

*Meeting
Minutes
KH Board
Part 1
26.06.2024*

**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 26th June 2024
via Microsoft Teams Video-conferencing**

Present:	Name	
Executive Directors:	Dr Andrew Craze	Chair
	Ms Maria Harvey	Director of Integrated Community Care (DICC)
	Mrs Laura Wheeler	Director of Integrated Primary Care (DIPC)
	Dr Paul Cook	Chief Medical Officer (CMO)
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
	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.

0624/1	Apologies Apologies received from Mrs Randall, Dr Barnes and Ms Ridgewell-Howard.
0624/2	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>ACTION: Mrs Ignaczak to update the Col register to reflect that Dr Cook was no longer interim CMO.</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>
0624/3	<p>Approval and ratification of Part 1 Board Minutes of the meeting held on 24 April 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 24 April 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 24 April 2024</p> <p>1223/6 - Ms Harvey to arrange suitable training on the updated scheme for all executives. Ms Harvey confirmed this was still in progress.</p> <p>0424/6 - Mr St Leger-Francis and Dr McClure to discuss IT solutions to manual record input post downtime. Mr St Leger-Francis and Dr McClure would pick this up after the meeting. Close action.</p> <p>0424/6 - Dr McClure and Mrs Wheeler to take operational items on Primary Care Hub offline and discuss. Mrs Wheeler confirmed that this had progressed and would be discussed outside of the Board meeting. Close action.</p> <p>0424/6 - All to discuss primary care support strategy at away day. Mrs Wheeler felt that another half a day was needed to move the strategy forward.</p>
0624/4	<p>Shareholder Transfers</p> <p>The Board is asked to consider and, if thought fit, approve the transfer(s) of one ordinary share(s) of £1.00 following the holder of such share(s) ceasing to be an Eligible Representative <i>for the purposes of the Company's articles of association in accordance with Article 29(1) (a) (iii).</i></p>

	Transferor	Transferee	Name of Practice
	Dr Karen Murdoch	Dr Ed Moore	Perranporth Surgery
	AGREED: The Board approved the shareholder transfers as detailed above.		
0624/5	<p>General Business Update</p> <p>The Board report was taken as read.</p> <p>Mrs Wheeler clarified that the make up of the PCNs meant that they did not qualify for B shares. The issue is that they have shareholders which are not clinical, and this would affect our NHS Pension status.</p> <p>KH East have now sought updated advice from Francis Clark and Stephens Scown and will remove any non-clinical shareholders.</p> <p>Dr Craze queried whether the offer had been taken up by any of the other PCNs.</p> <p>Mrs Wheeler confirmed that the offer had been issued to all PCNs however their organisational make up had prevented them from taking a B share.</p>		
0624/6	<p>System Updates</p> <p>Dr McClure commented that all was relatively ok at present, and the warm weather seemed to have calmed demand. There had been an IT issue a few weeks ago that had shut down 2 sites.</p> <p>An email had been sent to mid Cornwall representatives with suggestions and Dr McClure would follow up.</p> <p>There had been an appraisal between the Medical School Deanery, Nurse Manager, KHCIC representatives and the surgery team. There were some very positive outtakes and Dr McClure would like to complete this for all the trainees. Doing this at PCN level with ICB, RCHT, CFT and KHCIC for areas would get people collaborating. However, for a change to be made the appraisal would have to be mandatory.</p> <p>Mrs Wheeler thought that was a good idea and using the learning organisational model would work. However, CFT may struggle to complete this 15 times (15 PCNs), a tester could be completed at St Austell.</p> <p>Collaborative Board Away Day</p> <p>Mrs Wheeler provided an update from the Collaborative Board away day. Members had been split into 5 different task and finish groups:</p> <p>Frailty Primary Care Hubs Population Segmentation Partnership Model</p>		

	<p>Safe Workloads</p> <p>These groups would continue, with work being rolled out over the next 12 months. Mrs Wheeler was still awaiting confirmation of the Primary Care Hub funding.</p> <p>Dr Smitesh Patel had been nominated for the ICB statutory primary care representative and Dr Stewart Smith confirmed as Collaborative Board Chair for the next 12 months.</p>
0624/7	<p>Regulatory Reports</p> <p>CQC No further update for CQC.</p> <p>EPRR Mrs Wheeler and Ms Harvey had attended a face-to-face training course. It was very thorough and gave a good overview. Mrs Randall and Dr Cook would be attending the next course.</p> <p>Home Office No updates.</p>
0624/8	<p>Corporate Risk Register for ratification, approved by the Governance Committee:</p> <p>Corporate Risk Register The corporate risk register was taken as read. The amendments were reviewed and approved.</p>
0624/9	<p>Policy Ratification</p> <p>Patient Safety Incident Reporting & Management Policy</p> <p>Dr McClure queried whether policies were reviewed every 3 years as standard. Ms Harvey replied yes unless there was a requirement to carry out an earlier review due to a change in law or guidance for example.</p> <p>Mr Holby queried whether KHCIC were registered with LFPSE, a definition was given on page 3 but there was no further mention of this in the policy.</p> <p>ACTION: Ms Harvey to review whether KHCIC were members of LFPSE and why this was included in the Patient Safety Incident Reporting & Management Policy definitions.</p>
0624/10	<p>Reflection There was nothing to add.</p>

0624/11	Any 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, the Board approved and ratified the Part 1 minutes of the Board meeting held on the 24 April 2024, as a true and accurate record and signed by the Chair.
4. The Board approved the shareholder transfers as detailed above.

FINAL COPY – RATIFIED

Signed by the Chair:



Dated: 24 July 2024