

Bybee, Cressinda

From: Chronister, Ronald [ronald.chronister@bipc.com]
Sent: Monday, May 14, 2012 10:57 AM
To: Bybee, Cressinda
Cc: JMele@paceschool.org
Subject: Response to Comment Letter from James Mele
Attachments: ScannedFile.pdf

Ms. Bybee: I am attaching a response from UPE to the comment received by the Insurance Department from James Mele, Chief Financial Officer of Pace School. I am also copying Mr. Mele with the response by email.

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**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 James M. Mele Received April 12, 2012**

UPE is responding to the comment from James Mele received by the Pennsylvania Insurance Department April 12, 2012. The comment is numbered as Document 0456 on the Highmark/West Penn Cumulative Log page of the Pennsylvania Insurance Department website.

Mr. Mele, Chief Financial Officer at Pace School, has expressed his support for the proposed affiliation of Highmark Inc. ("Highmark") and West Penn Allegheny Health System ("WPAHS"). Mr. Mele states that this transaction will preserve competition in the marketplace, ultimately leading to lower costs and better quality care for consumers. Mr. Mele also notes that ensuring the viability of WPAHS will provide economic stability for thousands of employees and many local businesses.

UPE is in agreement with the comments of Mr. Mele, and believes the proposed affiliation is essential to preserving these valuable community resources for the people of Western Pennsylvania. UPE also believes that consumer choice is critical in improving the quality of healthcare and promoting efficiency and innovation.

UPE would like to thank Mr. Mele for his comments and support.

UPE
120 Fifth Avenue
Pittsburgh, PA 15222

DATE: May 14, 2012

cc: James M. Mele, Chief Financial Officer, Pace School