

In the Matter of the Acquisition of Control
Trilogy Health Insurance, Inc.

NOTICE OF HEARING

by

Independent Physicians Network, Inc.
Scas Management Group, LLC, and
Bonita Louise Warner

Petitioner.

Case No. 13-C35744

*** PREHEARING CONFERENCE DATE: January 16, 2014, at 10:00 a.m. (C.D.S.T.)
IS SCHEDULED

PLACE: Office of the Commissioner of Insurance
125 South Webster Street
Madison, Wisconsin 53703

*** HEARING IS SCHEDULED DATE: January 16, 2014, at 10:05 a.m. (C.D.S.T.)

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125 South Webster Street
Madison, Wisconsin 53703

PLEASE READ CAREFULLY

A class 1 hearing under s. 611.72 and chs. 227 and 617, Wis. Stat., will be held before Rebecca L. Easland, duly appointed hearing examiner, at the time and place stated above, to be continued at any time and place the hearing examiner considers necessary, to consider the matters set forth in this Notice of Hearing.

The issues to be considered are as follows:

(1) The plan for the acquisition of control of Trilogy Health Insurance, Inc. by Independent Physicians Network, Inc., Scas Management Group, LLC and Bonita Louise Warner (the "Petitioners").

(2) The names, addresses, and interrelationships of all affiliates and principals of the Petitioners at the time of the filing and after the request is granted if the plan is approved.

(3) Whether or not, under s. 611.72 and ch. 617, Wis. Stat., the plan would violate the law or be contrary to the interests of the insureds of Trilogy Health Insurance, Inc. and that:

- (a) After the change of control, the Trilogy Health Insurance, Inc. would be able to satisfy the requirements for the issuance of a license to write the line or lines of insurance for which each is presently licensed.

- (b) The effect of the acquisition of control would be to create a monopoly or substantially to lessen competition in insurance in Wisconsin.
- (c) The financial condition of any acquiring party is likely to jeopardize the financial stability of the Trilogy Health Insurance, Inc. or its parent insurance holding corporation, or to prejudice the interests of its Wisconsin policyholders.
- (e) The plans or proposals which the acquiring parties have to liquidate Trilogy Health Insurance, Inc. or its parent insurance holding corporation, sell its assets, merge it with any person, or make any other material change in its business or corporate structure or management are fair and reasonable to policyholders of Trilogy Health Insurance, Inc. or in the public interest.
- (f) The competence and integrity of the persons who would control the operation of Trilogy Health Insurance, Inc. or its parent insurance holding corporation are such that it would be in the interest of the policyholders of Trilogy Health Insurance, Inc. and of the public to permit the acquisition of control.

(4) Whether the Petitioners have complied with the filing requirements of s. Ins 40.02, Wis. Adm. Code.

Dated at Madison, Wisconsin, this 2nd day of January, 2014.



Rebecca L. Easland
Hearing Examiner