

MINUTES OF THE DECEMBER 11, 2020, MEETING OF THE COMPENSATION AND HUMAN RESOURCES COMMITTEE

The Compensation and Human Resources Committee (“Committee”) of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) held a videoconference meeting on December 11, 2020. Participating were Committee Chair John Fahey and Committee members Steve Case and Michael Govan.

Also present by invitation of the Committee were Associate Director of the Office of Human Resources Angela Ameen; Chief of Staff to the Secretary Greg Bettwy; Associate General Counsel Farleigh Earhart; Deputy Chief of Staff to the Regents Kate Forester; Special Assistant to the Regents Mallory Gianola (recorder); Inspector General Cathy Helm; Chief of Staff to Senator Boozman, Toni-Marie Higgins; General Counsel Judith Leonard; Human Resources Specialist Suleyka Lozins; Director of the Office of Equal Employment and Supplier Diversity Era Marshall; Under Secretary for Administration Mike McCarthy; Deputy Secretary and Chief Operating Officer Meroë Park; and Chief of Staff to the Regents Porter Wilkinson.

CALL TO ORDER AND AGENDA REVIEW

Committee Chair John Fahey called the meeting to order at 11:00 a.m. and reviewed the agenda.

REVIEW OF THE SEPTEMBER 18, 2020, COMMITTEE MEETING MINUTES

Upon motion duly made and seconded, the draft minutes of the September 18, 2020, Committee meeting were approved without modification.

COMMITTEE CHARTER REVIEW

The Committee reviewed its Charter per its mandate to annually review and assess the Charter and evaluate the Committee’s performance with respect to the requirements of the Charter. No modifications to the Charter were proposed.

COMMITTEE DASHBOARD

Under Secretary for Administration Mike McCarthy presented a tracking report of the Committee’s processes and activities to date. At each Committee meeting, Smithsonian management presents this report to assist the Committee in focusing on the responsibilities assigned to it by the full Board, streamline the information being presented, and report on the progress for key substantive and performance metrics. The current report illustrated that all processes and activities under the purview of the Committee, based on the charter mandates, have been successfully completed or are on-track for completion in-line with the annual cycle

once management provides the annual report on sexual harassment and workplace culture to the Committee by year-end.

EXECUTIVE SESSION

The Committee moved into an executive session at approximately 11:10 a.m. to discuss compensation matters.

ADJOURNMENT

With no further business to consider, the meeting was adjourned at approximately 11:57 a.m.

Respectfully submitted,

John Fahey, Chair