

MINUTES OF THE NOVEMBER 22, 2011, EXECUTIVE COMMITTEE MEETING

The Executive Committee (“the Committee”) of the Board of Regents of the Smithsonian Institution met on October 18, 2011, beginning at 11:00 a.m. at the Smithsonian Castle in Washington, D.C. In attendance were Executive Committee and Board Chair Patricia Q. Stonesifer, Vice Chair Alan G. Spoon, and Committee member Robert P. Kogod. Also present by invitation of the Committee were Secretary G. Wayne Clough; Counselor to the Chief Justice Jeffrey Minear; Chief of Staff to the Regents John K. Lapiana; and General Counsel Judith Leonard.

Ms. Stonesifer called the meeting to order at 11:00 a.m.

APPROVAL OF THE MINUTES OF THE SEPTEMBER 14 AND OCTOBER 18, 2011, MEETINGS

The Committee approved the draft minutes of the September 14 and October 18, 2011, meetings without comment.

APPOINTMENT OF BOARD MEMBERS TO THE U.K. TRUST

Ms. Stonesifer noted that at the Regents’ September 19, 2011, meeting, the Board approved the establishment of a trust in the United Kingdom to accept donations on behalf of the Smithsonian and to provide some tax benefits for U.K. residents. Under U.K. charity law, however, a trust application cannot be filed unless there is a proposed board of trustees in place. Accordingly, the Committee considered the appointment of two candidates to the trust’s board. Ms. Stonesifer noted that, under routine practice, these nominations would be considered first by the Governance and Nominating Committee and then by the full Board in January 2012. She explained that the Executive Committee was being asked to act now so that the trust application could be filed immediately, rather than in late January after the full Board meeting.

Mr. Spoon expressed the Committee’s sentiment that both candidates were strong and “great additions to the Smithsonian family.” Accordingly, the Committee approved the following motion:

VOTED that the Executive Committee, on behalf of the Board of Regents pursuant to Board Bylaw 3.01, approves the appointment of Eric Daniels and Leslie Scott to the Board of Trustees of the United Kingdom trust established for the benefit of the Smithsonian.

UPDATE ON KEY SENIOR LEVEL SEARCHES

Inspector General. Mr. Lapiana provided a brief update on the status of the Inspector General search, noting that the search committee was impressed by the caliber of the candidates interviewed and has identified three for consideration by Ms. Stonesifer, who, as Board Chair, is

the selecting official. Mr. Lapiana estimated that a decision could be made in early December 2011 with the new inspector General starting service in January 2012. Ms. Stonesifer added that she would seek input on the selection from the Secretary and Audit and Review Committee Chair John McCarter.

Smithsonian Enterprises (SE) President. Secretary Clough explained that the search for SE President Tom Ott's successor was being expedited. Mr. Spoon accepted the Secretary's invitation to participate in the interviews of the final candidates. Ms. Stonesifer encouraged the Secretary to engage other Regents with particular expertise in business and entrepreneurial ventures.

Chief Information Officer. Secretary Clough briefly noted that the Under Secretary for Finance and Administration/CFO Al Horvath was reviewing resumes with the goal of scheduling candidate interviews in December 2012.

REPORT OF THE SECRETARY

Consortia. Secretary Clough stated that the work of the consortia was progressing well. He highlighted a consortia-led conference held in Annapolis, Maryland, on the Smithsonian Institution Global Earth Observatory (SIGEO) that was attended by a number of Federal agencies and other scientific organizations. Secretary Clough also said that consortia-led work with the National Institutes of Health on rapid DNA sequencing and other areas, such as animal disease transmission, is particularly promising. On the American Experience Grand Challenge, he noted that the consortia is working with Assistant Secretary for Education and Outreach Claudine Brown to reach out to minority newspapers to help solicit public input on what it means to be an American.

Smithsonian American Latino Museum. The Secretary reviewed the current status of proposed legislation to establish the Smithsonian American Latino Museum and to designate the Arts and Industries Building as its main facility. He explained that the proposed legislation, which is silent about Federal funding, may be attached to an appropriations bill and passed along with the appropriations. The Committee discussed the need to continue efforts to educate stakeholders on the proposed legislation's ramifications on the Smithsonian, while supporting the establishment of the new museum.

Campus Master Plan. Secretary Clough then reported on the initial steps toward creating a campus master plan. He defined the "campus" as the Arts and Industries Building, the Castle, the Quadrangle, the Enid A. Haupt Garden, the Freer and Sackler Galleries, the Hirshhorn Museum and Sculpture Garden, and the National Museum of African Art. He said the Smithsonian has a "tremendous backlog of information" on some of the buildings—many studies, for example, have been conducted on potential uses for the Arts and Industries Building and the Castle—but not much has been done on a holistic approach to the entire campus.

He said that the initial thinking is focusing on what sorts of facilities are needed to support Smithsonian programming, rather than putting the existing facilities first and asking what programming could be accommodated in those facilities. A workshop was conducted on October 31, 2011, and participants considered both short- (10 years) and long-term views of campus use, including the potential placement of the Smithsonian American Latino Museum in the Arts and Industries Building.

Ms. Stonesifer noted that no decisions have been made regarding the appropriate Regents' oversight mechanism for "such an important question." Members discussed the establishment of a focused ad hoc committee to provide oversight on the development of a campus master plan, as well as the use of existing committee structures to assume this responsibility. Mr. Kogod said that the proposed planning process appeared to consist of three parts: the likely long- and short-term uses of the Arts and Industries Building; the master plan for the other buildings within the campus, particularly the Castle; and the programming for the facilities. These components should influence the eventual framework that will support the Regents' oversight. Mr. Spoon stressed the long-term importance and impact of an effective master plan, articulating how the proposed planning effort builds on (or supplants) the Smithsonian's existing strategic plan.

Ms. Stonesifer said that she and Secretary Clough will discuss the oversight framework with incoming Board Chair France Córdova in the near future, sharing the members' insights.

EXECUTIVE SESSION

The Committee then went into executive session to discuss recent litigation, organizational issues, and the fiscal year 2011 performance appraisals of direct reports to the Board.

The meeting was adjourned at approximately 12:10 p.m.

Respectfully submitted,

Patty Stonesifer
Chair