



SUPPLEMENTAL COMPENSATION EXHIBIT
For the Year Ended December 31, 2012
(To be filed by March 1)

PART 1 - INTERROGATORIES

1. The reporting insurer is a member of a group of insurers or other holding company system?

Yes [] No [X]
- If yes, do the amounts below represent
- 1) total gross compensation paid to each individual by or on behalf of all companies which are part of the group; or

Yes [] No []
- 2) allocation to each insurer?

Yes [] No []
2. Did any person while an officer, director, or trustee of the reporting entity receive directly or indirectly, during the period covered by this statement any commission on the business transactions of the reporting entity?

Yes [] No [X]
3. Except for retirement plans generally applicable to its staff employees, has the reporting entity any agreement with any person, other than contracts with its agents for the payment of commissions whereby it agrees that for any service rendered or to be rendered, that he/she shall receive directly or indirectly, any salary, compensation or emolument that will extend beyond a period of 12 months from the date of the agreement?

Yes [X] No []

PART 2 - OFFICERS AND EMPLOYEES COMPENSATION

1 Name and Principal Position	2 Year	Annual Compensation			
		3 Salary	4 Bonus	5 All Other Compensation	6 Totals
Chief Executive Officer					
MICHAEL EUGENE FRANK, PRESIDENT AND CEO	2012	385,000	213,059	37,239	635,298
MICHAEL EUGENE FRANK, PRESIDENT AND CEO	2011	385,000	102,924	26,302	514,226
MICHAEL EUGENE FRANK, PRESIDENT AND CEO	2010	301,074	46,441	68,585	416,100
1. FRED CARTER OLSON, MD, EVP INTERNAL OPS & CMO	2012	287,370	106,010	139,794	533,174
FRED CARTER OLSON, MD, EVP INTERNAL OPS & CMO	2011	285,438	60,698	4,948	351,084
FRED CARTER OLSON, MD, EVP INTERNAL OPS & CMO	2010	276,077	51,767	4,019	331,863
2. MARK ANDREW BURZYNSKI, TREASURER SVP & CFO	2012	248,230	91,572	8,936	348,738
MARK ANDREW BURZYNSKI, TREASURER & CFO	2011	246,561	52,345	8,290	307,196
MARK ANDREW BURZYNSKI, TREASURER & CFO	2010	238,295	42,381	23,207	303,883
3. PATRICK WING HONG LAW, CHIEF INFORMATION OFFICER	2012	215,000	79,313	2,410	296,723
PATRICK WING HONG LAW, CHIEF INFORMATION OFFICER	2011	214,999	43,440	1,160	259,599
PATRICK WING HONG LAW, CHIEF INFORMATION OFFICER	2010	200,000	21,068	1,322	222,390
4. JAMES E SPENCER, CHIEF ACTUARY	2012	203,824	75,190	1,673	280,687
JAMES E SPENCER, CHIEF ACTUARY	2011	202,321	42,447	1,086	245,854
JAMES E SPENCER, SR. DIR. ACTUARIAL	2010	195,243	19,193	949	215,385
5. MARY ELLEN BELCHER, GENERAL COUNSEL	2012	168,235	62,062	11,437	241,734
MARY ELLEN BELCHER, GENERAL COUNSEL	2011	167,104	32,666	5,805	205,575
MARY ELLEN BELCHER, GENERAL COUNSEL	2010	156,527	15,657	4,391	176,575
6. FRANK COTE, CHIEF SALES OFFICER	2012	153,902	25,294	41,807	221,003
FRANK COTE, SR DIRECTOR GOV AFFAIRS	2011	132,153	25,264	665	158,082
FRANK COTE, SR DIRECTOR GOV AFFAIRS	2010	126,323	13,816	560	140,699
7. LINDA M GANNO, CHIEF INTERNAL OPERATIONS	2012	180,000	34,027	5,774	219,801
LINDA M GANNO, CHIEF INTERNAL OPERATIONS	2011	131,210	26,594	1,187	158,991
LINDA M. GANNON, SR DIRECTOR INTERNAL OPS	2010	127,761	10,830	16,860	155,451
8. MONICA E. BERNER, MD, MEDICAL OFFICER	2012	176,860	33,408	1,046	211,314
MONICA E. BERNER, MD, MEDICAL OFFICER	2011	171,507	32,399	365	204,271
MONICA E. BERNER, MD, MEDICAL OFFICER	2010	162,000	6,500	328	168,828
9. PATRICK MORROW, MD, MEDICAL OFFICER	2012	167,660	5,477	788	173,925
PATRICK MORROW, MD, MEDICAL OFFICER	2011	19,231	0	104	19,335
	2010				0

PART 3 - DIRECTOR COMPENSATION

1 Name and Principal Position or Occupation	2 Compensation Paid or Deferred for Services as Director	3 All Other Compensation Paid or Deferred	4 Totals
Directors			
1. TERRY BYRON COSGROVE DIRECTOR	26,000	2,300	28,300
2. LANE WILLIAM BASSO DIRECTOR	36,500	905	37,405
3. DEAN EDWARD FOLKVORD DIRECTOR	27,500	1,300	28,800
4. NORA CHESTNUTT GERRITY, M.D. DIRECTOR	20,000	4,250	24,250
5. LARRY DEANE GIANCHETTA DIRECOTR	26,500	1,300	27,800
6. PAUL FRANCIS GRMOLJEZ, M.D. DIRECTOR	21,000	300	21,300
7. CHASE TYLER HIBBARD DIRECTOR	28,500	1,256	29,756
8. JERRY EDWARD LUSK CHAIRMAN	78,000	22,910	100,910
9. RANDALL OLSON, M.D. DIRECTOR	15,000	300	15,300
10. FAYE HANSON WARREN DIRECTOR	22,000		22,000
11. LARRY ALAN VIANO DIRECTOR	28,500	1,300	29,800
12. JEFFERY FEE DIRECTOR	14,000	256	14,256
13. DAVID C HENRY DIRECTOR	18,500		18,500
14. MARK RUMANS, M.D. DIRECTOR	15,500		15,500