MINUTES OF THE JULY **17, 2019, GOVERNANCE AND NOMINATING** COMMITTEE TELECONFERENCE MEETING

The Governance and Nominating Committee ("Committee") of the Board of Regents ("Board") of the Smithsonian Institution ("Smithsonian") convened a special telephonic meeting on July 17, 2019, conducted in executive session, to discuss the search for a new Regent. Participating were Committee Chair Ambassador Barbara M. Barrett and Committee members Representative John Shimkus, John Fahey, and Michael Lynton.

Also present by invitation of the Committee were Deputy Chief of Staff to the Regents Kate Forester; Senior Adviser to Senator Leahy, Kevin McDonald; and Chief of Staff to the Regents Porter Wilkinson. Russell Reynolds Associates consultants Kimberly Archer and Justus O'Brien also participated in the discussion on the search for a new Regent.

CALL TO ORDER

Committee Chair Ambassador Barbara M. Barrett called the meeting to order at 11:00 a.m.

EXECUTIVE SESSION: NEW REGENT SEARCH

The Committee immediately began an executive session to discuss the search for a new Regent and review a list of candidates provided by search firm Russell Reynolds Associates ("RRA"). The Committee has been working with RRA to identify prospective members to fill the upcoming vacancy for John McCarter when his term expires in March 2020.

ADJOURNMENT

There being no further business to consider, the meeting adjourned at approximately 12:00 p.m.

Respectfully submitted,

Ambassador Barbara M. Barrett, Chair