

# MINUTES OF THE JANUARY 30, 2023, MEETING OF THE BOARD OF REGENTS

## ATTENDANCE

This scheduled meeting of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) was held on Monday, January 30, 2023. The Board conducted morning, afternoon, and executive sessions at the National Museum of African American History and Culture in Washington, D.C. Board and Executive Committee Chair Steve Case welcomed Regents and staff and called the meeting to order at 9:30 a.m. Participating were Regents:

Chief Justice John G. Roberts, Jr., Chancellor<sup>1</sup>  
Senator John Boozman  
Senator Gary Peters  
Representative Garret Graves  
Representative Doris Matsui  
Representative Adrian Smith  
Ambassador Barbara M. Barrett

Mr. Steve Case, Chair  
Mr. Roger W. Ferguson, Jr.  
Mr. Michael Govan  
Dr. Risa J. Lavizzo-Mourey, Vice Chair  
Mr. Michael M. Lynton  
Ms. Denise O’Leary  
Mr. Franklin D. Raines

Mr. Jorge Puente, Smithsonian National Board Chair  
Mrs. Christine Udvar-Hazy, Advancement Committee Chair

Vice President Kamala D. Harris, Senator Catherine Cortez Masto, and John Fahey were unable to attend the meeting.

Smithsonian and Regent staff present by invitation of the Board were:

Lonnie G. Bunch III, Secretary  
Greg Bettwy, Chief of Staff to the Secretary  
Monique Chism, Under Secretary for Education  
Ronald Cortez, Under Secretary for Administration  
Robert M. Dow, Jr., Counselor to the Chief Justice  
Farleigh Earhart, Acting Deputy General Counsel  
Kate Forester, Deputy Chief of Staff to the Regents  
Mallory Gianola, Special Assistant to the Regents  
(recorder)  
Kevin Gover, Under Secretary for Museums and  
Research  
Logan de La Barre-Hays, Office of Representative  
Graves  
Cathy Helm, Inspector General  
Toni-Marie Higgins, Office of Senator Boozman

Lisa J. Kewley, Director of the Center for  
Astrophysics | Harvard & Smithsonian<sup>2</sup>  
Judith Leonard, General Counsel  
Jeremy Marcus, Office of Representative Matsui  
Julissa Marengo, Assistant Secretary for  
Communications and External Affairs and Chief  
Marketing Officer  
Grisella Martinez, Office of the Vice President  
Robert J. Spiller, Assistant Secretary for Advancement  
Caitlyn, Stephenson, Office of Senator Peters  
Joshua Tewksbury, Ira Rubinoff Director of the  
Smithsonian Tropical Research Institute<sup>2</sup>  
Porter N. Wilkinson, Chief of Staff to the Regents  
Josh Yearsley, Office of Senator Cortez Masto  
Beth Ziebarth, Head Diversity Officer<sup>2</sup>

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<sup>1</sup> Participated in the afternoon business meeting only

<sup>2</sup> Participated in the lunch program only

# MORNING SESSION

## EXECUTIVE SESSION: REGENTS ONLY

**Executive Session:  
Advancement  
Committee Membership**

The meeting of the Board of Regents began with an executive session. Chair Steve Case called the meeting to order and turned to Chair of the Governance and Nominating Committee Ambassador Barbara M. Barrett to lead the first discussion topic. The Board was asked to consider the appointment of candidates to serve as co-chairs of the Smithsonian Campaign for Our Shared Future. Ambassador Barrett presented the proposed candidates and noted that the co-chairs would also serve as members of the Advancement Committee for terms to coincide with the duties and responsibilities as co-chairs of the Smithsonian Campaign. The appointments would be an exception to the term limit of six years permitted by the Advancement Committee Charter for non-Regent members. As a proposed candidate for appointment, Ms. O’Leary recused herself from the discussion and vote. Upon motion duly made and seconded, the Board voted to appoint Allan Holt, Jahm Najafi, Cheryl Neal, Denise O’Leary, José Luis Prado, and Greg Sarris as Co-Chairs of the Smithsonian Campaign.

**See attached Actions 2023.01.01** (*Minutes of the Board of Regents, Appendix A*).

**Executive Session:  
Investment Committee  
Chairmanship**

Next, Ambassador Barrett led the Board’s discussion on the proposed term extension of the Chair of the Investment Committee. Ambassador Barrett noted that the Board was being asked to consider the nomination separately because it would be an exception to the term limit of eight years outlined by the Investment Committee Charter for non-Regent members. Upon motion duly made and seconded, the Board voted to extend the term of current Chair of the Investment Committee Katie Hall.

**See attached Actions 2023.01.02** (*Minutes of the Board of Regents, Appendix A*).

**Executive Session: 2023  
Regent Committee  
Chairmanships and  
Memberships**

The Board was then asked to approve the proposed roster of Regent committee Chairs and members for 2023. By tradition, citizen Regents typically serve on three Regent committees and chair at least one committee, and Congressional Regents are assigned to two committees. Ambassador Barrett noted that members and chairs would serve in their roles through January 2024. Upon motion duly made and seconded, the Board voted to approve the proposed committee assignments and chairs and recommended that the Chancellor make the necessary appointments.

**See attached Actions 2023.01.03** (*Minutes of the Board of Regents, Appendix A*).

**Executive Session:  
Regents’ 2022  
Self-Assessment**

The Board also reviewed the results of the fiscal year 2022 Regents’ self-assessment, which was circulated to the Board following the October meeting. The assessment results indicated general agreement on Board and Committee

structure, schedule, and practices with support for continued streamlining of the work of the committees and virtual committee meetings.

**Executive Session: 2023  
Secretary  
Compensation**

In conclusion, Mr. Case led the Board’s review of the Secretary’s annual performance appraisal for fiscal year 2022 and proposed 2023 compensation. Upon motion duly made and seconded, the Board voted to approve the Compensation and Human Resources Committee’s 2023 compensation recommendation for the Secretary.

**See attached Actions 2023.01.04** (*Minutes of the Board of Regents, Appendix A*).

## EXECUTIVE SESSION: REGENTS AND SECRETARY

**Executive Session: 2023  
Senior Executive  
Compensation**

The Board then moved into an executive session with the Secretary. Chair of the Compensation and Human Resources Committee Michael Govan led the Board’s annual discussion and review of senior executive compensation decisions. Upon motion duly made and seconded, the Board voted to approve the Compensation and Human Resources Committee’s 2023 compensation recommendations for senior executive positions.

**See attached Actions 2023.01.05** (*Minutes of the Board of Regents, Appendix A*).

**Executive Session:  
Annual Report on  
Workplace Culture**

Mr. Govan also updated the Board on the annual report on workplace culture at the Smithsonian. The annual reporting on workplace culture was established as part of the Board’s effort to ensure that the Smithsonian is a leader in a diverse and inclusive workplace.

## OPEN SESSION

**Welcome**

Mr. Case welcomed Smithsonian and Regent staff members and called the open session to order at 10:20 a.m.

## REPORT OF THE CHAIR OF THE BOARD AND EXECUTIVE COMMITTEE

**Regent and Senior Staff  
Transitions**

Mr. Case began his report by recognizing two newly appointed Congressional Regents: Senator Gary Peters from Michigan and Representative Garret Graves from Louisiana. Mr. Case acknowledged the final Regents’ meeting for General Counsel Judith Leonard, who will retire from the Smithsonian at the end of February 2023. The Regents expressed their gratitude to the General Counsel for her 13 years of service to the Institution.

**Regents’ Public Forum**

Next, Mr. Case highlighted viewing and engagement metrics from the Regents’ annual public forum, which was held virtually on December 13, 2022. The public forum topics included the Institution’s new five-year Strategic Plan and the creation of two new museums. This was the third public forum to be hosted virtually, and viewership and participation was consistent with 2020 and 2021.

**Executive Committee  
and Board Approvals**

To conclude, Mr. Case noted that there were no motions approved by the Executive Committee on behalf of the Board since the October meeting. Mr. Case reminded the Board of the motion approved via email ballot by the Regents following the October meeting: the nomination of the next Citizen Regent on the Board of Regents to fill the vacancy when his term ends in April.

## APPROVAL OF THE CONSENT AGENDA

**Consent Agenda**

The Consent Agenda (“Agenda”) was presented for the Board’s approval. Action items listed on the January 30, 2023, Agenda included: the approval of minutes from the October 24, 2022, meeting of the Board of Regents; appointments and reappointments to 13 Smithsonian Institution Advisory Boards; amendments to the Bylaws of the Smithsonian’s National Zoological Park and Conservation Biology Institute; and gifts and naming recognition. Upon motion duly made and seconded, the Board voted to adopt the Agenda, constituting the approval of all action items listed therein.

**See attached Actions 2023.01.06** (*Minutes of the Board of Regents, Appendix A*).

## QUESTIONS ON WRITTEN COMMITTEE REPORTS

**Questions on Written  
Committee Reports**

Mr. Case provided an opportunity for Regent committee chairs and Smithsonian staff to answer questions on the written reports distributed in advance of the meeting by the Advancement Committee, Audit and Review Committee, Compensation and Human Resources Committee, Finance Committee, Investment Committee, Smithsonian National Board, and Office of Government Relations.

### *Written Report of the Advancement Committee*

**Written Report of the  
Advancement  
Committee**

The Advancement Committee held a meeting on January 11, 2023. During the meeting, the Committee received an update on fundraising for the two new museums and reviewed Campaign planning progress. The Committee also reviewed notable gifts and grants and was briefed on the progress of fiscal year 2023 fundraising. As of December 31, 2022, the Smithsonian had raised \$70.8 million towards its \$265 million goal. The Advancement Committee also performed its annual review of the Committee Charter.

### *Written Report of the Audit and Review Committee*

**Written Report of the  
Audit and Review  
Committee**

The Audit and Review Committee met on January 18, 2023. During the meeting, the Committee reviewed the audit results for the fiscal year 2022 financial statements and was briefed on the fiscal year 2022 financial results. The Committee also received updates on the Inspector General’s activities, the Smithsonian’s IT Security program, and the Enterprise Risk Management program. Additionally, the Committee reviewed progress on identified audit deficiencies.

## *Written Report of the Compensation and Human Resources Committee*

### **Written Report of the Compensation and Human Resources Committee**

The Compensation and Human Resources Committee conducted a meeting on December 7, 2022. During the meeting the Committee received an update on the progress of personnel searches for vacant senior-level positions and strategic initiatives for the Office of Human Resources. Additionally, the Committee performed its annual review of the Committee Charter. The Committee also met on January 26, 2023, to review and discuss 2023 compensation recommendations for senior executives.

## *Written Report of the Finance Committee*

### **Written Report of the Finance Committee**

The Finance Committee held a meeting on January 13, 2023. During the meeting, the Committee was briefed on the fiscal year 2024 federal budget request to Congress, received an update on the fiscal year 2023 federal appropriation, reviewed the fiscal year 2022 year-end financial results, received an update on Smithsonian Enterprises, and discussed the financial strategy for the Central Trust.

## *Written Report of Investment Committee*

### **Written Report of the Investment Committee**

The Investment Committee met on October 18, 2022. During the meeting, the Committee reviewed the investment portfolio performance, financial strategy, and the annual private investment commitment budget. The Smithsonian Endowment's one-year return as of June 30, 2022, was 1.6% versus 1.2% for the policy benchmark. Against the Cambridge Associates peer universe of endowments and foundations, the Smithsonian ranks in the top fifth percentile for all periods, including trailing one, three, five and ten-year period. The Investment Committee also performed its annual review of the Committee Charter.

## *Written Report of the Smithsonian National Board*

### **Written Report of the Smithsonian National Board**

The Smithsonian National Board ("SNB") held its fall meeting in person in Washington, D.C. from October 27 – 29, 2022. The meeting focused on new exhibitions around the Institution. National Board members had an opportunity to learn how new technologies are evolving the Smithsonian's audience engagement and how they will be key to the digital-first strategies that will be integral to the development of the Smithsonian's two new museums.

## *Written Report of the Office of Government Relations*

### **Written Report of the Office of Government Relations**

The Office of Government Relations ("OGR") reported that on December 29, 2022, the President signed into law the Consolidated Appropriations Act, 2023

(Public Law 117-328), which includes annual funding for the Smithsonian within the Division for the Department of Interior, Environment and Related Agencies. The bill provides \$1,144.5 million for the Smithsonian, which is \$82.285 million above the FY2022 appropriation. The total amount includes \$892.9 million for Salaries and Expenses and \$251.6 million for Facilities Capital.

**Congressional Hearings  
and Smithsonian  
Related Legislation**

OGR engaged in one Congressional hearing between the October and January Board meetings. The hearing focused on the two optimal sites for the National Museum of the American Latino and the Smithsonian American Women’s History Museum: South Monument site, the location that mirrors the National Museum of African American History and Culture, and a site that is further south and near the Holocaust Museum, the Tidal Basin site. The Office of Government Relations is tracking two pieces of legislation related to commemorative Congressional Gold Medals, including S.450 and S.2607. Both bills direct a medal to go to the Smithsonian for display and research.

**Congressional  
Engagement**

The Office of Government Relations continues its congressional engagement, hosting and participating in a variety of programs and events. Most notably, monitoring appointments to key committee positions in the 118th Congress, engaging new Chairs and Ranking Members, and coordinating with House and Senate Leadership on the appointment and reappointment of Congressional Regents.

## REPORT OF THE GOVERNANCE AND NOMINATING COMMITTEE

**Report of the  
Governance and  
Nominating Committee**

Chair of the Governance and Nominating Committee Ambassador Barbara M. Barrett gave the Committee’s report and presented five action items for the Board’s consideration: (i) amendments to the Strategy, Innovation, and Technology Committee Charter; (ii) amendments to the Executive Committee Charter; (iii) amendments to the Finance Committee Charter; (iv) amendments to the Governance and Nominating Committee Charter; and (v) reappointments to the National Museum of African American History and Culture Advisory Council.

**Amendments to the  
Strategy, Innovation,  
and Technology  
Committee Charter**

First, Ambassador Barrett presented the proposed amendments to the Strategy, Innovation, and Technology Committee Charter. The Strategy, Innovation, and Technology (“SIT”) Committee proposed that it be restructured to further focus on the Smithsonian’s digital transformation. As part of the restructuring, the SIT Committee is modifying its responsibilities to focus on duties related to innovation and technology strategies and strategic collaborations and partnerships. The refocus and subsequently proposed Charter amendments include adjusting Regent and non-Regent membership and amending or removing four duties and responsibilities in the Charter. Upon motion duly made and seconded, the Board voted to approve the proposed amendments to the Strategy, Innovation, and Technology Committee Charter.

**See attached Actions 2023.01.07** (*Minutes of the Board of Regents, Appendix A*).

**Amendments to the Executive Committee Charter**

Ambassador Barrett then presented the proposed amendments to the Executive Committee Charter. One of the duties outlined in the Strategy, Innovation, and Technology Committee’s Charter includes assisting the Board of Regents in “overseeing the development, periodic refreshment, and implementation of a pan-Institutional strategic plan.” It was proposed that this oversight responsibility be assigned to the Executive Committee. Upon motion duly made and seconded, the Board voted to approve the proposed amendments to the Executive Committee Charter.

**See attached Actions 2023.01.08** (*Minutes of the Board of Regents, Appendix A*).

**Amendments to the Finance Committee Charter**

The Board was also asked to review proposed amendments to the Finance Committee Charter. The proposed charter amendments shift oversight of Smithsonian Enterprises from the Strategy, Innovation, and Technology Committee to the Finance Committee. Upon motion duly made and seconded, the Board voted to approve the proposed amendments to the Finance Committee Charter.

**See attached Actions 2023.01.09** (*Minutes of the Board of Regents, Appendix A*).

**Amendments to the Governance and Nominating Committee Charter**

The Board then reviewed proposed amendments to the Governance and Nominating Committee Charter. The proposed charter amendments move (i) providing programmatic guidance and direction, and (ii) reviewing major programmatic initiatives and ensuring their consistency with the Smithsonian’s mission and nature as a public trust from the Strategy, Innovation, and Technology Committee to the Governance and Nominating Committee. Upon motion duly made and seconded, the Board voted to approve the proposed amendments to the Governance and Nominating Committee Charter.

**See attached Actions 2023.01.10** (*Minutes of the Board of Regents, Appendix A*).

**Reappointments to the National Museum of African American History and Culture Advisory Council**

To conclude, Chair of the Governance and Nominating Committee Ambassador Barrett led the Board’s review of the proposed reappointment of Frank Raines, Ruth Simmons, and Patrick Swygert to the Council of the National Museum of African American History and Culture (“NMAAHC”) for an exceptional one-year term of membership service. The reappointments were proposed as an exception to the NMAAHC Council Bylaws to ensure steady leadership and continued fundraising efforts as the museum launches the Living History Campaign, and to avoid simultaneous membership expirations to ensure succession planning. Ambassador Barrett noted that the one-year term of membership service would exceed the Smithsonian’s best practice recommendation of 12 years of total service on advisory boards and councils. However, the additional term for each candidate will only exceed the maximum service outlined in the museum’s bylaws by one year. As a candidate for reappointment, Mr. Frank Raines was recused from voting. Upon motion duly made and seconded, the Board voted to approve the proposed reappointments.

**See attached Actions 2023.01.11** (*Minutes of the Board of Regents, Appendix A*).

Following the Report of the Governance and Nominating Committee, the Board held a roundtable discussion. Regents, staff, and invited guests adjourned to the luncheon program at approximately 11:27 a.m.

## LUNCH: CONVERSATION WITH NEW SMITHSONIAN LEADERSHIP

### Luncheon Program: Conversation with New Smithsonian Leadership

During lunch, Regents had an opportunity to meet and converse with three new Smithsonian leaders: Lisa J. Kewley, Director of the Center for Astrophysics | Harvard & Smithsonian; Joshua Tewksbury, Ira Rubinoff Director of the Smithsonian Tropical Research Institute; and Elizabeth Ziebarth, Head Diversity Officer of the Smithsonian Institution. As each of these individuals began their tenure during a period of remote work, the program focused on the vision for their museums and programs and highlighted the rich and varied work conducted across the Smithsonian.

## AFTERNOON SESSION

The Chancellor called the afternoon session to order at approximately 1:00 p.m. and reviewed the remainder of the Board's business agenda

## STRATEGIC REPORT OF THE SECRETARY

### Strategic Report of the Secretary

To begin the Board's afternoon session Secretary Bunch provided an update on the state of the Smithsonian. The Secretary's update included the Smithsonian's Human Remains Policy, the closure of the Smithsonian Castle, staff security enhancements, the Smithsonian's telework stance, and the Smithsonian's involvement in the United States Semiquincentennial celebration in 2026.

### Advancing Smithsonian Science

The Secretary began by announcing that three Smithsonian scientists were elected as 2022 Fellows of the American Association for the Advancement of Science. Ellen Stofan, Under Secretary for Science and Research; Kirk Johnson, Sant Director of the Smithsonian's National Museum of Natural History; and Doug Erwin, senior research biologist and curator of Paleozoic invertebrates at the National Museum of Natural History. The Board concurred that the recognition of three top scientists enhances the Smithsonian's role as one of the world's preeminent scientific research organizations.

### Smithsonian Channel Programming

The Secretary also updated the Board on new Smithsonian Channel programming, specifically a new television series that will premiere on the Smithsonian Channel and the MTV network in March. The series is called "The Exhibit: Finding the Next Great Artist" and is a six-part series produced in collaboration with the Hirshhorn Museum.

### A.P. African American Studies

Secretary Bunch briefed the Board on the Smithsonian's involvement with the A.P. course on African American studies. The Smithsonian joined other academic



organizations to help develop the content of the course and curated 60 objects for inclusion from the National Museum of African American History and Culture, National Portrait Gallery, Smithsonian American Art Museum, and National Museum of African Art. The course will formally launch in February 2023, for Black History Month, and will include an event at the National Museum of African American History and Culture.

**Statement on Human Remains at the Smithsonian Institution**

Next, the Secretary provided an update on the Smithsonian’s Human Remains Policy. In April 2022, the Smithsonian adopted an Institution-wide Shared Stewardship and Ethical Returns policy allowing shared stewardship arrangements and the return of collections in appropriate circumstances based on ethical considerations. On January 25, the Smithsonian announced that it will continue to promote respectful engagement with descendants and descendant communities and will develop an Institution-wide policy for the appropriate care, shared stewardship, or ethical return of human remains. The Institution will evaluate all human remains in its care to determine which of those remains should be subject to ethical return or shared stewardship. The Secretary will update the Board as the Smithsonian develops a formal policy and assesses the human remains in its collections.

**Smithsonian Castle Closure and U.S. Semiquincentennial**

Secretary Bunch concluded his report by updating the Board on the closure of the Smithsonian Institution Building, known as the “Castle.” The building will close to the public on February 1 for its first major renovation in more than 50 years. The Secretary informed the Board that while the Castle is closed, the Smithsonian will continue to serve in-person and virtual visitors through the Visitor Center, which will expand its online services while exploring other in-person visitor services opportunities. The Institution is planning to reopen a portion of the building to visitors as part of the celebrations surrounding the 250th anniversary of America’s independence in 2026. Smithsonian staff with offices in the Castle are relocating to the Smithsonian-owned consolidated administrative headquarters facility in the Capital Gallery Building. The Secretary shared that the Institution is taking this opportunity to enhance security measures for staff safety and reevaluate its telework stance and policy to ensure an equitable, mission-focused telework approach.

## UPDATE ON THE SMITHSONIAN CAMPAIGN FOR OUR SHARED FUTURE

**Update on the Smithsonian Campaign for Our Shared Future**

The Secretary, Assistant Secretary for Advancement Rob Spiller, and Chair of the Advancement Committee Christine Udvar-Hazy reviewed the core components of the fundraising Campaign, including the proposed timeline, messaging pillars, and the working dollar goal. The Smithsonian Campaign for Our Shared Future will secure funds for all Smithsonian museums and centers in two phases. The focus phase—from 2022 to 2024—will address urgent needs and provide a foundation for the comprehensive phase, which will run from 2024 to 2026. This phase will be more public and grassroots and will lead into the nation’s 250th anniversary. The Campaign will advance unit and Institution-wide fundraising priorities,

organized around four messaging pillars: Illuminating the Nation’s Past, Advancing Sustainability and Discovery, Opening Pathways to New Knowledge, and Powering Creativity and Innovation. The preliminary working dollar goal and timeline will be reassessed in fiscal year 2024. Upon motion duly made and seconded, the Board voted to approve the core components of the Smithsonian fundraising Campaign.

**See attached Actions 2023.01.12** (*Minutes of the Board of Regents, Appendix A*).

## NEW MUSEUMS UPDATE

### New Museums Update

To conclude the open session, the Board received an update on the Smithsonian’s two new museums: the National Museum of the American Latino (“NMAL”) and the Smithsonian American Women’s History Museum (“SAWHM”). The founding legislation called for the Board of Regents to designate a site for each museum by December 2022. The Board identified two optimal sites, which are both under the administrative jurisdiction of the Department of the Interior: South Monument Site and Tidal Basin Site. Updates to the legislation are necessary before final site selection can be designated. Without agency concurrence to transfer the parcels and Congressional authorization to build in the Reserve, the Board was unable to meet the statutory deadline for formally designating the sites for the new museums. The Secretary updated the Board on the Smithsonian’s continued engagement with Congress and next steps in the site selection process. The Board also discussed continuing efforts on the launch of the virtual museums and other public programming, as well as fundraising efforts for the new museums. Additionally, the Board engaged in a strategic discussion with the Secretary and his leadership team about the Smithsonian’s strategy for future new museums.

## EXECUTIVE SESSION

### Executive Session: “Gatekeeper” Reports

The Board concluded the January 30, 2023, meeting with an opportunity to hear from each of the Smithsonian’s Gatekeepers, including the Secretary, Under Secretary for Administration, General Counsel, and Inspector General.

## ADJOURNMENT

There being no further business to discuss, the meeting adjourned at approximately 2:33 p.m.

Respectfully submitted,

Lonnie G. Bunch, III  
Secretary

## APPENDIX A: ACTIONS OF THE JANUARY 30, 2023, MEETING OF THE BOARD OF REGENTS

**VOTED** that the Board of Regents approves the proposed appointment of Allan Holt, Jahm Najafi, Cheryl Neal, Denise O’Leary, José Luis Prado, and Greg Sarris as Co-Chairs of the Smithsonian Campaign for Our Shared Future and members of the Advancement Committee, for a term to coincide with the duties and responsibilities as Co-Chairs of the Smithsonian Campaign, and requests that the Chancellor make the necessary appointments.<sup>1</sup> [2023.01.01]

**VOTED** that the Board of Regents approves the proposed reappointment of Kathryn (“Katie”) Hall as a non-Regent member and chair of the Investment Committee, for a two-year term, and requests that the Chancellor make the necessary appointment. [2023.01.02]

**VOTED** that the Board of Regents approves the proposed committee chairmanship and member assignments for 2023 and requests that the Chancellor make the necessary appointments. [2023.01.03]

**VOTED** that the Board of Regents approves the Compensation and Human Resources Committee’s 2023 compensation recommendation for the Secretary. [2023.01.04]

**VOTED** that the Board of Regents approves the Compensation and Human Resources Committee’s 2023 compensation recommendations for senior executive positions. [2023.01.05]

**VOTED** that the Board of Regents adopts the Consent Agenda, which constitutes the approval of all action items listed therein. [2023.01.06]

**VOTED** that the Board of Regents approves the minutes of the October 24, 2022, meeting of the Board of Regents.

**VOTED** that the Board of Regents approves the proposed slate of candidates for appointment or reappointment to 13 Smithsonian Institution Advisory Boards.

**VOTED** that the Board of Regents approves the proposed amendments to the bylaws of the National Zoological Park and Conservation Biology Institute (“NZCBI”) Advisory Board.

**VOTED** that the Board of Regents recognizes the generosity of Bank of America Corporation and accepts the terms of the sponsorship agreement.

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<sup>1</sup> Denise O’Leary recused from voting.

**VOTED** that the Board of Regents recognizes the generosity of the Marcia and Frank Carlucci Charitable Foundation to the National Museum of American History and names the Marcia and Frank Carlucci Hall of Culture and the Arts, for 20 years or until the next major renovation of the space.

**VOTED** that the Board of Regents recognizes the generosity of Friends of the National Zoo to the Smithsonian's National Zoo and names the Conservation National Classroom beginning on the date the renovated Bird House opens to the public and continuing for 20 years or until the next comprehensive renovation of the Discovery Classroom, whichever occurs later.

**VOTED** that the Board of Regents recognizes the generosity of the Dorothy Tapper Goldman Foundation to the Smithsonian American Art Museum and names the Second Floor North Lobby of the Museum's main building in honor of the Foundation's President as the Dorothy Tapper Goldman Gallery for 20 years or until the next comprehensive renovation of the Gallery, whichever occurs later.

**VOTED** that the Board of Regents extends recognition for the generosity of Lockheed Martin Corporation to the National Air and Space Museum and extends the naming of the Lockheed Martin IMAX Theater by sixteen months from the date the Theater reopens to the public in 2024.

**VOTED** that the Board of Regents recognizes the generosity of Juliana Terian to the Hirshhorn Museum and Sculpture Garden and names the Terian Family Passage, for 20 years from the day the Sculpture Garden reopens to the public or until the next complete renovation of the Sculpture Garden, whichever occurs last.

**VOTED** that the Board of Regents creates a quasi-endowment for the benefit of the Office of the Under Secretary for Science and Research to support Biology. Further, the Board of Regents authorizes the transfer of the funds identified for this purpose.

**VOTED** that the Board of Regents approves the proposed amendments to the Strategy, Innovation, and Technology Committee Charter. [2023.01.07]

**VOTED** that the Board of Regents approves the proposed amendments to the Executive Committee Charter. [2023.01.08]

**VOTED** that the Board of Regents approves the proposed amendments to the Finance Committee Charter. [2023.01.09]

**VOTED** that the Board of Regents approves the proposed amendments to the Governance and Nominating Committee Charter. [2023.01.10]

**VOTED** that the Board of Regents reappoints Frank Raines, Ruth Simmons, and Patrick Swygert to the Council of the National Museum of African American History and Culture (“NMAAHC”) for an additional one-year term of membership service, effective immediately. The additional membership terms will be completed in February 2024.<sup>2</sup> [2023.01.11]

**VOTED** that the Board of Regents approves the adoption of the proposed Campaign volunteer structure, timeline, priorities, and dollar goal as presented by the Secretary and recommended by the Advancement Committee, to be publicly shared at a later date. Any materials changes to the core components of the national campaign shall be made only with the approval of the Board of Regents or its Executive Committee, either of which may, in doing so, seek the guidance of the Advancement Committee. [2023.01.12]

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<sup>2</sup> Frank Raines recused from voting.