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May 20, 2024

**CONFIDENTIAL**: The enclosures to this letter are filed subject to the request for **CONFIDENTIAL** treatment and the exceptions under the public records law described herein.

**Via Online OCI Licensing Application Form**

Amy J. Malm, CPA, CFE, PIR  
Administrator, Division of Financial Regulation  
Office of the Commissioner of Insurance  
125 South Webster Street, 2nd Floor  
Madison, WI 53702

Re: In the Matter of the Acquisition of Control of Common Ground Healthcare Cooperative (NAIC #15061) by CareSource

Dear Amy:

In connection with the Form A submitted on behalf of CareSource, an Ohio nonprofit corporation ("CareSource") to your Office today, and as mentioned in the cover letter for that Form A, we are enclosing, for submission on behalf of CareSource, the additional materials listed in Attachment A as a confidential supplement to the Form A. We hereby request that these enclosures be kept confidential as and for the reasons stated in Attachment A, as more fully described below.

**Form A Filing**. The enclosures are required to be filed with your Office as part of CareSource's Form A filing to obtain the Commissioner's approval of CareSource's proposed acquisition of control of Common Ground Healthcare Cooperative ("CGHC"). As a result, your Office may withhold this information from public disclosure under Wis. Stat. § 601.465(1m)(a), and, moreover, because the information is not public, it is presumed under Wis. Stat. § 601.465(1n)(a), notwithstanding the public records law, that it is proprietary and confidential and that the potential for harm and competitive disadvantage if it is made public by your Office outweighs the public interest in the disclosure of the information.

**Trade Secrets**. As stated in Attachment A, certain enclosures to this letter include "trade secrets" as defined under Wis. Stat. § 134.90(1)(c) because the information in them "derives

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independent economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use [and] is the subject of efforts to maintain its secrecy that are reasonable under the circumstances.” A trade secret is exempt from the public records law under Wis. Stat. § 19.36(5) and Wis. Admin. Code § Ins 6.13(2).

**Personal Information.** Finally, the public value of the personal information in biographical affidavits and elsewhere is outweighed by the privacy interests of persons submitting these affidavits, and by the public interest in encouraging qualified people to serve in these capacities, *see* the Wisconsin Attorney General’s May 2024 *Wisconsin Public Records Law Compliance Guide*, pp. 36-39, and, in particular, home information and the social security number of an employee provided by an employer are exempt from the public records law. *Id.* at p. 23, *citing* Wis. Stat. § 19.36(10)(a).

In the event that your Office receives a request for or a subpoena for the production of the exhibits to this letter, we respectfully request that your Office immediately advise us of such request or subpoena so that we may take the appropriate action to protect such documents.

We appreciate your assistance with respect to the Form A. If you require any additional information relating to this request of the Form A, please do not hesitate to contact me at (608) 283-2434 or at [William.Toman@Quarles.com](mailto:William.Toman@Quarles.com), or Dan Risku, CareSource’s Vice President and Deputy General Counsel at (774) 384-3560 or [daniel.risku@caresource.com](mailto:daniel.risku@caresource.com).

Very truly yours,

QUARLES & BRADY LLP



William J. Toman

Enclosures

cc(w/enc.): Dan Risku, CareSource  
Todd Martin, Pierson Ferdinand

**ATTACHMENT A**

**REQUEST FOR CONFIDENTIAL TREATMENT OF CERTAIN DOCUMENTS FILED  
IN CONNECTION WITH THE FORM A STATEMENT REGARDING THE  
PROPOSED ACQUISITION OF CONTROL OF COMMON GROUND HEALTHCARE  
COOPERATIVE**

<b>DOCUMENT</b>	<b>REQUEST FOR CONFIDENTIAL TREATMENT</b>	<b>EXEMPTION FROM DISCLOSURE</b>
Affiliation Agreement (Unredacted), Confidential Exhibit 1 to the Form A	Entire document (a public version of the Affiliation Agreement with redactions is attached as Exhibit A to the Form A)	See Form A Filing, Trade Secrets, and Personal Information exceptions to the public records law as described in the letter.
Biographical Affidavits, Confidential Exhibits 2 and 6 to the Form A	Entire document	See Form A Filing and Personal Information exception to the public records law as described in the letter.
Business Plan of CGHC, Confidential Exhibit 3 to the Form A	Entire document	See Form A Filing and Trade Secrets exceptions to the public records law as described in the letter.
Financial Projections of CGHC, Confidential Exhibit 4 to the Form A	Entire document	See Form A Filing and Trade Secrets exceptions to the public records law as described in the letter.
CGHC Request to CMS to Voluntarily Terminate CO-OP Program Lona Agreement, Confidential Exhibit 5 to the Form A	Entire document	See Form A Filing and Trade Secrets exceptions to the public records law as described in the letter.

<b>DOCUMENT</b>	<b>REQUEST FOR CONFIDENTIAL TREATMENT</b>	<b>EXEMPTION FROM DISCLOSURE</b>
Administrative Services Agreement (Unredacted), Confidential Exhibit 7 to the Form A	Entire document (a public version of the Administrative Services Agreement with redactions is attached as Exhibit F to the Form A)	See Form A Filing and Trade Secrets exceptions to the public records law as described in the letter.
First Amended Administrative Services Agreement (Unredacted), Confidential Exhibit 8 to the Form A	Entire document (a public version of the First Amended Administrative Services Agreement with redactions is attached as Exhibit G to the Form A)	See Form A Filing and Trade Secrets exceptions to the public records law as described in the letter.
First Amended Administrative Services Agreement (Redlined against existing Administrative Services Agreement (Unredacted)), Confidential Exhibit 9 to the Form A	Entire document (a public version of the First Amended Administrative Services Agreement with redactions is attached as Exhibit G to the Form A)	See Form A Filing and Trade Secrets exceptions to the public records law as described in the letter.