

## 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 Wednesday 22 September 2021 via Microsoft Teams Video-conferencing

<b>Present:</b>	<b>Name</b>	
<b>Executive Directors:</b>	<b>Dr Adam Ellery</b>	Chair/ GP partner
	<b>Dr Jonathan Katz</b>	Medical Director
	<b>Mr Mark Woolcock</b>	CEO, Kernow Health CIC
	<b>Ms Maria Harvey</b>	Director of Integrated Community Care Services
	<b>Mr Kieran Bignell</b>	Director of Integrated Urgent Care Services
	<b>Mrs Laura Wheeler</b>	Director of Integrated Primary Care Services
<b>ICA Director and Deputy Representatives:</b>	<b>Dr Malcolm McKendrick</b>	ICA Board Director Member representing North and East Cornwall/ GP partner
	<b>Dr Andy May</b>	ICA Board Director Member representing Central Cornwall/ PCN Clinical Director/ GP partner
	<b>Dr Andrew Craze</b>	ICA Board Director Member representing West Cornwall/ GP Partner
<b>Non-Executive Directors:</b>	<b>Mr Stephen Holby</b>	Non-Executive Director/ Managing Partner, Carn to Coast Health Centres
	<b>Mr Gary Jennings</b>	Independent Non-Executive Director
<b>In Attendance</b>	<b>Ms Emma Ridgewell-Howard</b>	CEO of Kernow LMC
	<b>Ms Jemma Ignaczak</b>	Executive Assistant (Minute Taking)

#### 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.

2021/57	<b>Apologies</b>  No apologies were received.
2021/58	<b>Declaration of any New Interests / Conflicts of Interest for Part 1 Agenda items</b>
2021/58a	<b>Declarations of Interests Register</b> There were no further declarations of interest to register.
2021/58b	<b>Conflicts of Interest for Part 1 Agenda Items</b> <b>AGREED:</b> 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.
2021/58c	<b>Board Attendance Register</b> The register was noted.
2021/59	<b>Approval and ratification of Part 1 Board Minutes of the meeting held on 28 July 2021</b>  <b>AGREED:</b> Following a preview of the minutes by Dr Ellery, Mr Woolcock and Mr Holby, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 28 July 2021 as a true and accurate record and signed by the Chair.  <b>ACTION:</b> Ms Ignaczak to arrange for the ratified minutes from 28 July 2021 to be uploaded to the website.
2021/60	<b>Matters Arising and Action Grid from the Board minutes of the 28 July 2021</b>  There were no outstanding actions on the action grid.  There were no other matters arising from the meeting.
2021/61	<b>Policies and updated Corporate Risk Register</b>  <b>Policy Ratification</b> The Board was asked to ratify the following policies, which had been robustly reviewed and agreed by the Governance Committee on the 8 June 2021. <ul style="list-style-type: none"> <li>• Duty of Candour Policy v1.0F</li> <li>• Set-up and Use of N365 Policy V1.0F</li> <li>• EPRR Business &amp; Continuity Management Policy v3.0F</li> </ul>

	<p><b>AGREED:</b> The Board approved and ratified the Duty of Candour, Set up and Use of N365 and EPRR Business &amp; Continuity Management Policies.</p> <p>Ms Harvey noted that the Corporate Risk Register had undergone the usual review process with the risk owners and risks around the covid vaccination delivery to 12–15-year-olds would be added. This would include risks to staff based on the security issues and the urgency of the rollout in the short timeframe provided.</p> <p>Dr McKendrick queried whether the risk KH33, in regard to the OOH, should be scored higher considering the increased call volumes and difficulty in recruiting clinicians.</p> <p>Mr Woolcock replied that Ms Harvey was presenting anything that was new or had been removed from the register. The process of reviewing the method of how items were scored was still ongoing. Mr Woolcock noted that he would take away Dr McKendrick's query and review.</p> <p>Mr Bignell commented that it was a tricky balance between over and under scoring. The call volumes fluctuated so much that potentially scores might have to be updated each month. Mr Bignell assured Dr McKendrick that it would be reviewed at the next Governance Committee.</p> <p>Dr McKendrick noted that he was concerned that over the last few months there had been a rise in call volumes and therefore the risk to the organisation had increased. Dr McKendrick would be happy for KH33 to have a review.</p> <p>Mrs Wheeler noted that risk KH37 had been reviewed after the Corporate Risk Register had been circulated and increased to a 9.</p> <p>Dr Ellery commented regarding risk KH38 and asked what the plan was for continuing the lease on Cudmore House over the next couple of years.</p> <p>Mr Woolcock replied that options had been investigated and further options could be available after the annual accounts had been reviewed.</p>
2021/62	<p><b>Training Hub Update</b></p> <p>Mrs Wheeler noted that the Excellence in Practice offer was ready to launch on 27<sup>th</sup> September.</p> <p>Mr Parsons commented that the project was started and presented to the Board previously and was about bringing together offers and support for general practice. An Excellence in Practice website had been produced and presented not only the offers from the Training Hub but the LMC and CCG too.</p> <p><i>Mr Parsons presented the website to the Board.</i></p> <p>Mr Parsons and Ms Smith were both available to meet with individual practices and the website had been shared with a select number of practice colleagues to obtain feedback.</p> <p>Dr Ellery commented that it was a fantastic job.</p>

	<p>Dr Craze commented that management consultancy would be the best term to describe what was on offer.</p> <p>Mr Parsons added that the bonus was that 95% of the website could be amended in house.</p> <p>Mrs Wheeler was really pleased with the result and hoped that it would be helpful to practices with everything in one place. This was designed to be practice facing and could be placed on desktops.</p> <p>Dr May commented that the website looked excellent, and it was clear that the Training Hub had engaged with practices and thought about how this should look with links provided to other important organisations. Dr May added that it would be well received.</p> <p>Mr Jennings commented that he had explored the site and it was brilliant. Mr Jennings added that the only negative was that some of the click throughs took the user to an external site to the same window thus removing the user from the main website.</p> <p>Mr Parsons noted that they were aware of the issue and had logged it with the website designers.</p> <p>Mrs Wheeler commented that she would like the Board's approval to launch Excellence in Practice on 27 September.</p> <p><b>AGREED:</b> The Board agreed for the Excellence in Practice offer to be launched by the Training Hub on 27 September.</p>
2021/63	<p><b>General Business Update</b></p> <p>Mr Woolcock commented that he had been writing a Corporate Social Responsibility strategy. This would be an overarching document which would highlight how responsible KHCIC were as an organisation. Mr Woolcock noted that the paper should be ready for circulation before the November Board meeting.</p> <p>Mr Woolcock noted that there would be a refresh of the corporate services function at KHCIC. Mr Woolcock felt that the directors had gelled to become more corporate in their approach and would like to see this throughout the corporate services team who at present were quite isolated. KHCIC additionally hold the SLA with RCHT which is slowly being reduced as KHCIC bring those services in house.</p> <p>Mr Woolcock added that he had met with Tony Chambers the interim CEO of RCHT. Mr Chambers would be in post for the next 6 months.</p> <p>Dr May added that Mr Chambers was a breath of fresh air and he hoped that his position of CEO would be made permanent.</p>
2021/64	<p><b>KHCIC North &amp; East ICA rep (Dr Malcolm McKendrick) retirement</b></p>

	<p>Dr Ellery informed the Board that Dr McKendrick would be retiring from his position as Director on 31 October. Dr Ellery noted that he had personally valued Dr McKendrick's input at the Board meetings.</p> <p>Dr McKendrick commented that it hadn't been an easy decision, as one of the founder Board Directors he had really enjoyed his time working with the organisation. Dr McKendrick noted that he had seen the organisation develop, expand and mature over the years which was great, and he felt there were talented people on this Board to continue to move KHCIC forward. Dr McKendrick added that it was time for him to move on and develop some other interests he had, and he thanked everyone on the Board and the Exec team for their support over the years.</p> <p>Dr Ellery commented that replacing Dr McKendrick would be a tall order. Mr Woolcock agreed and noted that Dr McKendrick was irreplaceable. Mr Woolcock thanked Dr McKendrick for his positive scrutiny and constructive feedback over the years and noted that he had always valued Dr McKendrick's input.</p>
2021/65	<p><b>KHCIC AGM 26 October 2021 @ 19.00 via MS teams video-conference</b></p> <p>Dr Ellery notified the Board of the upcoming AGM.</p>
2021/66	<p><b>Any Other Business</b></p> <p>No other business.</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, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 28 July 2021 as a true and accurate record and signed by the Chair.
4. The Board approved and ratified the Duty of Candour, Set up and Use of N365 and EPRR Business & Continuity Management Policies.
5. The Board agreed for the Excellence in Practice offer to be launched by the Training Hub on 27 September.

**FINAL COPY - RATIFIED**



Signed by the Chair:

Dated: 20 October 2021