

## **MINUTES OF THE MAY 7, 2025, MEETING OF THE COMPENSATION AND HUMAN RESOURCES COMMITTEE**

The Compensation and Human Resources Committee (“Committee”) of the Board of Regents (“Board”) of the Smithsonian Institution (“Smithsonian”) held a videoconference meeting on May 7, 2025. Participating were Committee Chair Michael Govan and Committee members Representative Carlos A. Giménez, Ambassador Barbara M. Barrett, Toni Bush, and Risa J. Lavizzo-Mourey.

Also present by invitation of the Committee were Inspector General Nicole Angarella; Chief of Staff to the Secretary Greg Bettwy; Director of the Office of Equal Employment and Supplier Diversity Aretha Carr; Under Secretary for Finance and Administration and Chief Financial Officer Ron Cortez; Deputy Chief of Staff to the Regents Kate Forester; Deputy Director for Talent Management Amelda Fuller; Special Assistant to the Regents Mallory Gianola (recorder); Director of the Office of Human Resources Antonio Guzmán; Chief Legal Officer Jennifer McIntyre; Deputy Director of Human Capital and Resource Management David Opkins; and Deputy Secretary and Chief Operating Officer Meroë Park.

### **CALL TO ORDER AND AGENDA REVIEW**

Committee Chair Michael Govan called the meeting to order at 2:00 p.m. and reviewed the agenda.

### **REVIEW OF THE JANUARY 15, 2025, COMMITTEE MEETING MINUTES**

Upon motion duly made and seconded, the draft minutes of the January 15, 2025, Committee meeting were approved.

### **COMMITTEE CHARTER REVIEW**

The Committee reviewed its Charter per its mandate to annually review and assess the Charter and evaluate the Committee’s performance with respect to the requirements of the Charter. No modifications to the Charter were proposed.

### **COMPENSATION APPROVAL PROCESS**

Chief of Staff to the Secretary Greg Bettwy provided an update on the compensation approval process. Mr. Bettwy informed the Committee that following direction provided by the Regents at the January 2025 Board meeting, management is reviewing the current senior-level compensation policies. This review will ensure the number of compensation decisions approved by the Committee and the full Board of Regents is manageable, to ensure proper oversight and comport with best practices. The Committee will continue to be updated as part of the annual compensation cycle.

## **EXECUTIVE SEARCHES**

Next, the Committee received an update on the progress of searches for seven vacant senior-level positions: Chief Information Officer; Director, Asian Pacific American Center; Director, National Museum of African American History and Culture; Director, Smithsonian American Art Museum; Director, Smithsonian Environmental Research Center; Director, Smithsonian Libraries and Archives; and Director, Smithsonian Traveling Exhibition Services and Smithsonian Affiliations.

## **EXECUTIVE SESSION**

The Committee moved into an Executive Session at approximately 2:29 p.m. to discuss confidential personnel and business matters.

## **ADJOURNMENT**

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

Respectfully submitted,

Michael Govan, Chair