

**West Virginia School of Osteopathic Medicine
Board of Governors – Regular Meeting
Thursday, January 27, 2022
Location: Encova Insurance, Kanawha Room
400 Quarrier Street, Charleston, WV**

DUE TO COVID-19 RESTRICTIONS, ONLY BOARD MEMBERS AND ESSENTIAL PERSONNEL WERE ALLOWED TO ATTEND THIS MEETING IN PERSON. THE PUBLIC WAS INVITED TO ATTEND VIA TELECONFERENCE.

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

Meeting was called to order at 2:03 pm by Board Chair, Dr. Robert Holstein. Roll call was taken by Board Secretary, Marlena Dunbar. A quorum was present. The WVSOM mission statement was read by Board Vice Chair, Dr. Randall Belt.

Members Present:

Robert Holstein, D.O., Chair	Sharon Hall
Randall Belt, D.O., Vice Chair	Frederick Morgan, D.O. (teleconference)
Marlena Dunbar, Secretary	Steven Sarver (teleconference)
Abdulrahman Al Halak (teleconference)	Todd Smith, D.O. (teleconference)
Gregory Burton	Peter Ward, Ph.D.

Members Absent:

Thomas Cole	Gary Poling, D.O.
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Others in Attendance:

James W. Nemitz, Ph.D., President	Debbie Green, Scribe/Board Liaison
Jeffrey Shawver, J.D., General Counsel	

II. Introductions

There were no introductions.

III. Public Comment

There were no public comments.

IV. Approval of Minutes

It was moved and seconded (Ward/Belt) to approve the minutes of the November 5, 2021 regular meeting as presented. Motion Carried

V. Auditor's Update

Chair Holstein introduced Marie Long 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; statement of net position; statement of revenues, expenses and changes in net position; statement of cash flow; notes to financial statement; required supplementary information; 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.

Mr. Burton asked Ms. Long if she had any areas of concern regarding WVSOM's audit compared to other institutions her firm evaluates. Ms. Long stated her firm audits seven other higher education institutions in the State of West Virginia and she has no concerns in regards to WVSOM. Ms. Long stated WVSOM has done a good job during COVID of ensuring internal controls are still in place even if personnel are working remotely.

President Nemitz thanked Ms. Long, Mr. Ware, and his staff for their work during the audit.

Dr. Ward asked if WVSOM's investment income contributes to the institution's operating expenses. Ms. Long stated WVSOM's investment income balance is currently accruing interest and none of the funds were spent last year.

VI. Agenda Order

No changes were made to the agenda order.

VII. Rules

A. GA-23: Emergency and Adverse Weather (revised). Chair Holstein asked Mr. Shawver to review the revisions to the policy with the full Board. Mr. Shawver stated that the policy revisions were needed as the policy had not been updated since 2005. Revisions included the addition of scenarios in which employees or students would be off-campus for the day, a change to the methods of campus closure alerts, and retitling the policy to "Institutional Policy GA-23: Emergencies and Adverse Weather – Class Cancellations & Campus Closures." The policy before the Board was circulated for the required 30-day comment period. Comments were received and addressed in the Administrative Opinion Summary attached to the revised policy. Dr. Belt, Chair of the Institutional Policy Committee, reported the committee reviewed the policy and recommended the revised policy to the full Board.

It was moved and seconded (Ward/Belt) to approve Institutional Policy GA-23: Emergencies and Adverse Weather – Class Cancellations & Campus Closures as revised and retitled.

Motion Carried

VIII. Reports

A. Chair of the Board of Governors. Chair Holstein informed the Board that he and Dr. Nemitz presented at the WVOMA conference on November 5, 2021. Chair Holstein stated the WVSOM Board of Governors was highlighted during his presentation.

Chair Holstein will represent the Board of Governors at WVSOM 50th Anniversary events in 2022.

B. Committee Reports

- a. Academic Committee. Dr. Ward stated the Academic Committee met to approve the minutes and the graduate.
- b. Finance & Audit Committee. Mr. Burton stated the Finance & Audit Committee met for discussion but he will hold his comments until Mr. Ware's presentation later in the agenda.
- c. Institutional Policy Committee. Dr. Belt stated the Institutional Policy Committee met and approved the minutes and revised Institutional Policy GA-23.

C. President of WVSOM.

1. Administration. President Nemitz provided updates on the following topics:

- COVID-19 Response. Following winter break, COVID cases were identified and isolated. The positive cases were determined to be due to community spread. The WVSOM COVID Task Force is meeting weekly to monitor and adjust protocols as needed based on infection rate. Current protocols in force include wearing KN95/N95 masks, social distancing, and postponement or cancellation of large events. WVSOM is providing masks and testing as needed. WVSOM has initiated a Telework Pilot Program to address the national issue of employee recruiting and retention.
- Legislature/Higher Education. At the request of the West Virginia Legislature, the Higher Education Policy Commission continues to focus on a funding formula for four-year colleges and universities. The funding formula currently does not include medical schools in West Virginia. Governor Justice's budget includes the same allocations for WVSOM as last fiscal year. The State of West Virginia has a surplus of funds and there is a possibility of one-time dollars for maintenance projects. Currently, there is a student mental health bill under consideration that may increase funds for student mental health. There is a 17% decline in the number of students attending college and WVSOM is monitoring how that may affect the medical school applicant pool.
- WVSOM Institutional Strategic Plan Annual Update. In spite of the challenges of COVID, WVSOM is making good progress in all areas of the strategic plan that was approved by the Board of Governors in March 2020. The 2020-2021 Institutional Strategic Plan Annual Progress Update was placed in the Board of Governors OneDrive account for review.
- WVSOM Building Projects. Projects continue to move forward although some delays have been encountered due to supply chain issues.
- New Programs Update. Recruitment is ongoing for an Associate Dean for Graduate Studies and interviews are being scheduled. Mr. Ware will present a draft budget for new programs during his report.
- WVSOM Foundation/Fundraising Update. The January 2022 Fundraising and Development Update document was placed in the Board of Governors OneDrive account for review. Dr. Drema Hill reestablished a relationship with the Maier Foundation who approved a one-year challenge grant of \$200,000 in endowed scholarship funds and a one-time grant of \$50,000 for immediate scholarship support. President Nemitz asked Dr. Hill to address the Board regarding the Fundraising and Development Update document. Dr. Hill thanked the Board of Governors for its willingness to contact potential donors. Dr. Hill provided some key talking points in the Board of Governors OneDrive account for use during conversation with potential donors.

Chair Holstein asked Dr. Hill for clarification on the makeup of the WVSOM Foundation and the WVSOM Alumni Association. Chair Holstein stated both entities have 501c3 status, bylaws, and a Board of Directors. Chair Holstein asked what authority and/or responsibilities Dr. Hill has over those entities. Dr. Hill stated she has no authority or oversight over the respective boards. Each Board of Directors has its own structure and sets its own policies and procedures. Dr. Hill's responsibility is to ensure that the staff of each organization has the tools they need in order to complete the work each Board of Directors designates. In turn, Dr. Hill

stated she reports to President Nemitz and not the Board of Directors of either entity. Chair Holstein stated that President Nemitz and Dr. Olexo, Chair of the Alumni Association Board, have voting rights on the Foundation Board. Dr. Hill stated there is a very good working relationship with WVSOM, the Foundation, and the Alumni Association.

Questions and discussion followed. Dr. Hill stated the Board of Directors of the Foundation and Alumni Association are totally separate from WVSOM and they appoint their own Board members. Dr. Hill also stated the monies that WVSOM invests through the Foundation could be withdrawn at any time to invest in another nonprofit entity. Chair Holstein stated Dr. Hill was asked about the Foundation's fundraising goal of one million dollars at the November 5, 2021 Board of Governors meeting. Chair Holstein reiterated the fact that the Foundation's Board of Directors sets the annual fundraising goal and not Dr. Hill. Dr. Hill stated she will encourage and recommend to the Foundation Board of Directors to increase its fundraising goal based on the staff's strategic planning session in December 2021. Dr. Hill stated the one-million-dollar fundraising goal was set by the Foundation Board of Directors based on the Foundation's fundraising history. President Nemitz stated the low fundraising record of the previous Foundation leadership prompted his desire to reorganize the Foundation and Alumni Association and President Nemitz appointed Dr. Hill to lead the reorganization. Dr. Hill stated her personal fundraising goal is three million dollars and she believes the new infrastructure is strong and the Foundation will be able to meet that goal. President Nemitz stated he and Mr. Ware believe that planned giving will be an integral part of fundraising in the future. Ms. Hall applauded the Foundation's goal and direction and stated fundraising takes time for relationships to be built. Mr. Sarver also applauded the process as it moves forward, but wanted to ensure that the Foundation doesn't get complacent or satisfied with its current goal. Mr. Sarver requested that areas of concern where improvements should be achieved be included on future Foundation updates provided to the Board of Governors. Mr. Sarver stated that over the next 11 months he would fully support the efforts of the WVSOM Foundation to increase fundraising. Dr. Ward offered his assistance during donor visits if potential donors are interested in observing any clinical or biomedical science activity while at WVSOM.

- Center for Rural and Community Health (CRCH). Barbara Holt was promoted to Executive Director of CRCH under the direction of Dr. Hill. CRCH has been very active in grant work and over one million dollars in funds have been awarded to CRCH since November 2021. President Nemitz acknowledged Sara Crickenberger, WVSOM's institutional grant writer, who has been instrumental in securing grants since she was hired in March 2021.
- Marketing and Communications. The WVSOM Marketing Department is working on an ad campaign focused on alumni and WVSOM award winners. Marketing has focused on placement of billboard ads in the Charleston area and articles in statewide publications. Marketing also has been involved in creation of WVSOM's 50th Anniversary Year logo and branding.
- Data Request. At the November 5, 2021 Board of Governors meeting, Dr. Morgan requested percentages over the last 30 years of WVSOM graduates that practice in West Virginia. A file containing the historic data from the Health Sciences Report

Card was placed in the Board of Governors OneDrive account for review. President Nemitz reviewed the historical data of the three West Virginia medical schools and the comparisons.

Questions and discussion followed. President Nemitz discussed the importance of increasing residency programs in West Virginia in order to retain graduates. Ms. Hall stated the majority of residents leaving West Virginia after graduation are entering specialty programs. West Virginia does not have a wide variety of residencies in specialties and the current programs are very small. Ms. Hall stated the lack of residencies is a statewide problem and the West Virginia Higher Education Policy Commission is focused on increasing residency programs because currently there are not enough spots available for medical school graduates.

- Faculty. President Nemitz acknowledged Dr. Kristie Bridges who was recently named NBOME Level 1 Item Writer of the Year. Also, Dr. Deborah Schmidt was a recipient of the West Virginia Wonder Woman award.
 - Further reports on staff activities, student activities, WVSOM events, state and national events are detailed on the President's full report which was placed in the Board of Governors OneDrive account.
 - Future events. The WVSOM 50th Anniversary Calendar of Events was placed in OneDrive detailing special events throughout the year. WVSOM's all-school reunion weekend and Jubilee will be held November 4 – 6, 2022. WVSOM's AOA COCA accreditation site visit will be September 21 – 22, 2022.
 - BOG Member Birthdays. Dr. Randy Belt's birthday was celebrated.
2. Finance.
- a. FY 2021-2022 Financial Update. Mr. Larry Ware presented the financial statement ending December 31, 2021. Actual revenues received for the period total \$24,013,674 which is 50% of the benchmark. Actual operating expenses for the period total \$22,459,640 which is 44% of usage. A few line items such as travel, hospitality and student activities are down primarily due to COVID. An estimate of the uncommitted reserve balance is \$64,401,765. WVSOM is operating within the approved budget with no concerns to report at this time. There were no questions concerning the financial update.
- b. Draft Budget Proposal 2023. Mr. Ware reviewed the proposed FY 2022-2023 budget with the Board. Income and expense highlights are listed below.

Income Highlights:

1. State appropriations are expected to remain unchanged from FY 2021-2022 levels.
2. The proposed tuition and fee rates for FY 2022-23 are unchanged from FY 2021-2022 levels.
3. A conservative approach was used in the estimation of revenue and fees using class levels and historical collection rates.

Expense Highlights:

1. The proposed FY 2022-2023 operating expenses are increased by 3% from the FY 2021-2022 budget level.

2. A salary increase pool of 1.5% is created with a January 2023 implementation date.
3. A request for eight new positions is being made to meet COCA accreditation requirements, Gramm-Leach-Bliley Act federal requirements, and additional staffing needs of the New Testing Center.

Mr. Ware asked Board members to contact him with any questions concerning the budget proposal prior to the March 25, 2022 Board of Governors meeting. Questions and discussion followed.

- c. **New Programs Draft Budget.** Mr. Ware presented the postbaccalaureate program draft budget. Mr. Ware will update the Board as part of the budget process as program details are finalized. There were no questions.

IX. Board Items

- A. Approval of Graduates. Dr. Linda Boyd presented the list of graduates for approval who will successfully complete all requirements for graduation, have been approved by the Student Promotions Committee, and also approved by the faculty.

It was moved and seconded (Hall/Ward) to approve the graduates as presented.

Motion Carried

- B. Admissions/Scholarships/Tuition Discounting. Mr. Ware presented the proposed waiver and tuition discounting budget which was discussed at length during the Finance & Audit Committee meeting which met at 1 pm on January 27, 2022. The budget proposed yearly incremental funding of \$100,000 for waivers to be used to attract more West Virginia students. The recommendation is to cap the waiver budget impact to no more than \$800,000 during the initial pilot period of three years with annual review by the Finance & Audit Committee. The funding for waivers would come from the Med Loan program, investment pool earnings, and Foundation fundraising. The goal would be to increase the number of in-state students by 10 over a three-year period.

Chair Holstein stated the proposal is in response to the Board's desire to increase recruitment and retention of West Virginia students. Chair Holstein thanked Dr. Nemitz, Mr. Ware, Mr. Burton, and the other Finance & Audit Committee members for their work on the proposal.

Mr. Burton, Chair of the Finance & Audit Committee, stated President Nemitz and Mr. Ware have devised a good plan to increase waivers and tuition discounting while being cognizant of budget restraints. Mr. Burton stated he supports the program so WVSOM can attract the best and brightest West Virginia applicants. Dr. Ward stated the faculty fully supports the proposed waiver and tuition discounting program. Ms. Hall stated she believes this initiative is a move forward in every aspect in order to recruit and retain qualified medical school applicants.

Chair Holstein asked Board members if they wanted to act on this proposal or table for further discussion at the March 25, 2022 meeting.

It was moved and seconded (Burton/Hall) to accept the Admissions/Scholarships/Tuition Discounting proposal as presented. There was no further discussion.

Motion Carried

X. Board Education

- A. History of Osteopathic Medicine (Part 2) – Robert Foster, D.O., Assistant Dean for Osteopathic Medical Education. Dr. Foster provided a PowerPoint presentation to the full Board regarding the history of osteopathic medicine and its founder, Dr. Andrew Taylor Still. Dr. Foster began with a quick review of his first presentation given at the November 5, 2021 Board of Governors meeting.

Next, Dr. Foster focused on osteopathic medicine in West Virginia to include the following facts:

- The first practicing D.O.s arrived to West Virginia in 1898 – Drs. Anna and W.E. Ely.
- D.O.s were first licensed in West Virginia in 1907 via the Medical Practice Act.
- The West Virginia Legislature passed an act to create a separate osteopathic licensing board in 1923.
- The Greenbrier College of Osteopathic Medicine (now known as WVSOM) achieved preliminary accreditation by the AOA in December 1972.
- WVSOM became a state school in 1976 because of the need for rural physicians.
- WVSOM had its first graduating class in 1978 with 33 physicians.

Dr. Foster stated due to a lack of rotation sites in West Virginia which forced medical students to rotate outside of the state, WVSOM developed the Statewide Campus rotation system in the early 2000s. The Statewide Campus system consists of seven regions across West Virginia where third and fourth-year medical students fulfill clinical rotations in participating West Virginia hospitals. The system is geared toward an enhanced curriculum that encourages students to practice in West Virginia.

Dr. Foster shared additional WVSOM history to include:

- The first new building was built on the WVSOM campus in 1988.
- In 1998, *U.S. News & World Report* first listed WVSOM among the top medical schools in the country, and WVSOM has remained on that list for 23 consecutive years.
- WVSOM ranked number one nationwide in placement of rural physicians as cited by *Academic Medicine*.
- West Virginia has licensed 3,208 D.O.s since 1976.

Chair Holstein stated that WVSOM and the vision of its founders has changed the landscape of healthcare in West Virginia and encouraged the Board members to be extremely proud of WVSOM. Chair Holstein stated osteopathic medicine is unique and our uniqueness is our strength. Chair Holstein thanked Dr. Foster for his presentation and stated Dr. Foster is an icon at WVSOM and has added much to WVSOM to make it what it is today.

The History of Osteopathic Medicine presentation will be submitted as 0.5 hour of Board Education to the West Virginia Higher Education Policy Commission toward training credit hours required for the Board of Governors.

XI. 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 held.

XII. Actions Emanating from Executive Session

No executive session was held.

XIII. Information Gathering

No items were brought forth.

XIV. Next Meeting Date

The next scheduled Board meeting will be held Friday, March 25, 2022 at the John Manchin, II, D.O. Conference Center on the campus of WVSOM.

XV. Adjournment

It was moved and seconded (Burton/Ward) to adjourn. The motion carried and the Board meeting adjourned at 4:19 pm.

Approved on March 25, 2022

Marlena Dunbar

Marlena R. Dunbar

Secretary

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