



Memorandum of Understanding
between
The Care Quality Commission
and
AXA PPP companies

Memorandum of Understanding

between the Care Quality Commission and AXA PPP companies

A. Introduction

1. The Care Quality Commission ("CQC") is the independent regulator of health and social care in England.
2. AXA PPP healthcare Limited is an insurance company providing a variety of private medical insurance products under which members receive funding for private medical treatment and AXA PPP Healthcare Administration Services Limited and AXA PPP Administration Services Limited are administrators of healthcare trust schemes providing funding for members to receive private medical treatment, (together "AXA PPP").
3. The responsibilities and functions of the CQC and AXA PPP are set out in Annex 1. Both organisations share a concern for the quality and safety of health and care services, and recognise that the development of models of health and care service delivery requires closer co-operation between the two organisations.
4. This Memorandum of Understanding ("MoU") sets out the framework to support the working relationship between the CQC and AXA PPP in order to safeguard the wellbeing of the public receiving health and social care in England.
5. The working relationship between the CQC and AXA PPP is part of the maintenance of a regulatory system for health and adult social care in England that promotes patient and public safety and wellbeing and high-quality care.
6. The MoU sets out the intention of the CQC and AXA PPP to work in ways that are generally consistent with the principles of co-operation set out in Section B below (the "Principles") and in the areas of co-operation set out in Section C below (the "Co-operation Areas"). However, this MoU does not override the statutory responsibilities and functions of the CQC and AXA PPP, it is not exhaustive and it is not intended to be legally binding between the CQC and AXA PPP except where specifically provided to the contrary in Section F (Data Protection) below.

B. Principles

1. The CQC and AXA PPP intend that their working relationship be characterised by the following principles:
 - a. The need to make decisions which promote peoples' safety and high-quality health and social care.
 - b. Respect for each organisation's independent status.
 - c. The need to maintain public and professional confidence in the two organisations and the regulatory process.
 - d. Openness and transparency between the two organisations as to when co-operation is and is not considered necessary and/or appropriate.
 - e. Addressing gaps in the regulatory framework.

C. Co-operation Areas

1. The CQC and AXA PPP intend that their working relationship will involve co-operation in the following areas:
 - a. To act in the substantial public interest by sharing, on a regular ongoing but case-by-case basis and at the absolute discretion of the disclosing party, data and information where there is a specific, identifiable concern relating to matters within the remit of the CQC relating to patient safety and all relevant aspects of quality. Such data and information will only be shared on a secure and confidential basis to the extent permitted by law and/or regulation and in accordance with Annex 2. This is to inform the regulatory functions of the CQC through its inspection, registration and monitoring of providers of independent healthcare. This may also include information relevant to NHS practice where clinicians interface between sectors.

Such information may include, without limitation, and at the absolute discretion of the disclosing party:

- a patient safety risk;
 - evidence of a theme emerging which may be indicative of a wider issue across a hospital or provider group;
 - relevant outcomes of insurer visits to services;
 - poor quality clinical treatment or poor clinical outcomes for patients; and/or
 - event or incident that has led to a particular procedure being suspended on a temporary or permanent basis. This may be related to clinician practice, equipment failure, staffing, high number of incidents or one serious incident or other reason.
- b. To be open and transparent when in receipt of materially adverse information regarding the safety and quality of services received by their clients from services that are registered with the CQC. The information is shared with the CQC in a timely way through the recognised CQC routes. By safe, we mean people are protected from abuse¹ and avoidable harm. Concerns may also relate to financial and corporate issues such as fitness of staff including board members.

D. Duration and Review

1. The CQC and AXA PPP will continue to work together in alignment with the Principles and Co-operation Areas unless either the CQC or AXA PPP consider that any of them need to be amended and/or cease to be relevant.

¹ Abuse can be physical, sexual, mental or psychological, financial, neglect, institutional or discriminatory abuse.

2. This MoU will be kept under continual review by the parties and amended as necessary from time to time. However, in any event it shall be subject to an annual review by both parties. Any alterations to the MoU will require both parties to agree in writing.

3. This MoU and the working relationship that it outlines shall come to an end immediately upon either the CQC or AXA PPP serving written notice on the other to that effect.

E. Relationship Management

1. Both organisations have identified a person responsible for the management of this MoU (Relationship Leads) and their contact details are set out in Annex 3 together with other useful contact details.
2. Relationship Leads will liaise as required to ensure that:
 - a. this MoU is kept up to date;
 - b. they identify any emerging issues in the working relationship between the organisations; and
 - c. they resolve any questions that arise with regard to the operation of this MoU.

F. Data Protection

1. This Section F (Data Protection) is legally binding.
2. Both AXA PPP and the CQC recognise that all Processing of Personal Data and Special Categories of Personal Data (including the sharing of Personal Data and Special Categories of Personal Data) must be carried out in accordance with the Data Protection Act 1998 (or from 25 May 2018, in accordance with the General Data Protection Regulation (Regulation (EU) 2016/679) and the legislation arising from the UK Data Protection Bill [HL], Bill 153) (the "Data Protection Legislation"). Both AXA PPP and the CQC agree that the Processing and sharing of Personal Data and Special Categories of Personal Data will be carried out in a manner consistent with the Data Sharing Code of Practice published by the Information Commissioner's Office.
3. For the purpose of this Section F (Data Protection), Personal Data, Special Categories of Personal Data and Data Processing shall be as defined in the Data Protection Legislation.
4. This Section F (Data Protection) and dispute or claim arising out of or in connection with it shall be governed by and construed in accordance with the law of England and Wales. The CQC and AXA PPP irrevocably agree that the courts of England and Wales shall have exclusive jurisdiction to settle any dispute or claim arising out of or in connection with this Section F.

G. Freedom of Information Act 2000

1. This Section G (Freedom of Information Act 2000) is legally binding.
2. AXA PPP recognises the CQC's responsibilities under the Freedom of Information Act 2000 ("FOIA"). CQC holds the legal responsibility for responding to requests and ultimately has final decision on disclosure.

3. Where the CQC receives a request under the FOIA for information obtained from AXA PPP, the CQC will, as soon as possible, notify AXA PPP and will consult with AXA PPP in a timely manner on the proposed disclosure and the application of exemptions, taking AXA PPP's views into account, before any disclosure.
4. The information that AXA PPP may disclose to the CQC in accordance with the Principles and Co-operation Areas is provided on the basis that it will be held in confidence by the CQC save that disclosure to a third party is permissible where required by applicable law or where necessary for the CQC to perform its regulatory function. The CQC must advise any such person to whom disclosure is permitted pursuant to this paragraph of the confidential nature of the information.
5. AXA PPP believes that the information that AXA PPP may disclose to the CQC in accordance with the Principles and Co-operation Areas is either likely to contain "confidential personal information" as defined by section 76 of the Health and Social Care Act 2008, Personal Data of its members or providers, trade secrets (in regards to any statistical information contained in or derived from AXA PPP's records) or would (or would be likely to), if disclosed under FOIA, prejudice substantially the commercial interests of AXA PPP. For the avoidance of doubt, this paragraph 5 does not imply that a blanket exemption from disclosure can be applied under the FOIA and the parties acknowledge that any request under the FOIA for information obtained from AXA PPP shall be considered on case by case basis.
6. The CQC shall only disclose information obtained from AXA PPP under the FOIA with the prior approval of AXA PPP, or if AXA PPP does not approve or fails to provide a response within 7 Business Days of being asked for it, the CQC will only disclose such information under the FOIA where the CQC Senior Information Risk Owner has made an assessment of whether the disclosure is necessary under the FOIA and given his or her prior disclosure sign-off in writing, confirming the rationale as to why the CQC is bound by the FOIA to disclose. The CQC will provide a copy of such disclosure sign-off and rationale to AXA PPP upon request. Nothing within this MoU restricts AXA PPP's legal rights to protect its lawful and legitimate interests.
7. Where CQC are satisfied that information obtained from AXA PPP is wholly exempt for the purposes of the FOIA, and is not proposing to disclose any information, the CQC will inform AXA PPP of its position and proceed with issuing the refusal notice in order to comply with the need to respond promptly with a request.
8. Where information obtained from AXA PPP is considered "confidential personal information" as defined by section 76 of the Health and Social Care Act 2008, it would be a criminal offence for the CQC to disclose that information under the FOIA, unless the CQC reasonably believed that a defence for disclosure under section 77(2)(a),(b) or (c) was engaged. In such circumstances, the CQC will seek to rely upon the section 44 absolute exemption, prohibitions on disclosure, to refuse such disclosure.

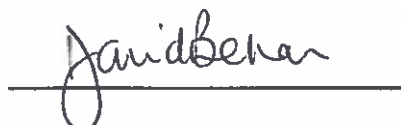
H. General

1. Nothing express or implied in this letter is intended to create legal relations between the CQC and AXA PPP except where specifically provided to the contrary in Section F (Data Protection) and Section G (Freedom of Information Act 2000) only.

2. AXA PPP healthcare Limited, AXA PPP Healthcare Administration Services Limited and AXA PPP Administration Services Limited shall each be severally liable for their respective obligations and liabilities under this MoU.
3. Nothing in this MoU shall be deemed to constitute a partnership, association, joint venture or other co-operative enterprise between AXA PPP and the CQC nor to constitute any party the agent of any other for any purpose.
4. This MoU may be executed in any number of counterparts, each of which so executed shall be an original, but together shall constitute one and the same instrument.

We confirm our agreement to the above MoU.

Signatures



Sir David Behan CBE
Chief Executive

For and on behalf of

Care Quality Commission



Amber Wilkinson
Finance Director

For and on behalf of:

AXA PPP healthcare Limited
AXA PPP Healthcare Administration Services Limited
AXA PPP Administration Services Limited

Date: 11 May 2018

Date: 8.5.18

Annex 1: Responsibilities and functions of the CQC and AXA PPP

Care Quality Commission

The CQC is the independent regulator of health and adult social care in England. Its purpose is to make sure health and care services provide people with safe, effective, compassionate, high-quality care and to encourage them to improve.

The CQC does this by registering, monitoring, inspecting and regulating hospitals, adult social care services, dental and general practices and other care services in England, to make sure they meet fundamental standards of quality and safety. We set out what good and outstanding care looks like and we make sure services meet these standards which care must never fall below.

The CQC reports publicly on what it finds locally, including performance ratings for care providers, to help people choose care and encourage providers to improve. It also reports annually to Parliament on the overall state of health and adult social care in England.

AXA PPP

AXA PPP healthcare Limited provides private medical insurance products via a number of different business models and AXA PPP Healthcare Administration Services Limited and AXA PPP Administration Services Limited administer healthcare trust schemes providing funding for members to receive private medical treatment. They operate a comprehensive documented quality policy which is controlled and supervised by its Compliance and Professional Standards Officers (CPSOs), whereby written standards and procedures govern all professional activities which are confirmed by regular in-house checks and by Group/External audits.

AXA PPP inspect its network hospitals on a regular basis, assessing each facility on a range of criteria, including Patient feedback, CQC findings and billing practices. AXA PPP explicitly defines detailed quality and service standards in its contractual agreements and seeks evidence of adherence as part of its due diligence process. AXA PPP requires all of its hospital providers to be registered with the CQC and on Companies House. Furthermore, before any facility is introduced into AXA PPP's network, AXA PPP's qualified Clinical Quality Team completes a thorough onsite clinical review.

AXA PPP has strict escalation and dispute resolution procedures within its contracts to address failure to meet quality standards or commercial requirements.

AXA PPP manage specialist and practitioner costs via its schedule of procedures and fees, which are published on the AXA PPP website and are monitored on an ongoing basis to ensure that they remain fair yet competitive, and to ensure that changes in medical practice are being fairly reflected in the fees AXA PPP pays for specific treatments. AXA PPP recognises circa 24,000 specialists, 99% of whom bill within the AXA PPP published fee structure.

When AXA PPP reviews its fee tariffs, it takes into account not only market rates but also changes in medical technology and practice in relation to the procedure in question.

Annex 2 Contacting the CQC

There are various ways in which information about a service/hospital/location/provider can be shared with the CQC.

All data and information must be shared in a secure and confidential manner as agreed between the parties.

To ensure information reaches the correct inspector for the location it is important to include the following detail if known:

- Name of location e.g. hospital/clinic/service
- Address
- CQC location ID
- Name of provider
- CQC provider ID

Please do not send emails direct to an inspector, all information is logged centrally and it will be assigned to the location and the relevant inspector.

Information can be shared by calling the National Customer Service Centre (NCSC) on 03000 616161 or by E mail to enquiries@cqc.org.uk

Annex 3: Contact details for all parties

Care Quality Commission 151 Buckingham Palace Road London SW1W 9SZ 03000 616161	AXA PPP Forest Road Tunbridge Wells Kent TN2 5FE Telephone: 01892 596111
--	--

Named contacts between the CQC and AXA PPP UK are as follows:

Relationship Leads:		
(First points of contact for any specific matters relating to this MoU)		
	Care Quality Commission	AXA PPP
Name:	<u>Heidi Smoult</u>	<u>Arup Paul</u>
Position:	<u>Deputy Chief Inspector</u>	<u>Deputy Chief Medical Officer</u>
Email:	<u>Heidi.smoult@cqc.org.uk</u>	<u>Arup.paul@axa-ppp.co.uk</u>
Tel:		

Chief Executives	
(Internal escalating policies should be followed before referral to Chief Executives)	
Sir David Behan CBE Chief Executive David.behan@cqc.org.uk	Keith Gibbs Chief Executive Keith.gibbs@axa-ppp.co.uk

Other Useful Contacts:		
(e.g. Media Team, Legal Team etc.)		
	Care Quality Commission	AXA PPP
Name:		
Position:		
Email:		
Tel:		

