

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

<p><b>Monday, January 5, 2015</b> <b>12:00 p.m. – 1:00 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>INFORMATION ITEMS</u></b>	
<b>a1.</b>	Consideration of Contract Award for Employee Benefits Consultant – <i>Executive Session Recommended</i>
<b>a2.</b>	Consideration of Contract Award for Purchase of Cisco Unified Computing System – <i>Executive Session Recommended</i>
<b>a3.</b>	Consideration of Sole Source Amendment to a Consulting Agreement for Strategic Planning Consultant Services – <i>Executive Session Recommended</i>
<b>a4.</b>	Consideration of Increase to Base Year Ceiling Value for IT Temporary Labor Contract – <i>Executive Session Recommended</i>

**Next Scheduled USAC Executive Committee Meeting**

<p><b>Thursday, January 22, 2015</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**  
**Monday, January 5, 2015**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Monday January 5, 2015. Joel Lubin, Board Vice Chair, called the meeting to order at 12:00 p.m. Eastern Time, with six of the seven Committee members present:

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*

Members of the Committee not present:

Campbell, Anne – *by telephone*

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

Others present for the meeting:

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

**OPEN SESSION**

- a1. **Consideration of Contract Award for Employee Benefits Consultant.** 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*.
- a2. **Consideration of Contract Award for Purchase of Cisco Unified Computing System.** 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*.

- a3. Consideration of Sole Source Amendment to a Consulting Agreement for Strategic Planning Consultant 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*.
- a4. Consideration of Increase to Base Year Ceiling Values for IT Temporary Labor Contracts.** 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 the above procurement matters shall be shall be conducted in *Executive Session*.

At 12:03 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 Employee Benefits Consultant.** 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 Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to award a contract to purchase employee benefits consulting services, from Independent Benefit Services, Inc. for, for a one year base period, plus two one-year renewal options, for the total firm fixed price of \$247,408.

- a2. Consideration of Contract Award for Purchase of Cisco Unified Computing System.** 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 Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to award a contract to purchase a Cisco unified computing system from Advanced Computer Concepts for the firm fixed price of \$121,003.86, plus \$7,260.23 in applicable sales taxes, for a total of \$128,264.09.

- a3. Consideration of Sole Source Amendment to a Consulting Agreement for Strategic Planning Consultant 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 Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to amend the existing sole source contract with Palladium Group to increase the total firm fixed price of the engagement by \$90,000 to \$188,450.

- a4. Consideration of Increase to Base Year Ceiling Values for IT Temporary Labor Contracts.** 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 Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to increase the base year ceiling price on IT Temporary Labor Contracts by \$2,100,000 to \$4,600,000.

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 12:28 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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

**Thursday, January 22, 2015  
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**

- a1.** Consent Items (each available for discussion upon request):
- A.** Approval of Executive Committee Meeting Minutes of October 23, 2014, December 3, 2014 and January 5, 2015.
  - B.** Approval of moving all *Executive Session* items into *Executive Session*.
- a2.** Approval of USAC 2014 Annual Report to the FCC and Congress  
*Same as iBOD02*
- a3.** Miscellaneous. Solicit ideas for April 2015 Committee meeting agenda.

**EXECUTIVE SESSION**

- i1.** FCC-USAC Executive Committee Quarterly Meeting Agenda – **Confidential** – *Executive Session Recommended*
- i2.** Business Update – **Confidential** – *Executive Session Recommended*
- Projected USF Contribution Rate for 2nd Quarter 2015.
  - Strategy and Performance Management Discussion.

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, April 23, 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, January 22, 2015**

**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, January 22, 2015. Dr. Brian Talbott, Board Chair, called the meeting to order at 11:03 a.m. Eastern Time with a quorum of six of the seven Committee members present:

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

Members of the Committee not present:

Campbell, Anne

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer and Interim  
Blackwell, Mel – Vice President, Schools & Libraries  
Capozzi, David – General Counsel and Assistant Secretary  
Case, David – Vice President of Finance, Chief Financial Officer and Assistant  
Treasurer  
Davis, Craig – Vice President, Rural Health Care  
Feiss, Geoff – Member of the Board – *by telephone*  
Jimenez, Jose – Member of the Board – *by telephone*  
Jones, Rochelle – Member of the Board – *by telephone*  
Majcher, Karen – Vice President, High Cost & Low Income – *by telephone*  
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*  
Scott, Wayne – Vice President of Internal Audit Division  
Wibberly, Kathy – Member of the Board – *by telephone*

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Beard, Jay	USAC
Wilner, Mariel – <i>by telephone</i>	The Palladium Group
Nuzzo, Patsy	USAC

## OPEN SESSION

### **a1. Consent Items.**

- A. Approval of Executive Committee Meeting Minutes of October 23, 2014, December 3, 2014 and January 5, 2015.
- B. Approval of moving into *Executive Session* agenda items:
  - (1) i1 – 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.*
  - (2) i2 – Business Update. USAC management recommended that this matter be discussed in *Executive Session* because the report 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 Board of Directors Executive Committee hereby approves the Committee meeting minutes of October 23, 2014, December 3, 2014 and January 5, 2015; and discussion in *Executive Session* of the FCC-USAC Executive Committee meeting agenda and a general update on the business.

### **a2. Approval of USAC 2014 Annual Report to the FCC and Congress.** Mr. Henderson presented this item to the Committee.

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 2014 Annual Report to the FCC and Congress as presented by USAC management and directs USAC management to provide a copy to the FCC and

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Congress by March 31, 2015, 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.

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**

- i1. FCC-USAC Executive Committee Quarterly Meeting Agenda.** Mr. Henderson presented this item for discussion.
  
- i2. Business Update.** Mr. Case presented the projected USF contribution rate for 2nd Quarter 2015. Mr. Henderson and Ms. Wilner discussed with the Committee the strategy and performance management project being conducted by USAC management.

At 12:36 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 discussed items i1 and i2 above. On a motion duly made and seconded, the Committee adjourned at 12:37 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**

**Thursday, February 19, 2015  
5:00 p.m. – 6:00 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

<b><u>LEAD</u></b>	<b><u>INFORMATION ITEMS</u></b>
Chris	<b>a1. Discussion and Consideration of Personnel Matters – <i>Executive Session Recommended</i></b>

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, April 23, 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**  
**Thursday, February 19, 2015**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Thursday, February 19, 2015. Dr. Brian Talbott, Board Chair, called the meeting to order at 5:02 p.m. Eastern Time, with a quorum of five of the seven Committee members present:

Gillan, Joseph – *by telephone*

Jortner, Wayne – Treasurer – *by telephone*

Henderson, Chris – Chief Executive Officer

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

Jacobs, Ellis – Secretary – *by telephone*

Members of the Committee not present:

Campbell, Anne

Lubin, Joel – Vice Chair

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer

Capozzi, David – General Counsel and Assistant Secretary

Feiss, Geoff – Member of the Board

Wein, Olivia – Member of the Board

Others present for the meeting:

**NAME**  
Nuzzo, Patsy

**COMPANY**  
USAC

**INFORMATION ITEMS**

- a1. Discussion and Consideration of Personnel Matters.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that that discussion of this personnel matter be conducted in *Executive Session*.

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 discussion of this personnel matter shall be conducted in *Executive Session*.

At 5:04 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. Discussion and Consideration of Personnel Matters.** Mr. Henderson 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 hereby approves establishing the positions of Vice President, Lifeline Programs, and Vice President, Stakeholder Engagement, effective immediately.

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 5:42 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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

**Wednesday, April 1, 2015  
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**

- a1.** Consideration of Contract Award for Strategic Planning and Performance Management Consulting Services; and Revised Staffing Approach for the Office of Strategy Management – *Executive Session Recommended*

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, April 23, 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, April 1, 2015**

**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, April 1, 2015. Dr. Brian Talbott, Board Chair, called the meeting to order at 4:01 p.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*

Members of the Committee not present:

Campbell, Anne

Jacobs, Ellis– Secretary

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer

Tritt Schell, Julie – Member of the Board – *by telephone*

Others present for the meeting:

**NAME**  
Nuzzo, Patsy

**COMPANY**  
USAC

**ACTION ITEMS**

- a1. Consideration of Contract Award for Strategic Planning and Performance Management Consulting Services; and Revised Staffing Approach for the Office of Strategy Management.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Belden recommended that discussion of this item be conducted in *Executive Session* because this matter relates to USAC's *procurement strategy and contract administration*.

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

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

**RESOLVED**, that the Executive Committee determines that consideration of the recommended contract award for strategic planning and performance management consulting services and revising the approach to staffing the Office of Strategy Management shall be conducted in *Executive Session*.

At 4:03 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 Strategic Planning and Performance Management Consulting Services; and Revised Staffing Approach for the Office of Strategy Management.** Mr. Henderson presented this item for discussion.

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

**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 strategic planning and performance management consulting services from Palladium Group for the firm fixed price of \$577,000, plus not more than \$57,700 in travel expenses, for a total not-to-exceed cost of \$634,700; and

**RESOLVED FURTHER**, that the Committee approves the hiring of a Vice President of Strategy and Performance Management.

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 4:30 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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

<b>Thursday, April 23, 2015 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>OPEN SESSION</u></b>	
Chair	<b>a1.</b> Consent Items (each available for discussion upon request): <b>A.</b> Approval of Executive Committee Meeting Minutes of January 22, 2015, February 19, 2015 and April 1, 2015. <b>B.</b> Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i> .

<b><u>EXECUTIVE SESSION</u></b>	
Wayne	<b>a2.</b> Action on One USAC Internal Audit Division Lifeline Program Operational Audit Report – <b>Confidential</b> – <i>Executive Session Recommended</i> . <i>Same as aAC02cf</i>
Chris	<b>i1.</b> FCC-USAC Executive Committee Quarterly Meeting Agenda – <b>Confidential</b> – <i>Executive Session Recommended</i> .
Chris	<b>i2.</b> Business Update – <b>Confidential</b> – <i>Executive Session Recommended</i> : <ul style="list-style-type: none"><li>• Projected USF Contribution Rate for 3rd Quarter 2015.</li><li>• General Business Update.</li></ul>

**Next Scheduled USAC Executive Committee Meeting**

<b>Thursday, July 23, 2015 11:00 a.m. – 12:30 p.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 23, 2015**

**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 23, 2015. Dr. Brian Talbott, Board Chair, called the meeting to order at 11:06 a.m. Eastern Time with a quorum of six of the seven Committee members present:

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

Members of the Committee not present:

Campbell, Anne

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  
Jimenez, Jose – Member of the Board – *by telephone*  
Majcher, Karen – Vice President, High Cost & Low Income – *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  
Taylor, Peter – Vice President and Chief Information Officer

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Clayton, Scott	GAO
Hiromoto, Scott	GAO
Nuzzo, Patsy	USAC
Patankar-Stoll, Anita	FCC



## **OPEN SESSION**

### **a1 Consent Items.**

- A. Committee meeting minutes of January 22, 2015, February 19, 2015 and April 1, 2015.
- B. Approval for discussing in *Executive Session* agenda items:
  - (1) a2 – Action on One USAC Internal Audit Division Lifeline Program Operational Audit Report. USAC management recommends 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) i1 – FCC-USAC Executive Committee Meeting Agenda. USAC management recommends that this matter be discussed in *Executive Session* because the report 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.*
  - (3) i2 – Business Update. 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.*

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 January 22, 2015, February 19, 2015 and April 1, 2015; and discussion in *Executive Session* of one USAC Internal Audit Division Lifeline Program operational audit report, the FCC-USAC Executive Committee meeting agenda, and the general business update.

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 Lifeline Program Operational Audit Report.** Mr. Scott presented this item for consideration.

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) Lifeline Program operational audit report, hereby accepts the recommendation of USAC management and recommends to the USAC Audit Committee that it be deemed final.

- i1. FCC-USAC Executive Committee Quarterly Meeting Agenda.** Mr. Henderson presented this item for discussion.

- i2. Business Update.** Mr. Henderson presented this item for discussion.

At 11:46 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 took action on item a2 and discussed items i1 and i2. On a motion duly made and seconded, the Committee adjourned at 11:47 a.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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

**Monday, June 29, 2015  
4:00 p.m. – 4:30 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

**ACTION ITEMS**

- a1.** Consideration of Execution of First Option Year and Increase to Base Year Ceiling Value for IT Temporary Labor Contract – *Executive Session Recommended*
- a2.** Consideration of Revised USAC Office Space Plan and Authorization to Execute a Lease – *Executive Session Recommended*

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, July 23, 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**  
**Monday, June 29, 2015**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Monday, June 29, 2015. Joel Lubin, Vice Chair of the Board, called the meeting to order at 5:02 p.m. Eastern Time, with a quorum of seven of the eight Committee members present:

Gillan, Joseph – <i>by telephone</i>	Lubin, Joel – Vice Chair – <i>by telephone</i>
Henderson, Chris – Chief Executive Officer	Schell, Julie Tritt – <i>by telephone</i>
Jacobs, Ellis– Secretary – <i>by telephone</i>	Wibberly, Dr. Kathy – <i>by telephone</i>
Jortner, Wayne – Treasurer – <i>by telephone</i>	

Dr. Brian Talbott joined the call by telephone at 4:15 p.m. Eastern Time. He participated in the discussion and voted on all items.

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  
Taylor, Peter – 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 Execution of First Option Year and Increase to Base Year Ceiling Value for IT Temporary Labor Contract.** 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 matter shall be conducted in *Executive Session*.

- a2. Consideration of Revised USAC Office Space Plan.** In accordance with the approved criteria and procedures for conducting Board and committee business in *Executive Session*, Mr. Capozzi recommended that that discussion of this item be conducted in *Executive Session* because this matter is subject to the *attorney/client privilege* and 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 this matter shall be conducted in *Executive Session*.

At 4:08 p.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

### **EXECUTIVE SESSION**

- a1. Consideration of Execution of First Option Year and Increase to Base Year Ceiling Value for IT Temporary Labor Contract.** Mr. Belden presented this item for consideration.

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 execute the first year option of the IT Temporary Labor Contract at a ceiling price of \$3,500,000 and to increase the base year ceiling price by \$600,000 to \$5,200,000.

- a2. Consideration of Revised USAC Office Space Plan.** Mr. Belden presented this time for consideration.

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

**RESOLVED**, that the USAC Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes

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USAC management to proceed with the overall relocation project as discussed in this briefing paper in an aggregate not-to-exceed amount of \$12.9 million; and

**RESOLVED FURTHER**, that the Committee hereby authorizes USAC to engage counsel selected by management to represent it in real estate matters.

At 4:54 p.m. Eastern Time, the Committee moved out of *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 and a2 above. On a motion duly made and seconded, the Committee adjourned at 4:54 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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

**Thursday, July 23, 2015  
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**

- a1.** Consent Items (each available for discussion upon request):
- A.** Approval of Executive Committee Meeting Minutes of April 23, 2015 and June 29, 2015.
  - B.** Approval of moving all *Executive Session* items into *Executive Session*.

**EXECUTIVE SESSION**

- a2.** Action on One USAC Internal Audit Division Finance Division Operational Audit Report – *Confidential – Executive Session Recommended.*  
*Same as aAC03cf*
- i1.** FCC-USAC Executive Committee Quarterly Meeting Agenda – **Confidential – Executive Session Recommended.**
- i2.** Business Update – **Confidential – Executive Session Recommended:**
- Projected USF Contribution Rate for 4th Quarter 2015.
  - General Business Update.

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, October 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, July 23, 2015**

**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, July 23, 2015. Mr. Joel Lubin, Board Vice Chair, called the meeting to order at 11:03 a.m. Eastern Time with a quorum of six of the seven Committee members present:

Gillan, Joe – *by telephone*  
Henderson, Chris – Chief Executive Officer  
Jortner, Wayne – Treasurer – *by telephone*  
Lubin, Joel – Vice Chair – *by telephone*  
Schell, Julie Tritt – *by telephone*  
Wibberly, Dr. Kathy – *by telephone*

Mr. Ellis Jacobs joined the meeting at 12:00 p.m. He did not participate in the discussion of or vote on items a1, a2 or i1.

Members of the Committee not present:

Talbott, Dr. Brian

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer and Interim  
Capozzi, David – General Counsel and Assistant Secretary  
Garber, Michelle – Vice President, Lifeline Division  
Mason, Ken – Member of the Board – *by telephone*  
Moeller, Mike – Vice President of Strategy and Performance Measurement  
Scott, Wayne – Vice President of Internal Audit

Others present for the meeting:

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

**OPEN SESSION**

**a1 Consent Items.**

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 approves the Committee meeting minutes of April 23, 2015 and June 29, 2015, and discussion in *Executive Session* of one USAC Internal Audit Division Finance Division operational audit report, the FCC-USAC Executive Committee meeting agenda and the business update for the Executive Committee.

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**

- a2. Action on One USAC Internal Audit Division Finance Division Operational Audit Report.** Mr. Scott presented this item for consideration.

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) Finance Division operational audit report, hereby accepts the recommendation of USAC management and recommends to the USAC Audit Committee that the report be deemed final.

- i1. FCC-USAC Executive Committee Quarterly Meeting Agenda.** Mr. Henderson presented this item for discussion.

- i2. Business Update.** Mr. Belden and Mr. Henderson presented this item for discussion.

- Projected USF contribution rate for 4th Quarter 2015.
- General Business Update.

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 Mr. Lubin reported that in *Executive Session*, the Committee took action on item a2 and discussed items i1 and i2. On a motion duly made and seconded, the Committee adjourned at 12:04 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**

**Thursday, September 3, 2015  
3:00 p.m. – 4:00 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 Information Technology Assessment and Strategic Plan Development – <b>Confidential</b> – <i>Executive Session Recommended</i> |
| <b>a2.</b> Consideration of Contract Award for Red Hat Licenses and Support Renewals – <b>Confidential</b> – <i>Executive Session Recommended</i>                            |
| <b>a3.</b> Consideration of Contract Award for EMC Storage Equipment for USAC's Disaster Recovery Site – <b>Confidential</b> – <i>Executive Session Recommended</i>          |
| <b>a4.</b> Consideration of Contract Award for 2015 – 2017 USAC Desktop Systems Procurement – <b>Confidential</b> – <i>Executive Session Recommended</i>                     |

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, October 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**  
**Thursday, September 3, 2015**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Thursday, September 4, 2015. Dr. Brian Talbott, Board Chair, called the meeting to order at 3:00 p.m. Eastern Time, with a quorum of seven of the eight Committee members present:

Gillan, Joseph – <i>by telephone</i>	Lubin, Joel – Vice Chair – <i>by telephone</i>
Henderson, Chris – Chief Executive Officer	Schell, Julie Tritt – <i>by telephone</i>
Jacobs, Ellis– Secretary – <i>by telephone</i>	Talbott, Dr. Brian – Chair – <i>by telephone</i>
Jortner, Wayne – Treasurer – <i>by telephone</i>	

Members of the Committee not present:

Wibberly, Dr. Kathy

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  
Taylor, Peter – Vice President and Chief Information Officer

Others present for the meeting:

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

**ACTION ITEMS**

- a1. **Consideration of Contract Award for Information Technology Assessment and Strategic Plan Development.** 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*.

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

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

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

- a2. Consideration of Contract Award for Red Hat Licenses and Support Renewals.** 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 this procurement matter shall be conducted in *Executive Session*.

- a3. Consideration of Contract Award for EMC Storage Equipment for USAC's Disaster Recovery Site.** 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 this procurement matter shall be conducted in *Executive Session*.

- a4. Consideration of Contract Award for 2015 – 2017 USAC Desktop Systems Procurement.** 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 this procurement matter shall be conducted in *Executive Session*.

At 3:02 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 Information Technology Assessment and Strategic Plan Development.** Mr. Case presented this item for consideration.

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 for assessment of USAC information technology services and development of a three-year IT strategic plan to Information Management Consultants, LLC, for a firm-fixed price of \$294,390, plus contingent funding of not more than \$30,000.

- a2. Consideration of Contract Award for Red Hat Licenses and Support Renewals.** Mr. Case presented this item for consideration.

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 new licenses and renew support for existing Red Hat Technology licenses from SHI for a firm fixed price of \$308,463.70.

- a3. Consideration of Contract Award for EMC Storage Equipment for USAC's Disaster Recovery Site.** Mr. Case presented this item for consideration.

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 an EMC SAN array and Isilon cluster for USAC's new DR site from ClearPath for the firm fixed price of \$499,258.37.

- a4. Consideration of Contract Award for 2015 – 2017 USAC Desktop Systems Procurement.** Mr. Case presented this item for consideration.

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

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

**RESOLVED**, that the USAC Board of Directors Executive Committee, having reviewed the recommendation of USAC management, hereby authorizes management to implement the proposed 2015 - 2017 Desktop Systems Plan. In addition, management is authorized to continue sourcing directly from Dell Marketing, LLP for desktop and laptop computers for the total of \$1,211,196 over the three years plus a contingency of six percent to account for unforeseen changes, for a total not-to-exceed price of \$1,284,000.

At 3:31 p.m. Eastern Time, the Committee moved out of *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 a1, a2, a3 and a4 above. On a motion duly made and seconded, the Committee adjourned at 3:31 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary

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

<b>Thursday, October 22, 2015 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>OPEN SESSION</u></b>	
Chair	<b>a1.</b> Consent Items (each available for discussion upon request): <b>A.</b> Approval of Executive Committee Meeting Minutes of July 23, 2015 and September 3, 2015. <b>B.</b> Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i> .

<b><u>EXECUTIVE SESSION</u></b>	
Chris	<b>i1.</b> Discussion of Draft 2016 USAC Operating and Capital Budgets – <b>Confidential</b> – <i>Executive Session Recommended</i> .
Chris	<b>i2.</b> FCC-USAC Executive Committee Quarterly Meeting Agenda – <b>Confidential</b> – <i>Executive Session Recommended</i> .
Chris	<b>i3.</b> Business Update – <b>Confidential</b> – <i>Executive Session Recommended</i> : <ul style="list-style-type: none"><li>• Projected USF Contribution Rate for 1st Quarter 2016.</li><li>• General Business Update.</li></ul>

**Next Scheduled USAC Executive Committee Meeting**

<b>Thursday, January 21, 2016 11:00 a.m. – 12:30 p.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, October 22, 2015**

**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 22, 2015. Dr. Brian Talbott, Board Chair, called the meeting to order at 11:06 a.m. Eastern Time with a quorum of all eight Committee members present:

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*  
Schell, Julie Tritt – *by telephone*  
Talbott, Dr. Brian – *by telephone*  
Wibberly, Dr. Kathy – *by telephone*

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer  
Bergmann, Scott – Member of the Board – *by telephone*  
Brisé, Ron – Member of the Board – *by telephone*  
Capozzi, David – General Counsel and Assistant Secretary  
Case, Dave – Vice President of Finance, Chief Financial Officer and Assistant Treasurer  
Feiss, Geoff – Member of the Board – *by telephone*  
Hays, Kate – Vice President of Stakeholder Engagement  
Jones, Rochelle – Member of the Board – *by telephone*  
Mason, Ken – Member of the Board – *by telephone*  
Scott, Wayne – Vice President of Internal Audit  
Taylor, Peter – Vice President and Chief Information Officer  
Wein, Olivia – Member of the Board – *by telephone*

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Guinan, Gabriela Gross	USAC
Nuzzo, Patsy	USAC



## **OPEN SESSION**

### **a1. Consent Items.**

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 approves the Committee meeting minutes of July 23, 2015 and September 3, 2015, and discussion in *Executive Session* of the draft 2016 USAC operating and capital budgets, the FCC-USAC Executive Committee quarterly meeting agenda and the business update for the Executive Committee.

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**

- i1. Discussion of Draft 2016 USAC Operating and Capital Budgets.** Mr. Henderson presented this item for discussion.
- i2. FCC-USAC Executive Committee Quarterly Meeting Agenda.** Mr. Henderson presented this item for discussion.
- i3. Business Update.** Mr. Case and Mr. Henderson presented this item for discussion.
  - Projected USF Contribution Rate for 1st Quarter 2016.
  - General Business Update.

At 12:17 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 discussed items i1, i2 and i3. On a motion duly made and seconded, the Committee adjourned at 12:17 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**

**Monday, December 14, 2015  
1:00 p.m. – 1:30 p.m. Eastern Time  
USAC Offices  
2000 L Street, N.W., Suite 200  
Washington, D.C. 20036**

**ACTION ITEMS**

- a1.** Consideration of Contract Award for Financial Statement Audit and AUP  
Review – **Confidential** – *Executive Session Recommended*

**Next Scheduled USAC Executive Committee Meeting**

**Thursday, January 21, 2016  
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**  
**Monday, December 14, 2015**

**MINUTES**

A meeting of the USAC Board of Directors (Board) Executive Committee (Committee) was held at USAC's offices in Washington, D.C. on Monday, December 14, 2015. Dr. Brian Talbott, Board Chair, called the meeting to order at 1:05 p.m. Eastern Time, with a quorum of seven of the eight Committee members present:

Gillan, Joseph – <i>by telephone</i>	Schell, Julie Tritt – <i>by telephone</i>
Henderson, Chris – Chief Executive Officer	Talbott, Dr. Brian – Chair – <i>by telephone</i>
Jacobs, Ellis– Secretary – <i>by telephone</i>	Wibberly, Dr. Kathy – <i>by telephone</i>
Jortner, Wayne – Treasurer – <i>by telephone</i>	

Members of the Committee not present:

Lubin, Joel – Vice Chair

Other Board members and officers of the corporation present:

Belden, Richard – Chief Operating Officer  
Case, David – Vice President of Finance, Chief Financial Officer and Assistant Treasurer  
Scott, Wayne – Vice President of Internal Audit

Others present for the meeting:

<u>NAME</u>	<u>COMPANY</u>
Guinan, Gabriela Gross	USAC
Nuzzo, Patsy	USAC
Schreiber, Johnnay	USAC

**ACTION ITEMS**

- a1. **Consideration of Contract Award for Financial Statement Audit and AUP Review.** 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*.

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

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

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

At 1:06 p.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential item noted above.

### **EXECUTIVE SESSION**

- a1. Consideration of Contract Award for Financial Statement Audit and AUP Review.** Mr. Case presented this item for consideration.

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 for financial statement audit and AUP review services to PricewaterhouseCoopers, for a base year and four one-year options for a total firm-fixed price of \$5,840,000.

At 1:54 p.m. Eastern Time, the Committee moved out of *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 1:54 p.m. Eastern Time.

/s/ David A. Capozzi  
Assistant Secretary