

0162

Bybee, Cressinda

From: Chronister, Ronald [ronald.chronister@bipc.com]
Sent: Wednesday, February 29, 2012 4:06 PM
To: Bybee, Cressinda
Subject: Response to Public Comment from Bloomfield Development Corporation
Attachments: Repsonse to Public Comment from Bloomfield Development Corporation.pdf

Ms. Bybee: I am attaching a response from UPE to the comment received by the Insurance Department from the Bloomfield Development Corporation. I have copied the Corporation with the response by mail at the address appearing in the letterhead of its letter in support of the affiliation of Highmark Inc. and the West Penn Allegheny Health System.

TAX ADVICE DISCLAIMER: Any federal tax advice contained in this communication (including attachments) was not intended or written to be used, and it cannot be used, by you for the purpose of (1) avoiding any penalty that may be imposed by the Internal Revenue Service or (2) promoting, marketing or recommending to another party any transaction or matter addressed herein. If you would like such advice, please contact us.

Above email is for intended recipient only and may be confidential and protected by attorney/client privilege.

If you are not the intended recipient, please advise the sender immediately.

Unauthorized use or distribution is prohibited and may be unlawful.

03

**BEFORE THE INSURANCE DEPARTMENT
OF THE
COMMONWEALTH OF PENNSYLVANIA**

Statement Regarding the Acquisition of Control of or Merger with
Domestic Insurers:

Highmark Inc.; First Priority Life Insurance Company, Inc.;
Gateway Health Plan, Inc.; Highmark Casualty Insurance Company;
Highmark Senior Resources Inc.; HM Casualty Insurance Company;
HM Health Insurance Company, d/b/a Highmark Health Insurance Company;
HM Life Insurance Company; HMO of Northeastern Pennsylvania, Inc.,
d/b/a First Priority Health; Intercounty Health Plan, Inc.;
Intercounty Hospitalization Plan, Inc.; Keystone Health Plan West, Inc.;
United Concordia Companies, Inc.; United Concordia Dental Plans of Pennsylvania, Inc.;
United Concordia Life and Health Insurance Company

By UPE, a Pennsylvania nonprofit corporation

**Response of UPE to
Comment of Bloomfield Development Corporation
Dated February 22, 2012**

UPE is responding to the comment from the Bloomfield Development Corporation received by the Pennsylvania Insurance Department on February 27, 2012. The comment is numbered as Document 0154 on the Highmark/ West Penn Cumulative Log page of the Pennsylvania Insurance Department website.

The Bloomfield Development Corporation has offered its support for the proposed affiliation of Highmark Inc. ("Highmark") and West Penn Allegheny Health System ("WPAHS") stating that the proposed affiliation will ensure the region's consumers continue to have access to high-quality health care and maintain provider choice which will ultimately help slow rising medical costs. Additionally, the Bloomfield Development Corporation notes that the WPAHS affiliation will help ensure that the jobs of many of the community's residents are preserved.

UPE is in agreement with the comments the Bloomfield Development Corporation and believes that preserving provider choice and competition will stabilize the health care market in the region. UPE finds this transaction to be critical to ensuring the continued vitality of WPAHS so that it can continue to deliver value, choice, and high-quality health care services to the Western Pennsylvania community.

0162

UPE would like to thank the Bloomfield Development Corporation for its comments and support.

UPE
120 Fifth Avenue
Pittsburgh, PA 15222

DATE: February 29, 2012

cc: Bloomfield Development Corporation

03