

*Meeting
Minutes
KH Board
25.02.2026*

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

**DRAFT Minutes of a meeting of the Board of Directors of the Company
held at 08:00am on Microsoft Teams on Wednesday 25th February 2026**

Membership	Name	
Non-Executive Directors:	Dr Andrew Craze	Chair
	Mr Gary Jennings	Non-Executive Director
	Mr John Acornley	Non-Executive Director
	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
Ms Maria Harvey		Director of Community Care
Mr Joe St Leger-Francis		Head of IUCS
Mr Brian Philpott		Director of Finance
Attendees:	Ms Emma Ridgewell-Howard	CEO, Kernow LMC
	Mrs Lorna Curnow	Executive Assistant

Apologies		
	Dr Paul Cook	Chief Medical Officer

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.

0225/1	Welcome and Apologies There were apologies from Dr Paul Cook.
--------	---

0225/2	<p>Declaration of any New Interests / Conflicts of Interest</p> <p>Declarations of Interests Register</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>
0225/3	<p>Approval and ratification of Minutes of the meeting held on 28th January 2026</p> <p>AGREED: The Board approved and ratified the Minutes of the Board meeting held on the 28 January 2026, as a true and accurate record and signed by the Chair.</p> <p>Action Grid</p> <p>1029/3 – Procurement Process - KHCIC IUCS contract and 1029/3 – Procurement Process - NHS 111 front end (HUC).</p> <p>Mr St Leger-Francis gave an update on the progress of the procurement of the IUCS contract.</p> <p>Members were advised the decision to award the contract had been published on a national portal, in line with the Direct Award C procurement process.</p> <p>0723/5 - Articles of Association – Ms Harvey advised a meeting is scheduled for Thursday 5th March with Stephens and Scown to discuss the Articles of Association.</p> <p>0128/6 - Ambient Voice Technology - It was agreed that the action could be removed from the action grid.</p> <p>0128/6 – EPRR Package for GP – Mr St Leger-Francis explained Miss Ellen Brown is looking at the services and expertise that KHCIC could provide at scale.</p> <p>The Board noted that a further update will be given to the meeting in the next few months.</p>

	AGREED: The Board noted the updates to the action grid.
0225/5	<p>Shareholder Transfers</p> <p>There were no Shareholder transfers to approve.</p> <p>Mr Philpott reminded the Board of the requirement for all Members to complete their Companies House identity verification. He emphasised that without these it would prevent Kernow Health CIC from submitting its confirmation statement in April.</p>
0225/6	<p>General Business Update</p> <p><u>Training Hub</u></p> <p>Ms Lara Barrett gave a presentation on the current position regarding the Training Hub contract.</p> <p>Members noted the existing contract was awarded on a five-year basis from 2022/23, operating on an initial three-year term with two optional one-year extensions which had been exercised, therefore the contract is now in its fourth year. The final year will commence in April 2026 and end in March 2027.</p> <p>Ms Barrett explained the planned procurement timeline has already slipped, with the expected market engagement event (initially scheduled for late February) as yet to be confirmed. The current indications suggest a contract award window between July and October 2026.</p> <p>Members noted that constructive discussions have taken place between the Cornwall and Devon Training Hubs, demonstrating a clear willingness to collaborate and explore opportunities for mutual learning</p> <p><u>EPRR update</u></p> <p>Mr Joe St Leger-Francis provided assurance to the Board that the routine Easter EPRR submissions will be completed and provided to the ICB in line with usual seasonal reporting requirements.</p> <p>Members noted that a further submission, associated with the new IUCS contract and operating model, will be prepared and submitted to align with and comply with requirements.</p> <p>The Board were also assured that no new or emerging EPRR risks have been identified, outside of the standard operational considerations associated with the new model launch.</p> <p><u>Freedom to Speak up</u></p> <p>Ms Maria Harvey confirmed that Mr Gary Jennings has agreed to become the KHCIC Board's Freedom to Speak up representative.</p>

	<p><u>Corporate update</u></p> <p>Mrs Wheeler provided an update to the Board on the joint meeting with CFT and General Practice, held on the 26th February 2026, to discuss greater integrated working.</p> <p>It was agreed that further information on the joint meeting with CFT and Primary Care will be provided at March's Board meeting.</p> <p><u>Draft Hosting Contract</u></p> <p>Mrs Wheeler explained the Hosting Agreement accompanying the existing Service Level Agreement (SLA), provides a comprehensive governance framework to be used by any organisation for whom KHCIC hosts staff.</p> <p>Members noted that a generic agreement has been drafted by Kitson Boyce solicitors.</p> <p>Mrs Wheeler advised the Hosting Agreement provided a much stronger governance position than the longstanding current informal operating arrangements and it also reduces the organisational risk by setting out clear governance expectations.</p> <p>AGREED: The Board approved the draft Hosting Agreement</p>
0225/7	<p><u>Executive updates</u></p> <p><u>IUCS/IUCS Restructure update</u></p> <p>Ms Angie Cavanagh (Head of HR) provided the Board with an update on the current position of IUCS staff in relation to the offer of Suitable Alternative Employment (SAE).</p> <p>Ms Cavanagh gave assurance that legal advice has been sought at every stage of the restructure and that the consultation process, the documentation, and all decisions taken by KHCIC remain fully aligned with ACAS guidance.</p> <p>It was agreed that a further update will be provided to the Board as the restructure moves closer to 1 April 2026.</p> <p>A further discussion was held on the circulation of an email citing staff concerns over patient safety and on concerns raised by the KHCIC Shareholders, who had received an email from a small group of staff.</p> <p>Ms Ridgewell-Howard thanked Mrs Wheeler for attending and answering questions at the LMC Committee which took place on the 24th February 2026. It was felt that a proposal to arrange a meeting with the KHCIC Shareholders would be valuable and would provide an appropriate forum for them to raise any questions or concerns.</p>

	<p><u>Special Allocation Service</u></p> <p>Ms Harvey provided an update on the Special Allocation Scheme (SAS). Members noted that the two current surgeries involved in delivering the service, both continue to operate effectively with good outcomes.</p> <p>Acknowledgment was given to the challenges, particularly in the north and east of the county, as well as in the west.</p> <p>Members noted that access issues remain for patients in areas such as Saltash and Torpoint where patients are currently required to travel to St Austell for face-to-face appointments.</p> <p>Ms Harvey reported contact has been made with the Devon Special Allocation Scheme where it is hoped that there is potential for collaborative working though consideration must be given to the practicalities, particularly around funding arrangements.</p> <p>Members were asked to consider whether any surgeries in the north, east, or west might be interested in supporting the scheme. Colleagues were encouraged to contact Ms Harvey directly via phone or email if they are aware of practices that may wish to participate.</p>
0225/8	<p>Finance</p> <p><u>Management Accounts</u></p> <p>Mr Philpott presented the Management Accounts for the month of December which reported a surplus broadly in line with a break even position for the remainder of the financial year. Two key items were highlighted: the purchase of three vehicles and the outstanding balances with the ICB and CFT have been resolved.</p> <p><u>2% Cost Of Living Pay increase</u></p> <p>Mr Philpott presented the proposal for a 2% cost of living increase, implemented to all KHCIC staff from April 2026.</p> <p>AGREED: The KHCIC Board agreed to approve the 2% cost of living increase for all staff from the 1 April 2026.</p>
0225/10	<p>C&IoS System updates</p> <p>Dr Jim Tait gave an update on a recent Integrated Neighbourhood Team (INT) away day.</p> <p>Acknowledgement was given to the evolving national guidance on MNPs which has led to some uncertainty, which has made local preparations challenging.</p>

	<p>Members noted that Mrs Wheeler had been invited to a meeting in London to explore the emerging IHO and MNP frameworks. The invitation recognises KHCIC's role at a system level.</p>
0225/11	<p>Governance Verbal update</p> <p><u>Risk Register</u></p> <p>Ms Harvey presented the Corporate and Service Risk Registers. There were no questions or comments from the Board.</p> <p><u>Summary of legal cases</u></p> <p>Ms Harvey gave an update on current legal cases and indemnity matters.</p> <p>Members noted that any incidents occurring after 1 April 2019 now fall under NHS Resolution via the Clinical Negligence Scheme for General Practice (CNSGP), therefore several legacy cost exposures relating to older cases will naturally reduce as they are concluded or transition fully to CNSGP responsibility.</p> <p>The Chair emphasised the value of the oversight of the legal cases through the Governance Committee.</p>
0225/13	<p>Policies for Ratification</p> <p>There were no policies approved.</p>
0225/14	<p>Reflection and Agreement on Communications.</p> <p>Mrs Wheeler expressed her thanks to the Board for its ongoing support throughout the current restructure, noting it was helpful for the Executive team to bring such matters to the Board for frank and open discussions.</p>
	<p>Next meeting : Wednesday 25th March 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 25 February 2026, as a true and accurate record and signed by the Chair.

FINAL COPY – RATIFIED

Signed by the Chair:



Dated: 25.03.2026