

**West Virginia School of Osteopathic Medicine
Board of Governors – Regular Meeting
Friday, November 3, 2023
Location: John Manchin II, D.O., Conference Center, Room #2,
Clinical Evaluation Center**

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

The meeting was called to order at 10:09 a.m. by Board Chair, Dr. Belt. Roll call was taken by Board Secretary, Ms. Kirby. A quorum was present. The WVSOM mission statement was read by Ms. Kirby.

Members Present:

Randall Belt, D.O., Chair	Michael Muscari, D.O.
Marlena Kirby, Secretary	Gary Poling, D.O.
Thomas Cole (arrived at 10:22 a.m.)	Erin Reese (teleconference)
Sharon Hall	Caitlyn Santer, D.O.
Robert Holstein, D.O.	Peter Ward, Ph.D.

Members Absent:

Frederick Morgan, D.O., Vice Chair	Todd Smith, 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

At the request of Chair Belt, President Nemitz introduced Don Smith, WVSOM's new Director of Communications.

III. Public Comment

There were no public comments.

IV. Approval of Minutes

It was moved and seconded (Ward/Muscari) to approve the minutes of the September 8, 2023 regular meeting as presented. Motion Carried

V. Agenda Order

No changes were made to the agenda order.

VI. Rules

A. No policies were presented.

VII. Reports

A. Chair of the Board of Governors. Chair Belt stated a draft of the revised Board of Governors Operating Procedures will be distributed prior to the January 25, 2024 board meeting. Revisions to be approved will include an update of the board education requirements now required by the West Virginia Higher Education Policy Commission (WV HEPC) for Board of Governors members.

1. Committee Reports.
 - a. Academic Committee. Dr. Ward stated the Academic Committee did not meet.
 - b. Finance & Audit Committee. Ms. Hall stated the committee received updates from David Meadows, Vice President for Finance & Facilities & Chief Financial Officer, on WVSOM financials, construction projects and admissions trends/waiver status. Mr. Meadows also provided an in-depth presentation on the re-engineering of financial reporting in order to provide a more comprehensive picture of WVSOM's financial health to the committee. The committee had no action items to be presented to the full board.
 - c. Institutional Policy Committee. Ms. Kirby stated the Institutional Policy Committee did not meet.
- B. President of WVSOM.
 1. Administration.
 - a. President's Update. President Nemitz provided an update on the following topics. The full report was placed in the board's Microsoft Teams account.
 - Senior Administration. Dr. Drema Hill, Vice President for Community Engagement & Chief Operating Officer, has been recognized nationally with The Excellence in Health Administration Award. Leslie Bicksler, Vice President for Human Resources & Chief Human Resources Officer, has been named a "Wonder Woman" by WV Living Magazine.
 - Admissions. President Nemitz reported a decline in admissions applications, for both in-state and out-of-state residents, which is a nationwide issue and will be discussed in depth later in the meeting.
 - Academics. The Higher Learning Commission (HLC) accreditation site visit for the Master's Program in Biomedical Sciences went very well, and an excellent team report with a positive recommendation has been received. The next step is approval of the program by the Institutional Actions Council. After approval, WVSOM will begin marketing the graduate program.
 - Recruitment. Challenges continue as WVSOM searches for qualified candidates for several key institutional positions.
 - Center for Rural and Community Health (CRCH). President Nemitz stated Brian Hendricks, Ph.D. has accepted the position of Executive Director of the CRCH. Dr. Hendricks will begin employment in late November 2023. WVSOM has been awarded the Appalachian Regional Commission grant for a total of \$500,000 over the next two years.
 - Marketing & Communications. A full report of media listings was placed in the board's Microsoft Teams account.
 - Research and Sponsored Programs. Extramural funding received since July 2023 totals \$731,713. Chris Pankey, Ph.D., Chair of the Research Committee, and Tim Garrow, Ph.D., Associate Dean for Graduate Studies, have been added to the ad hoc research addition advisory committee.
 - Highlights of faculty, staff & students were presented.
 - Board member birthdays. The following birthdays were recognized: Dr. Ward, Ms. Kirby and Dr. Santer.

- i. Fundraising Update. President Nemitz stated two reports have been placed in the board's Microsoft Teams account for review. Funds raised since the September 8, 2023 board meeting totaled \$133,898. President Nemitz also stated the fundraising event entitled the *Wild West Benefit: Honoring "Buffalo" Bob Foster, D.O.* will occur on November 4, 2023 and will support student scholarships.
 - ii. Strategic Planning Update. President Nemitz stated the current strategic plan update is in the board's Microsoft Teams account. President Nemitz stated he would like the board to have an in-person strategic planning session that is connected to the financial health of the institution. The proposed strategic planning session would be separate from a regular board meeting and would focus on in-depth conversations regarding institutional goals and timelines, as well as, present and future institutional challenges and ways to address them. President Nemitz plans to work with Senior Administration and the Board Chair on a date and details for the strategic planning session. Dr. Poling requested that Jeffrey Shawver, Vice President for Legal, Governmental & External Affairs, Chief Legal Officer & General Counsel, ensures that the strategic planning session is compliant with the Open Governmental Meetings Act. Questions and discussion followed.
- 2. Finance.
 - a. FY 2023-2024 Financial Update. Mr. Meadows presented the financial statement ending September 30, 2023. Mr. Meadows stated the institution continues to have a sound budget. Revenues are as anticipated, and there are no items of concern in expenditures. The Fire/Auto/Bond/& Other Insurance line item is at a deficit; however, the line item will normalize once student insurance fees are collected and credited. Mr. Meadows also reviewed WVSOM Foundation investments ending September 30, 2023. Investments are down approximately \$825,000 since July 1, 2023. Morgan Stanley manages the WVSOM Foundation investment accounts, and Mr. Meadows has an upcoming meeting with the firm in November 2023 and hopes to gain more insight into their investment strategies.
 - b. Construction Updates.
 - i. Main Building Renovation. Mr. Meadows stated WVSOM's architect of record, ZMM Inc., is finalizing the electrical and architectural bid package for the renovation of Classroom 1 in the Main Building, which will be used for the inaugural class of the Master's Program in Biomedical Sciences in the fall of 2024.
 - ii. Testing Center. The Testing Center project is progressing well. Mr. Meadows is working with the architect to complete punch list items. WVSOM received the West Virginia Fire Marshall Certificate of Occupancy for the Testing Center in October 2023, which allows the institution to move into the building; however, Mr. Meadows has not recommended to the President to move into the building until punch list items are completed, as well as, critical post construction IT-related projects.

- iii. Research Addition. WVSOM has received the \$29 million state allocation, and the ad hoc research addition advisory committee is working to finalize the programming needs which will be used in the Request for Proposal process.

Questions and discussion followed regarding water intrusion issues occurring on various parts of the main campus. Mr. Meadows stated he is commissioning a civil engineering study to evaluate the issues and make recommendations. Dr. Poling would like a follow-up report at the January 25, 2024 board meeting concerning the recommendations for the areas affected by the water intrusion.

VIII. Board Items

- A. Admissions Update. Ronnie Collins, Executive Director of Enrollment Management, presented a year-to-date comparison of admissions metrics over the last four years to the board. Applications are on a downward trend, both nationally and specifically at WVSOM. Applications from West Virginia residents are 12% lower than in November 2022. The 2023-2024 admissions cycle will continue until February 2024. The following admissions waiver information for the current admissions cycle was also reviewed with the board: five waivers have been offered, two have been accepted, two are pending and one was declined. Fairmont State University and Frostburg State University have signed agreements to participate in WVSOM's Pre-Osteopathic Medical Program (POMP). Currently, WVSOM has POMP agreements with all in-state universities, except Marshall University and West Virginia University.

Questions and discussion followed. President Nemitz stated \$50,000 current use dollars from the Maier Challenge are available for the Admissions Committee to use as needed to offer incentives to attract or retain qualified applicants.

- B. Robert C. Byrd Clinic Update.
 1. Robert C. Byrd Clinic Progress Update. Scot Mitchell, CEO of the Robert C. Byrd Clinic (RCBC), provided an update to the full board. Mr. Mitchell was pleased to report improving financial performance and productivity from the first quarter FY 2023 vs. FY 2022. Short-term solutions that RCBC has implemented include the following: a new provider productivity plan, a new chart closure delinquency policy, employment contract renegotiation for providers who are unable or unwilling to meet RCBC's productivity expectations, renegotiation of vendor contracts, a continued hiring freeze, utilization of grant funds that are now being received, and an analysis of clinic expenses to identify savings opportunities. Long-term solutions that are being considered include the creation of a new practice plan model and changing the organizational structure of the clinic. RCBC could move away from the Rural Health Clinic (RHC) model to a Federally Qualified Health Center (FQHC) or FQHC look-alike model. Other restructuring options would be a merger with or acquisition by another entity. Medication-Assisted Treatment (MAT) weekly encounters have the potential to increase clinic revenues, and participation in the Vandalia Physician-Hospital Organization (PHO) will also help RCBC with additional payor contract opportunities. In order to improve data integrity, RCBC has been diligently working to streamline internal processes as well as to reorganize the business office for improvement in billing workflow.

Questions and discussion followed which included the expectation of increased encounters per hour for non-teaching providers. Dr. Poling wants teaching providers at

RCBC to be able to focus on training quality medical students and not to have to focus on increasing their number of encounters per hour. Dr. Poling also cautioned against the idea of a merger or acquisition by another entity which could be detrimental to WVSOM students in the future. Discussion continued regarding WVSOM clinical faculty and the dual role they are expected to fulfill as both provider and preceptor, as well as, RHC vs. FQHC models.

Dr. Poling asked Mr. Mitchell to conduct research and provide an update at the January 25, 2023 board meeting to determine how many teaching-only providers are needed at RCBC to fulfill the mission and needs of WVSOM students and residents. In addition, Dr. Poling wanted to know the costs that would be incurred by WVSOM associated with employing these providers as well as how many hours per day are needed for teaching at RCBC.

Causes of appointment cancellations by the provider were discussed, and the consensus from board members was that teaching faculty members should not be pulled from their scheduled duties at RCBC in order to cover classes at WVSOM. Other topics of conversation included quality control measures currently in place to ensure patient satisfaction and ways Mr. Mitchell is working with RCBC-employed providers to meet the productivity standards which may include renegotiation of their employment contract.

2. WVSOM Update. President Nemitz stated the issues at RCBC are multifaceted and the entire WVSOM Senior Administrative Team has been involved in working to find complementary solutions. President Nemitz asked Dr. Linda Boyd, Vice President for Academic Affairs, Dean & Chief Academic Officer, and Dr. Drema Hill, Vice President for Community Engagement & Chief Operating Officer to present the ideas from Senior Administration.

Dr. Hill presented the breakdown of the Health Resources and Services Administration (HRSA) grant revenue that RCBC currently receives. Over the next three years, the HRSA grant monies will cover salaries and indirect costs of existing personnel with expertise in behavioral health and MAT services, as well as, costs of underinsured or uninsured persons with substance abuse disorder. The HRSA grant monies are revenue-generating and the estimated total revenue from the MAT grant plus revenue is \$1.1 - \$1.3 million per year.

Dr. Boyd addressed the issue of RCBC appointment cancellations. Dr. Boyd stated she has been working with the curriculum team over the past two years to try and work around clinical faculty's scheduled clinic time when scheduling their academic assignments. Academic schedules are in place 3-6 months in advance so alternate appointments can be scheduled to accommodate the patient, and RCBC would not miss out on revenue. Occasionally, a clinical faculty member may be pulled from their work at RCBC at the last minute in order to teach a critical lab; however, Dr. Boyd stated she and other administrators have cancelled meetings in order to teach critical labs as much as possible to avoid disrupting the clinical faculty's schedule. Dr. Poling requested a report on the number of appointment cancellations due to clinical faculty being pulled from their clinic duties to teach at WVSOM. Dr. Boyd stated Mr. Mitchell now has processes in place in order to track and report these data moving forward.

Dr. Boyd discussed the importance of RCBC to WVSOM as a practice site for the clinical faculty and a rotation site to WVSOM students throughout their four years of medical training. RCBC also provides health services to WVSOM students. In addition, Dr. Boyd provided the following details in response to Dr. Poling's earlier request for information about teaching-only providers at RCBC:

- Teaching-only providers handle the majority of the teaching responsibilities at RCBC.
- A total of 6,500 hours of clinical teaching occurred at RCBC last year; however, that does not account for the Family Practice and ONMM resident teaching. Residents receive instruction provided by clinical faculty in the ambulatory RCBC and hospital settings. Supervision of ONMM residents in the hospital is provided by both WVSOM clinical faculty and RCBC-employed providers.
- Dr. Boyd anticipates two ONMM non-WVSOM physicians will resign at RCBC which will have an impact on the medical training of WVSOM students and residents which will need to be addressed. Dr. Boyd stated student and residency teaching are overlapped when possible.

Dr. Boyd stated no other medical practices in the Lewisburg area have the capacity to handle the training of WVSOM students and residents so RCBC is absolutely essential to WVSOM. WVSOM's ONMM residency program is one of only a few three-year programs in the country, and WVSOM is ensuring the continuation of the osteopathic profession by supplying a pipeline of ONMM faculty that will be employed by Colleges of Osteopathic Medicine in the future.

Dr. Boyd stated the current cost of the RCBC practice plan for WVSOM clinical faculty is \$1.3 million per year. With the conservative estimate of the MAT grant and MAT patient services equaling \$1.1 million per year and increased RCBC-employed provider productivity, RCBC should be able to begin to cover the practice plan later this academic year. In order to be able to pay the incurred practice plan debt to WVSOM, RCBC will likely need to change from an RHC model to an FQHC or FQHC look-alike model for increased revenue. Repayment could potentially start next year if RCBC's transition to an FQHC is successful.

- C. Greenbrier Military School Alumni Association Agreement. The current agreement with the Greenbrier Military School Alumni Association (GMSAA) from 2006 currently in place allows the GMSAA to access via an easement the museum on the Lewisburg campus. WVSOM is renegotiating the agreement in which funds would be provided for maintenance, and WVSOM would have control and oversight of the museum without the need for an easement. In the 2006 agreement, an easement was put into place which is not necessary.

Mr. Shawver is asking for the ability to continue renegotiation of the contract to remove the easement and to have Chair Belt sign the finalized contract on behalf of the institution.

It was moved and seconded (Cole/Holstein) to approve a motion to authorize (1) the President and his designee(s) to negotiate the terms of the Greenbrier Military School Alumni Association agreement and (2) the Board Chair to approve and sign the agreement on behalf of the institution. Questions and discussion followed. Motion Carried

IX. Board Education

A. Faculty Update. Rebecca Scopa Kelso, Ph.D., Faculty Council Chair, presented a faculty update for the academic year 2022-2023 which included:

- An overview of WVSOM faculty members.
- First and second-year teaching and curricular changes. Faculty is continuing to work to completely update and reorganize the curriculum for the first and second-year students, and the 2024 fall semester calendar is being constructed.
- Updates on research and grants.
- Information on the “Exercise is Medicine” and the “Primary Care Breastfeeding Medicine Certification” programs.
- Information on WVSOM’s anatomy outreach and pipeline projects.
- Highlights of recent faculty accomplishments.
- Precepting hours provided by clinical faculty at RCBC.
- Faculty initiatives planned for 2023-2024 to include preparation for the launch of the new first and second-year curriculum in the fall of 2024 and aiding in the development of the new Master’s Program in Biomedical Sciences.

President Nemitz commended the faculty for the quality of their work inside and outside of the classroom which was echoed by the board.

The one-quarter hour board education held today will be submitted to the WV HEPC toward training credit hours required for the Board of Governors.

X. Information Gathering

No items were brought forth.


XI. Next Meeting Date

The next scheduled board meeting will be held Thursday, January 25, 2024 at the Embassy Suites in Charleston, WV. Time to be determined.

XII. Adjournment

It was moved and seconded (Hall/Poling) to adjourn. The motion carried and the board meeting adjourned at 12:40 p.m.

Approved on January 25, 2024

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Marlena R. Kirby
Secretary
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