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

		OPEN SESSION	Estimated Duration in Minutes
Chair	a1.	 Consent Items (each available for discussion upon request): A. Approval of Executive Committee Meeting Minutes of October 25, 2018 B. Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i> 	5
Radha	i1.	CEO Business Update	20

EXECUTIVE SESSION Confidential – Executive Session Recommended.		Estimated Duration in Minutes
Pam	i2. Information on Contribution Factor	15
Pam	i3. Information on 2019 Annual USAC Common and Consolidated Budgets	20
Radha/ Joel	i4. Discussion of FCC / USAC Executive Committee Quarterly Meeting	10

Next Scheduled USAC Executive Committee Meeting

Thursday, April 25, 2019
11:00 a.m. – 12:30 a.m. Eastern Time
USAC Offices, Washington, D.C.

EXECUTIVE COMMITTEE MEETING Thursday, January 24, 2019

MINUTES¹

The quarterly meeting of the Executive Committee (Committee) of the USAC Board of Directors (Board) was held at USAC's offices in Washington, D.C. on Thursday, January 24, 2019. Mr. Joel Lubin, Committee Chair, called the meeting to order at 11:08 a.m. Eastern Time with a quorum of six of the eight Committee members present.

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

Mr. Ellis Jacobs, Secretary, joined the meeting by telephone at 11:12 a.m. He did not vote or participate in the discussion of item a1. Dr. Domenech left the meeting at 11:30 a.m. Eastern Time. He did not participate in the discussions of items i2, i3 and i4.

Committee members not present:

Mason, Ken – Treasurer

Other Board members and officers of the corporation present:

Beckford, Ernesto – Vice President, General Counsel, and Assistant Secretary Beyerhelm, Chris – Vice President of Enterprise Portfolio Management Bocher, Bob – Member of the Board – *by telephone* Buzacott, Alan – Member of the Board – *by telephone* Davis, Craig – Vice President of Procurement and Strategic Sourcing Delmar, Teleshia – Vice President of Audit and Assurance Gaither, Victor – Vice President of High Cost Garber, Michelle – Vice President of Lifeline Holstein, Bob – Vice President and Chief Information Officer Schell, Julie Tritt – Member of the Board – *by telephone* Sweeney, Mark – Vice President of Rural Health Care

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

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

OPEN SESSION

All materials from Open Session can be found on the USAC website.

- a1. Consent Items. Mr. Lubin presented this item to the Committee.
 - A. Approval of Executive Committee Meeting Minutes of October 25, 2018.
 - B. Approval for Moving all *Executive Session* Items into *Executive Session*:
 - (1) i2 Information on Contribution Factor. USAC management recommends that this matter be discussed in *Executive Session* because it relates to *internal controls, and/or confidential company data, and may also include pre-decisional matters pending before the FCC. In addition, 47 C.F.R. § 54.711(b) requires USAC to keep all data obtained from contributors confidential.*
 - (2) i3 Information on 2019 Annual USAC Common and Consolidated Budgets. USAC management recommends that discussion of this item be conducted in Executive Session because this matter relates to USAC's *procurement strategy and contract administration*.
 - (3) i4 Discussion of FCC-USAC Executive Committee Quarterly Meeting. USAC management recommends that this item be discussed in *Executive Session* because it may include *confidential company data, and pre-decisional matters pending before the FCC.*

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

RESOLVED, that the USAC Board of Directors Executive Committee hereby approves: (1) the Committee meeting minutes of October 25, 2018; and (2) discussion in *Executive Session* of the items noted above.

- **i1. CEO Business Update.** Ms. Sekar presented PowerPoint slides covering the following items to the Committee for discussion:
 - Action Items from the October 2018 Quarterly Meetings.
 - 2018 Accomplishments.
 - 2019 Goals and Objectives.
 - Update on the CEO Roundtable.

At 11:44 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

EXECUTIVE SESSION

- i2. Information on Contribution Factor. Ms. Hughet presented this item for discussion. The presentation included a written report that provided USAC's estimate for the 2nd quarter 2019 contribution factor.
- **i3. Information on the 2019 Annual USAC Common and Consolidated Budgets.** Ms. Hughet presented this item for discussion, noting that the Board would be asked to consider approval of the budgets at the Board meeting on January 29, 2019. The presentation included a written report on USAC management's recommendations for USAC's 2019 annual common and consolidated budgets.
- **i4. Discussion of FCC-USAC Executive Committee Quarterly Meeting.** The Committee discussed the likelihood of not having the meeting due to the partial government shutdown, but discussed potential agenda topics, noting that additional topics could be added, based on discussion at the upcoming Committee and Board meetings.

At 12:20 p.m. Eastern Time, on a motion duly made and seconded, the Committee adjourned from *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Lubin reported that, in *Executive Session*, the Committee discussed items i2, i3, and i4.

On a motion duly made and seconded, the Committee adjourned at 12:22 p.m. Eastern Time.

Thursday, April 25, 2019 11:00 a.m. – 12:30 p.m. Eastern Time USAC Offices 700 12th Street, N.W., Suite 900 Washington, D.C. 20005

		OPEN SESSION	Estimated Duration in Minutes
Chair	a1.	 Consent Items (each available for discussion upon request): A. Approval of Executive Committee Meeting Minutes of January 24, 2019 B. Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i> 	5
Radha	i1.	CEO Business Update	20

EXECUTIVE SESSION Confidential – Executive Session Recommended.		Estimated Duration in Minutes
Charlie	i2. Information on Contribution Factor	15
Radha/ Joel	i3. Discussion of FCC / USAC Executive Committee Quarterly Meeting	10
Ernesto	i4. Office of General Counsel – Report on Personnel Matters	10

Next Scheduled USAC Executive Committee Meeting

Thursday, July 25, 2019	
11:00 a.m. – 12:30 a.m. Eastern Time	
USAC Offices, Washington, D.C.	

EXECUTIVE COMMITTEE MEETING Thursday, April 25, 2019

MINUTES¹

The quarterly meeting of the Executive Committee (Committee) of the USAC Board of Directors (Board) was held at USAC's offices in Washington, D.C. on Thursday, April 25, 2019. Mr. Joel Lubin, Committee Chair, called the meeting to order at 11:01 a.m. Eastern Time with a quorum of seven of the eight Committee members present.

Domenech, Dr. Dan – by telephone Feiss, Geoff – by telephone Gillan, Joe – Vice Chair – by telephone Lubin, Joel – Chair – by telephone Sekar, Radha – Chief Executive Officer Wein, Olivia – Secretary – by telephone Wibberly, Dr. Kathy – by telephone

Committee members not present:

Mason, Ken – Treasurer

Other Board members and officers of the corporation present:

Ayer, Catriona – Vice President of Schools and Libraries Beckford, Ernesto – Vice President, General Counsel, and Assistant Secretary Beyerhelm, Chris – Vice President of Enterprise Portfolio Management Bocher, Bob – Member of the Board – *by telephone* Buzacott, Alan – Member of the Board – *by telephone* Davis, Craig – Vice President of Procurement and Strategic Sourcing Delmar, Teleshia – Vice President of Audit and Assurance Gaither, Victor – Vice President of High Cost Garber, Michelle – Vice President of Lifeline – *by telephone* Schell, Julie Tritt – Member of the Board – *by telephone* Sweeney, Mark – Vice President of Rural Health Care Salvator, Charles – Vice President, Chief Financial Officer, Assistant Treasurer

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

NAME	COMPANY
Boden, Jerry	USAC
Hutchinson, Kyle	USAC
Lawson, Suzanne	USAC
Mitchell, Tamika	USAC
Nuzzo, Patsy	USAC
Tiwari, Tanya	USAC

OPEN SESSION

All materials from Open Session can be found on the USAC website.

- a1. Consent Items. Mr. Lubin presented this item to the Committee.
 - A. Approval of Executive Committee Meeting Minutes of January 24, 2019.
 - B. Approval of Moving all *Executive Session* Items into *Executive Session*:
 - (1) i2 Information on Contribution Factor. USAC management recommends that this matter be discussed in *Executive Session* because it relates to *internal controls, and/or confidential company data*, and may also include *pre-decisional matters pending before the FCC*. In addition, 47 C.F.R. § 54.711(b) requires USAC to keep all *data obtained from contributors confidential*.
 - (2) i3 Discussion of FCC-USAC Executive Committee Quarterly Meeting. USAC management recommends that this item be discussed in *Executive Session* because it may include *confidential company data, and pre-decisional matters pending before the FCC.*
 - (3) i4. Office of General Counsel Report on Personnel Matters. USAC management recommends that discussion of this item occur in *Executive Session* because it involves *internal confidential personnel matters* and is also subject to *attorney/client communication privilege protection*

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

RESOLVED, that the USAC Board of Directors Executive Committee hereby approves: (1) the Committee meeting minutes of January 24, 2019; and (2) discussion in *Executive Session* of the items noted above.

- **i1. CEO Business Update.** Ms. Sekar presented PowerPoint slides covering the following items to the Committee for discussion:
 - Action Items and Updates from the January 2019 Board and Committee Quarterly Meetings
 - Review of Areas of Interest: Major Corporate Goals & Objectives

At 11:20 a.m. Eastern Time, on a motion duly made and seconded, the Committee moved into *Executive Session* for the purpose of discussing the confidential items noted above.

EXECUTIVE SESSION

- i2. Information on Contribution Factor. Information for this item was not available at the time of the meeting. The Committee raised questions regarding the demand associated with the High Cost and Schools and Libraries programs.
- **i3. Discussion of FCC / USAC Executive Committee Quarterly Meeting.** The Committee discussed potential topics for the FCC / USAC Executive Committee quarterly meeting. Mr. Lubin reminded the Committee that, during the course of the quarterly Board and Committee meetings, topics could be added to the agenda if necessary.

At 11:30 a.m. Eastern Time, the Committee continued in *Executive Session* with only members of the Board, USAC's General Counsel, and the Vice President of Audit and Assurance present.

i4. Office of General Counsel – Report on Personnel Matters. Mr. Beckford presented this item for discussion.

OPEN SESSION

At 12:16 p.m. Eastern Time, on a motion duly made and seconded, the Committee adjourned from *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Lubin reported that, in *Executive Session*, the Committee discussed items i2, i3, and i4.

On a motion duly made and seconded, the Committee adjourned at 12:17 p.m. Eastern Time.

Thursday, July 25, 2019 11:00 a.m. – 12:00 p.m. Eastern Time USAC Offices 700 12th Street, N.W., Suite 900 Washington, D.C. 20005

		OPEN SESSION	Estimated Duration in Minutes
Chair	a1.	 Consent Items (each available for discussion upon request): A. Approval of Executive Committee Meeting Minutes of April 25, 2019 B. Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i> 	5
Radha	i1.	CEO Business Update	30

<u>EXECUTIVE SESSION</u> Confidential – <i>Executive Session Recommended</i> .		Estimated Duration in Minutes
Charlie	i2. Information on Contribution Factor	15
Radha/	i3. Discussion of FCC / USAC Executive Committee	10
Joel	Quarterly Meeting	10

Next Scheduled USAC Executive Committee Meeting

Thursday, October 24, 2019	
11:00 a.m. – 12:30 a.m. Eastern Time	
USAC Offices, Washington, D.C.	

EXECUTIVE COMMITTEE MEETING Thursday, July 25, 2019

MINUTES¹

The quarterly meeting of the Executive Committee (Committee) of the USAC Board of Directors (Board) was held at USAC's offices in Washington, D.C. on Thursday, July 25, 2019. Mr. Joel Lubin, Committee Chair, called the meeting to order at 11:03 a.m. Eastern Time with a quorum of five of the eight Committee members present.

Domenech, Dr. Dan – by telephone Gillan, Joe – Vice Chair – by telephone Lubin, Joel – Chair – by telephone Sekar, Radha – Chief Executive Officer Wein, Olivia – Secretary – by telephone

Dr. Kathy Wibberly joined the meeting by telephone at 11:05 a.m. She participated in all discussion and voted on all items. Dr. Dan Domenech left the call at 11:36 a.m. He did not participate in the discussion on items i1, i2, and i3.

Committee members not present:

Feiss, Geoff Mason, Ken – Treasurer

Other Board members and officers of the corporation present:

Ayer, Catriona – Vice President of Schools and Libraries Beckford, Ernesto – Vice President, General Counsel, and Assistant Secretary Beyerhelm, Chris – Vice President of Enterprise Portfolio Management Bocher, Bob – Member of the Board – *by telephone* Buzacott, Alan – Member of the Board – *by telephone* Davis, Craig – Vice President of Procurement and Strategic Sourcing Delmar, Teleshia – Vice President of Audit and Assurance Hutchinson, Kyle – Vice President of IT and Chief Information Officer Kinser, Cynthia – Member of the Board – *by telephone* Sweeney, Mark – Vice President of Rural Health Care Salvator, Charles – Vice President, Chief Financial Officer, and Assistant Treasurer

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

<u>NAME</u>	<u>COMPANY</u>
Kahn, Sammy	USAC
Lawson, Suzanne	USAC
Mitchell, Tamika	USAC
Nuzzo, Patsy	USAC
Tiwari, Tanya	USAC

OPEN SESSION

All materials from *Open Session* can be found on the <u>USAC website</u>.

- a1. Consent Items. Mr. Lubin presented this item to the Committee.
 - A. Approval of Executive Committee Meeting Minutes of April 25, 2019.
 - B. Approval of Moving all *Executive Session* Items into *Executive Session*:
 - (1) i2 Information on Contribution Factor. USAC management recommends that this matter be discussed in *Executive Session* because it relates to *internal controls, and/or confidential company data*, and may also include *pre-decisional matters pending before the FCC*. In addition, 47 C.F.R. § 54.711(b) requires USAC to keep all *data obtained from contributors confidential*.
 - (2) i3 Discussion of FCC-USAC Executive Committee Quarterly Meeting. USAC management recommends that this item be discussed in *Executive Session* because it may include *confidential company data, and pre-decisional matters pending before the FCC*.
 - (3) i1 CEO Business Update (*Continued*). USAC management recommends that discussion of this item occur in *Executive Session* because it involves *confidential company data and internal controls*.

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

RESOLVED, that the USAC Board of Directors Executive Committee hereby approves: (1) the Committee meeting minutes of April 25, 2019; and (2) discussion in *Executive Session* of the items noted above.

- **i1. CEO Business Update.** Ms. Sekar presented PowerPoint slides covering the following items to the Committee for discussion:
 - Action Items and Updates from the April 2019 Board and Committee Quarterly Meetings
 - Upcoming USAC Priorities
 - o Digital Opportunity Data Collection
 - Connected Care Pilot Program
 - E-rate Modification of FCC Form 470
 - o Lifeline National Verifier Rollout
 - o High Cost Rural / Broadband Fund
 - Enterprise Resource Planning (ERP)
 - Rural Health Care Reform Order

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

EXECUTIVE SESSION

- **i1. CEO Business Update** (*Continued*). Ms. Sekar continued her presentation to the Committee.
- **i2. Information on Contribution Factor.** Mr. Salvator presented this item to the Committee for discussion.
- **i3. Discussion of FCC / USAC Executive Committee Quarterly Meeting.** The Committee discussed potential topics for the FCC / USAC Executive Committee quarterly meeting. Mr. Lubin reminded the Committee that, during the course of the quarterly Board and Committee meetings, topics could be added to the agenda if necessary.

OPEN SESSION

At 12:17 p.m. Eastern Time, on a motion duly made and seconded, the Committee adjourned from *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Lubin reported that, in *Executive Session*, the Committee discussed items i1, i2, and i3.

On a motion duly made and seconded, the Committee adjourned at 12:18 p.m. Eastern Time.

Thursday, October 24, 2019 11:00 a.m. – 12:00 p.m. Eastern Time USAC Offices 700 12th Street, N.W., Suite 900 Washington, D.C. 20005

	OPEN SESSION	Estimated Duration in Minutes
Chair	 a1. Consent Items (each available for discussion upon request): A. Approval of Executive Committee Meeting Minutes of July 25, 2019 B. Approval of moving all <i>Executive Session</i> items into <i>Executive Session</i> 	5

EXECUTIVE SESSION Confidential – Executive Session Recommended.		Estimated Duration in Minutes
Radha	 i1. CEO Business Update Action items Look Ahead 2020 	30
Charlie	i2. Information on Contribution Factor	15
Radha/ Joel	i3. Discussion of FCC / USAC Executive Committee Quarterly Meeting	10

Next Scheduled USAC Executive Committee Meeting

Thursday, January 23, 2020 11:00 a.m. – 12:30 a.m. Eastern Time USAC Offices, Washington, D.C.

EXECUTIVE COMMITTEE MEETING Thursday, October 24, 2019

MINUTES¹

The quarterly meeting of the Executive Committee (Committee) of the USAC Board of Directors (Board) was held at USAC's offices in Washington, D.C. on Thursday, October 24, 2019. Mr. Joel Lubin, Committee Chair, called the meeting to order at 11:02 a.m. Eastern Time with a quorum of six of the eight Committee members present.

Feiss, Geoff – by telephone Gillan, Joe – Vice Chair – by telephone Lubin, Joel – Chair – by telephone Mason, Ken – Treasurer – by telephone Sekar, Radha – Chief Executive Officer Wein, Olivia – Secretary – by telephone

Committee members not present:

Domenech, Dr. Dan Wibberly, Dr. Kathy

Other Board members and officers of the corporation present:

Ayer, Catriona – Vice President of Schools and Libraries Beckford, Ernesto – Vice President, General Counsel, and Assistant Secretary Bocher, Bob – Member of the Board – *by telephone* Buzacott, Alan – Member of the Board – *by telephone* Davis, Craig – Vice President of Procurement and Strategic Sourcing Delmar, Teleshia – Vice President of Audit and Assurance Gaither, Victor – Vice President of High Cost Garber, Michelle – Vice President of Lifeline Hutchinson, Kyle – Vice President of IT and Chief Information Officer Kinser, Cynthia – Member of the Board – *by telephone* Salvator, Charles – Vice President, Chief Financial Officer, and Assistant Treasurer Schell, Julie Tritt – Member of the Board – *by telephone* Sweeney, Mark – Vice President of Rural Health Care

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

NAME	<u>COMPANY</u>
James, Christina	USAC
Mitchell, Tamika	USAC
Nuzzo, Patsy	USAC
Tiwari, Tanya	USAC

OPEN SESSION

All materials from *Open Session* can be found on the <u>USAC website</u>.

- a1. Consent Items. Mr. Lubin presented this item to the Committee.
 - A. Approval of Executive Committee Meeting Minutes of July 25, 2019.
 - B. Approval of Moving all *Executive Session* Items into *Executive Session*:
 - i1 CEO Business Update. USAC management recommends that this item be discussed in *Executive Session* because it may include discussion of *internal controls and/or confidential company data*, and *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) i2 Information on Contribution Factor. USAC management recommends that this matter be discussed in *Executive Session* because it relates to *internal controls, and/or confidential company data*, and may also include *pre-decisional matters pending before the FCC*. In addition, 47 C.F.R. § 54.711(b) requires USAC to keep *all data obtained from contributors confidential*.
 - (3) i3 Discussion of FCC-USAC Executive Committee Quarterly Meeting. USAC management recommends that this item be discussed in *Executive Session* because it may include discussion of *confidential company data*, and *pre-decisional matters pending before the FCC*.

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

RESOLVED, that the USAC Board of Directors Executive Committee hereby approves: (1) the Committee meeting minutes of July 25, 2019; and (2) discussion in *Executive Session* of the items noted above.

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

EXECUTIVE SESSION

- **i1. CEO Business Update.** Ms. Sekar presented PowerPoint slides covering the following items to the Committee for discussion:
 - Action Items and Updates from the July 2019 Board and Committee Quarterly Meetings
 - FISMA
 - 2020 Priorities
 - o Digital Opportunity Data Collection
 - Rural Health Care Connected Care Pilot Program
 - E-rate Modification of FCC Form 470
 - Lifeline National Verifier Rollout
 - High Cost Rural / Broadband Fund
 - Enterprise Resource Planning (ERP)
 - o Rural Health Care Reform Order
- i2. Information on Contribution Factor. Mr. Salvator presented this item to the Committee for discussion. The presentation included a written report providing USAC's estimate for the 1st quarter 2020 contribution factor.
- **i3. Discussion of FCC / USAC Executive Committee Quarterly Meeting.** The Committee discussed potential topics for the FCC / USAC Executive Committee quarterly meeting. Mr. Lubin reminded the Committee that, during the course of the quarterly Board and Committee meetings, topics could be added to the agenda if necessary.

OPEN SESSION

At 11:54 a.m. Eastern Time, on a motion duly made and seconded, the Committee adjourned from *Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Lubin reported that, in *Executive Session*, the Committee discussed items i1, i2, and i3.

On a motion duly made and seconded, the Committee adjourned at 11:54 a.m. Eastern Time.