

MINUTES OF THE JANUARY 18, 2018, EXECUTIVE COMMITTEE MEETING

The Executive Committee (“Committee”) of the Board of Regents of the Smithsonian Institution (“Smithsonian”) met on January 18, 2018, at the Supreme Court of the United States in Washington, DC. Participating were Chancellor John G. Roberts, Jr.; Vice Chair Steve Case; and Committee member Dr. Risa J. Lavizzo-Mourey. Board and Executive Committee Chair David Rubenstein was unable to attend. In accordance with the Committee Charter, Vice Chair Steve Case acted in Mr. Rubenstein’s stead.

Also present by invitation of the Committee were Secretary David 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 Kate Forester, and Chief of Staff to the Regents Porter Wilkinson.

CALL TO ORDER

Chancellor John G. Roberts, Jr., called the meeting to order at 11:30 a.m.

Vice Chair Steve Case thanked the Chancellor for hosting. He outlined the agenda for the meeting, including a review of the proposed agenda for the January 29, 2018, meeting of the Board of Regents (“Board”), an executive session to discuss 2018 compensation for the Secretary and senior executives, and the approval of two gifts.

OVERVIEW OF THE JANUARY 29, 2018, MEETING OF THE BOARD OF REGENTS

Regents’ Dinner

On Sunday, January 28, 2018, Mr. Rubenstein will host a dinner at the Decatur House. The Board of Regents will be joined by Smithsonian National Board Chair Robert D. MacDonald and Secretary David Skorton.

Regents’ January Meeting

On Monday, January 29, 2018, prior to the start of the business meeting, the John and Adrienne Mars Director of the Smithsonian's National Air and Space Museum General Jack Dailey will lead a tour of the National Air and Space Museum (“NASM”) and discuss areas to be impacted by the revitalization project. The tour will provide context for the discussion of funding for facilities maintenance and capital projects to be held during the Board’s afternoon session.

Executive Session: The first item on the meeting agenda will be an executive session, during which the Compensation and Human Resources Committee Chair John Fahey will present the Committee’s recommendations for the 2018 secretarial and senior executive compensation levels to the Board for review and approval.

Report of the Chair: Following the executive session, Mr. Rubenstein will deliver the report of the Chair and Executive Committee.

Approval of the Consent Agenda: Mr. Rubenstein will then move to the approval of the Consent Agenda. The Consent Agenda will include items not requiring further discussion such as approval of the Board meeting minutes, appointments and reappointments of candidates to advisory boards, and gifts and naming recognitions.

Written Reports: Mr. Rubenstein will provide an opportunity for questions on the written reports submitted by the Advancement Committee; Audit and Review Committee; Investment Committee; Strategy, Innovation, and Technology Committee; Smithsonian National Board; and Office of Government Relations. In order to maximize time for substantive discussion, committees are asked to provide written reports in lieu of oral reports for those topics not requiring action or significant discussion.

Governance and Nominating Report: Committee Chair Ambassador Barbara Barrett will deliver the report of the Governance and Nominating Committee. The Board will be asked to approve the proposed committee chairmanships and memberships for 2018 and review the results of the Regents' annual self-assessment.

Finance Committee: Committee Chair John Fahey will present the report of the Finance Committee. The Board will be asked to approve the fiscal year 2019 federal budget submission to Congress.

Advancement Committee: Committee Chair Alan Spoon will deliver the report of the Advancement Committee and update the Board on the preliminary results of the Smithsonian's first national fundraising campaign.

Report of the Secretary: Following the Advancement Committee report, Secretary Skorton will update the Board on strategic initiatives including upcoming exhibits, the Smithsonian's presence at the World Economic Forum, Congressional meetings, and capital funding.

Luncheon Program – Discussion with Smithsonian Education Leaders: As part of an effort to increase interaction among the Regents and Smithsonian unit directors, Mr. Rubenstein will lead a discussion with Smithsonian education leaders. Panelists in this conversation will include Amy Homma, Director of Digital Learning at the Hirshhorn Museum and Sculpture Garden; Mark Kronmann, Associate Director for Education and Public Engagement at the National Air and Space Museum; Carol O'Donnell, Director of the Smithsonian Science Education Center; and Carol Wilson, Lunder Education Chair at the Smithsonian American Art Museum.

Strategic Plan Implementation: Following the luncheon program, Under Secretary for Finance & Administration/Chief Financial Officer Al Horvath will present the full implementation plan for the strategic plan for 2017 – 2022.

Review of Capital Facilities Projects: Secretary Skorton will join Mr. Horvath to lead a discussion on the status of Smithsonian facilities, the growing maintenance challenges, and the ongoing efforts to increase funding for capital renewal, particularly for the revitalization projects at the National Air and Space Museum.

Smithsonian Special Events Policy: The Secretary will lead a discussion regarding updates to the Smithsonian’s special events policy, which currently provides for treating certain outside events as “co-sponsored” donor celebrations.

Executive Session: The meeting will conclude with an executive session for the “gatekeepers,” during which the General Counsel, Chief Financial Officer, Inspector General, and Secretary will have an opportunity to raise issues they consider appropriate for Regent discussion or information.

EXECUTIVE SESSION

The Committee moved into an executive session at approximately 12:15 p.m. to discuss the 2017 secretarial performance review and the 2018 compensation for the Secretary and senior executive positions. The Committee moved out of executive session and the Chancellor departed at approximately 12:30 p.m.

APPROVAL OF THE NOVEMBER 8, 2017, AND DECEMBER 14, 2017, COMMITTEE MEETINGS

Upon motion duly made and seconded, the draft minutes of the November 8, 2017, and December 14, 2017, Executive Committee meetings were approved without modification.

REVIEW OF GIFTS

Mr. Case presented two gifts requiring approval by the Executive Committee. He noted that all of the gift actions conform to Smithsonian gift policies. Upon motion duly made and seconded, the following actions were approved:

VOTED that the Executive Committee, on behalf of the full Board of Regents pursuant to bylaw 3.01, recognizes the generosity of William Barron Hilton to the National Air and Space Museum and extends the naming of the Barron Hilton Pioneers of Flight gallery for an additional 13 years, through 2045.

VOTED that the Executive Committee, on behalf of the full Board of Regents pursuant to Board Bylaw 3.01, recognizes the generosity of members of the National Air and Space Museum Board to the National Air and Space Museum and names the Gen. J. R. “Jack” Dailey Director’s Conference Room, for a period of 20 years or until the next renovation, whichever occurs later.

ADJOURNMENT

With no other business to consider, the meeting was adjourned at approximately 12:45 p.m.

Respectfully submitted,

Steve Case, Vice Chair