

## MINUTES OF THE AUGUST 13, 2024, EXECUTIVE COMMITTEE MEETING

The Executive Committee (“Committee”) of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) conducted a meeting on August 13, 2024. Participating were Vice Chair Barbara M. Barrett and Committee member Franklin Raines. Board and Executive Committee Chair Risa J. Lavizzo-Mourey was unable to attend. In accordance with the Committee Charter, Vice Chair Barbara M. Barrett acted in Dr. Lavizzo-Mourey’s stead.

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; Principal Deputy General Counsel Farleigh Earhart; Deputy Chief of Staff to the Regents Kate Forester; Deputy Secretary and Chief Operating Officer Meroë Park; and Counselor and Chief of Staff to the Regents Porter Wilkinson.

### CALL TO ORDER

Vice Chair Barbara M. Barrett called the meeting to order at 11:00 a.m. and reviewed the agenda.

### MINUTES OF THE EXECUTIVE COMMITTEE

Upon motion duly made and seconded, the Committee approved the draft minutes of the May 29, 2024, meeting.

### ADVISORY BOARD APPOINTMENTS AND REAPPOINTMENTS

The Committee reviewed the proposed slate of candidates for appointment or reappointment to 16 Smithsonian advisory boards. Ambassador Barrett noted that the advisory board candidates were approved by the Governance and Nominating Committee via email ballot completed on August 1, and all candidates presented have the support of the respective unit advisory board, the unit director, the relevant Under Secretary, the Assistant Secretary for Advancement, and the Secretary. The Executive Committee was asked to approve the appointments and reappointments on behalf of the Board to accommodate terms that are to take effect immediately, before the next meeting of the Board of Regents, and to help mitigate delays in onboarding new advisory board members.

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

**VOTED** that the Executive Committee, on behalf of the Board of Regents pursuant to Board Bylaw 3.01, approves the proposed slate of candidates for appointment or reappointment to 16 Smithsonian Institution Advisory Boards.

## SAO ADVISORY BOARD TERM EXTENSION

The Committee was also asked to consider the reappointment of John Ryan and Michael Tuteur to the Advisory Board of the Smithsonian Astrophysical Observatory (“SAO”) for an exceptional and final one-year term. The reappointments were proposed to ensure continuity during a transition time in the board’s development. Ambassador Barrett informed the Committee that the one-year term of service would exceed the membership term limit set forth in the Advisory Board Bylaws of the Smithsonian Astrophysical Observatory but would not exceed the Smithsonian’s best practice guidelines for maximum service for board members. Ambassador Barrett noted that the advisory board candidates were approved by the Governance and Nominating Committee via email ballot completed on August 1. The Executive Committee was asked to approve the reappointments on behalf of the Board to accommodate terms that are to take effect immediately, before the next meeting of the Board of Regents.

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

**VOTED** that the Executive Committee, on behalf of the Board of Regents pursuant to Board Bylaw 3.01, approves the reappointment of John Ryan and Michael Tuteur to the Smithsonian Astrophysical Observatory Advisory Board for a one-year extension of service, effective immediately.

## AMENDMENTS TO THE BYLAWS OF THE NATIONAL MUSEUM OF THE AMERICAN LATINO

Ambassador Barrett presented the proposed amendments to the bylaws of the National Museum of the American Latino (“NMAL”) Board of Trustees. The proposed amendments include updating outdated references to the inaugural board composition, clarifying the chair nomination process, updating officer terms, adding the Advancement Committee as a standing committee, and clarifying Executive Committee membership. The proposed bylaw amendments were approved by the Governance and Nominating Committee via email ballot completed on August 1. The Executive Committee was asked to approve the proposed amendments on behalf of the Board so that the updated bylaws could take effect immediately.

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

**VOTED** that the Executive Committee, on behalf of the Board of Regents pursuant to Board Bylaw 3.01, approves the proposed amendments to the bylaws of the National Museum of the American Latino Board of Trustees.

## APPOINTMENT OF CAMPAIGN CO-CHAIR TO THE ADVANCEMENT COMMITTEE

The Committee also reviewed the proposed appointment of Kathy Hopinkah Hannan, Ph.D., as Co-Chair of the Smithsonian Campaign for Our Shared Future and member of the Advancement Committee, for a term to coincide with the duties and responsibilities as co-chair of the Smithsonian Campaign. The appointment was considered separately because it would be an exception to the term limit of six (6) years outlined by the Advancement Committee Charter for non-Regent members. Ambassador Barrett noted that the Board has approved similar exceptions for Advancement Committee Chair and Campaign Co-Chair Christine Udvar-Hazy and the eight (8) current Co-Chairs of the Smithsonian Campaign for Our Shared Future. The proposed appointment was approved by the Governance and Nominating Committee via email ballot completed on August 1. The Executive Committee was asked to approve the motion on behalf of the Board so that the appointment could take effect immediately.

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

**VOTED** that the Executive Committee, on behalf of the Board of Regents pursuant to Board Bylaw 3.01, approves the appointment of Kathy Hopinkah Hannan, Ph.D. as Co-Chair of the Smithsonian Campaign for Our Shared Future and member of the Advancement Committee, for a term to coincide with the duties and responsibilities as Co-Chair of the Smithsonian Campaign, and requests that the Chancellor make the necessary appointment.

## REPORT OF THE SECRETARY

The Secretary updated the Committee on the state of the Smithsonian. He first briefed the Committee on the National Aeronautics and Space Administration's ("NASA's"), support of the Chandra X-ray Observatory. The Chandra X-ray Observatory is the world's most powerful X-ray telescope and is part of NASA's fleet of "Great Observatories" along with the Hubble Space Telescope, the Spitzer Space Telescope, and the now deorbited Compton Gamma Ray Observatory. The Smithsonian Astrophysical Observatory ("SAO") in Cambridge, Massachusetts, is responsible for the conduct of the day-to-day flight operations and science activities from the Operations Control Center and Chandra X-ray Center ("CXC") facilities. Secretary Bunch informed the Committee that NASA has expressed its intention to cut the project's budget as early as fiscal year 2025, which would necessitate the deorbiting of the Chandra X-ray Observatory and a significant reduction of SAO staff. The Committee discussed the significant impact that budget cuts would have on the Smithsonian's strategic plan goal to elevate science in the global discourse, specifically expanding our understanding of life on Earth and our place in the universe.

The Secretary also updated the Committee on site selection for the National Museum of the American Latino and the Smithsonian American Women's History Museum. Although the Board of Regents identified two optimal sites for the new museums in October 2022, legislative action is necessary before the Board could make its final designations. The Secretary shared that Congresswoman Nicole Malliotakis joined Representatives Judy Chu, Jenniffer González-Colón, and Tony Cárdenas in introducing H.R.9274, the Smithsonian History of American Women and Latino (SHAWL) Act, bipartisan

legislation that would build the two museums on the National Mall. The Committee discussed the importance of bipartisan support and language in the SHAWL Act related to museum content.

### EXECUTIVE SESSION

The Committee moved into an executive session at approximately 11:35 a.m. to discuss confidential business matters.

### ADJOURNMENT

With no other business to consider the meeting was adjourned at approximately 11:47 a.m. Respectfully submitted,

Barbara M. Barrett, Vice Chair

### EMAIL BALLOT

The Committee voted to approve the following motion via email ballot completed on June 12, 2024. The motion required approval by the Executive Committee, prior to the Board meeting in October.

**VOTED** that the Executive Committee, on behalf of the Board of Regents pursuant to Board Bylaw 3.01, approves the proposed facility rental of the National Museum of African American History and Culture at market rates for a personal social event by Secretary Lonnie G. Bunch III, 14th Secretary of the Smithsonian Institution and Founding Director of the Smithsonian’s National Museum of African American History and Culture.

### EMAIL BALLOT

The Committee also voted to approve the following motion via email ballot completed on August 2, 2024.

**VOTED** that the Executive Committee approves the requested non-profit board service on behalf of Porter N. Wilkinson, Counselor and Chief of Staff to the Board of Regents.