

MINUTES OF THE MAY 6, 2019, GOVERNANCE AND NOMINATING COMMITTEE MEETING

The Governance and Nominating Committee (“Committee”) of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) conducted a meeting on May 6, 2019. Participating were Committee Chair Ambassador Barbara M. Barrett* and Committee members Senator Patrick Leahy,* Representative John Shimkus,* John Fahey, and Michael Lynton.*

Also present by invitation of the Committee were Chief of Staff to the Secretary Greg Bettwy; Deputy Chief of Staff to the Regents Kate Forester; Special Assistant to the Regents Mallory Gianola (recorder); General Counsel Judith Leonard; Senior Adviser to Senator Leahy, Kevin McDonald;* and Chief of Staff to the Regents Porter Wilkinson.* Russell Reynolds Associates consultants Kimberly Archer,* Katherine Armstrong,* and Justus O’Brien* also participated in the discussion on the search for a new Regent.

CALL TO ORDER

Committee Chair Ambassador Barbara M. Barrett called the meeting to order at 12:00 p.m. and reviewed the agenda.

REVIEW OF THE FEBRUARY 22, 2019, COMMITTEE MEETING MINUTES

Upon motion duly made and seconded, the draft minutes of the February 22, 2019, Committee meeting were approved without modification.

ADVISORY BOARD APPOINTMENTS AND REAPPOINTMENTS

The proposed slate of candidates to 12 Smithsonian advisory boards was reviewed. Ambassador Barrett noted that for each respective advisory board, the unit director, the Provost, the Assistant Secretary for Advancement, and the Secretary support the proposed appointment or reappointment of each candidate.

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

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 12 Smithsonian Institution Advisory Boards.

EXECUTIVE SESSION: CITIZEN REGENT SEARCH

The Committee entered an executive session at approximately 12:06 p.m. to discuss the search for a new Regent and receive updates from executive search firm Russell Reynolds Associates (“RRA”). The Committee has been working with RRA to identify potential candidates to replace Regent John McCarter when his term expires in March 2020.

ADJOURNMENT

There being no further business to consider, the meeting adjourned at approximately 1:25 p.m.

Respectfully submitted,

Ambassador Barbara M. Barrett, Chair