

MINUTES OF THE OCTOBER 6, 2016, EXECUTIVE COMMITTEE MORNING MEETING

The Executive Committee (“Committee”) of the Board of Regents of the Smithsonian Institution (“Smithsonian”) met on October 6, 2016, at the Supreme Court of the United States in Washington, DC. Participating were Chancellor John G. Roberts, Jr.; Executive Committee and Board Chair John W. McCarter, Jr.; Vice Chair Shirley Ann Jackson; and Committee Member David Rubenstein.

Also present by invitation of the Committee were Secretary Skorton; Counselor to the Chief Justice Jeffrey P. Minear; Chief of Staff to the Secretary Greg Bettwy; General Counsel Judith Leonard; Deputy Chief of Staff to the Regents Rachel Parker; and Chief of Staff to the Regents Porter Wilkinson.

Mr. McCarter called the meeting to order at approximately 11:30 a.m.

AGENDA REVIEW

Mr. McCarter thanked the Chancellor for hosting the meeting and outlined the agenda for the morning, which consisted primarily of a review of the proposed agenda for the October 24, 2016, meeting of the Board of Regents. Mr. McCarter reminded the Committee about the continued effort to dedicate more time during Board meetings for strategic discussions. For the October meeting, the agenda will be truncated with regard to any Committee reports not necessitating discussion or action, in order to schedule the 2016 Annual Public Forum during the afternoon portion of the meeting.

Regents’ Dinner: On Sunday, October 23, the Regents will host their quarterly dinner at the National Museum of African American History and Culture (“NMAAHC”) to honor the museum’s advisory council. Dr. Shirley Ann Jackson will deliver remarks to thank the council, on behalf of the Board.

Morning Executive Session: On October 24, the Board will begin its meeting with an executive session to discuss and vote on the 2017 Board Leadership Elections. The Governance and Nominating Committee recommended that the Board appoint David M. Rubenstein as Chair, Steve Case as Vice Chair, and Risa Lavizzo-Mourey as the third member of the Executive Committee. Following the leadership discussion and vote, the Regents will receive an update on the Smithsonian Channel Put Option.

Report of the Chair: Following the executive session, Mr. McCarter will deliver the report of the Chair and Executive Committee. During his report, Mr. McCarter will ask the Board to approve two motions: (1) formal recognition and appreciation of former Congressional Regent Steven LaTourette, who passed away in August; and (2) award of the Joseph Henry Medal to the Margaret and Terry Stent Director of the Smithsonian American Art Museum Elizabeth Broun, who is retiring later this fall.

Mr. McCarter will then entertain questions on the actions taken by the Executive Committee, on behalf of the Board since the June Regents' Meeting, including the approval of nine gifts, which required expedited approval to facilitate the timing of specific programs and announcements related to NMAAHC's grand opening, and approval of the fiscal year 2017 Federal and Trust Consolidated Budget.

Approval of the Consent Agenda: Next, Mr. McCarter will move to the approval of the Consent Agenda. The action items listed on the Consent Agenda for the October 24 meeting include the approval of the minutes of the June 13, 2016, Regents' Meeting; the appointment and reappointment of candidates to 13 Smithsonian advisory boards; approval of the amendments to the bylaws of the Smithsonian Environmental Research Center Advisory Board; and the approval of five gifts.

Report of the Secretary: Following the approval of the Consent Agenda, Secretary Skorton will report on the State of the Smithsonian and provide the Board with an update on his strategic priorities.

Questions on Written Committee Reports: In order to create time for the Annual Public Forum, updates from Regent Committees not requiring action or discussion will be provided through written reports. Chairs of the Compensation and Human Resources Committee; Investment Committee; Strategy, Information, and Technology Committee; Smithsonian National Board; and Director of the Office of Government Relations will entertain any questions the Board may have on the information provided in the written reports.

Governance and Nominating Committee Report: Committee Chair Steve Case will then present the report of the Governance and Nominating Committee. The Board will be asked to vote on the proposed amendments to the bylaws of the Cooper Hewitt Board of Trustees, which include provisions related to membership and term-limits. Mr. Case will also update the Board on the status of the search process for two new Regents, and discuss plans for the Regents' second Strategic Meeting, which is scheduled to be held on April 3, 2017

Audit and Review Committee Report: Committee Chair Ambassador Barbara Barrett will deliver the report of the Audit and Review Committee, to include a briefing on the results of the annual financial disclosure and conflict of interest review.

Report of the Facilities Committee: Committee Chair Bob Kogod will then present the Report of the Facilities Committee, and provide a detailed update on the planned renovations for NASM.

Advancement Committee Report: Committee Chair Alan Spoon will present the report of the Advancement Committee, including an update on the status of the Smithsonian's Capital Campaign.

Strategic Projects Update: The Board will then receive updates on the status of the Smithsonian's strategic projects, to include the London project and the future use of the Arts & Industries Building. The Secretary will also introduce Rachel Goslins, the newly hired Director of the Arts & Industries Building.

Executive Session: The Board will then go into a final executive session, during which the Smithsonian's "gatekeepers," including the Inspector General, Secretary, and General Counsel, will have an opportunity to raise issues they consider appropriate for Regent discussion or information.

Working lunch - Strategic Plan Discussion: Following the executive session, the Board will transition into a working lunch. Dr. Jackson will lead a discussion on the development of the Smithsonian's new Strategic Plan and the work done so far by the Strategic Planning Committee. The Board will also vote on a new "Arts Challenge" that will be added to the existing Strategic Plan, until it expires at the end of 2017.

Public Forum: Following the working lunch, the meeting will adjourn and the Regents will gather at the Hirshhorn's Ring Auditorium for the 2016 Annual Public Forum, which will focus on the idea of "Smithsonian: Next." The Regents will discuss what the future holds for the Smithsonian following the successful opening of NMAAHC.

With no other business to consider, the meeting was adjourned at approximately 12:40 p.m., with the Chancellor, Committee Members, and the Secretary convening for an informal lunch discussion.

Respectfully submitted,

John W. McCarter, Jr.
Chair