

**Massachusetts Division of Insurance**  
**Quarterly Report of Membership in Health Maintenance Organizations**  
**as of September 30, 2012 <sup>1</sup>**

**Closed Network**

COMPARISON OF 3rd QUARTER MEMBERSHIP TO LAST THREE QUARTERS	4th Quarter 2011 Members at End of Quarter	1st Quarter 2012 Members at End of Quarter	2nd Quarter 2012 Members at End of Quarter	3rd Quarter 2012 Members at End of Quarter	Member Change 2nd Qtr. 12 to 3rd Qtr. 12	Percent Change 2nd Qtr. 12 to 3rd Qtr. 12	3rd Quarter 2012 Share of Massachusetts HMO Market
Aetna Health Inc. <sup>2</sup>	1,877	1,507	1,409	1,336	(73)	-5.18%	0.1%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. <sup>3</sup>	522,646	509,901	505,503	496,733	(8,770)	-1.73%	23.8%
Boston Medical Center Health Plan, Inc.	229,026	227,268	223,383	251,544	28,161	12.61%	12.0%
CeltiCare Health Plan of Massachusetts, Inc.	35,719	35,925	40,282	27,596	(12,686)	-31.49%	1.3%
ConnectiCare of Massachusetts, Inc.	2,857	2,739	2,725	2,656	(69)	-2.53%	0.1%
Fallon Community Health Plan, Inc.	151,374	147,515	145,838	149,108	3,270	2.24%	7.1%
Harvard Pilgrim Health Care, Inc.	307,091	301,265	302,930	271,202	(31,728)	-10.47%	13.0%
Health New England, Inc.	90,155	93,071	94,232	95,128	896	0.95%	4.6%
Neighborhood Health Plan, Inc.	241,806	245,887	246,152	251,574	5,422	2.20%	12.0%
Network Health, LLC	178,901	207,632	219,186	211,414	(7,772)	-3.55%	10.1%
Tufts Associated HMO, Inc. <sup>4</sup>	336,180	334,144	329,298	329,634	336	0.10%	15.8%
UnitedHealthcare of New England, Inc. <sup>5</sup>	30	29	1	1	0	0.00%	0.0%
<b>Totals</b>	<b>2,097,662</b>	<b>2,106,883</b>	<b>2,110,939</b>	<b>2,087,926</b>	<b>(23,013)</b>	<b>-1.09%</b>	<b>100.0%</b>

**PPO**

COMPARISON OF 3rd QUARTER MEMBERSHIP TO THOSE OF PRIOR THREE QUARTERS	4th Quarter 2011 Members at End of Quarter	1st Quarter 2012 Members at End of Quarter	2nd Quarter 2012 Members at End of Quarter	3rd Quarter 2012 Members at End of Quarter	Member Change 2nd Qtr. 12 to 3rd Qtr. 12	Percent Change 2nd Qtr. 12 to 3rd Qtr. 12	3rd Quarter 2012 Share of Massachusetts PPO Market
Aetna Health Inc. <sup>2</sup>	1,429	1,331	1,399	1,334	(65)	-4.65%	1.0%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. <sup>3</sup>	101,748	97,857	99,396	100,914	1,518	1.53%	75.0%
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.	326	314	314	297	(17)	-5.41%	0.2%
Fallon Community Health Plan, Inc.	244	222	213	214	1	0.47%	0.2%
Harvard Pilgrim Health Care, Inc.	29,642	28,247	28,747	26,361	(2,386)	-8.30%	19.6%
Health New England, Inc.	1,647	1,928	2,163	2,502	339	15.67%	1.9%
Neighborhood Health Plan, Inc.	0	0	0	0	0	0.00%	0.0%
Network Health, LLC	0	0	0	0	0	0.00%	0.0%
Tufts Associated HMO, Inc. <sup>4</sup>	3,653	3,046	3,058	2,815	(243)	-7.95%	2.1%
UnitedHealthcare of New England, Inc. <sup>5</sup>	1,168	608	92	67	(25)	-27.17%	0.0%
<b>Totals</b>	<b>139,857</b>	<b>133,553</b>	<b>135,382</b>	<b>134,504</b>	<b>(878)</b>	<b>-0.65%</b>	<b>100.0%</b>

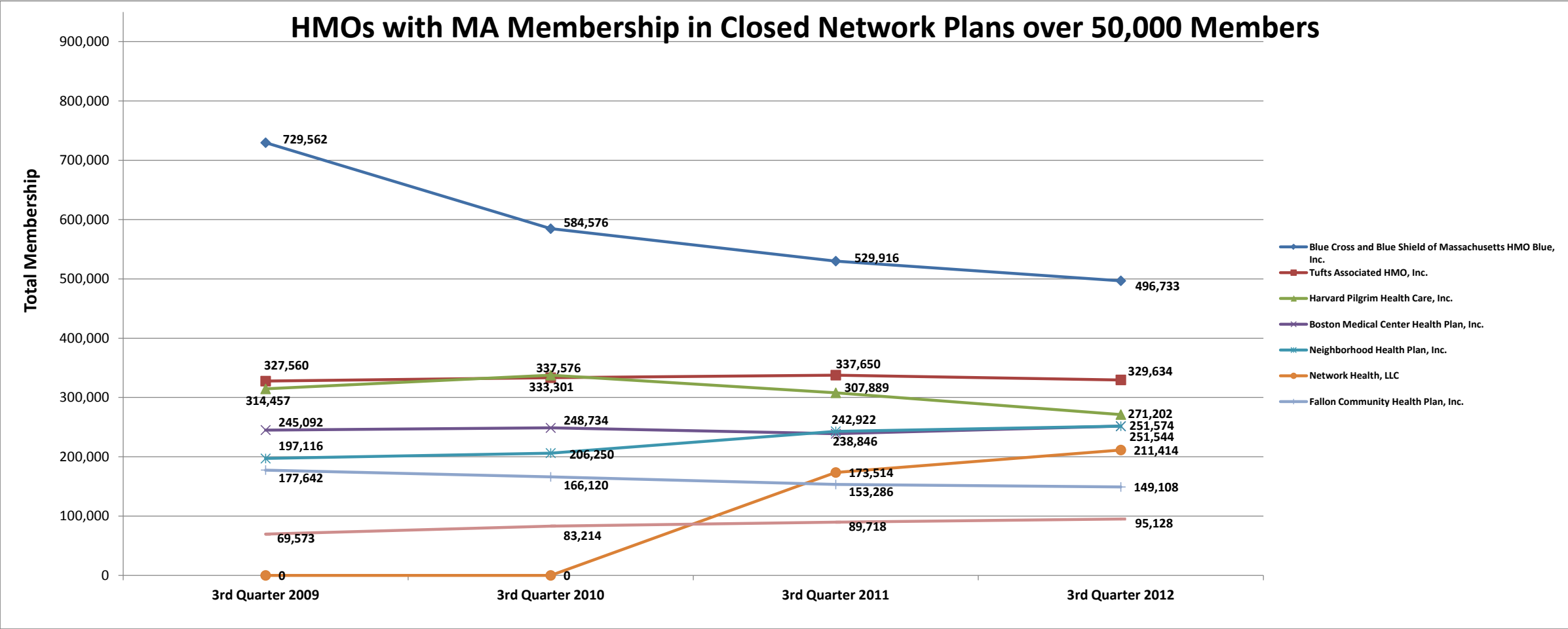
<sup>1</sup> Information reported by HMOs as of the end of the third quarter of 2012 based upon the Massachusetts Division of Insurance's "Guidelines for Reporting Membership & Utilization Statistics - Version 6.0" that instructs HMOs to exclude members for whom the HMO did not bear any financial risk.

<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.

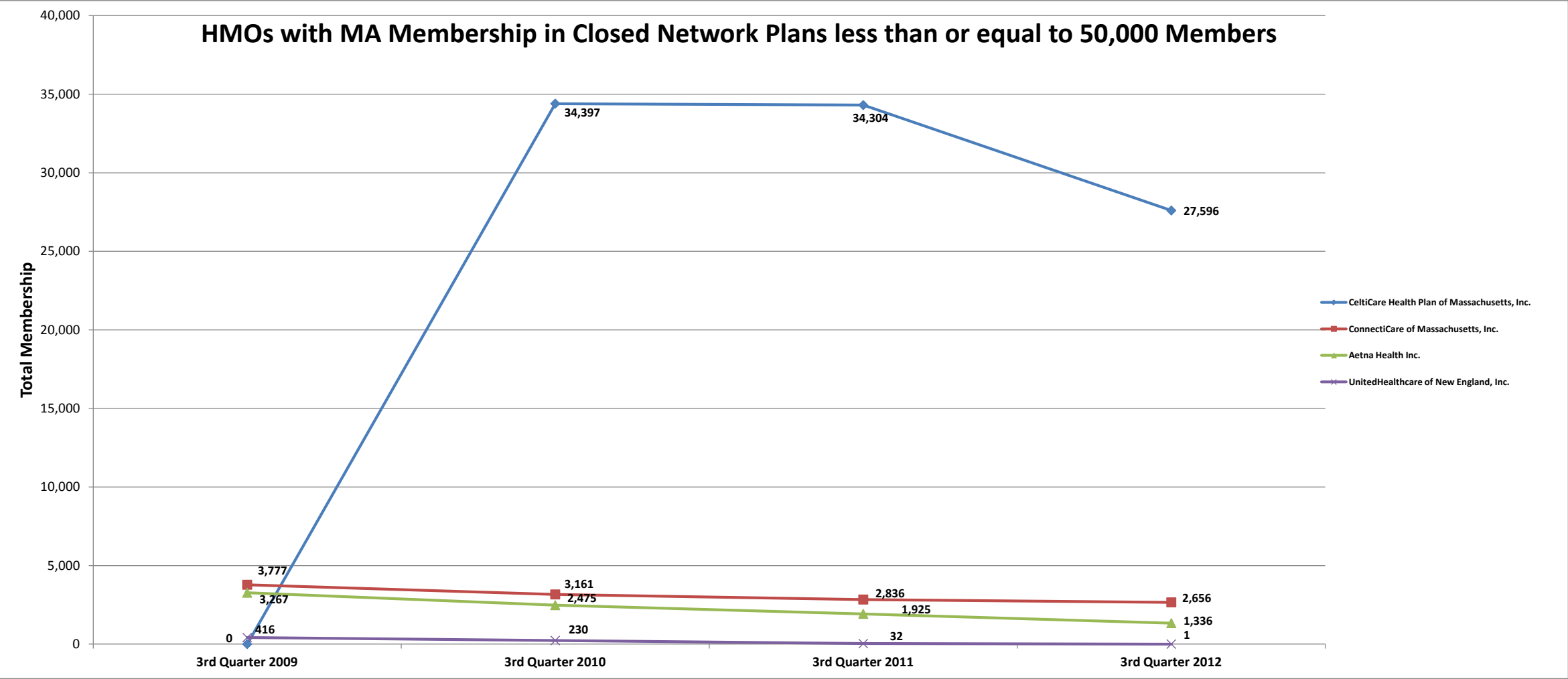
<sup>3</sup> Formerly a line of business of Blue Cross and Blue Shield of Massachusetts, Inc. ("BCBSMA"). Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. was created as a separate corporate entity for BCBSMA's HMO line of business effective January 1, 2005.

<sup>4</sup> Doing business as Tufts Associated Health Plan ("TAHMO") and as Tufts Health Plan (THP).

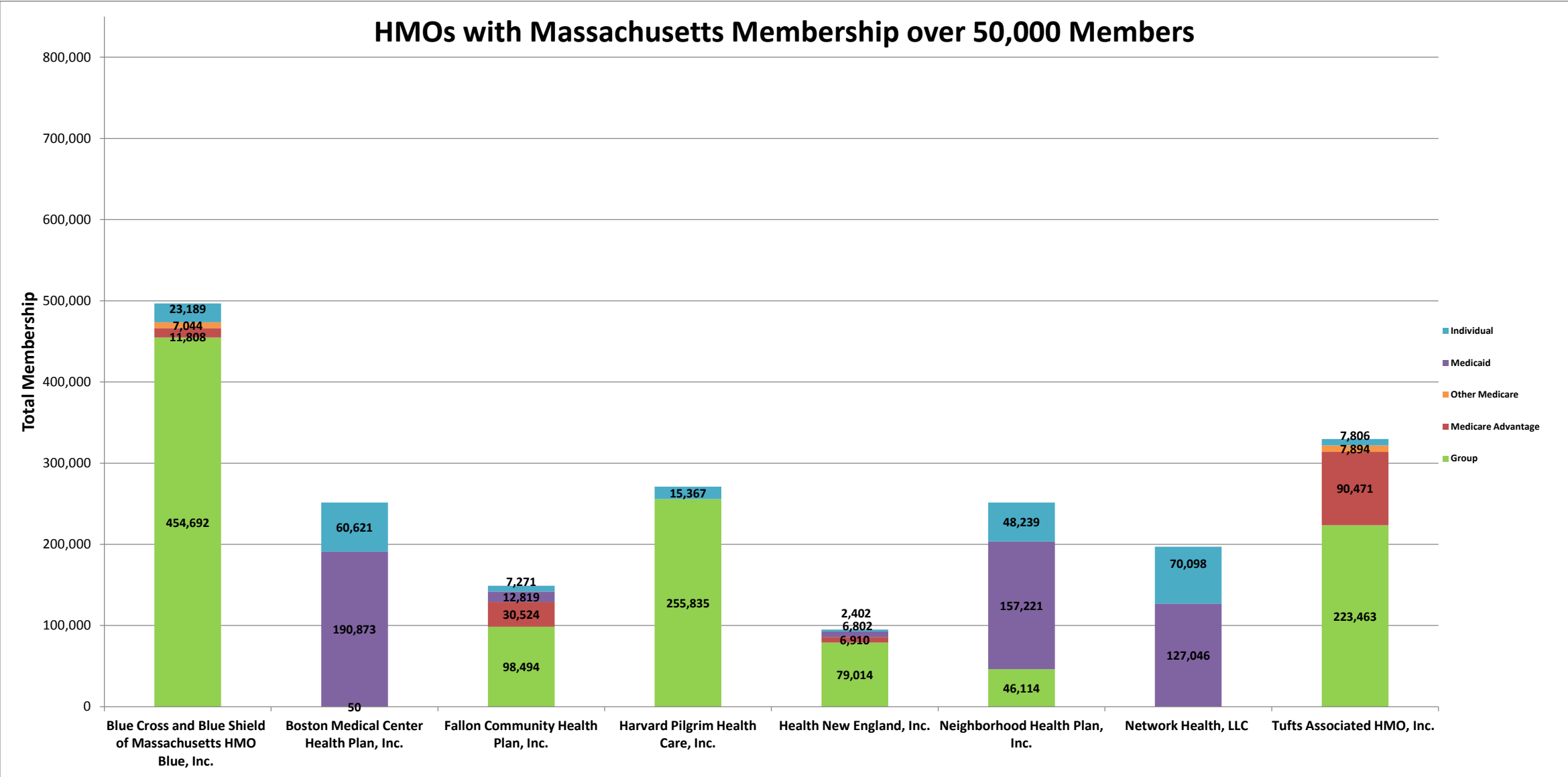
<sup>5</sup> UnitedHealthcare of New England, Inc. notified the Division on June 2, 2011 of its intent to begin to nonrenewing all of its health business beginning January 1, 2012; eventually surrendering its license to operate as a health maintenance organization ("HMO") in Massachusetts.



<sup>1</sup> Under Massachusetts law, Network Health, LLC was not licensed until 2011, even though the carrier may have had members prior to that time. The 3rd quarter 2011 membership report includes Network Health, LLC for the first time.

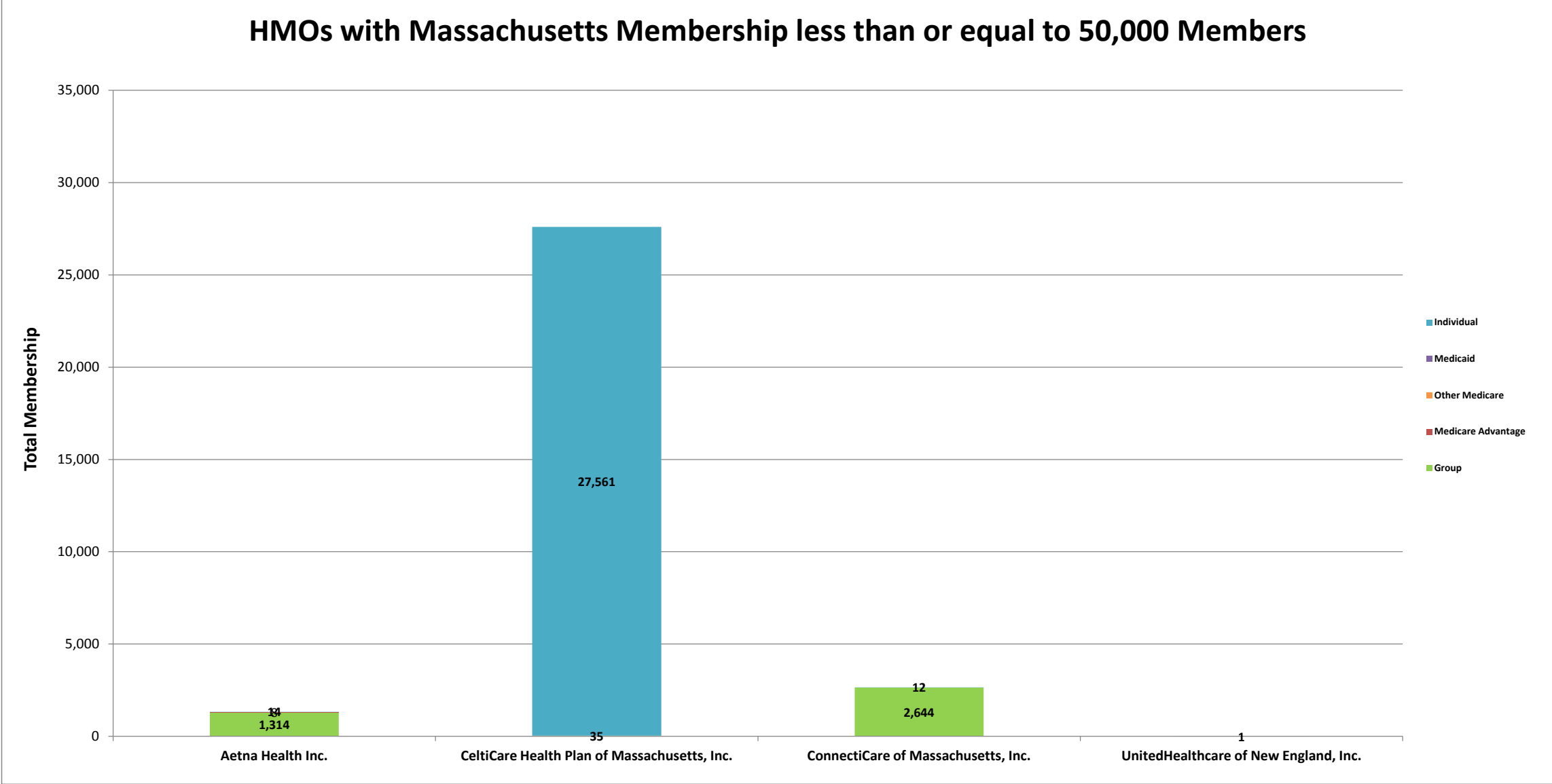


<sup>1</sup> CeltiCare Health Plan of Massachusetts, Inc. was not licensed until 2009. The 4th quarter 2009 membership report includes CeltiCare Health Plan of Massachusetts, Inc. for the first time.

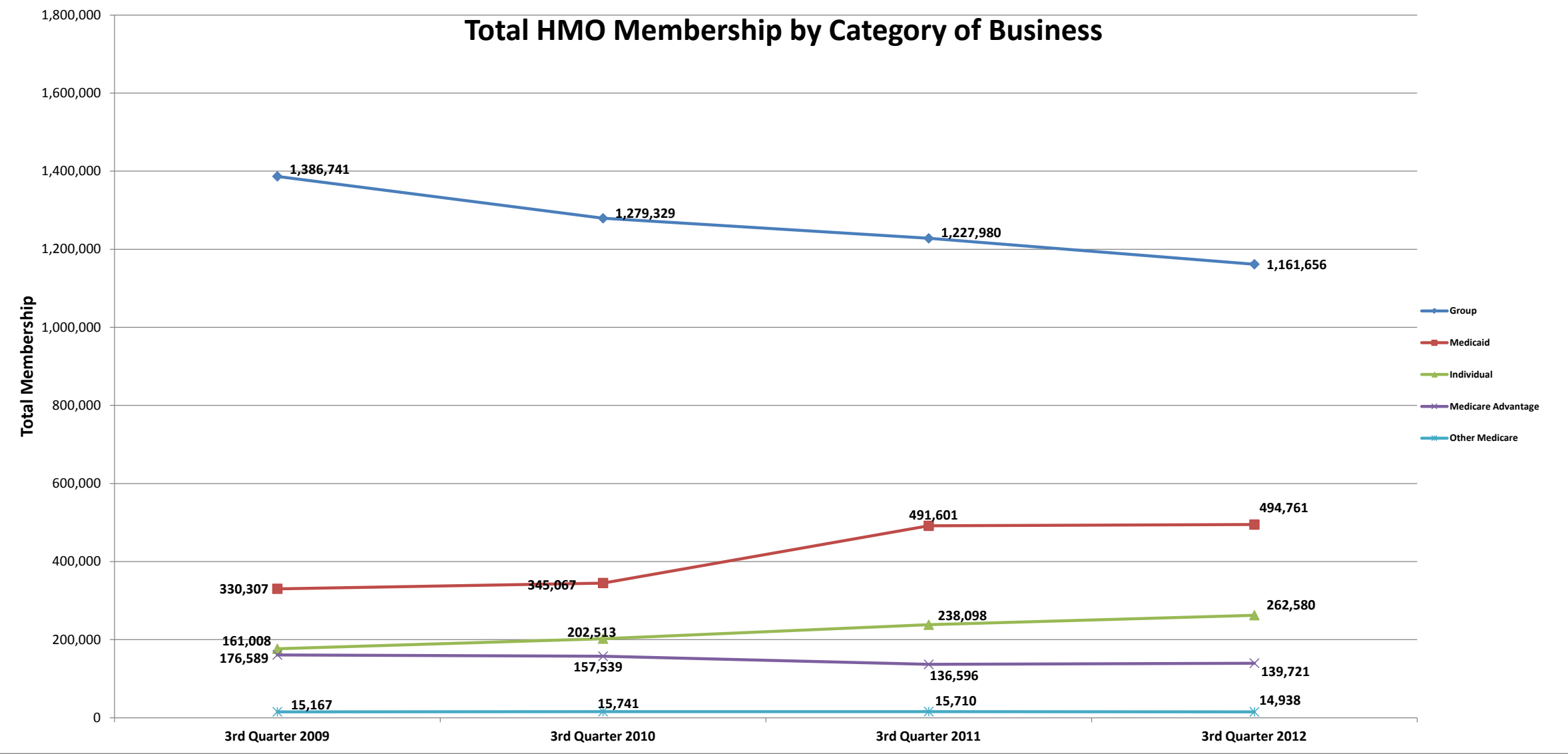


<sup>1</sup> Individual membership includes enrollment in Commonwealth Care for Boston Medical Center Health Plan, Inc., Fallon Community Health Plan, Inc., Neighborhood Health Plan, Inc., and Network Health, LLC.

HMOs with Massachusetts Membership less than or equal to 50,000 Members

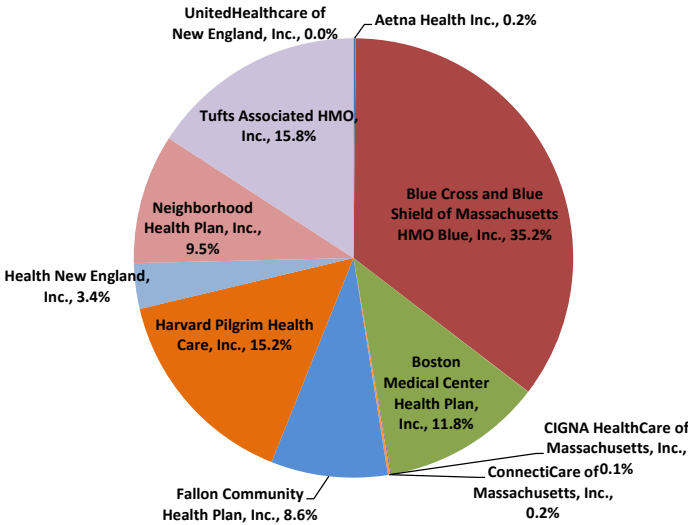


<sup>1</sup> Individual membership includes enrollment in Commonwealth Care for CeltiCare Health Plan of Massachusetts, Inc.

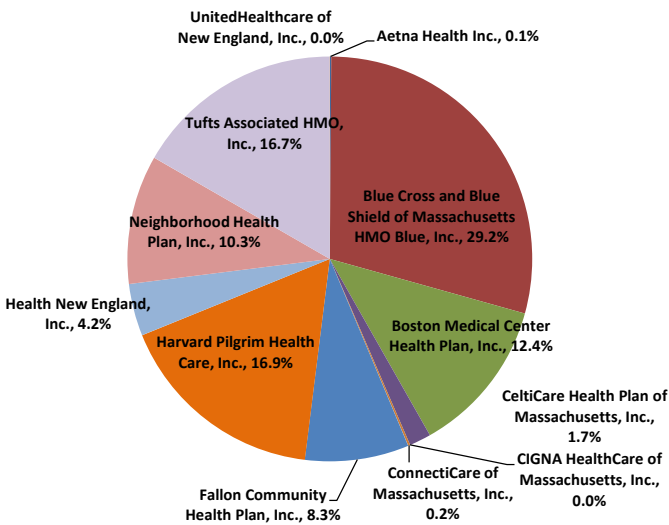


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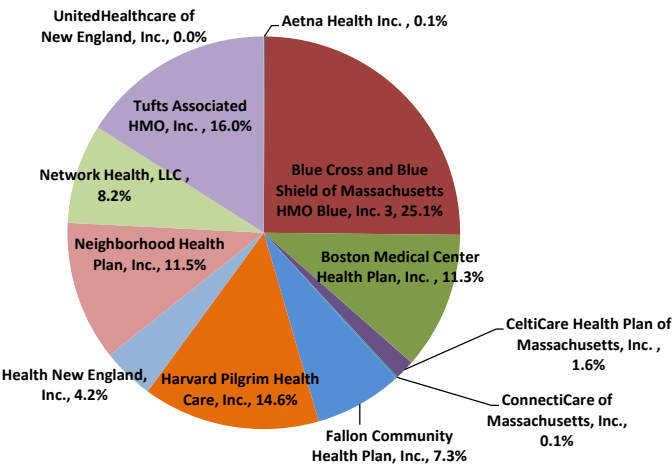
3rd Quarter 2009 Share of Massachusetts HMO Market



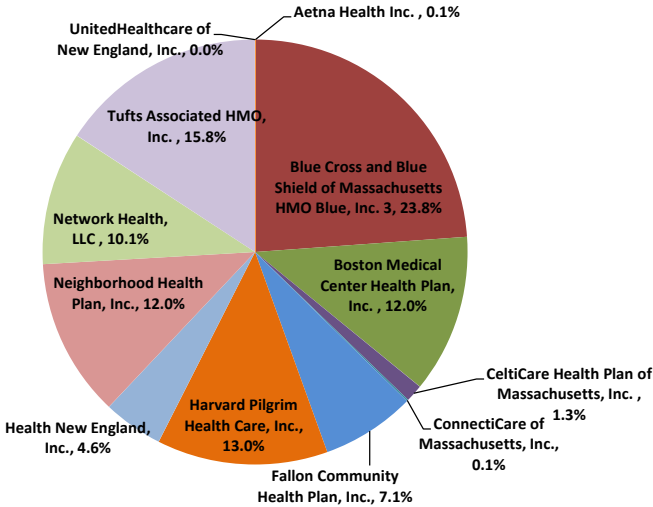
3rd Quarter 2010 Share of Massachusetts HMO Market



3rd Quarter 2011 Share of Massachusetts HMO Market



3rd Quarter 2012 Share of Massachusetts HMO Market



<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 section of the report.

<sup>2</sup> Under Massachusetts law, Network Health, LLC was not licensed until 2011, even though the carrier may have had members prior to that time. The 3rd quarter 2011 membership report includes Network Health, LLC 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.