

MINUTES OF THE APRIL 12, 2021, VIDEOCONFERENCE MEETING OF THE BOARD OF REGENTS

ATTENDANCE

This scheduled meeting of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) was held on Monday, April 12, 2021. Due to the COVID-19 (Coronavirus) pandemic, the Board conducted its scheduled meeting via videoconference. Board and Executive Committee Chair Steve Case welcomed Regents and staff and called the meeting to order at 10:00 a.m. Participating were Regents:

Senator John Boozman
Senator Catherine Cortez Masto
Senator Patrick J. Leahy
Representative Doris Matsui
Representative Adrian Smith
Mr. John Fahey
Mr. Roger W. Ferguson, Jr.

Mr. Michael Govan
Dr. Risa J. Lavizzo-Mourey, Vice Chair
Mr. Michael M. Lynton
Ms. Denise O’Leary
Mr. Franklin D. Raines
Mr. David M. Rubenstein

Ms. Kathryn Hall, Investment Committee Chair
Mr. Dennis Keller, Smithsonian National Board Chair
Mrs. Christine Udvar-Hazy, Advancement Committee Chair

Chancellor John G. Roberts, Jr.; Vice President Kamala D. Harris; and Representative Lucille Roybal-Allard were unable to participate.

Smithsonian and Regent staff present by invitation of the Board were:

Lonnie G. Bunch III, Secretary
Greg Bettwy, Chief of Staff to the Secretary
Victor Castillo, Office of Representative Roybal-Allard
Trevor Dean, Office of Senator Cortez Masto
Monica Didiuk, Office of Representative Smith
Mary Elliott, Museum Curator, National Museum of African American History and Culture¹
Kate Forester, Deputy Chief of Staff to the Regents
Mallory Gianola, Special Assistant to the Regents (recorder)
Kevin Gover, Under Secretary for Museums and Culture
Cathy Helm, Inspector General
Toni-Marie Higgins, Office of Senator Boozman
Janice Lambert, Chief Financial Officer
Judith Leonard, General Counsel

Julissa Marenco, Assistant Secretary for Communications and External Affairs and Chief Marketing Officer
Era Marshall, Director of the Office of Equal Employment and Supplier Diversity
Adam Martin, Chief Digital Officer, National Museum of African American History and Culture¹
Mike McCarthy, Under Secretary for Administration
Kevin McDonald, Office of Senator Leahy
Jeffrey P. Minear, Counselor to the Chief Justice
Ruki Neuhold-Ravikumar, Acting Under Secretary for Education
Meroë Park, Deputy Secretary and Chief Operating Officer
Jill Roberts, Program Manager-Searchable Museum, Digital Operations, National Museum of African American History and Culture¹

¹ Participated in Virtual Smithsonian strategic discussion only

Vernon L. Simms, Director of the Office of
Government Relations

Robert J. Spiller, Assistant Secretary for
Advancement

Ellen Stofan, Under Secretary for Science and
Research

Kyle Victor, Office of Representative Matsui

Porter N. Wilkinson, Chief of Staff to the Regents

Josh Yearsley, Office of Senator Cortez Masto

Kevin Young, Andrew W. Mellon Director of the

National Museum of African American History and
Culture¹

BUSINESS MEETING

REPORT OF THE CHAIR OF THE BOARD AND EXECUTIVE COMMITTEE

Welcome and Regent Transitions

Board and Executive Committee Chair Steve Case began his report by providing an update on newly appointed Congressional Regents. He welcomed Senator Catherine Cortez Masto and Representative Adrian Smith to their first meeting of the Board of Regents. The Regents joined the Chair in welcoming the new Regents. Mr. Case also acknowledged the final Board meeting for outgoing Regent David M. Rubenstein. The Regents expressed their gratitude to Mr. Rubenstein for his twelve years of service as a Regent to the Smithsonian and his willingness to continue to support the Institution through service on Regents' committees.

Smithsonian Staff Transitions

Mr. Case also recognized recent staff transitions. He welcomed Under Secretary for Science and Research Ellen Stofan to her first meeting of the Board. Dr. Stofan assumed her new role on March 14 and will oversee the Smithsonian's collective scientific initiatives and commitment to research across the Institution's science research centers as well as the National Museum of Natural History and the National Zoo. Mr. Case also acknowledged the final Regents' meeting for Mike McCarthy, who will be stepping away from his role as Under Secretary for Administration in May. The Regents expressed their appreciation to Mr. McCarthy for his service, including overseeing the Institution's finances during the pandemic, establishing a COVID-19 response team, and completing the purchase of the Capital Gallery building for the Smithsonian's Consolidated Administrative Headquarters.

Recognition of Former Regent

To conclude his report, Mr. Case presented one action item for the Board's consideration: the recognition of former Regent France A. Córdova as a Regent Emerita. She served on the Board from September 2009 until March 2014 when she was appointed as the 14th director of the National Science Foundation. Pursuant to Board bylaw 2.11, the Regents may confer the title of Regent Emerita on former Regents "who accept responsibilities for continuing activities in the interests of the Smithsonian Institution." Upon motion duly made and seconded, the Board unanimously voted to confer the title of Regent Emerita on the Honorable France A. Córdova.

See attached Actions 2021.04.01 (*Minutes of the Board of Regents, Appendix A*).

APPROVAL OF THE CONSENT AGENDA

Consent Agenda

The Consent Agenda ("Agenda") was presented for the Board's consideration. Action items listed on the April 12, 2021, Agenda included: the approval of minutes from the February 1, 2021, meeting of the Board of Regents; appointments and reappointments to eight Smithsonian Institution Advisory Boards; and gifts and naming recognitions. Upon motion duly made and

seconded, the Board voted to adopt the Agenda, constituting the approval of all action items listed therein.

See attached Actions 2021.04.02 (*Minutes of the Board of Regents, Appendix A*).

QUESTIONS ON WRITTEN COMMITTEE REPORTS

Questions on Written Committee Reports

Next, Mr. Case provided an opportunity for Regent committee chairs and Smithsonian staff to answer questions on the written reports distributed in advance of the meeting by the Advancement Committee, Investment Committee, Office of Government Relations, and Smithsonian National Board.

Written Report of the Advancement Committee

Written Report of the Advancement Committee

The Advancement Committee conducted a meeting on March 2, 2021. During the meeting, the Committee reviewed notable gifts and grants and voted to recommend two gift actions to the Board of Regents. The Committee was briefed on fundraising progress for fiscal year 2021 and received an update on fundraising for the new museums and the next Smithsonian fundraising campaign. As of January 31, 2021, the Smithsonian had raised \$78.55 million towards its \$200 million goal.

Written Report of the Investment Committee

Written Report of the Investment Committee

The Investment Committee met on March 24, 2021. During the meeting, the Committee approved the recommended long-term policy targets and allowable ranges, the revised policy benchmarks, and the 2021 private commitment budgets. The Smithsonian Endowment's one-year return as of December 31, 2020, was 17.5% versus 10.6% for the policy benchmark. Against the Cambridge Associates peer universe of endowments and foundations, the Smithsonian ranks in the top decile for all periods, including trailing one, three, five and ten-year periods.

Written Report of the Office of Government Relations

Written Report of the Office of Government Relations

The Office of Government Relations ("OGR") reported that the Smithsonian submitted its fiscal year 2022 budget request to the Office of Management and Budget ("OMB") on September 9, 2020. The OMB Passback, or summary funding decision for the Smithsonian's request, was received in March 2021. The Smithsonian's budget submission to Congress will follow in early May.

Smithsonian Introduced Legislation

OGR also reported on legislation introduced by the Smithsonian. On February 23, 2021, Senator Patrick Leahy and Senator John Boozman introduced S.J.Res.8, a joint resolution providing for the appointment of Barbara M. Barrett as a citizen Regent of the Board of Regents of the Smithsonian Institution. On February 25, 2021, Representative Doris Matsui and Representative Lucille Roybal-Allard introduced H.J.Res.27, an identical resolution. The Senate bill was referred to the

Committee on Rules and Administration, and the House bill was referred to the Committee on House Administration.

Smithsonian Related Legislation

The Office of Government Relations is tracking seven pieces of legislation related to commemorative Congressional Gold Medals, including H.R.1085, H.R.323, H.R.896, H.R.707, H.R.734/S.181, H.R.674, and S.321/H.R.1012. Each of the bills directs a medal to go to the Smithsonian for display and research.

White House Engagement

The Office of Government Relations worked closely with the White House and the Office of the First Lady's staff to bring objects from the National Museum of American History ("NMAH") to the White House for a temporary display commemorating Women's History Month. The objects highlight women's accomplishments in education, business, sports, the military, and science. This relationship will continue with additional opportunities related to additional Heritage Months and other commemorations.

Congressional Hearings, Briefings, and Engagement

Despite enhanced telework for most Smithsonian and Congressional staff, regular oversight meetings, Congressional briefings, and hearings have continued. Since April 3, 2020, OGR has issued a bi-weekly newsletter to all members of Congress and congressional staff, which provides educational content and resources for teachers, parents, and students including lesson plans, current events, new Smithsonian content, and a host of creative activities. The Office of Government Relations is also working to share digital Learning Labs, a series of educational guides structured to specific state standards that learners of all ages may use to tailor educational content and resources.

Written Report of the Smithsonian National Board

Written Report of the Smithsonian National Board

The Smithsonian National Board ("SNB") held its winter meeting virtually February 4–5, 2021. The meeting theme was "Smithsonian at 175: Serving the Nation," and focused on the work the Institution has done for 175 years in collecting and research activities aimed at helping current and future audiences better understand the current moment in our nation's history. In addition to the business meeting, the meeting of the SNB included working group and committee meetings, a virtual program with the Smithsonian Libraries and Archives, a virtual planetarium experience with educators from the National Air and Space Museum, and two spotlight sessions. The first spotlight session highlighted the efforts of the National Museum of African American History and Culture and the National Museum of American History to collect significant objects related to social justice, COVID-19, and democracy. The second spotlight session focused on the Smithsonian Conservation Biology Institute's Global Health Program and its ongoing study of coronaviruses and emerging infectious diseases that impact humans, animals, and the environment.

REPORT OF THE FACILITIES COMMITTEE

Report of the Facilities Committee

Chair of the Facilities Committee John Fahey gave the Committee's report and presented one action item for the Board's consideration: a proposed five-year lease extension. The Board of Regents was asked to approve the Secretary's request for authority to execute a new five-year lease extension for a portion of the existing leased premises consisting of approximately 58,888 square feet of administrative office, laboratory, and support space for continued occupancy by the Smithsonian Astrophysical Observatory ("SAO") at 100 Discovery Park in Cambridge, MA. The new lease extension would result in a cost avoidance of approximately \$12.0 million over the five-year period, plus an annual savings of approximately \$1.5 million per year. Upon motion duly made and seconded, the Board approved the SAO Cambridge, MA Discovery Park Lease Renewal.

See attached Actions 2021.04.03 (*Minutes of the Board of Regents, Appendix A*).

REPORT OF THE GOVERNANCE AND NOMINATING COMMITTEE

Report of the Governance and Nominating Committee

Representative Doris Matsui delivered the report of the Governance and Nominating Committee and asked the Board of Regents to consider the proposed amendments to the Audit and Review Committee Charter. The proposed Charter amendments reflect current practices and include updates to language that would ensure consistency between the Audit and Review Committee Charter and the Inspector General Act. Upon motion duly made and seconded, the Board voted to approve the proposed amendments to the Audit and Review Committee Charter.

See attached Actions 2021.04.04 (*Minutes of the Board of Regents, Appendix A*).

THE SECRETARY'S VISION, RETROSPECTIVE, AND ACHIEVEMENTS

The Secretary's Vision, Retrospective, and Achievements

Secretary Lonnie Bunch led a strategic discussion focused on his vision for the Smithsonian's future. The Secretary outlined five strategic focus areas that will guide the Institution's work moving forward: (1) be a trusted source that explores what it means to be an American, (2) harness Smithsonian expertise to elevate science in the global discourse, (3) engage with education systems nationwide to build and enrich a national culture of learning, (4) ensure Smithsonian virtual content reaches every home and classroom, and (5) work together to build a nimble and effective Smithsonian. The Secretary also highlighted accomplishments of the past two years, which have created a foundation for future growth, including virtual initiatives, education programming, and efforts to elevate science and the future of the Smithsonian's impact.

STATUS REPORT ON THE SMITHSONIAN’S COVID-19 RESPONSE

Status Report on the Smithsonian’s COVID-19 Response

Secretary Bunch then briefed the Board on the Smithsonian’s ongoing response to the COVID-19 (Coronavirus) pandemic. The update focused on three main priorities: the Institution’s reopening timeline, vaccine deployment, and vaccine education programming.

Reopening Timeline

Secretary Bunch updated the Board on the Smithsonian’s phased reopening. Since April 2020, the Institution’s COVID-19 response and reopening activities have been conducted through the Reopening Task Force, which develops the strategies and logistics for reopening Smithsonian facilities. The Secretary informed the Board that the Reopening Task Force is working to identify public health triggers and societal indicators—while also working within the guidelines set forth by local and national governments—that will allow the Smithsonian to increase internal operations, resume public programs, and reopen museums and the National Zoo in spring 2021.

Vaccine Deployment

Next, the Board received an update on the Smithsonian’s efforts to obtain doses of the COVID-19 vaccine. In coordination with the U.S. Department of Health and Human Services (“HHS”), the Smithsonian will be hosting and supporting a multi-agency vaccination effort for government employees. Secretary Bunch shared that hundreds of government employees in the National Capital Region, including Smithsonian federal and trust staff and embedded contractors will be eligible to receive the vaccine at the National Museum of Natural History. The Secretary also informed the Board that a smaller vaccination effort will be conducted at the Smithsonian Conservation Biology Institute located in Front Royal, Virginia. The Board applauded the Secretary’s efforts to ensure that the Smithsonian community have access to the COVID-19 vaccine.

Vaccine Public Education Programming

To conclude the discussion on COVID-19, the Secretary turned to Under Secretary for Science and Research Ellen Stofan to brief the Board on efforts to launch public education programming related to vaccines. Dr. Stofan previewed the launch of a new nationwide initiative, *Vaccines & US: Cultural Organizations for Community Health*. This Smithsonian-led initiative will bring together museums, libraries, and cultural institutions across the country to support the national effort to provide Americans with accessible, trustworthy information about vaccines. The online hub of free resources related to COVID-19 include: the safety, efficacy, and value of COVID-19 vaccines; advice for starting conversations about vaccination; America’s communities’ and cultures’ response to the pandemic; and the history of pandemics and vaccination in the U.S.

STRATEGIC DISCUSSION ON NEW SMITHSONIAN MUSEUMS

Strategic Discussion on New Smithsonian Museums

The Secretary then led a strategic discussion on the establishment of two new Smithsonian museums: the National Museum of the American Latino (“NMAL”) and the Smithsonian American Women’s History Museum (“SAWHM”). The discussion focused on three priorities: advisory board candidates, site selection,

and creating a virtual presence. The Secretary shared that interim leadership has been selected for both museums. Lisa Sasaki, currently the Director of the Smithsonian Asian Pacific American Center, will serve as the Interim Director of SAWHM. Eduardo Díaz, Director of the Smithsonian Latino Center, will be the Interim Director of NMAL. The legislation dictates that board members are to be appointed by the Board of Regents within 180 days of enactment. The Board is expected to consider approval of the final candidates for each advisory board at its June meeting.

New Museum Site Selection

Next, Under Secretary for Administration Mike McCarthy briefed the Board on the site selection process. The legislation passed by Congress calls for the museum locations to be designated by December 2022. The selection of two museum sites simultaneously will add to the complexity of the process. The Smithsonian will engage staff and consultants that represent both constituencies in the museum planning process with consideration given to those with expertise in museum programming. The Smithsonian expects the site selection process to begin in May 2021.

New Museum Virtual Presence

To conclude the strategic discussion on new museums, Assistant Secretary for Communications and External Affairs and Chief Marketing Officer Julissa Marengo provided an update on the messaging and branding efforts underway for both NMAL and SAWHM. Early messaging will focus on educating audiences about the process of establishing the museums and demonstrating action, including the nomination of advisory board members, site selection, and the creation of a virtual presence for each museum.

STRATEGIC DISCUSSION ON VIRTUAL SMITHSONIAN AND DIGITAL INITIATIVES

Strategic Discussion on Virtual Smithsonian and Digital Initiatives

The Secretary also led a discussion on forming strategic partnerships to leverage the Smithsonian's digital capabilities and help the Institution achieve greater reach, greater relevance, and profound impact through a Virtual Smithsonian. Secretary Bunch explained that by establishing a broad network of partnerships with organizations that have data and insights complementary to the Smithsonian's, the Institution can leverage existing platforms, expertise, and resources to develop future-focused strategies.

NMAAHC: Searchable Museum Project

The Secretary asked Kevin Young, Andrew W. Mellon Director of the National Museum of African American History and Culture ("NMAAHC"), to brief the Regents on one particular case study to support digital transformation, the Searchable Museum project. The Searchable Museum will make the full body of knowledge collected and curated by NMAAHC accessible to a global, online audience. The goal of the project is to create a complementary but unique digital experience that recreates the in-person experience for online audiences, while maintaining the integrity of NMAAHC's exhibitions. The project also will expand the museum's reach beyond the physical walls of the building while capturing centuries of history in a moment to tell stories in a compelling way. The project is

slated to launch in fall 2021, in conjunction with the five-year anniversary of the opening of NMAAHC.

STRATEGIC DISCUSSION ON ONE SMITHSONIAN

Strategic Discussion on One Smithsonian

To conclude the open session, the Secretary updated the Board on pan-institutional efforts that are helping to advance the One Smithsonian strategic priority, including the *Our Shared Future: Reckoning with Our Racial Past* initiative. The initiative will formally launch in May with a social media campaign aimed at creating spaces for informed conversations addressing race and equity. Each phase of the initiative will include dialogue from public input that will inform and shape other phases and future communications. The Secretary informed the Board he will give a broader presentation at the June meeting, which will dive deeper into content, the online platform, engagement, and the Smithsonian's approach in order to demonstrate how this effort could transform the Smithsonian's audience engagement on contemporary, relevant issues.

EXECUTIVE SESSION

Executive Session: Regents and Secretary

The Board moved into an executive session at approximately 12:05 p.m. to receive an update from the Secretary on active personnel searches for various leadership positions at the Smithsonian.

Executive Session: "Gatekeeper" Reports

The Board continued the executive session with an opportunity to hear from each of the Smithsonian's Gatekeepers, including the Secretary, Under Secretary for Administration, General Counsel, and Inspector General.

Executive Session: 2021 Committee Assignments for Newly Appointed Congressional Regents

The Board concluded the April 2021 meeting with a Regents only executive session. Representative Matsui presented one action item for the Board's consideration: the 2021 Regent committee assignments for newly appointed Congressional Regents, Senator Catherine Cortez Masto and Representative Adrian Smith. By tradition, Congressional Regents typically serve on two Regent committees. Upon motion duly made and seconded, the Board voted to approve the proposed committee assignments, and recommended that the Chancellor make the necessary appointments.

See attached Actions 2021.04.05 (*Minutes of the Board of Regents, Appendix A*).

ADJOURNMENT

Adjournment

There being no further business to discuss, the meeting adjourned at approximately 12:21 p.m.

Respectfully submitted,
Lonnie G. Bunch, III
Secretary

APPENDIX A: ACTIONS OF THE APRIL 12, 2021, MEETING OF THE BOARD OF REGENTS

VOTED that the Board of Regents confers the title of Regent Emerita on France A. Córdova with deep gratitude for the outstanding service she provided, and will continue to provide, to the Board of Regents and the Smithsonian Institution. [2021.04.01]

VOTED that the Board of Regents adopts the Consent Agenda, which constitutes the approval of all action items listed therein. [2021.04.02]

VOTED that the Board of Regents approves the minutes of the February 1, 2021, meeting of the Board of Regents.

VOTED that the Board of Regents approves the proposed slate of candidates for appointment or reappointment to eight (8) Smithsonian Institution Advisory Boards.

VOTED that the Board of Regents recognizes the generosity of Verizon Communications, Inc. and accepts the terms of the sponsorship agreement.

VOTED that the Board of Regents creates a quasi-endowment for the benefit of the National Museum of Natural History in support of its mission. Further, the Board authorizes the transfer of the funds identified for this purpose.

VOTED that the Board of Regents approves the Secretary's request to execute a lease amendment for a new five-year lease extension for a portion of the existing leased premises consisting of approximately 58,888 square feet of administrative office, laboratory, and support space for continued occupancy by the Smithsonian Astrophysical Observatory ("SAO") at 100 Discovery Park Cambridge, MA. [2021.04.03]

VOTED that the Board of Regents approves the proposed amendments to the Audit and Review Committee Charter. [2021.04.04]

VOTED that the Board of Regents approves the 2021 proposed committee member assignments for Senator Catherine Cortez Masto and Representative Adrian Smith, and requests that the Chancellor make the necessary appointments. [2021.04.05]