

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

**Thursday, January 2, 2025  
Written Unanimous Consent  
Please Respond by January 7, 2025 at 6:00 p.m. ET  
Universal Service Administrative Company Offices  
700 12<sup>th</sup> Street, N.W., Suite 900  
Washington, D.C. 20005**

<b><u>LEAD</u></b>	<b><u>Open Session</u></b> <i>Available for Public Use</i>
Chair	<b>a1.</b> Appointment of Nominating Committee Members

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

**BOARD OF DIRECTORS MEETING**  
**Tuesday, January 7, 2025**

**MINUTES**

The USAC Board of Directors (Board) was requested to revise the appointment of the Nominating Committee (Committee) consisting of members of the Board for the purpose of soliciting nominations and recommending to the Board a slate of candidates for each of USAC's corporate officer positions; assisting the Audit (AC), High Cost & Low Income (HCLI), Rural Health Care (RHC), and Schools & Libraries (SL) committees in identifying Board members to serve as committee chair and vice chair for each committee; and assisting committees in filling at-large seats. At the October 29, 2024, Board of Directors meeting, the Board approved the nominations of Sarah Freeman as the Committee Chair and two additional members. On December 26, 2024, the remaining two members of the Nominating Committee submitted their resignations from the Committee. For the Nominating Committee to complete its necessary work, the Board was requested to vote by written consent to fill the two vacant positions.

- a1. Appointment of Nominating Committee Members** On January 7, 2025, on a motion duly made and approved by written unanimous consent, the Board adopted the following resolutions:

**RESOLVED**, that the USAC Board of Directors revises the composition of the Nominating Committee and directs the Committee to recommend to the USAC Board of Directors at its January 28, 2025 meeting nominations for the elected USAC officer positions; and

**RESOLVED FURTHER**, that the USAC Board of Directors confirms the previous appointment of Sarah Freeman as Nominating Committee Chair and appoints **Indra Chalk** and **Dr. Kathy Wibberly** as members of the Nominating Committee; and

**RESOLVED FURTHER**, that the USAC Board of Directors directs each committee of the Board to bring to the Board, at the January 28, 2025 meeting, nominations for a chair and vice chair of each respective committee.

/s/ Erin Williams  
Assistant Secretary