

PART 1
**KERNOW HEALTH CIC (the “Company”)
(Company No. 07551978)**
**Minutes of a meeting of the Board of Directors of the Company
held at 08:00 on 23 December 2020
via Microsoft Teams Video-conferencing**

Present:	Name	
Executive Directors:	Dr Adam Ellery	Chair/ GP partner
	Dr Jonathan Katz	Medical Director/ GP partner
	Mr Mark Woolcock	CEO, Kernow Health CIC
	Ms Maria Harvey	Director of Integrated Community Care Services
	Mr Kieran Bignell	Director of Integrated Urgent Care Services
	Mrs Laura Wheeler	Director of Integrated Primary Care Services
	Mrs Tyra Fox	Director of Corporate Services (also taking minutes)
ICA Director and Deputy-Representatives:	Dr Andrew Craze	ICA Board Director Member representing West Cornwall/ PCN Clinical Director/ GP Partner
	Dr Andy May	ICA Board Director Member representing Central Cornwall/ PCN Clinical Director/ GP partner
Non-Executive Directors:	Mr Stephen Holby	Non-Executive Director/ Managing Partner, Carn to Coast Health Centres
	Mr Gary Jennings	Independent Non-Executive Director
Observer	Ms Emma Ridgewell-Howard	CEO of Kernow LMC

CHAIRMAN

Dr Adam Ellery chaired the meeting throughout.

NOTICE AND QUORACY

The Chair reported that due notice of the meeting had been given to all Directors and that the meeting was quorate. Accordingly, the Chair declared the meeting open.

2020/76	Apologies Apologies were received from Dr Malcolm McKendrick.
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	<p>Welcome from the Chair Dr Ellery welcomed the four new Directors to the Board.</p>
2020/77	<p>Declaration of any New Interests / Conflicts of Interest for Part 1 Agenda items</p>
2020/77a	<p>Declarations of Interests Register</p> <p>Dr Katz explained that he was retiring from his role as Partner at Penryn Surgery, therefore the following should be removed from the Declarations of Interest Register:</p> <ul style="list-style-type: none"> • GP Partner – Penryn Surgery • Director – Mounts Bay Medical • Lumira DX (relating to Penryn Surgery and the sandbox) <p>Dr Katz would be increasing his hours as Medical Director to support KHCIC in its growth.</p> <p>Dr Craze advised that LumiraDx could be removed from his section of the DoI Register.</p> <p>AGREED: The Board approved the latest version of the Declarations of Interest Register and all the additions and amendments made.</p> <p>ACTION: Mrs Fox to amend and update the Interests Register as appropriate</p>
2020/77b	<p>Conflicts of Interest for Part 1 Agenda Items</p> <p>AGREED: Each of the Directors confirmed that they had no direct or indirect interest in the business proposed to be transacted in <u>Part 1</u> of the Board meeting which they would be required to disclose in accordance with section 177 of the Companies Act 2006 and the Articles of Association of the Company.</p>
2020/77c	<p>Board attendance Register The attendance register was noted.</p>
2020/78a	<p>Approval and ratification of Part 1 Board Minutes of the meeting held on 25 November 2020.</p> <p>Amendments:</p> <p>Bottom of page five should read ‘...a number of our staff are shielding...’</p> <p>Page four – Ms Ridgewell-Howard asked for the following amendments to be made:</p> <p>Ms Ridgewell-Howard welcomed further discussions with KHCIC and the CCG on how vulnerable practices can be supported. She further reported that at the</p>

2020/78b	<p>most recent Primary Care Operations Group it was recognised that some appropriate discussions regarding vulnerable practices are still being missed still does not have an appropriate forum for discussions in confidence and they are the CCG is hoping to set up a subgroup to look specifically at vulnerable practices.</p> <p>AGREED: Following a preview of the minutes by Dr Ellery, Mr Woolcock and Mr Holby, and the amendments above, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 25 November 2020 as a true and accurate record and signed by the Chair.</p> <p>ACTION: Mrs Fox to amend the minutes accordingly and arrange for the ratified minutes from 25 November 2020 to be uploaded to the website.</p> <p>Matters Arising and Action Grid from the Board minutes of the 25 November 2020</p> <p><u>The following actions were completed and closed:</u></p> <p>2020/72 – Corporate Risk Register: The Corporate Risk Register was updated.</p> <p><u>Matters Arising (actions remaining open):</u></p> <p>2020/63a – Vulnerable Practices: Mr Woolcock had an initial conversation with Andrew Abbott from the CCG. From that meeting, Kirsty Lewis would be contacting Mrs Wheeler to arrange a suitable date to discuss moving discussions forward.</p> <p>2020/73 – Committee Structure: The structure would be discussed at the next Executive meeting on 5 January.</p> <p>The action grid was updated and completed actions closed.</p> <p>There were no other matters arising from the meeting.</p>
2020/79	<p>Stock transfer <u>The Perranporth Surgery</u></p> <p>As per the report circulated, the Board were asked to approve the transfer of share for The Perranporth Surgery as follows:</p> <ul style="list-style-type: none"> • Transfer of Share from Dr Peter Merrin to Dr Karen Murdoch <p>AGREED: The Board approved the Stock Transfer of share at The Perranporth Surgery, from Dr Merrin to Dr Murdoch.</p>
2020/80 2020/80a	<p>Policies and updated Corporate Risk Register Policy Ratification</p> <p>The Board was asked to ratify the following policies, which had been robustly reviewed and agreed by the Governance Committee on Tuesday 15 December 2020.</p>

2020/80b	<ul style="list-style-type: none"> • IT & Cyber Security Policy v2.0 • Did Not Attend & Cancelled Appointments Policy v2.0 <p>Mr Jennings could not see that the IT & Cyber Security Policy covered staff who used their own IT equipment for business purposes. Ms Harvey would explore further, as this would need to link with another policy KHCIC has around staff using their own equipment.</p> <p>Regarding the Did Not Attend & Cancelled Appointments Policy, Mr Holby felt that it read as though KHCIC was a practice, and that the policy should provide for consultation with practices holding clinical notes and safeguarding information on the patients concerned. Ms Harvey explained it was written on the basis of the services delivered by KHCIC, but Ms Harvey would look at rewording the policy to incorporate appropriate consultation with General Practice. Mr Holby volunteered to look at the amendments before it was brought back to the Board.</p> <p>ACTION: Both reports would be revisited based on the comments made and Ms Harvey would bring these back to the next meeting.</p> <p>Corporate Risk Register</p> <p>Mr Woolcock explained that each risk had been discussed at the Governance Committee held on 15 December, where every score was also analysed. Where it was identified that no further actions could be taken to mitigate a risk, that risk was archived. The Board would therefore only be asked to review high and ongoing risks and provide comment and advice on how these risks could be further mitigated.</p> <p>Mr Woolcock also reported that, with the recent Board composition change, Mr Bignell would be sitting on the Governance Committee as an additional Director.</p> <p>Mr Holby asked for an update in relation to KHCIC staff being offered the Covid vaccinations. Ms Harvey reported that all staff have been offered the Covid vaccinations via an email that was circulated on 21 December.</p> <p>AGREED: The Board noted the updates on Corporate Risk Register.</p>
2020/81	<p>Covid update</p> <p>Mr Bignell reported there had been some rise in cases in Cornwall, but from an operational point of view KHCIC were in a good position. Sufficient clear protective screens have been installed across Cudmore to protect those staff who work in the office. KHCIC were still encouraging staff who can work from home to do so.</p> <p>Mr Bignell also reported there are lateral flow tests for front line staff.</p> <p>Dr Katz asked for assurance the agency staff working over Christmas would get tested for Covid. Mr Bignell confirmed those staff would get tested, but he was waiting for the recruitment agency to inform him of who the staff were and</p>

where they were coming from to ensure everyone was tested. He confirmed that KHCIC have 400 sets of Point of Care testing Covid kits. However, KHCIC does have an agreement with RCHT to use their fast tests if necessary.

Dr May reported that his surgery sent PCR tests to RCHT and the results were back in less than 24 hours via text. Dr May commented the PCR test was a reliable one and recommended this test for clinical staff in a public facing position.

Ms Ridgewell-Howard reported on some issues that have been raised in relation to EMIS and the following extract sent by Farah Jameel (GPC Executive Lead):

“I had hoped to provide definitive information before now as have this issue open and live with NHSD. I have since heard back (currently in meeting) and can confirm, please communicate to practices to leave the PDF in your workflow. EMIS and NHSD are currently deploying a fix which will auto ingest this information (due to be live at some point in Jan). Till then do nothing (leave in workflow, you can clear but not file so it doesn't clog up your workflow).

However, if you do file, then you need to code and follow the advice from EMIS on key qualifiers that need to be manually added. It is worth bearing in mind that if you do file, then when fix is being deployed it will all be duplicated anyway and in processing the safety risk of this way, it is possible that the practice entered information may be disregarded (clinical safety processes currently being worked through at the moment).

Central comms likely to go through at some point in next 24-48hrs.”

Ms Ridgewell-Howard also updated the Board in relation to a care home webinar, where Nikki Kanani confirmed the following for care home vaccinations for GPs:

“With the increase in rates, it is vitally important we are able to do this quickly and safely.

In addition to the workforce previously mentioned, we recognise the additional time and resource needed to deliver the Covid vaccine to care home residents in the care home setting, in a short time frame.

Therefore, there will be a supplement of £10 per dose on top of the Item of Service fee, for EACH Covid vaccine delivered in a care home setting.”

The Board thanked the team for the update.

2020/82	<p>BAF</p> <p>Mr Woolcock explained to the Board he had asked that all Terms of Reference for each committee be reviewed and updated where necessary. Once reviewed, an updated BAF would be presented to the Board.</p> <p>The Board noted this.</p>
2020/83	<p>Any Other Business</p> <p>Dr Ellery asked how the Shareholders would be made aware of the new Directors of the Company. Mr Woolcock understood the Part 1 minutes were shared on KHCIC's website for all Shareholders to read, and therefore to save numerous emails to busy Shareholders, the communication route would be within the Part 1 minutes.</p> <p>Therefore, for clarity, the new Directors of the company were:</p> <ul style="list-style-type: none"> • Ms Maria Harvey - Director of Integrated Community Care Services • Mr Kieran Bignell - Director of Integrated Urgent Care Services • Mrs Laura Wheeler - Director of Integrated Primary Care Services • Mrs Tyra Fox - Director of Corporate Services <p>There was no further business for discussion</p>
	<p>END OF PART 1</p>

AGREED/ DECISIONS:

1. The Board approved the latest version of the Declarations of Interest Register and all the additions and amendments made.
2. Each of the Directors confirmed that they had no direct or indirect interest in the business proposed to be transacted in Part 1 of the Board meeting which they would be required to disclose in accordance with section 177 of the Companies Act 2006 and the Articles of Association of the Company.
3. Following a preview of the minutes by Dr Ellery, Mr Woolcock and Mr Holby and the amendment above, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 25 November 2020 as a true and accurate record and signed by the Chair.
4. The Board approved the Stock Transfer of share at The Perranporth Surgery, from Dr Merrin to Dr Murdoch.
5. The Board noted the updates on the Corporate Risk Register.

FINAL COPY - RATIFIED



Signed by the Chair:

Dated: 27 January 2021