

MINUTES OF THE JANUARY 20, 2022, EXECUTIVE COMMITTEE MEETING

The Executive Committee (“Committee”) of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) conducted a videoconference meeting on January 20, 2022. Participating were Chancellor John G. Roberts, Jr.; Board and Executive Committee Chair Steve Case; Vice Chair Dr. Risa J. Lavizzo-Mourey; and Committee member John Fahey.

Also present by invitation of the Committee were Secretary Lonnie Bunch, Counselor to the Chief Justice Jeffrey P. Minear, Chief of Staff to the Secretary Greg Bettwy, Deputy Chief of Staff to the Regents Kate Forester, General Counsel Judith Leonard, Deputy Secretary and Chief Operating Officer Meroë Park, 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.

Board and Executive Committee Chair Steve Case reviewed the agenda, which consisted primarily of an overview of the January 31, 2022, meeting of the Board of Regents.

MINUTES OF THE EXECUTIVE COMMITTEE

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

APPROVAL OF SPACE NAMING AT THE NATIONAL MUSEUM OF AFRICAN AMERICAN HISTORY AND CULTURE

The Committee reviewed one naming opportunity at the National Museum of African American History and Culture. Mr. Case noted that typically naming opportunities are presented to the Advancement Committee, however, this naming opportunity is not donor-related, and therefore the Executive Committee is being asked to recommend approval to the Board. He also noted that the proposed space naming adheres to Smithsonian directives and policies.

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

VOTED that the Board of Regents approves the naming of a space at the National Museum of African American History and Culture. Details will remain confidential until publicly announced.

OVERVIEW OF THE JANUARY 31, 2022, MEETING OF THE BOARD OF REGENTS

Regents’ Business Meeting

Report of the Chair and Executive Committee: Steve Case will deliver the report of the Chair and Executive Committee. He will lead one vote on naming recognition at the National Museum of African

American History and Culture. Mr. Case will then update the Board on the Regents' 2021 annual public forum, which was held virtually on December 7, 2021. He also will review actions approved by the Executive Committee on behalf of the Board of Regents pursuant to Board Bylaw 3.01.

Update on the Future of Work at the Smithsonian: Next, the Secretary will update the Board on the future of work at the Smithsonian. The update will focus on the Smithsonian's ongoing response to COVID-19, including the vaccination mandate, staffing resources, modified opening and operating schedules, and the Smithsonian's telework policy implementation.

Approval of the Consent Agenda: The Regents will be asked to approve the Consent Agenda ("Agenda"). Action items on the Agenda will include approval of the October Board meeting minutes, a proposed amendment to the Investment Committee Charter, appointments and reappointments to Smithsonian advisory boards, and gifts and naming recognitions.

Questions on Written Committee Reports: The Regents will then have an opportunity to ask questions regarding the written reports submitted by the Advancement Committee; Audit and Review Committee; Compensation and Human Resources Committee; Facilities Committee; Governance and Nominating Committee; Strategy, Innovation, and Technology Committee; Smithsonian National Board; and Office of Government Relations.

Report of the Finance Committee: Committee Chair Roger Ferguson will present the report of the Finance Committee. He will update the Board on the fiscal year 2023 federal budget request to Congress. The Board will be asked to consider a motion to approve the budget request, if the "Passback" process with the Office of Management and Budget is complete.

Strategic Report of the Secretary: Next, Secretary Bunch will deliver the Strategic Report of the Secretary and update the Board on the state of the Smithsonian. The Secretary will discuss ongoing efforts to build a nimble and effective Smithsonian and advancing the concept of a Virtual Smithsonian. The update also will include a discussion on the Smithsonian's Climate Change Action Plan, including protecting Smithsonian facilities and collections against the impacts of climate change.

Strategic Discussion on New Smithsonian Museums: To conclude the open session of the meeting, the Secretary will lead a strategic discussion on the two new museums: National Museum of the American Latino and Smithsonian American Women's History Museum. The Board will be asked to vote on the proposed amendments and underlying bylaws of the Smithsonian American Women's History Museum Advisory Council. Additionally, the Board will be updated on fundraising strategies and site selection for each museum.

Executive Session with the Secretary: The Board will then move into an executive session with the Secretary to receive an update on the progress of personnel searches for various leadership positions at the Smithsonian. The Board of Regents will also be briefed on issues related to workplace culture at the Smithsonian. The Board will then consider for approval the fiscal year 2022 compensation recommendations for senior executives.

Executive Session: The Board will continue its deliberations in a Regents-only executive session, during which the Board is expected to review and approve the fiscal year 2022 compensation recommendation for the Secretary. The Board also will be asked to vote on the proposed committee chairmanships and memberships for the 2022 Regent Committees, review the results of the 2021 self-assessment, and discuss the governance report.

Gatekeepers' Session: The Board will conclude the January meeting with its regular session to hear from the "gatekeepers" of the Institution.

EXECUTIVE SESSION

The Committee moved into an executive session at approximately 12:15 p.m. to discuss a personnel matter and the 2022 compensation recommendation for the Secretary.

ADJOURNMENT

With no other business to consider the meeting was adjourned at approximately 12:31 p.m.

Respectfully submitted,

Steve Case, Chair