

MINUTES OF THE JUNE 7, 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 June 7, 2021. Participating were Committee Chair Representative Doris Matsui and Committee members Representative Adrian Smith and Denise M. O’Leary.

Also present by invitation of the Committee were Secretary Lonnie Bunch, Chief of Staff to the Secretary Greg Bettwy, Counsel to the Inspector General Epin Hu Christensen, 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 2:03 p.m. and reviewed the agenda.

EXECUTIVE SESSION

The Committee entered immediately into an executive session at approximately 2:04 p.m. to discuss the Auditor Independence Rules as they relate to Smithsonian advisory boards and to review and vote on 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 founding legislation concerning the National Museum of the American Latino (“NMAL”) specifies that the Board of Trustees shall be composed of 19 voting members and shall include one member of the Board of Regents and 13 individuals who shall be appointed by the Board of Regents. Representative Matsui reminded the Committee that the legislation dictates that board members are to be appointed by the Board of Regents within 180 days of enactment, and that appointments approved by the Committee would be presented to the Board of Regents at its meeting on June 14, 2021. 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 motion duly made and seconded, the Governance and Nominating Committee approved the following motions for recommendation to the Board of Regents:

VOTED that the Board of Regents appoints Emilio Estefan and Eva Longoria 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 Alberto Ibargüen and Rick Gomez to the Board of Trustees of the National Museum of the American Latino for two-year terms each, effective immediately.

VOTED that the Board of Regents appoints José Andres, José E. Feliciano, Alfredo Rivera, and Sofía Vergara to the Board of Trustees of the National Museum of the American Latino for one-year terms each, effective immediately.

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

The founding legislation concerning the Smithsonian American Women's History Museum ("SAWHM") specifies that the Advisory Council shall be composed of 25 voting members and shall include one member of the Board of Regents and 19 individuals who shall be appointed by the Board of Regents. Representative Matsui pointed out that similar to the NMAL Board of Trustees, the legislation dictates that board members are to be appointed by the Board of Regents within 180 days of enactment, and that appointments approved by the Committee would be presented to the Board of Regents at its June meeting. The Committee reviewed the proposed slate of candidates for initial appointment to the SAWHM Advisory Council. Congresswoman Matsui noted that founding members of the Advisory Council will serve staggered terms of one, two, and three years.

Upon motion duly made and seconded, the Governance and Nominating Committee approved the following motions for recommendation to the Board of Regents:

VOTED that the Board of Regents appoints Penny Pritzker and Vivian Riefberg to the Smithsonian American Women's History Museum Council for three-year terms each, effective immediately.

VOTED that the Board of Regents appoints Catherine Allgor, Mary Boies, Melissa Fetter, Singleton McCallister, and Abbe Raven to the Smithsonian American Women's History Museum Council for two-year terms each, effective immediately.

VOTED that the Board of Regents appoints Tory Burch and Cara Sylvester to the Smithsonian American Women's History Museum Council for one-year terms each, effective immediately.

EXECUTIVE SESSION: REGENT REPRESENTATION ON NEW MUSEUM BOARDS

The Committee also discussed Regent representation on the new museum advisory boards. The founding legislation for both new museums specifies that a member of the Board of Regents be appointed to the Smithsonian American Women's History Museum Advisory Council and the National Museum of the American Latino Board of Trustees.

Upon motion duly made and seconded, the Governance and Nominating Committee approved the following motion for recommendation to the Board of Regents:

VOTED that the Board of Regents appoints Franklin D. Raines to the Board of Trustees of the National Museum of the American Latino as the Regent Representative, effective immediately.

ADJOURNMENT

There being no further business to consider, the meeting adjourned at approximately 2:44 p.m.

Respectfully submitted,

Representative Doris Matsui, Chair