR and have a plan to approach these Councils?
- Have District, Town and even Parish Councils been approached to see if they require the services that Norse can offer.
- Have the Group looked at other areas, for example, Sizewell, NHS, Diagnostic Centres?

People Reports:

Results from the staff survey are received. [redacted]

7.0 [redacted]

7.1

8.0 REMCO

8.1 CEO Objectives have been submitted for the financial year.

8.2 Appraisals will be submitted at the next Board meeting for approval.

8.0 **Review of Board Minutes:**

8.1
- The minutes from the Board meetings:

  20 November 2025 (Q2 25/26)[redacted]

were reviewed and **APPROVED**.

9.0 **AOB**

The sale of Norse Care and the Norse Group were both subject to scrutiny at the recent NCC-owned Governance Panel meeting.

It was agreed that the Group would commission a governance review of Norse Group, in collaboration with Local Partnerships. This review would also be beneficial in the context of LGR and the potential for Norse to have multiple shareholders.

The Budget was AGREED and APPROVED by The Norse Group Board. This will now be submitted to the Wholly Owned Governance panel. The Budget included the underlying assumptions made.

[redacted]on Air.

I declare that these are the agreed minutes.

Chairman:
Date 09.06.26