

*Meeting
Minutes
KH Board
26.11.2025*

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

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

**held at 09:15 on Wednesday 29 November 2025
at Chacewater Village Hall, Chacewater, TR4 8PZ.**

| 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 |
| | Ms Maria Harvey | Director of Community Care |
| | Mr Joe St Leger-Francis | Head of IUCS |
| | Mr Brian Philpott | Director of Finance |
| Attendees: | | |
| | Mrs Lorna Curnow | Executive Assistant |

| Apologies | | |
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| | Ms Emma-Ridgewell-Howard | CEO, Kernow LMC |

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.

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| 1126/1 | <p>Welcome and Apologies</p> <p>There were apologies from Ms Emma Ridgewell-Howard.</p> |
| 1126/2 | <p>Declaration of any New Interests / Conflicts of Interest</p> <p>Declarations of Interests Register</p> <p>Mr John Acornley asked if his interest in the Cornwall Community Accountancy Service can be removed as he resigned in September 2025.</p> <p>ACTION: Mrs Curnow to update the Dol register to reflect the request.</p> <p>The Declarations of Interests Register was noted.</p> <p>Conflicts of Interest</p> <p>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.</p> <p>Board Attendance Register</p> <p>The register was noted.</p> |
| 1126/3 | <p>Approval and ratification of Minutes of the meeting held on 29th October 2025 and Action Grid.</p> <p>AGREED: The Board approved and ratified the Minutes of the Board meeting held on the 29th October 2025 as a true and accurate record and signed by the Chair.</p> <p><u>Action Grid</u></p> <p>1029/3 – Procurement Process - KHCIC IUCS contract and Procurement Process - NHS 111 front end (HUC)</p> <p>The Board noted there was still an intention to bring a revised report on the Procurement process for the front-end NHS 111 once it had been reviewed by Stephens and Scown.</p> <p>Mr St Leger-Francis advised that KHCIC were actively engaging with the procurement framework, which required the submission of both financial and workforce information.</p> |

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| | <p>The Board noted that the decision to award the IUCS contract via Direct Award C is scheduled to be made on 22nd December 2025.</p> <p>ACTION: Mr Joe St Leger-Francis would follow up on the progress of the report with Stephen and Scown.</p> <p>Mr St Leger-Francis believed that by the January Board meeting, KHCIC would know whether they had been awarded the IUCS contract. A discussion was held on the options that could be open to the ICB as the alternative option was to award the contract to KHCIC for another 12 months while the new ICB restructure embedded in.</p> <p>Acknowledgment was given to the need for the decision to be made by 15th January to allow the Board formally to approve the contract at the January meeting.</p> <p>ACTION: Mr Joe St Leger-Francis would clarify with the ICB whether they would consider allowing Stephens and Scown to attend the procurement meetings. He would also contact Stephens and Scown to create a timetable for the ICB.</p> <p>0723/5 - Articles of Association – Ms Harvey suggested the wording on the action could be reviewed to ensure it encompass the option of Devon practices becoming Shareholders of KHCIC. This would also allow for future proofing the KHCIC shares if Devon were allowed to opt in.</p> <p>ACTION: Ms Harvey and Mrs Wheeler will look at revising the wording on the action relating to the Articles of Association.</p> <p>AGREED: The Board noted the updates to the action grid.</p> |
| 1126/4 | <p>Matters Arising</p> <p>There were no matters raised by the Board.</p> |
| 1126/5 | <p>General Business Update</p> <p><u>Back Office Options</u></p> <p>Mrs Wheeler presented the report on the Back Office functions which KHCIC can provide to GP Practice’s stability and operational efficiency. A discussion was held on the increase in the number of GP Practices around the County needing support, where KHCIC can provide that support to ensure their ongoing viability.</p> <p>It was agreed a further discussion on how KHCIC could support these practices as part of the Board Development day.</p> |
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| 1129/6 | <p>Finance</p> <p><u>Management Accounts</u></p> <p>Mr Philpott presented the management accounts for the month of September.</p> <p><u>2024/25 Statutory Accounts</u></p> <p>Mr Philpott confirmed that copies of the draft Statutory Accounts, the letter of going concern and the draft 2026/27 budgetary assumptions had been circulated amongst the KHCIC Board for comment.</p> <p>Members noted that KHCIC had received a clean audit opinion from RRL.</p> <p>AGREED: The Board agreed to approve the 2024/25 Statutory Accounts.</p> |
| 1126/7 | <p>Governance</p> <p><u>Risk Register</u></p> <p>Ms Harvey advised the Risk Register was thoroughly reviewed by the Governance Committee on 4th November 2025.</p> <p><u>Summary of Incidents</u></p> <p>Ms Harvey explained there were no new incidents whether serious incidents, near misses or low harm.</p> |
| 1126/8 | <p>Policies for Ratification</p> <p>The Board were asked to approve one policy: Patient Safety Incident Response Plan.</p> <p>ACTION: The Board agreed to approve the Patient Safety Incident Response Plan.</p> |
| | <p>Next meeting : Wednesday 28th January 2026</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 26th November 2025, as a true and accurate record and signed by the Chair.

FINAL COPY – RATIFIED

Signed by the Chair: 

Dated: 28.01.2026