

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

<p>Thursday, January 25, 2018 11:00 a.m. – 12:30 p.m. Eastern Time USAC Offices 700 12th Street, N.W., Suite 900 Washington, D.C. 20005</p>
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<u>OPEN SESSION</u>		<i>Estimated Duration in Minutes</i>
Chair	<p>a1. Consent Items (each available for discussion upon request):</p> <p style="padding-left: 20px;">A. Approval of Executive Committee Meeting Minutes of October 19, 2017 and November 6, 2017.</p> <p style="padding-left: 20px;">B. Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i>.</p>	5
Radha	<p>a2. Miscellaneous: Solicit Ideas for April 2018 Agendas for the Board and Committee Meetings.</p>	5

<u>EXECUTIVE SESSION</u>		<i>Estimated Duration in Minutes</i>
Mark	<p>i1. Information on the USAC 2017 Annual Report to the FCC and Congress – Confidential – <i>Executive Session Recommended</i>.</p> <p style="text-align: center;"><i>Same as iBOD02cf</i></p>	5
Charlie	<p>i2. Information on 2018 Annual USAC Common and Consolidated Budgets – Confidential – <i>Executive Session Recommended</i>.</p> <p style="text-align: center;"><i>Same as aBOD08cf</i></p>	20
Charlie Radha Ernesto	<p>i3. Business Update – Confidential – <i>Executive Session Recommended</i>.</p> <p style="padding-left: 20px;">A. Contributors Business Update.</p> <p style="padding-left: 20px;">B. OGC Update.</p> <p style="padding-left: 20px;">C. Summary of January Quarterly Meetings.</p>	30
Radha	<p>i4. Discussion of FCC-USAC Executive Committee Quarterly Meeting – Confidential – <i>Executive Session</i>.</p>	15

Next Scheduled USAC Executive Committee Meeting

<p>Thursday, April 19, 2018 11:00 a.m. – 12:30 a.m. Eastern Time USAC Offices, Washington, D.C.</p>
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UNIVERSAL SERVICE ADMINISTRATIVE COMPANY
700 12th Street, N.W., Suite 900
Washington, D.C. 20005

EXECUTIVE COMMITTEE MEETING
Thursday, January 25, 2017

MINUTES¹

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 25, 2018. Mr. Joel Lubin, Acting Chair of the Committee, called the meeting to order at 11:18 a.m. Eastern Time with a quorum of five of the eight Committee members present (There is one vacancy on the Committee):

Brisé, Ronald – Treasurer – *by telephone*
Gillan, Joe – *by telephone*
Lubin, Joel – Acting Chair and Vice Chair, USAC Board – *by telephone*
Sekar, Radha – Chief Executive Officer
Wibberly, Dr. Kathy – *by telephone*

Members of the Committee not present:

Domenech, Dr. Daniel
Jacobs, Ellis – Secretary

Other Board members and officers of the corporation present:

Bocher, Bob – Member of the Board – *by telephone*
Buzacott, Alan – Member of the Board – *by telephone*
Davis, Craig – Vice President of Procurement and Strategic Sourcing
Gaither, Victor – Vice President of High Cost
Garber, Michelle – Vice President of Lifeline
Kinser, Cynthia – Member of the Board – *by telephone*
Lee, Karen – Vice President of Rural Health Care
Salvator, Charles – Vice President of Finance, Chief Financial Officer and
Assistant Treasurer
Scott, Wayne – Vice President of Internal Audit
Sweeney, Mark – Chief Operating Officer
Wein, Olivia – Member of the Board – *by telephone*

Others present:

<u>NAME</u>	<u>COMPANY</u>
Beckford, Ernesto	USAC

¹ Draft resolutions were presented to the Committee prior to the Committee meeting. Where appropriate, non-substantive changes have been made to the resolutions set forth herein to clarify language where necessary or to correct grammatical or spelling errors.

<u>NAME</u>	<u>COMPANY</u>
Hutchinson, Kyle	USAC
Mitchell, Tamika	USAC
Nuzzo, Patsy	USAC
Talbott, Dr. Brian – <i>by telephone</i>	Dimensional Learning Solutions, LLC

OPEN SESSION

a1. Consent Items. Mr. Lubin presented this item to the Committee.

A. Approval of Executive Committee Meeting Minutes of October 19, 2017 and November 6, 2017.

B. Approval for discussing in *Executive Session* agenda items:

- (1) **i1.** – Information on USAC 2017 Annual Report to the FCC and Congress. USAC management recommends that this item be discussed in *Executive Session* because it involves *specific internal controls, and/or confidential company data*.
- (2) **i2.** – Information on 2018 Annual USAC Common and Consolidated Budgets. USAC management recommends this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
- (3) **i3.** – Business Update.
 - **A.** Contributors Business Update. USAC management recommends that this report be discussed in *Executive Session* because it relates to *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*.
 - **B.** OGC Update. USAC management recommends that this report be discussed in *Executive Session* because it involves *internal personnel matters and attorney/client privileged communications*.
- (4) **i4** – Discussion of FCC-USAC Executive Committee Quarterly Meeting. USAC management recommends that this item be discussed in *Executive Session* because it may include *confidential company data, and pre-decisional matters pending before the FCC*.

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 (1) the Committee meeting minutes of October 19,

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

2017 and November 6, 2017 and (2) discussion in *Executive Session* of the items noted above.

- a2. Solicit Ideas for April 2018 Board & Committee Meetings.** Ms. Sekar provided suggestions including an update on Information Technology (IT) oversight, an update on the forensic audits for Lifeline, and a possible invitation to FCC Chairman Ajit Pai for the April Board meeting. She requested that any additional ideas be sent to her attention.

At 11:32 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. Information on the USAC 2017 Annual Report to the FCC and Congress.** Mr. Sweeney presented this item for discussion, noting that the 2017 Annual Report would be streamlined.
- i2. Information on 2018 Annual USAC Common and Consolidated Budgets.** Mr. Salvator presented this item for discussion.
- i3. Business Update.** Mr. Fred Theobald, Directors of Financial Operations and Mr. Beckford, Acting General Counsel, presented these items to the Board for discussion.
- A. Contributors and Providers Business Update.
 - C. Overview of July Quarterly Meetings.
- i4. Discussion of FCC-USAC Executive Committee Quarterly Meeting.** Ms. Sekar presented this item, noting that members of the Executive Committee could share concerns and conduct discussions regarding their specific areas.

At 12:30 p.m. Eastern Time, the meeting continued in *Executive Session* with only members of the Board, Ms. Tamika Mitchell, Acting Chief Human Resource Officer, and Ernesto Beckford, Acting General Counsel, present.

- i3. Business Update.**
- B. OGC Update. Mr. Beckford presented for discussion an update on certain internal personnel matters.

At 12:42 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 discussed items i1, i2, i3, and i4. On a motion duly made and seconded, the Committee adjourned at 12:43 p.m. Eastern Time.

/s/ Ellis Jacobs
Secretary

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

<p>Thursday, April 19, 2018 11:00 a.m. – 12:30 p.m. Eastern Time USAC Offices 700 12th Street, N.W., Suite 900 Washington, D.C. 20005</p>
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OPEN SESSION		<i>Estimated Duration in Minutes</i>
Chair	i1. Introductory Comments	5
Chair Ernesto	a1. Consent Items (each available for discussion upon request) A. Approval of Executive Committee Meeting Minutes of January 25, 2018 B. Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i>	5

EXECUTIVE SESSION		<i>Estimated Duration in Minutes</i>
Radha Patsy	i2. Business Update – Confidential – <i>Executive Session Recommended</i> A. Action Items from January Quarterly Meetings B. Reorganization C. Summary of April Quarterly Meetings	20
Charlie	i3. Information on USAC Annual Common Budget Methodology – Confidential – <i>Executive Session Recommended</i>	20
Charlie/ Fred	i4. Information on Contribution Factor – Confidential – <i>Executive Session Recommended</i>	10
Radha	i5. Discussion of FCC-USAC Executive Committee Quarterly Meeting – Confidential – <i>Executive Session</i>	15

Next Scheduled USAC Executive Committee Meeting

<p>Thursday, July 19, 2018 11:00 a.m. – 12:30 a.m. Eastern Time USAC Offices, Washington, D.C.</p>

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY
700 12th Street, N.W., Suite 900
Washington, D.C. 20005

EXECUTIVE COMMITTEE MEETING
Thursday, April 19, 2018

MINUTES¹

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 19, 2018. Mr. Joel Lubin, Chair of the Committee, called the meeting to order at 11:02 a.m. Eastern Time with a quorum of all eight Committee members present.

Domenech, Dr. Dan – *by telephone*
Feiss, Geoff – *by telephone*
Gillan, Joe – Vice Chair *by telephone*
Jacobs, Ellis – Secretary *by telephone*
Lubin, Joel – Chair – *by telephone*
Mason, Ken – Treasurer – *by telephone*
Sekar, Radha – Chief Executive Officer
Wibberly, Dr. Kathy – *by telephone*

Other Board members and officers of the corporation present:

Beckford, Ernesto – Vice President, General Counsel and Assistant Secretary
Beyerhelm, Chris – Vice President of Enterprise Portfolio Management
Bocher, Bob – Member of the Board – *by telephone*
Buzacott, Alan – Member of the Board – *by telephone*
Davis, Craig – Vice President of Procurement and Strategic Sourcing
Fontana, Brent – Member of the Board – *by telephone*
Gaither, Victor – Vice President of High Cost
Garber, Michelle – Vice President of Lifeline
Kinser, Cynthia – Member of the Board – *by telephone*
Lee, Karen – Vice President of Rural Health Care
Salvator, Charles – Vice President of Finance, Chief Financial Officer and
Assistant Treasurer
Scott, Wayne – Vice President of Internal Audit
Sweeney, Mark – Chief Administrative Officer
Wein, Olivia – Member of the Board – *by telephone*

Others present:

NAME
Ayer, Catriona

COMPANY
USAC

¹ Draft resolutions were presented to the Committee prior to the Committee meeting. Where appropriate, non-substantive changes have been made to the resolutions set forth herein to clarify language where necessary or to correct grammatical or spelling errors.

<u>NAME</u>	<u>COMPANY</u>
Hutchinson, Kyle	USAC
King, Lauren	USAC
Mitchell, Tamika	USAC
Nuzzo, Patsy	USAC
Tomlin, Nicole	USAC

OPEN SESSION

All materials from Open Session can be found on the [USAC website](#).

ii. Introductory Comments. Mr. Lubin thanked members of the Committee and Board for participating and also thanked Ms. Sekar for her follow-up on requests made by the Board at the January quarterly meetings.

a1. Consent Items. Mr. Lubin presented this item to the Committee.

A. Approval of Executive Committee Meeting Minutes of January 25, 2018.

B. Approval for discussing in *Executive Session* agenda items:

(1) i2 – Business Update. 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.*

(2) i3 – Information on USAC Annual Common Budget.
i4 – Information on Contribution Factor. USAC management recommends that these matters be discussed in *Executive Session* because it relates to *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.* Item i3 also relates to USAC’s *procurement strategy and contract administration.*

(3) i5 – Discussion of FCC-USAC Executive Committee Quarterly Meeting. USAC management recommends that this item be discussed in *Executive Session* because it may include *confidential company data, and pre-decisional matters pending before the FCC.*

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 hereby approves: (1) the Committee meeting minutes of January 25, 2018; and (2) discussion in *Executive Session* of the item noted above.

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

- i2. Business Update.** Ms. Sekar presented these items to the Committee for discussion.
 - A. Action Items from the January Quarterly Meetings.
 - B. Reorganization.
- i3. Information on USAC Annual Common Budget Methodology.** Mr. Salvator presented this item for discussion.
- i4. Information on Contribution Factor.** Mr. Salvator presented this item for discussion.
- i5. Discussion of FCC-USAC Executive Committee Quarterly Meeting.** Ms. Sekar presented this item, noting that members of the Executive Committee could share concerns and conduct discussions regarding their specific areas.

At 12:19 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 discussed items i2, i3, i4, and i5. On a motion duly made and seconded, the Committee adjourned at 12:20 p.m. Eastern Time.

/s/ Ernesto Beckford
Assistant Secretary

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

<p>Thursday, July 19, 2018 11:00 a.m. – 12:30 p.m. Eastern Time USAC Offices 700 12th Street, N.W., Suite 900 Washington, D.C. 20005</p>

OPEN SESSION		<i>Estimated Duration in Minutes</i>
Chair	Introductory Comments	5
Chair Ernesto	a1. Consent Items (each available for discussion upon request) A. Approval of Executive Committee Meeting Minutes of April 19, 2018 B. Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i>	5
Radha Charlie Patsy	i1. Business Update A. Update on Cash to Treasury and Treasury Offset Program B. Overview of July Board Agenda	35

EXECUTIVE SESSION		<i>Estimated Duration in Minutes</i>
Radha	i2. Business Update – Confidential – <i>Executive Session Recommended</i> A. Discussion of FCC-USAC Memorandum of Understanding	5
Charlie	i3. Information on Contribution Factor – Confidential – <i>Executive Session Recommended</i>	15
Radha	i4. Discussion of FCC-USAC Executive Committee Quarterly Meeting – Confidential – <i>Executive Session</i>	15

Next Scheduled USAC Executive Committee Meeting

<p>Thursday, October 25, 2018 11:00 a.m. – 12:30 a.m. Eastern Time USAC Offices, Washington, D.C.</p>
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UNIVERSAL SERVICE ADMINISTRATIVE COMPANY
700 12th Street, N.W., Suite 900
Washington, D.C. 20005

EXECUTIVE COMMITTEE MEETING
Thursday, July 19, 2018

MINUTES¹

The quarterly meeting of the Executive Committee (Committee) of the USAC Board of Directors (Board) was held at USAC's offices in Washington, D.C. on Thursday, July 19, 2018. Mr. Joel Lubin, Chair of the Committee, called the meeting to order at 11:01 a.m. Eastern Time, with a quorum of five of the eight Committee members present:

Feiss, Geoff – *by telephone*
Gillan, Joe – Vice Chair – *by telephone*
Lubin, Joel – Chair – *by telephone*
Sekar, Radha – Chief Executive Officer
Wibberly, Dr. Kathy – *by telephone*

Committee members not present:

Domenech, Dr. Dan
Jacobs, Ellis – Secretary
Mason, Ken – Treasurer

Other Board members and officers of the corporation present:

Beckford, Ernesto – Vice President, General Counsel and Assistant Secretary
Beyerhelm, Chris – Vice President of Enterprise Portfolio Management
Bocher, Bob – Member of the Board – *by telephone*
Buzacott, Alan – Member of the Board – *by telephone*
Davis, Craig – Vice President of Procurement and Strategic Sourcing
Fontana, Brent – Member of the Board – *by telephone*
Gaither, Victor – Vice President of High Cost
Garber, Michelle – Vice President of Lifeline
Kinser, Cynthia – Member of the Board – *by telephone*
Lee, Karen – Vice President of Rural Health Care
Salvator, Charles – Vice President of Finance, Chief Financial Officer and
Assistant Treasurer
Scott, Wayne – Vice President of Internal Audit
Sweeney, Mark – Chief Administrative Officer
Wein, Olivia – Member of the Board – *by telephone*

¹ Draft resolutions were presented to the Committee prior to the Committee meeting. Where appropriate, non-substantive changes have been made to the resolutions set forth herein to clarify language where necessary or to correct grammatical or spelling errors.

Others present:

<u>NAME</u>	<u>COMPANY</u>
Ayer, Catriona	USAC
Hutchinson, Kyle	USAC
King, Lauren	USAC
Mitchell, Tamika	USAC
Nuzzo, Patsy	USAC
Tomlin, Nicole	USAC

OPEN SESSION

All materials from Open Session can be found on the [USAC website](#).

- ii. Introductory Comments.** Mr. Lubin thanked members of the Committee and Board for participating and also thanked Ms. Sekar for her follow-up on requests made by the Board at the April quarterly meetings.
- a1. Consent Items.** Mr. Lubin presented this item to the Committee.
 - A.** Approval of Executive Committee Meeting Minutes of April 19, 2018.
 - B.** Approval for discussing in *Executive Session* agenda items:
 - (1) **i2A** – Business Update. Discussion of the FCC and USAC Memorandum of Understanding. Mr. Beckford recommended that this matter be discussed in *Executive Session* because it is subject to the *attorney/client privilege*.
 - (2) **i3** – Information on Contribution Factor. Mr. Beckford recommended that this matter be discussed in *Executive Session* because it relates to *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.* Item i3 also relates to USAC’s *procurement strategy and contract administration*.
 - (3) **i4** – Discussion of FCC-USAC Executive Committee Quarterly Meeting. Mr. Beckford recommended that this item be discussed in *Executive Session* because it may include *confidential company data, and pre-decisional matters pending before the FCC.*

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 hereby approves: (1) the Committee meeting minutes April 19, 2018; and (2) discussion in *Executive Session* of the item noted above.

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

i1. CEO Business Update. Ms. Sekar presented these items to the Committee for discussion.

- Action Items from April Quarterly Board and Committee Meetings.
- Reorganization.
- 2018 USAC Deliverables.
- CEO Roundtable Status Update.

At 11:45 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

i2. CEO Business Update (*Continued*). Ms. Sekar provided an update on the FCC-USAC Memorandum of Understanding.

i3. Information on Contribution Factor. Mr. Salvator presented this item for discussion.

i4. Discussion of FCC-USAC Executive Committee Quarterly Meeting. Ms. Sekar presented this item, noting that members of the Executive Committee could share concerns and conduct discussions regarding their specific areas.

At 12:08 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 discussed items i2, i3, and i4. On a motion duly made and seconded, the Committee adjourned at 12:09 p.m. Eastern Time.

/s/ Ernesto Beckford
Assistant Secretary

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

<p>Thursday, October 25, 2018 11:00 a.m. – 12:30 p.m. Eastern Time USAC Offices 700 12th Street, N.W., Suite 900 Washington, D.C. 200051025</p>
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<u>OPEN SESSION</u>		<i>Estimated Duration in Minutes</i>
Chair	<p>a1. Consent Items (each available for discussion upon request):</p> <p style="padding-left: 20px;">A. Approval of Executive Committee Meeting Minutes of July 19, 2018</p> <p style="padding-left: 20px;">B. Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i></p>	5
Radha	i1. CEO Business Update	20

<u>EXECUTIVE SESSION</u>		<i>Estimated Duration in Minutes</i>
Confidential – Executive Session Recommended		
Radha/ Joel	<p>i1. CEO Business Update (<i>Continued</i>)</p> <ul style="list-style-type: none"> • Discussion of FCC-USAC Memorandum of Understanding • CEO Appraisal 	10
Charlie	i2. Information on Contribution Factor	15
Charlie	i3. Information on Preliminary Annual USAC Common and Consolidated Budgets	20
Radha/ Joel	i4. Discussion of FCC / USAC Executive Committee Quarterly Meeting	10

Next Scheduled USAC Executive Committee Meeting

<p>Thursday, January 24, 2019 11:00 a.m. – 12:30 a.m. Eastern Time USAC Offices, Washington, D.C.</p>
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UNIVERSAL SERVICE ADMINISTRATIVE COMPANY
700 12th Street, N.W., Suite 900
Washington, D.C. 20005

EXECUTIVE COMMITTEE MEETING
Thursday, October 25, 2018

MINUTES¹

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 25, 2018. Mr. Joel Lubin, Committee Chair, called the meeting to order at 11:02 a.m. Eastern Time with a quorum of seven of the eight Committee members present.

Feiss, Geoff – *by telephone*
Gillan, Joe – Vice Chair – *by telephone*
Jacobs, Ellis – Secretary – *by telephone*
Lubin, Joel – Chair – *by telephone*
Mason, Ken – Treasurer – *by telephone*
Sekar, Radha – Chief Executive Officer
Wibberly, Dr. Kathy – *by telephone*

Dr. Wibberly left the meeting at 11:31 a.m. Eastern Time. She did not participate on in the discussions of items i2, i3 and i4.

Committee members not present:

Domenech, Dr. Dan

Other Board members and officers of the corporation present:

Beckford, Ernesto – Vice President, General Counsel, and Assistant Secretary
Beyerhelm, Chris – Vice President of Enterprise Portfolio Management
Bocher, Bob – Member of the Board – *by telephone*
Buzacott, Alan – Member of the Board – *by telephone*
Davis, Craig – Vice President of Procurement and Strategic Sourcing
Delmar, Teleshia – Vice President of Audit and Assurance
Fontana, Brent – Member of the Board – *by telephone*
Garber, Michelle – Vice President of Lifeline
Holstein, Bob – Vice President and Chief Information Officer
Salvator, Charles – Vice President of Finance, Chief Financial Officer, and
Assistant Treasurer
Sweeney, Mark – Vice President of Rural Health Care

¹ Draft resolutions were presented to the Committee prior to the Committee meeting. Where appropriate, non-substantive changes have been made to the resolutions set forth herein to clarify language, where necessary, or to correct grammatical or spelling errors.

Others present:

<u>NAME</u>	<u>COMPANY</u>
Ayer, Catriona	USAC
Hughet, Pamela	USAC
Tiwari, Tanya	USAC
Kahn, Sammy	USAC
Nuzzo, Patsy	USAC
Tomlin, Nicole	USAC

OPEN SESSION

All materials from Open Session can be found on the [USAC website](#).

- a1. Consent Items.** Mr. Lubin presented this item to the Committee.
- A. Approval of Executive Committee Meeting Minutes of July 19, 2018.
 - B. Approval for Moving all *Executive Session* Items to *Executive Session*:
 - (1) **i1** – CEO Business Update (*Continued*). Discussion on the FCC and USAC Memorandum of Understanding. USAC management recommended that this matter be discussed in *Executive Session* because it is subject to the *attorney/client privilege*.
 - (2) **i2** – Information on Contribution Factor. USAC management recommended that this matter be discussed in *Executive Session* because it relates to *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*. Item i3 also relates to USAC's *procurement strategy and contract administration*.
 - (3) **i3** – Information on Preliminary 2019 Annual USAC Common and Consolidated Budgets. USAC management recommended that this item be discussed in *Executive Session* because it relates to *specific internal controls and/or confidential company data* that would constitute a discussion of internal rules and procedures.
 - (4) **i4** – Discussion of FCC-USAC Executive Committee Quarterly Meeting. USAC management recommended that this item be discussed in *Executive Session* because it may include *confidential company data, and pre-decisional matters pending before the FCC*

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: (1) the Committee meeting minutes of July 19, 2018; and (2) discussion in *Executive Session* of the items noted above.

i1. Business Update. Ms. Sekar presented these items to the Committee for discussion:

- Action Items from the July Quarterly Meetings.
- Goals and Objectives.
- Major Accomplishments.
- USAC's 18-Month Program Plans.
- Update on the CEO Roundtables.

At 11:47 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. Business Update (Continued). Ms. Sekar provided an update on the FCC-USAC Memorandum of Understanding and Mr. Lubin reminded the Committee about the upcoming CEO Assessment Survey and Nominating Committee Survey.

i2. Information on Contribution Factor. Mr. Salvator presented this item for discussion.

i3. Information on the 2019 Preliminary Annual USAC Common and Consolidated Budgets. Mr. Salvator presented this item for discussion, noting that the final budget would be presented for approval at the January 2019 Board of Directors meeting.

i4. Discussion of FCC-USAC Executive Committee Quarterly Meeting. The Committee discussed agenda topics, noting that additional topics would be added, based on discussion at the upcoming Committee and Board meetings.

At 12:34 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 discussed items i1, i2, i3, and i4. On a motion duly made and seconded, the Committee adjourned at 12:35 p.m. Eastern Time.

/s/ Ernesto Beckford
Assistant Secretary