

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

**Tuesday, January 27, 2026
10:00 a.m. – 2:00 p.m. Eastern Time
VIRTUAL MEETING
USAC Offices
700 12th Street, N.W., Suite 900
Washington, D.C. 20005**

<u>OPEN SESSION</u> Available for Public Use		<i>Estimated Duration in Minutes</i>
Chair	a1. Consent Items (each available for discussion upon request): <ul style="list-style-type: none"> A. Approval of Board of Directors Meeting Minutes of October 28, November 20, and December 23, 2025 B. Approval of moving all <i>Executive Session</i> Items into <i>Executive Session</i> C. Approval of Board of Directors Quarterly Meeting Schedule for April 2027-January 2028 D. Review of 2026 Audit Committee Charter (<i>Same as aAC03</i>) E. Revision of the USAC Compensation Policy (<i>See aBOD09cf</i>) F. Revision of the Executive Compensation Committee Charter (<i>See aBOD10cf</i>) G. Resolution Honoring Four Board Members Whose Service on the Board Has Recently Ended 	5
Chair Kathy	a2. Annual Election of Committee At-Large Seats, Chairs and Vice Chairs and Election of Appointment of Corporate Officers	15
Chair	i1. Reports from the Committee Chairs: Schools & Libraries Committee, Rural Health Care Committee, High Cost & Low Income Committee, and Audit Committee	10
Dale	a3. Approval of USAC Common and Consolidated 2nd Quarter 2026 Budgets for the January 30, 2026 Federal Communications Commission Filing	5
Michelle Stephen	i2. Enterprise Business Update <ul style="list-style-type: none"> A. 2025 USAC Accomplishments and 2026 Goals B. 2025 Annual Report Timeline 	15 5

<u>INFORMATION ONLY</u> Available for Public Use		<i>Estimated Duration in Minutes</i>
Teleshia	i3. Information on Eight USAC Audit and Assurance Division Supply Chain Audit Reports	–

<u>EXECUTIVE SESSION</u>		<i>Estimated Duration in Minutes</i>
Confidential – Executive Session Recommended		
Michelle	i4. Enterprise Business Update (<i>Continued</i>)	
	A. CEO Update	
	○ Program Integrity Overview	10
Kyle	B. IT Strategic Plan 2026-2028	15
Dale	a4. Approval of 2026 Annual USAC Common and Consolidated Budgets	15
Dale	i5. Information on Contribution Factor	5
Erin	i6. Fraud Risk Group Quarterly Update	20
Erin/Hillary	i7. Best Practices and Guidance for USAC Board Member Compliance	10
Chris	i8. Enterprise Risk Management Scorecard	
	A. Q4 2025 Risk Management Scorecard	10
	B. Risk Management Council Minutes	
Chris	a5. Consideration of a Contract Award for Dell EMC Unity Hardware Maintenance and Support Services	5
Chris	a6. Consideration of a Contract Award for Tableau Licenses	5
Chris	a7. Consideration of a Contract Award for Collibra Licenses	5
Chris	a8. Consideration of a Contract Award for Webex License and Support Services	5

<u>EXECUTIVE SESSION – INFORMATION ONLY</u>		<i>Estimated Duration in Minutes</i>
Executive Session Recommended		
Teleshia	i9. Information on Seven USAC Audit and Assurance Audit Division Universal Service Contributor Revenue Audit Reports	–
Chris/Erin	i10. Annual Competition Advocate Report	–
Chris	i11. Procurement Business Update	–

CONFIDENTIAL EXECUTIVE SESSION		<i>Estimated Duration in Minutes</i>
Confidential Executive Session Recommended		
Sabina	i12. <i>Personnel Matter:</i> USAC Employee Engagement Survey	10
Sabina	a9. <i>Personnel Matter:</i> Revision of the USAC Compensation Policy	–
Erin	a10. <i>Personnel Matter:</i> Revision of the Executive Compensation Committee Charter	–
Chair	a11. <i>Personnel Matter:</i> Executive Compensation Item	5
Chair	i13. <i>Confidential Executive Session:</i> Board of Directors Only	35

Next Scheduled USAC Board of Directors Meeting

<p>Tuesday, April 27, 2026 USAC Offices, Washington, D.C.</p>
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UNIVERSAL SERVICE ADMINISTRATIVE COMPANY
700 12th Street, N.W., Suite 900
Washington, D.C. 20005

BOARD OF DIRECTORS MEETING
Tuesday, January 27, 2026

MINUTES¹

Due to inclement weather the USAC office was closed Tuesday, January 27, 2026. The quarterly meeting of the USAC Board of Directors (Board) was conducted virtually. The USAC website was updated to allow the public to join the Open Session portion of the meeting virtually. Mr. Ken Mason, Board Chair, called the meeting to order at 10:00 a.m. Eastern Time, with a quorum of 19 of the 20 Board members present:

Chacko, Sheba
Dalhover, Brian
Garber, Michelle – Chief Executive Officer (Interim) and Assistant Treasurer
Green, Anisa
Gregory, Amber
Kettwich, Dan
Mason, Ken – Chair
Minard, Alexander
Minnock, Stephanie
Sanborn, Heather
Schell, Julie Tritt – Vice Chair
Schram, Tim
Schuler, David
Semmler, Kara
Siefer, Angela
Thompson, Mona
Wade, Dr. Joan – Treasurer
Wein, Olivia – Secretary
Wibberly, Dr. Kathy

Ms. Semmler left the meeting at 10:46 a.m. Eastern Time. She did not participate in the discussion of items i2-i8, i12-i13 or vote on items a4-a11. Mr. Dalhover left the meeting at 11:00 Eastern Time. He did not participate in the discussion of i4-i8, i12-i13 or vote on items a4-a11. Ms. Chacko left the meeting at 12:13 p.m. Eastern time. She did not participate in the discussion of items i7-i8, i12-i13, or vote on items a5-a11.

Members of the Board not present:

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, or to correct grammatical or spelling errors.

Forbes, Ian

Officers of the corporation present:

Beyerhelm, Chris – Vice President and Chief Administrative Officer
 Butler, Stephen – Vice President of Shared Services
 Davis, Craig – Vice President of Schools and Libraries
 Delmar, Teleshia – Vice President of Audit and Assurance
 Francisco, Dale – Chief Financial Officer (Interim)
 Gaither, Victor – Vice President of High Cost
 Hutchinson, Kyle – Vice President and Chief Information Officer
 O'Brien, Tim – Vice President of Lifeline
 Sweeney, Mark – Vice President of Rural Health Care
 Williams, Erin – Vice President, General Counsel, and Assistant Secretary

Others present:

<u>NAME</u>	<u>COMPANY</u>
Ayer, Catriona	USAC
Benham, Cathy	CSM Consulting
Burchuk, Hillary	USAC
Campos, Rosy	Federal Funds Advisors, LLC
Carroll, Kathy	Federal Funds Advisors, LLC
Claxton, Naomi	USAC
Dando, Gena	Crown Castle
Faunce, Donna	USAC
Goode, Vernell	USAC
Green, Kevin	USAC
King, Ryan	USAC
Kriete, Debra	South Dakota DOE & State E-Rate Coordinators' Alliance
Little, Chris	USAC
Lougheed, Matt	USAC
Markarian, Lehan	CSM Consulting
Morgan, Meredith	USAC
Nelson, Gayle	Zayo Education
Nuzzo, Patsy	USAC
Obi, Ngozichukwuka	USAC
Sadirkhanova, Sabina	USAC
Schrader, Theresa	Broadband Legal Strategies, LLC
Smith, Chris	USAC
Staurulakis, Chresanthe	USAC
Storey, Sarah	Infinity
Wirfs, Tyler	USAC

OPEN SESSION

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

a1. Consent Items. Mr. Mason presented this item to the Board.

A. Approval of Board of Directors meeting minutes of October 28, 2025, November 20, 2025, and December 23, 2025.

B. Approval of moving all *Executive Session* items into *Executive Session*:

- (1) **i4A-B.** Enterprise Business Updates. USAC management recommends that this item be discussed in *Executive Session* because it may involve discussion of *specific internal controls or confidential company data* or *internal rules and procedures* concerning the administration of the universal service support mechanisms, where discussion of the matter in open session would result in *disclosure of confidential techniques and procedures* that would compromise program integrity.
- (2) **a4.** Approval of 2026 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*, as well as *internal rules and procedures* concerning the administration of the universal service support mechanisms where 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 includes *pre-decisional matters pending before the FCC*.
- (3) **i5.** Information on Contribution Factor. USAC management recommends that this matter be discussed in *Executive Session* because the reports relate to specific *internal controls or confidential company data*. In addition, *47 C.F.R. § 54.711(b) requires USAC to keep all data obtained from contributors confidential*. In addition, this includes *pre-decisional matters pending before the FCC*.
- (4) **i6.** Fraud Risk Group Quarterly Update. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *internal rules and procedures* concerning the administration of the universal service support mechanisms where 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 may include *pre-decisional matters pending before the FCC*.
- (5) **i7.** Best Practices and Guidance for USAC Board Member Compliance. USAC management recommends that discussion of this item be conducted in *Executive Session* because it may involve the discussion of *specific*

internal controls or confidential company data or *internal rules and procedures* concerning the administration of the universal service support mechanisms, where discussion of the matter in open session would result in *disclosure of confidential techniques and procedures* that would compromise program integrity.

- (6) **i8A-B.** Enterprise Risk Management Scorecard. 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, where discussion of the matter in open session would result in *disclosure of confidential techniques and procedures* that would compromise program integrity.
- (7) **a5.** Consideration of a Contract Award for Dell EMC Unity Hardware Maintenance and Support Services. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*, where discussion of such matters in open session would compromise USAC's business objectives or negotiating strategy.
- (8) **a6.** Consideration of a Contract Award for Tableau Licenses. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*, where discussion of such matters in open session would compromise USAC's business objectives or negotiating strategy.
- (9) **a7.** Consideration of a Contract Award for Collibra Licenses. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*, where discussion of such matters in open session would compromise USAC's business objectives or negotiating strategy.
- (10) **a8.** Consideration of a Contract Award for Webex License and Support Services. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*, where discussion of such matters in open session would compromise USAC's business objectives or negotiating strategy.
- (11) **i9.** Information on Seven USAC Audit and Assurance Audit Division Universal Service Contributor Revenue Audit Reports. USAC management recommends that these items be discussed in *Executive Session* because the reports relate to specific *internal controls or confidential company data*. In addition, *47 C.F.R. § 54.711(b) requires USAC to keep all data obtained from contributors confidential*.
- (12) **i10.** 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*, where discussion of such matters in open session would compromise USAC's business objectives or negotiating strategy.

- (13) **i11.** Procurement Business Update. USAC management recommends that this item be discussed in *Executive Session* because it relates to USAC's *procurement strategy and contract administration*, where discussion of such matters in open session would compromise USAC's business objectives or negotiating strategy.
- (14) **i12. Personnel Matter:** USAC Employee Engagement Survey. USAC management recommends that this item occur in *Confidential Executive Session* because it involves *internal personnel matters*.
- (15) **a9. Personnel Matter:** Revision of the USAC Compensation Policy. USAC management recommends that this item be discussed in *Confidential Executive Session* because it relates to *internal personnel matters*.
- (16) **a10. Personnel Matter:** Revision of the Executive Compensation Committee Charter. USAC management recommends that this item occur in *Confidential Executive Session* because it involves *internal personnel matters*.
- (17) **a11. Personnel Matter:** Executive Compensation Item. USAC management recommends that this item occur in *Confidential Executive Session* because it involves *internal personnel matters*.
- (18) **i13. Confidential Executive Session:** Board of Directors Only. USAC management recommends that this item be discussed in *Confidential Executive Session* because it involves *internal personnel matters*.
- C. Approval of Board of Directors Quarterly Meeting Schedule for April 2027-January 2028.

Executive Committee, If Needed	Programmatic Committees and Board of Directors
April 22, 2027	April 26-27, 2027
July 22, 2027	July 26-27, 2027
October 21, 2027	October 25-26, 2027
January 20, 2028	January 24-25, 2028

- D. Review of 2026 Audit Committee Charter.
- E. Revision of the USAC Compensation Policy.
- F. Revision of the Executive Compensation Committee Charter.
- G. Resolution Honoring Four Board Members Whose Service on the Board Have Recently Ended.

On a motion duly made and seconded, and Mr. Schram abstaining, the Board adopted the following resolutions:

RESOLVED, that the USAC Board of Directors hereby approves: (1) the meeting minutes of October 28, 2025, November 20, 2025, and December 23, 2025; and (2) discussion in *Executive Session* of the items noted above;

RESOLVED, that the USAC Board of Directors adopts the Board of Directors quarterly meeting schedule for April 2027 through January 2028; and

RESOLVED, that the USAC Audit Committee, having reviewed the revised Audit Committee Charter presented by the USAC Audit and Assurance Division, recommends that the USAC Board of Directors approve the revised Audit Committee Charter; and

RESOLVED, that the USAC Board of Directors, having reviewed the revision to the USAC Compensation Policy recommended by the Executive Compensation Committee, hereby accepts the recommendation and approves the USAC Compensation Policy as revised; and

RESOLVED, that the USAC Board of Directors, having reviewed the revision to the Executive Compensation Committee Charter recommended by the Executive Compensation Committee, hereby accepts the recommendation and approves the Executive Compensation Committee Charter as revised;

RESOLVED, that the USAC Board of Directors hereby expresses its sincere appreciation to Indra Chalk, Stephanie Polk, Christine Sanquist, and Jeffrey Waller for their dedicated service on the Board of Directors of the Universal Service Administrative Company and wishes them the best in their future endeavors.

- a2. Annual Election of Committee At-Large Seats, Chairs and Vice Chairs and Election of Appointment of Corporate Officers.** Mr. Mason requested that Dr. Wibberly, Chair of the Nominating Committee, present this item to the Committee.

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

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**:

Stephanie Minnock (at large member representing service providers), **Sheba Chacko** (at-large member), and **Brian Dalhover** (at-large member); and **Alex Minard** (at-large member)

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**: **Olivia Wein** (at-large member), **Dr. Joan Wade** (at-large member), and **Anisa Green** (representing interexchange carriers); 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**: **Kara Semmler** (at large member representing service providers), **Mona Thompson** (at-large member), and **Anisa Green** (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**: **Dr. Joan Wade** (representing the HCLI Committee), **Dan Kettwich** (representing the RHC Committee), **Amber Gregory** (representing the SL Committee), **Julie Tritt Schell** (at-large member), and **Ken Mason** (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**: **Anisa Green** (at-large member), **Dr. Joan Wade** (at-large member), **David Schuler** (at-large member), **Alex Minard** (at-large member) and **Julie Tritt Schell** (at-large member).

Election of Committee Chairs and Vice Chairs

RESOLVED, that the USAC Board of Directors accepts the recommendation of the Schools & Libraries Committee and elects **Amber Gregory** as Chair and **Dr. Joan Wade** 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 **Olivia Wein** as Chair and **Kara Semmler** 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 **Dan Kettwich** 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 **Julie Tritt Schell** as Chair and **Ken Mason** 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 **Julie Tritt Schell** 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).

Election of Board Chair, Vice Chair, Secretary and Treasurer

RESOLVED, that the USAC Board of Directors elects **Ken Mason** as Chair of the Board and **Julie Tritt Schell** as Vice Chair of the Board, **Olivia Wein** as Secretary of the corporation, and **Joan Wade** 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 from such position, is removed by resolution of the Board, or 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 appoints the Assistant Secretary of the corporation be filled by USAC's General Counsel, **Erin Williams** and the Assistant Treasurer of the corporation be filled by USAC's Chief Financial Officer, **Dale Francisco**, 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, such person's employment with USAC terminates for whatever reason, or such person is removed by the CEO or by resolution of the Board (whichever comes first).

- ii. **Reports from the Committee Chairs: Audit Committee, High Cost & Low Income Committee, Rural Health Care Committee, and Schools & Libraries Committee.** Ms. Tritt Schell presented the report for the Audit Committee. Ms. Wein presented the report for the High Cost & Low Income Committee. Ms. Gregory presented the report for the Schools & Libraries Committee. Dr. Wiberly presented the report for the Rural Health Care Committee.

- a3. Approval of USAC Common and Consolidated 2nd Quarter 2026 Budgets for the January 30, 2026 Federal Communications Commission Filing.** Mr. Francisco presented a written report on USAC management's recommendations for USAC's common and consolidated 2nd Quarter 2026 budget and demand projection for the January 30, 2026 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 2026 common budget of \$31.79 million; and

RESOLVED FURTHER, that the USAC Board of Directors directs USAC staff to submit a collection requirement of \$31.79 million for common costs in the required January 30, 2026 filing to the Federal Communications Commission on behalf of the USAC Board of Directors; and

RESOLVED FURTHER, that the USAC Board of Directors approves a 2nd Quarter 2026 consolidated budget to administer the Universal Service Fund of \$65.67 million; and

RESOLVED FURTHER, that the USAC Board of Directors directs USAC staff to submit a collection requirement of \$65.67 million for consolidated costs in the required January 30, 2026 filing to the Federal Communications Commission on behalf of the USAC Board of Directors.

i2. Enterprise Business Update:

A. 2025 USAC Accomplishments and 2026 Goals. Ms. Garber presented the 2026 USAC goals to the Board.

B. 2025 Annual Report Timeline. Mr. Butler presented the timeline for producing the 2025 Annual Report.

- i3. Information on Eight USAC Internal Audit Division Supply Chain Audit Reports.** This item was provided for *information purposes only*. No discussion was held. Mr. Mason noted that the Board of Directors Public Audit Briefing Book will be made publicly available on USAC's website.

At 10:45 a.m. Eastern Time, on a motion duly made and seconded, the Board moved into **Executive Session** for the purpose of discussing confidential items. Only members of the Board, and USAC staff were present.

EXECUTIVE SESSION

i4. Enterprise Business Update

- A. **CEO Update.** Ms. Garber provided an overview of USAC's Program Integrity process.
- B. **IT Strategic Plan 2026-2028.** Mr. Hutchinson presented an overview of the IT strategic plan for 2026-2028 that incorporated a three-year Technology Plan and Roadmap.

- a4, **Approval of 2026 Annual USAC Common and Consolidated Budgets.** Mr. Francisco presented this item to the Board.

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 2026 annual common budget of \$137.43 million; and

RESOLVED FURTHER, that the USAC Board of Directors approves a 2026 annual consolidated budget of \$261.07 million.

- i5. **Information on the Contribution Factor.** Mr. Francisco presented a written report providing USAC's estimate of the 2nd Quarter 2026 contribution factor.

At 11:27 a.m. Eastern Time the Board recessed and reconvened at 11:40 a.m. Eastern Time, continuing in *Executive Session*.

- i6. **Fraud Risk Group Quarterly Update.** Ms. Williams presented this item to the Board.
- i7. **Best Practices and Guidance for USAC Board Member Compliance.** Ms. Williams introduced Ms. Burchuk, USAC's Ethics Officer, who presented a PowerPoint presentation to the Board and responded to questions.
- i8. **Enterprise Risk Management Update.** Mr. Beyerhelm provided an overview of the updated Enterprise Risk Management Heat Map.
- a5. **Consideration of a Contract Award for Dell EMC Unity Hardware Maintenance and Support Services.** Mr. Beyerhelm presented this item to the Board requesting authorization for USAC to award a contract to Ahead Inc. for primary and backup storage in several sites.

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 firm-fixed price contract for Dell EMC Unity Hardware Maintenance and Support Services to Ahead Inc. for a one (1) year period of

performance for a total not-to-exceed amount of \$290,133.94 (plus applicable taxes), with such amount including a contingency of \$30,000.00 (plus applicable taxes) to cover potential license increases during the one (1) year period of performance, subject to required Federal Communications Commission approval.

- a6. Consideration of a Contract Award for Tableau Licenses.** Mr. Beyerhelm presented this item to the Board requesting authorization for USAC to award a contract firm-fixed price contract to Carahsoft Technology Corp. for Tableau 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 award a firm-fixed price contract for Tableau licenses to Carahsoft Technology Corp. for a two (2) year period of performance for a total not-to-exceed amount of \$546,489.20 (plus applicable taxes), with such amount including a contingency of \$20,000.00 (plus applicable taxes) to cover potential license increases during the two (2) year period of performance, subject to required Federal Communications Commission approval.

- a7. Consideration of a Contract Award for Collibra Licenses.** Mr. Beyerhelm presented this item to the Board requesting authorization for USAC to award a contract to cover license increases.

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 firm-fixed price contract for Collibra licenses to Collibra Inc. for a one (1) year period of performance for a total not-to-exceed amount of \$308,154.00 (plus applicable taxes), with such amount including a contingency of \$10,000.00 (plus applicable taxes) to cover potential license increases during the one (1) year period of performance, subject to required Federal Communications Commission approval.

- a8. Consideration of a Contract Award for Webex License and Support Services.** Mr. Beyerhelm presented this item to the Board requesting authorization for USAC to award a contract for Cisco Webex License and Support Services to Iron Bow Technologies.

RESOLVED, that the USAC Board of Directors, having reviewed the recommendation of USAC management, hereby authorizes USAC management to award a firm-fixed price contract for Cisco Webex License and Support Services to Iron Bow Technologies for a one (1) year period of

performance for a total not-to-exceed amount of \$309,935.33 (plus applicable taxes), with such amount including a contingency of \$15,000.00 (plus applicable taxes) to cover potential license increases during the one (1) year period of performance, subject to required Federal Communications Commission approval.

- i9. Information on Seven USAC Audit and Assurance Audit Division Universal Service Contributor Revenue Audit Reports.** This item was provided for *information purposes only*. No discussion was held.
- i10. Annual Competition Advocate Report.** This item was provided for *information purposes only*. No discussion was held.
- i11. Procurement Business Update.** This item was provided for *information purposes only*. No discussion was held.

At 12:33 p.m. Eastern Time, the Board continued in *Confidential Executive Session* with only the Board and the USAC leadership present.

CONFIDENTIAL EXECUTIVE SESSION

- i12. Personnel Matter: USAC Employee Engagement Survey.** Ms. Sadirkhanova presented the survey results and responded to questions from the Board.

The meeting continued with only the Board, Ms. Sadirkhanova, Ms. Williams, and Ms. Garber present.

- a9. Personnel Matter: Revision of the USAC Compensation Policy.** Ms. Sadirkhanova presented this item to the Board.

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

RESOLVED, that the USAC Board of Directors, having reviewed the revision to the USAC Compensation Policy recommended by the Executive Compensation Committee, hereby accepts the recommendation and approves the USAC Compensation Policy as revised.

- a10. Personnel Matter: Revision of the Executive Compensation Committee Charter.** Ms. Williams presented this item to the Board providing current and historical data.

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

RESOLVED, that the USAC Board of Directors, having reviewed the revision to the USAC Compensation Policy recommended by the Executive Compensation Committee, hereby accepts the recommendation and

approves the USAC Compensation Policy as revised.

The Board continued in *Confidential Executive Session* with members of the Board and Ms. Sadirkhanova present.

a11. *Personnel Matter: Executive Compensation Item.* Ms. Sadirkhanova presented this item.

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

RESOLVED, that the USAC Board of Directors having reviewed the proposed 2026 merit-based salary increase for USAC's Interim Chief Executive Officer as recommended by the Executive Compensation Committee, hereby approves the salary increase, effective retroactively as of January 1, 2026.

FURTHER RESOLVED, that the Board of Directors having reviewed the temporary salary adjustment recommended by the Executive Compensation Committee for the Interim Chief Executive Officer is hereby approved and made retroactive to August 18, 2025, until the permanent Chief Executive Officer's start date.

At 1:05 p.m. the Board continued in *Confidential Executive Session* with only non-staff members of the Board present.

i13. *Confidential Executive Session: Board of Directors Only.* Mr. Mason facilitated the Board discussion.

OPEN SESSION

At 1:30 p.m. Eastern Time, on a motion duly made and seconded, the Board moved out of *Confidential Executive Session* and immediately reconvened in *Open Session*, at which time Mr. Mason reported that, in *Executive Session*, the Board acted on items a4 – a11, and discussed items i4-i8 and i12-i13.

On a motion duly made and seconded, the Board adjourned at 1:30 p.m. ET.

/s/ Erin Williams
Assistant Secretary