

2007 Executive Committee Meetings Minutes

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UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

January 18, 2007

MINUTES

The quarterly meeting of the Executive Committee (Committee) of the Universal Service Administrative Company (USAC) was held at USAC's offices in Washington, D.C. on Thursday, January 18, 2007. Dr. Brian Talbott, Chair of the Committee, called the meeting to order at 11:10 a.m. Eastern Time. All seven committee members were present, representing a quorum:

Banks, Jonathan	Jortner, Wayne – Treasurer – <i>by telephone</i>
Barash, Scott – Acting CEO	Sanders, Dr. Jay – <i>by telephone</i>
Campbell, Anne – <i>by telephone</i>	Talbott, Dr. Brian – Chair
Jackson, Jimmy – Vice Chair – <i>by telephone</i>	

Belden, Richard – Chief Operating Officer
Capozzi, David – Acting General Counsel and Assistant Secretary
England, William – Vice President, Rural Health Care Division
Erwin, W.B. – Vice President, Finance and Assistant Treasurer
Flannery, Irene – Senior Vice President, External Relations
Kragel, Dr. Peter – Member of the Board – *by telephone*
Lubin, Joel – Member of the Board – *by telephone*
Majcher, Karen – Vice President, High Cost and Low Income Division
Scott, Wayne – Vice President, Internal Audit
Williams, Jason – Member of the Board – *by telephone*

Others present for the meeting:

NAME	COMPANY
Bellavia, Leslie	USAC
Grant, Colleen	USAC
Herauf, Sherry	FCC
Mitchell, Jeffrey	USAC
Nuzzo, Patsy	USAC
Rovetto, Edward	USAC

ACTION ITEMS:

- a1. Approval of Executive Committee Meeting Minutes of October 19, 2006.** On a motion duly made and seconded, the Committee approved the minutes as written of the Executive Committee meeting of October 19, 2006.
- a2. Approval of USAC 2006 Annual Report to the FCC and Congress.** Ms. Flannery introduced this item to the Committee. In her presentation, Ms. Flannery stated that the USAC Annual report is due to the FCC and Congress by March 30 of each year. Ms. Flannery requested that any recommended changes be submitted to her by January 31, 2007.

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

RESOLVED, that the Executive Committee approves the USAC 2006 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 30, 2007, and further directs USAC management to provide each Board member with a copy of the final 2006 Annual Report. The USAC Executive Committee authorizes management to exercise appropriate editorial privilege and discretion in the preparation of the final report.

- a3. Action on One Finance Division Operational Audit Report – Confidential & Proprietary – Executive Session Recommended.** In accordance with the approved criteria and procedures for conducting USAC Board and Committee business in *Executive Session*, Mr. Capozzi recommended that the audit report be discussed in *Executive Session* because discussion of the report relates to specific internal controls, and/or confidential company data that would constitute a discussion of *internal rules and procedures* concerning the administration of the universal service support mechanisms, the Universal Service Fund (USF) and the company where discussion of the matter in open session would result in disclosure of confidential techniques and procedures that could compromise program, USF and company integrity.

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 Vendor Compliance Operational Audit report labeled US2006OP002 shall be conducted in *Executive Session*.

- a4. Miscellaneous.**
Solicit ideas for the April 2007 Committee Agenda. Dr. Talbott reminded members that they may offer suggestions for agenda items for the next quarterly meeting. Ideas may be submitted to Dr. Talbott, Mr. Jackson, or Mr. Barash between quarterly meetings.

INFORMATION ITEMS:

- i1. Status Report on the USAC-FCC Office of Inspector General Audit Program.** Mr. Scott introduced this item to the Committee. He noted that USAC is working closely with the FCC Office of Inspector General in this effort. Jeff Mitchell, Director of the USAC Outsourced Audits, provided a report on the USAC-FCC Office of the Inspector General Audit Program. In his report, Mr. Mitchell highlighted the following:
- 459 of 460 audits have been formally announced by USAC and are under way.
 - 142 audits are presently in the field/deskwork stage or completed.
 - 29 draft reports have been delivered—all in Schools and Libraries.
 - IAD has completed 25 of 54 planned field visits to observe audit firms performing fieldwork.
 - An integrated master schedule to track required stages in each of the 460 audits has been developed. A total of 8,000 different audit tasks and milestones are being tracked.
 - The SharePoint website USAC established to manage the project includes 97 users, 51 of whom are external users, including FCC staff and audit firms. More will be added when the audit firms being retained to perform quality assurance reviews on the audit reports are brought on board.
 - Four audit firms have been selected to provide quality assurance reviews of the audit reports submitted by the nine audit firms performing the audits. The purpose of the quality assurance work is to provide USAC with guidance as to whether each audit was performed in accordance with Generally Accepted Government Auditing Standards. Where required, USAC-provided training of these firms is underway.
 - Although significant unknowns, variables, and risks remain, and notwithstanding some slippage of early-stage deadlines, projections based on the latest information from the audit firms show audit reports coming in on schedule with most of the audit firms coming in on or under budget.
- i2. Update on the Schools and Libraries and Rural Health Care Program Support Services Agreement – Confidential & Proprietary – *Executive Session Recommended.*** In accordance with the approved criteria and procedures for conducting USAC Board and committee business in *Executive Session*, Mr. Capozzi recommended that discussion of this item be conducted in *Executive Session* because discussion of this matter relates to USAC's ***procurement strategy and contract negotiations***, and public disclosure of the matters discussed would compromise USAC's negotiation strategy to the detriment of the Universal Service Fund, the universal service support programs and the company.

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

RESOLVED, that the USAC Executive Committee determines that consideration of the course of action concerning Schools and Libraries and Rural Health Care program support services shall be conducted in *Executive Session*.

- i3. 2006 USAC Accomplishments.** Mr. Barash provided a report of USAC's 2006 accomplishments. In his presentation, Mr. Barash noted that:
- USAC worked diligently to continue improving the company's relationship with the FCC and the results have been positive.

- USAC implemented many FCC mandated significant and challenging changes to the programs and contributor reporting requirements.
- USAC started the IPIA audit effort from scratch.
- A new contract was negotiated with Solix for Schools and Libraries and Rural Health Care program operations processing that includes ongoing support for the next three years and development of new information systems.

i4. 2007 USAC Objectives. Mr. Barash provided a report on USAC’s 2007 corporate objectives. Mr. Jortner requested the company establish as one of its objectives maximizing investment returns within the limits of applicable rules. The Committee then discussed the implications of the expiration of the ADA exemption for the USF and related efforts underway at the FCC and Congress.

At 11:42 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into **Executive Session** for the purpose of discussing the confidential and proprietary items noted above.

EXECUTIVE SESSION:

a3. Action on One Finance Division Operational Audit Report. Ms. Bellavia, Manager of Internal Audit, introduced this item.

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 USAC Vendor Compliance Audit Report labeled US2006OP002, recommends to the USAC Audit Committee that the audit report be deemed final.

i2. Update on the Schools and Libraries and Rural Health Care Program Support Services Agreement. Mr. Barash provided a report to the Committee on this item.

At 11:48 a.m. Eastern Time, the Committee adjourned from **Executive Session** and reconvened in **Open Session**.

OPEN SESSION:

Dr. Talbott reported that in **Executive Session** the Committee took action on item a3 and discussed item i2.

On a motion duly made and seconded, the Board adjourned at 11:49 a.m. Eastern Time.

/s/ David A. Capozzi

David A. Capozzi

Assistant Secretary

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

March 8, 2007

MINUTES

A non-quarterly meeting of the Executive Committee (Committee) of the Universal Service Administrative Company (USAC) was held at USAC's offices in Washington, D.C. on Thursday, March 8, 2007. Mr. Jackson, Vice Chair of the Committee, called the meeting to order at 4:33 p.m. Eastern Time. Six of nine committee members were present, representing a quorum:

Barash, Scott – Acting CEO	Kragel, Dr. Peter – Secretary – <i>by telephone</i>
Jackson, Jimmy – Vice Chair – <i>by telephone</i>	Sanders, Dr. Jay – <i>by telephone</i>
Jortner, Wayne – Treasurer – <i>by telephone</i>	Williams, Jason – <i>by telephone</i>

Belden, Richard – Chief Operating Officer
Boyle, Anne – Member of the Board
Capozzi, David – Acting General Counsel and Assistant Secretary
England, William – Vice President, Rural Health Care Division
Erwin, W.B. – Vice President, Finance and Assistant Treasurer
Flannery, Irene – Senior Vice President, External Relations
Scott, Wayne – Vice President, Internal Audit

Others present for the meeting:

NAME	COMPANY
Machinski, Thad	FCC
Mitchell, Jeffrey	USAC
Nuzzo, Patsy	USAC

ACTION ITEMS:

- a1. Consideration of Extension of Consulting Statistician Contract to Support Year 2 IPIA Audit Efforts and Reallocation of a Portion of the Approved Year 1 IPIA Budget to Support Year 1 IPIA Audit Quality Assurance Reviews – Confidential & Proprietary – Executive Session Recommended.**

a2. Consideration of Contract for Data Architect Services to Support the Schools and Libraries and Rural Health Care Systems Development and Implementation Effort – Confidential & Proprietary – *Executive Session Recommended.*

In accordance with the approved criteria and procedure for conducting USAC Board and Committee business in *Executive Session*, Mr. Capozzi recommended that discussion of items a1 and a2 above be conducted in *Executive Session* because discussion of these matters relates to USAC's *procurement strategy and contract administration*.

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

RESOLVED, that the USAC Executive Committee determines that consideration of extending the contract of the IPIA consulting statistician to support the year two IPIA audit effort and reallocation of a portion of the approved IPIA budget shall be conducted in *Executive Session*; and

RESOLVED FURTHER, that the USAC Executive Committee determines that consideration of retaining on a contract basis a senior-level data architect to support the ongoing Schools and Libraries and Rural Health Care systems development and implementation effort shall be conducted in *Executive Session*.

At 4:35 p.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential and proprietary items noted above.

EXECUTIVE SESSION:

a1. Consideration of Extension of Consulting Statistician Contract to Support Year 2 IPIA Audit Efforts and Reallocation of a Portion of the Approved Year 1 IPIA Budget to Support Year 1 IPIA Audit Quality Assurance Reviews. Mr. Scott introduced this item to the Committee.

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 USAC management to amend its existing contract with Dr. A. Richard Bolstein to provide services during the second year of the IPIA audit program by increasing the contract amount by \$83,160 to a total not-to-exceed amount of \$162,360, which includes \$79,200 of payments to be made under the existing contract; and

RESOLVED FURTHER, that the USAC Executive Committee accepts the recommendation of USAC management and approves reallocation of \$300,000 from the \$35 million budget for Year 1 IPIA audits, to the Year 1 budget for IPIA audit quality assurance services with no net change to the overall Year 1 IPIA audit budget.

- a2. Consideration of Contract for Data Architect Services to Support the Schools and Libraries and Rural Health Care Systems Development and Implementation Effort.** Mr. Belden introduced this item to the Committee. Mr. Barash proposed a minor revision to the resolution as set forth in the issue paper provided to the Committee.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolutions with the revisions suggested by Mr. Barash:

RESOLVED, that the USAC Executive Committee accepts the recommendation of USAC management and approves funding for retention on a contract basis a senior-level data architect to support the ongoing Schools and Libraries and Rural Health Care systems development and implementation effort in an amount not to exceed \$205,000, including travel expenses and the portion of the \$66,000 already paid.

At 4:44 p.m. Eastern Time, the Committee adjourned from **Executive Session** and reconvened in **Open Session** at which time Mr. Jackson reported that the Committee took action on items a1 and a2 above in **Executive Session**.

On a motion duly made and seconded, the Board adjourned at 4:45 p.m. Eastern Time.

/s/ David A. Capozzi
David A. Capozzi
Assistant Secretary

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

April 19, 2007

MINUTES

The quarterly meeting of the Executive Committee (Committee) of the Universal Service Administrative Company (USAC) was held at USAC's offices in Washington, D.C. on Thursday, April 19, 2007. Dr. Brian Talbott, Chair of the Committee, called the meeting to order at 11:05 a.m. Eastern Time. Eight of the nine members were present, representing a quorum:

Barash, Scott – Acting CEO – *by telephone*
Campbell, Anne – *by telephone*
Jortner, Wayne – Treasurer – *by telephone*
Kragel, M.D., Peter – Secretary – *by telephone*

Lubin, Joel – *by telephone*
Sanders, M.D., Jay – *by telephone*
Talbot, Dr. Brian – Chair – *by telephone*
Williams, Jason – *by telephone*

Members of the Committee not present:

Jackson, Jimmy

Mr. Barash and Mr. Jortner arrived at 11:07 a.m. Eastern Time. They did not participate in the discussion of or vote on item a1 or vote on approving item a2 for discussion in Executive Session.

Other Board Members and Officers of the corporation present:

Belden, Richard – Chief Operating Officer
Blackwell, Mel – VP, Schools and Libraries Division
Capozzi, Dave – Acting General Counsel and Assistant Secretary
Erwin, WB – VP of Finance and Assistant Treasurer
Flannery, Irene – Senior VP, External Relations
Holcombe, Jamie – VP, Information Services
Scott, Wayne – VP, Internal Audit Division

Others present for the meeting:

NAME	COMPANY
Bellavia, Leslie	USAC
Grant, Colleen	USAC
Mi, Christy	USAC
Mitchell, Jeffery	USAC
Morrow, Henry	FCC
Nuzzo, Patsy	USAC
Rodriguez, Jose Luis	FCC
Smith, Michael	FCC

ACTION ITEMS:

a1. Approval of Executive Committee Meeting Minutes of January 18, 2007 and March 8, 2007.

On a motion duly made and seconded, the Committee approved the minutes as written of the Executive Committee meetings of January 18, 2007 and March 8, 2007.

a2. Action on One USAC Internal Audit Division Contributor Revenue Audit Report – Confidential & Proprietary – *Executive Session Recommended*. In accordance with the approved criteria and procedure for conducting USAC Board and Committee business in *Executive Session*, Mr. Capozzi recommended that this report be discussed in *Executive Session* because the report *relates to specific internal controls, and/or confidential company data*. 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 Executive Committee determines that discussion of the contributor revenue audit report labeled CR2005CP007 shall be conducted in *Executive Session*.

a3. Miscellaneous.

- Solicit ideas for July 2007 Committee Agenda. Dr. Talbott reminded members that they may offer suggestions for agenda items for the next quarterly meeting. Ideas may be submitted to Dr. Talbott, Mr. Jackson, or Mr. Barash between quarterly meetings.

INFORMATION ITEMS:

- i1. Status Report on USAC–FCC Office of Inspector General Audit Program.** Mr. Scott introduced this item to the Committee and reported that 230 draft audit reports have been received and are being reviewed for compliance by the firms retained to conduct quality assurance (QA) reviews of the reports. To date, the QA firms have reviewed 76 reports. In an ongoing effort to ensure the competency and quality of the audit examinations, USAC’s Internal Audit Division had attended, through April 1, 2007, 55 site reviews with the audit firms with more planned. Mr. Scott noted that 172 of the audits completed have received unqualified or “clean” opinions and 120 had no audit exceptions with no management responses thus being required. USAC management will be submitting for approval to the Board of Directors and the committees batches of final audit reports as they become available. To meet the July 31, 2007 FCC Office of Inspector General deadline for having all audit work complete, special committee and Board of Directors meetings will likely be needed during June and July 2007.

Mr. Jeff Mitchell, Director of the USAC Outsourced Audits Program, discussed planning for the Year 2 IPIA audits expected to commence in September 2007. USAC and the OIG have worked together to define audit and quality assessment scope, develop sampling requirements, define criteria for establishing materiality, and review audit and quality assurance plans. USAC has provided recommendations based on efficiencies gained through the current Year 1 audit process. Mr. Belden noted that USAC is recommending the audits focus on the funding year, rather than on disbursement dates.

- i2. Update on the Schools and Libraries and Rural Health Care Program Support Services Agreement – *Executive Session Recommended.*** In accordance with the approved criteria and procedures for conducting USAC 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 discussion of the Schools and Libraries and Rural Health Care program support services agreement shall be conducted in *Executive Session*.

- i3. Treatment of Prior Period Adjustments.** Mr. Erwin introduced this item in response to a Board of Directors request that USAC staff investigate the feasibility of averaging prior period adjustments over a rolling four-quarter schedule to moderate the affects on the contribution factor caused by large swings in the amount of prior period adjustments from quarter-to-quarter. Mr. Erwin reviewed analysis indicating that the lowest volatility in the contribution factor would typically be achieved using a three or four-quarter average. Mr. Barash informed the Committee that staff would discuss this matter with the FCC and report back to the Board at the next quarterly meeting.

- i4. Miscellaneous.** No additional items were discussed.

At 11:30 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into Executive Session for the purpose of discussing the confidential and proprietary items noted above.

EXECUTIVE SESSION:

- a2. Action on One USAC Internal Audit Division Contributor Revenue Audit Report. **Ms. Bellavia, Manager of Internal Audit, USAC Internal Audit Division, introduced this item to the Committee.**

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

RESOLVED, that the Executive Committee, having reviewed the USAC Internal Audit Division Contributor Revenue Audit Report labeled CR2005CP007, together with management's response thereto, hereby accepts the recommendation of USAC management and recommends that such audit report be deemed final.

At 11:35 a.m. Eastern Time, the Committee determined to discuss item i2 with only members of the Committee, USAC Officers and the representatives from the FCC present.

- i2. **Update on the Schools and Libraries and Rural Health Care Program Support Services Agreement.** Mr. Barash provided a report to the Committee on this item.

At 12:33 p.m. Eastern Time, the Committee adjourned from **Executive Session** and reconvened in **Open Session**. Dr. Talbott reported that in **Executive Session** the Committee took action on item a2 and discussed item i2. On a motion duly made and seconded, the Committee adjourned at 12:34 p.m. Eastern Time.

/s/ David A. Capozzi

David A. Capozzi

Assistant Secretary

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

July 19, 2007

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, July 19, 2007. Jimmy Jackson, Vice Chair of the Committee, called the meeting to order at 11:01 a.m. Eastern Time. Six of nine Committee members were present, representing a quorum:

Barash, Scott – Acting CEO
Campbell, Anne – *by telephone*
Jackson, Jimmy – Vice Chair – *by telephone*
Jortner, Wayne – Treasurer – *by telephone*
Kragel, Dr. Peter – Secretary – *by telephone*
Sanders, Dr. Jay – *by telephone*

Members of the Committee not present:

Lubin, Joel
Talbott, Dr. Brian
Williams, Jason

Officers of the Corporation present:

Belden, Richard – Chief Operating Officer
Capozzi, David – Acting General Counsel and Assistant Secretary
England, Dr. William – Vice President, Rural Health Care Division
Erwin, W.B. – Vice President, Finance, and Assistant Treasurer
Flannery, Irene – Senior Vice President, External Relations
Majcher, Karen – Vice President, High Cost and Low Income Division
Scott, Wayne – Vice President, Internal Audit

Others present for the meeting:

NAME	COMPANY
Bellavia, Leslie	USAC
Lenhardt, Chris	USAC
Lerner, Rich	FCC
Morrow, Henry	FCC
Nuzzo, Patsy	USAC
Panton, Marci	USAC

ACTION ITEMS:

- a1. Approval of Executive Committee Meeting Minutes of April 19, 2007.** On a motion duly made and seconded, the Committee approved the minutes as written of the Executive Committee meeting of April 19, 2007.
- a2. Action on Two USAC Internal Audit Division Contributor Revenue Audits – Confidential & Proprietary – *Executive Session Recommended.*** In accordance with the approved criteria and procedures for conducting USAC Board and committee business in *Executive Session*, Mr. Capozzi recommended that the Contributor Revenue Reports be discussed in *Executive Session* because the reports **relate to specific internal controls, and/or confidential company data** that would constitute a discussion of *internal rules and procedures* concerning the administration of the universal service support mechanisms. In addition, *47 C.F.R. § 54.711(b) requires USAC to keep all data obtained from contributors confidential*, and to the extent that any such information is discussed, confidential treatment is required.

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

RESOLVED, that the USAC Executive Committee determines that discussion of the Contributor Revenue Reports labeled CR2005CP008 and CR2006CP001 shall be conducted in *Executive Session*.

- a3. Action on One USAC Operational Follow-Up Audit Report – Confidential & Proprietary – *Executive Session Recommended.*** In accordance with the approved criteria and procedures for conducting USAC Board and committee business in *Executive Session*, Mr. Capozzi recommended that the audit report 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* concerning the administration of the universal service support mechanisms.

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 USAC Operational Follow-Up Audit Report labeled US2007FL001 shall be conducted in *Executive Session*.

Miscellaneous. Solicit ideas for October 2007 Committee Agenda. Mr. Jackson requested that Committee members send any agenda items for the October 2007 meeting to Mr. Barash, Dr. Talbott or him.

INFORMATION ITEMS:

- i2. Status Report on the USAC-FCC Office of Inspector General Audit Program.** Mr. Scott reported on the status of current audit program and noted that USAC staff continues to work with the FCC's Office of Inspector General (OIG) on the 2007-2008 program, which will be larger in scope than the current program of 460 audits. Members of the Committee expressed concern over the cost of the audits to the USF and especially to smaller support mechanism beneficiaries that may be required to devote considerable resources and funds in meeting the requirements of the audit when they are recipients of a small amount of program funds.

- i5. Implementation of FCC-USAC Memorandum of Understanding.** Mr. Barash provided a report on staff's efforts in implementing the MOU.

- i6. Mid-Year Report on USAC 2007 Objectives.** Mr. Barash provided a report on the status of the 2007 objectives.

At 11:26 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into **Executive Session** for the purpose of discussing the confidential and proprietary items noted above.

EXECUTIVE SESSION:

- a2. Action on Two USAC Internal Audit Division Contributor Revenue Audits – Confidential & Proprietary.** Mr. Scott introduced this item to the Committee.

On a motion duly made and seconded and after discussion, the Committee adopted the following resolution, with Mr. Jackson abstaining:

RESOLVED, that the Executive Committee, having reviewed the USAC Internal Audit Division Contributor Revenue Audit Reports labeled CR2005CP008 and CR2006CP001, together with management's responses thereto, hereby accepts the recommendation of USAC management and determines that such audit reports shall be deemed final.

- a3. Action on One USAC Operational Follow-Up Audit Report – Confidential & Proprietary.** Mr. Scott introduced 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, having reviewed the USAC Internal Audit Division USAC Operational Follow-Up Audit Report labeled US2007FL001, together with management's responses thereto, hereby accepts the recommendation of USAC management and determines that such report shall be deemed final.

At 11:51 a.m. Eastern Time, the Committee adjourned from **Executive Session** and reconvened in **Open Session**. Mr. Jackson reported that in **Executive Session** the Committee considered and took action on items a2 and a3 above.

Mr. Barash informed the Committee that Irene Flannery, USAC's Senior Vice President of External Relations, had tendered her resignation. Mr. Barash and the Committee thanked her for her many years of service to USAC and the universal service support mechanisms.

On a motion duly made and seconded, the Committee adjourned at 11:53 a.m. Eastern Time.

/s/ David A. Capozzi

Assistant Secretary

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

September 18, 2007

MINUTES

A non-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 Tuesday, September 18, 2007. Dr. Brian Talbott, Chair of the Committee, called the meeting to order at 12:01 p.m. Eastern Time. Seven of nine Committee members were present, representing a quorum:

Barash, Scott – Acting CEO
Jackson, Jimmy – Vice Chair – *by telephone*
Jortner, Wayne – Treasurer – *by telephone*
Kragel, Dr. Peter – Secretary – *by telephone*
Lubin, Joel – *by telephone*
Sanders, Dr. Jay – *by telephone*
Talbott, Dr. Brian – Chair

Members of the Committee not present:

Campbell, Anne
Williams, Jason

Officers of the Corporation present:

Belden, Richard – Chief Operating Officer
Capozzi, David – Acting General Counsel and Assistant Secretary
England, Dr. William – Vice President, Rural Health Care Division
Erwin, W.B. – Vice President, Finance, and Assistant Treasurer
Flannery, Irene – Senior Vice President, External Relations
Majcher, Karen – Vice President, High Cost and Low Income Division
Scott, Wayne – Vice President, Internal Audit

Others present for the meeting:

NAME	COMPANY
Bellavia, Leslie	USAC
Lenhardt, Chris	USAC
Lerner, Rich	FCC
Morrow, Henry	FCC
Nuzzo, Patsy	USAC
Panton, Marci	USAC

ACTION ITEMS:

- a1. Engagement of Independent Accounting Firm to Perform the USAC Annual Financial Audit and Agreed-Upon Procedures Review – *Executive Session Recommended*.** In accordance with the approved criteria and procedures for conducting USAC 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 discussion of the proposals to select an independent accounting firm to perform the USAC annual financial audit and agreed-upon procedures review shall be conducted in *Executive Session*.

- a2. Consideration of Round 2 Contract Awards for USAC-FCC Office of Inspector General Audit Program for High Cost and Low Income, and Rural Health Care Beneficiaries, USF Contributors and Quality Assurance Services – *Executive Session Recommended*.** In accordance with the approved criteria and procedures for conducting USAC 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 whether to exercise the first of four option years of the existing contracts for IPIA beneficiary audits and the associated quality assurance review work to support the second year of the IPIA audit effort shall be conducted in *Executive Session*.

- a3. Consideration of Round 2 Contract Awards for USAC-FCC Office of Inspector General Audit Program for Schools and Libraries Beneficiaries – *Executive Session Recommended*.** In accordance with the approved criteria and procedures for conducting USAC 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 discussion of the proposals to select independent accounting firms to perform Schools and Libraries Support Mechanism beneficiary audits for USAC shall be conducted in *Executive Session*.

At 12:04 p.m., Eastern Time, on a motion duly made and seconded, the Committee moved into **Executive Session** for the purpose of discussing the confidential and proprietary items noted above.

EXECUTIVE SESSION:

- a1. Engagement of Independent Accounting Firm to Perform the USAC Annual Financial Audit and Agreed-Upon Procedures Review.** Mr. Scott introduced 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 authorizes USAC to award a contract to the independent accounting firm of PricewaterhouseCoopers LLP to conduct the USAC calendar year 2007, financial audit and agreed-upon procedures review, subject to USAC receiving approval from the FCC to make a contract award.

- a2. Consideration of Round 2 Contract Awards for USAC-FCC Office of Inspector General Audit Program for High Cost and Low Income, and Rural Health Care Beneficiaries, USF Contributors and Quality Assurance Services.** Mr. Scott introduced 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, having reviewed the recommendation of USAC management, hereby authorizes USAC management to exercise the first of four option years on the existing contracts with selected audit firms for Round 2 High Cost and Low Income, Rural Health Care and Contributor audits and for audit quality assurance reviews in an amount not-to-exceed a total of \$15,730,584.

- a3. Consideration of Round 2 Contract Awards for USAC-FCC Office of Inspector General Audit Program for Schools and Libraries Beneficiaries.** Mr. Scott introduced 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 authorizes USAC to award contracts to KPMG LLP, Grant Thornton, Ernst & Young LLP, Cotton and Company, and Thompson, Cobb, Bazillo and Associates to conduct Schools and Libraries Support Mechanism beneficiary audits in an amount not-to-exceed \$23,726,976, subject to USAC receiving any necessary approvals from the FCC.

At 12:34 p.m. Eastern Time, the Committee adjourned from **Executive Session** and reconvened in **Open Session**. Mr. Jackson reported that in **Executive Session** the Committee considered and took action on items a1, a2 and a3 above.

Mr. Barash informed the Committee that yesterday, September 17, 2007, was the tenth anniversary of the creation of USAC, the Schools and Libraries Corporation and the Rural Health Care corporation. Mr. Barash stated that much has been accomplished in the last 10 years and the role of universal service remains important to the country and USAC has been an important part of its success. Dr. Talbott thanked everyone at USAC for all of the good that has resulted from their tireless work.

On a motion duly made and seconded, the Committee adjourned at 12:36 p.m. Eastern Time.

/s/ David A. Capozzi

Assistant Secretary

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

October 3, 2007

MINUTES

A non-quarterly meeting of the Executive Committee (Committee) of the Universal Service Administrative Company (USAC) was held at USAC's offices in Washington, D.C. on Wednesday, October 3, 2007. Dr. Brian Talbott, Chair of the Committee, called the meeting to order at 2:03 p.m. Eastern Time. Six of nine Committee members were present, representing a quorum:

Barash, Scott – Acting CEO
Campbell, Anne – *by telephone*
Jackson, Jimmy – Vice Chair – *by telephone*
Kragel, Dr. Peter – Secretary – *by telephone*
Talbott, Dr. Brian – Chair – *by telephone*
Williams, Jason – *by telephone*

Members of the Committee not present:

Jortner, Wayne
Lubin, Joel
Sanders, Dr. Jay

Officers of the Corporation present:

Belden, Richard – Chief Operating Officer
Capozzi, David – Acting General Counsel and Assistant Secretary
England, Dr. William – Vice President, Rural Health Care Division

Others present for the meeting:

NAME	COMPANY
Morrow, Henry	FCC
Nuzzo, Patsy	USAC
Rodriguez, Jose	FCC
Rovetto, Ed	USAC

ACTION ITEMS:

- a1. **Consideration of a Contractor to Provide Communications and Graphics Design Services – Confidential & Proprietary – *Executive Session Recommended*.** In accordance with the approved criteria and procedures for conducting USAC Board and committee business in ***Executive Session***,

Mr. David 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 discussion of the proposals to select a firm for the production of USAC's annual report and provision of other services shall be conducted in *Executive Session*.

- a2. **Consideration of Procurement of Computer Hardware to Replace Aging Equipment – Confidential & Proprietary – Executive Session Recommended.** In accordance with the approved criteria and procedures for conducting USAC 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 and after discussion, the Committee adopted the following resolution:

RESOLVED, that the USAC Executive Committee determines that consideration of management's request to replace computer hardware shall be conducted in *Executive Session*.

- a3. **Consideration of Contract Management Support Services for the Rural Health Care Pilot Program – Confidential & Proprietary – Executive Session Recommended.** In accordance with the approved criteria and procedures for conducting USAC 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 contract for project management services for the Rural Health Care Pilot Program 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 and proprietary items noted above.

EXECUTIVE SESSION:

- a1. **Consideration of a Contractor to Provide Communications and Graphics Design Services.** Mr. Belden introduced 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 accepts the recommendation of USAC management and authorizes USAC to award a contract to Cahoon & Cross to provide communications and graphic design services for a two-year period commencing on or about October 15, 2007 in an amount not to exceed \$245,000.

- a2. Consideration of Procurement of Computer Hardware to Replace Aging Equipment.** Mr. Belden introduced 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, having reviewed the procurement evaluation, hereby accepts the recommendation of USAC management and approves the replacement of computer hardware by awarding a contract to Zones, Inc. for an amount not-to-exceed \$215,109.79, plus sales tax, for the purchase of seven HP ProLiant Servers and the requisite associated software.

- a3. Consideration of Contract Management Support Services for the Rural Health Care Pilot Program.** Mr. Belden introduced 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, having reviewed the recommendation of USAC management, hereby authorizes management to engage Washington Consulting Inc. to provide project management services related to the Rural Health Care Pilot Program in an amount not-to-exceed \$245,000.

At 2:42 p.m. Eastern Time, the Committee adjourned from **Executive Session** and reconvened in **Open Session** at which time Dr. Talbott reported that in **Executive Session** the Committee took action on items a1, a2 and a3. Mr. Barash stated that he would send a note to the Rural Health Care Committee members summarizing the Executive Committee's action in considering and approving contract management support services for the Rural Health Care Pilot Program.

On a query from Dr. Talbot requesting miscellaneous items, Mr. Barash noted that the FCC's Inspector General had posted reports providing statistical analysis, project status and general conclusions on the Improper Payment Information Act (IPIA) Audits conducted by USAC at the direction of the FCC.

On a motion duly made and seconded, the Committee adjourned at 2:52 p.m. Eastern Time.

/s/ David A. Capozzi

Assistant Secretary

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

October 18, 2007

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, October 18, 2007. Dr. Brian Talbott, Chair of the Committee, called the meeting to order at 11:05 a.m. Eastern Time. Seven of nine Committee members were present, representing a quorum:

Barash, Scott – Acting CEO
Campbell, Anne – *by telephone*
Jortner, Wayne – Treasurer – *by telephone*
Kragel, Dr. Peter – Secretary – *by telephone*
Sanders, Dr. Jay – *by telephone*
Talbott, Dr. Brian – *by telephone*
Williams, Jason – *by telephone*

Members of the Committee not present:

Jackson, Jimmy
Lubin, Joel

Officers of the Corporation present:

Belden, Richard – Chief Operating Officer
Capozzi, David – Acting General Counsel and Assistant Secretary
Erwin, W.B. – Vice President, Finance, and Assistant Treasurer
Majcher, Karen – Vice President, High Cost and Low Income Division
Scott, Wayne – Vice President, Internal Audit

Others present for the meeting:

NAME	COMPANY
Iversen, Eric	USAC
Machcinski, Thaddeus	FCC
Mitchell, Jeff	USAC
Nuzzo, Patsy	USAC
Rodriguez, Jose Luis	FCC

ACTION ITEMS:

- a1. Approval of Executive Committee Meeting Minutes of July 19, 2007, September 18, 2007 and October 3, 2007.** On a motion duly made and seconded, the Committee approved the minutes as written of the Executive Committee meetings of July 19, 2007, September 18, 2007 and October 3, 2007.
- a2. Miscellaneous. Solicit ideas for January 2008 Committee Agenda.** Dr. Talbott requested that Committee members send any agenda items for the January 2008 meeting to Mr. Jackson, Mr. Barash or him.

INFORMATION ITEMS:

- i1. Status Report on USAC-FCC Office of Inspector General Audit Program.** Mr. Barash presented this item to the Committee. In his presentation, Mr. Barash discussed plans being considered by the Inspector General of the FCC for the 2007-2008 IPIA Audit program that USAC will conduct on behalf of the FCC. Members of the Committee expressed concern over the potential cost to the USF of the IPIA audit program.

Ms. Majcher commented that High Cost audits from 2006 showed a 16.5% erroneous payment rate due predominantly to carriers not having sufficient documentation on their plant and equipment costs to meet the requirements of the audit. Ms. Majcher also noted that there were no formal records retention requirements in the High Cost Program rules for the period audited, however, the FCC determined that if sufficient documentation does not exist to justify the benefits provided, then the benefits paid must be classified as an improper payment, which then increases the erroneous payment rate. Ms. Majcher also stated that since the recently enacted High Cost program record retention requirements will not be effective for the timeframe to be audited during the 2007-2008 IPIA audit program, there is likely to be little change in the outcome of the audits.

Dr. Talbott requested a discussion on this issue at the Board of Directors meeting on October 23, 2007 and requested that staff memorialize the conversations between the FCC and USAC management as the Executive Committee would be meeting with FCC staff immediately following the Board Meeting.

- i2. Status Report on Implementation of FCC-USAC Memorandum of Understanding.** Mr. Barash provided a report on staff's efforts in implementing the MOU.
- i3. Miscellaneous.**
 - i3-1. Update on Rural Health Care Pilot Program.** Dr. Sanders asked if USAC had received any additional information regarding the Rural Health Care Pilot program. Mr. Barash and Mr. Belden noted that while discussion continues, no final directive has been received.

i3-2. Appointment of a Nominating Committee and Direction to Committees for the Appointment of Committee Chairs and Vice Chairs. Dr. Talbott stated that he will recommend that Dr. Sanders, Mr. Jackson and Mr. Williams be appointed to the USAC Board of Directors Nominating Committee at the October 23, 2007 Quarterly Board Meeting, with Dr. Sanders also appointed as Chair of the committee.

On a motion duly made and seconded, the Committee adjourned at 11:48 a.m. Eastern Time.

/s/ David A. Capozzi

Assistant Secretary

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

November 2, 2007

MINUTES

A non-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, November 2, 2007. Dr. Brian Talbott, Committee Chair, called the meeting to order at 11:29 a.m. Eastern Time. Seven of nine Committee members were present, representing a quorum:

Barash, Scott – Acting CEO	Sanders, Dr. Jay – <i>by telephone</i>
Jackson, Jimmy – <i>by telephone</i>	Talbott, Dr. Brian – <i>by telephone</i>
Jortner, Wayne – Treasurer – <i>by telephone</i>	Williams, Jason – <i>by telephone</i>
Kragel, Dr. Peter – Secretary – <i>by telephone</i>	

Mr. Joel Lubin joined the meeting by telephone at 11:38 a.m. Eastern Time.

Members of the Committee not present:

Campbell, Anne

Officers of the Corporation present:

Belden, Richard – Chief Operating Officer
Boyle, Anne – Member of the Board – *by telephone*
Capozzi, David – Acting General Counsel and Assistant Secretary
Scott, Wayne – Vice President, Internal Audit

Others present for the meeting:

NAME	COMPANY
Mitchell, Jeff	USAC
Morrow, Henry	FCC
Nuzzo, Patsy	USAC
Rodriguez, Jose Luis	FCC

INFORMATION ITEMS:

- i1. Confidential Discussion on the IPIA Audit Program.** In accordance with the approved criteria and procedures for conducting USAC 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 *pre-decisional matters that are before the FCC*.

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

RESOLVED, that the USAC Executive Committee determines that discussion of the IPIA audit program shall be conducted in *Executive Session*.

At 11:30 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purposes of discussing the confidential and proprietary item noted above.

EXECUTIVE SESSION:

i1. Confidential Discussion on the IPIA Audit Program. Mr. Barash presented this item to the Committee.

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 the Committee discussed item i1 above in *Executive Session*.

On a motion duly made and seconded, the Committee adjourned at 12:37 p.m. Eastern Time.

/s/ David A. Capozzi

Assistant Secretary

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY

EXECUTIVE COMMITTEE MEETING

December 19, 2007

MINUTES

A non-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 Wednesday, December 19, 2007. Mr. Jimmy Jackson, Committee Vice Chair, called the meeting to order at 12:01 p.m. Eastern Time. Six of nine Committee members were present, representing a quorum:

Barash, Scott – Acting CEO	Jortner, Wayne – Treasurer – <i>by telephone</i>
Campbell, Anne – <i>by telephone</i>	Sanders, Dr. Jay – <i>by telephone</i>
Jackson, Jimmy – Vice Chair - <i>by telephone</i>	Williams, Jason – <i>by telephone</i>

Members of the Committee not present:

Kragel, Dr. Peter
Lubin, Joel
Talbott, Dr. Brian

Officers of the Corporation present:

Belden, Richard – Chief Operating Officer
Capozzi, David – Acting General Counsel and Assistant Secretary
Scott, Wayne – Vice President, Internal Audit

Others present for the meeting:

NAME	COMPANY
Bellavia, Leslie – <i>by telephone</i>	USAC
Grant, Colleen	USAC
Hultquist, Mary	USAC
Morrow, Henry	FCC
Nuzzo, Patsy	USAC
Rodriguez, Jose Luis	FCC
Ruffley, Brandon	USAC
Theobald, Fred	USAC
Tilton, Michelle	USAC

ACTION ITEMS:

- a1. **Action on 25 Contributor Revenue Compliance Attestation Audit Reports.** 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 reports **relate to specific internal controls, and/or confidential company data**. 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 Executive Committee determines that discussion of the contributor revenue audit reports listed in Exhibit 1 to the issue paper shall be conducted in *Executive Session*.

- a2. **Consideration of Revised Requirements for Collocation 2 Data Center.** In accordance with the approved criteria and procedures for conducting USAC 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 and discussion of the updated data center collocation strategy shall be conducted in *Executive Session*.

At 12:04 p.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential and proprietary items listed above.

EXECUTIVE SESSION:

- a1. **Action on 25 Contributor Revenue Compliance Attestation Audit Reports.** Mr. Scott introduced 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 having reviewed the 25 contributor revenue compliance attestation audit reports as listed in Exhibit 1 to the issue paper and attached thereto, together with management's responses, hereby accepts the recommendation of USAC management and recommends that such reports be deemed final.

- a2. **Consideration of Revised Requirements for Collocation 2 Data Center.** Mr. Belden introduced 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, having reviewed USAC management's recommendation, hereby authorizes USAC management to contract with Equinix to establish a second collocation facility for a one year term in an amount not-to-exceed \$231,120.

At 12:23 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. Jackson reported that the Committee discussed and took action on items a1 and a2 above in *Executive Session*.

INFORMATION ITEMS:

i1. Miscellaneous.

- i1-1. Mr. Barash reported that USAC received the signed extension from Solix which extends the Rural Health Care and Schools and Libraries programmatic support services contract through 2009 as previously approved by the programmatic committees and the FCC.
- i1-2. Mr. Barash reported that the Rural Health Care and Schools and Libraries information technology vendor selection as approved by the programmatic committees had been sent to the FCC and a response is pending.
- i1.-3. Mr. Barash and Mr. Belden discussed USAC office space needs with the Committee. Mr. Belden projected that current office space will be fully utilized and USAC will need additional space by the end of 2008 to accommodate program resources to support program changes such as the IPIA audits, the Rural Health Care Pilot program, additional resources required for outreach, and the USAC financial systems modernization effort. Staff intends to make a complete presentation on the office space issue at the January 2008 quarterly meeting.

On a motion duly made and seconded, the Committee adjourned at 12:32 p.m. Eastern Time.

/s/ David A. Capozzi

Assistant Secretary