



**American Enterprise**  
GROUP INC.

601 6<sup>th</sup> Avenue, Des Moines, Iowa 50309

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**By Federal Express and SERFF**

COMPANY LICENSING  
& REGISTRATION

**October 27, 2011**

The Honorable Eleanor Kitzman, Commissioner of Insurance  
Texas Department of Insurance  
Company Licensing & Registration Division  
MC 305-2C  
P.O. Box 149104  
Austin, Texas 78714-9104

Re: American Republic Insurance Company, NAIC #60836 / World Insurance Company, NAIC #70629

Notice Pursuant to Texas Insurance Code Sections 827.003(2) and 1202.051 and Texas Insurance Regulations Sections 3.3038(e), 7.1804(a), 7.1805(a), and 21.2704.

Dear Commissioner Kitzman:

As you may be aware, American Republic Insurance Company ("American Republic") and World Insurance Company ("World"), subsidiaries of American Enterprise Group, Inc. ("American Enterprise") are withdrawing from all individually underwritten comprehensive major medical insurance markets. This withdrawal includes Individual and Association Group (non-employer) comprehensive major medical insurance. Like all companies, we continually monitor our business strategy to ensure a competitive presence in the rapidly changing insurance market. With the changes in the major medical insurance marketplace and the resulting uncertainty brought on by the regulatory environment, we determined we are no longer able to provide the kind of major medical insurance protection our customers have come to expect. During a recent review of American Republic's and World's overall businesses, the difficult decision was made to exit the individually underwritten comprehensive major medical insurance business in all of American Republic's and World's existing markets. Pursuant to Texas Insurance Code Sections 827.003(2) and 1202.051 and Texas Insurance Regulations Sections 3.3038(e), 7.1804(a), 7.1805(a) and 21.2704, please accept this letter as formal notice of American Republic's and World's decision to discontinue and non-renew all individually underwritten comprehensive major medical benefit plans and withdraw from the individually underwritten comprehensive major medical insurance business in the State of Texas. Notice is also being sent to the Commissioners and/or Directors in states where insureds under a Texas policy might reside.

#### Guaranteed Replacement Offer

In connection with the decision to withdraw from the individually underwritten comprehensive major medical insurance business, we have entered into a business transition agreement with Celtic Insurance Company ("Celtic"), a wholly-owned subsidiary of Centene Corporation, a multi-billion dollar health services organization.

Pursuant to the agreement, Celtic will offer a replacement insurance policy on a guaranteed issue basis to each individually underwritten comprehensive major medical insurance policyholder, certificate holder and insured of American Republic and World that resides in the State of Texas, other than to policyholders of (i) 1 policy converted from a group policy to an individual policy, for which no guaranteed replacement offer will be made, because this policy was not individually



underwritten, and (ii) 3 policies that were written through agents in a career agency sales force, which policies are also subject to a related reinsurance agreement, who will not receive an offer of guaranteed replacement coverage, due to existing contractual arrangements. We will continue to work with the reinsurer to determine if a suitable replacement offer can be made to these policyholders.

Also, policyholders age 64.5 years and older, will not receive a guaranteed replacement offer, as their age exceeds Celtic's attained age issuing requirements for major medical coverage. However, we will be ready to assist eligible policyholders with finding Medicare Supplemental options, as appropriate.

Policyholders who accept the Celtic offer will enjoy continuous healthcare coverage without any break, and without underwriting or evidence of insurability required. The Celtic offer will be made regardless of health status, and no new pre-existing exclusions will be applied to policyholders who accept the offer.

To the extent possible, Celtic benefits will be similar to the American Republic or World benefits, and Celtic policies will include the same or similar waivers, rate ups and endorsements included in such policyholders' existing American Republic or World policies. In all cases, the transition will be completely at the option of the policyholder. The policyholder may choose either the Celtic policy, elect to remain with American Republic or World, as applicable (until nonrenewal or termination as permitted by the policy and applicable law) or seek coverage with another carrier. By partnering with Celtic, we hope to ensure a smooth transition for our customers in your state.

### **Withdrawal Prior Approval**

As described above, the Insurance Subsidiaries intend to withdraw from all individually underwritten comprehensive major medical insurance markets. Pursuant to the requirements of Section 7.1804 of the Texas Insurance Regulations, separate Plans of Orderly Withdrawal for each American Republic and World are attached hereto as Exhibits A-1 and A-2 for your approval. Please inform us as soon as possible if the attached Plans of Orderly Withdrawal are deemed incomplete or should you require information in addition to that provided in the attached Plans of Orderly Withdrawal.

Each of American Republic and World hereby requests your approval of its withdrawal from the individually underwritten comprehensive major medical insurance market in Texas, pursuant to Section 827.005 of the Texas Insurance Code.

### **180 Days' Advance Notice**

Subject to obtaining the prior approval of the Texas Commissioner of Insurance of the Plans of Orderly Withdrawal, 180 days' written notice will be provided of American Republic's and World's intent to discontinue and non-renew coverage to individually underwritten comprehensive major medical insurance policyholders and certificate holders by letter on or before December 1, 2011. Pursuant to applicable law, each of American Republic and World will renew, upon request of the applicable policyholder or certificate holder, any of their respective individually underwritten comprehensive major medical insurance plans with a policy anniversary date during the 180-day period following such notice for a period ending on the last day of such 180-day period. For individually underwritten comprehensive major medical insurance plans without a policy



anniversary date during such 180-day period, coverage will be non-renewed as of the next monthly renewal date after the last day of such 180-day period. The companies ceased new sales of all individually underwritten comprehensive major medical insurance plans on October 20, 2011, but will honor any outstanding quotes issued prior to such date and disclose that such new policies will be subject to this cancellation notice.

The written notice to policyholders and certificate holders will also provide American Republic's and World's individually underwritten comprehensive major medical insurance policyholders and certificate holders with information about obtaining guaranteed replacement coverage with Celtic, if applicable, to begin on January 1, 2012. Attached as Exhibits B-1 (American Republic) and B-2 (World) are drafts of the written notice that will be mailed to individual comprehensive major medical insurance policyholders and certificate holders of American Republic and World, respectively.

Our records indicate that American Republic's withdrawal from the individually underwritten comprehensive major medical insurance market in Texas will affect approximately 1,768 covered lives based on enrollment as of October 14, 2011. American Republic acknowledges that, pursuant to applicable law, it may not issue any coverage in individually underwritten comprehensive major medical insurance markets of Texas during the five-year period beginning on the date the last individually underwritten comprehensive major medical insurance coverage is non-renewed.

Our records indicate that World's withdrawal from the individually underwritten comprehensive major medical insurance market in Texas will affect approximately 5,805 covered lives based on enrollment as of October 14, 2011. World acknowledges that, pursuant to Texas law, it may not issue any coverage in individually underwritten comprehensive major medical insurance markets of Texas during the five-year period beginning on the date the last individually underwritten comprehensive major medical insurance coverage is non-renewed.

Every American Republic and World policyholder and certificate holder will have at least 180 days' notice of the nonrenewal or discontinuance of his or her policy/certificate. The companies will continue to service all affected Texas covered individuals through the withdrawal and during any required runoff period. During the withdrawal and runoff period, the companies will continue to process claims and respond to customer service inquiries in the ordinary course of business. The companies will maintain appropriate staff levels to insure a continuation of the same level of service that it has provided in the past. This letter and the exhibits attached hereto include non-public proprietary information including trade secrets which, if disclosed, could cause severe competitive injury to American Enterprise, American Republic and World. Accordingly, we hereby request confidential treatment be afforded to the documents and information referenced in or attached to this letter to the fullest extent possible pursuant to applicable law.

Please be advised that this decision is strictly limited to our individually underwritten comprehensive major medical insurance. It does not in any way impact the continued offering of the company's other group and individual products and services, including but not limited to:

- Accident-Only
- Specified Disease - Limited Benefit Policies
- Hospital Indemnity Policies
- Hospital/Surgical/Medical Expense Limited Benefit Policies
- Hospital Confinement Limited Benefit Policies



- Other Limited Benefit Policies
- Long Term Care Policies
- Home Health Care
- Dental Policies
- Medicare Supplement Policies
- Short Term Medical Policies
- Life Policies
- Annuity Policies

We thank you for your cooperation in working with American Republic and World through this transition. We will, of course, be happy to work closely with your Department in anticipation of, and response to, questions you may receive from customers of American Republic or World. If you or your staff have any questions or would like any additional information regarding our exit from the individually underwritten comprehensive major medical insurance market in Texas, please do not hesitate to contact Jamie Mueller at our toll-free number, 1-800-247-2190, ext 6569, or by email at [Jamie.Mueller@americanenterprise.com](mailto:Jamie.Mueller@americanenterprise.com). You may also contact Betty DeLarge of Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C, who is representing American Enterprise Group in connection with American Republic and World's withdrawal.

Sincerely,

*Michelle M Casper Barker*

Michelle M. Casper Barker  
Vice President and General Counsel