

MINUTES OF THE APRIL 3, 2017, 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, April 3, 2017. The Board conducted its second annual strategic meeting, which included a special morning program, an afternoon business meeting, and executive sessions at the Microsoft Innovation and Policy Center in Washington, D.C. Board Chair David M. Rubenstein welcomed Regents, staff, and guest participants and called the meeting to order at 8:35 a.m. Also present were Regents:

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| The Chief Justice ² | John Fahey |
| Senator John Boozman | Shirley Ann Jackson |
| Senator David Perdue | Robert P. Kogod |
| Representative Doris Matsui | Risa J. Lavizzo-Mourey |
| Ambassador Barbara M. Barrett | Michael Lynton |
| Steve Case, Vice Chair | John W. McCarter, Jr. |

Roger W. Ferguson, Jr., Nominated Regent
Michael Govan, Nominated Regent
Robert MacDonald, Smithsonian National Board Chair

The Vice President, Senator Patrick J. Leahy, Representative Tom Cole, and Representative Sam Johnson were unable to attend the meeting.

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

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| David J. Skorton, Secretary | Jennifer Ehlinger, Office of the Regents Senior Researcher & Writer (recorder) |
| Patricia Bartlett, Acting Assistant Secretary Education & Access | Marshall Emery, Director, National Postal Museum |
| Greg Bettwy, Chief of Staff to the Secretary | Rachel Goslins, ¹ Director, Arts & Industries Building |
| Jenn Brock, Manager of Board Relations, Rensselaer Polytechnic Institute | John Gray, Director, National Museum of American History |
| Deron Burba, ¹ Chief Information Officer | Cathy Helm, Inspector General |
| Melissa Chiu, ¹ Director, Hirshhorn Museum & Sculpture Garden | Albert Horvath, Under Secretary for Finance & Administration/Chief Financial Officer |
| John Dailey, ¹ Director, National Air and Space Museum | Kirk Johnson, Sant Director, National Museum of Natural History |
| Eduardo Diaz, ¹ Director, Smithsonian Latino Center | Dennis Kelly, ¹ Director, National Zoological Park |
| Derrick Dickey, Chief of Staff to Senator Perdue | Christine Kreamer, ¹ Acting Director, National Museum of African Art |
| Zully Dorr, Acting Assistant Secretary for Advancement | Richard Kurin, Acting Provost/Under Secretary for Museums & Research |
| Julie Eddy, Chief of Staff to Representative Matsui | |

¹ Participated in the morning program only

² Participated in the afternoon session only

John K. Lapiana, Deputy Under Secretary for
Finance & Administration/Acting Assistant
Secretary for Communications & External Affairs
Judith Leonard, General Counsel
Chris Liedel, President, Smithsonian Enterprise
Tony-Marie Higgins, Office of Senator Boozman
Era Marshall, Director for the Office of Equal
Employment and Minority Affairs
Michael Mason,¹ Director, Center for Folklife &
Cultural Heritage
Kevin McDonald, Senior Adviser to Senator Leahy
Adam Metallo,¹ Senior 3D Program Officer,
Office of the Chief Information Officer
Jeffrey P. Minear, Counselor to the Chief Justice
Steven Monfort,¹ Director, Smithsonian
Conservation Biology Institute
Sean Murphy, Chief of Staff to Representative
Cole
Julian Raby,¹ Dame Jillian Sackler Director, Arthur
M. Sackler Gallery & the Freer Gallery of Art

Ken Rahamin,¹ Mass Digitization Program Officer,
Office of the Chief Information Officer
Melissa Rasowsky,¹ Office of the Regents
Scheduler & Project Coordinator
Maura Reidy, Acting Director of Government
Relations
Vince Rossi,¹ Senior Program Officer, Office of the
Chief Information Officer
Kim Sajet,¹ Director, National Portrait Gallery
Myriam Springuel,¹ Director, Smithsonian
Institution Traveling Exhibition Service
Sherri Wheeler,¹ Director, Office of Visitor
Services
Porter N. Wilkinson, Chief of Staff to the Regents
Lori Yarrish, Acting Director,¹ Anacostia
Community Museum
Diane Zorich,¹ Director, Digitization Program
Office, Office of the Chief Information Office

MORNING SESSION

SMITHSONIAN NEXT: THE FUTURE OF TECHNOLOGY AT THE SMITHSONIAN

Welcome and Introduction of *Smithsonian Next*

The morning program, called *Smithsonian Next: The Future of Technology at the Smithsonian* (“Smithsonian Next”), began with a welcome on behalf of the Board delivered by Mr. Rubenstein. Following Mr. Rubenstein’s remarks, Policy Council for Microsoft Caroline Curtin welcomed participants on behalf of Microsoft. Regent Michael M. Lynton provided an overview of the technologies being presented. The goal of the program is to help Regents, directors, and Smithsonian leadership to better understand and experience a variety of technological devices and to discuss future possibilities for integrating these advances into the Smithsonian’s museums and research centers.

TECHNOLOGY DEMONSTRATIONS

Hands-on Demonstrations and Experiences of Technological Devices

Eight innovative companies — Autodesk, Facebook, Google, Microsoft, Nexus Studios, Novalia, SoftBank Robotics, and Sony Interactive Entertainment— showcased technological devices and interactive experiences relevant to museums and the visitor experience. Regents, directors, and Smithsonian leadership were able to experience the technology first-hand. Demonstrations featured robotic facilitation, 3D HD scanning and digitization, 3D printing of scanned objects, accessibility and artificial intelligence technologies, augmented reality experiences, interactive installations, interactive print experiences, touch-sensitive technology, and virtual reality gaming, among others.

CONVERSATIONS

Conversations and reflections about the Technology Experienced

Following the technology demonstrations, Regents, directors, Smithsonian leadership, and company participants were all invited to participate in moderated, open-ended conversations. Two discussion panels were assembled to lead conversations about the most promising applications for the Smithsonian and how museums can optimize their use of next-generation technology to enhance the visitor experience, amplify storytelling around exhibits, and increase visitor access to the Smithsonian.

Conversation One: Insights & Inspiration

Discussions about Technological Insights and Inspirations

Director of the Arts & Industries Building Rachel Goslins moderated the first conversation: *Insights & Inspirations*. Participants were asked to share their reactions toward the technologies presented and engage in a thoughtful conversation about how such platforms might be used to optimize the museum experience and increase visitor engagement, both in gallery and online.

Conversation Two: Storytelling in a 21st Century Museum

Discussions about Storytelling in Museums

Regent Michael Lynton moderated the second conversation: *Storytelling in a 21st Century Museum*. Participants discussed ways to balance digital integration strategies with content and how to harness technology's power to connect with and engage audiences.

INFORMAL LUNCH

Informal Networking Lunch

Following discussions, Regents, directors, Smithsonian leadership, and company representatives gathered for an informal lunch, to provide all participants with an opportunity to meet and casually engage in conversations about the morning program.

AFTERNOON SESSION

REGENTS' BUSINESS SESSION

Call to Order of the Afternoon Business Session

The Chancellor called the afternoon session to order at approximately 1:00 p.m., and Regents and Smithsonian leadership convened at Microsoft to conduct Smithsonian business. During the Regents' business session, directors and company representatives were invited to participate in guided tours on the National Mall featuring the collections of the National Museum of Natural History ("NMNH") and the *Yayoi Kusama: Infinity Mirrors* exhibition at the Hirshhorn Museum and Sculpture Garden.

REVIEW AND DISCUSSION OF THE SMITHSONIAN'S NEW STRATEGIC PLAN

Presentation of New Strategic Plan

Strategic Planning Committee Co-Chairs, Regent Dr. Shirley Ann Jackson and Sant Director of the National Museum of Natural History Dr. Kirk Johnson presented the Smithsonian's new strategic plan for 2017-2022 for the Board's review and consideration.

Work of the Strategic Planning Committee

The Board was briefed on the work of the Strategic Planning Committee, which was formed by the Secretary in September 2016 and charged with leading the effort to formulate and draft the Smithsonian’s new strategic plan. Since September, the Strategic Planning Committee has solicited valuable feedback from staff, volunteers, and other stakeholders from across the Smithsonian in order to identify unit and Institutional priorities for the next five years. The Committee formed teams and met with staff from every unit, including the Smithsonian Astrophysical Observatory in Massachusetts; the Cooper Hewitt, Smithsonian Design Museum; and the National Museum of the American Indian in New York; and the Smithsonian Tropical Research Institute in Panama. Additionally, 56 Smithsonian unit directors provided background information, responded to six strategic questions, and participated in panel sessions moderated by members of the Committee. In total, the Committee analyzed feedback from nearly one in every six Smithsonian employees and from all Smithsonian unit directors. The Committee has worked under an aggressive timeline to effectively gather and analyze data, which would be worked into the development and drafting of the new plan.

Review of New Plan

Dr. Jackson and Dr. Johnson presented the new plan, which is formed around seven strategic goals that shape the future of the Institution and build upon the Smithsonian’s strengths. The Board agreed that the new plan accurately reflects the Smithsonian’s goals, mission, and future strategic direction. Further, the Board provided perspectives on the Smithsonian’s role as a convener, as well as its perceived strengths, weaknesses, opportunities, and threats. The Board agreed that a strong communication and implementation plan will be essential for successful execution of the plan. Upon motion duly made and seconded, the Board provided approval for the Secretary and his designees to share the new strategic plan with key external stakeholders, including Office of Management and Budget and the United States Congress.

See attached Actions 2017.04.01 (Minutes of the Board of Regents, Appendix A).

The Board thanked Dr. Jackson and Dr. Johnson, on behalf of the entire Smithsonian, for rising to a very difficult challenge and successfully leading the charge to develop a truly outstanding plan that will effectively shape the Smithsonian’s future.

APPROVAL OF THE CONSENT AGENDA

Adoption of Consent Agenda

The Board reviewed the meeting’s Consent Agenda (“Agenda”). Procedures for the Board’s use of the Agenda mandate that an item will remain on the Agenda only by unanimous consent, and any Regent may ask the Office of the Regents to remove an item from the Agenda for discussion by providing three-days’ notice in advance of the scheduled Board meeting.

Action items on the April 3, 2017, meeting Agenda include: the appointment and reappointment of candidates to nine Smithsonian Advisory Boards; the proposed amendments to the bylaws of the National Museum of African American History and Culture Council; the approval of minutes from the January 30, 2017, Board meeting; and the approval of five proposed gift actions and one administrative action. 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 2017.04.02 (Minutes of the Board of Regents, Appendix A).

REPORT OF THE SECRETARY

Secretary Skorton updated the Board on the state of the Smithsonian.

Earth Optimism Summit

The Secretary briefed the Board on the first Earth Optimism Summit (“Summit”), to be hosted by the Smithsonian in its role as a convener on Earth Day weekend, April 21 through April 23. The Summit will include a three-day program, featuring more than 150 scientists, thought leaders, philanthropists, conservationists, and civic leaders, and will highlight the ideas and actions that are working in conservation and discuss potential methods to scale and replicate such actions. The Summit is organized by the Smithsonian Conservation Commons, which is a newly assembled team of conservation experts from the across the Smithsonian whose goal is to tackle complex conservation problems on a global scale. Members of the Conservation Commons hail from the Smithsonian’s Conservation Biology Institute, the National Zoological Park, the National Museum of Natural History, the Smithsonian Tropical Research Institute, and the Smithsonian Environmental Research Center. The Secretary encouraged Regents to attend and noted that the Summit speaker sessions would take place at the Ronald Reagan International Trade Center in Washington, D.C. and that Board Chair Mr. Rubenstein is expected to deliver remarks during the event.

Upcoming Exhibition

Next, the Secretary updated the Board on an upcoming exhibit at the Hirshhorn Museum and Sculpture Garden (“Hirshhorn”), *AI WeiWei: Trace*, scheduled to open on June 28, 2017. The exhibition explores issues around freedom of expression and human rights. The issues of persecution for speech and expression and the ubiquity of surveillance are tied to the artist’s own life experiences—like his imprisonment in China—and reappear as themes throughout his work. The Hirshhorn displayed his work in a 2012 retrospective that remains one of the museum’s best-attended exhibitions. Hirshhorn staff is coordinating closely with Smithsonian leadership and to take proactive steps to ensure the work is understood to be the personal expression of the artist, and to contextualize it within the larger world of contemporary art. The Secretary reminded the Board about the SD 603 review process and steps taken to evaluate potential risks.

Update on Personnel Searches

Lastly, the Secretary provided an update on the personnel searches across the Smithsonian. There are currently eight active searches underway, including the search for a Provost, Assistant Secretary for Education and Access, Assistant Secretary for Communications and External Affairs, Director of the Office of Government Relations, and the Director of the Museum of African Art. He also reported that 10 of the searches that were active when he arrives at the Smithsonian have now been filled. Most recently, Stephanie Stebich has been appointed the Director of the Smithsonian American Art Museum, succeeding Betsy Broun who retired from the Smithsonian last November. Stephanie currently serves as the Executive Director of the Tacoma Art Museum, a position she has held since 2005. She assumes her tenure the same day as the Regents' April 3, 2017, meeting.

REPORT OF THE GOVERNANCE AND NOMINATING COMMITTEE

Governance and Nominating Committee ("Committee") Chair Ambassador Barbara Barrett presented the report of the Committee's. Ambassador Barrett provided an update on the status of pending Regent appointments.

Update on Pending Regent Appointments

In January, the Board nominated Michael Govan and Roger W. Ferguson, Jr., to succeed Dr. Shirley Ann Jackson and Robert P. Kogod when their Regent terms come to an end on May 5, 2017. In January, the Board also re-nominated Steve Case for a second term as a Citizen Regent, as his current term is set to expire on April 25, 2017. Ambassador Barrett reminded the Board that Citizen Regents are appointed for a statutory term of six years by a Joint Resolution of the Congress, which is then signed into law by the President.

She reported that as of April 3, 2017, the U.S. Senate had passed all three appointments, which are now awaiting action from the U.S. House of Representatives ("House"). Mr. Govan, Mr. Ferguson, and Mr. Case all have upcoming meetings scheduled with the Committee on House Administration, which is the primary authorizing and oversight Committee for the Smithsonian in the House. Following approval by the House, the legislation will be sent to the President for signature. The Board expects that all three nominated regents will be formally appointed in time for the June 12, 2017, Regents' meeting.

Review of 2016 Self-Assessment Results

The Board then reviewed the results from its fiscal year 2016 annual self-assessment, which was circulated to the Board on February 9, 2017. Ambassador Barrett was pleased to report that the Office of the Regents had received 14 completed assessments from the 17 Regents on the Board, which brings the Regents very close to full participation. The assessment results indicated general agreement on the overall efficiency and effectiveness of the current governance structure. The Board agreed that more opportunities to participate in strategic discussions would advance Regent engagement and prove beneficial to the Smithsonian. The Board also expressed an interest in

participating in more off-site meetings held in Smithsonian locations other than the Castle, to better understand and experience more of the Smithsonian’s museums, research, and cultural centers.

EXECUTIVE SESSION: COMPENSATION MATTER

Proposed Special Act Award

The Board then entered into an executive session to discuss a compensation matter. Compensation and Human Resources Committee Chair John Fahey led the Board’s discussion regarding a proposed special act award for the Assistant Secretary for Advancement who will be retiring in the near-term. Upon motion duly made and seconded, the Board approved the Compensation and Human Resources Committee’s recommendation for the Assistant Secretary for Advancement.

See attached Actions 2017.04.03 (Minutes of the Board of Regents, Appendix A).

EXECUTIVE SESSION: “GATEKEEPER” REPORTS

“Gaterkeeper” Reports

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

ADJOURNMENT

Closing Reception at A&I

There being no further business to discuss, the meeting adjourned at approximately 2:55 p.m., after which Mr. Rubenstein, and the Secretary traveled to the Smithsonian Castle in Washington, D.C. to address questions from the media. Regents and Smithsonian leadership travelled to the National Mall to reconvene with directors and company representatives for a closing program at the Arts & Industries Building in Washington, D.C.

Respectfully submitted,

David J. Skorton
Secretary

APPENDIX A: ACTIONS OF THE APRIL 3, 2017, MEETING OF THE BOARD OF REGENTS

VOTED that the Board of Regents approved that the Secretary share the Smithsonian's new Strategic Plan for 2017-2022 with the Office of Management and Budget and with the United States Congress. [2017.04.01]

VOTED that the Board of Regents adopts the Consent Agenda, which constitutes the approval of all action items listed therein. [2017.04.02]

VOTED that the Board of Regents approves the minutes of the January 30, 2017, meeting of the Board of Regents.

VOTED that the Board of Regents approves the proposed amendments to the bylaws of the National Museum of African American History and Culture Council.

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

VOTED that the Board of Regents recognizes the generosity of Southwest Airlines Co. to the Smithsonian's National Air and Space Museum and names the *Southwest Airlines Welcome Center* for a period 10 years from the date that the recognition signage is installed.

VOTED that the Board of Regents recognizes the generosity of the Thomas W. Haas Foundation to the Smithsonian's National Air and Space Museum and names the *Thomas W. Haas We All Fly Gallery* for a period of 10 years from the date the Gallery opens to the public.

VOTED that the Board of Regents recognizes the generosity of the National Association of Realtors to the National Museum of American History and accepts the terms of the sponsorship agreement.

VOTED that the Board of Regents recognizes the generosity of the Taubman Foundation for the Arts to the National Museum of American History and names the *Nicholas and Eugenia Taubman Hall of Music*, for a period of 20 years from the date the space is opened to the public, or until the next major renovation, whichever occurs later.

VOTED that the Board of Regents recognizes the generosity of Dr. Coralyn Wright Whitney to the National Museum of Natural History and names the *Coralyn W. Whitney Basecamp* for a period of 20 years or until the next major renovation, whichever occurs later.

VOTED that the Board of Regents creates a quasi-endowment for the benefit of the Smithsonian American Art Museum to support stewardship of holdings by and related to Joseph and Robert Cornell in the Smithsonian American Art Museum's permanent collection and the Museum's Joseph Cornell Study Center. Further, voted that the Board of Regents authorizes the transfer of funds identified for this purpose.

VOTED that the Board of Regents approves the Compensation and Human Resources Committee's compensation recommendation for the Assistant Secretary for Advancement.
[2017.04.03]