BEFORE THE DIVISION OF INSURANCE, STATE OF COLORADO

Final Agency Order No.: O-12-003

AMENDMENT TO AMENDED FINAL AGENCY ORDER O-11-166

IN THE MATTER OF THE MARKET CONDCUT EXAMINATION OF HUMANA HEALTH PLAN, INC.

Respondent

THIS MATTER comes before Jim Riesberg, Commissioner of Insurance for the State of Colorado ("Commissioner"), as the result of a market conduct examination ("MCE") conducted by the Colorado Division of Insurance ("Division") of Humana Health Plan ("Respondent"), pursuant to §§ 10-1-203, 10-1-204, 10-1-205 and 10-3-1106, C.R.S.

Respondent requested additional time to comply with certain terms and conditions of the Amended Final Agency Order O-11-166. In response to the Respondent's request, the Commissioner agreed to issue the within Amendment to Amended Final Agency Order O-11-166, which amends, in some instances, the time frame for Respondent's compliance. **This Amendment to Amended Final Agency Order O-11-166 is issued as an accommodation to the Respondent and shall not extend the time frames provided to file for review or appeal as set forth at § 10-1-205, C.R.S. Respondent's time frames for filing for review and appeal pursuant to § 10-1-205, C.R.S. shall continue to run from the May 4, 2011 date of the initial FAO.**

After reviewing the Final Agency Order O-11-148 ("FAO") and Amended Final Agency Order O-11-166 ("Amended FAO") the Commissioner makes the following Findings and Conclusions of Law and enters the following Amendment to Amended FAO:

FINDINGS

1. The Commissioner has jurisdiction over Respondent and this matter pursuant to Title 10, C.R.S.

2. On May 4, 2011 the Interim Commissioner entered FAO O-11-148.

3. On June 2, 2011, upon the request of Respondent for additional time to comply with certain terms and conditions set forth in FAO O-11-148, the Interim Commissioner entered Amended FAO O-11-166.

4. Respondent has now requested additional time to comply with certain terms and conditions set forth in the Amended FAO.

5. The Commissioner finds Respondent's second request for additional time to comply with certain terms and conditions originally set forth in FAO-11-148, and subsequently set forth in Amended FAO O-11-166, to be reasonable. The Commissioner hereby finds good cause exists to grant such extensions.

Based upon the foregoing it is hereby ORDERED as follows:

ORDER

6. Respondent shall be granted up to and including August 8, 2011 to comply with the deadlines for remedying the violations set forth in the MCE and identified in the Amended FAO as issues E-2; E-3; E-4; E-5; E-6; E-8; E-15; E-16; E-17; E-18; E-19 and E-21.

7. The issues identified in paragraph 6 above are set forth in the Amended FAO at paragraphs 24, 25, 26, 27, 28, 30, 37, 38, 39, 40, 41, and 43. Respondent shall thus be granted up to and including August 8, 2011 to comply with all the terms and conditions set forth at the within paragraphs.

8. Respondent shall be granted up to and including September 6, 2011 to comply with the deadlines for remedying the violations set forth in the MCE and identified in the Amended FAO as issue G-1;

9. The issue identified in paragraph 8 above is set forth in the Amended FAO at paragraph 44. Respondent shall thus be granted up to and including September 6, 2011 to comply with all the terms and conditions set forth at paragraph 44 of the Amended FAO.

10. In the event the Division takes action relating to alleged violations of the May 4, 2011 FAO, the June 2, 2011 Amended FAO or the within Amendment to Final Agency Order O-11-166, the May 4, 2011 FAO, the June 2, 2011 Amended FAO and the within Amendment to the Final Agency Order O-11-166 shall be admissible in full in such enforcement proceeding, for any purpose.

11. A copy of this Amendment to Amended Final Agency Order O-11-166 will be made available to the public immediately, as more than thirty (30) days have elapsed since the issuance of the initial Final Agency Order. See § 10-1-205, C.R.S.

12. Pursuant to § 10-1-205(4)(a), C.R.S., this Amendment to Amended FAO shall be considered a final agency decision. Review of such decision may be sought in the district court in and for the city and county of Denver and shall be governed by the

"State Administrative Procedure Act," article 4 of title 24, C.R.S. The within Amendment is made at the request of the Respondent and is being granted as a courtesy to the Respondent. The time frames from which review dates shall be calculated shall be that of the initial FAO dated May 4, 2011.

13. Pursuant to § 10-1-205(4)(e), C.R.S., the civil penalty assessed in the within Amendment to Amended FAO may be appealed directly to the court of appeals within the applicable time frames of the Colorado Appellate Rules. The civil penalty issued in the initial FAO dated May 4, 2011 and the Amended FAO dated June 2, 2011 has not been altered or revised by this Amendment to Amended FAO O-11-166. The time frames from which appeal dates shall be calculated shall be that of the initial FAO dated May 4, 2011.

14. All terms, conditions and provisions set forth in the Amended FAO dated June 2, 2011, which have not been specifically modified herein, shall remain in full force and effect.

WHEREFORE: It is hereby ordered that the findings of facts and conclusions of law contained in the within Amendment to Amended Final Agency Order O-11-166 is hereby approved and effective this 5th day of July, 2011.

DONE AND ORDERED this 5th day of July, 2011.

Jim Riesberg

JIM RIESBERG,
INSURANCE COMMISSIONER
COLORADO DIVISION OF INSURANCE

CERTIFICATE OF SERVICE

This is to certify that I have duly served the within Amendment To Amended Final Agency Order O-11-166 upon all parties herein by depositing copies of same in the United States mail via certified mailing with postage affixed, at Denver, Colorado, this 5th day of July 2011 addressed as follows:

Michael B. McCallister, President
Humana Health Plan, Inc.
321 West Main Street
Louisville, KY 40202

Via Electronic Mail:

Judy L. LaBuda
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Eleanor Patterson
Market Regulation Administrator