

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

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

**Hospital Service Association of Northeastern Pennsylvania
d/b/a Blue Cross of Northeastern Pennsylvania;
First Priority Life Insurance Company, Inc.;
HMO of Northeastern Pennsylvania, Inc.,
d/b/a First Priority Health**

By Highmark Inc.

**BCNEPA SECOND SUPPLEMENTAL RESPONSE TO INFORMATION
REQUEST 2.3.3 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 2.3.3:

Provide a full and complete listing of the proposed members of the Advisory Board and the Class A Members, and, to the extent not yet designated, any criterion for selection, together with biographical affidavits for such members.

SECOND SUPPLEMENTAL RESPONSE:

The following individuals are the current members of the board of directors of BCNEPA (excluding any ex officio member), all of whom will be serve as initial members of the Advisory Board. Following each individual's name is summary information concerning the individual's business experience and community involvement.

1. Frank E. Apostolico: Mr. Apostolico has served on the Board of Directors of Hospital Service Association of Northeastern Pennsylvania since 1985. He has been President of American Assets since 1996. Mr. Apostolico is a graduate of Penn State University and received an MBA from the University of Scranton. Mr. Apostolico serves on the Board of Directors for Landmark Bancorp and Northeast Child Care Services. He held various Management positions with Johnson & Johnson and Time Warner. Mr. Apostolico is a

retired Commander, United States Navy, having served aboard several ships and as a Vietnam Veteran on the rivers of the Mekong Delta.

2. Paul J. Canevari: Mr. Canevari has served on the Board of Directors of Hospital Service Association of Northeastern Pennsylvania since 1999. He has been the Community Development Director at PPL Corporation since 1996. Mr. Canevari is a graduate of the University of Scranton and Syracuse University. Mr. Canevari is very active in the community and serves on a variety of other boards, including NEPA Alliance, The Monroe County Industrial Development Corporation, Skytop Lodge Corporation and serves on the Advisory Board of Northampton Community College.
3. Peter J. Danchak: Mr. Danchak has served on the Board of Directors of Hospital Service Association of Northeastern Pennsylvania since 2003. He has been the President of PNC Bank, Northeast Region since 2001. Mr. Danchak is a graduate of the University of Scranton. Mr. Danchak is very active in the community and serves on a variety of other boards, including Marywood University, Scranton Preparatory School, Pennsylvania Bankers Association, ARC of Northeastern Pennsylvania, University of Scranton Kania School of Business, Scranton Lackawanna Industrial Development Company, Chairman of the Northeast Regional Cancer Institute, Luzerne Foundation, Co-Chair of the Pennsylvania Early Learning Investment Commission, Co-Chair of the Casual Day event for colon cancer research, Co-Chair of the 2013 Jewish Community Center annual fundraiser and Chair of the 2013 Lackawanna County Annual United Way Campaign.
4. Louis A DeNaples: Mr. DeNaples has served on the Board of Directors of Hospital Service Association of Northeastern Pennsylvania since 2005 and is currently serving under a waiver issued by the Department pursuant to 18 U.S.C. § 1033. He has been the President of DeNaples Auto Parts since 2000. Mr. DeNaples is very active in the community and serves on a variety of other boards, including The Commonwealth Medical College and Allied Services.
5. Bart E. Ecker, Esq.: Mr. Ecker has served on the Board of Directors of Hospital Service Association of Northeastern Pennsylvania since 1999. He has been the Managing Partner and Principal in the law firm of Laputka, Bayless, Ecker & Cohn since 1969. Mr. Ecker is a graduate of Widener University and the Duquesne University School of Law. Mr. Ecker is the past Chair and currently serves on the Board of Directors for Public Broadcasting of Northeastern Pennsylvania, is a past President of the Hazleton Kiwanis Club, recipient of Citizens of the Year Award, Hazleton Lions Club; Distinguished Service Award, Hazleton Jaycees; and serves as a member of and secretary to the Sugarloaf Township Planning Commission
6. John H. Graham: Mr. Graham has served on the Board of Directors of Hospital Service Association of Northeastern Pennsylvania since 1987. He has been a private investor since 2004. Mr. Graham is a graduate of Lehigh University. Mr. Graham serves on the Board of Directors of the St. Joseph's Center and The Commonwealth Medical College.

7. Alan S. Hollander, Esq.: Mr. Hollander has served on the Board of Directors of Hospital Service Association of Northeastern Pennsylvania since 1995. He has been a Partner in the law firm of Rosenn, Jenkins and Greenwald since 1977. Mr. Hollander is a graduate of Emory University and the American University School of Law. He also attended New York University School of Law and received his LLM. Mr. Hollander is an Officer of Osterhout Public Library and a Board Member for Temple Israel, Jewish Community Center and Luzerne County Bar Association Charitable Foundation.
8. Gary F. Lamont: Mr. Lamont has served on the Board of Directors of Hospital Service Association of Northeastern Pennsylvania since 1998. He has been the Principal of The Conyngham Pass Company since 1999. Mr. Lamont is a graduate of Penn State University and Stonier Graduate School of Banking. Mr. Lamont is an Officer with CAN DO Community Foundation, Commission of Economic Opportunity, Luzerne County Industrial Development Authority and sits on the Board of Penn State Hazleton Advisory Board, Security Saving Charitable Foundation, the Luzerne National Bank Corporation and Sustainable Energy Systems.
9. Richard K. Mangan: Mr. Mangan has served on the Board of Directors for Hospital Service Association of Northeastern Pennsylvania since 1998. Prior to retirement, he was the Chairman of Craft Oil Company. Mr. Mangan is a graduate of Bethel College and received an MBA from the University of Scranton. Mr. Mangan is Chairman of the Keystone College Board of Trustees as well as the former Chairman of Shell Oil Company Distributors Advisory Board.
10. John D. McCarthy, Jr.: Mr. McCarthy has served on the Board of Directors for Hospital Service Association of Northeastern Pennsylvania since 2012. He has been the President of McCarthy Tire Service since 1997. Mr. McCarthy is a graduate of King's College. Mr. McCarthy serves as Vice Chairman of the Board of Directors for Holy Redeemer School System, Chairman of the Board of Directors for Earth Conservancy, as Board Member for the International Tire Exhibition and Conference and as Board Member the NEPA Hospital and Higher Education Authority.
11. John J. Menapace: Mr. Menapace has served on the Board of Directors for Hospital Service Association of Northeastern Pennsylvania since 1991. He has served as President of Menapace Business Consulting since 1998. Prior to 1998, Mr. Menapace was the Senior Vice President of Administration at WEA Manufacturing and before that was Chief Administrative Officer at CTEC Corporation. Mr. Menapace is a graduate of Susquehanna University and received an MBA from Bucknell University. Mr. Menapace is a member of the Society for Human Resource Managers (SHRM) and World at Work. He is a Board Member of the Sordoni Foundation, The NEPA Parkinson Foundation Board, The Commonwealth Medical College and The Blue Ribbon Foundation of Blue Cross of Northeastern Pennsylvania.
12. John P. Moses, Esq.: Mr. Moses is Chairman of the Board of Directors for Hospital Service Association of Northeastern Pennsylvania. He has served on the Board of Directors since 1986. He has been Of Counsel with the law firm Cozen O'Connor since

2009. Mr. Moses is a graduate of King's College and Villanova School of Law. Mr. Moses serves on a variety of other boards, including First National Community Bank, The Commonwealth Medical College and the Villanova School of Law. Mr. Moses served on the Board of ALSAC/St. Jude Children's Research Hospital from 1989 to 2004. He served as Chairman of the Board of ALSAC for two consecutive terms and served as Chairman of the Board of St. Jude Children's Research Hospital for four consecutive terms. He later served as CEO of ALSAC (St. Jude Children's Research Hospital).

Mr. Moses has received many honors and distinctions, some of which are the Ellis Island Medal of Honor, the Advocacy Award from the Pennsylvania Association of Criminal Defense Lawyers, the Luzerne County Bar Association President's Award, the Distinguished Citizen Award from the Boy Scouts of Northeastern Pennsylvania, the Northeastern Pennsylvania Business Hall of Fame, the Hope Award from the American Cancer Society, the Donald Dowd Award for Public Service from the Villanova Law School Alumni Association and was awarded an Honorary Doctorate Degree of Humane Letters from Christian Brothers University located in Memphis, Tennessee.

In the past, Mr. Moses has served as a founder and member of the Board of Directors of the F.M. Kirby Center for the Performing Arts, President of the Wyoming Valley Catholic Youth Center Board of Directors and Trustee for the Greater Wilkes-Barre YMCA.

13. Paul H. Rooney, Jr.: Mr. Rooney has served on the Board of Directors for Hospital Service Association of Northeastern Pennsylvania since 2002. Prior to retirement, he was the Senior Vice President and Regional President of Sovereign Bank. Mr. Rooney is a graduate of St. Francis College and received an MBA from Bucknell University. Mr. Rooney is active in the community, serving on the Boards of the Susquehanna Health Foundation, Susquehanna Medical Group and the Lycoming County United Way.
14. Rhea P. Simms: Ms. Simms has served on the Board of Directors for Hospital Service Association of Northeastern Pennsylvania since 1993. She has been the President and CEO of Lewith & Freeman Real Estate since 1986. Ms. Simms is a graduate of Wilkes University and is licensed by the Pennsylvania Department of State to sell real estate. Ms. Simms is active in the community, serving as past President of the Wilkes-Barre Association of Realtors and Children's Service Center Board Member.
15. David J. Williams: Mr. Williams has served on the Board of Directors for Hospital Service Association of Northeastern Pennsylvania since 1994. Prior to his retirement, he was the Chairman and CEO of Sanofi Pasteur. Mr. Williams is a graduate of University of Scranton and was affiliated for many years as a Member of the Board of Regents and the Board of Trustees. He also holds a Certified Public Accountant license. Mr. Williams was one of the founding Members of the Medical Education Development Consortium, which organized The Commonwealth Medical College. Mr. Williams was formerly a member of the Corporate Boards of Xcellerex, Inc. (now part of GE Health Care), Inovio Pharmaceuticals, Inc. and ViroPharma, Inc. and currently serves on the

Boards of Directors of VaxInnate, Inc., US Biologics, Inc., GMG Bioscience Inc., and Formula Pharmaceuticals.

**Hospital Service Association of
Northeastern Pennsylvania
d/b/a Blue Cross of Northeastern
Pennsylvania (“BCNEPA”)
19 North Main Street
Wilkes-Barre, PA 18711**