

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 25 May 2022 via Microsoft Teams Video-conferencing

Present:	Name	
Executive Directors:	Mr Mark Woolcock	CEO, Kernow Health CIC
	Ms Maria Harvey	Director of Integrated Community Care Services
	Mrs Laura Wheeler	Director of Integrated Primary Care Services
	Dr Jonathan Katz	Medical Director
	Mr Joseph St Leger-Francis	Associate Director of Integrated Urgent Care & Chief Clinical Information Officer
ICA Director and Deputy Representatives:	Dr Andy May	ICA Board Director Member representing Central Cornwall/ PCN Clinical Director/ GP partner
	Dr Lawrence Barnes	ICA Board Director Member representing North and East Cornwall/ GP partner
	Dr Andrew Craze	ICA Board Director Member representing West Cornwall/ 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
In Attendance	Ms Emma Ridgewell-Howard	CEO of Kernow LMC
	Miss Jemma Ignaczak	Executive Assistant (Minute Taking)

CHAIRMAN

Dr Jonathan Katz 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.

2022/24	Apologies
	No apologies were received.

2022/25	Declaration of any New Interests / Conflicts of Interest for Part 1 Agenda items
2022/25a	Declarations of Interests Register There were no further declarations of interest to register.
2022/25b	Conflicts of Interest for Part 1 Agenda Items 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.
2022/25c	Board Attendance Register The register was noted.
2022/26	Approval and ratification of Part 1 Board Minutes of the meeting held on 27 April 2022 Page 4 – update cited to sighted. AGREED: Following a preview of the minutes by Dr Katz, Mr Woolcock and Mr Holby and with the amendment above, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 27 April 2022 as a true and accurate record and signed by the Chair. ACTION: Miss Ignaczak to arrange for the ratified minutes from 27 April 2022 to be uploaded to the website.
2022/27	Matters Arising and Action Grid from the Board minutes of the 27 April 2022 2022/03 – Mr St Leger-Francis to circulate the report detailing in hours 111 calls that are redirected to primary care. Mr St Leger-Francis confirmed the paper had been circulated. Mr Holby commented that the report implied that patients could use 111 as a fast-track route to a GP appointment and felt that Kernow Health shareholders would not support this. Mr St Leger-Francis replied that patients were only passed through to general practice worklists where it was appropriate to do so. The wider issue was with practices that did not have the technology required to pass the call over. Mr St Leger-Francis added there was the further issue of temporary residents calling 111 when they required primary care. There had been conflict over how these patients were managed and currently they were passed back to their own registered GP. Mr St Leger-Francis added that more practices were on board and the technology for passing over the calls was improving, this paper would not be published as it was to cover historic queries at this Board.

	<p>Dr May agreed with Mr Holby and noted whilst there had been a government agenda to put everything through 111 that should not be encouraged. Mr St Leger-Francis replied that he did not believe the agenda was to utilise the 111 service as a catch all and part of the reason behind putting the paper together was to highlight any issues and fix patient flow. Some of the issues surrounding appointments in the summer were an inability to book into practices after 11am due to workloads and the next step was to put patients into the local CAS or MIUs. When the paper was written there were quite a few areas not accepting referrals and the paper was about getting patients where they needed to be.</p>
2022/28	<p>Shareholder Transfers</p> <p>As per the report circulated, the Board were asked to approve the transfer of shares for the following:</p> <ul style="list-style-type: none"> • Praze Surgery: from Dr A Ellery to Dr R Burkimsher • Tamar Valley Health: from Dr N Buxton to Dr A Farr <p>Miss Ignaczak explained the relevant paperwork had been issued to all parties and the 14-day deadline had since passed. Therefore, the stock transfer forms would be executed by Dr Katz with Board approval.</p> <p>AGREED: The Board approved Dr Katz to execute the Stock Transfer Forms and for the new shares to be issued accordingly.</p>
2022/29	<p>General Business Update</p> <p>Primary, Community and Urgent Care Contract Reports – Operational and Quality Performance</p> <p>Mr Woolcock noted the HR team had grown and Andrea Redfern had joined KHCIC as the Welcome, Wellbeing and Retention Manager. Mr Woolcock had recently met with the Engagement and Wellbeing Forum who were working on employee benefits and menopause services.</p> <p>Mr Woolcock shared that a recent away day had been held with senior managers with the aim of developing individual strategies for IT, Finance, Governance etc and this would be further detailed at the next Board away day.</p> <p>Mr Woolcock confirmed that RotaMaster had been implemented, in addition teams were completing due diligence on payroll systems.</p> <p>Mr St Leger-Francis noted there was a significant amount ongoing in Urgent Care. The Lifeboat Project had been launched and there were now two full time call handlers in Cudmore taking front end 111 calls. Kernow Health now had the licence and ability to train up as many staff as it would like to manage the front end of 111. Mr St Leger-Francis added the next set of staff were in</p>

training and hoped Kernow Health attrition rates would not be as high as other providers.

Mr St Leger-Francis noted a steady 10% increase in calls offered coming in year on year and to manage this a few new initiatives were being offered.

Mr St Leger-Francis explained that some of the issues arising from Cat 3 & 4 ambulance validations had been ironed out, at present there was an 80% downgrade rate, but the final figures would be reviewed in September.

Mr Jennings queried the high call handler attrition rates.

Mr St Leger-Francis replied the role was not an easy one with the types of calls received and staff could obtain easier roles which were better paid.

Mr Holby felt that the same issues were happening within primary care.

Mr St Leger-Francis added there was an untapped workforce in Cornwall which had no competing call centres.

Dr Craze further noted that staff turnover rates had never been so high, not necessarily due to job dissatisfaction but because of low salaries.

Ms Harvey shared that School Immunisations was part of a recovery programme aiming to get the tetanus, diphtheria & polio booster vaccines back on track. The uptake nationally was lower than it had been in years, probably due to Covid vaccines and vaccine fatigue in parents. Ms Harvey added they had been given some additional money to get vaccines back on track by 31st March. This money would be used to complete recalls and FAQs were being sent out to all schools who were posting on their social media pages. There would normally have been an 85% uptake by this point in the year and it was currently at 50%. The team would be running catch ups right through to August this year, which was a first, this was a national issue and Ms Harvey welcomed any ideas.

Mrs Wheeler noted she would remain in her seconded role with Kernow CCG until the end of June.

Mrs Wheeler shared the Training hub had been successful in securing a £200k wellbeing fund for practices and this would be rolled out through the Excellence in Practice Programme.

The Training Hub had been commissioned to design and deliver a 'Diabetes and You' education programme in general practice; this would teach staff how to help people in the community.

Mrs Wheeler noted the primary care recruitment event was being held today at St Austell Conference Centre. Additionally, a stand had been booked for Royal Cornwall Show in June which would promote primary care with a portion of the stand supplied to Proud to Care to help support Kernow Health's care partners.

Mrs Wheeler confirmed a GP locum poster had been circulated to Board members. The Locum Chamber Head was off on long term sick leave and the poster would help to direct locums through to Kernow Health.

2022/30	<p>Training Hub Update</p> <p>Mrs Wheeler noted a significant piece of work from Health Education England which would require a 3-year stakeholder plan and a 3-year finance plan, adding that the Training Hub had now become a much smaller piece of the work.</p> <p>Mrs Wheeler confirmed the Estates Toolkit had been circulated to Board members. The CCG had approached Kernow Health to look at this piece of work and, following a meeting, Mrs Wheeler was additionally asked to pick up the work from the Community Health Partnership. Mrs Wheeler suggested that this was added to the Excellence in Practice package and confirmed the Community Health Partnership were happy for Kernow Health to pick this up.</p>
2022/31	<p>System Updates</p> <p>Dr Craze noted he had met with Neil Waldron as other ICAs had, and things were progressing but no change on the ground.</p> <p>Dr May felt that people had returned to type and spent the last month arguing over finances. Dr May was not convinced that the new culture would land on 1st July.</p> <p>Dr Barnes noted things had been static since February. There had been some paranoia regarding the Think Tank Paper which painted a very different future for general practice.</p> <p>ICS Development</p> <p>Dr May noted there was cohesion from himself, Jim Tait, and Penny Atkinson from an ICS perspective with the ICS document supporting aspirations.</p> <p>Dr May noted the system had organised a True North event to get leaders around the table to articulate the change. There was a need to ensure that attendees were sighted on what Kernow Health do, the urgent care offer, school immunisations and training hub portfolios. The event would be held on 29th & 30th June.</p> <p>Dr Craze noted he had not received an invitation.</p> <p>Ms Ridgewell-Howard replied that LMC had not been invited either. Ms Ridgewell-Howard would try to contact the person responsible for issuing the invitations.</p> <p>Ms Ridgewell-Howard noted the slight ripple of concern around the future of general practice. It was not the first time a paper had been released like the Think Tank Paper; however, it was further indication that there was a long-term ambition. It would be different things to different people.</p>

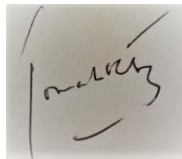
2022/32	<p>Regulatory Reports</p> <p>CQC Ms Harvey noted the draft CQC report had been received and reviewed. Some factual inaccuracies had been found and the report sent back for correction. Ms Harvey confirmed that the report surrounding any items that were found to require improvement had been sent to the CQC. The lead inspector had provided some good verbal feedback.</p> <p>Mr Woolcock added the CQC felt that they had visited Kernow Health 6-12 months too early as the trajectory that the company was on would have led to a potential outstanding. Mr Woolcock had attended a whole system feedback event and it was not good news. It was telling from some behaviours that people did not have a favourable report and Mr Woolcock did not want Kernow Health's 'Good' lost in a sea of bad.</p>
2022/33	<p>Corporate Risk Register for ratification, approved by the Governance Committee:</p> <p>Corporate Risk Register Mr Woolcock noted there had been a change to the scoring on the contract renewal risk and the Cudmore House Lease scoring had increased. The Covid score and CQC score had been reduced to green and moved to the closed risks as no more mitigation could be completed.</p> <p>AGREED: The Board approved and ratified the Corporate Risk Register.</p>
2022/34	<p>Policy Ratification</p> <p>The Board was asked to ratify the following policies, which had been robustly reviewed and agreed by the Governance Committee.</p> <ul style="list-style-type: none"> • Electricity at Work Policy v2.0F • Vaccine Cold Chain Policy v5.0F <p>Dr Barnes noted on page 6 readers were directed to section 5.7, however there was no section 5.7. Ms Harvey would investigate and amend.</p> <p>AGREED: The Board approved and ratified the Electricity at Work Policy.</p>
2022/35	<p>Any Other Business</p> <p>Dr Craze noted he would be standing down as the representative for West Cornwall from the end of June and he would no longer be a GP. Mr Woolcock noted that fixed term contract letters required renewing but were dependant on the style of Board composition planned. There had been a system where alternate members supported when members were absent. Mr Woolcock queried whether that was the correct model.</p>

	<p>Dr May felt it should be something different. There should be workshop event for PCNs and Clinical Directors to become closely integrated with what is happening within to see the stability and resilience that it provides for primary care in the community.</p> <p>Mr Woolcock noted a review of the Articles of Association would be discussed in part 2.</p>
	END OF PART 1

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 Katz, Mr Woolcock and Mr Holby and with the amendment above, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 27 April 2022 as a true and accurate record and signed by the Chair.
4. The Board approved Dr Katz to execute the Stock Transfer Forms and for the new shares to be issued accordingly.
5. The Board approved and ratified the Corporate Risk Register.
6. The Board approved and ratified the Electricity at Work Policy.

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Signed by the Chair:

Dated: 22 June 2022