

*Meeting
Minutes
KH Board
Part 1
24.07.2024*

**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 24th July 2024
via Microsoft Teams Video-conferencing**

Present:	Name	
Executive Directors:	Dr Andrew Craze	Chair
	Mrs Jan Randall	CEO
	Mrs Laura Wheeler	Director of Integrated Primary Care (DIPC)
ICA Director and Deputy Representatives:	Dr James McClure	ICA Board Director Member representing Central/ 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
	Mr John Acornley	Non-Executive Director, Finance
In Attendance	Mr Joseph St Leger-Francis	Head of IUCS
	Ms Emma-Ridgewell-Howard	CEO, Kernow LMC
	Mrs Jemma Ignaczak	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.

0724/1	Apologies Apologies received from Dr Barnes, Ms Harvey and Dr Cook.
0724/2	Declaration of any New Interests / Conflicts of Interest for Part 1 Agenda items Declarations of Interests Register The Declarations of Interests Register was noted.

	<p>Ms Ridgewell-Howard declared that she was no longer a Trustee of East Cornwall Search and Rescue.</p> <p>Mr Jennings declared that his 25% shareholder GB Healthcare Solutions could be removed.</p> <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> <p>Board Attendance Register The register was noted.</p> <p>The attendance register was updated to reflect the Board away days in March and May.</p> <p>ACTION: Mrs Ignaczak to amend the Conflict of Interest Register.</p>
0724/3	<p>Approval and ratification of Part 1 Board Minutes of the meeting held on 26 June 2024</p> <p>AGREED: Following a preview of the minutes by Dr Craze, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 26 June 2024, as a true and accurate record and signed by the Chair.</p> <p>Matters Arising and Action Grid from the Board minutes of the 26 June 2024</p> <p>0624/9 - Ms Harvey to review whether KHCIC were members of LFPSE and why this was included in the Patient Safety Incident Reporting & Management Policy definitions. Confirmed membership and the policy would be updated. Close once policy updated.</p> <p>1223/6 – Regulatory Reports - Ms Harvey to arrange suitable training on the updated scheme for all executives. Mrs Randall stated that this action was now 6 months old and required attention. MH to arrange and add a date for training implementation. Mrs Randall, on behalf of MH added that a mock CQC would take place in July and any actions should be ready for presentation at the next Board in September, following implementation throughout August and September.</p> <p>0424/6 - All to discuss primary care support strategy at away day. The collaboration strategy was shared at the away day in May and discussed. In August, the Collaboration Board would meet with KHCIC and ICB to create a single Primary Care Medical Strategy. The documents would be summarised and circulated to staff and limited stakeholders for comment and engagement, to be completed by the end of August 24.</p>

0724/4	<p>Shareholder Transfers</p> <p>There were no shareholder transfers for July.</p>
0724/5	<p>General Business Update</p> <p>The Board report was taken as read.</p> <p>Mr Acornley had reviewed the current legal cases and queried how many potential claims were provisioned for in the accounts. Mrs Randall replied that the Quality Assurance & Audit Committee (QAAC) reviewed all potential cases and undertook a risk assessment. The insurance company provided a view which was taken into consideration when assessing the risk. There was an excess of £25k on insurance and that was held in reserve in the current years' accounts. Mrs Randall added that the insurance company had indicated that the current cases were unlikely to reach settlement or legal. However, we still hold as a risk mitigation.</p> <p>Ms Ridgewell-Howard queried whether KHCIC could give the LMC a walkthrough of what had been allocated to them from the wider women's health budget for the women's health hubs. Mrs Wheeler would meet with Ms Ridgewell-Howard outside of the Board.</p> <p>ACTION: Mrs Wheeler to meet Ms Ridgewell-Howard and items to be closed on board and moved to an Exec action.</p>
0724/6	<p>System Updates Nothing to update.</p> <p>Collaborative Board There was nothing to update.</p>
0724/7	<p>Regulatory Reports</p> <p>CQC Mrs Randall confirmed that Mrs Harvey had assured that there was an action plan for the mock CQC.</p> <p>EPRR Mrs Randall confirmed that there had been learning from the IT outage. She was proud of the team for their actions. The team had worked hard and brought the system back into OPEL 2 same day. KHCIC was not directly affected by the IT software outage however IUCS was hit with additional workflow as patients were unable to get through to some practices.</p> <p>The messaging to contact 111 was changed for the duration of the outage.</p> <p>Home Office</p>

	<p>Taken from the Executive Report – The Home Office has inspected, we received confirmation of the new licence holder for both licences, and this is Dr Cook our CMO.</p>															
0724/8	<p>Corporate Risk Register for ratification, approved by the Governance Committee:</p> <p>Corporate and Service Risk Registers The corporate risk register was taken as read.</p> <table border="1"> <thead> <tr> <th>Risk Number</th> <th>Action</th> <th>Reason</th> </tr> </thead> <tbody> <tr> <td>KHCIC51</td> <td>Renumber</td> <td>Was numbered 50 (however this is a closed risk on another matter) re-numbered 51</td> </tr> <tr> <td>KHCIC52</td> <td>New to approve</td> <td>HUC Performance</td> </tr> <tr> <td>IT15</td> <td>Reduce risk from 16 to 12</td> <td>Benchmarked all current scores, too high compared to those that are 16</td> </tr> <tr> <td>IUCS23</td> <td>To close</td> <td>Winter surge planning, it is now July. Will be raised again approximately October/Nov if required. ICB plan to</td> </tr> </tbody> </table> <p>AGREED: Members agreed with the recommended risk updates.</p>	Risk Number	Action	Reason	KHCIC51	Renumber	Was numbered 50 (however this is a closed risk on another matter) re-numbered 51	KHCIC52	New to approve	HUC Performance	IT15	Reduce risk from 16 to 12	Benchmarked all current scores, too high compared to those that are 16	IUCS23	To close	Winter surge planning, it is now July. Will be raised again approximately October/Nov if required. ICB plan to
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0724/9	<p>Policy Ratification</p> <p>General Health & Safety Policy v4.0F Mrs Randall advised that she was on leave when this went through the governance prior stage and requested approval to be assured.</p> <p>AGREED: Members agreed to ratify the General Health & Safety Policy. With agreement that Mrs Randall to confirm assurance for herself.</p>															
0724/10	<p>Reflection and Communications</p> <p>The Board thanked teams for the handling of the IT outage. An email had been sent to all staff from the CEO and Chair.</p> <p>The Board agreed that recognition from the Board will be relayed in challenging situations.</p>															
0724/11	<p>Any Other Business There was 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 Craze, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 26 June 2024, as a true and accurate record and signed by the Chair.
4. Members agreed with the recommended risk updates.
5. Members agreed to ratify the General Health & Safety Policy.

FINAL COPY – RATIFIED

Signed by the Chair:



Dated: 25.09.2024