

**JAMES J. DONELON, COMMISSIONER
OF INSURANCE FOR THE STATE OF
LA, IN HIS CAPACITY AS
REHABILITATOR OF LA HEALTH
COOPERATIVE, INC.**

VS.

TERRY S. SHILLING, ET AL.

FILED: _____

*** SUIT NO. 651,069, SEC. 22**

*** 19TH JUDICIAL DISTRICT COURT**

*** PARISH OF EAST BATON ROUGE**

*** STATE OF LOUISIANA**

**_____
DEPUTY CLERK**

EX PARTE MOTION FOR ADMISSION PRO HAC VICE

NOW COMES, through undersigned counsel, Defendant, Milliman, Inc., and pursuant to Louisiana Supreme Court Rule XVII, Section 13 respectfully requests an Order from this Honorable Court enrolling as co-counsel Catharine Luo of the law firm DENTONS US, LLP, 1221 Avenue of the Americas, New York, New York, 10020-1089; Telephone: 212-768-6730; Facsimile: 212-768-6800.

Ms. Luo is admitted to practice in the US District Court for the Eastern District of New York and the US District Court for the Southern District of New York (#5188354).

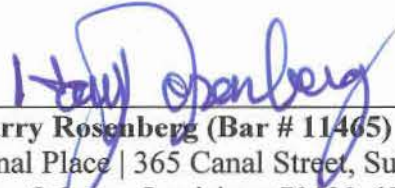
Ms. Luo is in good standing with the State Bar of New York since her admission in 2014 as reflected in the attached Certificate of Good Standing (Exhibit A). Also attached to this motion is correspondence from Charles B. Plattsmier, Chief Disciplinary Counsel, approving Ms. Luo's Application for *Pro Hac Vice* Admission in Louisiana (Exhibit B) and an affidavit of Ms Luo (Exhibit C).

Accordingly, undersigned counsel verifies that this motion and the documents attached have been served on all counsel of record and the Louisiana Attorney Disciplinary Board and that the requisite fee, as required in Section 13(A)(4)(ii) of the Local Rule XVII, has been paid to the Disciplinary Board.

Respectfully submitted,

PHELPS DUNBAR LLP

BY:



Harry Rosenberg (Bar # 11465)
Canal Place | 365 Canal Street, Suite 2000
New Orleans, Louisiana 70130-6534
Telephone: 504-566-1311
Telecopier: 504-568-9130
Email: rosenbeh@phelps.com
and

H. Alston Johnson (Bar # 7293)
400 Convention Street, Suite 1100
Baton Rouge, LA 70802
Telephone: 225-346-0285
Telecopier: 225-381-9197
Email: johnsona@phelps.com

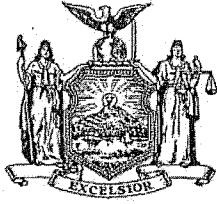
ATTORNEYS FOR MILLIMAN, INC.

CERTIFICATE OF SERVICE

I hereby certify that on the 16th day of February, 2018, that a copy of the foregoing has been served upon all known counsel of record either by facsimile, electronic mail and/or via U.S. mail, first class postage prepaid and properly affixed.



Harry Rosenberg



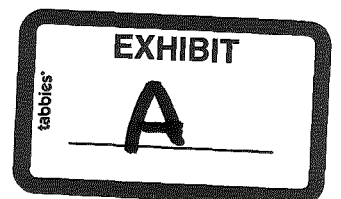
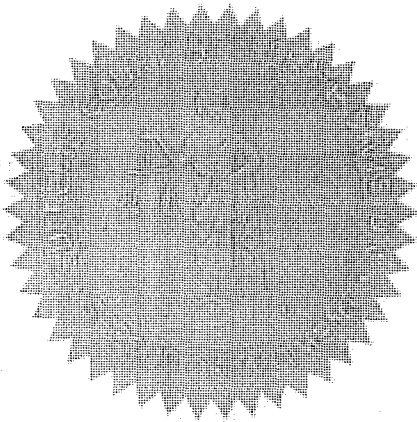
Appellate Division of the Supreme Court
of the State of New York
Second Judicial Department

I, Aprilanne Agostino, Clerk of the Appellate Division of the Supreme Court of the State of New York, Second Judicial Department, do hereby certify that Catharine Luo was duly licensed and admitted to practice as an Attorney and Counselor-at-Law in all the courts of the State, according to the laws of the State and the court rules and orders, on the 5th day of February 2014, has duly taken and subscribed the oath of office prescribed by law, has been enrolled in the Roll of Attorneys and Counselors-at-Law on file in my office, has duly registered with the administrative office of the courts, and according to the records of this court is in good standing as an Attorney and Counselor-at-Law.

In Witness Whereof, I have hereunto set my hand and affixed the seal of said Appellate Division on December 20, 2017.

Aprilanne Agostino

Clerk of the Court





LOUISIANA ATTORNEY DISCIPLINARY BOARD

OFFICE OF THE DISCIPLINARY COUNSEL

4000 S. Sherwood Forest Blvd.

Suite 607

Baton Rouge, Louisiana 70816

(225) 293-3900 • 1-800-326-8022 • FAX (225) 293-3300

February 2, 2018

Catharine Luo, Esq.
Dentons, US, LLP
1221 Avenue of the Americas
New York, NY 10020

Re: 18-PHV-048
James J. Donelon, Commissioner of Insurance
for the State of LA, et al
vs. Terry S. Shilling et al
Docket # 651,069 – Section 22

Dear Ms. Luo:

The Louisiana Office of Disciplinary Counsel has received your application for *pro hac vice* admission in the State of Louisiana in connection with the matter of *James J. Donelon, Commissioner of Insurance for the State of LA, et al vs. Terry S. Shilling et al* pending before the 19th Judicial District Court in East Baton Rouge Parish. A review of your application indicates that you are supported by your sponsoring attorney *Harry Rosenberg*, who is currently licensed and in good standing with the Louisiana State Bar. In all respects it appears that your application is in appropriate format. The Office of Disciplinary Counsel currently possesses no information upon which to base an opposition to your application.

By copy of this correspondence to the presiding District Court Judge and your sponsoring attorney, we are advising them of our approval of your application.

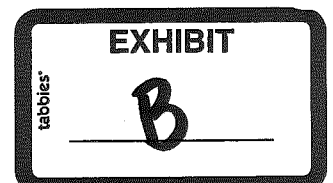
Very truly yours,

A handwritten signature in black ink, appearing to read "Charles B. Plattsmier", is written over a horizontal line.

CHARLES B. PLATTSMIER
Chief Disciplinary Counsel

CBP/pab

cc: Honorable Timothy Kelley
Harry Rosenberg, Esq.
Disciplinary Board



APPLICATION FOR *PRO HAC VICE* ADMISSION IN LOUISIANA¹

1. Full name of Applicant: Catharine Luo

2. Full name, address and telephone number of law firm in which the applicant practices:
DENTONS US LLP
1221 AVENUE OF THE AMERICAS
NEW YORK, NY 10020 212-398-5221

3. Applicant's residence address and telephone number:
604 5TH STREET, #1, BROOKLYN, NY 11215
404 702-4422

4. Name of case in which admission is sought: James J. Donelon, Commissioner of Insurance for the State of Louisiana, in his capacity as Rehabilitator of Louisiana Health Cooperative, Inc. v. Terry S. Shilling et al.

5. Court or agency and docket number of case: 19TH Judicial Circuit, Parish of East Baton Rouge,
Suit No. 651,069 Section 22

6. Name, address and phone number of each client sought be to represented:

<u>Milliman, Inc.</u>	<u>_____</u>
<u>1301 Fifth Avenue, Suite 3800</u>	<u>_____</u>
<u>Seattle, WA 98101-2646</u>	<u>_____</u>
<u>206-624-7940</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>

¹ If the spaces are not sufficient to allow for complete responses, please append any additional responses to this Application.

7. Please list every court before which you have been admitted to practice (excluding *pro hac vice* admissions), the respective period(s) of admission and your bar roll or other identifying number before the courts:

Appellate Div. Supreme Court , 2nd Judicial Dept. #5188354 02/05/2014

U.S. District Court for the Eastern District of New York 08/19/2014

U.S. District Court for the Southern District of New York 08/19/2014

8. Please check the appropriate box indicating whether you:

(a) have been denied admission *pro hac vice* in this state
 yes no

(b) had admission *pro hac vice* revoked in this state
 yes no

(c) have otherwise formally been disciplined or sanctioned by any court in this state
 yes no

If you answered affirmatively to these questions, please specify:

The nature of the allegations: _____

The name of the authority bringing such proceedings: _____

The caption of the proceedings: _____

The date filed: _____

What findings were made: _____

What action was taken in connection with those proceedings: _____

9. Have you ever been publicly disciplined by any lawyer disciplinary committee, state or federal court, or lawyer disciplinary agency in any other jurisdiction?
 yes no

If you answered affirmatively, as to each such discipline, please provide the following:

A summary of the allegations against you: _____

The name of the state or federal authority bringing such proceedings: _____

The date the discipline was imposed: _____

The style of the proceedings: _____

The findings made and discipline imposed in connection with the proceedings: _____

(A copy of any public Order of lawyer discipline imposed against the applicant shall be appended to this Application)

10. Please state whether you have been held formally in contempt or otherwise sanctioned by any court in a written order in the last five (5) years.
 yes no

If you answered affirmatively, as to each occurrence, please provide the following:

The nature of the allegations: _____

The name of the court before which such proceedings were conducted: _____

The date of the contempt order or sanction: _____

The caption of the proceedings: _____

The substance of the court's rulings (a copy of the written order or transcript of the oral rulings shall be attached to this Application): _____

11. Please state whether you have been convicted of any crimes (other than minor, non-alcohol related traffic violations).
 yes no

If you answered affirmatively, as to each occasion, please provide the following:

The substance of the criminal charge(s) _____

The name of the court before which the proceeding was conducted: _____

The approximate date the proceeding was concluded: _____

The outcome of the proceeding: _____

(A copy of any such Judgment or Order of Conviction shall be appended to this Application.)

12. Are there any criminal charges (other than minor, non-alcohol related traffic violations) or lawyer disciplinary complaints or proceedings presently pending against you?
 yes no

If you answered affirmatively, as to each such pending criminal charge or lawyer disciplinary complaint or proceeding, please provide the following:

The name and address of the court or agency before which the criminal proceeding or lawyer disciplinary complaint or proceeding is pending: _____

The substance and nature of any criminal charge or lawyer disciplinary complaint or proceeding pending against you: _____

(A copy of any pending lawyer discipline complaint(s) or proceeding(s), or criminal charge(s), shall be appended to this Application.)

13. Please state the name and address of each court or agency and a full identification of each proceeding in which the applicant has moved a Louisiana Court or agency, and/or filed an application to appear *pro hac vice*, or appeared *pro hac vice*, in this state within the preceding two years; the date of each application; and the outcome of the application.

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

14. Please list the name, address, telephone number and bar number of an active member in good standing of the bar of this state who will sponsor your *pro hac vice* request. The bar member preferably will be the attorney of record for the client(s) you seek to represent.

Harry Rosenberg PHELPS DUNBAR LLP	11465
_____	_____
Name	Bar number
365 CANAL STREET, SUITE 2000	

Address	504-584-9219 (OFFICE) 504-250-7908 (CELL)
NEW ORLEANS, LA 70130	
_____	_____
	Telephone number

15. Please list your prior or continuing representation in other matters of one or more of the clients you propose to represent and any relationship between such other matter(s) and the proceeding for which you seek admission.

SEE ATTACHED FOR FULL RESPONSE

16. Please list any special experience, expertise, or other factor deemed to make it particularly desirable that you be permitted to represent the client(s) you propose to represent.

SEE ATTACHED FOR FULL RESPONSE

13. Please state the name and address of each court or agency and a full identification of each proceeding in which the applicant has moved a Louisiana Court or agency, and/or filed an application to appear *pro hac vice*, or appeared *pro hac vice*, in this state within the preceding two years; the date of each application; and the outcome of the application.

None	
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

14. Please list the name, address, telephone number and bar number of an active member in good standing of the bar of this state who will sponsor your *pro hac vice* request. The bar member preferably will be the attorney of record for the client(s) you seek to represent.

_____	_____
Name	Bar number

Address	
_____	_____
	Telephone number

15. Please list your prior or continuing representation in other matters of one or more of the clients you propose to represent and any relationship between such other matter(s) and the proceeding for which you seek admission.

16. Please list any special experience, expertise, or other factor deemed to make it particularly desirable that you be permitted to represent the client(s) you propose to represent.

17. Please attach to this application a current (issued within 90 days) certificate of good standing from every state you are presently licensed to practice in.

VERIFICATION

Our signatures serve as verification that (1) the information contained in this application is true and correct, to the best of our information and belief; (2) the application fee required by Louisiana's *pro hac vice* admission rule been remitted to the Louisiana Attorney Disciplinary Board (unless an exemption is applicable); (3) the out-of-state attorney is "temporarily present in this state" pursuant to R.S. 37:214; (4) in the event this application is approved, all documents requiring the signature of counsel for a party may not be signed solely by the out-of-state attorney, but also must bear the signature of the Louisiana associated counsel; (5) this application has been or will be served upon all parties and upon the Louisiana Attorney Disciplinary Board; and (6) we are familiar with the Louisiana Rules of Professional Conduct, the rules of discipline of the Louisiana Attorney Disciplinary Board, and the local rules and court procedures of the court or agency before which the applicant is seeking to practice.

DENTONS US LLP

1221 Avenue of Americas, NY, NY 10020

(212) 398-5221

Business Address and Phone Number
of Applicant

Phelps Dunbar LLP

365 Canal Street, Suite 2000, New Orleans LA 70130

504-584-9219

Business Address, Phone Number,
and Bar Roll Number of
Louisiana Associated Attorney

Catharine Luo

Full Name of Applicant

Catharine Luo

Signature of Applicant

Harry Rosenberg, Esq.

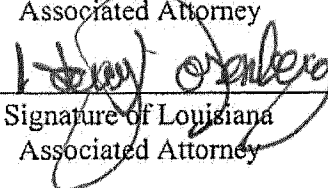
Full Name of Louisiana
Associated Attorney

Signature of Louisiana
Associated Attorney

17. Please attach to this application a current (issued within 90 days) certificate of good standing from every state you are presently licensed to practice in.

VERIFICATION

Our signatures serve as verification that (1) the information contained in this application is true and correct, to the best of our information and belief; (2) the application fee required by Louisiana's *pro hac vice* admission rule been remitted to the Louisiana Attorney Disciplinary Board (unless an exemption is applicable); (3) the out-of-state attorney is "temporarily present in this state" pursuant to R.S. 37:214; (4) in the event this application is approved, all documents requiring the signature of counsel for a party may not be signed solely by the out-of-state attorney, but also must bear the signature of the Louisiana associated counsel; (5) this application has been or will be served upon all parties and upon the Louisiana Attorney Disciplinary Board; and (6) we are familiar with the Louisiana Rules of Professional Conduct, the rules of discipline of the Louisiana Attorney Disciplinary Board, and the local rules and court procedures of the court or agency before which the applicant is seeking to practice.

_____	_____
_____	Full Name of Applicant
_____	_____
Business Address and Phone Number of Applicant	Signature of Applicant
_____	_____
365 Canal Street, Suite 2000	Harry Rosenberg
_____	_____
New Orleans, LA 70130	Full Name of Louisiana Associated Attorney
_____	_____
LA Bar No.: 11465; T: 504-566-1311	
Business Address, Phone Number, and Bar Roll Number of Louisiana Associated Attorney	Signature of Louisiana Associated Attorney

APPLICATION FOR *PRO HAC VICE* ADMISSION IN LOUISIANA
(Application of Justine N. Margolis)

Addendum: Answers to Questions 15 and 16

15. Please list your prior or continuing representation in other matters of one or more of the clients you propose to represent and any relationship between such other matter(s) and the proceeding for which you seek admission.

My colleagues at Dentons and I serve as national coordinating counsel for Milliman, Inc. ("Milliman") in connection with actions filed by various State Insurance Commissioners relating to Milliman's actuarial work on behalf of health insurance CO-OPs created under the Patient Protection Affordable Care Act ("CO-OP Actions").

My *pro hac* applications have been granted, or are pending, in the below cases, which are all CO-OP Actions where I serve as counsel to Milliman:

- *Doug Ommen v. Milliman, Inc., Kimberley Hiemenz, Michael Sturm, Stephen Ringlee, David Lyons, and Clifford Gold*, Case No. LACL138070 (Iowa District Court for Polk County, Complaint filed June 5, 2017);
- *Jeff Gaither, Deputy Liquidator of Kentucky Health Cooperative, Inc. v. Beam Partners, Terry S. Shilling, Janie Miller, Officers and Board of Directors of the Kentucky Health Cooperative, Inc., Joseph E. Smith, CGI Technologies and Solutions, Inc., Milliman, Inc. and Rachel W. Killian*, Civil Action No. 16-CI-1160 (Franklin Circuit Court, Commonwealth of Kentucky, Second Amended Complaint filed August 30, 2017);

16. Please list any special experience, expertise, or other factor deemed to make it particularly desirable that you be permitted to represent the client(s) you propose to represent.

As noted above, my colleagues at Dentons and I serve as national coordinating counsel for Milliman in connection with actions filed by various State Insurance Commissioners relating to Milliman's actuarial work on

behalf of health insurance CO-OPs created under the Patient Protection Affordable Care Act. In addition, I have specialized expertise representing actuaries and defending companies against allegations regarding actuarial negligence and/or fraud.

JAMES J. DONELON, COMMISSIONER
OF INSURANCE FOR THE STATE OF
LA, IN HIS CAPACITY AS
REHABILITATOR OF LA HEALTH
COOPERATIVE, INC.

VS.

TERRY S. SHILLING, ET AL.

* SUIT NO. 651,069, SEC. 22

* 19TH JUDICIAL DISTRICT COURT

* PARISH OF EAST BATON ROUGE

* STATE OF LOUISIANA

AFFIDAVIT

STATE OF NEW YORK

COUNTY OF NEW YORK

I, the undersigned, hereby state under oath that I am a member in good standing of the Bar of the State of New York and that no disciplinary proceedings or criminal charges have ever been instituted against me. This affidavit is submitted in support of the Ex Parte Motion for Admission *Pro Hac Vice* to enroll as co-counsel for Defendant, Milliman, Inc. in the above referenced matter.

Catharine Luo
CATHARINE LUO

Sworn to and subscribed before me
this 12th day of February, 2017.

Bernadette Marie Bento
NOTARY PUBLIC

BERNADETTE MARIE BENTO
NOTARY PUBLIC-STATE OF NEW YORK
No. 01BE6271936
Qualified in Nassau County
Certificate filed in New York County
My Commission Expires November 13, 2020

