

MINUTES OF THE MAY 31, 2017, EXECUTIVE COMMITTEE

The Executive Committee (“Committee”) of the Board of Regents of the Smithsonian Institution (“Smithsonian”) met on May 31, 2017, at the Supreme Court of the United States (“Court”) in Washington, D.C. Participating were Chancellor John G. Roberts, Jr.; Board and Executive Committee Chair David Rubenstein; Vice Chair Steve Case; and Committee Member Dr. Risa Lavizzo-Mourey.

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; and Chief of Staff to the Regents Porter Wilkinson.

CALL TO ORDER

Board and Executive Committee Chair David Rubenstein called the meeting to order at approximately 11:30 a.m.

Mr. Rubenstein thanked the Chancellor for hosting the meeting and outlined the agenda for the morning, which consisted primarily of an overview of the June 12, 2017, meeting of the Board of Regents (“Board”).

OVERVIEW OF THE JUNE 12, 2017, MEETING OF THE BOARD OF REGENTS

Regents’ Quarterly Dinner

On Sunday, June 11, Mr. Rubenstein will host the Board’s quarterly dinner at the historic Decatur House in Washington, DC. The dinner will be attended by current Regents and the Secretary as part of an effort to strengthen communication and relationships.

Directors’ Dinner

On Tuesday, June 13, Mr. Rubenstein will host a second dinner in appreciation of the Smithsonian’s museum, education and research center directors on at the Anderson House in Washington, DC. The dinner program will feature a conversation between Mr. Rubenstein and Director Emerita of the Smithsonian Museum of African Art Johnetta Cole.

Regents’ June Meeting

On Monday, June 12, the Board will convene in the Council Room at the National Museum of African American History & Culture (“NMAAHC”) for its June business meeting. Prior to the start of the business meeting, all Regents and staff are invited to participate in a tour of the museum’s newest exhibition *More than a Picture*, hosted by NMAAHC Founding Director Lonnie G. Bunch.

Report of the Chair: The meeting will begin in open session and Mr. Rubenstein will deliver the report of the Chair and Executive Committee. During his report, Mr. Rubenstein will ask the Board to approve two acts of recognition, which will remain confidential until announced.

Consent Agenda: Next, Mr. Rubenstein will move to the approval of the Consent Agenda. The action items listed on the Consent Agenda for the June 12 meeting include the minutes from the April 3, 2017, strategic meeting and the appointment and reappointment of candidates to 10 Smithsonian advisory boards.

Questions on Written Committee Reports Not Requiring Action or Discussion: Following approval of the Consent Agenda, Chairs of the Advancement Committee; Compensation and Human Resources Committee; Facilities Committee; Investment Committee; Strategy, Innovation, and Technology Committee; Smithsonian National Board; and the Acting Director for the Office of Government Relations will entertain questions from Regents on the information provided in their written reports.

Governance and Nominating Committee Report: Committee Chair Ambassador Barbara Barrett will then present the report of the Governance and Nominating Committee and will ask the Board to vote on the 2017 Committee assignments for newly appointed Regents Roger W. Ferguson, Jr., and Michael Govan.

Finance Committee Report: Next, Committee Chair John Fahey will present the report of the Finance Committee and ask the Board to consider three motions: (1) the fiscal year 2018 budget request to Congress, (2) the 2018 Endowment payout, and (3) the defeasance of the Series 2010 Bonds.

Secretary's Report: Secretary Skorton will then deliver his report on the State of the Smithsonian and provide the Board with an update on his strategic priorities, including the Smithsonian's first Earth Optimism Summit, the Secretary's new "Second Opinion" website, and follow-up from the Regents' April 3, 2017, strategic meeting. The Secretary will also brief the Board on upcoming exhibitions at the Hirshhorn Museum and Sculpture Garden and at the National Museum of American History, both scheduled to open in June. Finally, the Secretary will report on the recommendations found in two reviews recently conducted by external consultants on behalf of the Smithsonian: (1) Grenzebach, Glier, and Associates regarding the mid-campaign review of the Smithsonian's National Campaign; and (2) Hill+Knowlton Strategies on the Smithsonian's Office of Communications and External Affairs.

Update on Strategic Projects: The Board will then hear an update on the Smithsonian's strategic projects, to include (1) interim programming for the Arts & Industries Building from Director Rachel Goslins, and (2) the proposed collaboration with the Victoria and Albert Museum ("V&A") in East London from Under Secretary for Finance & Administration/Chief Financial Officer Albert Horvath.

Luncheon Program – Discussions with Smithsonian Science Directors: At the June 12 meeting, the Board will institute a new luncheon program to be featured at quarterly meetings, during which one group of programmatic directors will be invited to join the Regents for lunch and conversation on a topic of mutual interest. At the June meeting, the Regents will host the inaugural conversation with the Smithsonian's science directors.

Strategic Question on Smithsonian Science: Following lunch, the Secretary will lead a discussion on a question posed to the Board for consideration in advance, regarding the Smithsonian’s role in the world of science.

Strategic Plan Implementation: Next, Mr. Horvath will review the proposed framework for implementing the Smithsonian’s new strategic plan.

Budget Review: Mr. Horvath will then review the Smithsonian’s budget, including funding priorities and limitations.

Executive Session: The Board will end the day with an 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.

RECOGNITIONS

The Committee then discussed and voted to recommend that the Board recognize two individuals for their dedication and exceptional service to the Smithsonian. Upon motion duly made and seconded, the Committee approved two motions for recommendation to the Board of Regents. At the request of the Committee, both motions are being treated as confidential until publicly announced.

APPROVAL OF PROPOSED LEASE AGREEMENT

Lastly, the Committee discussed a proposed five-year lease agreement for administrative office space in support of the National Air and Space Museum (“NASM”) revitalization project. Due to the time-sensitive nature of the proposed agreement, the Facilities Committee reviewed and voted on May 31, 2017, via email ballot to recommend that the Executive Committee approve the proposed lease space on behalf of the full Board pursuant to Board bylaw 3.01. The proposed swing space is part of the previously approved NASM Revitalization Master Plan and project budget, and as such rent and associated costs will be paid out of capital funds as a component of the Revitalization Project. The space in question was located during a protracted and competitive Request for Proposals (“RFP”) process and is highly recommended due to its proximity to NASM, competitive rental rate, and current availability, among other factors.

Upon motion duly made and seconded, the following motion was approved:

VOTED that the Executive Committee, on behalf of the full Board of Regents pursuant to Board Bylaw 3.01, approves the proposed lease agreement for administrative office space in support of the National Air and Space Museum (“NASM”) revitalization project.

The Committee will brief the full Board on the approved action at the June 2017 meeting.

ADJOURNMENT

With no other business to discuss, the meeting adjourned at approximately 12:43 p.m.

Respectfully submitted,

David Rubenstein, Chair