

**BEFORE THE COMMISSIONER OF INSURANCE FOR THE STATE OF LOUISIANA**

IN RE: LOUISIANA HEALTH SERVICE & INDEMNITY COMPANY D/B/A BLUE  
CROSS AND BLUE SHIELD OF LOUISIANA

PLAN OF REORGANIZATION REGARDING THE CONVERSION FROM A  
MUTUAL INSURANCE COMPANY TO A STOCK INSURANCE COMPANY

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**BLUE CROSS AND BLUE SHIELD OF LOUISIANA'S RESPONSES TO  
INTERROGATORIES AND REQUESTS FOR PRODUCTION OF DOCUMENTS  
PROPOUNDED BY INTERVENOR, JOHN S. BRADFORD**

Louisiana Health Service & Indemnity Company, doing business as Blue Cross Blue Shield of Louisiana ("BCBSLA") serves its Objections and Responses to Requests for Production of Documents propounded by Intervenor, John S. Bradford.

**GENERAL OBJECTIONS**

BCBSLA objects to each Interrogatory and Request for Production to the extent the Intervenor seeks discovery of preparation materials for the upcoming public hearing, and to the extent that the Intervenor has not made the requisite showing entitling it to such discovery. Indeed, the Intervenor is not entitled to any of the information that has been requested. This proceeding is in connection with a public hearing before the LDI, and it is not discovery issued in connection with any pending litigation. BCBSLA will not allow the Intervenor to use this discovery as a tool to gather information which is unrelated to the narrow scope of this proceeding and is instead related to other ongoing or anticipated litigation.

BCBSLA objects to each Interrogatory and Request for Production to the extent they call for disclosures of documents or information protected by the attorney-client privilege, the work-product doctrine, are protected by the Rules of Civil Procedure, or any other privilege, protection,

or immunity, or are otherwise outside the scope of permissible discovery, or other reason for absolute or conditional exemption from discovery available to the Intervenor under applicable law.

BCBSLA objects to each Interrogatory and Request for Production to the extent they attempt to impose discovery obligations on the BCBSLA beyond the discovery obligations of this proceeding, attempt to expand the scope of permissible discovery or are overly broad, unduly burdensome, incomprehensible, unintelligible, and not likely to lead to the discovery of admissible evidence.

BCBSLA's responses to each Interrogatory and Request for Production are without waiver or limitation of its right to object, on grounds of competency, relevance, materiality, privilege, admissibility as evidence for any purpose, or any other grounds to the use of any documents or information in any subsequent proceeding in, or the public hearing of, this or any other action. BCBSLA hereby reserves the right to raise and rely upon such other and further objections as may become apparent during the course of responding to discovery.

BCBSLA objects to each and every Interrogatory and Request for Production to the extent that the requested document(s) or other information are not in the custody, control, or possession of the BCBSLA.

BCBSLA objects to each and every Interrogatory and Request for Production to the extent each calls for document(s) or information constituting trade secrets or proprietary or confidential business information, entitled to protection. Many of the Intervenor's requests impermissibly seek information that is BCBSLA's private and proprietary information.

BCBSLA objects to each Interrogatory and Request for Production to the extent that they are irrelevant, immaterial, ambiguous, oppressive, overly broad, unduly burdensome, vague, not

limited in time or scope, made for the purpose of harassment and delay, not reasonably calculated to lead to the discovery of admissible evidence, or beyond the permissible scope of discovery.

BCBSLA responds to each Interrogatory and Request for Production based upon information and documentation available as of the date hereof and reserves the right to supplement and amend its responses.

These General Objections are expressly incorporated into each of the individual responses below.

### **RESPONSES AND OBJECTIONS TO INTERROGATORIES**

**INTERROGATORY NO. 1:** Who are the BCBSLA employees that are working with Elevance to integrate services if the sale of Elevance is approved?

#### **ANSWER TO INTERROGATORY NO. 1:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter. BCBSLA further objects to the request as overly broad and unduly burdensome, especially given the accelerated schedule of discovery in this proceeding.

**INTERROGATORY NO. 2:** Who with Elevance are working with BCBSLA to integrate services if the sale of BCBSLA is approved?

#### **ANSWER TO INTERROGATORY NO. 2:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter and as being overly broad and unduly burdensome, especially given the accelerated schedule of discovery in this proceeding. BCBSLA further objects because BCBSLA is not Elevance and has no obligation to provide information that is not within its possession.

**INTERROGATORY NO. 3:** For each person listed above in your responses, state their title with the company he/she works for.

**ANSWER TO INTERROGATORY NO. 3:**

See responses above.

**INTERROGATORY NO. 4:** When did AIM begin to provide services to BCBSLA?

**ANSWER TO INTERROGATORY NO. 4:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter. The request is also objectionable as it is vague and ambiguous to the extent it seems information regarding “AIM” which is not a defined term.

**INTERROGATORY NO. 5:** What specific services does AIM provide BCBSLA?

**ANSWER TO INTERROGATORY NO. 5:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter. The request is also objectionable as it is vague and ambiguous to the extent it seems information regarding “AIM” which is not a defined term and “specific services” which is unclear in light of the information BCBSLA has previously provided in connection with its Plan.

**INTERROGATORY NO. 6:** Is there any other subsidiary of Elevance that provides contract services for BCBSLA?

**ANSWER TO INTERROGATORY NO. 6:**

BCBSLA objects to the request as seeking information previously provided by BCBSLA in connection with its Plan.

**INTERROGATORY NO. 7:** If so, what services are they providing?

**ANSWER TO INTERROGATORY NO. 7:**

See response to Interrogatory Number 6 above.

**INTERROGATORY NO. 8:** If there are any other contractor who provided services for BCBSLA? If so, please identify.

**ANSWER TO INTERROGATORY NO. 8:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter. BCBSLA objects to the request as overly broad and unduly burdensome, especially given the accelerated schedule of discovery in this proceeding, as well as vague and ambiguous to the extent it seeks information regarding “any other contractor” which is not a defined term nor sufficiently narrow to allow BCBSLA to respond.

**BCBSLA’S OBJECTIONS  
AND RESPONSES TO REQUESTS FOR PRODUCTION**

**REQUEST FOR PRODUCTION NO. 1:** Please produce a copy of the Articles of Incorporation and By-Laws of BCBSLA at the time you first started investigating the possibility of the current Reorganization and sale of BCBSLA to a for-profit entity.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 1:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter.

**REQUEST FOR PRODUCTION NO. 2:** Produce a current copy of the Conflict of Interest Policy of BCBSLA that applies to the Executive Employees and Board of Directors of BCBSLA when the proposal to sell or request for bids was first received for this current proposal with Elevance

**RESPONSE TO REQUEST FOR PRODUCTION NO. 2:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter. BCBSLA further objects to the extent the request seeks confidential and proprietary information to which the Intervenor is not entitled. Requiring BCBSLA to disclose its confidential and proprietary information would reveal sensitive company data and cause competitive and economic harm to BCBSLA.

**REQUEST FOR PRODUCTION NO. 3:** Produce copies of all documents referring to “Project River” or “River Project.”

**RESPONSE TO REQUEST FOR PRODUCTION NO. 3:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter and because the request seeks confidential and proprietary information to which the Intervenor is not entitled. Requiring BCBSLA to disclose its confidential and proprietary information would reveal sensitive company data and cause competitive and economic harm to BCBSLA. BCBSLA objects to the request as overly broad and unduly burdensome, especially given the accelerated schedule of discovery in this proceeding, to the extent that it seeks all documents that are in any way related to “Project River” or “River Project.” This request, by its nature, encompasses large collections of documents that are irrelevant to the resolution of this proceeding and to which an Intervenor is not entitled. BCBSLA further objects to the extent the request seeks information protected by the attorney-client and work product privileges.

Subject to and without waiving its objections, BCBSLA directs you to its Plan and its supporting documents.

**REQUEST FOR PRODUCTION NO. 4:** Produce copies of any and all contracts or agreements of the Board of Directors of BCBSLA and its Executive Employees that provides that they will receive something of value if BCBSLA is sold to a third party. This request would include, but not limited to, severance pay, enhanced severance pay, bonuses, or retention bonuses from any party, even if agreement was made before the negotiations of Reorganization or Sale.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 4:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter and because the request seeks confidential and proprietary information to which the Intervenor is not entitled. Requiring BCBSLA to disclose its confidential

and proprietary information would reveal sensitive company data and cause competitive and economic harm to BCBSLA.

**REQUEST FOR PRODUCTION NO. 5:** Provide copies of all documents reflecting the due diligence performed by BCBSLA to determine what specific benefit or programs derived from the proposed sale to Elevance expressed in the "Plan" document

**RESPONSE TO REQUEST FOR PRODUCTION NO. 5:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter and because the request seeks confidential and proprietary information to which the Intervenor is not entitled. Requiring BCBSLA to disclose its confidential and proprietary information would reveal sensitive company data and cause competitive and economic harm to BCBSLA. BCBSLA also objects to the request as overly broad and unduly burdensome, especially given the accelerated schedule of discovery in this proceeding, to the extent that it seeks all documents that are in any way related to the “due diligence” regarding benefits or programs derived from the proposed sale to Elevance. This request, by its nature, encompasses large collections of documents that are irrelevant to the resolution of this proceeding and to which an Intervenor is not entitled. BCBSLA further objects to the extent the request seeks information protected by the attorney-client and work product privileges.

Subject to and without waiving its objections, BCBSLA directs you to its Plan and supporting documents.

**REQUEST FOR PRODUCTION NO. 6:** Provide copies of any and all documents reflecting Due Diligence by BCBSLA as to which company and subsidiaries were the best option to sell to, including, but not limited to, background checks on law suits involving Elevance, Medicare ratings, fines required to pay, complaints of performance companies, and denial of claims.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 6:**

BCBSLA objects to the request as overly broad and unduly burdensome, especially given the accelerated schedule of discovery in this proceeding. BCBSLA further objects to the request

as vague and ambiguous in its reference to “Due Diligence.” BCBSLA further objects to the extent the request seeks information protected by the attorney-client and work product privileges.

Subject to and without waiving its objections, BCBSLA directs you to its Plan and supporting documents.

**REQUEST FOR PRODUCTION NO. 7:** Produce copies of documents reflecting the "pros and cons" of the proposal to Elevance that was presented to the Board of Directors, whether by documents or slide presentation.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 7:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter and because the request seeks confidential and proprietary information to which the Intervenor is not entitled. Requiring BCBSLA to disclose its confidential and proprietary information would reveal sensitive company data and cause competitive and economic harm to BCBSLA. BCBSLA objects to the request as overly broad and unduly burdensome, especially given the accelerated schedule of discovery in this proceeding, to the extent that it seeks all documents that are in any way related to “pros and cons” of the proposal to Elevance that was presented to the Board of Directors. This request, by its nature, encompasses large collections of documents that are irrelevant to the resolution of this proceeding and to which an Intervenor is not entitled. BCBSLA further objects to the extent the request seeks information protected by the attorney-client and work product privileges.

Subject to and without waiving its objections, BCBSLA directs you to its Plan and supporting documents.

**REQUEST FOR PRODUCTION NO. 8:** Please produce a copy of the Executive Summary that was provided to all of the Board of Directors of BCBSLA that was presented to the Board prior to its initial vote on the proposed sale to Elevance.



**RESPONSE TO REQUEST FOR PRODUCTION NO. 8:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter and because the request seeks confidential and proprietary information to which the Intervenor is not entitled. Requiring BCBSLA to disclose its confidential and proprietary information would reveal sensitive company data and cause competitive and economic harm to BCBSLA. BCBSLA further objects to the extent the request seeks information protected by the attorney-client and work product privileges.

**REQUEST FOR PRODUCTION NO. 9:** Provide copies of any and all Minutes from the BCBSLA Board of Directors Meeting or meeting where the Directors voted to reorganize the conversion of the company from mutual insurance company to a stock company, and their agreement to sell BCBSLA prior to the first request presented to the Louisiana Department of Insurance

**RESPONSE TO REQUEST FOR PRODUCTION NO. 9:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter and because the request seeks confidential and proprietary information to which the Intervenor is not entitled. Requiring BCBSLA to disclose its confidential and proprietary information would reveal sensitive company data and cause competitive and economic harm to BCBSLA. BCBSLA further objects to the extent the request seeks information protected by the attorney-client and work product privileges.

**REQUEST FOR PRODUCTION NO. 10:** Please produce copies of any and all documents that were presented for review to the Board of Directors in connection with the proposed sale to Elevance.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 10:**

BCBSLA objects to the request as improper and seeking information that is irrelevant to the resolution of the pending matter and because the request seeks confidential and proprietary information to which the Intervenor is not entitled. Requiring BCBSLA to disclose its confidential

and proprietary information would reveal sensitive company data and cause competitive and economic harm to BCBSLA. BCBSLA objects to the request as overly broad and unduly burdensome, especially given the accelerated nature of discovery in this proceeding, to the extent that it seeks any and all documents that were presented for review to the Board of Directors in connection with the proposed sale to Elevance. This request, by its nature, encompasses large collections of documents that are irrelevant to the resolution of this proceeding and to which an Intervenor is not entitled. BCBSLA further objects to the extent the request seeks information protected by the attorney-client and work product privileges.

Subject to and without waiving its objections, BCBSLA directs you to its Plan and supporting documents.

**REQUEST FOR PRODUCTION NO. 11:** Provide copies of any documents that were produced to your experts, Cane Brothers, Morgan Lewis, Deloitte Consulting, and Chaffe & Associates, Inc.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 11:**

BCBSLA objects to the request as beyond the permitted amount of requests allowed per the Hearing Officer's January 29, 2024 Scheduling Order, which states that all parties "shall be limited to ten interrogatories and ten requests for production of documents, inclusive of subparts."

**REQUEST FOR PRODUCTION NO. 12:** Provide copies of all documents and reports that BCBSLA has that would support or were in opposition to statements set forth in the section entitled "Reasons for the Proposed Reorganization and Considerations of the Board; Recommendation of the Board" which was set forth in the Plan of Reorganization requesting the conversion from a Mutual Insurance Company to a for-profit Stock Insurance Company.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 12:**

BCBSLA objects to the request as beyond the permitted amount of requests allowed per the Hearing Officer's January 29, 2024 Scheduling Order, which states that all parties "shall be limited to ten interrogatories and ten requests for production of documents, inclusive of subparts."

**REQUEST FOR PRODUCTION NO. 13:** Produce a copy of the contract between BCBSLA and AIM, Inc., a subsidiary of Elevance.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 13:**

BCBSLA objects to the request as beyond the permitted amount of requests allowed per the Hearing Officer's January 29, 2024 Scheduling Order, which states that all parties "shall be limited to ten interrogatories and ten requests for production of documents, inclusive of subparts."

**REQUEST FOR PRODUCTION NO. 14:** Produce copies of any documents you sent to McKinsey & Company relative to this proposed sale.

**RESPONSE TO REQUEST FOR PRODUCTION NO. 14:**

BCBSLA objects to the request as beyond the permitted amount of requests allowed per the Hearing Officer's January 29, 2024 Scheduling Order, which states that all parties "shall be limited to ten interrogatories and ten requests for production of documents, inclusive of subparts."

**McGLINCHEY STAFFORD, PLLC**

/s/ Juston M. O'Brien

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**CERTIFICATE OF SERVICE**

**I HEREBY CERTIFY** that on this 2nd day of February, 2024, a copy of the above and foregoing has been sent via electronic mail to all counsel of record.

/s/ Juston M. O'Brien

Juston M. O'Brien