

**Massachusetts Division of Insurance**  
**Quarterly Report of Membership in Health Maintenance Organizations**  
**as of March 31, 2013 <sup>1</sup>**

**Closed Network**

COMPARISON OF 1ST QUARTER MEMBERSHIP TO THOSE OF PRIOR THREE QUARTERS	2nd Quarter 2012 Members at End of Quarter	3rd Quarter 2012 Members at End of Quarter	4th Quarter 2012 Members at End of Quarter	1st Quarter 2013 Members at End of Quarter	Member Change 4th Qtr. 12 to 1st Qtr. 13	Percent Change 4th Qtr. 12 to 1st Qtr. 13	1st Quarter 2013 Share of Massachusetts Closed Network Market
Aetna Health Inc. <sup>2</sup>	1,409	1,336	1,390	1,154	(236)	-16.98%	0.1%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. <sup>3</sup>	505,503	496,733	498,676	495,124	(27,522)	-5.27%	23.6%
Boston Medical Center Health Plan, Inc.	223,383	251,544	264,123	272,049	7,926	3.00%	13.0%
CeltiCare Health Plan of Massachusetts, Inc.	40,282	27,596	21,048	17,246	(3,802)	-18.06%	0.8%
ConnectiCare of Massachusetts, Inc.	2,725	2,656	2,593	2,632	39	1.50%	0.1%
Fallon Community Health Plan, Inc.	145,838	149,108	151,635	154,151	2,516	1.66%	7.3%
Harvard Pilgrim Health Care, Inc.	302,930	271,202	267,283	259,085	(8,198)	-3.07%	12.3%
Health New England, Inc.	94,232	95,128	99,728	101,162	1,434	1.44%	4.8%
Neighborhood Health Plan, Inc.	246,152	251,574	251,288	252,476	1,188	0.47%	12.0%
Network Health, LLC <sup>4</sup>	219,186	211,414	218,667	219,405	738	0.34%	10.5%
Tufts Associated HMO, Inc. <sup>5</sup>	329,298	329,634	328,666	324,638	(4,028)	-1.23%	15.5%
<b>Totals</b>	<b>2,110,938</b>	<b>2,087,925</b>	<b>2,129,067</b>	<b>2,099,122</b>	<b>(29,945)</b>	<b>-1.4%</b>	<b>100.0%</b>

**PPO**

COMPARISON OF 1ST QUARTER MEMBERSHIP TO THOSE OF PRIOR THREE QUARTERS	2nd Quarter 2012 Members at End of Quarter	3rd Quarter 2012 Members at End of Quarter	4th Quarter 2012 Members at End of Quarter	1st Quarter 2013 Members at End of Quarter	Member Change 4th Qtr. 12 to 1st Qtr. 13	Percent Change 4th Qtr. 12 to 1st Qtr. 13	1st Quarter 2013 Share of Massachusetts Closed Network Market
Aetna Health Inc. <sup>2</sup>	1,399	1,334	1,308	1,084	(224)	-17.13%	0.8%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. <sup>3</sup>	99,396	100,914	102,736	108,972	7,224	7.10%	76.3%
Boston Medical Center Health Plan, Inc.	0	0	0	0	0	0.00%	0.0%
CeltiCare Health Plan of Massachusetts, Inc.	0	0	0	0	0	0.00%	0.0%
ConnectiCare of Massachusetts, Inc.	314	297	291	312	21	7.22%	0.2%
Fallon Community Health Plan, Inc.	213	214	211	127	(84)	-39.81%	0.1%
Harvard Pilgrim Health Care, Inc.	28,747	26,361	25,940	26,682	742	2.86%	18.7%
Health New England, Inc.	2,163	2,502	2,643	3,100	457	17.29%	2.2%
Neighborhood Health Plan, Inc.	0	0	0	0	0	0.00%	0.0%
Network Health, LLC <sup>4</sup>	0	0	0	0	0	0.00%	0.0%
Tufts Associated HMO, Inc. <sup>5</sup>	3,058	2,815	4,423	2,556	(1,867)	-42.21%	1.8%
<b>Totals</b>	<b>135,290</b>	<b>134,437</b>	<b>136,564</b>	<b>142,833</b>	<b>6,269</b>	<b>4.59%</b>	<b>100.0%</b>

<sup>1</sup> Information reported by HMOs as of the end of the first quarter of 2013 based upon the Massachusetts Division of Insurance's "Guidelines for Reporting Membership & Utilization Statistics - Version 6.0" that instructs HMOs to exclude members for whom the HMO did not bear any financial risk.

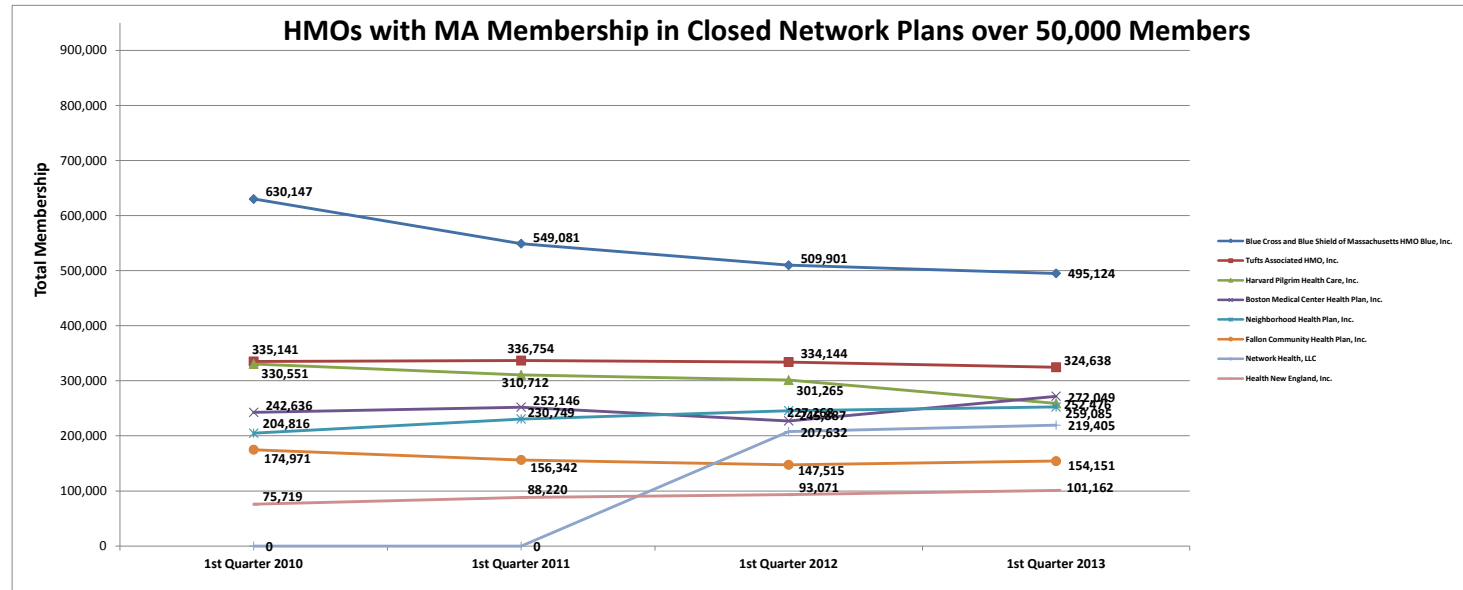
<sup>2</sup> Effective September 1, 2010, Aetna Health Inc. ceased offering small group health plans in Massachusetts and will begin nonrenewing all small group health business as of April 1, 2011.

<sup>3</sup> Formerly a line of business of Blue Cross and Blue Shield of Massachusetts, Inc. ("BCBSMA"). Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. was created as a separate corporate entity for BCBSMA's HMO line of business effective January 1, 2005.

<sup>4</sup> Network Health, LLC was not licensed until October 1, 2011. The 3rd quarter 2011 membership report includes Network Health, LLC for the first time.

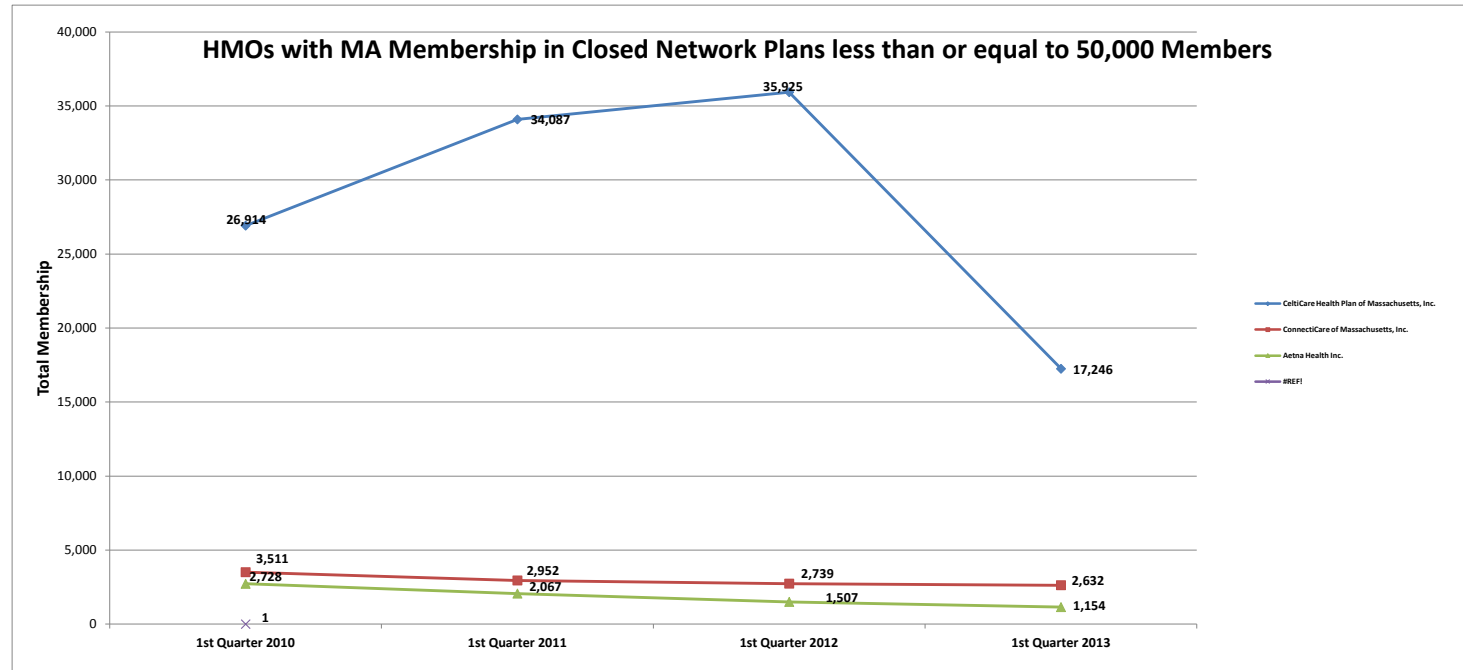
<sup>5</sup> Doing business as Tufts Associated Health Plan ("TAHMO") and as Tufts Health Plan (THP).

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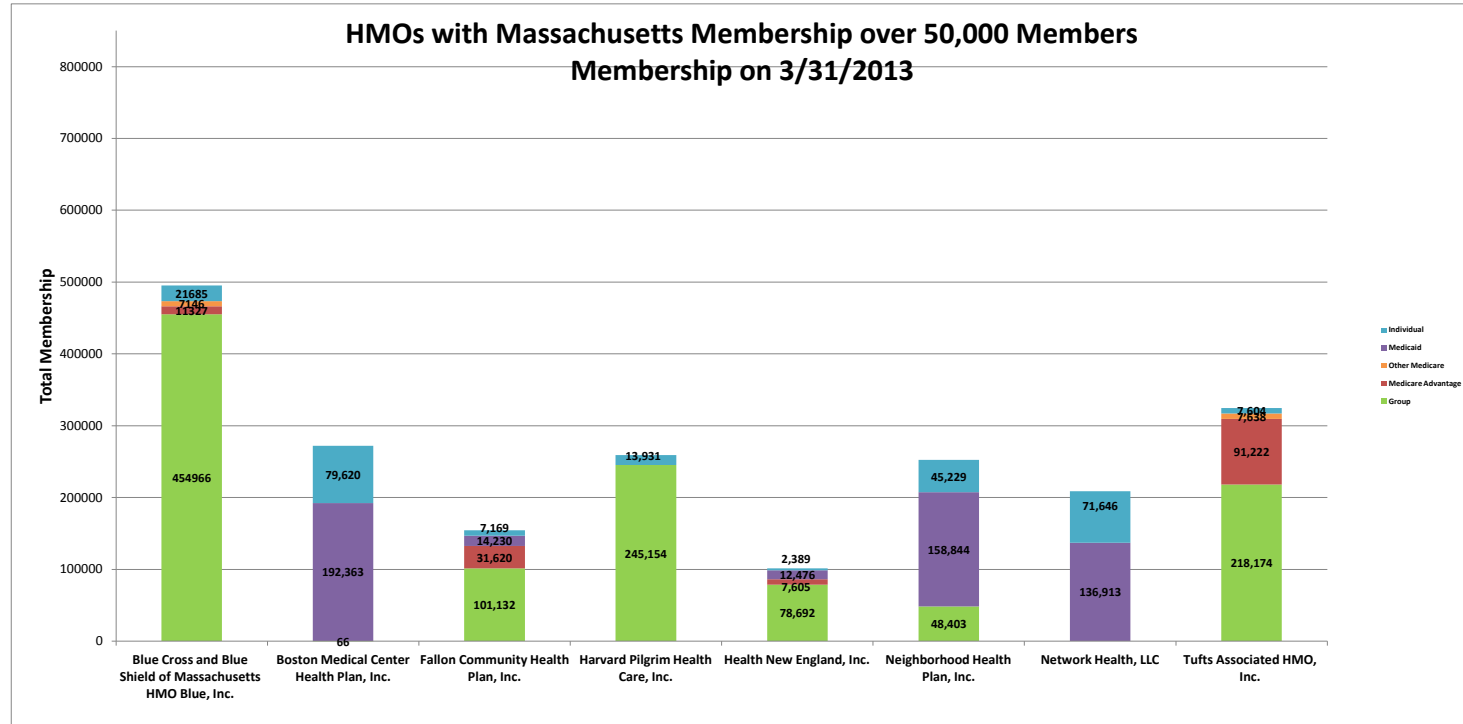
<sup>1</sup> Network Health, LLC was not licensed until October 1, 2011. The 3rd quarter 2011 membership report includes Network Health, LLC for the first time.

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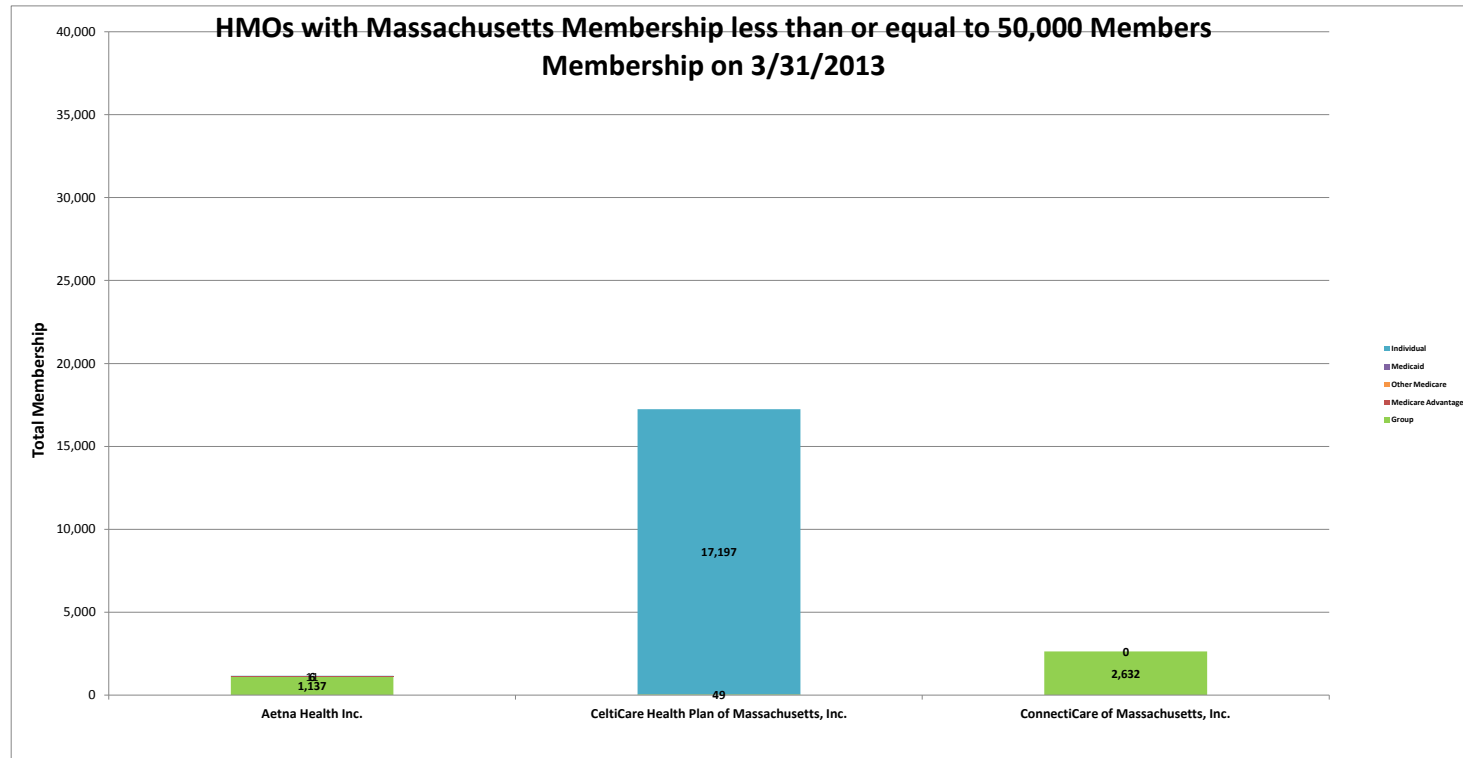
<sup>1</sup> CeltiCare Health Plan of Massachusetts, Inc. was not licensed until 2009. The 4th quarter 2009 membership report includes CeltiCare Health Plan of Massachusetts, Inc. for the first time.

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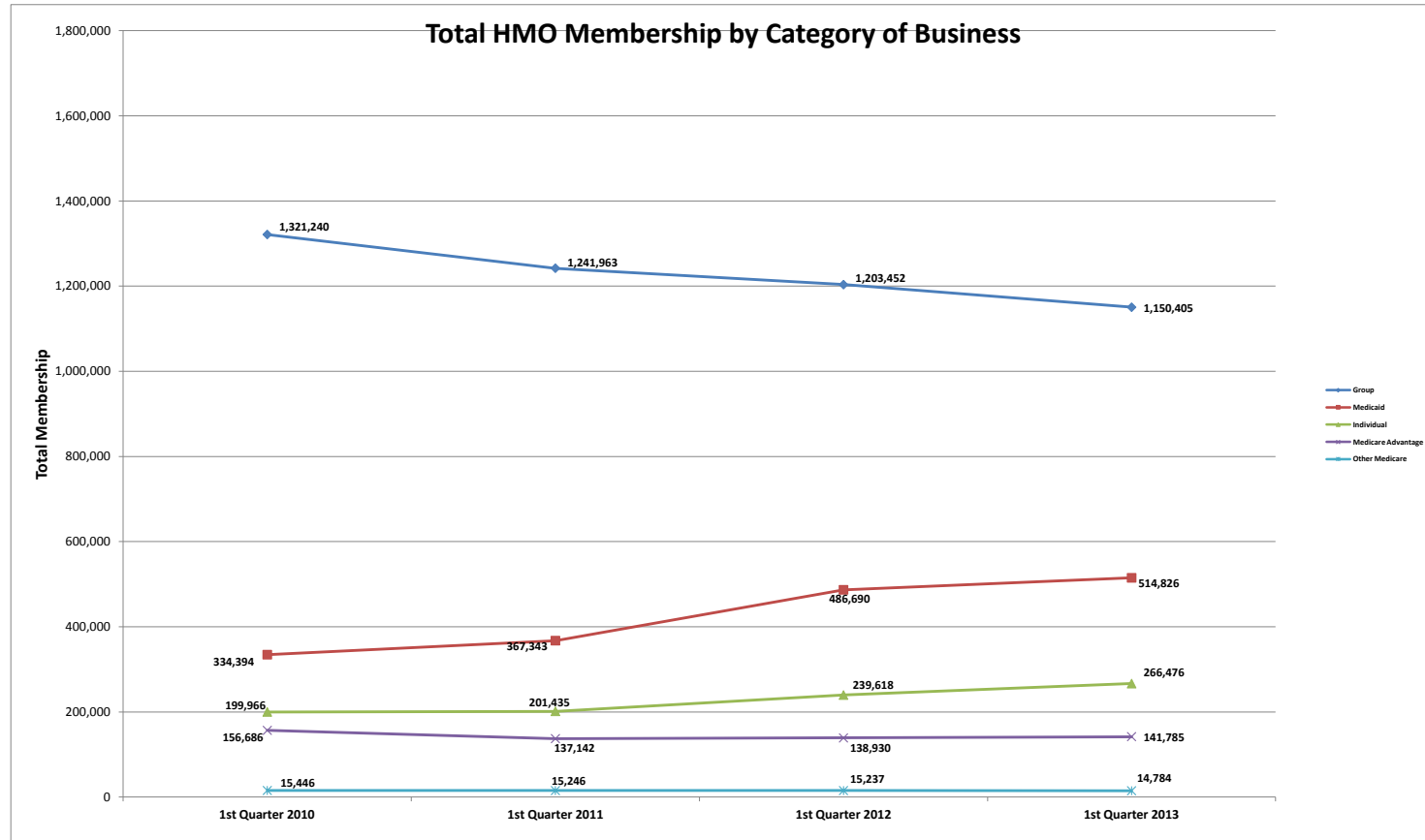
<sup>1</sup> Individual membership includes enrollment in Commonwealth Care for Boston Medical Center Health Plan, Inc., Fallon Community Health Plan, Inc., Neighborhood Health Plan, Inc., and Network Health, LLC.

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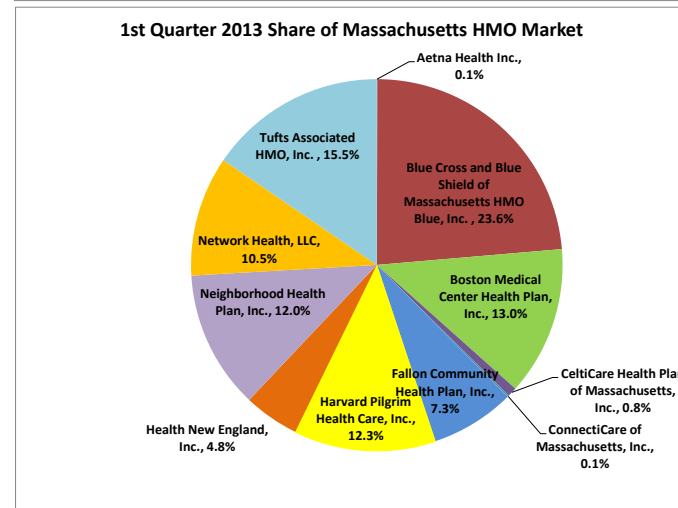
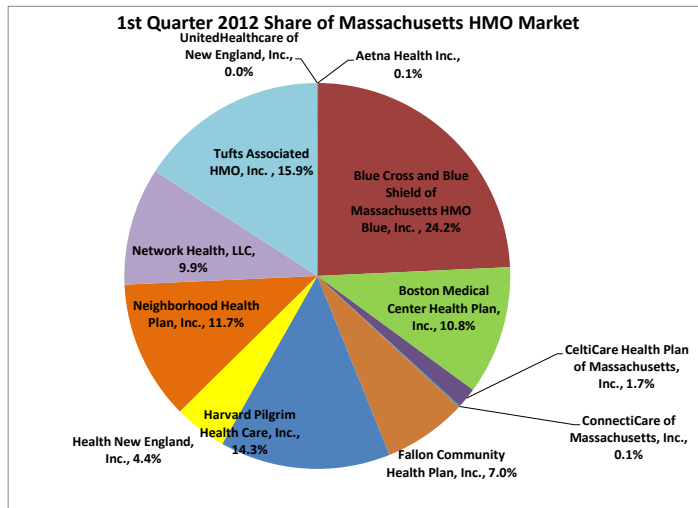
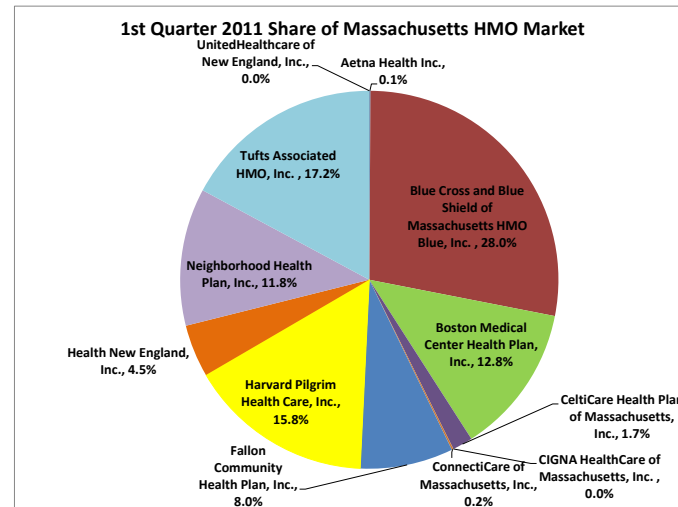
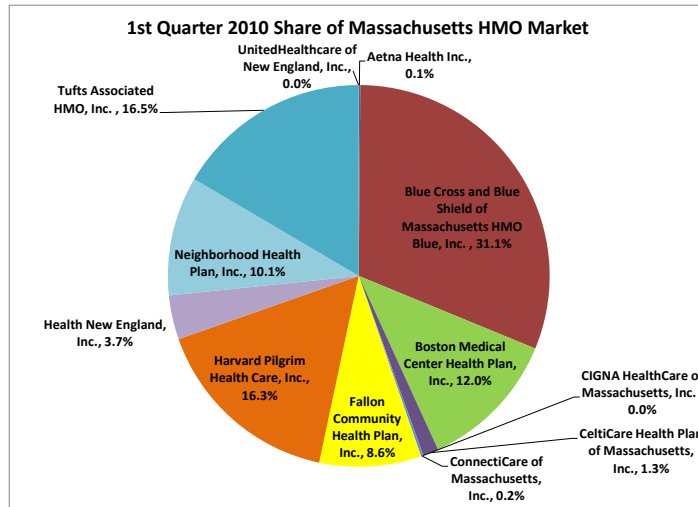
<sup>1</sup> Individual membership includes enrollment in Commonwealth Care for CeltiCare Health Plan of Massachusetts, Inc.

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<sup>1</sup> Membership reflects those persons enrolled only in closed network plans; so-called "dual certificate option" plan (POS) members and insured preferred provider plan members are not included in this report.

<sup>2</sup> Under Massachusetts law, Boston Medical Center Health Plan, Inc. was not required to be licensed until 2008, even though the carrier may have had members prior to that time. The 1st quarter 2009 membership report includes Boston Medicare Center Health Plan, Inc. for the first time.

<sup>3</sup> CeltiCare Health Plan of Massachusetts, Inc. was not licensed until 2009. The 1st quarter 2010 membership report includes CeltiCare Health Plan of Massachusetts, Inc. for the first time.