

In the Matter of:

Proposed Decision**The Acquisition of Control of Group
Health Cooperative of Eau Claire by
Priority Health and Corewell Health**

Petitioner.

OCI Case No. 25-C46797

Amy J. Malm, Hearing Examiner, Presiding
Administrator, Division of Financial Regulation
Office of the Commissioner of Insurance
101 E. Wilson St
Madison, WI 53703

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PRELIMINARY

Pursuant to a Notice of Hearing dated December 3, 2025, a hearing was held by teleconference on or about 10:00 a.m. on December 17, 2025, to determine whether the Petitioners' application for approval of the plan for acquisition of control should be granted. Based on the record, the Hearing Examiner makes the following:

PROPOSED FINDINGS OF FACT

(1) The Petitioners, Priority Health and Corewell Health, located at 100 Michigan Street NE, Grand Rapids, MI 49503, and 1231 East Beltline NE, Grand Rapids, MI 49525, respectively.

(2) Group Health Cooperative of Eau Claire, the Domestic Insurer, located at 2503 North Hillcrest Parkway, Altoona, WI 54720.

(3) The Petitioners filed with the Office of the Commissioner of Insurance an application for approval of the acquisition of Group Health Cooperative of Eau Claire.

(4) The Petitioners were served with a Notice of Hearing.

(5) The Petitioners fulfilled the filing requirements of s. Ins 40.02, Wis. Adm. Code.

(6) The plan will not violate the law or be contrary to the interests of the insureds of Group Health Cooperative of Eau Claire.

(7) After the acquisition of control of Group Health Cooperative of Eau Claire, the company will be able to satisfy the requirements for the issuance of a license to write the lines of insurance for which it is presently licensed.

(8) The effect of the acquisition of control will not be to create a monopoly or substantially to lessen competition in any type or line of insurance in Wisconsin.

(9) The financial condition of Priority Health and Corewell Health is not likely to jeopardize the financial stability of Group Health Cooperative of Eau Claire, or to prejudice the interests of its Wisconsin policyholders.

(10) There are no plans or proposals to liquidate the domestic insurer, Group Health Cooperative of Eau Claire, to sell its assets (other than investment portfolio transactions in the ordinary course of business), or

to consolidate or merge it with any person or make any other material change in its business or corporate structure other than as described in the plan.

(11) The competence and integrity of the persons who will control the operation of the domestic insurer, Group Health Cooperative of Eau Claire, are such that it will be in the interest of the policyholders and the public to permit the acquisition of control.

PROPOSED CONCLUSION OF LAW

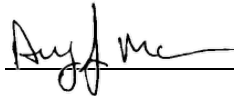
(12) The proposed findings of fact set forth above establish that the requirements of s. 617.11 and ch. 227 and 617, Wis. Stat., and ch. Ins 40, Wis. Adm. Code, have been satisfied and approval of the plan should be granted.

PROPOSED ORDER

NOW, THEREFORE, based upon the findings of fact and conclusion of law, I hereby recommend that:

(12) The Petitioners' request for approval of the plan for acquisition of control should be approved.

Dated at Madison, Wisconsin, this 17th day of December, 2025.

A handwritten signature in black ink, appearing to read "Amy J. Malm", is written over a horizontal line.

Amy J. Malm
Hearing Examiner