Nick Broughton – CEO

Dr Abid Irfan – Director of Primary Care

NHS Buckinghamshire, Oxfordshire and Berkshire West ICB 30th November 2023

Sandford Gate

Sandy Lane West

Oxford

OX4 6LB

Dear Nick and Abid

**CONSENT FOR CHANGE OF CONTROL**

Further to our recent correspondence, we are now formally writing to inform you about a change in the control of a company associated with The Practice Surgeries Limited, the contractor under The Potteries (formerly The Tilehurst Surgery Partnership) PMS contract dated 1 April 2016 (“**PMS Contract**”).

We can confirm that there has not been a change in control of The Practice Surgeries Limited that would require consent under clause 41.1B. Nor has there been a transfer of any of the shares in The Practice Surgeries Limited, nor a change in any director that would require us to notify you or seek your consent under the terms of the PMS Contract.

As you are aware, The Practice Surgeries Limited is a qualifying body under the NHS Act 2006 and both PMS and GMS Regulations as it holds PMS and GMS contracts. As such it is wholly owned by a medical practitioner and has no corporate holding company.

However, the company sits within the wider Operose Health Group of companies under the operational management control of Operose Health Limited (“**OHL**”) and so, in the spirit of openness we would like to notify you of the change of control of OHL.

OHL is currently wholly owned by MH Services International (UK) Limited, however it is intended that the ownership of OHL will transfer to T20 Osprey Midco Limited (“HCRG Care Group”). The HCRG Care Group is a UK based company, and one of the largest independent providers of NHS-funded primary and community services operating across England and Wales.

We have set out more details of the current and proposed ownership structure to ensure you have the complete information, in **Annex 2**.

The change in ownership reflects Operose Health Group’s current owner, Centene Corporation, continued execution of its value creation efforts as the company refocuses its portfolio on core lines of business.

**Benefits of new ownership for patients and the NHS**

* The new ownership brings together two highly experienced care providers with a shared mission to improve patient outcomes and experience across primary and community care.
* There will be no changes to frontline services or clinical leadership in your area and with HCRG Care Group’s full support and backing, our practices will continue to serve their communities with high quality NHS primary care, clinically led and powered by sector-leading technology.
* Our core commitments also remain unchanged: to see patients as quickly as possible; improve quality; recruit and retain dedicated staff and; use social value activity to have a wider positive impact on the populations we care for.
* New ownership opens up significant opportunities, creating a single UK-owned organisation with greater expertise, scale and resilience to help deliver the NHS’s priorities for primary and community care, including faster access, better integration, eradicating health inequalities and the use of digital, tech and data.
* HCRG Care Group is an experienced operator and partner for OHL. It operates 21 primary care and urgent care services alongside more than 400 community services for adults and children for the NHS and Local Authorities, employing more than 5,000 staff in the delivery of services and
* with a strong track record of delivery on behalf of the NHS. All of HCRG Care Group’s CQC ratings are “Good” or “Outstanding”, aligning with OHL’s own strong track record.
* HCRG Care Group brings with it access to investment and the support of one of the UK’s top 10 recruitment and workforce solutions groups, as well as a track record of a ‘healthcare first’ approach, minimising costs and maximising efficiency of support services.

**Engagement**

* We have been working closely with NHS colleagues to make sure all parties have clarity on relevant change of control contractual obligations, processes and timelines, including appropriate public engagement.
* We will continue to provide reassurance to our patients, staff and stakeholders that this change of control will not impact on our continued delivery of, and commitment to, high-quality patient care in our local surgeries.

**What are the implications from a procurement law perspective?**

As The Practice Surgeries Ltd will continue to hold the PMS Contract, there should be no concerns for the commissioners in relation to procurement law compliance, as the same contractor will be holding the PMS Contract.

**What are the implications in relation to service delivery?**

The Practice Surgeries Ltd will continue to be responsible for providing primary care services under the PMS Contract, and there are no intentions to change the personnel involved in providing the primary medical care services. On that basis, we do not intend to make changes in relation to service delivery. We believe our collaboration with HCRG Care Group will drive even better clinical outcomes and broaden access for patients.

**Does the PMS contract need to be novated?**

No – the PMS Contract between The Practice Surgeries Ltd and the commissioners will remain intact, and no novation is required. The change of control does not affect the PMS Contract.

**What if I have any further questions or require more information?**

Should you have any questions, please contact me on via [liz.perry@operosehealth.co.uk](mailto:liz.perry@operosehealth.co.uk).

Yours sincerely

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Liz Perry

**CEO | Operose Health**

CC Sanjay Desai, Head of Primary Care Operations – BOB ICB

**Annex 1**

**Group Structure Details**

A diagram of a company

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A diagram of a company

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