

# *Meeting Minutes KH Board Part 1*

*13 December 2023*

**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 13 December 2023  
via Microsoft Teams Video-conferencing**

<b>Present:</b>	<b>Name</b>	
<b>Executive Directors:</b>	<b>Dr Andrew Craze</b>	Chairman
	<b>Mrs Jan Randall</b>	CEO
	<b>Mrs Laura Wheeler</b>	Director of Integrated Primary Care
	<b>Ms Maria Harvey</b>	Director of Integrated Community Care
<b>ICA Director and Deputy Representatives:</b>	<b>Dr Lawrence Barnes</b>	ICA Board Director Member representing North and East 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>Mr Joseph St Leger-Francis</b>	Head of IUCS
	<b>Mrs Jemma Ignaczak</b>	Company Administrator

**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.

1223/1	<b>Apologies</b>  Apologies were received from Ms Emma Ridgewell-Howard & Dr Ewen Cowan
1223/2	<b>Declaration of any New Interests / Conflicts of Interest for Part 1 Agenda items</b>  <b>Declarations of Interests Register</b> The Declarations of Interests Register was noted. There was a request to update Mrs Wheeler to remove her as Interim CEO.  <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

	<p>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> <p><b>Board Attendance Register</b> The register was noted.</p>
1223/3	<p><b>Approval and ratification of Part 1 Board Minutes of the meeting held on 22 November 2023</b></p> <p><b>AGREED:</b> Following a preview of the minutes by Dr Craze and Mrs Randall the Board approved and ratified the Part 1 minutes of the Board meeting held on the 22 November 2023, as a true and accurate record and signed by the Chair.</p> <p><b>Matters Arising and Action Grid from the Board minutes of the 22 November 2023</b></p> <p>The Board approved the recommendations for each of the actions.</p>
1223/4	<p><b>Shareholder Transfers</b></p> <p>There were no shareholder transfers.</p>
1223/5	<p><b>General Business Update</b></p> <p>The Board report was taken as read. There was nothing to raise by exception.</p>
1223/6	<p><b>System Updates</b></p> <p>Dr Barnes noted that the increase to minimum wage would have an impact on practice budgets. There were plans to reduce practices burden by moving administration to PCNs. Dr Barnes added that overflow hubs did not support practices whose patients were unable to travel the distance especially areas with little to no public transport. There was an inequity that came with living and working in Cornwall. Practices in Liskeard would now have access to an MIU and overflow hub whilst The Rame Group had neither. The additional resources were not shared equally.</p> <p>Dr Craze agreed with Dr Barnes concerns and had raised these points at the latest LMC meeting.</p> <p>There was a PCN who had agreed to provide the overflow hub themselves, subject to the same SOP and funding, due to the distance of the practice from alternatives.</p> <p>Mr Holby commented that the overflow hubs would likely be filled with the locums and sessionals that practices called upon when they were struggling.</p>

	<p>Mrs Wheeler confirmed that the session rate was set low at £220 so the locums were not diverted into the roles. The advert had been worded very carefully and it was made clear that these were additional hours over and above any normal working hours not to divert locums into that role. There were 29 responses to date, and these were evenly distributed across the county.</p> <p><b>Operational Updates</b></p> <p>The Board is presented with a system update in part 1 in the form of an executive paper to the board. Enclosed for partner updates:</p> <div data-bbox="405 533 456 595" data-label="Image"> </div> <p>CEO Report Part 1 Operational report I</p> <p><b>Winter Update</b></p> <p>There had been an ask to implement the overflow hubs as part of winter planning and KHCIC were the only ones to step forward. Queries had been raised regarding CQC and indemnity and solutions agreed. Further meetings were underway regarding the finance and KHCIC would be claiming for set up costs and other administrative costs. Mrs Randall thanked the team for getting this project to its current point.</p> <p>The Right Care Car would be used as a proof of concept that covered the gap overnight when community nursing was missing and may help define a model going forward for a 24/7 service. The Right Care Car was currently being mobilised.</p> <p>Confirmation had been received that the additional bonus given out by the government to staff working during Covid19 was only applicable to staff affiliated with agenda for change. The NHS federation had been contacted to challenge this.</p> <p>Mrs Randall confirmed that any new projects included NHS Pension provision within the funding.</p>
1223/6	<p><b>Regulatory Reports</b></p> <p><b>CQC</b> CQC had released information regarding their new assessment framework. A new way of working was being implemented in the south which focused more on relationships and the teams at CQC. Staff would attend the CQC webinars.</p> <p><b>ACTION:</b> Ms Harvey to arrange suitable training on the updated scheme for all Executives.</p> <p><b>EPRR</b> No updates</p>

	<b>Home Office</b> No updates
1223/7	<b>Corporate Risk Register for ratification, approved by the Governance Committee:</b>  <b>Corporate Risk Register</b> The addition of financial sustainability was added as approved by members at the November Board.  <b>AGREED:</b> The Board agreed the additions to the risk register along with the ratings.
1223/8	<b>Policy Ratification</b> There were no policies for ratification in part 1.
1223/9	<b>Reflection</b>  Mrs Randall noted the great piece of work between KHCIC and providers to collaboratively to mobilise services quickly.
1223/10	<b>Any Other Business</b> There was no other business.
	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 Craze and Mrs Randall the Board approved and ratified the Part 1 minutes of the Board meeting held on the 22 November 2023, as a true and accurate record and signed by the Chair. The Board approved the shareholder transfers as detailed above.
4. The Board agreed the additions to the risk register along with the ratings.

**FINAL COPY – RATIFIED**

Signed by the Chair:

A handwritten signature in black ink, appearing to be 'ACJ', is written over the text 'Signed by the Chair:'.

Dated: 24 January 2024