

MINUTES OF THE MAY 3, 2021, GOVERNANCE AND NOMINATING COMMITTEE MEETING

The Governance and Nominating Committee (“Committee”) of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) conducted a videoconference meeting on May 3, 2021. Participating were Committee Chair Representative Doris Matsui and Committee members Michael Lynton and Denise M. O’Leary.

Also present by invitation of the Committee were Secretary Lonnie Bunch, Chief of Staff to the Secretary Greg Bettwy, Chief of Staff to Representative Smith Monica Didiuk, Deputy Chief of Staff to the Regents Kate Forester, Special Assistant to the Regents Mallory Gianola (recorder), Inspector General Cathy Helm, General Counsel Judith Leonard, Senior Adviser to Senator Leahy Kevin McDonald, and Chief of Staff to the Regents Porter Wilkinson.

CALL TO ORDER

Committee Chair Representative Doris Matsui called the meeting to order at 2:02 p.m. and reviewed the agenda.

REVIEW OF THE MARCH 1, 2021, COMMITTEE MEETING MINUTES

Upon motion duly made and seconded, the draft minutes of the March 1, 2021, Committee meeting were approved without modification.

ADVISORY BOARD APPOINTMENTS AND REAPPOINTMENTS

The Committee reviewed the proposed slate of candidates for appointment or reappointment to 10 Smithsonian advisory boards. Congresswoman Matsui informed the Committee that the appointment of Michael Stubblefield and the reappointment of Leslie Garfield to the Board of Trustees of the Archives of American Art included in the slate of candidates would be presented to the Executive Committee for approval on behalf of the Board of Regents, pursuant to Board Bylaw 3.01, due to the proposed appointment date occurring before the next meeting of the Board. It was noted that each candidate presented has the support of the respective unit advisory board, the unit director, the relevant Under Secretary, the Assistant Secretary for Advancement, and the Secretary.

Upon motion duly made and seconded, the following action was approved for recommendation to the Board of Regents:

VOTED that the Governance and Nominating Committee recommends approval by the Board of Regents of the proposed slate of candidates for appointment or reappointment to ten (10) Smithsonian Institution Advisory Boards.

The Committee also was asked to consider the reappointment of Michael Tuteur as Chair and Jim Erbs as Vice-Chair of the Advisory Board of the Smithsonian Astrophysical Observatory (“SAO”). These reappointments were proposed to ensure a continuity of board leadership during the transition of the Director of the Harvard-Smithsonian Center for Astrophysics and Under Secretary for Science and Research. Congresswoman Matsui noted that the fourth one-year term of leadership service would exceed the officer term limitation, but it would not exceed the maximum service for board members as established by the Advisory Board Bylaws of the Smithsonian Astrophysical Observatory.

Upon motion duly made and seconded, the following action was approved for recommendation to the Board of Regents:

VOTED that the Governance and Nominating Committee recommends approval by the Board of Regents of the reappointment of Michael Tuteur as Chair and Jim Erbs as Vice-Chair of the Smithsonian Astrophysical Observatory Advisory Board for an exceptional one-year extension of leadership service, effective September 1, 2021.

REPORT OF THE SECRETARY

Secretary Bunch delivered the report of the Secretary and updated the Committee on the Institution’s reopening status. The Smithsonian will reopen eight facilities to the public in May, starting with the National Air and Space Museum’s Steven F. Udvar-Hazy Center in Chantilly, Virginia, on May 5. Additional museums and the National Zoo will open May 14 and May 21. The Secretary informed the Committee that to protect the health of visitors and staff, all locations will reopen with free timed-entry passes and added health and safety measures based on guidance from the Centers for Disease Control and Prevention. The Secretary also shared that all other Smithsonian museums would continue to remain temporarily closed to the public at this time.

EXECUTIVE SESSION

The Committee entered an executive session at approximately 2:12 p.m. to discuss the proposed initial appointments to the Board of Trustees for the National Museum of the American Latino and the Council for the Smithsonian American Women’s History Museum.

EXECUTIVE SESSION: APPOINTMENTS TO NATIONAL MUSEUM OF THE AMERICAN LATINO

The National Museum of the American Latino (“NMAL”) Board of Trustees was established by Congress in the museum’s founding legislation, which was signed into law by the President on December 27, 2020. By statute, the founding 19-member Board of Trustees will include the Secretary of the Smithsonian; the Smithsonian’s Under Secretary of Museums and Culture; the chair of the Smithsonian National Latino Board; one member of the Smithsonian’s Board of Regents, appointed by the Board of Regents; two members of Congress from each political party, designated by the Congressional Hispanic Caucus and the Congressional Hispanic

Conference; and 13 individuals appointed by the Board of Regents. The Board of Regents is required to make initial appointments to the Board of Trustees not later than 180 days after the date of enactment.

The Committee reviewed the proposed slate of candidates for initial appointment to the NMAL Board of Trustees. Congresswoman Matsui noted that founding members of the Board of Trustees will serve staggered terms of one, two, and three years.

Upon motions duly made and seconded, the following motions were approved for recommendation to the Board:

VOTED that the Board of Regents appoints J. Mario Molina and Henry R. Muñoz III to the Board of Trustees of the National Museum of the American Latino for three-year terms each, effective immediately.

VOTED that the Board of Regents appoints José Luis Prado to the Board of Trustees of the National Museum of the American Latino for a two-year term, effective immediately.

EXECUTIVE SESSION: APPOINTMENTS TO SMITHSONIAN AMERICAN WOMEN'S HISTORY MUSEUM

The Committee was also asked to consider appointments to the Smithsonian American Women's History Museum Advisory Council. The Smithsonian American Women's History Museum ("SAWHM") Advisory Council was established by Congress in the museum's founding legislation, which was also signed into law by the President on December 27, 2020. By statute, the founding 25-member Council will include one member appointed by the majority leader of the Senate; one member appointed by the minority leader of the Senate; one member appointed by the Speaker of the House of Representatives; one member appointed by the minority leader of the House of Representatives; the Secretary of the Smithsonian; one member of the Smithsonian's Board of Regents, appointed by the Board of Regents; and 19 individuals appointed by the Board of Regents. The Board of Regents is required to make initial appointments to the Advisory Council not later than 180 days after the date of enactment.

The Committee reviewed the proposed slate of candidates for initial appointment to the SAWHM Council. Congresswoman Matsui noted that similar to NMAL, founding members of the Council will serve staggered terms of one, two, and three years

Upon motion duly made and seconded, the following motion was approved for recommendation to the Board:

VOTED that the Board of Regents appoints Jane Abraham and Jean Case to the Advisory Council of the Smithsonian American Women's History Museum for three-year terms each, effective immediately.

ADJOURNMENT

There being no further business to consider, the meeting adjourned at approximately 2:39 p.m.

Respectfully submitted,

Representative Doris Matsui, Chair

EMAIL BALLOT

The Committee voted to approve the following motion via email ballot completed on March 31, 2021.

VOTED that the Governance and Nominating Committee recommends that the Board of Regents approves the 2021 proposed committee member assignments for Senator Catherine Cortez Masto and requests that the Chancellor make the necessary appointments.