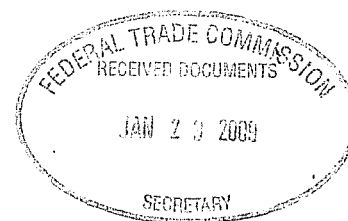




120 Monument Circle
Indianapolis, IN 46204



January 22, 2009

VIA FACSIMILE
202-326-2496

Federal Trade Commission
Office of the Secretary
600 Pennsylvania Ave, N.W.
Washington, DC 20580

Re: In Re Boulder Valley Independent Practice Association, et al, File No. 0510252

Pursuant to the Federal Trade Commission's (FTC) notice of the Consent Order in the above captioned matter, Anthem Blue Cross and Blue Shield in Colorado (Anthem) submits the following comments on the proposed Consent Order.

Anthem supports competition in the healthcare industry. As a health insurer, Anthem competes with other insurers and administrators of self funded benefits plans based on the price, quality and service of the benefit plans we offer businesses and individuals in Colorado. We recognize that anti-competitive conduct by healthcare providers, and price fixing in particular, increases the cost of the health care benefits we provide. Increased costs stemming from such anti-competitive behavior ultimately hurt small businesses and individuals who buy health insurance.

Anthem has experienced several instances of alleged price fixing in Colorado, several of which have been the subject of other Consent Orders by the FTC. We believe those Consent Orders benefited Colorado consumers by bringing to an end anti-competitive behavior that would have otherwise continued to artificially inflate healthcare costs. However, the effectiveness of such enforcement actions depends on the extent to which the Consent Orders proscribe ongoing activities which may give rise to continuing price fixing or other anti-competitive actions.

Anthem is concerned that the terms of the Consent Order may be interpreted to allow individuals associated with the Boulder Valley Independent Practice Association (BVIPA) to continue to represent physicians and physician practices in a manner that may give rise to collusive pricing negotiated on behalf of the represented physicians. Anthem is concerned that it may continue to experience an upward effect on prices paid for physician services in Boulder County because individuals associated with BVIPA may continue to represent in fee negotiations the same physicians on whose behalf they negotiated as members of BVIPA. Those individuals would continue to be in a position to exchange price information among competing physician practices, thereby facilitating coordinated pricing by the practices. Anthem believes the Consent Order should more broadly proscribe continuing efforts by individuals associated with the Boulder Valley Independent Practice Association.

Respectfully Submitted,

William R. Barnes
Associate General Counsel
WellPoint, Inc.
(Parent company of Anthem Blue Cross and Blue Shield in Colorado)