



OFFICE OF  
INSURANCE COMMISSIONER

FILED

2016 FEB 16 A 10:51

HEARINGS UNIT  
OFFICE OF  
INSURANCE COMMISSIONER

HEARINGS UNIT

**NOTICE OF RECEIPT OF FORM A AND FORM E APPLICATIONS  
FOR ACQUISITION OF CONTROL**

**To:** Tim Farber  
Locke Lord LLP  
111 South Wacker Dr.  
Chicago, IL 60606

Jeffrey L. Gingold  
Gingold Law Firm, PLLC  
400 Harborview Drive SE, Suite 237  
Bainbridge Island, WA 98110-2467

Joseph C. Ventura  
Associate General Counsel &  
Assistant Corporate Secretary  
Humana Inc.  
500 West Main Street, 21st Floor  
Louisville, KY 40202

**From:** William G. Pardee, Presiding Officer *WP*

**Date:** February 16, 2016

**Hearing:** **Aetna Inc.'s Form A Application for Acquisition of Control of Arcadian Health Plan, Inc., a subsidiary of Humana Inc., and Aetna Inc.'s Form E Pre-Acquisition Notification Form Regarding the Potential Competitive Impact of the Proposed Acquisition of Arcadian Health Plan, Inc.**  
**Docket No. 16-0027**

This is to advise you that the Hearings Unit has received and filed your Form A Statement Regarding the Acquisition of Control of Arcadian Health Plan, Inc. by Aetna Inc., and your Form E Pre-Acquisition Notification Form Regarding the Potential Competitive Impact of that Acquisition.

RCW 48.31B.015 and RCW 48.31B.020 set forth the terms and conditions under which applications for approval of a proposed acquisition, including both Form A and Form E, respectively, can be granted. Therefore this Notice of Receipt confirms receipt of both

your Form A and Form E Applications and commences the hearing process required by RCW 48.31B.015 and RCW 48.31B.020.

In approximately 5 working days, you will be contacted by the Hearings Unit to schedule a telephonic prehearing conference. Participants in the prehearing conference will include: 1) you, and/or your representative (under GR 24 of the Washington Court Rules, attorneys in this proceeding need not be licensed to practice in Washington State); 2) a representative of the Insurance Commissioner; and 3) myself, as Presiding Officer. All stages of the hearing process, including the prehearing conference, are public, and interested persons may attend, upon request to the Hearings Unit. Following the prehearing conference, I will issue a Notice of Hearing, which will advise you of the date, time, and place of an evidentiary hearing.

The rules governing hearing procedures are primarily found at Chapter 34.05 RCW (the Washington State Administrative Procedure Act) and Chapter 10-08 of the Washington Administrative Code. Although the hearing will be somewhat formal, I will be as flexible as possible to accommodate the parties and witnesses. Hearings are normally conducted in three parts: 1) Each party presents an opening statement summarizing the evidence it expects to present. 2) Each party presents its case-in-chief, including the testimony of witnesses, subject to cross examination by the opposing party, and/or documents. Witnesses may be permitted to testify by telephone; 3) Each party presents closing arguments summarizing -- from its perspective -- the application of pertinent statutes and/or regulations to the evidence.

As Presiding Officer, I have not had prior involvement with this case. Following the hearing, I will make a final written decision, appealable only to the Superior Court and not to another administrative official or tribunal.

If you have any questions, require an interpreter, or have a disability which would require accommodation during the pendency of this case, please contact Dorothy Seabourne-Taylor, Hearings Unit Paralegal, (360) 725-7002; [DorothyS@oic.wa.gov](mailto:DorothyS@oic.wa.gov).