

MINUTES OF THE OCTOBER 22, 2018, 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, October 22, 2018. The Board conducted morning, afternoon, and executive sessions in the Regents’ Room and the Commons of the Smithsonian Castle in Washington, DC. Board Chair David M. Rubenstein welcomed Regents and staff and called the meeting to order at 9:33 a.m. Also present were Regents:

The Chief Justice¹
Senator Patrick J. Leahy
Representative Doris Matsui
Ambassador Barbara M. Barrett
Steve Case, Vice Chair
John Fahey

Roger W. Ferguson, Jr.
Michael Govan
Risa J. Lavizzo-Mourey
Michael Lynton
John W. McCarter, Jr.
David M. Rubenstein

Robert MacDonald, Smithsonian National Board Chair
Christine Udvar-Hazy, Advancement Committee Chair

The Vice President, Senator John Boozman, Senator David Perdue, Representative Tom Cole, Representative Sam Johnson, and Investment Committee Chair Tim O’Neill were unable to attend the meeting.

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

David J. Skorton, Secretary
Pamela Baker-Masson,² Associate Director
of Communications, Exhibits, and
Planning at the National Zoological Park
Laura Baptiste,² Chief of Communications
and Public Affairs at the Smithsonian
American Art Museum
Bethany Bentley,² Assistant Director of
Marketing and Communications at the
National Museum of the American Indian
Greg Bettwy, Chief of Staff to the Secretary

John Davis, Provost/Under Secretary for
Museums, Education, and Research
Concetta Duncan,² Public Affairs Specialist
at the National Portrait Gallery
Molly Fannon,⁴ Director of the Office of
International Relations
Kate Forester, Deputy Chief of Staff to the
Regents
Rachel Goslins,² Director of the Arts and
Industries Building
Amanda Hamilton, Office of Representative
Johnson

¹ Participated in the afternoon session only

² Participated in the lunch presentation only

³ Participated in lunch presentation and afternoon session American Women’s History Initiative only

⁴ Participated in afternoon session World Economic Forum discussion only

Lauren Hancock, Office of Senator Perdue
Cathy Helm, Inspector General
Shrita Hernandez,² Chief Public Affairs and
Communications Officer at the National
Museum of African American History and
Culture

Albert Horvath, Under Secretary for Finance and
Administration/Chief Operating Officer
Cheryl Johnson, Director of the Office of
Government Relations

Judith Leonard, General Counsel
Melinda Machado,² Director of the Office
of Communications and Marketing

Julissa Marengo, Assistant Secretary for
Communications and External Affairs

Era Marshall, Director for the Office of Equal
Employment and Minority Affairs

Carolyn Martin,² Associate for the Office of
Public Affairs

Kevin McDonald, Senior Adviser to Senator
Leahy

Jeffrey P. Minear, Counselor to the Chief Justice
Jennifer Schommer,² Assistant Director of
Public Affairs at the Smithsonian

Mark Sklar,² Director of Communications
at the National Air and Space Museum

Robert J. Spiller, Assistant Secretary for
Advancement

Linda St. Thomas,² Chief Spokesperson for
the Office of Public Affairs

Stephanie Stebich,³ Director of the
Smithsonian American Art Museum

Porter N. Wilkinson, Chief of Staff to the Regents

Jim Wood,² Assistant Director for
Communications at the National
Museum Natural History

MORNING SESSION

CALL TO ORDER AND EXECUTIVE SESSION

2019 Board Leadership Elections

Mr. Rubenstein called the meeting to order and began with a Regents-only executive session. He turned the meeting over to Barbara Barrett, Chair of the Governance and Nominating Committee, to lead the 2019 Board Leadership Elections. The Chair and Vice Chair are elected for a term of one year and may serve no more than three consecutive terms. As candidates under consideration, Mr. Rubenstein, Mr. Case, and Dr. Lavizzo-Mourey recused themselves from the discussion and vote. Upon motions duly made and seconded, the Board voted to reelect the current Chair, Vice Chair, and member of the Executive Committee.

See attached Actions 2018.10.01–2018.10.03 (*Minutes of the Board of Regents, Appendix A*).

2018 Governance Report

Next, Ambassador Barrett led the Board's discussion of the proposed 2018 Governance Report, which highlights the actions of the Board since the previous report that have continued to strengthen the management, governance, and transparency of the Institution from 2015 to 2017. Ambassador Barrett noted that the report would be made available on the Regents' website following the Board meeting.

Mr. Rubenstein thanked Ambassador Barrett for leading the vote and discussion, and resumed his role presiding over the meeting.

The executive session adjourned at 9:42 a.m.

OPEN SESSION

Welcome

Smithsonian and Regent staff members entered the room and the meeting reconvened. Mr. Rubenstein welcomed everyone and called the open session to order at 9:47 a.m.

REPORT OF THE CHAIR OF THE BOARD AND EXECUTIVE COMMITTEE

Important Events

Mr. Rubenstein highlighted a few important events, including the public announcement of the Smithsonian Year of Music immediately following the meeting, which will serve as the Regents' annual public forum. On November 28, Mr. Rubenstein and the Secretary will host the Biennial Advisory Board Chair Symposium, which will provide an opportunity for the advisory board chairs, directors, and senior leadership to meet. Mr. Rubenstein also shared his feedback on the Congressional dinner in September that was co-hosted by the Smithsonian and the Library of Congress as part of the Congressional

Dialogue series. The topic of the event focused on science at the Smithsonian, and gave the members of Congress an opportunity to learn more about the science-related work at both the Smithsonian and Library of Congress.

Executive Committee Approvals

Next, Mr. Rubenstein noted that due to exigent circumstances, the Executive Committee, on behalf of the Board, approved five actions between the June and October meetings. The Executive Committee voted by email ballot, on behalf of the Board pursuant to Board Bylaw 3.01, to approve one gift to the National Museum of American History, requiring expedited approval in order to accommodate the installation of naming recognition and facilitate the timing of announcements related to the opening of exhibitions and programs. The other actions taken by the Executive Committee were: the reappointment of Robert D. MacDonald as Chair of the Smithsonian National Board, approval of the Smithsonian's fiscal year 2019 Federal and Trust Consolidated Budget, the Smithsonian's fiscal year 2020 budget request due to the Office of Management and Budget, and the early redemption of the Smithsonian's Series 2013A taxable bonds and establishment of a liquidity facility.

APPROVAL OF THE CONSENT AGENDA

Consent Agenda

The Consent Agenda ("Agenda") was presented for the Board's approval. Congresswoman Doris Matsui recused herself from voting on the Agenda because she was a candidate for reappointment to the Smithsonian Asian Pacific American Center's Board. Action items listed on the October 22, 2018, Agenda include: recognition of former Anacostia Community Museum Director Lori Yarrish; the approval of minutes from the June 11, 2018, Regents' meeting; amendments to the Charters of the Executive, Audit and Review, and Facilities Committees; amendments to the Bylaws of the Smithsonian American Art Museum Commission; amendments to the Bylaws of the National Museum of African Art Board; the appointment and reappointment of candidates to 13 Smithsonian Advisory Boards; and gifts and naming recognitions. 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 2018.10.04 (*Minutes of the Board of Regents, Appendix A*).

QUESTIONS ON WRITTEN COMMITTEE REPORTS

Questions on Written Committee Reports

In an effort to maximize time for topics requiring Regent attention, Regent committee chairs and Smithsonian staff submit comprehensive written reports in lieu of oral reports, unless a topic requires action or substantial discussion. The reports were distributed in advance of the meeting and committee chairs and Smithsonian senior staff were present to answer questions from the Board.

Written Report of the Audit and Review Committee

Report of the Audit and Review Committee

The Audit and Review Committee met on July 17, 2018. During the meeting, the Committee performed its annual review of the Committee Charter, reviewed the draft of the required tax returns, and discussed the planned submission of fiscal year 2017 IRS Forms 990 and 990-T. The Committee also reviewed the Smithsonian's insurance coverage, KPMG's audit plan for fiscal year 2018, and the results of the fiscal year 2016 A-133 audit. The Committee discussed the Smithsonian's integrated risk management and cybersecurity mitigation programs and was briefed on the Inspector General's activities. Due to a lack of quorum, the Committee subsequently voted by email ballot to: (1) approve the proposed amendments to the Committee's Charter, and (2) authorize additional audit services by KPMG related to Smithsonian Enterprises.

Written Report of the Compensation & Human Resources Committee

Report of the Compensation and Human Resources Committee

The Compensation and Human Resources Committee met on September 18, 2018. As is routine for the Committee, the September meeting focused on the core decisions that guide the executive pay cycle, culminating with the compensation recommendations that the Committee and the Board will review in January. During the meeting, the Committee voted to approve the list of disqualified persons for 2019; the decision-making levels for the 2019 compensation process; updated compensation philosophies for 2019, including the new Augmented ("hybrid") compensation category for Trust executive positions; the methodology for determining comparable compensation for Trust executive positions; and an amendment to the Investment Incentive Compensation Plan. The Committee also reviewed its Charter and the preliminary investment incentive payouts, which will be brought to the Board for discussion at the January 2019 Board meeting.

Written Report of the Facilities Committee

Report of the Facilities Committee

The Facilities Committee held a meeting on July 17, 2018, and received updates on the facilities capital and maintenance programs and funding, the status of the revitalization of the National Air and Space Museum ("NASM"), and the progress of the Smithsonian's major capital projects. The Committee also performed the annual review of its Charter.

Facilities Capital and Maintenance Programs

The Committee was briefed on the Smithsonian's facilities capital and maintenance plans for fiscal years 2018 through 2020. The Committee reviewed funding levels for the fiscal year 2018 appropriations, fiscal year 2019 budget request, and fiscal year 2020 projected funding requirements. The Committee discussed the budget impacts of each fiscal year on facilities planning and design, revitalization projects, capital construction, and deferred

maintenance. Although there were modest increases in the facilities maintenance requests in fiscal year 2018 and 2019, the maintenance requirements for fiscal year 2020 total \$172.5M

NASM Revitalization

Construction for the Dulles Collections Storage Module 1, which is adjacent to the Udvar Hazy Center in Chantilly, Virginia, continues to progress on time and within budget. The final funding increment of \$10 million, required to complete the facility, was received in the fiscal year 2018 appropriation. Construction is expected to be completed in January 2019. The pre-construction services effort for the NASM revitalization of the National Mall building continues with construction firm Clark Smoot Consigli ("CSC"). CSC submitted a Guaranteed Maximum Price proposal to the Smithsonian in May 2018, which was followed by a series of value engineering proposals, scope clarifications, and a compressed schedule alternative. The fiscal year 2018 appropriation included \$198 million in revitalization funding, which will fund the start of artifact preparation for de-installation and preliminary work in the West End of the building to facilitate the removal of artifacts.

Written Report of the Finance Committee

Report of the Finance Committee

The Finance Committee held a meeting on August 27, 2018. During the meeting, the Committee reviewed and voted to recommend that the Executive Committee approve three motions on behalf of the full Board: (1) the fiscal year 2019 federal and trust consolidated budget, (2) the fiscal year 2020 federal budget for presentation to the Office of Management and Budget, and (3) the early redemption of Series 2013A taxable bond issuance and establishment of a liquidity facility. The Committee also reviewed the fiscal year 2018 third quarter financial results. Revenues for the period totaled \$1,321.7 million; expenses totaled \$1,166.7 million; and the Net Operating Revenue for the period was \$155.1 million.

Written Report of the Governance and Nominating Committee

Report of the Governance and Nominating Committee

The Governance and Nominating Committee met on September 17, 2018. The Committee discussed the 2018 Governance Report, and reviewed and assessed the effectiveness of the 2017 Regents' self-assessment. The Committee determined that the current format is effective in helping the Board to evaluate its performance and identify priorities for the year ahead. The Committee agreed that it will be utilized for the fiscal year 2018 self-assessment and will be distributed to the Board following the October meeting.

Written Report of the Investment Committee

Report of the Investment Committee

The Investment Committee met on June 27, 2018, and reviewed the Investment Portfolio, Private Equity Distribution Approach, and Portfolio Implementation and Operations. The Smithsonian Endowment's preliminary performance as of March 31, 2018, over the trailing one-year, three-year, five-year, and ten-year periods, generated returns against the policy benchmark of 12.7% versus 9.2%, 7.2% versus 4.9%, 8.3% versus 5.2%, and 6.2% versus 3.7%, respectively. As of the end of first quarter 2018, the Smithsonian was ranked in the top quartile of endowments and foundations within the Cambridge Associates peer universe over the one, three, five, and ten-year periods.

Written Report of the Strategy, Innovation, and Technology Committee's Report

Report of the Strategy, Innovation, and Technology Committee

The Strategy, Innovation, and Technology Committee met on October 15, 2018. During the meeting, the Committee received an update from the Provost/Under Secretary for Museums, Education, and Research John Davis on upcoming exhibitions, programming, events, and education and outreach programs. The Committee also reviewed the framework, priorities, and implementation plans for the Smithsonian Year of Music 2019. The Committee hosted a strategic discussion about the Smithsonian Strategic Plan goal of driving large, visionary, interdisciplinary research and scholarly projects, and the Institution's contributions to scholarship and the support of scientific, scholarly, and educational collaborations.

Written Report of the Office of Government Relations

Report of the Office of Government Relations

The Office of Government Relations ("OGR") reported that Congress completed five of the twelve annual appropriations bills for fiscal year 2019 beginning October 1, 2018. Both the House and Senate voted on their respective versions of the Department of Interior and Related Agencies appropriations act, but did not complete negotiations on a final bill before the start of the fiscal year. The Smithsonian is being funded by a continuing resolution ("CR") that will continue through December 7, 2018.

Federal Budget

The Smithsonian's fiscal year 2019 request to Congress, submitted in January 2018, includes a total of \$957.4 million. Within that amount the request includes \$737.9 million for Salaries and Expenses, and \$219.5 million for Facilities Capital. The requested funding for Facilities Capital includes \$127 million for the multi-phased NASM revitalization.

Smithsonian Introduced Legislation

OGR has also been monitoring pending legislation, *H.R. 4009, the Smithsonian National Zoological Park Central Parking Facility Authorization Act*. On April 24, 2018, the House passed the legislation by unanimous

consent, on May 16, 2018, the Senate passed *H.R. 4009* under unanimous consent, and on June 1, 2018, President Trump signed the bill into Public Law 115-178.

**Congressional Briefings
and Meetings**

In addition, OGR reported on three congressional briefings. On September 24, 2018, Smithsonian staff from the Office of Government Relations, the National Air and Space Museum, and Smithsonian Facilities conducted a briefing for the Committee on House Administration on the NASM Revitalization project. The Committee on House Administration visited the National Zoological Park on July 16, 2018, for a briefing on the perimeter fencing proposal. Secretary Skorton is also expected to meet with roughly 12 members of Congress to discuss the Smithsonian's Strategic Plan and provide detailed information on major infrastructure priorities.

**Congressional,
Administration, and
Local Government
Engagement**

OGR has continued congressional, presidential administration, and local government engagement, hosting and participating in a number of programs and events. On September 5, 2018, the Smithsonian and the Library of Congress co-hosted a dinner for Members of Congress in the Library's Jefferson Building. Smithsonian staff met with representatives of the Department of Interior to discuss the National Park Service's ("NPS") proposed revisions to regulations for demonstrations and special events at certain national parks, which would profoundly impact the character and continued feasibility of the Smithsonian Folklife Festival. On August 3, 2018, more than 750 District of Columbia government employees toured the National Museum of African American History and Culture as part of a series of open houses in conjunction with Mayor Muriel Bowser.

REPORT OF THE ADVANCEMENT COMMITTEE

**Post-Campaign
Advancement Structure**

Since the conclusion of the Campaign, Smithsonian committees made up of staff and museum directors, external consultants, volunteers, and the Regents' Advancement Committee have reviewed the Smithsonian advancement program and made recommendations regarding the future structure, scope, and funding of advancement. Advancement Committee Chair Christine Udvar-Hazy asked Assistant Secretary of Advancement Rob Spiller to report on the findings and advise on next steps

Mr. Spiller outlined initial recommendations and briefed the Board on advancement program plans for fiscal years 2019 through 2021. The fundraising goal for fiscal year 2019 will be \$220 million, an increase of \$20 million from fiscal year 2018. The overall fundraising budget for fiscal year 2019 will be reduced by three percent. Mr. Spiller highlighted that an Office of Principal Gifts would be established to focus on gifts of \$5 million and above, in addition to building the national volunteer and donor pipeline. An Advancement Council made up of unit directors and senior central Smithsonian Advancement leaders will be created to help define fundraising priorities and share best practices. Mr. Spiller also presented the restructured

Office of Advancement organizational chart, which will support the new strategic approach to sustaining and growing giving to the Smithsonian. The Committee considered pan-Institutional fundraising priorities and discussed potential opportunities and challenges.

REPORT OF THE SECRETARY

Secretary Skorton updated the Board on the state of the Smithsonian, including diversity and inclusion, succession planning, international relations, and the Smithsonian Year of Music.

Latina/o Representation at the Smithsonian

On September 10, 2018, the Latino Policy & Politics Initiative and the Chicano Studies Research Center, both at UCLA, released a study on Latina/o representation within the Smithsonian's workforce, programming, collections and exhibitions. The Secretary explained to the Board the report, *Invisible No More*, analyzed the Smithsonian's progress on ten recommendations that were made in a 1994 task-force report on Latina/o representation, which was commissioned by the Smithsonian. The Smithsonian has made notable progress since the 1994 report was issued, particularly in curatorial staffing, public and educational programming, exhibitions, collections, and research and digital outreach. The Secretary recognized that there is still work to be done in developing a diverse workforce, and led a discussion on initiatives to promote equitable participation and greater inclusion.

Succession Planning

Next, the Secretary informed the Board that the Smithsonian is continuing to develop an effective succession planning strategy. The Smithsonian is gathering additional information that will be critical to identifying internal staff capacity and position the Institution to respond to the loss of key talent.

International Relations

Secretary Skorton reported that the Smithsonian is assessing its current and future collaborations with Saudi Aramco, and has paused funding and communication following recent developments in Turkey and Saudi Arabia. The Smithsonian will continue to work broadly with international collaborators to foster important dialogues, build meaningful relationships, and expand scientific understanding within the global community.

Year of Music

The Secretary asked Provost John Davis to update the Board on the Smithsonian Year of Music ("SYoM"). Core programming for the SYoM will center on the theme "365 Days of Music at the Smithsonian." Dr. Davis shared examples of programming being developed for the initiative, including exhibitions, podcast lectures, events, digital engagement, and collaborations with embassies. Frameworks for co-curating, co-branding, and co-promoting activities are being developed by the SYoM Program Committee. Following the report of the Secretary, the Board adjourned to the luncheon program at approximately 11:17 a.m.

LUNCH: CONVERSATION ABOUT SMITHSONIAN COMMUNICATIONS STRATEGIES

During lunch, Regents and Smithsonian staff convened for a luncheon program on current communications strategies at the Smithsonian. The program featured a conversation between Mr. Rubenstein, Director of the Arts and Industries Building Rachel Goslins, Assistant Secretary for Communications and External Affairs Julissa Marengo, and Director of the Smithsonian American Art Museum Stephanie Stebich.

AFTERNOON SESSION

The Chancellor called the afternoon session to order at approximately 1:02 p.m. and reviewed the Board's afternoon business agenda.

SMITHSONIAN AMERICAN WOMEN'S HISTORY INITIATIVE

American Women's History Initiative

Director of the Smithsonian American Art Museum and Co-chair of the Smithsonian's American Women's History Initiative Stephanie Stebich provided an update on the implementation of the Initiative. Ms. Stebich outlined the internal framework that was set up to carry out the Initiative, comprising the work of specific committees that are focused on curation, digital strategy, and education. A call for proposals for collections care was sent out in June, and a call for proposals for digital projects is expected to be sent out in November. Ms. Stebich also gave an overview of the external components of the Initiative. The Initiative will amplify women's voices through two anchor exhibitions at the National Portrait Gallery in March 2019, *Votes for Women: A Portrait of Persistence* and the National Museum of American History in June 2020, *Girlhood: It's Complicated*. A book to be published in 2019, *Smithsonian American Women's History 100*, will offer a deep look at the wealth of objects related to women's history in the Smithsonian's collection. Ms. Stebich reviewed the proposed communications strategy, including target audiences, digital campaigns, and the public launch on November 13.

STRATEGIC PLAN IMPLEMENTATION

Strategic Plan Implementation Update

Secretary Skorton updated the Board on the implementation status of the Strategic Plan. The Secretary briefed the Regents on the recent Smithsonian leadership retreat, which focused on priority actions, timelines, and performance indicators for goals two through six. The Secretary also provided an overview of the 2019 priorities that were developed in support of the Strategic Plan. The Board discussed comprehensive accountability for collaboration and advancement of the Strategic Plan.

WORLD ECONOMIC FORUM

World Economic Forum

Director of the Office of International Relations Molly Fannon briefed the Board on the Smithsonian's collaboration with the World Economic Forum. Ms. Fannon explained how the Smithsonian's wider relationship with the World Economic Forum ("WEF") including, the Institution's presence at Davos, is part of a broader strategy to enhance the Smithsonian's global programs and impact in service of the Strategic Plan. Since 2017, the WEF has invited the Smithsonian to the Annual Meeting in Davos, Switzerland, as a featured arts and culture partner with exhibition space and speaking opportunities.

Ms. Fannon highlighted Smithsonian global programs that are expanding the Institution's reach, addressing complex worldwide challenges, and driving meaningful change. WEF topics like imagining the future of energy and infrastructure motivate and challenge projects like the Forest Global Earth Observatory. The partnership with the WEF provides year-round opportunities to contribute to these global programs by yielding new partnerships and identifying potential funding prospects.

EXECUTIVE SESSION: "GATEKEEPER" REPORTS

The Board then conducted an executive session with the Smithsonian's Gatekeepers, including the Secretary, General Counsel, Chief Operating Officer, and Inspector General.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at approximately 2:02 p.m., after which Regents and staff moved to the Meyer Auditorium at the Freer Gallery of Art ("Freer") for the Annual Public Forum ("Public Forum").

SMITHSONIAN YEAR OF MUSIC ANNOUNCEMENT AND ANNUAL PUBLIC FORUM

Annual Public Forum

The Regents' Public Forum began at approximately 2:30 p.m. in the Meyer Auditorium at the Freer. Dr. Kenneth Slowik opened the event with a performance, playing the Smithsonian's 1688 Stradivarius cello. Board Chair David M. Rubenstein hosted a panel discussion with the first Ambassador of the Smithsonian Year of Music Dionne Warwick, Co-Chair of the Smithsonian Year of Music and Curator of Music and Performing Arts at the National Museum of African American History and Culture Dwandalyn Reece, and Co-Chair of the Smithsonian Year of Music and Director of the Smithsonian Folkways Recordings Huib Schippers. The panelists entertained questions from Mr. Rubenstein about the Year of Music. Following the discussion,

Deputy Chief of Staff to the Regents Kate Forester moderated a question and answer session for the benefit of the public and the press. The event concluded with a performance by Bing Xia on music for the qin, a classical Chinese instrument.

Respectfully submitted,

David J. Skorton
Secretary

APPENDIX A: ACTIONS OF THE OCTOBER 22, 2018, MEETING OF THE BOARD OF REGENTS

VOTED that the Board of Regents reelects David M. Rubenstein as Chair of the Smithsonian Institution's Board of Regents for a one-year term effective January 31, 2019.¹ [2018.10.01]

VOTED that the Board of Regents reelects Steve Case as Vice Chair of the Smithsonian Institution's Board of Regents for a one-year term effective January 31, 2019.² [2018.10.02]

VOTED that the Board of Regents reelects Risa J. Lavizzo-Mourey as a member of the Smithsonian Board of Regents' Executive Committee for a one-year term effective January 31, 2019.³ [2018.10.03]

VOTED that the Board of Regents adopts the Consent Agenda, which constitutes the approval of all action items listed therein. [2018.10.04]

VOTED that the Board of Regents expresses its profound appreciation to the memory of Lori Yarrish, Director of the Anacostia Community Museum, an esteemed colleague and true friend of the Smithsonian Institution, and extends its heartfelt sympathies to her daughter Laila, her mother Myra, and extended family.

VOTED that the Board of Regents approves the minutes of the June 11, 2018, meeting of the Board of Regents.

VOTED that the Board of Regents approves the proposed amendments to the Executive Committee's Charter.

VOTED that the Board of Regents approves the proposed amendments to the Audit and Review Committee's Charter.

VOTED that the Board of Regents approves the proposed amendments to the Facilities Committee's Charter.

VOTED that the Board of Regents approves the proposed amendments to the bylaws of the Commission of the Smithsonian American Art Museum.

VOTED that the Board of Regents approves the proposed amendments to the bylaws of the National Museum of African Art Board.

¹ David M. Rubenstein recused from voting.

² Steve Case recused from voting.

³ Risa J. Lavizzo-Mourey recused from voting.

VOTED that the Board of Regents approves the proposed slate of candidates for appointment or reappointment to 13 Smithsonian advisory boards.⁴

VOTED that the Board of Regents approves a gift to the Smithsonian Latino Center. At the request of the donor, details will remain confidential until publicly announced.

VOTED that the Board of Regents recognizes the generosity of Goldman Sachs & Co. LLC and accepts the terms of the sponsorship agreement.

VOTED that the Board of Regents recognizes the generosity of the Ford Motor Company Fund to the Smithsonian Traveling Exhibition Service and accepts the terms of the sponsorship agreements.

VOTED that the Board of Regents recognizes the generosity of Mr. and Mrs. John F. Brock III to the National Museum of Natural History and names the John and Mary Brock Family Triassic Exhibit for 20 years or the next major renovation of the exhibit, whichever occurs later.

VOTED that the Board of Regents recognizes the generosity of Mr. and Mrs. John E. Cay III to the Smithsonian American Art Museum and names the Billings and John Cay Gallery for 20 years or until the next comprehensive renovation of the gallery, whichever occurs later.

VOTED that the Board of Regents recognizes the generosity of the Volgenau Foundation to the National Zoological Park and Smithsonian Conservation Biology Institute and names the Volgenau Academic Center for 20 years or the next comprehensive renovation of the academic center, whichever occurs later.

VOTED that the Board of Regents creates the Ralph Greenhouse Fund, a quasi-endowment for the benefit of the National Museum of Natural History to support a seminar series related to urgent topics in anthropology. Further, the Board of Regents authorizes the transfer of the funds identified for this purpose.

VOTED that the Board of Regents creates the Kristian Fauchald Fund, a quasi-endowment for the benefit of the National Museum of Natural History to support the study of polychaetes. Further, the Board of Regents authorizes the transfer of the funds identified for this purpose.

VOTED that the Board of Regents creates a quasi-endowment for the benefit of National Zoological Park and Smithsonian Conservation Biology Institute to support elephant research, conservation, and welfare. Further, the Board of Regents authorizes the transfer of the funds identified for this purpose.

⁴ Congresswoman Doris Matsui recused from voting.

VOTED that the Board of Regents creates a quasi-endowment for the benefit of National Zoological Park and Smithsonian Conservation Biology Institute to support amphibian research and conservation. Further, the Board of Regents authorizes the transfer of the funds identified for this purpose.