

*Meeting
Minutes
KH Board
29.10.2025*

**Kernow Health CIC (the “Company”)
(Company No. 07551978)**

DRAFT Minutes of a meeting of the Board of Directors of the Company

**held at 08:00 on Wednesday 29 October 2025
via Microsoft Teams Video-conferencing**

Membership	Name	
Non-Executive Chair	Dr Andrew Craze	Chair
Non-Executive Directors:	Mr Gary Jennings	Non-Executive Director
	Mr John Acornley	Non-Executive Director
	Mr Stephen Holby	Non-Executive Director/ Managing Partner, Carn to Coast Health Centres
	Dr James McClure	Non-Executive Director/ICA Board Director Member representing Central/ GP Partner.
	Dr Jim Tait	Non-Executive Director/ GP Partner, Helston Medical Centre/ ICA Non-Executive Director, West
	Dr Laura Walters	Non-Executive Director/ GP Partner, Rame Medical Group/ ICA Non-Executive Director East.
Executives:	Mrs Laura Wheeler	Chief Executive Officer, Kernow Health CIC
	Dr Paul Cook	Chief Medical Officer
	Mr Joe St Leger-Francis	Head of IUCS
	Mr Brian Philpott	Director of Finance
Attendees:		
	Mr John Ball	Head of Digital
	Ms Nicky Adair	Women’s Health Hubs and Primary Care Hubs Programme Manager
	Ms Emma-Ridgewell-Howard	CEO, Kernow LMC
	Mrs Lorna Curnow	Executive Assistant

Apologies		
	Ms Maria Harvey	Director of Integrated Community Care

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.

1029/1	Welcome and Apologies There were apologies from Ms Maria Harvey.
1029/2	Declaration of any New Interests / Conflicts of Interest Declarations of Interests Register The Declarations of Interests Register was noted. Conflicts of Interest AGREED: Each of the Directors confirmed that they had no direct or indirect interest in the business proposed to be transacted in 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. Board Attendance Register The register was noted.
1029/3	Approval and ratification of Minutes of the meeting held on 24th September 2025 and Action Grid. AGREED: The Board approved and ratified the Minutes of the Board meeting held on the 24 th September 2025 as a true and accurate record and signed by the Chair. <u>Action Grid</u> 0723/4 – Contract Novation legal advice Mrs Wheeler confirmed the transfer of the Deed of Novation from RCHT to KHCIC is now completed. The action was recommended for closure. Mr St Leger-Francis advised, in recent days, the ICB's Head of Procurement had held a meeting to discuss the reprocurement framework. 0723/4 - Inception date of the contract – The Board noted the action related to the inception date of the Deed of Novation. The action was recommended for closure. 0723/4 - KHCIC 's Indemnities and Liabilities within the contract - Mr St Leger-Francis explained both parties are now in agreement over their

	<p>responsibilities. It was agreed that each part would remain responsible for the areas that they have been responsible for from 2017.</p> <p>The action was recommended for closure.</p> <p>0723/5 - Articles of Association – Mrs Wheeler explained that KHCIC were working on producing a guide for all Shareholders to include how shares are treated and if KHCIC were to expand, to ensure that prospective Shareholders understood the implications of being a Shareholder.</p> <p>The guide would also be linked to PCNs becoming INTs or SNPs becoming Shareholders.</p> <p>Following comments from Mr Stephen Holby on whether organisations such as One Medical who takeover GP Practices have any effect on KHCIC. Mrs Wheeler explained that they still would remain a shareholder of KHCIC despite the takeover and KHCIC were looking at options where practices would approach KHCIC.</p> <p>0723/5 – Risk Register - The Board noted the Risk Register was a standing agenda item.</p> <p>The action was recommended for closure.</p> <p>AGREED: The Board noted the updates to the action grid.</p>
1029/4	<p>Matters Arising</p> <p>There were no matters raised by the Board.</p>
1029/5	<p>Shareholder Transfers</p> <p>As per the report circulated, the Board was asked to approve:</p> <p>The transfer of share for Rame Practice Group as follows from Dr Lawrence Barnes to Dr Laura Walters.</p> <p>The transfer of share for Carnon Downs Surgery as follows from Dr Paul Cook to Dr Matthew Cuff.</p> <p>The transfer of share for Tamar Valley Health as follows from Dr Alison Farr to Dr Jennifer Early.</p> <p>AGREED: The Board approved the Stock Transfers of share at Rame Practice Group as follows from Dr Lawrence Barnes to Dr Laura Walters</p> <p>AGREED: The Board approved the Stock Transfers of share at Carnon Downs Surgery as follows from Dr Paul Cook to Dr Matthew Cuff.</p>

	<p>AGREED: The Board approved the Stock Transfers of share at Tamar Valley Health as follows from Dr Alison Farr to Dr Jennifer Early.</p>
1029/6	<p>General Business Update</p> <p>Mr John Ball provided an overview of the System One, a joint booking system where any GP Practice could book patient appointments for the Women's Health Hubs and Primary Care Hubs.</p> <p>Acknowledgment was given to operational challenges with the implementation of the System One booking system, which was now being trialled at both Bosvenna and St Austell GP Practices.</p> <p>Other key highlights noted by the Board was the lack of pathology access from the system where previously clinicians were able to book pathology testing directly from the system and that KHCIC were working with RCHT to look at alternative solutions.</p> <p>Dr Jim Tait questioned whether the clinicians would be able to view the names of individuals on the booking system who were booked into clinics. Mr Ball explained that those booking onto the system would have to have these permissions added onto their Smart Card and could therefore potentially view the names of patients.</p> <p>ACTION: Mr Ball agreed to confirm whether the receptionists can view the names of the patients booked onto the booking system.</p> <p>Ms Adair highlighted the progress and the future developments of the Primary Care Hubs which included delivering a trial of a remote GP service.</p> <p>The Board noted KHCIC have asked the ICB for a formal primary care hub contract to enable CNSGP cover for remote GP employment.</p> <p>Mrs Wheeler explained a request will be put into the next Collaborative Board in November 2025, who hold the overarching Primary Care responsibilities and direction of travel, to ask whether they would support this.</p> <p>The Board noted the requirement for Primary Care Hubs access for patients across rural localities especially around the North and the East areas.</p> <p>Acknowledgment was given to the possible changes to the referral criteria within the rural localities and whether a remote GP service would be appropriate for this setting and on the lack of funding for GP Practices within the rural localities to ensure that they deliver an effective service within the communities.</p> <p>Ms Adair gave a presentation on the Women Health Hubs which included the main priorities, objectives for women and girls, workforce and health and care system.</p>

The Board noted the work KHCIC had carried out to engage with vulnerable groups, especially those groups who would not necessarily know which GP Practice they were registered with.

A discussion was held on the Women Health hub funding which had been received by KHCIC.

ACTION: Ms Ridgewell-Howard agreed to seek clarification from the Commissioners regarding the total amount of funding and its current status. These findings would be communicated back to the Board.

Amongst the other topics discussed were whether the children of vulnerable groups had received their immunisations and how the Women Health Hubs were going to be advertised within the vulnerable groups.

KHCIC Board and Board Development day

An invitation would be sent out to all the Board members with details of the next KHCIC Board and Board development day. It was discussed and agreed the Board development day would be held on the 26th November 2025 at Chacewater Village hall.

IUCS restructure

Mr St Leger-Francis provided an update on the IUCS Restructure. He explained the rationale for the IUCS restructure.

The Board noted the presentation on the impending IUCs restructure detailing the intended positive outcomes and benefits of the new structure based on recent staff consultations.

Amongst the detailed changes, that came out of the staff consultation, were a simplified operating model which will unify and incentivise job roles and terms and conditions for staff. The IUCS restructure is due to be completed by the beginning of February 2026.

A brief discussion was held on the issues raised with MDU members who were not eligible for the existing liability scheme under the NHS Resolution and support around any GP involvements with coroner investigations. KHCIC were looking at a cross organisational solution to provide support to all and wasn't covered by the CNSGP.

The Board noted the financial risk to the organisation was low and that every financial scenario had been covered. By not implementing the IUCS restructure, there would be a greater risk to the organisation.

Mr Philpott confirmed the financial scenarios had been reviewed by the Finance Committee.

	<p><u>Multi Neighbourhood Providers (MNPS).</u></p> <p>Mrs Wheeler briefed the Board on the ongoing national discussions regarding Single Neighbourhood Providers (SNP) and Multi Neighbourhood Providers (MNP) which was part of the commitment in the Government's 10 year plan.</p> <p>Both contracts would complement each other as the MNP would subcontract to the SNP for the delivery of services and the SNP would ask the MNP to deliver at scale functions.</p> <p>The Board noted that KHCIC was already ahead in terms of the role and responsibilities of the MNP with providing a framework for supporting failing practices, holding the 111 contract and taking on at scale functions.</p> <p>As one of the aims of the MNP was that it would be supported by the majority of GP Practices, Mrs Wheeler proposed that the KHCIC Annual General Meeting on Wednesday 3rd December 2025, could be attended by the LMC and Collaborative Board colleagues to bring about a "Better Together" collaboration which would include an exploration of future initiatives and how these could be driven forward.</p>
1029/8	<p>Finance</p> <p><u>NHS Pensions</u></p> <p>The Board were provided with an update on the NHS pensions</p> <p>The Board was noted that Mrs Ignaczak had made good progress working with NHS Pensions and those staff who wished to retire.</p> <p><u>Management Accounts</u></p> <p>Mr Philpott presented the management accounts for the month of August and reported a surplus position at the end of the month of £30k.</p> <p>This was due to a slight movement within revenue with savings achieved through staff costs and from the timing of the HUC invoices.</p> <p><u>Statutory Accounts update 2024/25</u></p> <p>Mr Philpott explained the Corporation Tax calculations were still subject to change. KHCIC were waiting for RRL to make their final review of the section.</p> <p>Documents relating to KHCIC as a the going concern and the 2026/2027 budget would be shared with Board. These would outline the current financial position and budgetary assumptions to show the organisation was still financially sustainable.</p>
1029/9	<p>Directors Report to the Board</p>

	<p>The Board noted the regular Director report which focussed the HR statistics within the organisation.</p>
1029/10	<p>C&IoS System updates</p> <p>Dr James McClure highlighted the difference of opinions on the single IT system but he believed this would be of significant benefit to Cornwall.</p> <p>Mrs Wheeler explained this was being led by Collaborative Board and that there was a project team set up to look into the potential benefits.</p> <p>The Board noted there would be support for service delivery model such as the mobile clinics in areas where GP Practices were trying to move away from such as the pain clinics and skin clinics.</p> <p>ACTION: It was agreed that the benefits to moving the 'ologys' across to a mobile clinic could be discussed at the Board Development day.</p> <p>Mr John Acornley praised the work carried out by the Executive Team and the business developments that lay ahead for the future of KHCIC.</p> <p>The Board noted the comments from Mr Acornley that the role of the Finance Committee was to ensure that the organisation's activities remained within an acceptable risk profile. Mr Acornley thanked Mr Philpott for his exceptional work that had been carried out, especially at year end.</p> <p>Dr Tait provided an ICA update from the West ICA Directorate.</p> <p>The Board noted Mrs Penny Dash (Chair, NHS England) was due to visit the new Cober Valley Health Centre on the 19th November 2025. The belief was that the visit could be used to influence national health care policies.</p>
1029/9	<p><u>EPRR Standards</u></p> <p>Mr St Leger-Francis explained that KHCIC had received a letter from the ICB on the Core Standards Assurance confirming that the organisation remained mainly compliant against the NHS England EPRR framework.</p> <p>The Board noted KHCIC were obliged to carry out assurance against and be compliant in all 52 metrics.</p> <p>Patient satisfaction had also scored highly within the 111 services. This demonstrates that month on month, the 111 services delivered by the IUCS Directorate remains nationally a high performing service.</p>
	<p>Next meeting : Wednesday 26th November 2025</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 during 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 subject to amendments, the Board approved and ratified
4. the Minutes of the Board meeting held on the 29th October 2025, as a true and accurate record and signed by the Chair.

FINAL COPY – RATIFIED

Signed by the Chair: 

Dated: 26th November 2025