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**Universal Service Administrative Company  
Executive Committee Quarterly Meeting  
Agenda**

<b>Thursday, January 23, 2014 11:00 a.m. – 12:30 p.m. Eastern Time USAC Offices 2000 L Street, N.W., Suite 200 Washington, D.C. 20036</b>
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**ACTION ITEMS**

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| <b>a1.</b> Approval of Executive Committee Meeting Minutes of October 24, 2013, November 19, 2013 and December 13, 2013, and Report of Executive Committee Action by Unanimous Consent                     |
| <b>a2.</b> Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Report – <b>Confidential</b> – <i>Executive Session Recommended</i><br><i>Same as aAC04cf</i> |
| <b>a3.</b> Approval of USAC 2013 Annual Report to the FCC and Congress<br><i>Same as iBOD08</i>  |
| <b>a4.</b> Miscellaneous. Solicit ideas for April 2014 Committee meeting agenda.   |

**INFORMATION ITEMS**

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| <b>i1.</b> Procurement Update – <b>Confidential</b> – <i>Executive Session Recommended</i><br><i>Same as iBOD09cf</i>  |
| <b>i2.</b> Quarterly Report on Universal Service Fund Contribution Matters – <b>Confidential</b> – <i>Executive Session Recommended</i><br><i>Same as iBOD08cf</i> |
| <b>i3.</b> FCC-USAC Executive Committee Quarterly Meeting Agenda – <b>Confidential</b> – <i>Executive Session Recommended</i>                                      |
| <b>i4.</b> Miscellaneous   |

**Next Scheduled USAC Executive Committee Meeting**

<b>Thursday, April 24, 2014 11:00 a.m. – 12:30 a.m. Eastern Time USAC Offices, Washington, D.C.</b>
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**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Thursday, January 23, 2014**

**MINUTES**

The quarterly meeting of the Executive Committee (Committee) of the Board of Directors (Board) of the Universal Service Administrative Company (USAC) was held at USAC's offices in Washington, D.C. on Thursday, January 23, 2014. Mr. Joel Lubin, Board Vice Chair, called the meeting to order at 11:01 a.m. Eastern Time with a quorum of five of the seven Committee members present:

Barash, Scott – Acting Chief Executive Officer  
Gillan, Joe – *by telephone*  
Jacobs, Ellis – Secretary – *by telephone*  
Jortner, Wayne – Treasurer – *by telephone*  
Lubin, Joel – Vice Chair – *by telephone*

Members of the Committee not present:

Campbell, Anne  
Talbot, Dr. Brian – Board Chair

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer  
Capozzi, David – General Counsel and Assistant Secretary  
Case, David – Vice President of Finance, Chief Financial Officer and Assistant Treasurer  
Noriega, Raquel – Member of the Board – *by telephone*  
Scott, Wayne – Vice President of Internal Audit

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Iversen, Eric	USAC
Nuzzo, Patsy	USAC
Spade, Gina – <i>by telephone</i>	FCC

**ACTION ITEMS**

- a1. Approval of Executive Committee Meeting Minutes of October 24, 2013, November 19, 2013 and December 13, 2013, and Report of Executive Committee Action by Unanimous Consent.** On a motion duly made and

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seconded, the Committee approved the minutes, as written, of the Executive Committee meetings of October 24, 2013, November 19, 2013 and December 13, 2013, and Report of Executive Committee Action by Unanimous Consent.

- a2. Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Report.** In accordance with the approved criteria and procedures for conducting USAC Board and committee business in *Executive Session*, Mr. Capozzi recommended that this matter be discussed in *Executive Session* because the report relates to *specific internal controls and/or confidential company data* that would constitute a discussion of internal rules and procedures.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that discussion of the USAC Internal Audit Division Fixed Assets and Administrative Assets Process Review labeled US2013OP003 shall be conducted in *Executive Session*.

- a3. Approval of USAC 2013 Annual Report to the FCC and Congress.** Mr. Iversen presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee approves the draft USAC 2013 Annual Report to the FCC and Congress as presented by USAC management and directs USAC management to provide a copy to the FCC and Congress by March 31, 2014, and further directs USAC management to provide each Board member with a copy of the final annual report. The USAC Executive Committee authorizes management to exercise appropriate editorial privilege and discretion in the preparation of the final report.

- a4. Miscellaneous. Solicit Ideas for the April 2014 Committee Meeting Agenda.** Mr. Lubin reminded Committee members that they may offer suggestions for agenda items at each quarterly meeting. Ideas may be submitted to Dr. Talbott, Mr. Lubin or Mr. Capozzi between quarterly meetings.

## **INFORMATION ITEMS**

- i1. Procurement Update.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that the discussion of the procurement matters associated with this item shall be conducted in *Executive Session*.

- i2. Quarterly Report on Universal Service Fund Contribution Matters.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this report relates to specific *internal controls, and/or confidential company data, and may also include pre-decisional matters pending before the FCC*. In addition, *47 C.F.R. § 54.711(b) requires USAC to keep all data obtained from contributors confidential*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the discussion of the quarterly report on USF contribution matters shall be conducted in *Executive Session*.

- i3. FCC-USAC Executive Committee Quarterly Meeting Agenda.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration, pre-decisional matters pending before the FCC, and may also include discussion of personnel matters and attorney/client privileged communications*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that discussion of the FCC-USAC Executive Committee quarterly meeting agenda shall be conducted in *Executive Session*.

At 11:10 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

## **EXECUTIVE SESSION**

- a2. Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Report.** Mr. Scott presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee, having reviewed the USAC Internal Audit Division (IAD) Fixed Assets and Administrative Assets Process Review report labeled US2013OP003, hereby accepts the recommendation of USAC management and recommends to the USAC Audit Committee that it be deemed final.

- i1. Procurement Update.** Mr. Belden presented this item for discussion.
- i2. Quarterly Report on Universal Service Fund Contribution Matters.** Mr. Case presented this item for discussion.
- i3. FCC-USAC Executive Committee Quarterly Meeting Agenda.** Mr. Barash presented this item for discussion.

At 11:37 a.m. Eastern Time, on a motion duly made and seconded, the Committee adjourned from *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Lubin reported that in *Executive Session*, the Committee voted on item a2 and discussed items i1, i2 and i3 above. On a motion duly made and seconded, the Committee adjourned at 11:39 a.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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**Universal Service Administrative Company  
Executive Committee Meeting  
Agenda**

**Wednesday, March 26, 2014  
4:00 p.m. – 5:00 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

**ACTION ITEMS**

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|------------|--|
| <b>a1.</b> | Consideration of Contract Award for Core Switch Replacement at USAC's Co-location 2 Data Center – <b><i>Confidential – Executive Session Recommended</i></b> |
| <b>a2.</b> | Consideration of Contract Award for VMware Software Licenses and Support Renewal – <b><i>Confidential – Executive Session Recommended</i></b>                |
| <b>a3.</b> | Consideration of Contract Modification USAC Internal Audit Division Statistician Services – <b><i>Confidential – Executive Session Recommended</i></b>       |
| <b>a4.</b> | Consideration of Revision to USAC's Travel and Expense Policy – <b><i>Confidential – Executive Session Recommended</i></b>                                   |

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, April 24, 2014  
11:00 a.m. – 12:30 a.m. Eastern Time  
USAC Offices, Washington, D.C.**

**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Wednesday, March 26, 2014**

**MINUTES**

A meeting of the Executive Committee (Committee) of the Board of Directors (Board) of the Universal Service Administrative Company (USAC) was held at USAC's offices in Washington, D.C. on Wednesday, March 26, 2014. Dr. Brian Talbott, Board Chair, called the meeting to order at 4:04 p.m. Eastern Time, with five of the seven Committee members present:

Belden, Richard – Interim CEO	Jortner, Wayne – Treasurer – <i>by telephone</i>
Campbell, Anne – <i>by telephone</i>	Lubin, Joel – Vice Chair – <i>by telephone</i>
Jacobs, Ellis – Secretary – <i>by telephone</i>	

Members of the Committee not present:

Gillan, Joseph  
Talbott, Dr. Brian, Chair

Other Members of the Board and officers of the corporation present:

Capozzi, David – Acting General Counsel and Assistant Secretary  
Case, David – Vice President of Finance, Chief Financial Officer and Assistant Treasurer

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Nuzzo, Patsy	USAC

**ACTION ITEMS**

- a1. Consideration of Contract Award for Core Switch Replacement at USAC's Co-location 2 Data Center.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

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**RESOLVED**, that the USAC Executive Committee determines that consideration of the recommended contract award shall be conducted in *Executive Session*.

- a2. Consideration of Contract Award for VMware Software Licenses and Support Renewal.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that consideration of the recommended contract award shall be conducted in *Executive Session*.

- a3. Consideration of Contract Modification for USAC Internal Audit Division Statistician Services.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that consideration of the recommended contract modification shall be conducted in *Executive Session*.

- a4. Consideration of Revisions to USAC's Travel and Expense Policy.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the Executive Committee determines that consideration of revisions of USAC's Travel and Expense Policy shall be conducted in *Executive Session*.

At 4:06 p.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.



## **EXECUTIVE SESSION**

- a1. Consideration of Contract Award for Core Switch Replacement at USAC's Co-location 2 Data Center.** Mr. Belden presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to award a contract to purchase core switch replacement hardware and support from Advanced Computer Concepts for USAC's Co-location 2 data center for the firm fixed price of \$111,032.30, plus \$6,661.94 in applicable sales tax, for a total of \$117,694.24.

- a2. Consideration of Contract Award for VMware Software Licenses and Support Renewal.** Mr. Belden presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to award a contract to purchase VMware software licenses and support renewals from Intelligent Decisions, Inc. for the firm fixed price of \$255,634.63, plus \$14,698.99 in applicable sales tax for a total of \$270,333.62, subject to obtaining any necessary FCC approvals.

- a3. Consideration of Contract Modification for USAC Internal Audit Division Statistician Services.** Mr. Belden presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to modify the existing contract with A. Richard Bolstein, LLC, entered into in October 2011, to increase contract labor by 100 hours and contract costs by \$30,000, resulting in a new total contract price of \$122,832.00.

- a4. Consideration of Revision to USAC's Travel and Expense Policy.** Mr. Belden presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

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**RESOLVED**, that the USAC Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to modify the USAC Travel and Expense policy to allow the USAC CEO to provide written approval for exceptions to the policy on an as needed basis as set forth in the issue paper.

On a motion duly made and seconded, the Committee recessed from *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Lubin reported that in *Executive Session*, the Committee discussed and took action on items a1, a2, a3 and a4 above. On a motion duly made and seconded, the Committee adjourned at 4:21 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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**Universal Service Administrative Company  
Executive Committee Meeting  
Agenda**

**Friday, April 4, 2014  
11:00 a.m. – 12:00 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

<b><u>LEAD</u></b>	<b><u>ACTION ITEMS</u></b>
Dave Capozzi	<b>a1.</b> Consideration of Contract Award for Executive Search Firm – <i>Confidential – Executive Session Recommended</i>

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, April 24, 2014  
11:00 a.m. – 12:30 a.m. Eastern Time  
USAC Offices, Washington, D.C.**

**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Friday, April 4, 2014**

**MINUTES**

A meeting of the Executive Committee (Committee) of the Board of Directors (Board) of the Universal Service Administrative Company (USAC) was held at USAC's offices in Washington, D.C. on Friday, April 4, 2014. Dr. Brian Talbott, Board Chair, called the meeting to order at 11:02 a.m. Eastern Time, with five of the seven Committee members present:

Campbell, Anne – *by telephone*  
Gillan, Joe – *by telephone*  
Jortner, Wayne – Treasurer – *by telephone*

Lubin, Joel – Vice Chair – *by telephone*  
Talbott, Dr. Brian – Vice Chair

Members of the Committee not present:

Belden, Richard – Interim CEO  
Jacobs, Ellis – Secretary

Other Members of the Board and officers of the corporation present:

Capozzi, David – Acting General Counsel and Assistant Secretary  
Noriega, Raquel – Member of the Board

There were no other attendees at the meeting:

**ACTION ITEMS**

- a1. Consideration of Contract Award for Executive Search Firm.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration* and this matter is subject to the *attorney/client privilege*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that consideration of the recommended contract award shall be conducted in *Executive Session*.

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At 11:05 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

### **EXECUTIVE SESSION**

- a1. Consideration of Contract Award for Executive Search Firm.** Mr. Capozzi presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to award a contract, consistent with the terms set forth in the issue paper, to Korn Ferry to assist the USAC Board in identifying candidates and hiring a new CEO.

On a motion duly made and seconded, the Committee recessed from *Executive Session* and immediately reconvened in *Open Session*, at which time Dr. Talbott reported that in *Executive Session*, the Committee discussed and took action on item a1 above. On a motion duly made and seconded, the Committee adjourned at 11:14 a.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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**Universal Service Administrative Company  
Executive Committee Quarterly Meeting  
Agenda**

<b>Thursday, April 24, 2014 11:00 a.m. – 12:30 p.m. Eastern Time USAC Offices 2000 L Street, N.W., Suite 200 Washington, D.C. 20036</b>
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<b><u>ACTION ITEMS</u></b>
<b>a1.</b> Approval of Executive Committee Meeting Minutes of January 23, 2014, March 26, 2014 and April 4, 2014
<b>a2.</b> Action on One USAC Internal Audit Division USAC Finance Division Operational Audit Report – <b>Confidential &amp; Proprietary</b> – <i>Executive Session Recommended</i> <i>Same as aAC05cf</i>
<b>a3.</b> Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Follow-up Report – <b>Confidential</b> – <i>Executive Session Recommended</i> <i>Same as aAC06cf</i>
<b>a4.</b> Miscellaneous. Solicit ideas for July 2014 Committee meeting agenda.

<b><u>INFORMATION ITEMS</u></b>
<b>i1.</b> Procurement Update – <b>Confidential</b> – <i>Executive Session Recommended</i> <i>Same as iBOD07cf</i>
<b>i2.</b> Quarterly Report on Universal Service Fund Contribution Matters – <b>Confidential</b> – <i>Executive Session Recommended</i> <i>Same as iBOD06cf</i>
<b>i3.</b> FCC-USAC Executive Committee Quarterly Meeting Agenda – <b>Confidential</b> – <i>Executive Session Recommended</i>
<b>i4.</b> Miscellaneous

**Next Scheduled USAC Executive Committee Meeting**

<b>Thursday, July 24, 2014 11:00 a.m. – 12:30 a.m. Eastern Time USAC Offices, Washington, D.C.</b>
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**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Thursday, April 24, 2014**

**MINUTES**

The quarterly meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Thursday, April 24, 2014. Dr. Brian Talbott, Board Chair, called the meeting to order at 11:02 a.m. Eastern Time with a quorum of six of the seven Committee members present:

Belden, Richard – Chief Operating Officer and Interim Chief Executive Officer  
Campbell, Anne – *by telephone*  
Gillan, Joe – *by telephone*  
Jacobs, Ellis – Secretary – *by telephone*  
Lubin, Joel – Vice Chair – *by telephone*  
Talbot, Dr. Brian – Board Chair – *by telephone*

Members of the Committee not present:

Jortner, Wayne – Treasurer

Other Board members and officers of the corporation present:

Capozzi, David – General Counsel and Assistant Secretary  
Case, David – Vice President of Finance, Chief Financial Officer and Assistant Treasurer  
Noriega, Raquel – Member of the Board – *by telephone*  
Schell, Julie Tritt – Member of the Board – *by telephone*  
Scott, Wayne – Vice President of Internal Audit – *by telephone*

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Nuzzo, Patsy	USAC
Salvator, Charles	USAC
Spade, Gina – <i>by telephone</i>	FCC

## **ACTION ITEMS**

- a1. Approval of Executive Committee Meeting Minutes of January 23, 2014, March 26, 2014 and April 4, 2014.** On a motion duly made and seconded, the Committee approved the minutes, as written, of the Executive Committee meetings of January 23, 2014, March 26, 2014 and April 4, 2014.
- a2. Action on One USAC Internal Audit Division USAC Finance Division Operational Audit Report.** In accordance with the approved criteria and procedures for conducting USAC Board and committee business in *Executive Session*, Mr. Capozzi recommended that this matter be discussed in *Executive Session* because the report relates to *specific internal controls and/or confidential company data* that would constitute a discussion of internal rules and procedures.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that discussion of the USAC Internal Audit Division Business Continuity Management audit report labeled US2013OP001 shall be conducted in *Executive Session*.

- a3. Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Follow-up Report.** In accordance with the approved criteria and procedures for conducting USAC Board and committee business in *Executive Session*, Mr. Capozzi recommended that this matter be discussed in *Executive Session* because the report relates to *specific internal controls and/or confidential company data* that would constitute a discussion of internal rules and procedures.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that discussion of the USAC Internal Audit Division Identification and Authentication Follow-Up Audit Report labeled US2013FL004 shall be conducted in *Executive Session*.

- a4. Miscellaneous. Solicit Ideas for the July 2014 Committee Meeting Agenda.** Dr. Talbott reminded Committee members that they may offer suggestions for agenda items at each quarterly meeting. Ideas may be submitted to Dr. Talbott, Mr. Lubin or Mr. Capozzi between quarterly meetings.

## **INFORMATION ITEMS**

- i1. Procurement Update.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session*



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because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that the discussion of the procurement matters associated with this item shall be conducted in *Executive Session*.

- i2. **Quarterly Report on Universal Service Fund Contribution Matters.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this report relates to specific *internal controls, and/or confidential company data, and may also include pre-decisional matters pending before the FCC*. In addition, *47 C.F.R. § 54.711(b) requires USAC to keep all data obtained from contributors confidential*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the discussion of the quarterly report on USF contribution matters shall be conducted in *Executive Session*.

- i3. **FCC-USAC Executive Committee Quarterly Meeting Agenda.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration, pre-decisional matters pending before the FCC, and may also include discussion of personnel matters and attorney/client privileged communications*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee determines that discussion of the FCC-USAC Executive Committee quarterly meeting agenda shall be conducted in *Executive Session*.

At 11:06 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

## **EXECUTIVE SESSION**

- a2. Action on One USAC Internal Audit Division USAC Finance Division Operational Audit Report.** Mr. Salvator, Director of Internal Audit, presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Audit Committee, having reviewed the USAC Internal Audit Division (IAD) Business Continuity Management audit report labeled US2013OP001, accepts the recommendations of the USAC Executive Committee and USAC management and hereby deems the report final.

- a3. Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Follow-up Report.** Mr. Salvator presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Audit Committee, having reviewed the USAC Internal Audit Division Identification and Authentication Follow-Up Audit Report labeled US2013FL004, accepts the recommendations of the USAC Executive Committee and USAC management, and hereby deems the report final.

- i1. Procurement Update.** Mr. Belden presented this item for discussion.
- i2. Quarterly Report on Universal Service Fund Contribution Matters.** Mr. Case presented this item for discussion.

At 11:25 a.m. Eastern Time, the Committee continued in Executive Session with only officers and members of the Board present.

- i3. FCC-USAC Executive Committee Quarterly Meeting Agenda.** Dr. Talbott presented this item for discussion.

At 12:00 p.m. Eastern Time, on a motion duly made and seconded, the Committee adjourned from *Executive Session* and immediately reconvened in *Open Session*, at which time Dr. Talbott reported that in *Executive Session*, the Committee voted on items a2 and a3 and discussed items i1, i2 and i3 above. On a motion duly made and seconded, the Committee adjourned at 12:01 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

To expedite navigation, please use the bookmarks located in the Navigation Pane.

**Universal Service Administrative Company  
Executive Committee Meeting  
Agenda**

<p><b>Wednesday, May 28, 2014</b> <b>4:00 a.m. – 5:00 p.m. Eastern Time</b> <b>USAC Offices</b> <b>2000 L Street, N.W., Suite 200</b> <b>Washington, D.C. 20036</b></p>
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<b><u>ACTION ITEMS</u></b>	
<b>a1.</b>	Consideration of Approval to Reimburse Board Members to Attend an Event Other than a USAC Board or Committee Meeting
<b>a2.</b>	Consideration of Contract Award for Beneficiary and Contributor Auditing Services – <i>Confidential – Executive Session Recommended</i>
<b>a3.</b>	Consideration of a Contract Award for Information Technology Temporary Staffing – <i>Confidential – Executive Session Recommended</i>
<b>a4.</b>	Consideration of Contract Award for Oracle Software Licenses and Support Renewal – <i>Confidential – Executive Session Recommended</i>

**Next Scheduled USAC Executive Committee Meeting**

<p><b>Thursday, July 24, 2014</b> <b>11:00 a.m. – 12:30 a.m. Eastern Time</b> <b>USAC Offices, Washington, D.C.</b></p>
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**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Wednesday, May 28, 2014**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Wednesday, May 28, 2014. Dr. Brian Talbott, Board Chair, called the meeting to order at 4:01 p.m. Eastern Time, with all seven Committee members present:

Belden, Richard – Chief Operating Officer and Interim Chief Executive Officer – <i>by telephone</i>	Jortner, Wayne – Treasurer – <i>by telephone</i>
Campbell, Anne – <i>by telephone</i>	Lubin, Joel – Vice Chair – <i>by telephone</i>
Gillan, Joseph – <i>by telephone</i>	Talbott, Dr. Brian – Chair – <i>by telephone</i>
Jacobs, Ellis – Secretary – <i>by telephone</i>	

Other Board members and officers of the corporation present:

Capozzi, David – General Counsel and Assistant Secretary  
Case, David – Vice President of Finance, Chief Financial Officer and Assistant Treasurer  
Mason, Ken – Member of the Board  
Scott, Wayne – Vice President, Internal Audit Division

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Nuzzo, Patsy	USAC

**ACTION ITEMS**

- a1. Consideration of Approval to Reimburse Board Members to Attend an Event Other than a USAC Board or Committee Meeting.** Mr. Capozzi presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that in accordance with the *Procedures for Requesting Approval and Reimbursing a Member of the Board of Directors for Expenses Incurred in Conducting USAC Business other than Board of Directors Meetings* approved by the USAC Board of Directors, the USAC Board of

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Directors authorizes management to reimburse those Board members who travel to Washington, D.C. for the purpose of interviewing candidates for the USAC Chief Executive Officer position.

- a2. Consideration of Contract Award for Beneficiary and Contributor Auditing Services.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee determines that consideration of this procurement matter shall be conducted in *Executive Session*.

- a3. Consideration of a Contract Award for Information Technology Temporary Staffing.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee determines that consideration of this procurement matter shall be conducted in *Executive Session*.

- a4. Consideration of Contract Award for Oracle Software Licenses and Support Renewal.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee determines that consideration of this procurement matter shall be conducted in *Executive Session*.

At 4:07 p.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

**EXECUTIVE SESSION**

To expedite navigation, please use the bookmarks located in the Navigation Pane.

**a2. Consideration of Contract Award for Beneficiary and Contributor Auditing Services.** Mr. Case presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to procure the beneficiary and contributor auditing services described in this briefing paper from the following firms: KPMG, Grant Thornton, Cotton & Company, Moss Adams, PricewaterhouseCoopers, BCA Watson Rice, DP George, and Williams Adley.

**a3. Consideration of a Contract Award for Information Technology Temporary Staffing.** Mr. Case presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to procure information technology temporary staffing services through indefinite quantity, indefinite delivery contracts with Manpower, 4Consulting, Ampcus, Computech, Hire Strategy, Mindlance and Powersolv for a one-year base period, plus two one-year renewal options, for total contract terms of three years.

**a4. Consideration of Contract Award for Oracle Software Licenses and Support Renewal.** Mr. Case presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to award a contract to purchase Oracle renewals from Oracle for the firm fixed price of \$317,371.92, plus \$18,248.89 in applicable sales tax for a total of \$335,620.80.

On a motion duly made and seconded, the Committee recessed from *Executive Session* and immediately reconvened in *Open Session*, at which time Dr. Talbott reported that in *Executive Session*, the Committee discussed and took action on items a2, a3 and a4 above. On a motion duly made and seconded, the Committee adjourned at 4:31 p.m. Eastern Time.

/s/ David A. Capozzi

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Assistant Secretary

To expedite navigation, please use the bookmarks located in the Navigation Pane.

**Universal Service Administrative Company  
Executive Committee Meeting  
Agenda**

**Tuesday, June 17, 2014  
12:00 p.m. – 1:30 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

<b><u>LEAD</u></b>	<b><u>ACTION ITEMS</u></b>
Charlie Ingersoll	<b>a1.</b> Consideration of Candidates for USAC Chief Executive Officer – <i>Confidential – Executive Session Recommended – Personnel Matter – Contains Highly Confidential, Sensitive Information</i>

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, July 24, 2014  
11:00 a.m. – 12:30 a.m. Eastern Time  
USAC Offices, Washington, D.C.**



**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Tuesday, June 17, 2014**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Tuesday, June 17, 2014. Dr. Brian Talbott, Board Chair, called the meeting to order at 12:05 p.m. Eastern Time, with six of the seven Committee members present:

Campbell, Anne – <i>by telephone</i>	Jortner, Wayne – Treasurer – <i>by telephone</i>
Gillan, Joseph – <i>by telephone</i>	Lubin, Joel – Vice Chair – <i>by telephone</i>
Jacobs, Ellis – Secretary – <i>by telephone</i>	Talbott, Dr. Brian – Chair – <i>by telephone</i>

Committee members not in attendance:

Belden, Richard – Chief Operating Officer and Interim Chief Executive Officer

Other Board members and officers of the corporation present:

Capozzi, David – General Counsel and Assistant Secretary  
Feiss, Geoff – Member of the Board  
Jones, Rochelle – Member of the Board  
Noriega, Raquel – Member of the Board  
Schell, Julie Tritt – Member of the Board

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Ingersoll, Charlie	Korn Ferry
Nuzzo, Patsy	USAC
Williams, Alex	Korn Ferry

**ACTION ITEMS**

- a1. Consideration of Candidates for USAC Chief Executive Officer.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this is a *personnel matter*.

On a motion duly made and seconded, the Committee adopted the following resolution:

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**RESOLVED**, that the USAC Board of Directors Executive Committee determines that consideration of this personnel matter shall be conducted in *Executive Session*.

At 12:08 p.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential item noted above.

### **EXECUTIVE SESSION**

**a1. Consideration of Candidates for USAC Chief Executive Officer.** Dr. Talbott and Mr. Ingersoll presented this item for discussion, including the names of candidates for consideration by the Committee.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee hereby selects the individuals identified by the Committee during discussion to be interviewed by the Board for the USAC Chief Executive Officer position.

On a motion duly made and seconded, the Committee recessed from *Executive Session* and immediately reconvened in *Open Session*, at which time Dr. Talbott reported that in *Executive Session*, the Committee discussed and took action on item a1 above. On a motion duly made and seconded, the Committee adjourned at 1:20 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

**Universal Service Administrative Company  
Executive Committee Quarterly Meeting  
Agenda**

**Thursday, July 24, 2014  
11:00 a.m. – 12:30 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

**OPEN SESSION**

*Action Items*

- a1.** Consent Items (each available for discussion upon request):
- A.** Approval of Executive Committee Meeting Minutes of April 24, 2014, May 28, 2014 and June 17, 2014
  - B.** Approval of moving all *Executive Session* items into *Executive Session*

- a2.** Miscellaneous

*Information Items*

- i1.** Miscellaneous. Solicit ideas for October 2014 Committee meeting agenda.

**EXECUTIVE SESSION**

*Action Items*

*Information Items*

- i2.** Procurement Update – **Confidential** – *Executive Session Recommended*  
*Same as iBOD11cf*
- i3.** Quarterly Report on Universal Service Fund Contribution Matters – **Confidential** –  
*Executive Session Recommended*  
*Same as iBOD10cf*
- i4.** FCC-USAC Executive Committee Quarterly Meeting Agenda – **Confidential** – *Executive Session Recommended*
- i5.** Consideration of an Extension to the 2008 FCC-USAC Memorandum of Understanding –  
**Confidential & Proprietary** – *Executive Session Recommended*  
*Same as aBOD06cf*

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, October 23, 2014  
11:00 a.m. – 12:30 p.m.  
USAC Offices, Washington, D.C.**

**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Thursday, July 24, 2014**

**MINUTES**

The quarterly meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Thursday, April 24, 2014. Dr. Brian Talbott, Board Chair, called the meeting to order at 11:03 a.m. Eastern Time with a quorum of all seven Committee members present:

Belden, Richard – Chief Operating Officer and Interim Chief Executive Officer  
Campbell, Anne – *by telephone*  
Gillan, Joe – *by telephone*  
Jacobs, Ellis – Secretary – *by telephone*  
Jortner, Wayne – Treasurer – *by telephone*  
Lubin, Joel – Vice Chair – *by telephone*  
Talbot, Dr. Brian – Board Chair – *by telephone*

Other Board members and officers of the corporation present:

Capozzi, David – General Counsel and Assistant Secretary  
Mason, Ken – Member of the Board – *by telephone*  
Noriega, Raquel – Member of the Board – *by telephone*  
Schell, Julie Tritt – Member of the Board – *by telephone*

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Hill, Bill	FCC
Nuzzo, Patsy	USAC

**OPEN SESSION**

**Action Items**

**a1. Consent Items.**

- A. Approval of Executive Committee Meeting Minutes of April 24, 2014, May 28, 2014 and June 17, 2014.
- B. Approval of moving into ***Executive Session*** agenda items:
  - (1) i1 – Procurement Update. USAC management recommends that discussion of this item be conducted in ***Executive Session*** because this matter relates to USAC's ***procurement strategy and contract administration***.
  - (2) i2 – Quarterly Report on Universal Service Fund Contribution Matters. USAC management recommends that discussion of this

item be conducted in *Executive Session* because this report relates to specific *internal controls, and/or confidential company data, and may also include pre-decisional matters pending before the FCC*. In addition, *47 C.F.R. § 54.711(b) requires USAC to keep all data obtained from contributors confidential*.

- (3) i4 – FCC-USAC Executive Committee Quarterly Meeting Agenda. USAC management recommends that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration, pre-decisional matters before the FCC, and may also include discussion of personnel matters and attorney/client privileged communications*.
- (4) i5 – Discussion of FCC-USAC Memorandum of Understanding. USAC management recommends that discussion of this item be conducted in *Executive Session* because it involves *attorney/client privileged communications*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee hereby approves the Committee meeting minutes of April 24, 2014, May 28, 2014 and June 17, 2014; and discussion in *Executive Session* of the Quarterly Procurement Update, Report on Universal Service Fund Contribution Matters, the FCC-USAC Executive Committee meeting agenda and the FCC-USAC Memorandum of Understanding.

At 11:05 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

## **EXECUTIVE SESSION**

### **Information Items**

- i2. Procurement Update.** Mr. Belden presented this item for discussion.
- i3. Quarterly Report on Universal Service Fund Contribution Matters.** Mr. Belden presented this item for discussion.
- i4. FCC-USAC Executive Committee Quarterly Meeting Agenda.** Dr. Talbott presented this item for discussion.
- i5. Consideration of an Extension to the 2008 FCC-USAC Memorandum of Understanding.** Mr. Belden presented this item for discussion.

At 11:38 a.m. Eastern Time, on a motion duly made and seconded, the Committee adjourned from *Executive Session* and immediately reconvened in *Open Session*, at which time Dr. Talbott reported that in *Executive Session*, the Committee discussed items i2, i3, i4 and i5 above. On a motion duly made and seconded, the Committee

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adjourned at 11:40 a.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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**Universal Service Administrative Company  
Executive Committee Meeting  
Agenda**

**Friday, October 3, 2014  
2:00 p.m. – 3:00 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

**ACTION ITEMS**

- |            |   |
|------------|---|
| <b>a1.</b> | Consideration of Contract Award for Security Information and Event Manager (SIEM) Tech Refresh – <i>Executive Session Recommended</i> |
| <b>a2.</b> | Consideration of Contract Modification for Internal Audit Division Statistician Services – <i>Executive Session Recommended</i>       |
| <b>a3.</b> | Consideration of Revised USAC Office Space Plan and Authorization to Execute a Lease – <i>Executive Session Recommended</i>           |
| <b>a4.</b> | Consideration of Contract Award for EMC Avamar Backup Solution – <i>Executive Session Recommended</i>                                 |

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, October 23, 2014  
11:00 a.m. – 12:30 a.m. Eastern Time  
USAC Offices, Washington, D.C.**

**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Friday, October 3, 2014**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Friday, October 3, 2014. Mr. Joel Lubin, Board Vice Chair, called the meeting to order at 2:03 p.m. Eastern Time, with five of the seven Committee members present:

Campbell, Anne – <i>by telephone</i>	Jortner, Wayne – Treasurer – <i>by telephone</i>
Henderson, Chris – Chief Executive Officer	Lubin, Joel – Vice Chair – <i>by telephone</i>
Jacobs, Ellis – Secretary – <i>by telephone</i>	

Members of the Committee not present:

Gillan, Joseph  
Talbot, Dr. Brian – Chair

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer  
Capozzi, David – General Counsel and Assistant Secretary  
Case, David – Vice President of Finance, Chief Financial Officer and Assistant Treasurer  
Schell, Julie Tritt – Member of the Board  
Scott, Wayne – Vice President, Internal Audit Division  
Trew, Anne Marie – Interim Vice President and Chief Information Officer

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Nuzzo, Patsy	USAC

**ACTION ITEMS**

- a1. Consideration of Contract Award for Security Information and Event Manager (SIEM) Tech Refresh.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session*



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because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the Executive Committee determines that consideration of the recommended procurement matter shall be conducted in *Executive Session*.

- a2. Consideration of Contract Modification for Internal Audit Division Statistician Services.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee determines that consideration of this procurement matter shall be conducted in *Executive Session*.

- a3. Consideration of Revised USAC Office Space Plan and Authorization to Execute a Lease.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee determines that consideration of this procurement matter shall be conducted in *Executive Session*.

- a4. Consideration of Contract Award for EMC Avamar Backup Solution.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

On a motion duly made and seconded, the Committee adopted the following resolution:

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**RESOLVED**, that the USAC Board of Directors Executive Committee determines that consideration of this procurement matter shall be conducted in *Executive Session*.

At 2:05 p.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

### **EXECUTIVE SESSION**

- a1. Consideration of Contract Award for Security Information and Event Manager (SIEM) Tech Refresh.** Mr. Case presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to award a contract to purchase a security information and event manager (SIEM) tech refresh from AccessIT Group, Inc. for the firm fixed price of \$215,503.

- a2. Consideration of Contract Modification for Internal Audit Division Statistician Services.** Mr. Belden presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to increase the contract labor hours by 100 hours and contract costs by \$30,000 for the contract with A. Richard Bolstein, LLC, resulting in a revised total not to exceed price of \$152,832.

- a3. Consideration of Revised USAC Office Space Plan and Authorization to Execute a Lease.** Mr. Belden presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes USAC management to proceed with leasing the additional office space at 2000 L Street, NW, Washington D.C., subject to obtaining any necessary FCC approvals.

- a4. Consideration of Contract Award for EMC Avamar Backup Solution.** Mr. Case presented this item for discussion.

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On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to award a contract to purchase the EMC Avamar Backup Solution for the firm fixed price of \$221,456 plus \$9,956 in applicable sales tax for a total firm fixed price of \$231,412.

On a motion duly made and seconded, the Committee recessed from *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Lubin reported that in *Executive Session*, the Committee discussed and took action on items a1, a2, a3 and a4 above. On a motion duly made and seconded, the Committee adjourned at 2:27 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

**Universal Service Administrative Company  
Executive Committee Quarterly Meeting  
Agenda**

Thursday, October 23, 2014  
11:00 a.m. – 12:30 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036

**OPEN SESSION**

*Action Items*

- a1.** Consent Items (each available for discussion upon request):
- A.** Approval of Executive Committee Meeting Minutes of July 24, 2014 and October 3, 2014.
  - B.** Approval of moving all *Executive Session* items into *Executive Session*.
- a2.** Miscellaneous. Solicit ideas for January 2015 Committee meeting agenda.

*Information Items*

**EXECUTIVE SESSION**

*Action Items*

- a3.** Action on One USAC Internal Audit Division USAC Finance Division Operational Audit Report – **Confidential** – *Executive Session Recommended*  
*Same as aAC07cf*
- a4.** Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Report – **Confidential** – *Executive Session Recommended*  
*Same as aAC08cf*

*Information Items*

- i1.** Procurement Update – **Confidential** – *Executive Session Recommended*  
*Same as iBOD10cf*
- i2.** Quarterly Report on Universal Service Fund Contribution Matters – **Confidential** – *Executive Session Recommended*  
*Same as iBOD09cf*
- i3.** FCC-USAC Executive Committee Quarterly Meeting Agenda – **Confidential** – *Executive Session Recommended*
- i4.** Discussion of FCC-USAC Memorandum of Understanding – **Confidential** – *Executive Session Recommended*  
*Same as iBOD12cf*

**Next Scheduled USAC Executive Committee Meeting**

Thursday, January 22, 2015  
11:00 a.m. – 12:30 p.m. Eastern Time  
USAC Offices, Washington, D.C.

**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Thursday, October 23, 2014**

**MINUTES**

The quarterly meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Thursday, October 23, 2014. Dr. Brian Talbott, Board Chair, called the meeting to order at 11:06 a.m. Eastern Time with a quorum of all seven Committee members present:

Campbell, Anne – *by telephone*  
Gillan, Joe – *by telephone*  
Henderson, Chris – Chief Executive Officer  
Jacobs, Ellis – Secretary – *by telephone*  
Jortner, Wayne – Treasurer – *by telephone*  
Lubin, Joel – Vice Chair – *by telephone*  
Talbot, Dr. Brian – Board Chair – *by telephone*

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer and Interim  
Capozzi, David – General Counsel and Assistant Secretary  
Case, David – Vice President of Finance, Chief Financial Officer and Assistant  
Treasurer  
Jones, Rochelle – Member of the Board – *by telephone*  
Noriega, Raquel – Member of the Board – *by telephone*  
Schell, Julie Tritt – Member of the Board – *by telephone*  
Scott, Wayne – Vice President of Internal Audit Division

Others present for the meeting:

<b><u>NAME</u></b>	<b><u>COMPANY</u></b>
Abebe, Hiwot	USAC
Nuzzo, Patsy	USAC
Trew, Anne Marie	USAC
Spade, Gina – <i>by telephone</i>	FCC

**OPEN SESSION**

**a1. Consent Items.**

- A. Approval of Executive Committee Meeting Minutes of July 24, 2014 and October 3, 2014.
- B. Approval of moving into *Executive Session* agenda items:

To expedite navigation, please use the bookmarks located in the Navigation Pane.

- (1) a3 – Action on One USAC Internal Audit Division USAC Finance Division Operational Audit Report. USAC management recommended that this matter be discussed in *Executive Session* because the report relates to *specific internal controls, and/or confidential company data* that would constitute a discussion of internal rules and procedures.
- (2) a4 – Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Report. USAC management recommended that this matter be discussed in *Executive Session* because the report relates to *specific internal controls, and/or confidential company data* that would constitute a discussion of internal rules and procedures.
- (3) i1 – Procurement Update. USAC management recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC’s *procurement strategy and contract administration*.
- (4) i2 – Quarterly Report on Universal Service Fund Contribution Matters. USAC management recommended that discussion of this item be conducted in *Executive Session* because this report relates to specific *internal controls, and/or confidential company data, and may also include pre-decisional matters pending before the FCC*. In addition, *47 C.F.R. § 54.711(b) requires USAC to keep all data obtained from contributors confidential*.
- (5) i3 – FCC-USAC Executive Committee Quarterly Meeting Agenda. USAC management recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC’s *procurement strategy and contract administration, pre-decisional matters pending before the FCC, and may also include discussion of personnel matters and attorney/client privileged communications*.
- (6) i4 – Discussion of FCC-USAC Memorandum of Understanding. USAC management recommended that discussion of this item be conducted in in *Executive Session* because it involves *attorney/client privileged communications*.

On a motion duly made and seconded, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Board of Directors Executive Committee hereby approves the Committee meeting minutes of July 24, 2014 and October 3, 2014; and discussion in *Executive Session* of the Quarterly Procurement Update, Report on Universal Service Fund Contribution Matters, the FCC-USAC Executive Committee meeting agenda and the FCC-USAC Memorandum of Understanding.

To expedite navigation, please use the bookmarks located in the Navigation Pane.

At 11:07 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

## **EXECUTIVE SESSION**

### **Action Items**

- a3. Action on One USAC Internal Audit Division USAC Finance Division Operational Audit Report.** Mr. Scott presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Audit Committee, having reviewed the USAC Internal Audit Division (IAD) Treasury and Cash Management Audit report labeled US2014OP001, accepts the recommendations of the USAC Executive Committee and USAC management and hereby deems the report final.

- a4. Action on One USAC Internal Audit Division USAC Information Technology Division Operational Audit Report.** Mr. Scott presented this item for discussion.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution:

**RESOLVED**, that the USAC Audit Committee, having reviewed the USAC Internal Audit Division (IAD) Disbursement Aggregation System (DAS) Application Review report labeled US2014OP002, accepts the recommendations of the USAC Executive Committee and USAC management and hereby deems the report final.

### **Information Items**

- i1. Procurement Update.** Mr. Belden presented this item for discussion.
- i2. Quarterly Report on Universal Service Fund Contribution Matters.** Mr. Case presented this item for discussion.

At 11:45 a.m. Eastern Time the Committee continued in *Executive Session* with only officers and members of the Board present.

- i3. FCC-USAC Executive Committee Quarterly Meeting Agenda.** Mr. Henderson presented this item for discussion.
- i4. Discussion of FCC-USAC Memorandum of Understanding.** Mr. Henderson presented this item for discussion.

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At 12:03 p.m. Eastern Time, on a motion duly made and seconded, the Committee adjourned from *Executive Session* and immediately reconvened in *Open Session*, at which time Dr. Talbott reported that in *Executive Session*, the Committee took action on items a3 and a4 and discussed items i1, i2, i3 and i4 above. On a motion duly made and seconded, the Committee adjourned at 12:03 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary



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**Universal Service Administrative Company  
Executive Committee Meeting  
Agenda**

**Wednesday, December 3, 2014  
11:00 a.m. – 12:00 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

**INFORMATION ITEMS**

- i1.** Discussion of Revised Structure for January 2015 Board and Committee Agendas – *Executive Session Recommended*

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, January 22, 2015  
11:00 a.m. – 12:30 a.m. Eastern Time  
USAC Offices, Washington, D.C.**

**UNIVERSAL SERVICE ADMINISTRATIVE COMPANY**  
**2000 L Street, N.W., Suite 200**  
**Washington, D.C. 20036**

**EXECUTIVE COMMITTEE MEETING**  
**Wednesday, December 3, 2014**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Wednesday, December 3, 2014. Dr. Brian Talbott, Board Chair, called the meeting to order at 11:00 a.m. Eastern Time, with five of the seven Committee members present:

Gillan, Joseph – *by telephone*

Lubin, Joel – Vice Chair – *by telephone*

Henderson, Chris – Chief Executive Officer

Talbott, Dr. Brian – Chair – *by telephone*

Jortner, Wayne – Treasurer – *by telephone*

Mr. Ellis Jacobs, Secretary, joined the call by telephone at 11:03 a.m.

Members of the Committee not present:

Campbell, Anne – *by telephone*

Other Board members and officers of the corporation present:

Capozzi, David – General Counsel and Assistant Secretary

Others present for the meeting:

**NAME**  
Nuzzo, Patsy

**COMPANY**  
USAC

**INFORMATION ITEMS**

- ii. Discussion of Revised structure for January 2015 Board and Committee Agendas.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *internal rules and procedures*.

On a motion duly made and seconded, the Committee adopted the following resolution:

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**RESOLVED**, that the Executive Committee determines that consideration of the revised structure for the January 2015 Board and Committee agendas shall be conducted in *Executive Session*.

At 11:03 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

**EXECUTIVE SESSION**

**i1. Discussion of Revised structure for January 2015 Board and Committee Agendas.** Mr. Henderson presented this item for discussion.

On a motion duly made and seconded, the Committee recessed from *Executive Session* and immediately reconvened in *Open Session*, at which time Dr. Talbott reported that in *Executive Session*, the Committee discussed item i1 above. On a motion duly made and seconded, the Committee adjourned at 11:32 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary