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WVSOM BOARD OF GOVERNORS

Regular Meeting Minutes

Date & Time: **Friday, August 28, 2026, at 10:00 a.m.**

Location: **Conference Center located in the WVSOM Student Center**

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

The meeting was called to order at 10:00 a.m. by the Board Chair, Dr. Morgan. The Board Secretary, Dr. Eleazer, conducted a roll call and confirmed that a quorum was present. The WVSOM Mission Statement was read by the Vice Chair, Dr. Santer.

Members Present:

Frederick Morgan, D.O., Chair
Caitlyn Santer, D.O., Vice Chair
Courtney Eleazer, Ph.D., Secretary
Randall Belt, D.O.
Dewayne Duncan (virtual)
Bryn Hawbaker, OMS-III
Ryan Fitzwater, D.O.
Scott Maxwell
Michael Muscari, D.O.
Gary Poling, D.O. (virtual)
Norman Wood Jr., D.O.

Members Absent:

None

Others in Attendance:

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

Additional members of the administration, faculty, staff, and guests were present.

II. **Introductions**

President Nemitz introduced the 2026-2027 Board of Governors student representative, Bryn Hawbaker, OMS III, who began her service on July 1, 2026.

President Nemitz also recognized Dewayne Duncan for his recent presidential appointment as Deputy Assistant Secretary in the Office of Career, Technical, and Adult Education at the U.S. Department of Education.

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III. Public Comment

There were no public comments.

IV. Approval of Minutes

A. June 5, 2026

It was moved and seconded (Muscari/Wood) to approve the meeting minutes from the June 5, 2026, meeting as presented. There was no discussion. The motion carried unanimously.

V. Agenda Order

There were no changes to the agenda order.

VI. Reports

A. Board of Governors

1. Chair

Chair Morgan had no report.

2. Committees

a. Academic

Dr. Santer, Chair of the Academic Committee, reported that the committee met and reviewed several significant academic matters. WVSOM submitted its application for a Master of Science in Applied Medical Science degree after Academic Committee approval at its March 27, 2026, Committee Meeting. WVSOM received accreditation approval from the Higher Learning Commission without submitting further documentation. The program will provide an academic pathway for students who successfully complete the first two years of the D.O. curriculum but are unable to continue toward completion of the medical degree. Eligible students will complete a capstone project and be awarded the master's degree. Dr. Santer stated that the Committee believes the program will provide valuable opportunities for students while recognizing the work already completed in the medical curriculum.

i. Finding Health Curriculum Outcomes

No report was given to the full Board.

ii. MSBS-to-D.O. Pathway Outcomes

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Dr. Santer reported on outcomes associated with the MSBS-to-D.O. pathway program. Preliminary data indicate that students who earn a high GPA (specifically 85% or higher) in the MSBS program have generally demonstrated success after matriculating into the D.O. program. She noted that the institution will continue to collect and evaluate data in future years to better identify predictive indicators of student success.

iii. COMLEX Update

The Committee reviewed recent COMLEX examination outcomes. WVSOM's COMLEX Level 1 pass rate was reported at 91.86%, representing the institution's highest performance since 2021-2022 and approaching the national average. COMLEX Level 2 performance was reported above the current national average, while COMLEX Level 3 pass rates for 2025 were reported at 96%, compared to a national rate of 97%. Dr. Santer commended the administration and faculty for their efforts in improving student outcomes.

b. Finance & Audit

Dr. Muscari, Chair of the Finance and Audit Committee, reported that the Committee reviewed WVSOM's financial position and determined that the institution remains financially strong. He commended Mr. McAllister and the Office of Business Affairs team for their continued fiscal stewardship and disciplined budgeting practices.

Dr. Muscari also highlighted the successful transition of the Robert C. Byrd Clinic to WVSOM Health. He noted that significant work over several years had positioned the clinical enterprise on a sound financial foundation and commended Mary Page Nemcik and her staff for their efforts.

c. Institutional Policy

Mr. Duncan, Chair of the Institutional Policy Committee, reported that the Committee did not meet.

B. Administration

1. Office of the President

President Nemitz congratulated faculty and staff on the significant improvement in COMLEX examination performance and recognized the leadership of Dr. Aaron McGuffin, Interim Director of the Office of National Boards, and others who have advanced student success. He further noted that both the D.O. and MSBS programs had launched successfully for the academic year. President Nemitz asked Mark Hinson to provide an Admissions update to the Board.

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a. Admission's Update

Mr. Hinson, Interim Director of Admissions, reported that WVSOM achieved a record number of West Virginia students in the entering D.O. class and attributed this success largely to pathway initiatives, including the MSBS-to-D.O., Pre-Osteopathic Medical Program (POMP), and Go D.O. programs. He stated that the pathway programs continue to serve as a highly effective enrollment strategy due to their strong matriculation rates.

Mr. Hinson reported that the institution achieved full enrollment in the MSBS program and a strong entering D.O. class, including a record 79 West Virginia students. He reviewed enrollment trends and discussed the increasingly competitive admissions environment, noting that eight new osteopathic medical schools have initiated enrollment or recruitment activities since 2024, creating approximately 1,300 additional seats within the regional market.

The Board was informed that increased competition has resulted in a higher number of admissions offers being required for each non-pathway student to matriculate. Mr. Hinson stated that continued strategic planning and resource investment will be necessary to maintain enrollment success as additional schools reach full enrollment and demographic changes begin influencing applicant pools later in the decade.

b. Fundraising Update

President Nemitz reported that fundraising totals were slightly below recent years at $654,189, largely due to the absence of significant estate gifts. He noted continued progress in scholarship support, grant activities, and alumni engagement. He also announced that the WVSOM Foundation's Neighborhood Investment Program (NIP) credits have increased this year to $28,400, up over 5,000 credits from the previous year.

The President informed the Board that the search for a Vice President for Advancement continues and emphasized WVSOM's commitment to expanding fundraising capacity in preparation for future advancement efforts and major campaigns.

c. Delivering on "What's Next" Conversations

The President also reported on ongoing efforts to strengthen communications across the institution, both within departments and through interdepartmental teams.

President Nemitz provided updates regarding federal higher education initiatives and shared information concerning a national Call to Action issued by the U.S. Department of Education. He indicated that WVSOM is reviewing the guidance

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and evaluating actions necessary to address the initiative publicly and institutionally.

Additional updates were provided regarding marketing initiatives, faculty and student recognitions, publications, and upcoming events.

2. Office of Business Affairs

a. FY26 Financial Update as of June 30, 2026

Justin McAllister, Vice President for Finance and Facilities and Chief Financial Officer, presented the year-end fiscal update. He reported FY26 revenues of approximately $53.7 million and expenses of approximately $57 million on a cash basis. Institutional cash holdings included approximately $28.3 million in the State Treasury and approximately $56.5 million in investment accounts.

Mr. McAllister explained that certain revenue timing issues affected year-end reporting, including federal Science Building reimbursement funds received after the close of the fiscal year. He further noted that investment earnings remained strong and that the institution maintained a healthy financial position.

b. Finance & Audit

The Board was advised that external auditors would be on campus soon and that the FY26 audit would be presented at the October 30, 2026, Board meeting. At the January 22, 2026, Board meeting, the proposed FY28 budget will be presented, and a review of the Morgan Stanley Investment Fund will be conducted.

c. Facilities & Other Updates

Updates were provided regarding the Science Building project, deferred maintenance activities, and renovations underway at the Founder's Activity Center.

VII. **Board Items**

A. **ACTION**: Approval of Graduates

Dean Swarm presented the graduates for approval who will successfully complete all graduation requirements, have been approved by the Student Promotions Committee, and have also been approved by the faculty.

It was moved and seconded (Belt/Muscari) to approve the graduates as presented. The motion carried unanimously.

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B. **ACTION:** Approval of Master of Science in Applied Medical Science

Dean Swarm presented the proposed Master of Science in Applied Medical Science (MSAMS) program. She explained that the program would provide a degree pathway for students who successfully complete the first two years of the D.O. curriculum but are unable to complete the medical degree program. Eligible coursework would be transferred into the MSAMS program, and students would complete a capstone project to satisfy degree requirements. The program would be delivered virtually under the supervision of a WVSOM faculty member. Dean Swarm noted that the MSAMS program is not expected to have an adverse financial impact on the institution or create a significant additional workload for faculty.

It was moved and seconded (Muscari/Wood) to approve the Master of Science in Applied Medical Science program as presented. The motion carried unanimously.

C. **ACTION:** WVSOM Research & Development Corporation Update

Brian Lutz, General Counsel and Chief Legal Officer, provided an update regarding the newly established WVSOM Research and Development Corporation (WVSOMRDC). Mr. Lutz reported that Articles of Incorporation had been filed with the West Virginia Secretary of State and that an application for federal nonprofit status was underway. He stated that the Affiliation Agreement presented to the Board was required by state law and outlined the responsibilities and relationship between the WVSOMRDC and WVSOM. Annual reports on sponsored programs and financial audits will be provided to the Board.

It was moved and seconded (Muscari/Wood) to approve the Affiliation Agreement for the WVSOM Research and Development Corporation. The motion carried unanimously.

D. **ACTION:** WVSOM Health Update

Mr. Lutz presented the Affiliation and Operations Agreement for WVSOM Health. He explained that the agreement consolidates multiple preexisting agreements associated with the former Robert C. Byrd Clinic and establishes a comprehensive framework addressing operational integration, personnel, revenue and cost sharing, facilities, educational services, and branding.

It was moved and seconded (Muscari/Wood) to approve the Affiliation and Operations Agreement for WVSOM Health. The motion carried unanimously.

E. **INFORMATIONAL:** Annual Staff Report

Julie Stadtfeld, Chair of Staff Council, presented the annual staff report, as required by WV Code §18B-6-6. The report highlighted employee achievements, continuing education accomplishments, retirements, staff demographics, governance structure,

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advocacy efforts, employee engagement initiatives, and community service activities. Staff Council continues to focus on improving employee recognition, communication, morale, and inclusion while supporting both campus-based and statewide employees.

This one-quarter-hour of board education will be submitted to the West Virginia Higher Education Policy Commission toward the training credit hours required by the Board of Governors.

F. **DISCUSSION:** Student Housing Update

G. **DISCUSSION:** Talbott Property Update

H. **DISCUSSION:** Employee Litigation Update

Chair Morgan stated Board Items (VII.) F., G., and H. would be discussed in Executive Session (VIII.)

VIII. **Executive Session - WV Code §6-9A-4(12) Attorney/Client Privilege; WV §6-9A-4(b)(2) Personnel; and WV Code §6-9A-4(b)(9) Real Property**

A. Discussion of Personnel Employment Issues

B. Discussion of Potential Real Property

C. Discussion of Legal Matters

Chair Morgan stated the following: The West Virginia Open Governmental Proceedings Act ("Act") permits state entities to go into Executive Session during a properly noticed meeting if a specific item on the entity's posted agenda falls under one of the permitted exceptions to the requirements contained in the Act. On this meeting's posted agenda, items: *Student Housing Update, Talbott Property Update, and Employee Litigation Update* fall under the Act's exceptions for: *Discussion of Potential Real Property and Discussion of Legal Matters.*

In accordance with the West Virginia Open Governmental Proceedings Act, the Chair asked for a motion to go into Executive Session to discuss these agenda items.

It was moved and seconded (Muscari/Wood) to move into Executive Session at 10:51 a.m. The motion carried unanimously.

Chair Morgan will ask individuals other than board members to join Executive Session as needed.

The Board of Governors returned to open meeting session at 12:00 p.m.

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IX. **Actions Emanating from Executive Session**

Chair Morgan stated that only topics indicated prior to going into Executive Session were discussed. No items emanating from Executive Session required action from the Board.

X. **Information Gathering**

No items were brought forth.

XI. **Next Meeting Date**

The next meeting will be on Friday, October 30, 2026, on the Lewisburg campus of WVSOM.

XII. **Adjournment**

It was moved and seconded (Wood/Santer) to adjourn. The motion carried unanimously, and the Board adjourned at 12:01 p.m.

Approved on October 30, 2026

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Courtney Eleazer, Ph.D., Secretary
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