

affidavit of Elizabeth Margaret Avery, sworn to on January 13, 2005, attached hereto as Exhibit 2.

CX 3020 includes highly-sensitive, non-public information relating to the hospital admissions of United members in Cook and Lake counties, Illinois. Publication of this information in the proceeding would cause United serious competitive injury. This data includes, *inter alia*, information identifying the hospital facility to which United members were admitted, members' identification numbers, zip-codes, ages and genders, in addition to amounts that the facility billed for each admission, the amounts that United allowed and paid for the service, and any co-payment and deductible amounts. Although the data relates to admissions in 2000, in view of the specificity of the information, public disclosure may place United at competitive disadvantages when negotiating with hospitals located in Cook and Lake counties, as well as vis-à-vis United's competitors, since the data files provide a detailed picture of the different financial relationships that United has with hospitals in Cook and Lake counties.

Moreover, CX 3020 also contains certain patient identifying information, the public disclosure of which may violate United's obligations under the Health Insurance Portability and Accountability Act of 1996 (HIPAA), which requires United to protect the confidentiality of individually identifiable health information, defined to include medically-related and payment information that identifies, or may be used to identify, an individual. 45 C.F.R. § 164.501. CX 3020 contains information as to patients' member identification numbers, ages, zip codes, and diagnoses. This information identifies -- or could be used to identify -- an individual patient.

Accordingly, United is required to protect the confidentiality of this information.

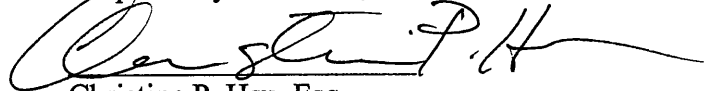
Disclosure of this information will likely result in a clearly defined, serious injury to United, thus justifying *in camera* treatment under the standard articulated by the Commission in In re Kaiser Aluminum & Chem. Corp., 103 F.T.C. 500 (1984), General Foods Corp., 95 F.T.C. 352 (1980), Bristol-Myers Co., 90 F.T.C. 455 (1977) and H.P. Hood & Sons, Inc., 58 F.T.C. 1184 (1961). See United's Motion for In Camera Treatment filed January 4, 2005 (discussing at length the standard for seeking *in camera* protection of data).

Conclusion

For these reasons, United respectfully requests a Supplemental Order, in the form as attached as Exhibit 3, granting United's motion for *in camera* protection.

Dated: January 21, 2005

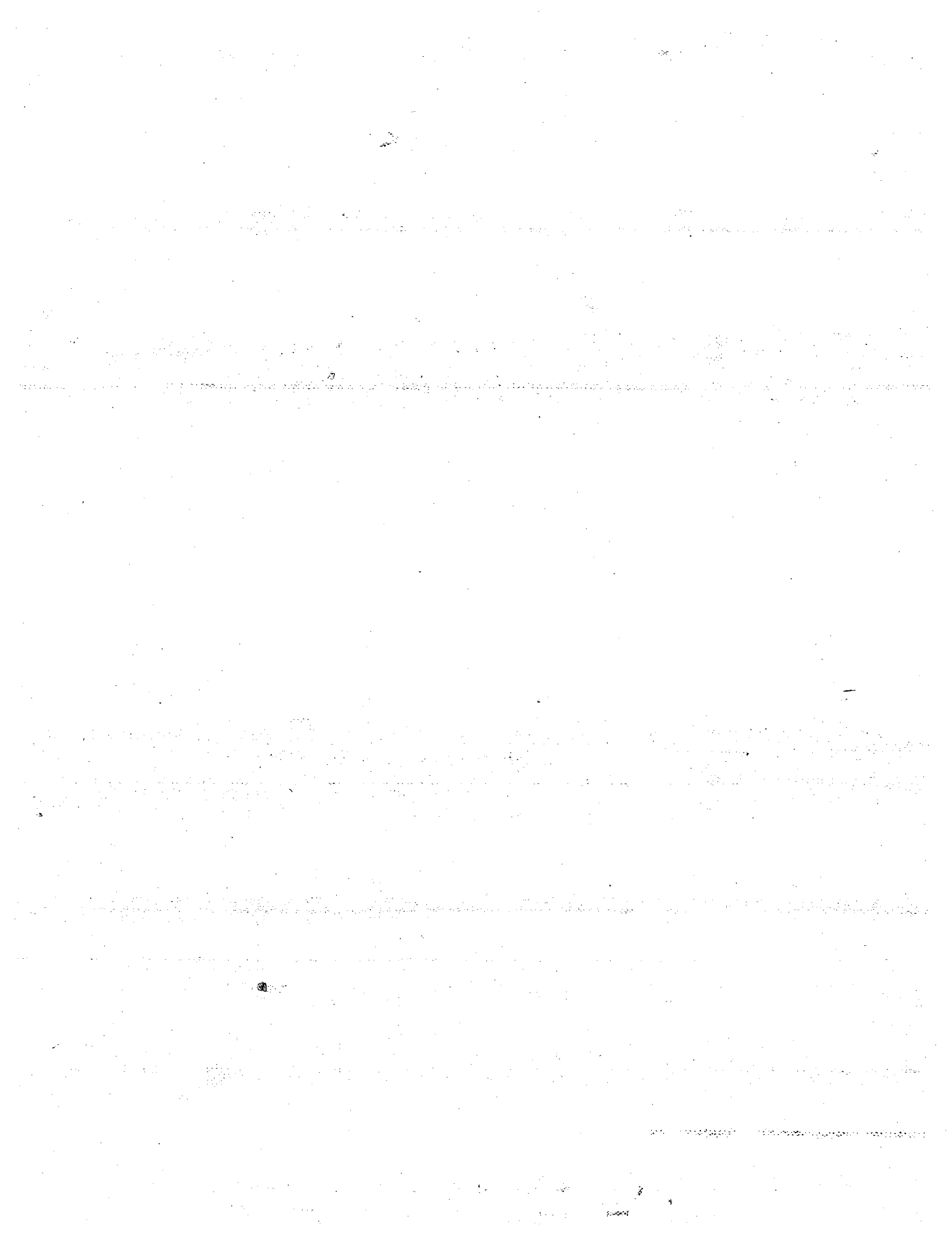
Respectfully submitted,



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Counsel for Non-Party United HealthCare of
Illinois, Inc.



TO BE FILED UNDER SEAL
CONTAINS CONFIDENTIAL INFORMATION

UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION

| | |
|--------------------------|---|
| In the Matter of |) |
| |) |
| EVANSTON NORTHWESTERN |) |
| HEALTHCARE CORPORATION, |) |
| |) |
| a corporation, and |) |
| |) |
| ENH MEDICAL GROUP, INC., |) |
| |) |
| a corporation |) |

Docket No. 9315

Supplemental Declaration of Jillian Foucré

I, Jillian Foucré, declare as follows:

1. I submit this declaration in support of United's Supplemental Motion for *In Camera* Treatment of Confidential and Competitively Sensitive Data in the above-captioned matter, supplementing my affidavit sworn to on December 27, 2004.

2. The data contained in the files designated by the FTC as CX 3020, contained in the CD-Rom accompanying this affidavit and marked as Exhibit A, and for which United, a nonparty in this action, now seeks *in camera* protection was designated "Restricted Confidential, Attorney Eyes Only," pursuant to the Protective Order in this action entered on March 24, 2004. United produced this data in response to the subpoenas *duces tecum* of the Federal Trade Commission ("FTC"), as well as the FTC's Civil Investigative Demand. Extracts of those data files also are attached hereto as Exhibit B.

3. United seeks *in camera* treatment for this data because it contains highly sensitive information relating to patient admissions in Cook and Lake Counties, Illinois, including the hospital facility to which individual United members were admitted, the member's identification number, zip-code, age, gender, amounts that the facility billed for each admission, the amounts that United allowed and paid for the service, as well as any co-payment and deductible amounts.

4. The public disclosure of any of these materials would: (a) allow United's competitors to gain a commercial advantage as they build and maintain their own provider networks and other business operations; (b) give ENH and other providers a tactical advantage in future negotiations with United by reason of the detailed picture that these data files provide of United's financial relationship vis-à-vis each hospital facility with which United does business in Cook and Lake Counties, Illinois. Thus, disclosure

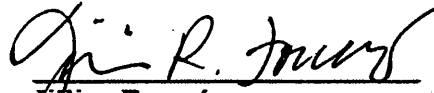
would be highly detrimental to United's business operations and, at the very least, result in the loss of a business advantage.

5. In addition, these data files contain certain patient-related information, including patients' member identification numbers, ages, zip codes, and diagnoses, which identifies, or could be used to identify, individual patients. Disclosure of this information may violate United's obligations under the Health Insurance Portability and Accountability Act of 1996 (HIPAA) to protect the confidentiality of data that may be used to identify an individual patient.

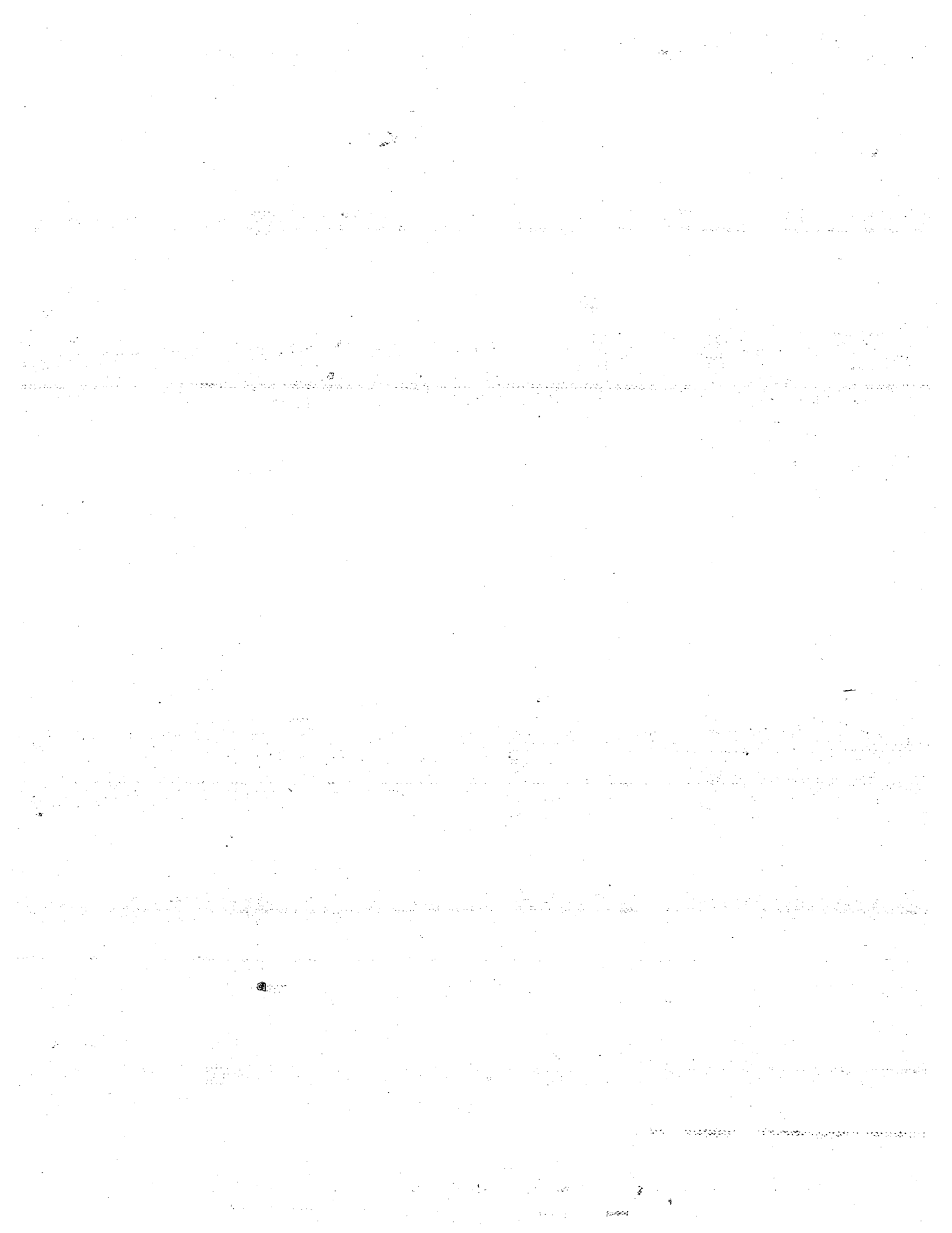
6. The information contained in CX 3020 is considered extremely confidential and is maintained as confidential by United.

I declare, under penalty of perjury, that the foregoing is true and correct.

This 13th day of January, 2005
Minnesota, Minneapolis


Jillian Foucré

**Exhibits 1-A and 1-B
Filed Under Seal**



UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION

In the Matter of)
)
)

Docket No. 9315

EVANSTON NORTHWESTERN)
HEALTHCARE CORPORATION,)
)

a corporation, and)
)

ENH MEDICAL GROUP, INC.,)
)

a corporation)
)

Affidavit of Elizabeth Margaret Avery

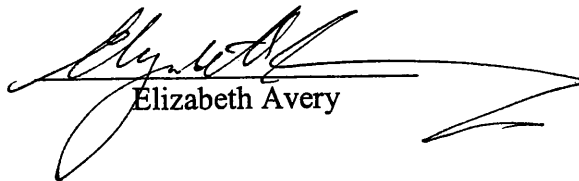
I, Elizabeth Margaret Avery, swear as follows:

1. I am an attorney associated with the law firm Weil, Gotshal & Manges LLP. I represent United HealthCare of Illinois, Inc. ("United"), a third-party in the above captioned-matter.

2. On December 30 at 3:49 p.m., Eastern Standard Time, I received an email from Mr. Jeff Dahnke of the Federal Trade Commission ("FTC"), including an attachment, setting out the various data files which the FTC wished to designate as exhibit CX 3020 in these proceedings. A copy of that email and attachment is attached hereto as Exhibit A.

I swear, under penalty of perjury, that the foregoing is true and correct.

This 13th day of January, 2005
New York, New York


Elizabeth Avery

Subscribed and sworn to me at the:

City/County of NY, State of New York, this 13 day of January, 2005.

Signature Theresa A. Durst

My commission expires: May 31, 2006

THERESA A. DURST
Notary Public, State of New York
No. 41-4908630
Qualified in Queens County
Certificate Filed in New York County
Commission Expires May 31, 2006



"Dahnke, Jeff"
<JDAHNKE@ftc.gov>
12/30/2004 03:49 PM

To: Elizabeth Avery/NY/WGM/US@WGM
cc:
Subject: supplement notice

Ms. Avery,

In connection with our earlier notification that Complaint Counsel intend to place certain documents submitted by UHC on our exhibit list in the matter against Evanston Northwestern Healthcare (Docket No. 9315), I'm attaching to this email the image of an additional item that has been added to, or was inadvertently omitted from, the exhibit list. Attached is CX 3020 (listing data files provided by UHC during the investigation) which should have been included in the earlier notice. Should you have any questions, please do not hesitate to contact me at (202) 326-2111.

Jeff Dahnke
Federal Trade Commission
<<CX03020-001.PDF>>



CX03020-001.PDF

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| Cook_2000_COSMOS.mdb | |
| Cook_2000_UNET.mdb | |
| Lake_2000.mdb | |
| cube_product.dta | |
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**UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION**

| | | |
|--|---|-----------------|
| In the Matter of |) | |
| |) | |
| EVANSTON NORTHWESTERN HEALTHCARE CORPORATION, |) | Docket No. 9315 |
| |) | |
| a corporation, and |) | |
| |) | |
| ENH MEDICAL GROUP, INC., |) | |
| |) | |
| a corporation. |) | |

SUPPLEMENTAL ORDER

Upon consideration of Nonparty United HealthCare of Illinois, Inc.'s ("United") Supplemental Motion For *In Camera* Treatment of Confidential and Competitively Sensitive Data, it is hereby ORDERED that United's motion is GRANTED. The data contained in the files designated as CX 3020 shall receive *in camera* treatment.

The Honorable Stephen J. McGuire
Chief Administrative Law Judge

Dated: January __, 2005

CERTIFICATE OF SERVICE

I, Anant Raut, hereby certify that on January 18, 2005, I caused true and correct copies of United HealthCare of Illinois, Inc.'s Supplemental Motion for *In Camera* Treatment of Confidential and Competitively Sensitive Data to be served on the following persons:

By Hand Delivery:

Donald S. Clark, Secretary
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Washington, D.C. 20580

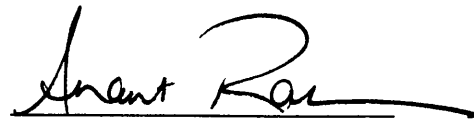
Hon. Stephen McGuire
Chief Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Room H-112
Washington, D.C. 20580

By Federal Express:

David Dahlquist, Esq.
Winston & Strawn LLP
35 W. Wacker Drive
Chicago, Illinois 60601-9703
Counsel to Evanston Northwestern Healthcare Corporation
and ENH Medical Group, Inc.

Thomas Brock, Esq.
Federal Trade Commission
600 Pennsylvania Ave. NW
Room H-360
Washington, DC 20580

Jeffrey Dahnke, Esq.
Federal Trade Commission
Room 5231
601 New Jersey Ave. NW
Washington, DC 20001
Counsel for the Federal Trade Commission


Anant Raut

CERTIFICATE OF SERVICE

I, Anant Raut, hereby certify that on January 21, 2005, I caused true and correct copies of the public version of United HealthCare of Illinois, Inc.'s Supplemental Motion for *In Camera* Treatment of Confidential and Competitively Sensitive Data to be served on the following persons:

By Hand Delivery:

Donald S. Clark, Secretary
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Washington, D.C. 20580

Hon. Stephen McGuire
Chief Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Room H-112
Washington, D.C. 20580

By Federal Express:

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Counsel for the Federal Trade Commission



Anant Raut