



Board of Directors

Briefing Book

April 26, 2021

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Virtual Meeting

Universal Service Administrative Company Offices

700 12th Street, N.W., Suite 900

Washington, D.C. 20005

**Universal Service Administrative Company
Board of Directors Quarterly Meeting
Virtual Agenda**

USAC Offices
700 12th Street, N.W., Suite 900
Washington, D.C. 20005

| | MONDAY, APRIL 26, 2021 12:40 P.M. – 2:05 P.M. EASTERN TIME <u>OPEN SESSION</u> | <i>Estimated Duration in Minutes</i> |
|--------------------|---|--|
| Chair | a1. Consent Items (each available for discussion upon request): A. Approval of Board of Directors Meeting Minutes of January 25, January 27, February 3, February 4, February 18, March 10, March 18, and April 9, 2021 B. Approval of moving all <i>Executive Session</i> Items into <i>Executive Session</i> C. Resolution Honoring a USAC Staff Member Whose Service Has Recently Concluded | 5 |
| Chair | a2. Reports from the Committee Chairs: Audit Committee, High Cost & Low Income Committee, Rural Health Care Committee, and Schools & Libraries Committee | 10 |
| Charlie | a3. Approval of Connected Care Pilot Program 3 rd Quarter 2021 Budget and Demand Projection for the April 30, 2021 FCC Filing | 5 |
| Mark | i1. Connected Care Pilot Program Update (<i>For Information Only</i>) | - |
| Charlie | a4. Approval of USAC Common and Consolidated 3rd Quarter 2021 Budgets for the April 30, 2021 FCC Filing | 10 |
| Kraynal Laura | i2. Enterprise Business Updates <ul style="list-style-type: none"> • Shared Services: <ul style="list-style-type: none"> A1. Tribal Update A2. Supply Chain Outreach Plan • Appropriate Programs: <ul style="list-style-type: none"> B. Emergency Broadband Benefit Program C. COVID-19 Telehealth Program | 15 10 |
| James Christine | | 5 5 |

| | WEDNESDAY, APRIL 28, 2021 10:00 A.M. – 1:00 P.M. EASTERN TIME <u>EXECUTIVE SESSION</u> Confidential – Executive Session Recommended | <i>Estimated Duration in Minutes</i> |
|-------------------------------|--|--|
| Radha Craig/Radha Craig | i3. Enterprise Business Updates (<i>Continued</i>) A. CEO Update: <ul style="list-style-type: none"> • January 2021 Board and Committee Recap • COVID-19 Appropriated Programs <ul style="list-style-type: none"> ○ Appropriations Program Funding Augmentation | 3 15 |

| WEDNESDAY, APRIL 28, 2021 10:00 A.M. – 1:00 P.M. EASTERN TIME <u>EXECUTIVE SESSION</u> Confidential – Executive Session Recommended | | <i>Estimated Duration in Minutes</i> |
|--|--|--|
| | <ul style="list-style-type: none"> ○ Emergency Connectivity Fund ● Supply Chain Discussion | 10 |
| Kyle | B. Information Technology Update: <ul style="list-style-type: none"> ● Major Security Incidents Overview ● FISMA Update ● Security Compliance Update ● NIST SP 800-53 Revision 5 Update | 20 |
| Chris | C. Enterprise Risk Management Update: <ol style="list-style-type: none"> 1. Q1 2021 Risk Management 2. Risk Management Council Minutes <p style="text-align: center;"><i>(For Information Only)</i></p> | – |
| Chris | D. Procurement Update (For Information Only) | – |
| Charlie | E. Information on Contribution Factor | 10 |
| Chris | a5. Consideration for Contract Award for Red Hat Linux Enterprise License Agreement | 5 |
| Chris | a6. Consideration to Exercise Contract Option Year for Chief Information Security Officer Advisory Services | 5 |
| Chris | a7. Consideration of Contract Award for Amazon Web Services | 5 |
| Chris | a8. Consideration of Contract Award for Dell/EMC Transformational License Agreement | 5 |
| Chris | a9. Consideration of Task Order Award for Open Data Platform Retooling Services | 5 |
| Chris | a10. Consideration of Task Order Modification for Software Development Life Cycle Assessment | 5 |
| Chris | a11. Consideration to Exercise Option Year for Statistician Services | 5 |
| Chris | a12. Consideration of Contract Modification for Emergency Connectivity Fund Business Process Outsourcing | 5 |
| Teleshia | i5. Contributor Revenue Audit Overview | 15 |
| Chair | i6. Confidential Executive Session: Board of Directors Only | 30 |

**Universal Service Administrative Company
Board of Directors Meeting**

| |
|--------------------|
| ACTION ITEM |
|--------------------|

Consent Items

Action Requested

The USAC Board of Directors (Board) is requested to approve the consent items listed below.

Discussion

The Board is requested to approve the following items using the consent resolutions below:

- A. Board meeting minutes of January 25, January 27, February 3, February 4, February 18, March 10, March 18, and April 9, 2021 (*see Attachments A-1 through A-8*).
- B. Approval of moving all *Executive Session* items into *Executive Session*:
- (1) **i3** – Enterprise Business Updates (*Continued*).
- A. CEO Update. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s it relates to *specific internal controls or confidential company data* that would constitute a discussion of internal rules and procedures. In addition, this item might include discussion of *pre-decisional matters pending before the FCC or discussion related to USAC’s procurement strategy and contract administration*.
- B. Information Technology Update. USAC management recommends that this item be discussed in *Executive Session* because it relates to *specific internal controls or confidential company data*, and *internal rules and procedures* concerning the administration of the universal service support mechanisms; discussion of the matter in open session would result in *disclosure of confidential techniques and procedures* that would compromise program integrity. This item may also include discussion of USAC’s *procurement strategy and contract administration*.
- C. Enterprise Risk Management Update. USAC management recommends that this item be discussed in *Executive Session* because it relates to *specific internal controls or confidential company data*, and *internal rules and procedures* concerning the administration of the universal service support mechanisms;

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discussion of the matter in open session would result in *disclosure of confidential techniques and procedures* that would compromise program integrity.

D. Procurement Update. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.

E. Information on Contribution Factor. USAC management recommends that this item be discussed in *Executive Session* because it relates to *internal controls 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*

- (2) **a5** – Consideration for Contract Award for Red Hat Linux Enterprise License Agreement. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
- (3) **a6** – Consideration to Exercise Contract Option for Chief Information Security Officer Advisory Services. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
- (4) **a7** – Consideration of Contract Award for Amazon Web Services. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
- (5) **a8** – Consideration of Contract Award for Dell/EMC Transformational License Agreement. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
- (6) **a9** – Consideration of Task Order Award for Open Data Platform Retooling Services. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
- (7) **a10** – Consideration of Task Order Modification for Software Development Life Cycle Assessment. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
- (8) **a11** – Consideration to Exercise Option Year for Statistician Services. USAC management recommends that this item be discussed in

Executive Session because it relates to USAC's *procurement strategy and contract administration*.

- (9) **a12** – Consideration of Contract Modification for Emergency Connectivity Fund Business Process Outsourcing. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
- (10) **i5** – Contributor Revenue Audit Overview. USAC management recommends that this item be discussed in *Executive Session* because it relates to *internal controls 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*.
- (11) **i6** – Confidential *Executive Session*: Board of Directors Only. USAC management recommends that this item be discussed in *Executive Session* because it involves *internal personnel matters*.

C. Resolution Honoring a USAC Staff Member Whose Service Has Recently Concluded. The Board would like to recognize and honor Mr. Ernesto Beckford, who retired from USAC in January 2021. Mr. Beckford began his USAC career in 2017 as Deputy General Counsel, and was promoted to General Counsel in 2018. The Board and USAC management are extremely appreciative of Mr. Beckford's dedication, legal expertise, and service in support of universal service. We wish him the best in his retirement.

Upon request of a Board member, any one or more of the above items are available for discussion by the Board.

Recommended USAC Board of Directors Action

APPROVAL OF THE FOLLOWING RESOLUTIONS:

RESOLVED, that the USAC Board of Directors hereby approves: (1) the Board meeting minutes of January 25, January 27, February 3, February 4, February 18, March 10, March 18, and April 9, 2021; and (2) discussion in *Executive Session* of the items noted above; and

RESOLVED FURTHER, that the USAC Board of Directors hereby expresses its sincere appreciation for Mr. Ernesto Beckford for his dedicated service and legal expertise, and wish him the best in his retirement.

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

BOARD OF DIRECTORS MEETING
Monday, January 25, 2021

(DRAFT) MINUTES¹

Due to the COVID-19 pandemic, USAC continued mandatory telework; therefore the *Open Session* portion of the quarterly meeting of the USAC Board of Directors (Board) was conducted by web conference on Monday, January 25, 2021. Mr. Joe Gillan, Board Chair, called the meeting to order at 1:04 p.m. Eastern Time, with a quorum of 18 of the 19 Board members present:

| | |
|---------------------|--|
| Buzacott, Alan | Mason, Ken – Vice Chair |
| Choroser, Beth | Polk, Stephanie |
| Domenech, Dr. Dan | Schell, Julie Tritt – Treasurer |
| Feiss, Geoff | Sekar, Radha – Chief Executive Officer |
| Freeman, Sarah | Skriwan, Michael |
| Gerst, Matt | Waller, Jeff |
| Gillan, Joe – Chair | Wade, Dr. Joan |
| Gregory, Amber | Wein, Olivia – Secretary |
| Jacobs, Ellis | Wibberly, Dr. Kathy |

Board member not present:

Fontana, Brent

Officers of the corporation present:

Ayer, Catriona – Vice President of Shared Services
Beckford, Ernesto – Vice President, General Counsel, and Assistant Secretary
Beyerhelm, Chris – Chief Administrative Officer
Davis, Craig – Vice President of Schools and Libraries
Delmar, Teleshia – Vice President of Audit and Assurance
Gaither, Victor – Vice President of High Cost
Garber, Michelle – Vice President of Enterprise Resources Program
Hutchinson, Kyle – Vice President of IT 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 Board prior to the Board 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> |
|---------------------|---------------------------------|
| Benham, Cathy | CMS Consulting Inc. |
| Campos, Rosy | CMS Consulting Inc. |
| Crawford, Katherine | USAC |
| DiVo, Victor | USAC |
| Goode, Vernell | USAC |
| Harkin, Michelle | CMS Consulting Inc. |
| James, Christine | USAC |
| Lee, James | USAC |
| Little, Chris | USAC |
| Mitchell, Tamika | USAC |
| Morning, Kim | USAC |
| Nelbach, Nick | USAC |
| Nuzzo, Patsy | USAC |
| Samuels, Victoria | USAC |
| Schecker, Laurence | USAC |
| Schrader, Theresa | Broadband Legal Strategies, LLC |
| Tiwari, Tanya | USAC |

OPEN SESSION

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

- a1. Consent Items.** Mr. Gillan presented this item to the Board.
- A. Approval of Board Meeting Minutes of October 26, October 27, November 16, and December 14, 2020.
 - B. Approval of moving all *Executive Session* Items into *Executive Session*.
 - **a7-A1**– Approval of 2021 Annual USAC Common and Consolidated Budgets. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.
 - **a7-A2** – Approval of 2021 Annual Connected Care Pilot Program Budget. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.
 - **a8** – Consideration of a Contract Award for Oracle Licensing Support. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.

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- **a9** – Consideration of a Contract Increase for Splunk Cloud Licensing. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.
- **a10** – Consideration of a Contract Award for Veracode Analysis and eLearning Licensing. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.
- **a11** – Consideration of Contract Award for GRC Tool Licenses and Professional Services. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.
- **a12** – Consideration of Contract Award for Okta Support, Services, and Licensing. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.
- **a13** – Consideration of Task Order Award for Centralized Geocoding Repository (CGR). USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.
- **a14** – Consideration of Increase to Base Period of Contract for Analysis, Requirements, and Project Management Office Support for ERP System Services. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC’s *procurement strategy and contract administration*.
- **i2** – Enterprise Business Updates (*Continued*).
 - **B.** CEO Business Update. USAC management recommends that this item be discussed in *Executive Session* because it relates to *specific internal controls or confidential company data*, and *internal rules and procedures* concerning the administration of the universal service support mechanisms; discussion of the matter in open session would result in *disclosure of confidential techniques and procedures* that would compromise program integrity. In addition, this item might include discussion of *pre-decisional matters pending before the FCC*.
 - **C.** Enterprise Risk Management Update. USAC management recommends that this item be discussed in *Executive Session* because it involves *specific internal controls or confidential company data*, and *internal rules and procedures* concerning the administration of the universal service support mechanisms; discussion of the matter in open session would result in *disclosure of*

confidential techniques and procedures that would compromise program integrity.

- **D.** Procurement Business Update and Annual Competition Advocate Report. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*.
 - **E.** Information on Contribution Factor. USAC management recommends that this item be discussed in *Executive Session* because it relates to *internal controls 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
 - **i3** – Information on Two Contributor Revenue Audit Reports. USAC management recommends that this item be discussed in *Executive Session* because it relates to *internal controls or confidential company data* and would constitute a discussion of internal rules and procedures. In addition, *47 C.F.R. § 54.711(b)* requires USAC to keep all data obtained from contributors confidential.
 - **i4.** – Personnel Matter: Shared Services Update. USAC management recommends that discussion of this item occur in *Executive Session* because it involves *internal rules and procedures, confidential company data* and *personnel matters*.
 - **i5** – *Personnel Matter*: Human Resource Business Update. USAC management recommends that discussion of this item occur in *Executive Session* because it involves *confidential company data* and *personnel matters*.
 - **a15** – *Personnel Matter*: Consideration of 2021 Compensation Item. USAC management recommends that discussion of this item occur in *Executive Session* because it involves *confidential company data* and *personnel matters*.
 - **i6** – *Confidential Executive Session*: Board of Directors Only. USAC management recommends that this item be discussed in *Executive Session* because it involves *internal personnel matters*.
- C. Approval of April 2022 - January 2023 Board of Directors Quarterly Meeting Schedule.

| Executive Committee | Programmatic Committees & Board of Directors |
|---------------------|--|
| April 21, 2022 | April 25-26, 2022 |
| July 21, 2022 | July 25-26, 2022 |
| October 20, 2022 | October 24-25, 2022 |
| January 26, 2023 | January 30-31, 2023 |

*NOTE: The meeting dates maybe adjusted to accommodate the need for virtual meetings during the COVID-19 pandemic.

- D. Review of the 2021 Audit Committee Charter. In accordance with USAC’s Audit Committee Charter (Charter), Section III.A.1, the Audit Committee (Committee) of the USAC Board of Directors (Board) is required to review and reassess the adequacy of the Charter at least annually, and recommend changes, as deemed necessary, to the Board. The Board is requested to consider the revised Audit Committee Charter presented by the Audit Committee.

- E. Resolution Honoring a Board Member Whose Service on the Board Has Recently Ended. The Board would like to recognize and honor Atilla Tinic, whose term has recently concluded. Mr. Tinic served as a Board member from November 2015 through December 2020. The USAC Board and USAC management are extremely appreciative of his dedication to universal service as well as his leadership, guidance and information technology expertise in USAC’s administration of the federal Universal Service Fund.

- F. Annual Election of Committee At-Large Seats, Chairs and Vice Chairs, and Appointment of USAC Staff as Corporate Officers. Mr. Gillan moved the annual election of Board members as committee chairs, vice chairs, and at-large members, as well as the appointment of USAC staff members as Assistant Secretary and Assistant Treasurer, to the consent items. He also requested that the election of Board members for the corporate officer positions of Board Chair, Vice-Chair, Treasurer, and Secretary remain in item a2 below to be voted on by the Board.

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

RESOLVED, that the USAC Board of Directors hereby approves: (1) the Board meeting minutes of October 26, October 27, November 16, and December 14, 2020; and (2) discussion in *Executive Session* of the items noted above; and

RESOLVED FURTHER, that the USAC Board of Directors adopts the Board of Directors and committee quarterly meetings schedule for April 2022 through January 2023; and

RESOLVED FURTHER, that the USAC Board of

Directors, having reviewed the revised Audit Committee Charter presented by the Audit Committee, hereby accepts the recommendation of the Audit Committee and approves the revised Audit Committee Charter; and

RESOLVED FURTHER, that the USAC Board of Directors hereby expresses its sincere appreciation to Atilla Tinic for his dedicated service on the Board of Directors of the Universal Service Administrative Company, and wishes the best in his future endeavors.

Election of Board Members to Committee At-Large Seats

RESOLVED, that the USAC Board of Directors accepts the recommendations of the Nominating Committee and elects the following directors to serve in at-large seats on the **Schools & Libraries Committee**: *Ken Mason* (representing service providers), *Alan Buzacott* (at-large member), *Brent Fontana* (at-large member), and *Beth Choroser* (at-large member); and

RESOLVED FURTHER, that the USAC Board of Directors accepts the recommendations of the Nominating Committee and elects the following directors to serve in at-large seats on the **High Cost & Low Income Committee**: *Ken Mason* (at-large member), and *Olivia Wein* (at-large member); and

RESOLVED FURTHER, that the USAC Board of Directors accepts the recommendations of the Nominating Committee and elects the following directors to serve in at-large seats on the **Rural Health Care Committee**: *Geoff Feiss* (representing service providers), *Dr. Joan Wade* (at-large member), and *Olivia Wein* (at-large member); and

RESOLVED FURTHER, that the USAC Board of Directors accepts the recommendations of the Nominating Committee and elects the following directors to serve in at-large seats on the **Audit Committee**: *Joe Gillan* (representing the HCLI Committee), *Brent Fontana* (representing the RHC Committee), *Beth Choroser* (representing the SL Committee), *Geoff Feiss* (at-large member), and *Julie Tritt Schell* (at-large member); and

RESOLVED FURTHER, that the USAC Board of Directors accepts the recommendations of the Nominating Committee and elects the following directors to serve in at-large seats on the **Executive Compensation Committee**: *Ken Mason* (at-large member), *Dr. Dan Domenech* (at-large member), *Dr. Joan Wade* (at-large member), *Dr. Kathy Wibberly* (at-large member) and *Geoff Feiss* (at-large member).

Election of Committee Chairs and Vice Chairs

RESOLVED, that the USAC Board of Directors accepts

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the recommendation of the Schools & Libraries Committee and elects **Dr. Dan Domenech** as Chair and **Julie Tritt Schell** as Vice Chair of the **Schools & Libraries Committee**; and

RESOLVED FURTHER, that the USAC Board of Directors accepts the recommendation of the High Cost & Low Income Committee and elects **Ken Mason** as Chair and **Olivia Wein** as Vice Chair of the **High Cost & Low Income Committee**; and

RESOLVED FURTHER, that the USAC Board of Directors accepts the recommendation of the Rural Health Care Committee and elects **Dr. Kathy Wibberly** as Chair and **Brent Fontana** as Vice Chair of the **Rural Health Care Committee**; and

RESOLVED FURTHER, that the USAC Board of Directors accepts the recommendation of the Audit Committee and elects **Geoff Feiss** as Chair and **Beth Choroser** as Vice Chair of the **Audit Committee**; and

RESOLVED FURTHER, that the USAC Board of Directors accepts the recommendation of the Board Chair and elects **Ken Mason** as Chair of the **Executive Compensation Committee**; and

RESOLVED FURTHER, that each of the aforementioned directors shall serve for a term that begins immediately upon the adoption of this resolution by the Board and ends at such time as the chair or vice chair (as the case may be): (i) is replaced by a successor selected by the Board, (ii) resigns from the Committee or the Board, (iii) is removed by resolution of the Board, or (iv) is no longer a member of the Board (whichever comes first).

Appointment of USAC Staff Members as Assistant Secretary and Assistant Treasurer

RESOLVED, that the USAC Board of Directors accepts the recommendation of the USAC Nominating Committee and appoints **Kimberly Morning** as Assistant Secretary of the corporation and **Charles Salvator** as Assistant Treasurer of the corporation, each for a term that begins immediately upon adoption of this resolution and ends when such person's successor has been appointed, such person resigns from such position, his employment with USAC terminates for whatever reason, or such person is removed by the CEO or by resolution of the Board.

- a2. **Annual Election of Board Members as Corporate Officers.** Mr. Gillan introduced this item to the Board requesting that Mr. Gerst, Chair of the Nominating Committee, report on the Nominating Committees recommendations for the election of corporate officers.

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

Election of Board Chair, Vice Chair, Secretary and Treasurer

RESOLVED, that the USAC Board of Directors elects *Joe Gillan* as Chair of the Board and *Ken Mason* as Vice Chair of the Board, *Olivia Wein* as Secretary of the corporation, and *Julie Tritt Schell* as Treasurer of the corporation, each for a term that begins immediately upon adoption of this resolution and ends when such member's successor has been elected, when such member resigns such position, is removed by resolution of the Board, or is no longer a member of the Board.

- a3. Reports from Committee Chairs: Audit Committee, Executive Compensation Committee, High Cost & Low Income Committee, Rural Health Care Committee, and Schools & Libraries Committee.** The committee chairs reported on matters discussed and actions taken by their respective committees since the October 2020 quarterly meetings. Mr. Feiss reported for the Audit Committee; Mr. Mason reported for the High Cost and Low Income Committee and Executive Compensation Committee; Dr. Wibberly reported for the Rural Health Care Committee; and Dr. Domenech reported for the Schools and Libraries Committee.
- a4A. Approval of the Connected Care Pilot Program 2nd Quarter 2021 Demand Projection for the January 29, 2021 FCC Filing.** Mr. Salvator presented this item for consideration. The presentation included a written report on USAC management's recommendations for the Connected Care Pilot Program 2nd Quarter 2021 demand projection for the January 29, 2021 FCC filing.

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

RESOLVED, that the USAC Board of Directors approves a 2nd Quarter 2021 Connected Care Pilot Program direct budget of \$0.57 million; and

RESOLVED FURTHER, that the USAC Board of Directors directs USAC staff to submit a collection requirement of \$0.57 million for Connected Care Pilot Program administrative costs in the required January 29, 2021 filing to the FCC on behalf of the Board; and

RESOLVED FURTHER, that the USAC Board of Directors, having reviewed at its meeting on January 25, 2021 the 2nd Quarter 2021 Connected Care Pilot Program demand estimate of \$8.76 million, hereby directs USAC staff to proceed with the required January 29, 2021 filing to the FCC on behalf of the USAC Board of Directors.

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a4B. Connected Care Pilot Program Update. Mr. Sweeney presented this item for discussion, providing a 2020 summary and outlining next steps for the Program.

a5. Reaffirming USAC Employee Ethics Standards. Mr. Schecker presented this item to the Board, noting that the Board is required to review the USAC Statement of Ethical Conduct every two years, and provided information on USAC's activities to maintain compliance with ethical standards.

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

RESOLVED, that the USAC Board of Directors accepts the recommendation of the USAC General Counsel and hereby reaffirms the January 2019 version of the *USAC Statement of Ethical Conduct*.

a6. Approval of USAC Common and Consolidated 2nd Quarter 2021 Budgets for the January 29, 2021 FCC Filing. Mr. Salvator presented this item for consideration. The presentation included a written report on USAC management's recommendations for USAC's common and consolidated 2nd Quarter 2021 budgets for the January 29, 2021 FCC filing.

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

RESOLVED, that the USAC Board of Directors approves a 2nd Quarter 2021 common budget of \$28.95 million; and

RESOLVED FURTHER, that the USAC Board of Directors directs USAC staff to submit a collection requirement of \$28.95 million for common costs in the required January 29, 2021 filing to the FCC on behalf of the USAC Board of Directors; and

RESOLVED FURTHER, that the USAC Board of Directors approves a 2nd Quarter 2021 consolidated budget of \$60.58 million; and

RESOLVED FURTHER, that the USAC Board of Directors directs USAC staff to submit a collection requirement of \$60.58 million for consolidated costs in the required January 29, 2021 filing to the FCC on behalf of the USAC Board of Directors.

i1A. Information on Fiscal Year 2020 (FY2020) FCC Agency Financial Report / USF Audit. Mr. Salvator presented an overview of the report, noting that the Fiscal Year 2019 significant deficiency related to the USF budgetary accounting was remediated and removed in Fiscal Year 2021.

i1B. Review of the Nominating Committee Charter. The Board received a report from the Nominating Committee recommending no changes to the Nominating Committee Charter. Mr. Gillan noted that the report was provided for *information only* and would be posted on USAC's public website. No discussion was held.

i2. Enterprise Business Updates:

A. Supply Chain Audit Timeline. Ms. Delmar presented PowerPoint slide providing a timeline for the National Supply Chain audits.

At 1:55 p.m. Eastern Time, on a motion duly made and seconded, the Board adjourned until January 28, 2021 at approximately 10:00 a.m. Eastern Time.

/s/ Kimberly Morning
Assistant Secretary

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

BOARD OF DIRECTORS MEETING
Wednesday, January 27, 2021

(DRAFT) MINUTES¹

Due to the COVID-19 pandemic, USAC continued mandatory telework; therefore the *Executive Session* portion of the quarterly meeting of the USAC Board of Directors (Board) was conducted by web conference on Wednesday, January 27, 2021. The Board meeting continued from the January 25, 2021 *Open Session* portion of the meeting. Mr. Joe Gillan, Board Chair, called the meeting to order at 10:00 a.m. Eastern Time, with a quorum of 17 of the 19 Board members present:

| | |
|-------------------------|--|
| Buzacott, Alan | Polk, Stephanie |
| Choroser, Beth | Schell, Julie Tritt – Treasurer |
| Domenech, Dr. Dan | Sekar, Radha – Chief Executive Officer |
| Feiss, Geoff | Skrivan, Michael |
| Gerst, Matthew | Waller, Jeff |
| Gillan, Joe – Chair | Wade, Dr. Joan |
| Gregory, Amber | Wein, Olivia - Secretary |
| Jacobs, Ellis | Wibberly, Dr. Kathy |
| Mason, Ken – Vice Chair | |

Ms. Sarah Freeman joined the meeting at 11:10 a.m. Eastern Time. She did not participate in the discussion of or vote on items a7 – a14.

Member of the Board not present:

Fontana, Brent

Officers of the corporation present:

Ayer, Catriona – Vice President of Shared Services
Beckford, Ernesto – Vice President, General Counsel, and Assistant Secretary
Beyerhelm, Chris – Chief Administrative Officer
Davis, Craig – Vice President of Schools and Libraries
Delmar, Teleshia – Vice President of Audit and Assurance
Gaither, Victor – Vice President of High Cost
Garber, Michelle – Vice President of Enterprise Resource Program

¹ Draft resolutions were presented to the Board prior to the Board 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.

Hutchinson, Kyle – Vice President of IT and Chief Information Officer
Salvator, Charles – Vice President of Finance, Chief Financial Officer, and
Assistant Treasurer
Sweeney, Mark – Vice President of Rural Health Care

Others present:

| <u>NAME</u> | <u>COMPANY</u> |
|-------------------|----------------|
| Curtis, Shaun | USAC |
| DiVo, Victor | USAC |
| Goode, Vernell | USAC |
| James, Christine | USAC |
| Lee, James | USAC |
| Mitchell, Tamika | USAC |
| Morning, Kim | USAC |
| Nelbach, Nick | USAC |
| Nuzzo, Patsy | USAC |
| Samuels, Victoria | USAC |
| Tiwari, Tanya | USAC |

OPEN SESSION

At 10:01 p.m. Eastern Time, on a motion duly made and seconded, the Board moved into *Executive Session* for the purpose of discussing confidential items. The Board approved discussing confidential items in *Executive Session* on Monday, January 25, 2021. Only members of the Board and USAC staff were present.

EXECUTIVE SESSION

a7. A-1. Approval of 2021 Annual USAC Common and Consolidated Budgets.

Ms. Sekar and Mr. Salvator presented this item for consideration. The presentation included a written report on the USAC common and consolidated annual budgets

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

RESOLVED, that the USAC Board of Directors approves the 2021 annual common budget of \$115.33 million; and

RESOLVED FURTHER, that the USAC Board of Directors approves a 2021 annual consolidated budget of \$240.46 million.

A-2. Approval of the 2021 Annual Connected Care Pilot Program Budget.

Available For Public Use

Mr. Salvator presented this item to the Board for consideration. The presentation included a written report on the Connected Care Pilot Program annual budget.

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

RESOLVED, that the USAC Board of Directors approves a 2021 annual programmatic budget for the Connected Care Pilot Program of \$1.14 million.

- a8. Consideration of a Contract Award for Oracle Licensing Support.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to renew the current technical support contract for Oracle licenses.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to renew USAC's technical support services Contract with Oracle Corporation for one year in the not-to-exceed amount of \$1,472,987.82 (plus applicable taxes).

- a9. Consideration of a Contract Increase for Splunk Cloud Licensing.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to increase the amount of the Splunk Cloud licensing contract.

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

RESOLVED, that the Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to increase the total amount of USAC's contract with Blackwood Associates by \$132,000.00, from a total amount of \$232,800.00 to a not-to-exceed amount of \$364,800.00 (plus applicable taxes) to increase its current Splunk Cloud licenses capacity and procure additional licenses.

- a10. Consideration of a Contract Award for Veracode Analysis and e-Learning Licensing.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a three-year contract for Veracode analysis and eLearning licensing.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to award a three-year, firm-fixed price contract for Veracode analysis and eLearning licensing to vCloud Tech Inc., subject to required FCC approval, for a total not-to-exceed price of \$754,000.00 (plus applicable taxes).

- a11. Consideration of Contract Award for GRC Tool Licenses and Professional Services.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a one-year firm-fixed price contract for MetricStream M7 GRC platform licenses and professional services.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, subject to required FCC approval, to award a one-year, firm-fixed price contract for GRC Solution licenses and professional services to MetricStream for a total not-to-exceed price of \$630,000 (plus applicable taxes).

- a12. Consideration of Contract Award for Okta Support, Services, and Licensing.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to renew its contract for Okta support, services, and licensing with Okta, Inc. for a three-year contract term.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes management to award a three year contract for support, services and licensing contract to Okta, Inc., subject to required FCC approval, for a total not-to-exceed price of \$1,850,000 (plus applicable taxes).

- a13. Consideration of Task Order Award for Centralized Geocoding Repository (CGR).** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a task order under the USAC Professional Services IDIQ, to acquire professional services for the development of the Centralized Geocoding Repository software application.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to award a Task Order to KPMG LLP for development of the Centralized Geocoding Repository, and, if necessary, additional support services, subject to required FCC approval, for a period of fifteen (15) months, for a total amount not-to-exceed \$1,488,079.80 (plus applicable taxes).

- a14. Consideration of Increase to Base Period of Contract for Analysis, Requirements, and Project Management Office Support for ERP System Services.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to authorize USAC to increase the base period not-to-exceed amount of the contract with for financial systems and process analysis, functional system requirements gathering and project management office support for an Enterprise Resource Planning system project.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes management to transfer \$1.5 million from the three one-year options to the base period of the Ernst & Young contract for financial systems and process analysis, functional system requirements gathering, and PMO support for an ERP system project, for a total base period not-to-exceed amount of \$4.6 million (plus applicable taxes).

i2. Enterprise Business Updates (Continued)

B. CEO Update. Ms. Sekar, Ms. Garber, and Mr. Hutchinson presented PowerPoint slides covering the following:

- October 2020 Board and Committee Recaps
- COVID-19 Update
- RHC CEO Roundtable
- Appropriations Programs
- Information Technology Security Update
- ERP Business Process Improvements

The Board recessed at 11:47 a.m. and reconvened at 12:00 p.m. Eastern Time, continuing in *Executive Session*.

- C. Enterprise Risk Management Update.** Mr. Gillan noted that the report was provided for *information only*. No discussion was held.

- Q4 2020 Risk Management
- Risk Management Council Minutes

D. 1. Procurement Business Update: Mr. Gillan noted that the report was provided for *information only*. No discussion was held. The report included an update that provided an overview of major procurements completed in 4th Quarter 2020 and 1st Quarter 2021 anticipated activities.

2. Annual Competition Advocate Report. Mr. Beyerhelm and Ms. Morning presented this item to the Board. The report included an overview of the annual report and a description of the role of the competition advocate.

E. Finance – Information on Contribution Factor. Mr. Salvator presented this item to the Board. The presentation included a written report providing USAC’s estimate of the 2nd Quarter 2021 contribution factor.

i3. Information on Two USAC Audit and Assurance Division Universal Service Contributor Revenue Audit Reports. The Board received a report with information on two USAC Audit and Assurance Division universal service contributor revenue audit reports. No discussion was held on this item, which was provided for *information only*.

At 12:13 p.m. Eastern Time, the Board continued in *Executive Session* with only members of the Board, USAC leadership and members of the Office of the General Counsel, Mr. Curtis, Mr. DiVo, and Ms. Goode present.

i4. Personnel Matter: Shared Services Business Update. Ms. Ayer presented this item to the Board including the following:

- USAC’s 2020 Annual Report Timeline
- Modernizing USAC’s External and Internal Training Approach
- USAC 2020: A Year in Review

i5. Personnel Matter: Human Resources Business Update. Ms. Mitchell presented PowerPoint slides covering the following:

- Key 2020 Accomplishments
- Human Resources 2020 Metrics

At 12:35 p.m. Eastern Time, the Board continued in *Executive Session* with only members of the Board and Ms. Mitchell present.

a15. Personnel Matter: Consideration of a 2021 Compensation Item. Mr. Mason and Ms. Mitchell presented this item to the Board.

On a motion duly made and seconded, and after discussion, the Board adopted the

following resolution:

RESOLVED, that the USAC Board of Directors, having reviewed the proposed 2021 merit-based salary increase for the USAC CEO, as recommended by the Executive Compensation Committee, hereby approves the salary increase, effective retroactively as of January 1, 2021.

At 12:47 p.m. Eastern Time, the Board continued in *Executive Session* with only members of the Board present.

i6. Confidential Executive Session. Board of Directors Only. Mr. Gillan facilitated this discussion.

OPEN SESSION

At 1:08 p.m. Eastern Time, on a motion duly made and seconded, the Board moved out of *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Gillan reported that, in *Executive Session*, the Board took action on items a7 – a15 and discussed items i2B, i2C, i2D, i2E, and i3 – i6.

On a motion duly made and seconded, the Board adjourned at 1:09 p.m. Eastern Time.

/s/ Kimberly Morning
Assistant Secretary

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

BOARD OF DIRECTORS MEETING
Wednesday, February 3, 2021

(DRAFT) MINUTES¹

Due to the temporary closure of USAC's offices in Washington, D.C. in response to the COVID-19 pandemic, the non-quarterly meeting of the USAC Board of Directors (Board) was conducted by web conference on Wednesday, February 3, 2021. Mr. Joe Gillan, Board Chair, called the meeting to order at 2:01 p.m. Eastern Time, with a quorum of 11 of the 19 Board members present:

| | |
|---------------------|--|
| Buzacott, Alan | Mason, Ken – Vice Chair |
| Choroser, Beth | Sekar, Radha – Chief Executive Officer |
| Freeman, Sarah | Skrivan, Michael |
| Gerst, Matt | Wade, Dr. Joan |
| Gillan, Joe – Chair | Wein, Olivia – Secretary |
| Gregory, Amber | |

Dr. Kathy Wibberly joined the meeting at 2:05 p.m. Eastern Time. She voted on and participated in the discussion of item a1.

Members of the Board not present:

| | |
|-------------------|---------------------------------|
| Domenech, Dr. Dan | Polk, Stephanie |
| Feiss, Geoff | Schell, Julie Tritt – Treasurer |
| Fontana, Brent | Waller, Jeff |
| Jacobs, Ellis | |

Officers of the corporation present:

Morning, Kimberly – Acting Vice President and General Counsel; and Assistant Secretary
Davis, Craig – Vice President of Schools and Libraries

Others present by telephone:

| <u>NAME</u> | <u>COMPANY</u> |
|-------------|----------------|
| Lee, James | USAC |

¹ Draft resolutions were presented to the Board prior to the Board 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.

NAME
Nuzzo, Patsy

COMPANY
USAC

OPEN SESSION

- a1. **Consideration of Adoption of New FCC-USAC Memorandum of Understanding Regarding Emergency Broadband Benefit Program.** USAC management recommended that discussion of this item be conducted in *Executive Session* because it involves *attorney/client privileged communications*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

At 2:02 p.m. Eastern Time, on a motion duly made and seconded, the Board moved into *Executive Session* for the purpose of discussing the confidential item listed above.

EXECUTIVE SESSION

- a1. **Consideration of Adoption of New FCC-USAC Memorandum of Understanding Regarding Emergency Broadband Benefit Program.** Ms. Morning presented this item for consideration. The presentation included information on the Consolidated Appropriations Act, 2021, H.R. 133, 116th Cong. (2020), the FCC's authority to utilize USAC's services to administer the Emergency Broadband Benefit Program, and a summary of the proposed FCC-USAC Memorandum of Understanding (MOU) Regarding Emergency Broadband Benefit Program (EBBP).

Discussion focused on the role of the Board, budgets, cost allocations, training, and computer matching agreements for use of the National Verifier.

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

RESOLVED, that the USAC Board of Directors hereby approves the adoption of the new FCC-USAC Memorandum of Understanding Regarding the Emergency Broadband Benefit Program recommended by USAC management, and the Board authorizes management, subject to making editorial changes agreed upon by USAC and FCC, to execute the new MOU as proposed.

OPEN SESSION

At 2:48 p.m. Eastern Time, on a motion duly made and seconded, the Board moved out of *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Gillan reported that, in *Executive Session*, the Board discussed and took action on item a1.

On a motion duly made and seconded, the Board adjourned at 2:48 p.m. Eastern Time.

/s/ Kimberly Morning
Assistant Secretary

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

BOARD OF DIRECTORS MEETING
Thursday, February 4, 2021

(DRAFT) MINUTES¹

On February 4, 2021, the USAC Board of Directors (Board) was requested to vote by written unanimous consent to approve the execution of the FCC-USAC Memorandum of Understanding regarding the COVID-19 Telehealth Program.

- a1. Consideration of Adoption of New FCC-USAC Memorandum of Understanding Regarding COVID-19 Telehealth Program.** On February 4, 2021, the Board was requested to approve the execution of the FCC-USAC Memorandum of Understanding regarding the COVID-19 Telehealth Program, with voting conducted electronically for this matter pursuant to Article II, Section 9 of USAC's By-laws.² Responses were timely received providing unanimous consent from all 19 members of the Board of Directors, and the Board adopted the following resolution:

RESOLVED, that the USAC Board of Directors hereby approves the adoption of the new FCC-USAC Memorandum of Understanding (MOU) Regarding COVID-19 Telehealth Program recommended by USAC management, and the Board authorizes management, subject to making editorial changes agreed upon by USAC and FCC, to execute the new MOU as proposed.

/s/ Kimberly Morning
Assistant Secretary

¹ Draft resolutions were presented to the Board prior to the Board vote. 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.

² See USAC By-law, Article II, § 9 ("Any action required or permitted to be taken at any meeting of the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board or committee, as the case may be, consent thereto in writing, and the writing or writings are filed with the minutes of proceedings of the Board or committee.").

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

BOARD OF DIRECTORS MEETING
Thursday, February 18, 2021

(DRAFT) MINUTES¹

Due to the temporary closure of USAC's offices in Washington, D.C. in response to the COVID-19 pandemic, the non-quarterly meeting of the USAC Board of Directors (Board) was conducted by web conference on Thursday, February 18, 2021. Mr. Joe Gillan, Board Chair, called the meeting to order at 2:31 p.m. Eastern Time, with a quorum of 13 of the 19 Board members present:

| | |
|---------------------|--|
| Buzacott, Alan | Schell, Julie Tritt - Treasurer |
| Choroser, Beth | Sekar, Radha – Chief Executive Officer |
| Feiss, Geoff | Skrivan, Michael |
| Freeman, Sarah | Waller, Jeff |
| Gerst, Matt | Wein, Olivia – Secretary |
| Gillan, Joe – Chair | Wibberly, Dr. Kathy |
| Gregory, Amber | |

Mr. Ken Mason, Vice Chair, joined the meeting at 2:33 and voted all five items. Ms. Choroser left the meeting at 3:00 p.m. She abstained from discussion and voting on item a1 and did not vote on items a3, a4, and a5.

Members of the Board not present:

| | |
|-------------------|-----------------|
| Domenech, Dr. Dan | Jacobs, Ellis |
| Fontana, Brent | Polk, Stephanie |

Officers of the corporation present:

Beyerhelm, Chris – Chief Administrative Officer
Davis, Craig – Vice President of Schools and Libraries
Delmar, Teleshia – Vice President of Audit and Assurance
Hutchinson, Kyle – Vice President of IT and Chief Information Officer
Morning, Kimberly – Acting Vice President and General Counsel; and Assistant Secretary
Salvator, Charles – Vice President of Finance, Chief Financial Officer, and Assistant Treasurer

¹ Draft resolutions were presented to the Board prior to the Board 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 by telephone:

| <u>NAME</u> | <u>COMPANY</u> |
|-------------------|----------------|
| Lee, James | USAC |
| Nuzzo, Patsy | USAC |
| Samuels, Victoria | USAC |
| Tiwari, Tanya | USAC |

OPEN SESSION

- a1. **Consideration of a Task Order for Long Term Project Management Office Services.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

- a2. **Consideration of a Contract Award for Emergency Broadband Benefit Program Modification Development.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

- a3. **Consideration of a Contract Modification for Emergency Broadband Benefit Program Business Processing Outsourcing Services.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

- a4. **Consideration of a Professional Services Task Order Award Contributor Revenue Audit Services.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

- a5. **Consideration of a Contract Award for PostGres Licenses.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

At 2:32 p.m. Eastern Time, on a motion duly made and seconded, the Board moved into *Executive Session* for the purpose of discussing the confidential items listed above.

EXECUTIVE SESSION

- a1. **Consideration of a Task Order for Long Term Project Management Office Services.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a task order, under the USAC Professional Services IDIQ to acquire professional services for a project management office (PMO) to assist USAC staff and business process outsourcing (BPO) providers for both the Emergency Broadband Benefit Program and COVID-19 Telehealth Program.

On a motion duly made and seconded, with Ms. Choroser abstaining, the Board adopted the following resolution:

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to award a Task Order to Deloitte Consulting LLP for Emergency Broadband Benefit Program and COVID-19 Telehealth project management office services. The Task Order is for a base period of twelve (12) months for a not-to-exceed amount of \$3,883,537.00 (plus applicable taxes), with the ability to exercise one additional one-year option at a cost of \$2,299,720.00 (plus applicable taxes), subject to FCC and Board approval, for a total not-to-exceed (NTE) cost of \$6,183,258.00 (plus applicable taxes) over the base period and one-year option term. Exercise of option to extend the contract beyond the initial twelve (12) month term is subject to FCC and Board approval.

- a2. **Consideration of a Contract Award for Emergency Broadband Benefit Program Modification Development.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a contract for the development of the National Verifier (NV)

and National Lifeline Accountability Database (NLAD) system modifications to accommodate new entrants/carriers and operating the Emergency Broadband Benefit Program from form submission through authentication, using congressionally appropriated funds.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, to award a sole source contract to Accenture Federal Services LLC to develop the National Verifier and National Lifeline Accountability Database system modifications to accommodate new entrants/carriers and operating the Emergency Broadband Benefit Program from form submission through authentication, subject to required FCC approval. The contract will be a time and materials contract with a base period of twelve (12) months for a total not-to-exceed cost of \$1,500,000.00 (plus applicable taxes) over the twelve-month term, subject to required FCC approval. This amount will be expensed using congressional appropriated funds and not the Universal Service Fund.

- a3. Consideration of a Contract Modification for Emergency Broadband Benefit Program Business Processing Outsourcing Services.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to modify its existing contract to establish new processes within USAC for the implementation of the Emergency Broadband Benefit Program using congressionally appropriated funds.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, authorizes USAC management to modify USAC's contract for business process outsourcing, call center and mail processing services with Conduent State & Local Solutions, Inc. to include additional services to support the Emergency Broadband Benefit Program for a not-to-exceed amount of \$24,200,000 (plus applicable taxes) over a one-year base period, with the ability to exercise two additional one-year option terms, subject to FCC and Board approval. This amount will be expensed using congressionally appropriated funds and not the Universal Service Fund.

- a4. Consideration of a Professional Services Task Order Award Contributor Revenue Audit Services.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a task order under the USAC Professional Services IDIQ contract for contributor revenue audit services to perform full scope performance audits of select contributors to the Universal Service Fund.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to award a time and material task order to Moss Adams LLP for contributor revenue audit services, subject to required FCC approval. The period of performance of the task order is one year for a not-to-exceed price of \$862,850 (plus applicable taxes), plus an additional fifteen percent contingency reserve in the amount of \$129,427.5 (plus applicable taxes), for a total not-to-exceed amount of \$992,277.5 (plus applicable taxes).

- a5. Consideration of a Contract Award for PostGres Licenses.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award one-year contract for EnterpriseDB Postgres Enterprise subscription and support services

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, subject to required FCC approval, to award a one-year contract for EnterpriseDB Postgres subscription and support services to CTG Federal LLC for a total not-to-exceed price of \$383,300.00 (plus applicable taxes).

OPEN SESSION

At 3:19 p.m. Eastern Time, on a motion duly made and seconded, the Board moved out of *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Gillan reported that, in *Executive Session*, the Board discussed and took action on items a1 – a5.

On a motion duly made and seconded, the Board adjourned at 3:20 p.m. Eastern Time.

/s/ Kimberly Morning
Assistant Secretary

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

BOARD OF DIRECTORS MEETING
Wednesday, March 10, 2021

(DRAFT) MINUTES¹

Due to the temporary closure of USAC's offices in Washington, D.C. in response to the COVID-19 pandemic, the non-quarterly meeting of the USAC Board of Directors (Board) was conducted by web conference on Wednesday, March 10, 2021. Mr. Joe Gillan, Board Chair, called the meeting to order at 4:05 p.m. Eastern Time, with a quorum of 15 of the 19 Board members present:

| | |
|---------------------|--|
| Buzacott, Alan | Mason, Ken |
| Choroser, Beth | Schell, Julie Tritt - Treasurer |
| Domenech, Dr. Dan | Sekar, Radha – Chief Executive Officer |
| Feiss, Geoff | Skrivan, Michael |
| Fontana, Brent | Wade, Dr. Joan |
| Gerst, Matt | Wein, Olivia – Secretary |
| Gillan, Joe – Chair | Wibberly, Dr. Kathy |
| Gregory, Amber | |

Member of the Board not present:

| | |
|----------------|-----------------|
| Freeman, Sarah | Polk, Stephanie |
| Jacobs, Ellis | Waller, Jeff |

Officers of the corporation present:

Beyerhelm, Chris – Chief Administrative Officer
Davis, Craig – Vice President of Schools and Libraries
Hutchinson, Kyle – Vice President of IT and Chief Information Officer
Morning, Kimberly – Acting Vice President and General Counsel; and Assistant Secretary
Salvator, Charles – Vice President of Finance, Chief Financial Officer, and Assistant Treasurer

¹ Draft resolutions were presented to the Board prior to the Board 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 by telephone:

| <u>NAME</u> | <u>COMPANY</u> |
|---------------|----------------|
| Lee, James | USAC |
| Nuzzo, Patsy | USAC |
| Tiwari, Tanya | USAC |

OPEN SESSION

- a1. Consideration of Contract Award for Third Party Identification and Verification Services for the Lifeline Program and the Emergency Broadband Benefit Program.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

- a2. Consideration of a Contract Award for Operation and Maintenance, Development, Licensing, and Hosting of the National Verifier and National Lifeline Accountability Database Systems Modifications for the Emergency Broadband Benefit Program.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

- a3. Consideration of a Task Order Modification for Business Process Outsourcing Services for the COVID-19 Telehealth Program.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

- a4. Consideration of Contract Award for a Microsoft Enterprise Agreement.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

- a5. Consideration of Contract Award for VMware Enterprise License Agreement.** 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*.

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

RESOLVED, that the USAC Board of Directors determines that the discussion of this item be conducted in *Executive Session*.

At 4:05 p.m. Eastern Time, on a motion duly made and seconded, the Board moved into *Executive Session* for the purpose of discussing the confidential items listed above.

EXECUTIVE SESSION

- a1. Consideration of Contract Award for Third Party Identification and Verification Services for the Lifeline Program and the Emergency Broadband Benefit Program.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's proposed contract and recommendation to award a task order for the performance of third party identification and verification services to accommodate new entrants/carriers and operation of the Emergency Broadband Benefit Program (EBBP) from form submission through authentication.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to award a contract to Transunion Public Sector for performance of third party identification and verification services to accommodate new entrants/carriers and operation of the Emergency Broadband Benefit Program (Task 2). For Task 2, the base period will be twelve months for a not-to-exceed amount of \$440,000 (plus applicable taxes) over the base period, with the ability to exercise an additional one-year option term, subject to Federal

Communications Commission and Board approval. This amount will be expensed using congressionally appropriated funds and not the Universal Service Fund.

- a2. Consideration of a Contract Award for Operation and Maintenance, Development, Licensing, and Hosting of the National Verifier and National Lifeline Accountability Database Systems Modifications for the Emergency Broadband Benefit Program.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a sole source contract for the operation, maintenance, continued development, licensing, and hosting of the National Verifier (NV) and the National Lifeline Accountability Database (NLAD) system modifications for the Emergency Broadband Benefit Program (EBBP).

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, to award a sole source time and materials contract to Accenture Federal Services LLC for the operation, maintenance, continued development, licensing, and hosting of the National Verifier and the National Lifeline Accountability Database system modifications for the Emergency Broadband Benefit Program. The contract will have a base period of twelve (12) months, with the ability to exercise one (1) additional one-year option term, subject to FCC and Board approval, for a not-to-exceed amount of \$2.1 million (plus applicable taxes), over the twelve (12) month base period. This amount will be expensed using congressionally appropriated funds and not the Universal Service Fund.

- a3. Consideration of a Task Order Modification for Business Process Outsourcing Services for the COVID-19 Telehealth Program.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to modify its existing task order contract to add an additional task order for business process outsourcing services to support the COVID-19 Telehealth Program.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to modify its existing task order contract with ICF Incorporated, LLC to add and execute Task 3 for business process outsourcing to support the COVID-19 Telehealth Program. The modification will have a base period of twelve months for approximately \$3 million (plus applicable taxes),

with the ability for USAC to exercise one additional one-year option for approximately \$1 million (plus applicable taxes), subject to Federal Communications Commission and Board approval, for a total not-to-exceed amount of \$4 million over the base period and one-year option term. This amount will be expensed using congressionally appropriated funds and not Universal Service Fund.

- a4. Consideration of a Contract Award for Microsoft Enterprise Agreement.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a sole source contract to Microsoft for a three-year Microsoft Enterprise Agreement for software licenses and software support for a variety of products used at USAC.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, subject to FCC approval, to award a sole source contract to Microsoft for a three-year Enterprise Agreement that covers software licenses and software support for a variety of products used at USAC, for a total not-to-exceed cost of \$1,886,940.40 (plus applicable taxes). The cost includes all fees related to the three-year renewal of the Enterprise Agreement as a firm-fixed price of \$1,486,940.40 (plus applicable taxes), plus a contingency in the amount of \$400,000 (plus applicable taxes) to cover the annual true-ups over the life of the agreement for the potential growth in Microsoft product usage.

- a5. Consideration of a Contract Award for VMware Enterprise License Agreement.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a contract for the renewal of its three-year VMware Enterprise License Agreement.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, subject to FCC approval, to award a contract to Insight for a three-year VMware Enterprise License Agreement that covers software licenses and support for a total not-to-exceed price of \$1,257,991 (plus applicable taxes). The cost includes all fees related to the three-year renewal of the Enterprise License Agreement at a firm-fixed price of \$1,157,991 (plus applicable taxes), plus a contingency in the amount of \$100,000 (plus applicable taxes) to cover the

increase in the number of licenses over the life of the agreement due to growth in the business units.

OPEN SESSION

At 4:30 p.m. Eastern Time, on a motion duly made and seconded, the Board moved out of *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Gillan reported that, in *Executive Session*, the Board discussed and took action on items a1 – a5.

On a motion duly made and seconded, the Board adjourned at 4:30 p.m. Eastern Time.

/s/ Kimberly Morning
Assistant Secretary

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

BOARD OF DIRECTORS MEETING
Thursday, March 18, 2021

(DRAFT) MINUTES¹

On March 17, 2021, the USAC Board of Directors was requested to vote by written unanimous consent to approve the execution of the FCC-USAC Memorandum of Understanding regarding the Emergency Connectivity Fund.

- a1. Consideration of Adoption of New FCC-USAC Memorandum of Understanding Regarding Emergency Connectivity Fund.** On March 18, 2021, the Board was requested to approve the execution of the FCC-USAC Memorandum of Understanding regarding the COVID-19 Telehealth Program, with voting conducted electronically for this matter pursuant to Article II, Section 9 of USAC's By-laws.² Responses were timely received providing unanimous consent from all 19 members of the Board of Directors and the Board adopted the following resolution:

RESOLVED, that the USAC Board of Directors hereby approves the adoption of the new FCC-USAC Memorandum of Understanding (MOU) Regarding the Emergency Connectivity Fund recommended by USAC management, and the Board authorizes management, subject to making editorial changes agreed upon by USAC and FCC, to execute the new MOU as proposed.

/s/ Kimberly Morning
Assistant Secretary

¹ Draft resolutions were presented to the Board prior to the Board vote. 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.

² See USAC By-law, Article II, § 9 ("Any action required or permitted to be taken at any meeting of the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board or committee, as the case may be, consent thereto in writing, and the writing or writings are filed with the minutes of proceedings of the Board or committee.").

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

BOARD OF DIRECTORS MEETING
Friday, April 9, 2021

(DRAFT) MINUTES¹

Due to the temporary closure of USAC's offices in Washington, D.C. in response to the COVID-19 pandemic, the non-quarterly meeting of the USAC Board of Directors (Board) was conducted by web conference on Friday, April 9, 2021. Mr. Joe Gillan, Board Chair, called the meeting to order at 3:32 p.m. Eastern Time, with a quorum of 14 of the 19 Board members present:

| | |
|---------------------|--|
| Buzacott, Alan | Polk, Stephanie |
| Domenech, Dr. Dan | Schell, Julie Tritt – Treasurer |
| Freeman, Sarah | Sekar, Radha – Chief Executive Officer |
| Gerst, Matthew | Skrivan, Michael |
| Gillan, Joe – Chair | Waller, Jeff |
| Gregory, Amber | Wein, Olivia – Secretary |
| Jacobs, Ellis | Wibberly, Dr. Kathy |

Members of the Board not present:

| | |
|----------------|-------------------------|
| Choroser, Beth | Mason, Ken – Vice Chair |
| Feiss, Geoff | Wade, Dr. Joan |
| Fontana, Brent | |

Officers of the corporation present:

Beyerhelm, Chris – Chief Administrative Officer
Davis, Craig – Vice President of Schools and Libraries
Morning, Kimberly – Acting Vice President and General Counsel; and Assistant Secretary
Salvator, Charles – Vice President of Finance, Chief Financial Officer, and Assistant Treasurer

Others present:

| <u>NAME</u> | <u>COMPANY</u> |
|---------------|----------------|
| Castle, Emile | USAC |
| Daniels, Joel | USAC |

¹ Draft resolutions were presented to the Board prior to the Board 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> |
|---------------|----------------|
| Nuzzo, Patsy | USAC |
| Pace, Gina | USAC |
| Tiwari, Tanya | USAC |

OPEN SESSION

- a1. **Consideration of a One-Year Contract Option for E-Rate Productivity Center Systems Integrator Services and Contract Modification for Emergency Connectivity Fund.** 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*.

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

RESOLVED, that the USAC Board of Directors approves the discussion of this item in *Executive Session*.

- a2. **Consideration of a Contract Award for Appian Cloud Services and Software Licenses for Emergency Connectivity Fund.** 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*.

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

RESOLVED, that the USAC Board of Directors approves discussion of this item in *Executive Session*.

- a3. **Consideration of Increase to One-Year Contract Option for IT Security Program and Contract Modification for Emergency Connectivity Fund.** 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*.

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

RESOLVED, that the USAC Board of Directors approves the discussion of this item in *Executive Session*.

At 3:32 p.m. Eastern Time, on a motion duly made and seconded, the Board moved into *Executive Session* for the purpose of discussing the confidential items listed above.

EXECUTIVE SESSION

- a1. **Consideration of a One-Year Contract Option for E-Rate Productivity Center Systems Integrator Services and Contract Modification for Emergency Connectivity**

Fund. Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's proposed recommendation to modify the existing contract with ITG to add development and operations and maintenance services to accommodate new application forms for the Emergency Connectivity Fund, implementation of procedures to review and process those applications, and the disbursement of approved funding, using congressionally appropriated funds

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, subject to required Federal Communications Commission approval, to modify USAC's existing contract with Incentive Technology Group, LLC, for the Emergency Connectivity Fund portal development and operations and maintenance (Task 2). Task 2 will have a base period of eighteen (18) months for \$2.1 million (plus applicable taxes), with the ability for USAC to exercise two (2) additional one (1) year option terms, subject to required Federal Communications Commission and Board approval, for a total not-to-exceed price of \$4,100,000 (plus applicable taxes) over the base period and two option year terms. Amounts for Task 2 will be expensed using congressionally appropriated funds and not the Universal Service Fund.

- a2. Consideration of a Contract Award for Appian Cloud Services and Software Licenses for Emergency Connectivity Fund.** Mr. Beyerhelm presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to award a sole source contract to Appian Corporation, subject to required Federal Communication Commission approval, for Appian Cloud services and licensing to build a new portal for the purposes of administering the Emergency Connectivity Fund, using congressionally appropriated funds.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, subject to required Federal Communication Commission approval, to award a contract to Appian Corporation for Appian Cloud services and licensing to build a new portal for the purposes of administering the Emergency Connectivity Fund. The contract will be a firm-fixed price contract with a base period of twelve (12) months for a not-to-exceed price of \$1,200,000 (plus applicable taxes), with the ability to exercise two (2) additional one-year option periods, subject to required Federal Communication Commission and Board approval. The contract amount will be expensed using congressional appropriated funds and not the Universal Service Fund.

- a3. Consideration of Increase to One-Year Contract Option for IT Security Program and Contract Modification for Emergency Connectivity Fund.** Mr. Beyerhelm

presented this item to the Board. The presentation included a written summary and report detailing USAC management's recommendation to increase the second and final one-year option not-to-exceed amount of Task 1 under its contract for Authorization and Accreditation Support, Vulnerability/Plan of Action and Milestones (POAM) Management Support, and modify the contract to add Authorization and Accreditation Support, Vulnerability/POAM Management Support, and Interconnectivity Service Agreements for the Emergency Connectivity Fund.

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

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes management, subject to required Federal Communications Commission approval, to increase the second and final one-year option not-to-exceed amount for Authorization and Accreditation Support and Vulnerability/POAM Management Support (Task 1) under its contract with KPMG LLP, by \$700,000 (plus applicable taxes), for a total not-to-exceed amount of \$2,653,660 (plus applicable taxes).

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management, subject to required Federal Communications Commission approval, to modify its existing contract with KPMG LLP, to add Authorization and Accreditation Support, Vulnerability/POAM Management Support, and Interconnectivity Service Agreements for the Emergency Connectivity Fund (Task 2). Task 2 will be a time and materials task with an eighteen (18) month base period for a not-to-exceed price of \$500,000 (plus applicable taxes), with the ability for USAC to exercise one additional one year option term, subject to required Federal Communications Commission and Board approvals. Amounts for Task 2 will be expensed using congressionally appropriated funds and not the Universal Service Fund.

OPEN SESSION

At 3:52 p.m. Eastern Time, on a motion duly made and seconded, the Board moved out of *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Gillan reported that, in *Executive Session*, the Board discussed and took action on items a1 – a3.

Mr. Gillan noted that, depending on CDC COVID-19 guidelines and Washington, DC COVID-19 restrictions, the July 2021 meeting might be conducted in the USAC offices. Since it is not yet certain, he requested that Board members do not make travel arrangements at this time.

On a motion duly made and seconded, the Board adjourned at 3:54 p.m. Eastern Time.

/s/ Kimberly Morning
Assistant Secretary

**Universal Service Administrative Company
Board of Directors Meeting**

ACTION ITEM

**Approval of Connected Care Pilot Program
3rd Quarter 2021 Budget and
Demand Projection for the April 30, 2021 FCC Filing**

Action Requested:

The USAC Board of Directors (Board) is requested to approve the 3rd Quarter 2021 (3Q2021) Connected Care Pilot Program budget and demand projection for submission to the Federal Communications Commission (FCC) in USAC's April 30, 2021 quarterly filing.

Discussion:

On a quarterly basis, USAC is required to submit to the FCC the projected budget¹ and demand² for the upcoming quarter.

Funding Requirement

USAC estimates the 3Q2021 funding requirement for the Connected Care Pilot Program as follows:

Table A. Connected Care Pilot Program Funding Requirement

| <i>(in millions)</i> | 2Q2021 | Increase/ (Decrease) | 3Q2021 | Notes |
|---|-----------------|---------------------------------|---------------|--------------|
| Steady State: | | | | |
| Connected Care Pilot Program | \$8.33 | \$0.00 | \$8.33 | See Note 1 |
| New Requirements: | | | | |
| N/A | 0.00 | 0.00 | 0.00 | |
| Total Connected Care Demand | \$8.33 | \$0.00 | \$8.33 | |
| Prior Period Adjustments (difference between projections and actuals): | | | | |
| Billings | (0.10) | 0.14 | 0.04 | |
| Interest Income | 0.00 | 0.00 | 0.00 | |
| Bad Debt Expense | (0.07) | 0.00 | (0.07) | |
| Total Prior Period Adjustments | (\$0.17) | 0.14 | (0.03) | |
| USAC Administrative Expenses | 0.60 | (0.31) | 0.29 | See Table B |
| Total Funding Requirement | \$8.76 | (0.17) | \$8.59 | |

¹ See 47 C.F.R. § 54.715(c).

² See 47 C.F.R. § 54.709(a)(3).

Note 1: On April 2, 2020, the FCC issued Order FCC 20-44, establishing the Connected Care Pilot Program within the Universal Service Fund (Fund) making an additional \$100 million available over three years to help defray health care providers' qualifying costs of providing connected care services, which focused primarily to low-income or veteran patients.³ The Order authorized collections of \$100 million over three years (12 quarters) at \$8.33 million per quarter beginning in 4Q2020.⁴ The Order states that the purpose of the Pilot Program is to examine how the Fund can help support the trend towards connected care services, particularly for low income consumers and veterans.⁵ The Order indicates that \$100 million funding for the Pilot Program will be separate from the budgets of the other existing universal service programs and directs USAC to separately collect funds for the Pilot Program.⁶

Based on the projected burn rate, USAC estimates the following 3Q2021 budget:

Table B. Quarterly Budget

| <i>(in millions)</i> | 2Q2021 Budget | Increase/ (Decrease) | 3Q2021 Budget | Notes |
|---|--------------------------|---------------------------------|--------------------------|--------------|
| Direct Costs | | | | |
| Employee Expenses | \$0.00 | \$0.00 | \$0.00 | |
| Professional Services | 0.50 | (0.25) | 0.25 | |
| General & Administrative | 0.00 | 0.00 | 0.00 | See Note 2 |
| Total Direct Costs | \$0.50 | (\$0.25) | \$0.25 | |
| Direct Assigned Costs | | | | |
| Employee Expenses | \$0.00 | \$0.00 | \$0.00 | |
| Professional Services | 0.00 | 0.00 | 0.00 | |
| General & Administrative | 0.07 | (0.04) | 0.03 | See Note 2 |
| Total Direct Assigned Costs | \$0.07 | (\$0.04) | \$0.03 | |
| Total Direct & Direct Assigned Costs | \$0.57 | (\$0.29) | \$0.28 | |
| Common Allocated Costs | \$0.03 | (\$0.02) | \$0.01 | |
| Total Budget | \$0.60 | (\$0.31) | \$0.29 | |

Note 2: General & Administrative expenses include computer support & maintenance.

A comparison of actual expenditures to the budget for the three months ending March 31, 2021 is provided in **Attachment 1**.

³ See *Promoting Telehealth for Low-Income Consumers, COVID-19 Telehealth Program*, WC Docket Nos. 18-213 and 20-89, Report and Order, FCC 20-44, paras. 37-38 (2020).

⁴ See *id.* at para. 42.

⁵ See *id.* at para. 5.

⁶ See *id.* at paras. 38, 42.

Recommendation:

USAC management recommends that the Board approve the 3Q2021 budget and projection of demand as proposed.

Recommended Board Actions:

APPROVAL OF THE FOLLOWING RESOLUTIONS:

RESOLVED, that the USAC Board of Directors approves a 3rd Quarter 2021 Connected Care Pilot Program direct budget of \$0.28 million; and

RESOLVED FURTHER, that the USAC Board of Directors directs USAC staff to submit a collection requirement of \$0.28 million for Connected Care Pilot Program administrative costs in the required April 30, 2021 filing to the FCC on behalf of the Board; and

RESOLVED FURTHER, that the USAC Board of Directors, having reviewed at its meeting on April 26, 2021 the 3rd Quarter 2021 Connected Care Pilot Program demand estimate of \$8.59 million, hereby directs USAC staff to proceed with the required April 30, 2021 filing to the FCC on behalf of the USAC Board of Directors.

ATTACHMENT 1

Connected Care Pilot Program Administrative Costs and Headcount
Comparison of Actual Expenditures and Headcount to the Budget for the
Three months ending March 31, 2021

| (\$ in millions) | FTE Actual | FTE Budget | FTE Variance | YTD Actual | YTD Budget | Variance |
|---|---------------|---------------|-----------------|---------------|---------------|---------------|
| Direct Costs | | | | | | |
| Employee Expenses | 0 | 0 | 0 | \$0.00 | \$0.00 | \$0.00 |
| Professional Services (Note 3) | | | | 0.08 | 0.25 | 0.17 |
| General & Administrative (Note 4) | | | | 0.00 | 0.00 | 0.00 |
| Total Direct Costs | | | | \$0.08 | \$0.25 | \$0.17 |
| Direct Assigned Costs | | | | | | |
| Employee Expenses | 0 | 0 | 0 | \$0.00 | \$0.00 | \$0.00 |
| Professional Services (Note 3) | | | | 0.01 | 0.00 | (0.01) |
| General & Administrative (Note 4) | | | | 0.00 | 0.04 | 0.04 |
| Total Direct Costs | | | | \$0.01 | \$0.04 | \$0.03 |
| Total Direct & Direct Assigned Costs | 0 | 0 | 0 | \$0.09 | \$0.29 | \$0.20 |
| Common Allocated Costs (Note 5) | | | | \$0.01 | \$0.01 | \$0.00 |
| Total Costs and Budget | | | | \$0.10 | \$0.30 | \$0.20 |

Note 3: Direct Assigned Professional Services include BPO costs.

Note 4: General & Administrative expenses include costs for software licenses.

Note 5: Common costs include costs not directly attributable to a program or the Connected Care Pilot Program and are allocated based on the Cost Allocation Methodology, which allocates costs based 50% on direct costs in the prior year and 50% on demand in the prior year. Actual common allocated costs reflect a reduction for costs allocated to the appropriated programs.



Board of Directors Connected Care Pilot Update

Open Session

April 26, 2021



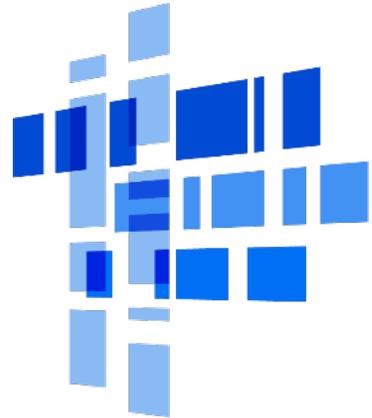
Universal Service
Administrative Co.

Connected Care Order Updates

- Summary
 - Applicant portal launched November 6, 2020
 - Applicant Filing window: November 6 to December 7, 2020
 - Total submitted applications: 220 applications totaling \$185M
 - FCC currently reviewing project applications
 - FCC approved first group of 23 applications in January 2021 for \$25M

Connected Care Order Updates (continued)

- Next steps
 - Approved applicants will use My Portal (Modified HCF) to complete their forms
 - April 30 release will contain My Portal Form 461 and Form 462 submission changes
 - July 30 release will contain My Portal Form 462 Commitment/Review and Form 463 changes
 - Currently working with procurement team, and ICF who will process these forms



**Universal Service
Administrative Co.**

**Universal Service Administrative Company
Board of Directors Meeting**

ACTION ITEM

**Approval of USAC Common and Consolidated
3rd Quarter 2021 Budgets for the April 30, 2021 FCC Filing**

Action Requested:

The USAC Board of Directors (Board) is requested to approve the 3rd Quarter 2021 (3Q2021) common and consolidated budgets for submission to the Federal Communications Commission (FCC) in USAC's April 30, 2021 quarterly filing.

Discussion:

Based on the projected burn rate, USAC estimates a 3Q2021 USAC consolidated budget of \$59.83 million to administer the Universal Service Fund (USF), which includes \$30.95 million in direct program costs and \$28.88 million in common indirect costs. This does not include projected spending related to the appropriated programs.

| <i>(in millions)</i> | 2Q2021 Budget | Increase/ (Decrease) | 3Q2021 Budget |
|---|--------------------------|---------------------------------|--------------------------|
| Direct Program & Direct Assigned Costs | | | |
| High Cost | \$6.33 | \$0.04 | \$6.37 |
| Lifeline | 9.81 | 0.18 | 9.99 |
| Rural Health Care | 3.94 | (0.50) | 3.44 |
| Schools & Libraries | 10.98 | (0.11) | 10.87 |
| Connected Care Pilot | 0.57 | (0.29) | 0.28 |
| Total Direct Program & Direct Assigned Costs | \$31.63 | (\$0.68) | \$30.95 |
| Common Costs | | | |
| Employee Expenses | \$15.11 | \$0.60 | \$15.71 |
| Professional Services | 6.68 | (0.19) | 6.49 |
| General & Administrative (Note 1) | 7.16 | (0.48) | 6.68 |
| Total Common Costs | \$28.95 | (\$0.07) | \$28.88 |
| Total Consolidated Costs | \$60.58 | (\$0.75) | \$59.83 |

Note 1: General & Administrative expenses include computer support & maintenance, rent, hardware & equipment rental, taxes & insurance, printing & postage, Board of Directors expenses, reference materials, repairs & maintenance, telecommunications, and data collection billing revenue.

A comparison of actual common and consolidated expenditures to the budget for the three months ending March 31, 2021 is provided in **Attachment 1**.

Recommendation:

USAC management recommends that the Board approve the 3Q2021 budgets as proposed.

Recommended USAC Board of Directors Action:

APPROVAL OF THE FOLLOWING RESOLUTIONS:

RESOLVED, that the USAC Board of Directors approves a 3rd Quarter 2021 common budget of \$28.88 million; and

RESOLVED FURTHER, that the USAC Board of Directors directs USAC staff to submit a collection requirement of \$28.88 million for common costs in the required April 30, 2021 filing to the FCC on behalf of the USAC Board of Directors; and

RESOLVED FURTHER, that the USAC Board of Directors approves a 3rd Quarter 2021 consolidated budget to administer the USF of \$59.83 million; and

RESOLVED FURTHER, that the USAC Board of Directors directs USAC staff to submit a collection requirement of \$59.83 million for consolidated costs in the required April 30, 2021 filing to the FCC on behalf of the USAC Board of Directors.

ATTACHMENT 1

USAC Administrative Costs and Headcount
Comparison of Actual Expenditures and Headcount to the Budget for the
Three Months Ending March 31, 2021

| <i>(\$ in millions)</i> | FTE Actual | FTE Budget | FTE Variance | YTD Actual | YTD Budget | Variance |
|---|-----------------------|-----------------------|-------------------------|-----------------------|-----------------------|-----------------|
| Direct Program & Direct Assigned Costs | | | | | | |
| High Cost | 65 | 74 | 9 | \$4.10 | \$6.35 | \$2.25 |
| Lifeline | 82 | 86 | 4 | 6.48 | 10.35 | 3.87 |
| Rural Health Care | 56 | 62 | 6 | 2.39 | 4.31 | 1.92 |
| Schools & Libraries | 76 | 82 | 6 | 8.40 | 11.07 | 2.67 |
| Connected Care Pilot | 0 | 0 | 0 | 0.09 | 0.29 | 0.20 |
| Total Direct Program & Direct Assigned Costs | 279 | 304 | 25 | \$21.46 | \$32.37 | \$10.91 |
| Common Costs (Note 2) | | | | | | |
| Employee Expenses | 371 | 387 | 16 | \$13.88 | \$14.27 | \$0.39 |
| Professional Services | | | | 4.76 | 6.33 | 1.57 |
| General & Administrative (Note 3) | | | | 5.67 | 6.46 | 0.79 |
| Total Common Costs (Note 4) | 371 | 387 | 16 | \$24.31 | \$27.06 | \$2.75 |
| Total Consolidated Costs | 650 | 691 | 41 | \$45.77 | \$59.43 | \$13.66 |

Note 2: Actual common costs reflect a reduction for costs allocated to the appropriated programs.

Note 3: General & Administrative expenses include computer support & maintenance, rent, hardware & equipment rental, taxes & insurance, printing & postage, Board of Directors expenses, reference materials, repairs & maintenance, telecommunications, data collection billing revenue, and interest income.

Note 4: Actual USF common costs reflect a reduction for costs allocated to the appropriated programs.



Board of Directors

Shared Services Tribal Update

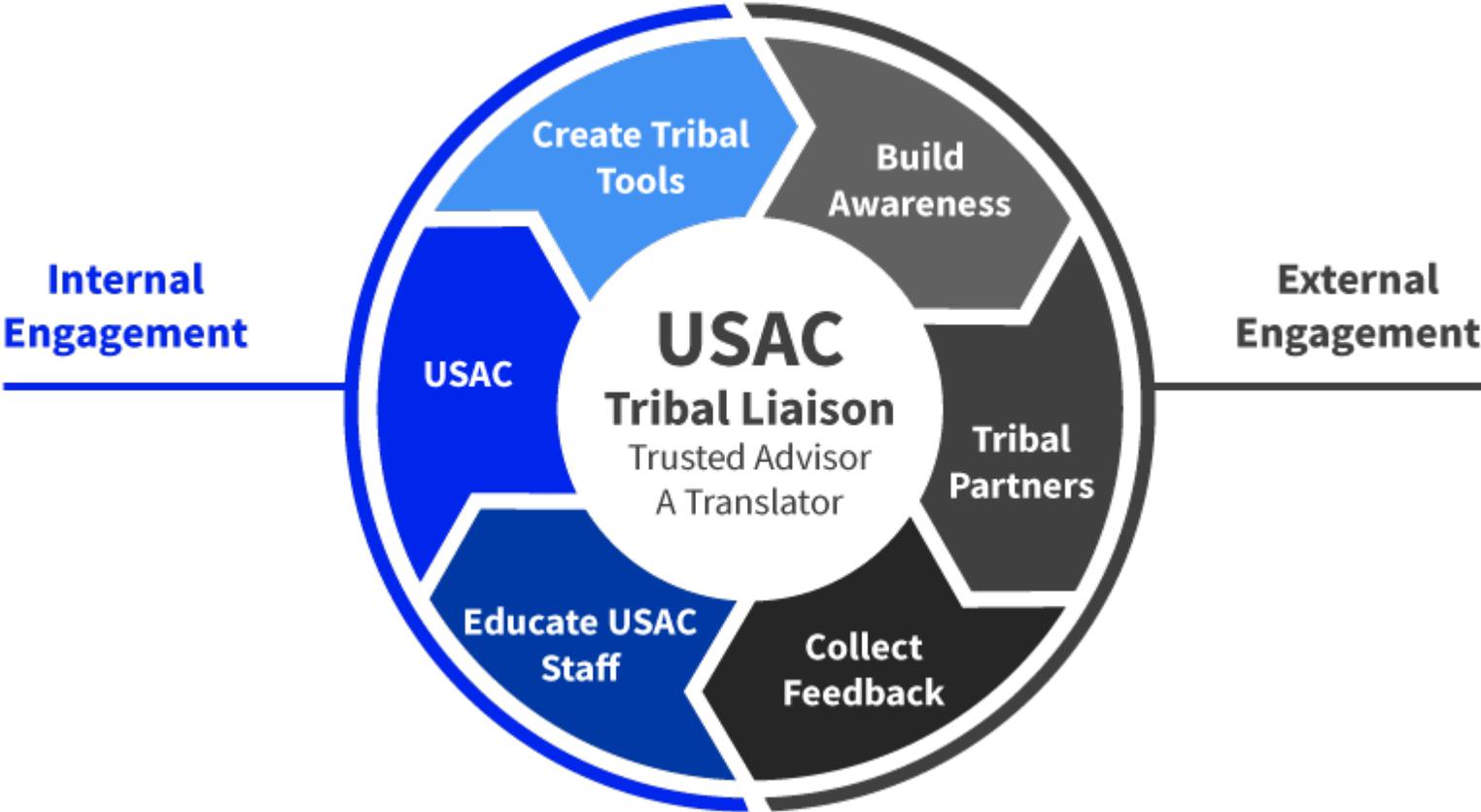
Open Session

April 26, 2021



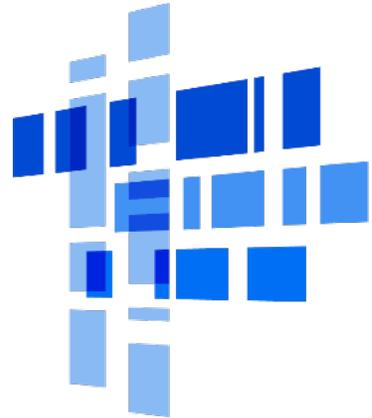
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Tribal Outreach



Enterprise Strategy Examples

- Schedule and Host Ongoing Tribal Trainings
 - E-Rate – Annual Tribal Information Series
 - Lifeline – Quarterly Tribal Trainings
- Create Tribal Instructional Videos
- Support Appropriated Programs
 - Emergency Broadband Benefit Program
- Facilitate Dear Tribal Leader Letters
- Develop and Maintain the USAC Tribal Nations Page
- Engage Tribal Partners at National Indian Organization Meetings



**Universal Service
Administrative Co.**



Board of Directors Meeting

Supply Chain Outreach Plan

Open Session

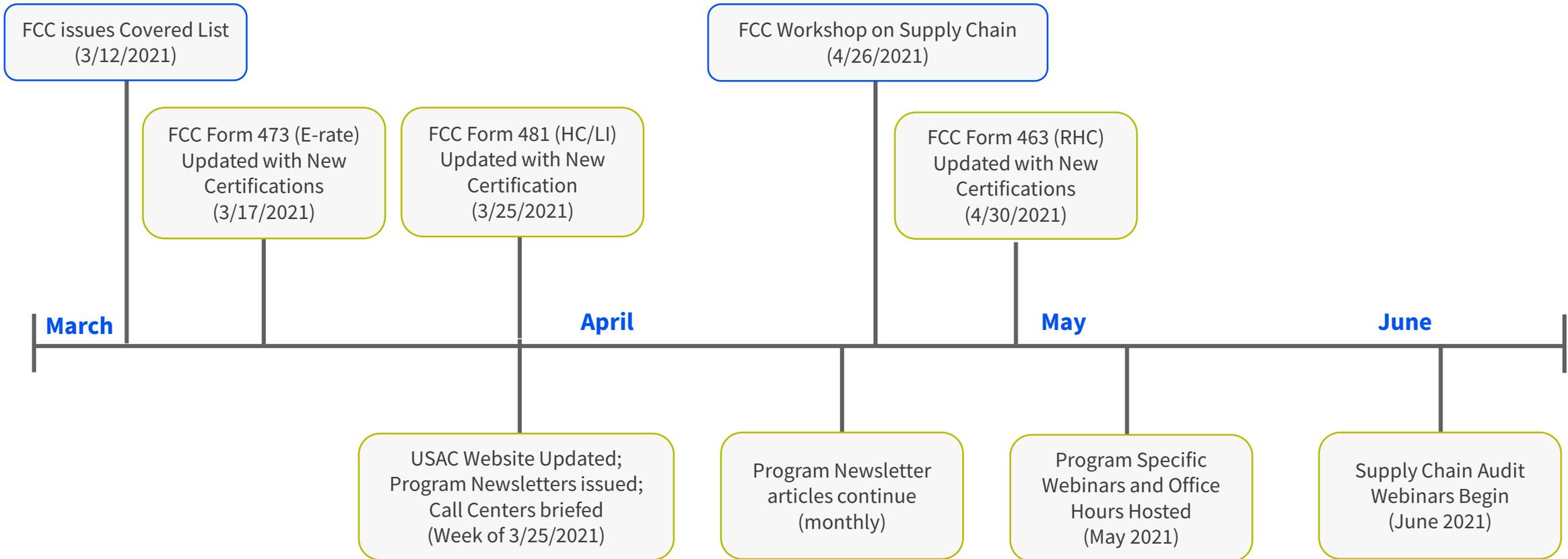
April 26, 2021



Supply Chain Outreach

- **Goal:** Help beneficiaries understand new requirements and timelines.
- Approach:
 - Launch multi-channel outreach strategy with both general and program specific information.
 - Create single destination for all [Supply Chain](#) information on USAC website .
 - Issue monthly newsletter articles tailored to each program.
 - Host webinars and open Office Hours to explain new Order requirements.
 - Host webinars to help beneficiaries prepare for Supply Chain audits.
 - Provide information through USAC's contact center with appropriate escalation paths to USAC staff.

2021 Supply Chain Activities Timeline





**Universal Service
Administrative Co.**



Board of Directors

Emergency Broadband Benefit Program

Open Session

April 26, 2021



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Emergency Broadband Benefit Program (EBB Program)



Broadband and device benefit for low-income consumers during the COVID-19 pandemic

Eligible consumers can receive:

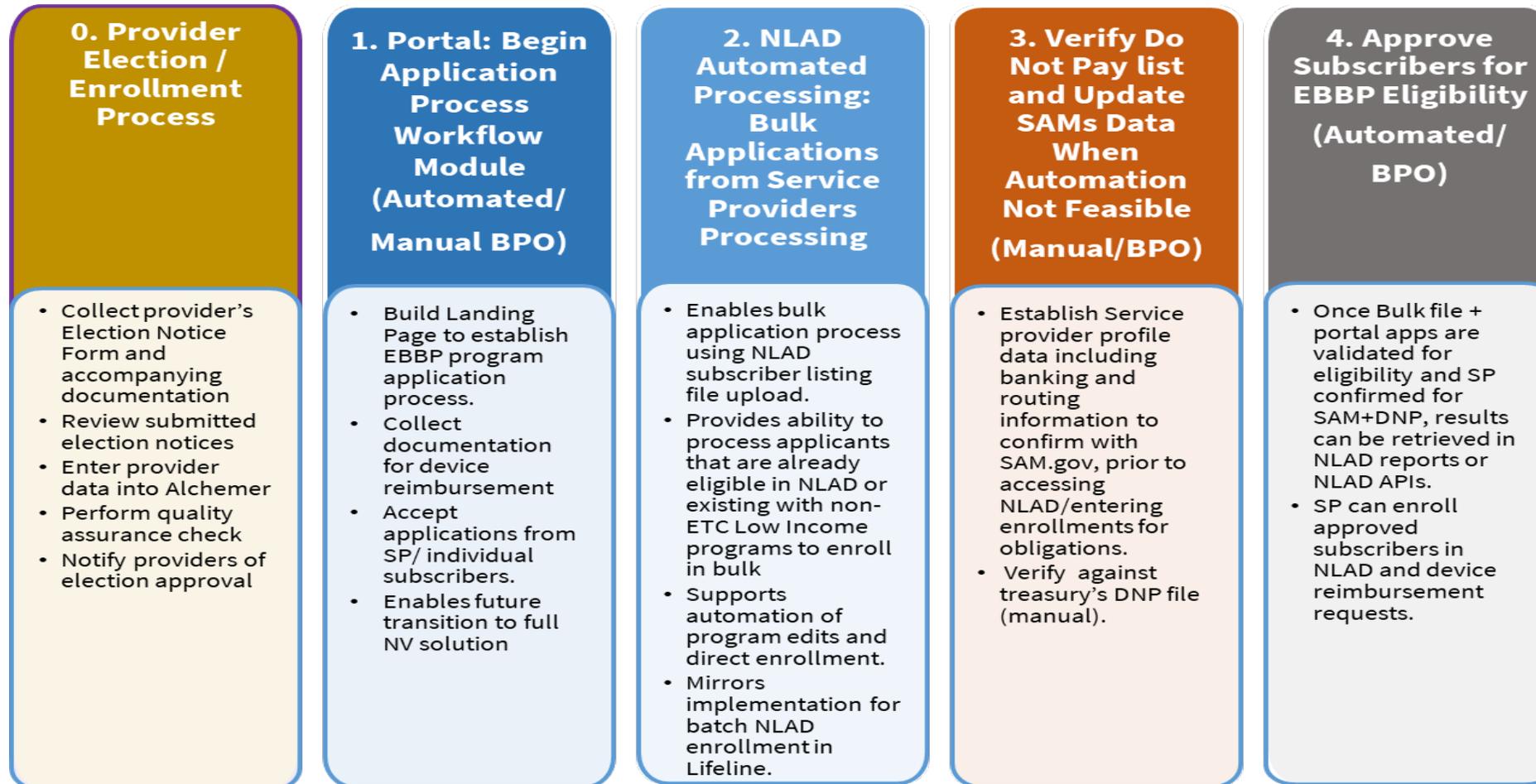
- Up to \$50/month discount for broadband service and associated equipment rentals
- Up to \$75/month discount for households on qualifying Tribal lands
- A one-time discount of up to \$100 for a laptop, desktop computer, or tablet supplied by a participating provider (consumer must contribute more than \$10 and less than \$50 toward cost)

The Emergency Broadband Benefit is limited to one monthly service discount and one device discount per eligible household.

Program is temporary and expires when funds are exhausted or six months after the Department of Health and Human Services declares the end of the COVID-19 health emergency.

EBB Program Modules

The modules below illustrate the high-level activities required to administer EBB.



EBB Program Status

- Outreach/Communications
 - Conducted six webinars since March 2021 with over 3,500 participants.
 - Conducted weekly office hours meetings for questions and answer sessions.
 - Created consumer facing content including webpages and informational videos.
- Information Technology
 - Completed performance testing for high volume scenarios across NLAD, NV, and TPIV services.
 - Performed penetration testing to examine potential security vulnerabilities as part of go-live preparations.
 - Completed integration testing across multiple systems as part of go-live preparations.

NLAD – National Lifeline Accountability Database

NV – National Verifier

RAD – Representative Accountability Database

TPIV – Third Party Identity Verification

EBB Program Status (Continued)

- Administrative procedures developed and documented for end to end processes for EBB operations.
- Staffing – In process of hiring BPO staff:
 - Staff training will continue throughout April
- Financial processes including obligation and payment calculations and transfer processes completed initial testing.



**Universal Service
Administrative Co.**



Board of Directors

COVID-19 Telehealth Program

Open Session

April 26, 2021



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COVID-19 Telehealth Program



Help health care providers provide telehealth and connected care services to patients at their homes or mobile locations in response to the COVID-19 pandemic.

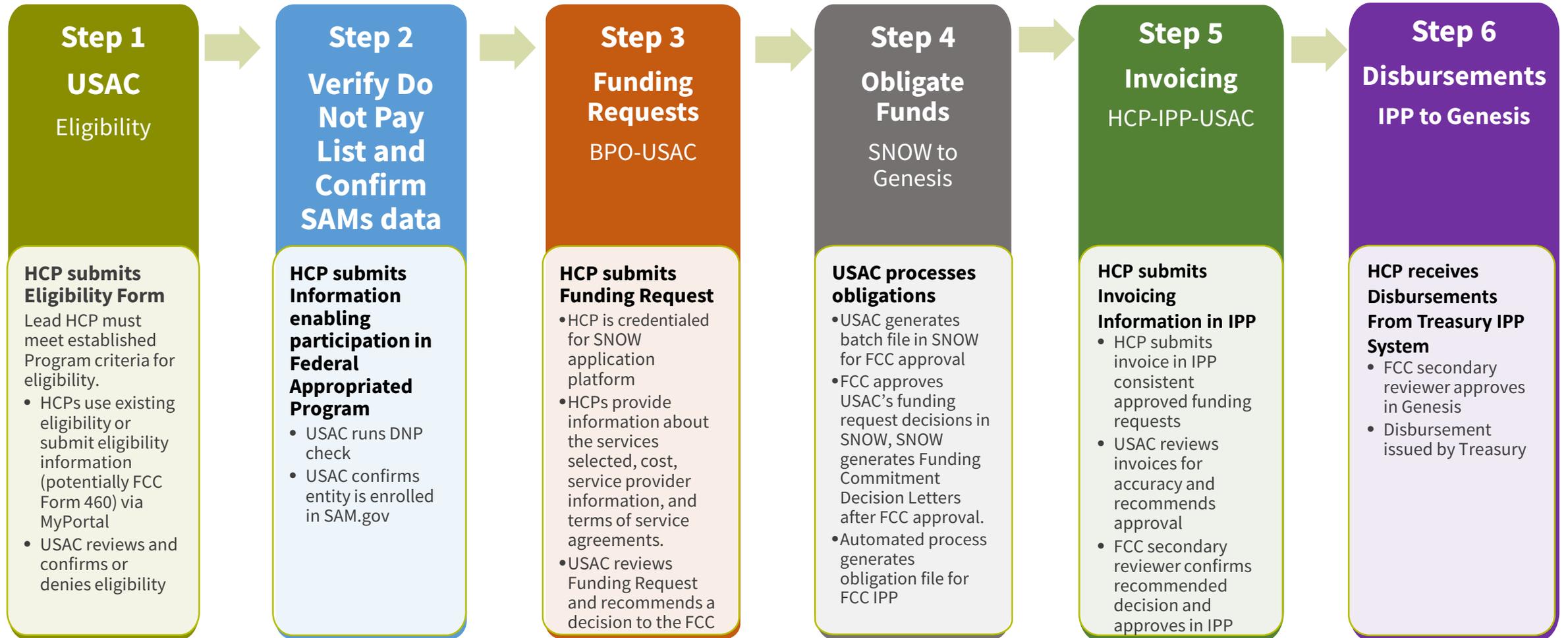
- The CARES Act provided \$200 million for immediate support to eligible health care providers responding to the COVID-19 pandemic by fully funding their telecommunications services, information services, and devices necessary to provide critical connected care services. Known as Round 1 funding.
- Congress appropriated \$249.95 million more in the Consolidated Appropriations Act (2021) to allow the FCC to continue efforts to expand connected care and enable patients to access necessary health care services, while helping slow the spread of COVID-19. Known as Round 2 funding.
- Amounts from the new appropriation, where possible, should go to at least one applicant in each state and DC, since the date of inception, unless there is no applicant eligible.

Telehealth Program (Continued)

FCC 21-39 – Report and Order and Order on Reconsideration (Released March 30):

- Established an application filing window for Round 2 to provide a level playing field to all applicants, regardless of size or resource level. Window expected to open within 30 days of the Order's release.
- Explained the Round 2 application filing process including process to determine an applicant's eligibility.
- Detailed application evaluation process including the specific metrics USAC will use to prioritize and evaluate Round 2 applications.
- Provided additional information on the process to confirm the eligibility of requested items and the funding commitment process.
- Requires USAC to conduct outreach to explain application process for Round 2.
- Requires USAC to use the same reimbursement process established for Round 1.

Telehealth Program Lifecycle



Telehealth Program Status

- Outreach/Communications
 - Updated procedure documents based on March 30 Order
 - Draft of webpages and informational materials completed, revised based on content of new Order
- Information Technology
 - Participated in UAT to evaluate existing system
 - FCC confirmed the Telehealth system has received an ATO (Authority to Operate)
- Operations
 - Trained the trainers on the FCC Form 460 review process
 - Completed preliminary procedures documents
 - Staffing for BPO (invoicing Round 1) hired, PMO identified call center staff
- Window opens April 29 and closes May 6

Contact Us

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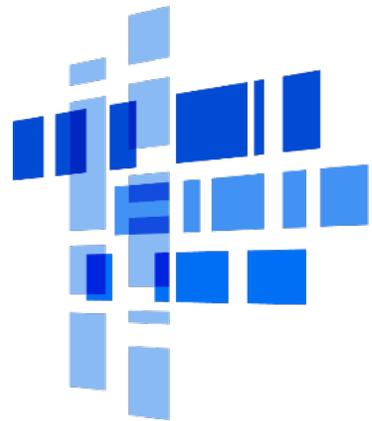
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