

## MINUTES OF THE MAY 31, 2023, EXECUTIVE COMMITTEE MEETING

The Executive Committee (“Committee”) of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) conducted a meeting on May 31, 2023. Participating were Board and Executive Committee Chair Risa J. Lavizzo-Mourey; Vice Chair John Fahey; and Committee member Barbara M. Barrett.

Also present by invitation of the Committee were Secretary Lonnie Bunch; Counselor to the Chief Justice Robert M. Dow, Jr.; Chief of Staff to the Secretary Greg Bettwy; Acting General Counsel Farleigh Earhart; Deputy Chief of Staff to the Regents Kate Forester; Deputy Secretary and Chief Operating Officer Meroë Park; and Chief of Staff to the Regents Porter Wilkinson.

### CALL TO ORDER

Board and Executive Committee Chair Risa J. Lavizzo-Mourey called the meeting to order at 11:30 a.m. and reviewed the agenda, which consisted primarily of an overview of the June 12, 2023, 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 May 22, 2023, meeting.

### OVERVIEW OF THE JUNE 12, 2023, MEETING OF THE BOARD OF REGENTS

#### **Regents’ Dinner**

On Sunday, the Board of Regents and the Secretary will convene for a dinner at the National Museum of Asian Art, which is celebrating its centennial with a year-long series of events and programs. Prior to the dinner, Regents will have the opportunity to view the James McNeill Whistler’s famed Peacock Room and the *A Perfect Harmony* exhibition at the Freer Gallery of Art.

#### **Regents’ Morning Tour**

On Monday, June 12, prior to the start of the business meeting, the Regents will tour *Afrofuturism: A History of Black Futures* at the National Museum of African American History and Culture. The Regents will have an opportunity to explore the 4,300-square-foot temporary exhibition, which covers more than a century of Afrofuturism’s rich history of expression and investigates its impact and broad influence on American culture.

#### **Regents’ Morning Business Meeting**

**Report of the Chair and Executive Committee:** Dr. Lavizzo-Mourey will deliver the report of the Chair and Executive Committee. She will review actions approved by the Executive Committee on behalf of the Board of Regents pursuant to Board Bylaw 3.01.

***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 April Board meeting minutes, 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; Investment Committee; Strategy, Innovation, and Technology Committee; Smithsonian National Board; and Office of Government Relations.

***Report of the Finance Committee:*** Committee Chair Frank Raines will present the report of the Finance Committee. The Board will be asked to review and approve the proposed fiscal year 2024 payout distributions from the Smithsonian Endowment, the creation of a quasi-endowment fund, and the fiscal year 2025 federal budget priorities to begin building the 2025 budget.

***Report of the Compensation and Human Resources Committee:*** Committee Chair Michael Govan will present the report of the Compensation and Human Resources Committee. The Board will be asked to consider the compensation approach for one existing position, specifically management’s request to move the General Counsel position that is currently designated as augmented to a market-based position.

***Report of the Governance and Nominating Committee:*** Committee Chair Roger Ferguson will present the report of the Governance and Nominating Committee. He will lead a discussion on advisory board terms for the new museums. The Board also will be asked to consider the recognition of a former Regent, the dissolution of the Advisory Board of the Smithsonian Latino Center, and two nominations to the Order of James Smithson.

***Luncheon Program – Design Process for New Smithsonian Museums:*** During lunch, three Smithsonian leaders will join the Secretary to outline the design process for the National Museum of the American Latino and the Smithsonian American Women’s History Museum once sites have been determined for each new museum.

#### **Regents’ Afternoon Business Meeting**

***Strategic Report of the Secretary:*** To begin the afternoon session, Secretary Bunch will deliver the Strategic Report of the Secretary and update the Board on the state of the Smithsonian. The Secretary will provide updates on first steps toward Smithsonian-wide use of a customer relationship management system, recent Smithsonian media coverage, and updates at Smithsonian Enterprises.

***Strategic Discussion: Congressional Relations:*** To conclude the afternoon open session of the meeting, the Secretary and his leadership team will lead a discussion on the Smithsonian’s ongoing efforts to strengthen its relationship with Congress, including the Institution’s priorities for enhancing Congressional engagement through events and programming. The Board also will discuss site selection for the new museums.

***Executive Session on Smithsonian Endowment – Investment Strategy:*** The Board will then move into an executive session with the Secretary and invited staff for an update on the Smithsonian Endowment.

***Executive Session with the Secretary:*** The Board will continue the executive session with the Secretary to receive an update on personnel matters and searches for various leadership positions at the Smithsonian.

***Regents-Only Executive Session:*** The Board will then move into a Regents-only Executive Session to discuss the candidate vetting process for Citizen Regents and the Executive Committee membership process.

***Gatekeepers’ Session:*** The Board will conclude the June meeting with its regular session to hear from the “gatekeepers” of the Institution.

## EXECUTIVE SESSION

The Committee moved into an executive session at approximately 12:29 p.m. to discuss confidential business matters.

## ADJOURNMENT

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

Respectfully submitted,

Risa J. Lavizzo-Mourey, Chair

## EMAIL BALLOT

The Executive Committee voted to approve the following motion on behalf of the Board of Regents, according to Board Bylaw 3.01, because the Board was not in session. The motion required approval by the Executive Committee, prior to the Board meeting in June, to accommodate the timing of the payment scheduled and related public announcements. The motion was approved via email ballot completed on May 17, 2023.

**VOTED** that the Executive Committee, on behalf of the Board of Regents pursuant to Board Bylaw 3.01, recognizes the generosity of Mr. Jeffrey P. Bezos to the Smithsonian Tropical Research Institute and accepts the gift.