

MINUTES OF THE APRIL 3, 2025, GOVERNANCE AND NOMINATING COMMITTEE MEETING

The Governance and Nominating Committee (“Committee”) of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) conducted a meeting on April 3, 2025. Participating were Committee Chair Roger W. Ferguson, Jr. and Committee members Representative Doris Matsui, Representative Adrian Smith, John Fahey, Michael M. Lynton, and Denise M. O’Leary.

Also present by invitation of the Committee were Deputy Chief of Staff to the Regents Kate Forester, Chief Legal Officer Jennifer McIntyre, and Counselor and Chief of Staff to the Regents Porter Wilkinson.

Korn Ferry consultant Divina Gamble also participated in the meeting.

CALL TO ORDER

Committee Chair Roger Ferguson called the meeting to order at 11:00 a.m.

EXECUTIVE SESSION

The Committee entered directly into an executive session with executive search firm Korn Ferry to discuss the search for new citizen Regents to succeed Barbara Barrett, John Fahey, Risa Lavizzo-Mourey, and Michael Lynton when their terms expire in 2026.

ADJOURNMENT

With no other business to consider the meeting was adjourned at approximately 11:30 a.m.

Respectfully submitted,

Roger W. Ferguson, Jr., Chair