

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 Monday 26 September 2022 via Microsoft Teams Video-conferencing

Present:	Name	
Executive Directors:	Dr Andrew Craze	Chair
	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
	Mr Kieran Bignell	Director of IUCS
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
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
	Mrs Jemma Ignaczak	Executive Assistant (Minute Taking)

CHAIRMAN

Dr Andrew Craze 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.

2022/41	Apologies
	Apologies were received from Mr Woolcock.

2022/42	Declaration of any New Interests / Conflicts of Interest for Part 1 Agenda items
2022/43	<p>Declarations of Interests Register There were no further declarations of interest to register.</p> <p>Dr Craze noted that Dr Neil Armstrong had requested to be removed as a Deputy Representative of the Kernow Health Board. Additionally, as Dr Craze had now moved into the position of Chair, the role of ICA Board Director Member representing the West needed to be advertised.</p> <p>ACTION: Mrs Ignaczak to liaise with Dr Craze regarding advertising the Board vacancy via email.</p> <p>Ms Ridgewell-Howard noted that Dr Bruce Hughes was no longer a Director of Devon Doc or Access Health, and these could be removed from the register.</p>
2022/44	<p>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.</p>
2022/45	<p>Board Attendance Register The register was noted.</p>
2022/46	<p>Approval and ratification of Part 1 Board Minutes of the meeting held on 22 June 2022</p> <p>AGREED: Following a preview of the minutes by Dr Katz, Dr Craze and Mr Holby, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 22 June 2022 as a true and accurate record and signed by the Chair.</p> <p>ACTION: Mrs Ignaczak to arrange for the ratified minutes from 22 June 2022 to be uploaded to the website.</p>
2022/47	<p>Matters Arising and Action Grid from the Board minutes of the 22 June 2022</p> <p>No outstanding items.</p>
2022/48	<p>General Business Update</p> <p>Primary, Community and Urgent Care Contract Reports – Operational and Quality Performance</p>

Ms Harvey noted that the immunisations team were back in schools to deliver the nasal flu. Normally these would not be administered until January so Ms Harvey was interested to see what the uptake would be. The early roll out was due to the availability of the nasal flu vaccines. Ms Harvey shared that the School Immunisations contract had been extended to July 2024 and was awaiting the contract variation agreement along with confirmation of the funding amount.

Ms Harvey explained that there had been a reduction in the CEDS caseload with 10-12 children discharged, however the complexity of cases was increasing. The CEDS team was very much integrated now and the commissioning intentions clear. Ms Harvey added that a new hub would be running from Newquay due to the number of children in the area diagnosed with restrictive eating.

Ms Harvey shared that there had been no stampede to take on the 14 SAS patients from a practice that had given notice. The two remaining practices had agreed to split the patients between them with an additional GP at one of those practices now looking to assist.

Mrs Wheeler stated that £123k had been received to support the Primary Care Estates Toolkit. Ian Bailey and Pam Smith were pushing this forward and the project was going well. Additionally, a sterling job had been completed by Ian Bailey in providing options to practices to utilise the Health and Wellbeing Fund.

Mrs Wheeler confirmed the strong relationship with Health Education England (HEE) continued and Kernow Health had recently supported HEE by hosting 9 apprenticeship positions across the whole of the southwest. Mrs Wheeler confirmed that Kernow Health received a small administrative amount to complete the work but felt it was good for the Company's reputation.

ACTION: Mrs Ignaczak to remove the Training Hub update as a separate agenda item and include within the General Business update section.

Mr St Leger-Francis detailed that contract changes were the drive from an IUCS perspective at present and a letter of intent had been received. Mr St Leger-Francis confirmed that the transition from Vocare to Herts Urgent Care (HUC) to provide front end telephony had begun, however legal advice was still being sought from Stephens Scown prior to signing the contract. Mr St Leger-Francis shared that risks and benefits of all the options available with HUC needed to be understood prior to finalising the contract. This was one of the quicker 111 services to be set up so rapid mobilisation would be completed over the coming weeks.

Mr St Leger-Francis shared that the Out of Hours otherwise continued as normal, there was an increase in KPIs due to Kernow Health nearly being non-reliant on agency staff.

Mr Holby commented that sometimes the Executive team lost sight of the fact that members of the Board were not in Kernow Health day to day and yet were told things at this Board as if they had the background knowledge. Mr Holby asked for a briefing regarding HUC and what the proposed model was. Mr St Leger-Francis replied that HUC was the chosen alternative provider to Vocare and would be providing the front-end call answering for 111 from 30th November. A model was yet to be decided on as there were two options, a traditional subcontract model or a joint venture model where a separate company was set up with HUC and subcontracted to. Mr St Leger-Francis was awaiting legal advice for these options.

Ms Ridgewell-Howard noted that Devon Doc had recently passed themselves over to HUC. Therefore, there was a lot of knowledge around that organisation and Ms Ridgewell-Howard was sure Dr Bruce Hughes would be happy to discuss this with Dr Craze and Dr Katz. Dr Craze confirmed that would be useful.

Mr St Leger-Francis noted that the contract with Vocare would cease on 30th November.

Dr Katz queried whether there were any dates set for signing a contract with HUC.

Mr St Leger-Francis replied that no dates were set until the model whereby Kernow Health would be entering into a contract with HUC was decided. Kernow Health could sign the contract with RCHT, but it would be a risk with no provider subcontract yet signed. Mr St Leger-Francis added that the contract with RCHT was currently being drawn up and it was therefore important to receive legal advice surrounding the model options within the next week.

Mr Holby noted that Kernow Health needed to be aware that the Company could be deemed to have accepted the terms of a contract by performing the service even if it had not formally signed those terms.

Dr Craze enquired whether the contract with Vocare had been terminated. Mr St Leger-Francis replied that it had. A letter had been issued stating the contract would cease on 30th November; a copy of the letter had been sent to Dr Craze and Dr Katz.

Mr Bignell noted that there was focus on Kernow Health to host a single point of access for urgent care and other services on behalf of the Cornwall system. This was a regional concept and Mr Bignell felt it would be good for Kernow Health. Mr Bignell added that conversations would take place with the shareholders to ensure it was the right move for everyone.

Dr Katz queried the response to the Government's announcement regarding same day appointments and non-urgent appointments within 2 weeks. Dr Barnes replied that his surgery had set routine appointments to 2 weeks and would not be booking ahead of that time. Dr May noted that his surgery had not limited advance appointment bookings yet. Only allowing appointments to be booked for the next 2 weeks did not

	<p>allow for routine follow up appointments to be booked for ongoing health issues and stopped patients from planning their lives.</p> <p>Ms Ridgewell-Howard noted that none of the Government's announcements were yet contractual and had not been agreed. The issue was that this is not what the public would hear. Ms Ridgewell-Howard had spoken with Andrew Abbott regarding the support that will be expected from the ICB.</p> <p>Mr Holby noted that the paper referred to patients who needed to see a GP within two weeks. It appeared legitimate to interpret this as clinical need rather than merely a wish or demand.</p>
2022/49	<p>System Updates</p> <p>Dr May noted there was nothing particularly relevant to share. An ICA Forum had taken place the previous week where discussions around health inequalities had taken place with the aim to develop a health model.</p> <p>Dr Barnes shared that the extended access hours issue remained unreconciled. There was a discrepancy between what the ICB expected and what practices could provide.</p>
2022/50	<p>Regulatory Reports</p> <p>CQC</p> <p>Ms Harvey stated that CQC meetings would be reinstated to ensure readiness.</p> <p>EPRR</p> <p>Mr St Leger-Francis noted the yearly core standards had been submitted. There had been a couple of challenges around training and system-based training and that was due to not being fully linked in with other system areas. As a result, Mr St Leger-Francis was expecting to have a couple of ambers to highlight a need to work on those areas.</p>
2022/51	<p>Corporate Risk Register for ratification, approved by the Governance Committee:</p> <p>Corporate Risk Register</p> <p>Ms Harvey noted the risk register had been circulated to the Board and the risk relating to the demolition of Cudmore House had been removed. One new risk, KH39, had been added in relation to NHS Pensions and this was currently a high risk.</p> <p>Mr Jennings noted that risk KH28 with regards to IR35 could be removed after April following recent Government comments.</p> <p>Mr Holby noted the risks under Mr Woolcock's ownership would need updating to a new owner.</p> <p>AGREED: The Board approved and ratified the Corporate Risk Register.</p>

2022/52	<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"> • Alerts Management Policy v3.0 • Mandatory and Statutory Training Plan v2.0 • Permit to Work Policy v2.0 • Recruitment and Selection Policy v3.0 <p>Ms Harvey noted there were many policies and therefore a review would be taking place.</p> <p>AGREED: The Board approved and ratified the Alerts Management, Mandatory and Statutory Training, Permit to Work and Recruitment and Selection Policies.</p>
2022/53	<p>Any Other Business</p> <p>Ms Ridgewell-Howard noted that practices were chasing updates regarding the declarations of trust and shareholder concerns.</p> <p>Mrs Wheeler replied that she was awaiting legal advice and would chase a response.</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, Dr Craze and Mr Holby, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 22 June 2022 as a true and accurate record and signed by the Chair.
4. The Board approved and ratified the Corporate Risk Register.
5. The Board approved and ratified the Alerts Management, Mandatory and Statutory Training, Permit to Work and Recruitment and Selection Policies.

FINAL COPY – RATIFIED

Signed by the Chair: 

Dated: 05 October 2022