

0260

Bybee, Cressinda

From: Chronister, Ronald [ronald.chronister@bipc.com]
Sent: Thursday, March 15, 2012 2:36 PM
To: Bybee, Cressinda
Subject: Response to Comment Letter from Northside Leadership Conference
Attachments: ScannedFile.pdf

Ms. Bybee: I am attaching a response from UPE to the comment received by the Insurance Department from Gloria Rayman, President of the Northside Leadership Conference. I am also copying Ms. Rayman with the response by mail at the address appearing in the letterhead of her 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.

023

0260

**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; Inter-County Health Plan, Inc.;
Inter-County 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 Gloria Rayman Dated March 8, 2012**

UPE is responding to the comment from Gloria Rayman received by the Pennsylvania Insurance Department on March 9, 2012. The comment is numbered as Document 0207 on the Highmark/ West Penn Cumulative Log page of the Pennsylvania Insurance Department website.

Ms. Rayman, President of the Northside Leadership Conference, has affirmed her support for the proposed affiliation of Highmark Inc. ("Highmark") and West Penn Allegheny Health System ("WPAHS"). Ms. Rayman notes how Allegheny General Hospital is of critical importance to the health, welfare and vitality of Pittsburgh's North Side community. She notes that this valuable community asset not only provides needed health care, but also employment for area residents.

UPE is in agreement with the comments of Ms. Rayman and believes this transaction to be essential to ensuring the continued vitality of WPAHS by delivering value, choice, and high-quality health care services to the Western Pennsylvania community. UPE believes that preserving longstanding community assets such as WPAHS will ensure quality health care and jobs throughout Western Pennsylvania.

UPE would like to thank Ms. Rayman for her comments and support.

UPE
120 Fifth Avenue
Pittsburgh, PA 15222

DATE: March 15, 2012

cc: Gloria Rayman

03