

**Amendment to Consent Order, BISHCA Docket No. 08-102-H,
Between the Vermont Department of Banking, Insurance, Securities and Health
Care Administration and Blue Cross and Blue Shield of Vermont**

Whereas the Vermont Department of Banking, Insurance, Securities and Health Care Administration (the "Department") and Blue Cross and Blue Shield of Vermont ("BCBSVT") entered into a Consent Order on October 16, 2008, BISHCA Docket No. 08-102-H, to resolve outstanding matters arising from a market conduct examination of BCBSVT;

Now, therefore, the parties agree to amend the Consent Order with respect to Paragraph C, page 10 by deleting the text to Paragraph C in its entirety and replacing it as follows:

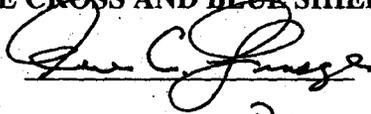
VHSG shall discontinue its sponsorship of health insurance as an association as of January 1, 2010. BCBSVT shall work with the Department in preparing a plan for the discontinuance of health insurance through VHSG and identifying options and choices of alternative health insurance coverage for VHSG members. BCBSVT shall submit a proposed plan to the Department for approval on or before March 1, 2009 describing how the VHSG members will be notified of the discontinuance of VHSG and the options and choices of alternative health insurance coverage available to the members. The notice that BCBSVT sends to VHSG members shall include the following language: "If you have any questions about the health plan choices available in Vermont, please contact your broker or call BCBSVT toll-free at (800) 255-4550- options 1, 1, 3 or by email at Sales&ServiceReps@bcbsvt.com. You can also contact the consumer representatives at the Department of Banking, Insurance, Securities and Health Care Administration at 1-800-631-7788." The Commissioner may approve such plan, disapprove such plan, or approve such plan with conditions. The Commissioner shall retain jurisdiction over BCBSVT and the subject matter of the plan in the event that the plan submitted by BCBSVT is disapproved or approved with conditions and to monitor implementation of the plan.

All parties understand and acknowledge that this Amendment to the Consent Order is a public record pursuant to Title 1, Chapter 5 of the Vermont Statutes and is part of BISHCA Docket No. 08-102-H.

So agreed:

BLUE CROSS AND BLUE SHIELD OF VERMONT

By:



Date:

12-4-2008

Title:

INTERIM PRESIDENT & CEO



Paulette J. Thabault, Commissioner

Date:

12-10-08

**VERMONT DEPARTMENT OF BANKING,
INSURANCE, SECURITIES, AND HEALTH
CARE ADMINISTRATION**