

MINUTES OF THE APRIL 11, 2013, AFTERNOON EXECUTIVE COMMITTEE MEETING

The Executive Committee (“the Committee”) of the Board of Regents of the Smithsonian Institution met on April 11, 2013, at the Smithsonian Castle in Washington, D.C. Participating were Chancellor John G. Roberts, Jr.; Executive Committee and Board Chair France A. Córdoba; Vice Chair John McCarter Jr.; and Committee member Shirley Ann Jackson.

Also present by invitation of the Committee were Secretary G. Wayne Clough; Counselor to the Chief Justice Jeffrey Minear; Chief of Staff to the Secretary Patricia Bartlett; Chief of Staff to the Regents John K. Lapiana; and General Counsel Judith Leonard.

CALL TO ORDER

Dr. Córdoba called the meeting to order at 12:40 p.m. She expressed the Committee’s appreciation to the Chancellor for being able to accommodate a Board photograph earlier that day in the Castle. [NOTE: The photograph appeared in the May 6, 2013, issue of *Fortune* magazine.] John McCarter was welcomed to his first agenda review meeting as vice chair of the Board and member of the Executive Committee.

AGENDA REVIEW

Dr. Córdoba next began a review of the draft agenda for the April 29, 2013, Regents’ meeting.

Regents’ Dinner. Dr. Córdoba noted that the pre-meeting Regents’ dinner will be devoted to honoring significant donors to the Smithsonian. This year, she said, about 60 donors who have made major gifts since 2011, including Regents Robert Kogod, David Rubenstein, and Roger Sant, will attend. The dinner, which will be held at the Renwick Gallery, will be preceded by an afternoon program for guests in the Smithsonian Castle.

General. Dr. Córdoba explained that the structure of this meeting’s agenda, as well as those of future meetings, will allow mornings to be devoted to routine Board business (reports of the Secretary and committees) and afternoons to focus on more long-term strategic issues, as well as executive sessions with the Chancellor presiding.

Morning Executive Session. The first item on the Monday morning business agenda will be an executive session to continue the discussions began in January 2013 on succession planning for senior leadership.

Report of the Board and Executive Committee Chair. As part of the Chair’s report, Dr. Córdoba said that she would provide a summary of her trip to visit the future site of the Giant Magellan Telescope (GMT) in Chile. She noted that the Smithsonian’s participation as a GMT partner is crucial to maintaining the excellence and relevance of the Smithsonian Astrophysical Observatory.

She will also report on actions taken by Executive Committee on behalf of the Board since the January 2013 Regents' meeting, including approval of two significant gifts; the submission of the Smithsonian's fiscal year 2014 Federal budget by the President; the establishment of an ad hoc campus master planning committee chaired by Regent Robert P. Kogod; and a lease extension for office space at L'Enfant Plaza.

In addition, the Committee will recommend that the Regents approve the naming of the director's terrace at the National Museum of the American Indian in honor of **Senator Daniel Inouye**. Dr. Córdoba noted that the Regents approved a motion expressing their appreciation for Senator Inouye's contributions to the nation and the Smithsonian at the January 2013 Board meeting.

Report of the Secretary. Dr. Córdoba said that the Secretary will provide an overview of his report during the informal working lunch following the meeting.

Financial Dashboard and Outlook. Al Horvath, the Under Secretary for Finance and Administration and Chief Financial Officer, will present the financial dashboard as of March 31, 2013.

Finance Committee Report. In his report, Finance Committee Chair David Rubenstein is expected to focus on the current Federal budget situation, including short- and long-term planning in response to sequestration. Looking ahead, Dr. Córdoba said, Mr. Rubenstein will also report on the Finance Committee's review of the Smithsonian's external debt and the propriety of issuing new debt to finance some major capital projects, including the National Museum of African American History and Culture, as appropriate.

Investment Committee Report. Investment Committee Chair David Silfen is expected to present a report of the committee's February 26, 2013, meeting, and also note that the Endowment stood at \$1.13 billion as of February 28, 2013.

Advancement Committee Report. Dr. Córdoba noted that the Advancement Committee will meet on April 18, 2013. Regent Emeritus and Advancement Committee Chair Alan Spoon is expected to present an update on planning for the national campaign kickoff and three major gifts for approval: two to benefit the revitalization of Cooper-Hewitt, National Design Museum and a third to support the American Enterprise initiative at the National Museum of American History.

Audit and Review Committee Report. Mr. McCarter said his report of the Audit and Review Committee will focus on the Smithsonian's fiscal year 2012 financial statement audit. The Smithsonian's outside auditors, KPMG, issued an unqualified opinion.

Facilities Committee Report. Dr. Córdoba said that Facilities Committee Chair Robert Kogod will next report on progress made on major construction projects, as well as the establishment of a Regents ad hoc campus master planning oversight group, which he is chairing.

Collections Highlights. Under Secretary for Science Eva Pell and Under Secretary for History, Art, and Culture Richard Kurin are expected to highlight notable additions to the National collections, including Charles and Anne Morrow Lindbergh–related objects donated by the Yale University Library to the National Air and Space Museum.

Report of the Smithsonian National Board and the Office of Government Relations. Following the Under Secretaries' presentations, Smithsonian National Board Chair (SNB) Sako Fisher will present the SNB report. Director of Government Relations Nell Payne will then conclude the morning session by entertaining questions on her regular report.

Working Lunch. At lunch, John Gray, the director of the National Museum of American History, will provide an overview of the challenges and opportunities facing that museum. Dr. Córdoba directed the Committee members' attention to the museum's new strategic plan contained in the draft Board meeting materials.

Strategic Plan Focus: Biodiversity Conservation. Dr. Córdoba explained that the afternoon strategic session would begin with a presentation led by Dr. Pell on pan-institutional biodiversity conservation efforts. The discussion will highlight the range of ongoing biodiversity conservation science activities across the Smithsonian and propose strategies whereby the Smithsonian can capitalize on its status and longevity in this scientific area to advance the Grand Challenge "Understanding and Sustaining a Biodiverse Planet." Panelists will be assembled from the scientific staffs of the National Museum of Natural History, the Smithsonian Biological Conservation Institute, the Smithsonian Tropical Research Institute, and the Smithsonian Environmental Research Center.

Seriously Amazing. Dr. Córdoba noted that February 2013 marked the 40th anniversary of the release of the Vietnam War POWs. One of the POWs released was Regent and Congressman Sam Johnson, who spent seven years in captivity, including 42 months of solitary confinement. Mr. Johnson's POW bracelet is currently on display in the American History Museum's *Price of Freedom* exhibition. At the Regents' meeting, Dr. Córdoba said, Jennifer Jones, curator of military history, will accompany the bracelet to the Regents' Room and explain its significance to the exhibition and to American history.

Governance and Nominating Committee Report. Governance and Nominating Committee Chair Roger Sant will present nominees for appointment to 10 Smithsonian advisory boards, as well as ask for the approval of proposed revisions to the bylaws of the Board of the National Museum of Natural History and proposed amendments to the charter of the Audit and Review Committee.

Executive Session. During the afternoon executive session, Dr. Córdoba said that Governance

and Nominating Committee Chair Roger Sant will discuss the committee's efforts to identify candidates to succeed Mr. Sant and Ms. Stonesifer when they retire from the Board in November and December 2013, respectively. The meeting will then conclude with a regular executive session for the "gatekeepers" (Under Secretary for Finance and Administration, General Counsel, and Inspector General) to raise issues that they consider appropriate for Regent discussion or information.

With no other business to consider, the meeting was adjourned at approximately 1:05 p.m., for an informal lunch discussion on the Secretary's report.

Respectfully submitted,

France A. Córdova
Chair