

**West Virginia School of Osteopathic Medicine
Board of Governors – Regular Meeting
Friday, January 26, 2018 – 12:30 pm
Location: Embassy Suites, Charleston Board Room
Charleston, West Virginia**

I. Call to Order, Roll Call/Quorum, and Mission Statement

Meeting was called to order at 12:50 pm by Chair, Dr. Charles Davis. Roll call was taken by Board Secretary, Cheryl Schreiber. A quorum was present. WVSOM mission statement was read by Board Vice Chair, Dr. Robert Holstein.

Members Present:

Charles Davis, D.O., Chair
Robert Holstein, D.O., Vice Chair
Cheryl Schreiber, Secretary
Gregory Burton
J. Fred Earley, II
John Garlitz, D.O.

Seth Hammons
John Manchin, II, D.O.
Sherri L. Miller
Gary L. Poling, D.O.
David Ramsey
Steven Sarver

Others in Attendance:

Michael Adelman, D.O., J.D., President
Jeffrey Shawver, J.D., General Counsel

Cheryl Baker, Scribe/Board Liaison

II. Introductions

There were no introductions

III. Public Comment

Jennifer Bannister, OMS III and a GTA at WVSOM, from Hurricane, West Virginia addressed the Board of Governors regarding the Presidential Search. Ms. Bannister stated she has been through numerous trainings with Dr. Eshenaur and through his style and leadership, he is the presidential candidate to bring to fruition the entire mission of WVSOM which is deficient. Ms. Bannister noted low Board scores for the past seven years and the need to improve education in the form of one on one regarding ratio of faculty to students. She feels Dr. Eshenaur will emulate what the top schools are doing well and increase faculty and support staff. Ms. Bannister also reported that West Virginia lacks access to nearly every specialty and the students need earlier exposure to residency programs during clinical education more than the statewide campus provides as well as more options for specialty training in West Virginia. WVSOM needs a president who can understand and adapt to overcome these obstacles.

IV. Approval of Minutes

It was moved and seconded (Burton/Miller) to approve the minutes of the November 2, 2017 regular meeting as presented.

Motion Carried

V. Selection of Candidate for President

Dr. John Manchin moved that on behalf of the entire WVSOM community, the Presidential Search Committee recommends to this Board of Governors to approve the Presidential Search Committee's recommendation, to authorize the Board of Governors Chair, Dr. Charles Davis, to extend an offer of employment as President and to negotiate the terms of the contract as discussed in Executive Session of

the Search Committee to Dr. James Nemitz. A second was made by Dr. John Garlitz.

Motion Carried with 1 Nay

VI. Agenda Order

At the direction of the Chair, a change was made to the agenda order to allow Auditor's Presentation (Item IX.A).

Marie Long introduced herself and Whitney Merrill from the auditing firm of Suttle & Stalnaker. Ms. Long provided a PowerPoint presentation reporting on the financial statements including the independent auditor's report-unmodified opinion; management's discussion and analysis; statements of net position, revenues, expenses, and changes in net position and cash flow; notes to financial statement; and independent auditor's report on internal control over financial reporting and on compliance and other matters based on an audit of financial statements performed in accordance with government auditing standards.

Ms. Long reported that WVSOM is always on time and does a fantastic job with its audit information.

VII. Rules

Mr. Fred Earley, Chair of the Institutional Policy Committee, suggested the following action with institutional policies covered in committee – A&B collectively, C&D collectively, and E alone.

A&B. Institutional Policy PE-01: Employees (new) and Institutional Policy PE-01: Adoption of WVSOM Employee Handbook (repeal). Mr. Fred Earley, Chair of the Institutional Policy Committee, reported the committee reviewed the comments received from the 30-day comment period and the administrative recommendations for PE-01 (Employees) regarding suggested revision of Section 3.14 "Staff Council". The administrative opinion is to remove the language specifying the composition of the Staff Council from the definition in Section 3.14 with the revision as "Staff Council" means an elected council of staff that advises the President on matters pertaining to staff concerns. The second comment was Section 9: compensation adjustments for employees with the administrative opinion being no changes to Section 9.

It was moved and seconded (Earley/Ramsey) to approve PE-01: Employees as revised and to repeal PE-01: Adoption of WVSOM Employee Handbook as presented. Motion Carried

C&D. Institutional Policy PE-03: Institutional Holidays and Employee Leave (new) and Institutional Policy GA-11: Institutional Holidays (repeal). Mr. Fred Earley, Chair of the Institutional Policy Committee, reported the committee reviewed the policies and recommended them to the Board for approval.

It was moved and seconded (Earley/Ramsey) to approve PE-03: Institutional Holidays and Employee Leave as presented and repeal Institutional Policy GA-11: Institutional Holidays as presented. Motion Carried

E. Institutional Policy GA-35: Adoption, Amendment or Repeal of Rules and Posting of Administrative Procedures (revised). Mr. Fred Earley, Chair of the Institutional Policy Committee, reported the committee reviewed GA-35 and recommended approval to the full Board.

It was moved and seconded (Ramsey/Burton) to approve GA-35: Adoption, Amendment or Repeal of

Rules and Posting of Administrative Procedures as presented.

Motion Carried

F. Institutional Policy E-12: Grading Scale. Dr. John Garlitz, Chair of the Academic Committee, reported E-12 was pulled from the agenda at this time.

G. Institutional Policy E-27: Graduation Requirements (revised). Dr. John Garlitz, Chair of the Academic Committee, reported the committee reviewed the policy and recommended approval to the full Board as revised.

It was moved and seconded (Ramsey/Burton) to approve E-27: Graduation Requirements as revised.

Motion Carried

VIII. Reports

A. **Chair of the Board of Governors**. Dr. Charles Davis had no report at this time.

1. Committee Reports

- a) *Finance & Audit Committee*. Mr. Greg Burton had no report.
- b) *Academic Committee*. Dr. John Garlitz had no further report.
- c) *Institutional Policy Committee*. Mr. Fred Earley had no further report.

B. **President of WVSOM**

a) **President's Update** (Dr. Adelman)

- Dr. Adelman reported on the meeting with local legislators on January 5, 2018, at which time he reviewed the disparity between WVSOM and the other medical schools.
- Dr. Adelman reported that he, along with Dr. Jim Nemitz and Jeffrey Shawver, attended the State of the State address on January 10, 2018.
- Dr. Adelman reported on the collaboration meeting with Concord University and Bluefield State College leadership and the strong desire by them to create a program in this part of the State and to determine how we can work together. Dr. Adelman suggested that WVSOM host the three college Boards for a social event at the Student Center.
- Dr. Adelman reported on the recent three day meetings of NETA (National Education Telecasters Association) in Washington, DC stating they are big on kids this year. Dr. Adelman reported that many TV stations want the *Abracadabra* program in areas of Roanoke, Virginia, North Dakota, South Dakota and other states. There are forty-eight episodes to package for their review with WVSOM listed at the beginning and the end of each episode, along with CAMC, Brickstreet and Highmark BlueCross BlueShield.
- Dr. Adelman reported on the Higher Education Day at the Legislature held January 23, 2018. The Dean, Dr. Craig Boisvert, represented us well with our booth.
- Dr. Adelman reported on the visit by Taylor Regional Hospital Vice President regarding student scholarships coordinated by Foundation Executive Director, Heather Antolini.
- Dr. Adelman reported that WVSOM Day at the Capitol is scheduled for February 8, 2018 with various WVSOM departments set up on both sides of the 2nd floor. Meetings with legislators are scheduled the week of February 5, 2018 along with a

proclamation by the Governor and House and Senate Resolutions on February 8, 2018.

- Dr. Adelman reported on the mock accreditation scheduled for February 27-28, 2018.
- Dr. Adelman reported on recent faculty promotions and tenure granted which will be effective July 1, 2018.
- Dr. Adelman reported on the Opioid Awareness Toolkit publication distributed to Board members and asked Dr. Dreama Mace, Director of the Center for Rural and Community Health, to provide additional information on the money received from grants, the counties involved in West Virginia, and the state and national rural health presentations.

b) Finance (Mr. Ware)

a. First Budget Draft 2019. Mr. Ware reviewed the proposed 2019 budget that includes a 3% salary increase for employees and an overall budget increase of 2.3%. Mr. Ware reviewed the budget process that the Board has outlined with the draft budget available to Board members for review at the January meeting with approval of the budget in March. This allows time to get the budget to the state by May 1.

b. 2017 Financial Update. Mr. Larry Ware reviewed the financial data and reported the financial information presented is through December 31, 2017.

c. Tuition & Fee Waivers. Mr. Ware reviewed the tuition and fee waivers for the first semester which includes only graduate teaching assistants.

d. New Road Update. Mr. Ware reported the delay in the Department of Transportation permit regarding the new road into campus is due to the property being constructed across Rt. 219. Because of traffic flow and a new stop light, WVSOM's road may be off Rt. 219 from Silo Lane or near WVSOM's proposed road.

e. Ratio Analysis. Mr. Ware reviewed the ratio analysis presented at the West Virginia Higher Education Policy Commission meeting with comparisons of higher education institutions. WVSOM's numbers were greatest in each of the categories.

f. Starbucks Update. Mr. Ware reported he has looked into Starbucks and found there are three options including a franchise, purchase coffee and be a local distributor, and obtain a license. Mr. Ware reported the volume of coffee is low, approximately 1500-2000 cups per month, which negates a franchise and WVSOM's only option is to obtain a license for \$10,000. Board member, Dr. John Garlitz, asked if Mr. Ware had contacted the local Wild Bean about providing coffee options in the Student Center. Mr. Ware had not. Dr. Davis instructed Mr. Ware to proceed with explaining the licensing option.

IX. Board Items

A. Auditor's Presentation. Discussed under Agenda Item VI.

B. Approval of Professor Emeriti Status.

Dr. Michael Adelman reported Kelley Jackson, Ph.D. was nominated by his peers, approved by the faculty and the Faculty Council, and recommended by the Vice President for Academic Affairs and Dean, Dr. Craig Boisvert, to receive Professor Emeritus status. Dr. Adelman

provided an update on Dr. Jackson reporting he served WVSOM as a Microbiologist and retired last year.

It was moved and seconded (Garlitz/Miller) to grant Professor Emeritus status to Kelley Jackson, Ph.D. Motion Carried

C. Approval of Graduates (December 31, 2017).

Dr. Craig Boisvert, Vice President for Academic Affairs and Dean, provided the name of the student who has completed all requirements and was approved by the Student Promotions Committee for graduation effective December 31, 2017.

It was moved and seconded (Garlitz/Hammons) to approve the graduate as presented. Motion Carried

D. Discussion of Management Agreement with Robert C. Byrd Clinic.

Mr. Larry Ware reviewed data regarding the Robert C. Byrd Clinic indicating the Clinic has struggled over the last few years while WVSOM has distanced itself from the daily management of the Clinic. A Management Services Agreement to include supervision of management at the Clinic was discussed. The electronic license currently used costs a lot of money and WVSOM feels there are other EMRs that would be less costly and WVSOM's physicians would like better. Dr. Adelman reported the Clinic is set up as a teaching clinic and is an accepted part of WVSOM. The Board of Governors discussed the need for a feasibility study and the hiring of a consultant to evaluate the Clinic.

It was moved and seconded (Ramsey/Burton) to encourage and authorize WVSOM management to work with the Clinic to bring in and pay for an outside consultant to evaluate current operations and develop a business plan. Motion Carried

X. Possible Executive Session – State Code §6-9A-4(12) Attorney/Client Privilege; State Code §6-9A-4(b)(2) Personnel; and State Code §6-9A-4(b)(9) Real Property

No Executive Session was called.

XI. Actions Emanating from Executive Session

No Executive Session was called.

XII. Information Gathering

No items were brought forth.

XIII. Next Meeting Date

The next scheduled Board meeting will be held on Friday, March 9, 2018 on the WVSOM campus.

XIV. Adjournment

It was moved and seconded (Garlitz/Earley) to adjourn. The motion carried and the Board meeting adjourned at 2:30 pm.

Approved on March 9, 2018

Cheryl D. Schreiber
Secretary

/ccb