

## MINUTES OF THE MARCH 13, 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 videoconference meeting on March 13, 2025. Participating were Committee Chair Roger W. Ferguson, Jr. and Committee members Representative Doris Matsui, Representative Adrian Smith, John Fahey, and Denise M. O’Leary.

Also present by invitation of the Committee were Secretary Lonnie Bunch; Inspector General Nicole Angarella; Chief of Staff to the Secretary Greg Bettwy; Principal Deputy General Counsel Farleigh Earhart; Deputy Chief of Staff to the Regents Kate Forester; Special Assistant to the Regents Mallory Gianola (recorder); Under Secretary for Museums and Culture Kevin Gover; Chief of Staff to Representative Matsui, Jeremy Marcus; and Counselor and Chief of Staff to the Regents Porter Wilkinson.

Korn Ferry consultants Nels Olson and Dayna Keene also participated in the meeting.

### CALL TO ORDER

Committee Chair Roger Ferguson called the meeting to order at 1:00 p.m. and reviewed the agenda.

### REVIEW OF THE DECEMBER 2024 AND JANUARY 2025 COMMITTEE MEETING MINUTES

Upon motion duly made and seconded, the draft minutes of the December 12, 2024, and January 21, 2025, Committee meeting were approved.

### ADVISORY BOARD APPOINTMENTS AND REAPPOINTMENTS

The proposed slate of candidates to 11 Smithsonian Institution advisory boards was presented for the Committee’s consideration. Mr. Ferguson noted that for each respective advisory board, the unit director, the Under Secretary for Museums and Culture, the Assistant Secretary for Advancement, and the Secretary support the proposed appointment or reappointment of each candidate.

Upon motion duly made and seconded, the Governance and Nominating Committee approved the following motion for recommendation to the Board of Regents:

**VOTED** that the Governance and Nominating Committee recommends approval by the Board of Regents of the proposed slate of candidates for appointment or reappointment to 11 Smithsonian Institution Advisory Boards.

## EXHIBITION CALENDAR AND PUBLIC PROGRAMMING

Under Secretary for Museums and Culture Kevin Gover reported on public programming activities, reviewed the exhibition calendar, and provided an overview of recent Smithsonian Directive 603 (“SD603”) reviews – the Smithsonian’s internal review process for exhibitions, public programs, research, and educational content. Mr. Gover reviewed the *Body Transformed: Contemporary South Asian Photographs and Prints* exhibition at the National Museum of Asian Art. Mr. Gover also informed the Committee that the *First Do No Harm* exhibition at the National Museum of American History that was slated to open in April 2025, has been postponed. Mr. Gover also encouraged the Board to view the *InSight; Photos and Stories from the Archives* exhibition at the National Museum of the American Indian, when it opens in May 2025. The exhibition will feature images from the Archives Center at the National Museum of the American Indian and provide an intimate view of Indigenous lives across the Western Hemisphere and across time.

## DEACCESSIONS FROM THE NATIONAL MUSEUM OF ASIAN ART

Next, Mr. Gover briefed the Committee on proposed deaccessions in the collections of the National Museum of Asian Art (“NMAA”) Freer Gallery of Art and the Arthur M. Sackler Gallery. The proposed deaccessions met the criteria for deaccessioning established by the Smithsonian’s Collections Management Policy and the Committee agreed with management’s approach to the deaccessions. It was noted that the deaccessions did not require approval by the Board of Regents. Details of the NMAA deaccessions will remain confidential until publicly announced.

## REPORT OF THE SECRETARY

To conclude the open session, Secretary Bunch updated the Board on the state of the Smithsonian. The update focused on the status of the Institution’s federal appropriation and contingency planning to help offset potential reductions in federal funding. The Secretary reminded the Committee that the Smithsonian is currently operating under a Continuing Resolution (“CR”), which extends federal funding at fiscal year 2024 spending levels through midnight on March 14, 2025. Smithsonian leadership is closely monitoring the progress to pass a full-year FY 2025 appropriation and is prepared to handle a potential lapse in federal appropriations, including shutdown plans and restrictions on spending carryover funds. The Secretary also briefed the Committee on recent consultations with Congressional appropriators and the Office of Management and Budget regarding the fiscal year 2026 federal budget.

## EXECUTIVE SESSION

The Committee entered into an executive session at approximately 1:37 p.m. to discuss the Smithsonian operating environment and the new Regent search.

## ADJOURNMENT

There being no further business to consider, the meeting adjourned at approximately 2:40 p.m.

Respectfully submitted,

Roger W. Ferguson, Jr., Chair