



Shareholder Committee

Agenda

**Thursday, 15th October, 2026
at 3.00 pm**

in the

**Meeting Room 1-3, First Floor, King's
Court and available for the public to view
on [WestNorfolkBC on You Tube](#)**



King's Court, Chapel Street, King's Lynn, Norfolk, PE30 1EX
Telephone: 01553 616200

Wednesday 7th October 2026

Dear Member

Shareholder Committee

You are invited to attend a meeting of the above-mentioned Task Group which will be held on **Thursday, 15th October, 2026 at 3.00 pm** in the **Meeting Room 1-3 - First Floor, King's Court, Chapel Street, King's Lynn PE30 1EX** to discuss the business shown below.

Yours sincerely

Chief Executive

AGENDA

1. **Apologies for absence**
2. **Minutes of the previous meeting** (Pages 5 - 9)
3. **Declarations of Interest** (Page 10)

Please indicate if there are any interests which should be declared. A declaration of an interest should indicate the nature of the interest (if not already declared on the Register of Interests) and the agenda item to which it relates. If a disclosable pecuniary interest is declared, the member should withdraw from the room whilst the matter is discussed.

These declarations apply to all Members present, whether the Member is part of the meeting, attending to speak as a local Member on an item or simply observing the meeting from the public seating area.

4. Chair's correspondence

5. Members present under standing order 34

To note the names of any Councillors who wish to address the meeting under Standing Order 34.

Members wishing to speak pursuant to Standing Order 34 should inform the Chair of their intention to do so and on what items they wish to be heard before a decision on that item is taken.

6. Urgent Business

To consider any business, which by reason of special circumstances, the Chair proposes to accept, under Section 100(b)(4)(b) of the Local Government Act 1972.

7. Annual Update on the Activity of the Shareholder Committee (Pages 11 - 17)

8. West Norfolk Housing Company Board Membership Update (Pages 18 - 20)

9. Committee Forward Plan (Pages 21 - 25)

10. Date of future meeting

The date of the next meeting is scheduled for the 10th December 2026.

11. Exclusion of the Press and Public

That under Section 100(A)(4) of the Local Government Act 1972, the press and public be excluded from the meeting for the following item of business on the grounds that it involves the likely disclosure of exempt information as defined in paragraph 3 of Part 1 of Schedule 12A to the Act.

12. Exempt - West Norfolk Housing Company Business Plan Update for 2026/2027 (To Follow)

13. Exempt - West Norfolk Property Limited Business Plan Update for 2026/2027 (To Follow)

To:

Shareholder Committee: A Beales, C Morley and S Ring

Officers:

Kate Blakemore, Chief Executive

Michelle Drewery, Deputy Chief Executive and Section 151 Officer

Duncan Hall, Assistant Director, Regeneration, Housing and Place

Emma Hodds, Chief of Staff and Monitoring Officer

Carl Holland, Assistant Director for Finance and Deputy Section 151 Officer

Charlotte Marriott, Policy Officer

Karl Patterson, Housing Development Officer

Graham Philpot, Housing Strategy Delivery Officer

By Invitation: Board Members of West Norfolk Housing Company and West Norfolk Property Limited

BOROUGH COUNCIL OF KING'S LYNN & WEST NORFOLK**SHAREHOLDER COMMITTEE**

Minutes from the Meeting of the Shareholder Committee held on Thursday, 23rd July, 2026 at 2.00 pm in the Meeting Room 1-3 - First Floor, King's Court, Chapel Street, King's Lynn PE30 1EX

PRESENT: Councillors A Beales (Chair), C Morley and S Ring

OFFICER PRESENT:

Carl Holland, Assistant Director for Finance and Deputy Section 151 Officer
Tina Piper, Strategic Finance Business Partner
Charlotte Marriott, Interim Corporate Governance Manager

1 **APOLOGIES FOR ABSENCE**

There was none.

2 **MINUTES OF THE PREVIOUS MEETING**

[Click here to view the recording of this item on YouTube.](#)

In reviewing the minutes of the previous meeting, the Shareholder Committee revisited the ongoing discussions with Homes England about the potential for low-cost homes and affordable home grants, noting that the £39 billion funding had been a longstanding issue. Members of the Committee emphasised the need to drive this forward, especially considering the new Prime Minister's focus on housing and suggested that this topic may be more appropriate for a Cabinet Briefing.

Councillor Morley raised questions on the acquired 59 properties from the council to housing companies. The Committee noted the importance of reviewing detailed information, including profit and loss implications, and suggested that the Committee Members and relevant officers should analyse the data before briefing others.

Councillor Morley highlighted the need for a clear governance map to show decision-making processes and responsibilities, particularly regarding the Housing Delivery Steering Group and the Shareholder Committee. This was agreed as an action for officers and an agenda item for the next meeting.

Councillor Morley with agreement from the Committee stressed the necessity of providing clear, accessible information to all members, including a basic fact sheet and regular updates on property transfers. He highlighted Councillor Ware had produced a more comprehensive document. The need for more officer resource to produce such a fact sheet was acknowledged.

RESOLVED: The Minutes of the meeting held on the 18th March 2026 were approved as a correct record.

3 **DECLARATIONS OF INTEREST**

None.

4 **CHAIR'S CORRESPONDENCE**

None.

5 **MEMBERS PRESENT UNDER STANDING ORDER 34**

None.

6 **URGENT BUSINESS**

None.

7 **ANNUAL REVIEW OF SHAREHOLDER COMMITTEE TERMS OF REFERENCE**

[Click here to view the recording of this item on YouTube.](#)

The Interim Corporate Governance Manager presented the report and summarised the main changes to the terms of reference, including revised language for readability, expanded definition sections, and the introduction of a reserved matters schedule to clarify what issues come before the committee and when.

The updated terms of reference now included clear escalation routes for addressing underperformance by Council Companies, as well as explicit reporting requirements, such as the Committee's obligation to produce an annual report for the Audit Committee. The revised document specifies the Shareholder Committee's function in approving and removing directors from Council-owned companies, formalising this aspect of governance.

Councillor Morley stressed the importance of regular risk register updates, noting the Audit Committee's interest in this area. The Interim Corporate Governance Manager confirmed that risk management processes were being worked on by the Senior Governance Officer within the team and would be included in future annual reports and governance reviews.

RESOLVED: The Shareholder Committee

1. Approved the revised Terms of Reference as set out at Appendix A
2. Agreed that the revised Terms of Reference be recommended to Cabinet for formal adoption.
3. Noted that the Terms of Reference will continue to be reviewed annually.

REASON FOR DECISION:

The current Terms of Reference state “The Shareholder Committee will review the Terms of Reference annually.” This review is in line with this requirement.

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STATUS OF ALIVE WEST NORFOLK

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The Assistant Director for Finance and Deputy Section 151 Officer explained that following the Council's decision to bring Alive West Norfolk services in-house from April 2025, the financial wind-up of the company commenced, including notifying customers and suppliers, closing bank accounts, and transferring balances to the Council's general ledger. The final steps involved confirming VAT deregistration with HMRC and striking off the company at Companies House, which may take up to eight weeks.

Councillor Morley raised concerns about ensuring that risks associated with the wind-up, such as unforeseen costs at year-end, are carried forward to the council's corporate risk register. The Committee discussed the need for ongoing risk monitoring, particularly regarding revenue items like utility costs and maintenance.

In response to a question from the Chair, Councillor Beales, the Strategic Finance Business Partner provided a brief explanation of accruals, clarifying that expenses incurred but not yet invoiced are accounted for in the relevant financial year, with adjustments made in the following year once invoices are received.

The committee agreed that, with the wind-up nearly complete and no material issues outstanding, a future update would be provided to the Committee once confirmed with HMRC.

RESOLVED: The Shareholder Committee noted the progress and status update.

REASON FOR RECOMMENDATIONS: To confirm satisfactory winding-up of the Alive West Norfolk Company entity.

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WEST NORFOLK PROPERTY LIMITED FINANCIAL PERFORMANCE 2024/2025

[Click here to view the recording of this item on YouTube.](#)

The Strategic Finance Business Partner reported that West Norfolk Property Limited saw an increase in gross profit margin from 13.8% to 16.3% and revenue growth from £748,000 to £858,000, despite no new properties being added. The improvements were attributed to higher rents, full occupancy, and the full-year effect of properties added in the prior year.

The company, operating on a leasing model, was required to account for properties under IFRS 16, recognising right-of-use assets were not owned by the company but were leased from the Council with associated lease liabilities. This change affected the balance sheet and profit and loss statement, with depreciation and interest charges replacing traditional lease expense recognition.

The Strategic Finance Business Partner explained that deferred tax arose from the revaluation of right-of-use assets, which was not immediately payable unless assets were sold. The Committee discussed how to separate actual tax payable from accounting adjustments on note 8 included in the report, with the Strategic Finance Business Partner offering to provide a detailed breakdown following the meeting.

The Committee discussed the ease of consolidating Company accounts into the Council's group accounts due to aligned accounting standards.

Members of the Shareholder Committee debated the impact of Company versus Council borrowing on prudential limits, with the Assistant Director for Finance and Deputy Section 151 Officer noting that third-party borrowing by the Companies would not affect the Council's limits unless a parent company guarantee was involved.

The Committee agreed on the need for clearer reporting, especially as the company portfolio grows and includes both owned and leased properties, which was to affect taxation and risk management. The Assistant Director for Finance and Deputy Section 151 Officer agreed to schedule a session to review borrowing models and the implications for Council finances.

RESOLVED: The Shareholder Committee noted the performance of the Company for 2024/2025 following completion of the company audit.

REASONS FOR RECOMMENDATIONS:

To ensure the financial performance of the company is deemed appropriate, to assess the going concern of the company and to support its continued activity

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COMMITTEE FORWARD PLAN

The Shareholder Committee reviewed the forward plan, outlining upcoming reports on housing and property company performance, governance documents, and risk registers, while addressing scheduling challenges for September and October meetings and the need to coordinate with housing company boards.

The forward plan included reports on West Norfolk Housing Company and West Norfolk Property Limited performance, annual governance document reviews, risk register updates, and a proposal for South End Road. The Committee noted the need to ensure timely preparation and review of these items.

RESOLVED: The Committee Forward Plan was noted.

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DATE OF FUTURE MEETING

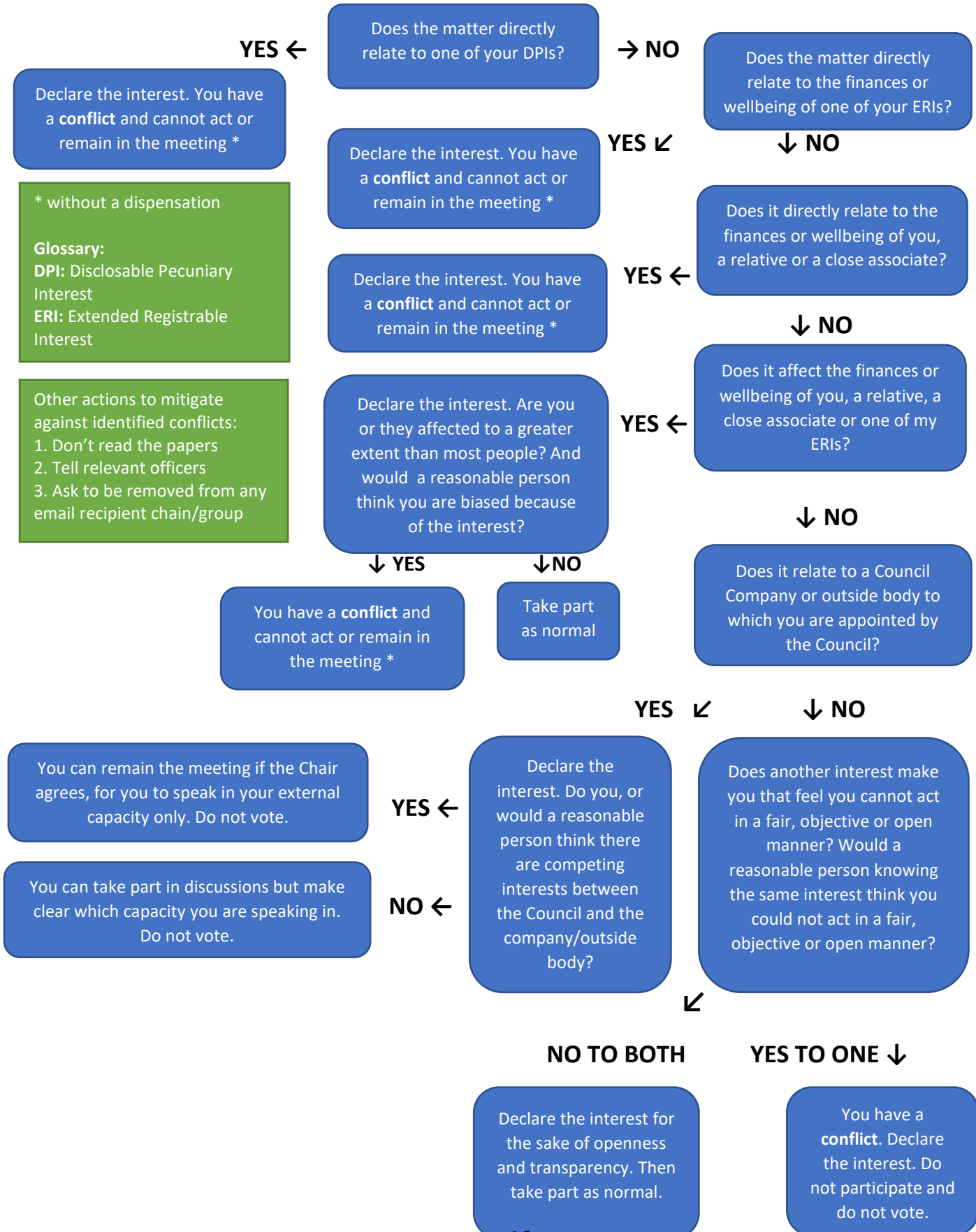
The date of the next meeting was 30th September 2026.

The meeting closed at 2.54 pm

DECLARING AN INTEREST AND MANAGING ANY CONFLICTS FLOWCHART



START



POLICY REVIEW AND DEVELOPMENT PANEL REPORT

REPORT TO:	Audit Committee		
DATE:	16 November 2026		
TITLE:	Annual Update on the Activity of the Shareholder Committee		
TYPE OF REPORT:	Scrutiny		
PORTFOLIO(S):	Cllr Alistair Beales		
REPORT AUTHOR:	Charlotte Marriott		
OPEN/EXEMPT	Open	WILL BE SUBJECT TO A FUTURE CABINET REPORT:	No

REPORT SUMMARY/COVER PAGE

PURPOSE OF REPORT/SUMMARY:
This report provides the Audit Committee with an update on the work undertaken by the Shareholder Committee since September 2024 and highlights the governance, performance monitoring and assurance activities undertaken on behalf of the Council as sole shareholder of its wholly-owned companies.
KEY ISSUES:
The Audit Committee is invited to note the work undertaken by the Shareholder Committee
OPTIONS CONSIDERED:
The Audit Committee is invited to note the work undertaken by the Shareholder Committee
RECOMMENDATIONS:
1. Note the work undertaken by the Shareholder Committee since September 2024. 2. Note the strengthening of shareholder oversight arrangements through the development of company KPI frameworks.
REASONS FOR RECOMMENDATIONS:
The Audit Committee is invited to note the work undertaken by the Shareholder Committee

REPORT DETAIL

1. Introduction

- 1.1. The Shareholder Committee acts on behalf of the Borough Council as shareholder of its wholly-owned companies. The Committee's primary role is to protect the Council's interests as shareholder by:
- Approving company business plans.
 - Monitoring delivery against approved business plans.
 - Reviewing company performance.
 - Considering major financial and governance matters.
 - Ensuring company activities remain aligned with the Council's corporate priorities.
 - Holding company boards to account for performance and delivery.
- 1.2 During the period under review, the Committee's oversight primarily related to:
- West Norfolk Housing Company (WNHC)
 - West Norfolk Property Limited (WNPL).
- 1.3 Committee meetings were held on:
- 11 September 2024
 - 26 November 2024
 - 18 February 2025
 - 15 April 2025
 - 4 August 2025
 - 30 October 2025
 - 18 March 2026
 - 23 July 2026

2. Monitoring Report

Summary of Committee Activity

- 2.1 Throughout this period, the Committee has continued to exercise active shareholder oversight through regular reviews of company performance, business planning and governance matters.
- 2.2 The Committee has maintained a programme of:
- Performance monitoring
 - Business plan review and approval
 - Review of financial and investment matters
 - Engagement with company directors and senior officers
 - Consideration of governance arrangements and accountability mechanisms
- 2.3 The most significant theme emerging from the Committee's work over this period has been a strengthened focus on measuring company performance and ensuring delivery against agreed objectives.
- 2.4 During this period, the Committee has fulfilled one of its core responsibilities by reviewing and approving business planning arrangements for the Council's companies.
- 2.4.1 The Committee received reports setting out performance against existing business plans for both WNHC and WNPL. The Committee reviewed

delivery against the 2024/25 business plan and considered the extent to which commitments contained within approved business plans had been achieved.

- 2.4.2 The Committee subsequently approved updated delivery plans for 2025/26 for both companies.
- 2.5 Following a review of company performance reports, the Committee agreed that formal Key Performance Indicators (KPIs) should be developed by the Board of Directors for each company to strengthen accountability and improve performance monitoring arrangements.
- 2.6 On 18 March 2026, the Committee received Annual Assurance Reports for both WNHC and WNPL. The reports provided assurance regarding:
- Delivery against business plans
 - Governance compliance
 - Financial performance
 - Strategic direction
 - Emerging risks and opportunities
- 2.7 At the meeting held on 23 July 2026, Members undertook the annual review of the Committee's Terms of Reference and approved revisions for recommendation to Cabinet. The Committee also agreed that the Terms of Reference should continue to be reviewed annually. This review indicates a commitment to:
- Continuous improvement
 - Clear accountability
 - Effective shareholder decision making
 - Alignment with governance best practice
- 2.8 Additionally, discussions recorded within the July 2026 minutes highlighted Member requests for:
- A clearer governance map
 - Greater clarity regarding decision-making responsibilities
 - Improved communication regarding company activities
 - Better information sharing with the wider membership

Alive West Norfolk

- 2.9 An important piece of governance work undertaken during the period related to the winding up of Alive West Norfolk.
- 2.10 In March 2026 the Committee considered changes to Board membership required to support the company's governance arrangements during the winding-up process.
- 2.11 Subsequently, in July 2026, the Committee received a status report and noted progress towards the satisfactory winding up of the company.

3. Issues for the Panel to Consider

- 3.1 The Audit Committee is invited to note the work undertaken by the Shareholder Committee

4. Corporate Priorities

Promote Growth and Prosperity to Benefit West Norfolk	The Shareholder Committee's oversight of West Norfolk Housing Company and West Norfolk Property Limited directly contributes to this objective through: • Scrutiny and approval of company business plans focused on housing delivery and regeneration activity. • Monitoring delivery of housing schemes that provide additional homes for residents. • Consideration of funding opportunities through government housing programmes and Homes England. • Review of financial arrangements that enable company-led investment and development activity.
Support Our Communities	The work of the housing companies, and the Shareholder Committee's oversight of them, contributes to these objectives by: • Supporting the delivery of affordable and private rented housing. • Monitoring projects aimed at increasing housing options for residents. • Considering opportunities to access grant funding to increase affordable housing provision. • Reviewing delivery against business plans designed to meet identified housing needs.
Efficient and Effective Delivery of Services	The Corporate Strategy commits the Council to promoting good governance, sustainable financial planning and effective stewardship of public resources. During the reporting period the Committee has supported this priority through: • Reviewing company performance against approved business plans. • Introducing annual assurance reporting for council-owned companies. • Strengthening performance management through the development of shareholder KPIs. • Scrutinising company financial performance and audited accounts. • Reviewing loan agreements and financial arrangements. • Undertaking an annual review of the Committee's Terms of Reference. • Overseeing governance matters associated with the winding up of Alive West Norfolk.
Protect Our Environment	Committee's oversight of housing and property development activity provides an opportunity to support the Council's environmental objectives through future business planning and investment decisions

4.1 Throughout the period the Committee explored opportunities to maximise the contribution of company activity to the Council's housing objectives.

4.2 Minutes from both October 2025 and March 2026 show discussion of:

- Affordable housing delivery
- Homes England funding opportunities
- Government investment programmes
- Potential low-cost lending arrangements
- Future growth opportunities for the housing companies

5. Financial Implications

- 5.1 The Committee has demonstrated increasing focus on understanding the financial performance of its companies.
- 5.2 At its meeting on 30 October 2025, Members considered a detailed report on the financial performance of WNHC during 2024/25. Discussion covered:
- Asset valuation methodologies
 - Property revaluation cycles
 - Grant funding arrangements
 - Temporary accommodation schemes
 - Future investment opportunities through Government housing programmes
- 5.3 The Committee has also undertaken oversight of financial matters impacting the Council's companies. At its August 2025 meeting, the Committee considered proposals relating to loan agreements supporting company activities and reviewed the process for agreeing drawdown arrangements. Members considered the principles underpinning future loan facilities and made recommendations to those officers with delegated authority to finalise arrangements
- 5.4 This financial scrutiny continued at the meeting held on 23 July 2026, when Members reviewed audited financial performance information relating to WNPL
- 5.5 The Committee's discussions demonstrate a growing focus on understanding not only operational delivery but also longer-term financial sustainability and exposure to risk

6. Any other Implications/Risks

Strategic Risk

- 6.1 Council-owned companies are established to support the delivery of corporate objectives, particularly in relation to housing delivery, asset management and regeneration. Failure by the companies to deliver approved business plans could impact the achievement of Council priorities and outcomes for residents.

The Committee has mitigated this risk through:

- Regular review of business plan delivery.
- Approval of annual business plans.
- Challenge of company performance.
- Consideration of future growth opportunities and delivery capacity.

Financial Risk

- 6.3 The Council has invested significant resources in its companies through loans, assets and officer support. There is therefore an inherent risk relating to:
- Company financial viability
 - Loan recovery
 - Cash-flow management
 - Market conditions affecting property and housing sectors
 - Future borrowing and investment decisions

- 6.4 The Committee has provided oversight of these matters through consideration of company financial performance, review of loan agreement proposals and scrutiny of audited financial information.
- 6.5 The Committee's discussions on property valuations, grant funding opportunities, borrowing arrangements and business model sustainability demonstrate proactive management of shareholder financial risk.

Governance Risk

- 6.6 A key governance risk for local authority-owned companies is the potential for unclear accountability, ineffective shareholder challenge or conflicts of interest between board and shareholder roles.
- 6.7 During the period under review, the Committee has taken steps to strengthen governance arrangements through:
- Annual review of its Terms of Reference.
 - Development of assurance reporting.
 - Formal consideration of governance matters.
 - Appropriate management of board member participation and conflicts of interest.
 - Requests for clearer governance mapping and accountability structures.

Compliance and Regulatory Risk

- 6.8 The housing and property sectors continue to experience significant regulatory and legislative change. The Committee has received updates regarding emerging policy changes, funding regimes and sector developments, including consideration of the implications of housing reform and funding opportunities.
- 6.9 Regular assurance reporting provides an additional mechanism through which compliance, governance and business plan delivery can be assessed by the shareholder.

7. Equal Opportunity Considerations

- 7.1 There are no direct equality implications arising from this report, which is presented to provide assurance to the Audit Committee on the governance and oversight activity undertaken by the Shareholder Committee.
- 7.2 The Committee's oversight of the Council's wholly-owned companies contributes indirectly to the Council's duties under the Equality Act 2010 through its scrutiny of housing delivery, business planning and governance arrangements
- The work of West Norfolk Housing Company supports the provision of housing that may benefit individuals and groups with protected characteristics, including older people, disabled residents and those experiencing financial hardship.
 - Through oversight of housing delivery and affordable housing opportunities, the Committee supports the Council's Corporate Strategy objective of ensuring equal access to housing and opportunities within local communities.
 - The Committee's focus on governance, transparency and accountability supports fair and equitable decision-making in accordance with the Council's commitment to good governance and inclusive service delivery.
- 7.3 The Committee has not, during the reporting period, considered any decisions that would require a specific Equality Impact Assessment. Where future company

activities, developments or investment decisions have the potential to affect particular groups disproportionately, it would be expected that appropriate equality considerations and assessments are undertaken as part of the relevant decision-making process.

8. Environmental Considerations

- 8.1 Whilst environmental matters have not been a primary focus of the Shareholder Committee's work during the reporting period, the Committee's oversight of housing and property development activity provides an opportunity to support the Council's environmental objectives through future business planning and investment decisions.
- 8.2 As company business plans evolve, the shareholder role provides a mechanism to ensure that housing delivery, asset management and development activity take account of environmental sustainability, energy efficiency and wider climate objectives where appropriate.

9. Conclusion

- 9.1 Over the reporting period, the Shareholder Committee has evolved from a primarily performance-monitoring body into a more mature shareholder assurance function. Through the introduction of annual assurance reporting, strengthened financial oversight, development of KPI expectations, review of governance arrangements and oversight of company restructuring and winding-up activities, the Committee has made a positive contribution to the Council's overall governance framework.
- 9.2 The Committee's work provides increasing assurance that the Council's interests as shareholder are being actively protected, that company activities remain aligned with corporate priorities, and that appropriate governance mechanisms are in place to oversee public investment in council-owned companies.

11. Background Papers

- [23 Jul 2026 2.00 pm](#) - Agenda, Decisions, Draft Minutes
- [18 Mar 2026 4.00 pm](#) - Agenda, Decisions, Draft Minutes
- [30 Oct 2025 9.30 am](#) - Agenda, Decisions, Minutes
- [4 Aug 2025 10.00 am](#) - Agenda, Decisions, Minutes
- [19 May 2025 10.30 am](#) - POSTPONED
- [15 Apr 2025 4.00 pm](#) - Agenda, Decisions, Minutes
- [18 Feb 2025 3.00 pm](#) - Agenda, Decisions, Minutes
- [26 Nov 2024 11.00 am](#) - Agenda, Decisions, Minutes
- [11 Sep 2024 10.00 am](#) - Agenda, Decisions, Minutes

REPORT TO SHAREHOLDER COMMITTEE

Open		Would any decisions proposed:			
Any especially affected Wards	Mandatory/	Be entirely within Shareholder Committee powers to decide			
	Discretionary /	YES			
	Operational	Need to be recommendations to Council NO			
		Is it a Key Decision NO			
Lead Member: Cllr Beales E-mail:		Other Cabinet Members consulted:			
		Other Members consulted:			
Lead Officer: Karl Patterson E-mail: karl.patterson@west-norfolk.gov.uk		Other Officers consulted:			
Financial Implications YES/NO	Policy/ Personnel Implications NO	Statutory Implications YES/NO	Equal Impact Assessment NO	Risk Management Implications YES	Environmental Considerations NO
If not for publication, the paragraph(s) of Schedule 12A of the 1972 Local Government Act considered to justify that is (are) paragraph(s)					

Date of meeting: 15th October 2026

WEST NORFOLK HOUSING COMPANY BOARD MEMBERSHIP UPDATE

Summary

This report provides an update on membership on the West Norfolk Housing Company Board of Directors following the resignation of Cllr Alexandra Ware and appointment of Karl Patterson.

The board is currently made up of 5 independent directors and 2 council appointed officers. Following Cllr Ware's resignation, there are no elected members on the board. However, this is in line with advice previously received regarding governance of the Company.

Recommendation

1. Note the contents of the report and the make up of the board
2. Consider the appointment of an additional Director to the board.

Reason for Decision

To note and agree changes to the Membership of the Board.

1. Background

- 1.1. WNHC was established by the Council as a private company limited by shares on 9 September 2016. The Council established WNHC as a Registered Provider of Social Housing for the purpose of increasing

capacity in the affordable housing sector in the borough, and to assist the Council in meeting its housing and homelessness strategies in line with Council's corporate strategy and wider policy framework. The Council is the sole shareholder of WHNC.

- 1.2. The Company is overseen by a Board of Directors made up of a mixture of independent board members recruited by the board and Council Appointees appointed by the Shareholder Committee. Council appointees have historically been a mixture of officers and elected members.
- 1.3. However, advice received in 2022 from Anthony Collins Solicitors advised that *"it is best practice that members are not appointed to the boards of local authority companies"* due to conflicts of interest that can arise. It particularly stressed the risks of appointing members of the cabinet or statutory officers as managing these conflicts of interest would be difficult to manage.
- 1.4. Following this advice, the Shareholder Committee was formed and given responsibility for approving the companies business plans and determining the shareholder reserved matters as set out in the Shareholder Agreements. This provides the Council, as shareholder, the tools to ensure that the Company is fulfilling its objectives.
- 1.5. The Company's articles state there must be between 5 and 12 directors and this must include at least 3 independent directors. The board has generally operated with 7 or 8 directors. The Chair must be an independent.
- 1.6. Directors are appointed for a term of 3 years and would ordinarily serve a maximum of 2 terms (6 years) although this can be extended to 3 terms (9 years) where deemed to be in the best interests of the company.

2. Recent changes to board membership

- 2.1. On 18th March 2026, the Shareholder Committee appointed Karl Patterson to the board as an Executive Director to provide additional Housing expertise and increase resilience. Cllr Alexandra Ware resigned from the board on 12th April 2026.
- 2.2. Following these changes, the Company currently has 7 Directors, made up of 5 Independent Directors and 2 officers appointed by the Council as Executive Directors as set out in the table below.

Member	Type
Mark Spittle	Independent (Chair)
Duncan Hall	Council appointed (executive), COO

Anita Goddard	Independent
Mark Eldridge	Independent
Lorraine Gore	Independent
Andy Walder	Independent
Karl Patterson	Council appointed (executive)

- 2.3. The current make up of the board is in contrast to the original board make up in 2018, when it consisted of 5 council appointees (3 elected members and 2 officers) and 3 independent non-executives. However, as noted in para 1.3, the absence of elected members from the board is in line with the advice previously received by the Council.
- 2.4. The board remains confident that it has the appropriate skills and experience to oversee the company. However, the Shareholder Committee has the opportunity to appoint an additional director if deemed appropriate.

3. **Options Considered – NA**
4. **Policy Implications - None**
5. **Personnel Implications – None**
6. **Environmental Considerations - None**
7. **Statutory Considerations - None**
8. **Equality Impact Assessment (EIA) - NA**
9. **Risk Management Implications**
10. **Declarations of Interest / Dispensations Granted**
11. **Background Papers**

SHAREHOLDER COMMITTEE FORWARD WORK PROGRAMME

Date of Meeting	Title	Leader Officer	Decision Maker	Public or Private
March 2026	Reserved Matter: Loan Facility WNHC	Carl Holland – Assistant Director for Finance Other invitees: Directors of Boards incl Duncan Hall/Karl Patterson/Company Secretary provision	Shareholder Committee	Exempt Contains exempt information under para 3 – information relating to the business affairs of any person (including the authority)
	Mid-year update from WNHC on performance against current Business Plan WNHC 6 monthly governance assurance Report (incl financial, risk, internal audit, etc)	Karl Patterson - Housing Development Manager Other invitees: Directors of Boards incl Duncan Hall/ Company Secretary provision	Shareholder Committee	Open
	Mid-year update from WNPL on performance against current Business Plan WNPL 6 monthly governance assurance Report (incl financial, risk, audit, policy)	Karl Patterson - Housing Development Manager Other invitees: Directors of Boards incl Duncan Hall/ Company Secretary provision	Shareholder Committee	Open
	WNHC Board Membership	Carl Holland – Assistant Director for Finance		Open

SHAREHOLDER COMMITTEE FORWARD WORK PROGRAMME

	AWN Board Membership	Carl Holland – Assistant Director for Finance		Open
	Standing item for any Reserved Matters		Shareholder Committee	
July 2026	WNPL Accounts and Report on WNPL Financial Performance during 2024/2025	Carl Holland - Assistant Director for Finance		Public
	Annual Review of Shareholder Committee Terms of Reference	Charlotte Marriott – Corporate Governance Manager	Shareholder Committee	Public
	Status of Alive West Norfolk	Carl Holland – Assistant Director for Finance and Deputy Section 151 Officer	Shareholder Committee	Public
	Standing item for any Reserved Matters			

SHAREHOLDER COMMITTEE FORWARD WORK PROGRAMME

30 th September 2026	CANCELLED			
15 th October 2026				
	WNPL Business Plan for 2026/2027	Karl Patterson - Housing Development Manager	Shareholder Committee	Private – Contains exempt information under para 3 – information relating to the business affairs of any person (including the authority)
	WNHC Business Plan for 2026/2027	Karl Patterson - Housing Development Manager	Shareholder Committee	Private – Contains exempt information under para 3 – information relating to the business affairs of any person (including the authority)
	Update on WNHC Board Membership	Karl Patterson - Housing Development Manager	Shareholder Committee	Public
	Annual Report to Audit Committee on Wholly Owned Companies	Charlotte Marriott – Corporate Governance Manager	Audit Committee	Public

SHAREHOLDER COMMITTEE FORWARD WORK PROGRAMME

10 th December 2026	Reserved Matter: Loan Facility WNPL	Carl Holland – Assistant Director for Finance	Shareholder Committee	Partially Exempt Contains exempt information under para 3 – information relating to the business affairs of any person (including the authority)
WNHC Annual Governance Assurance Report (incl financial, risk, internal audit, etc)	Charlotte Marriott – Corporate Governance Manager	Shareholder Committee	Public	
WNPL Annual Governance Assurance Report (incl financial, risk, internal audit, etc)	Charlotte Marriott – Corporate Governance Manager	Shareholder Committee	Public	
	Annual Review of Governance Documents for WNHC and WNPL	James Arrandale – Deputy Monitoring Officer	Shareholder Committee	Private – Contains exempt information under para 3 – information relating to the business affairs of any person (including the authority)

SHAREHOLDER COMMITTEE FORWARD WORK PROGRAMME

February 2027	WNPL Accounts and Report on WNPL Financial Performance during 2025/2026	Carl Holland - Assistant Director for Finance		Public
	WNHC Accounts and Report on WNHC Financial Performance during 2025/2026	Carl Holland - Assistant Director for Finance		Public