

7A.3 Corporate Organization and Experience

This section of the proposal shall include details of the Bidder's organization, its size and resources, management strategy, and corporate experience relevant to the Iowa Plan.

a) The Bidder shall provide the following information on all current publicly funded managed behavioral health care contracts:

- **contract size: average monthly covered lives and annual revenues;**
- **contract start date and duration;**
- **general description of covered population and services (e.g., Medicaid, SAPT Block Grant, state-funded population for mental health and/or substance abuse services, state hospital, etc.);**
- **client name and mailing address, and**
- **a contact person and his or her telephone number and e-mail address**
- **letters of support or endorsement from any individual, organization, agency, interest group or other entity are not to be included in this section or in response to any part of this RFP.**

The Iowa Plan for Behavioral Health contract will be managed by Cenpatico Behavioral Health, LLC (Cenpatico), which is headquartered in Austin, Texas. Cenpatico began operations in 1994 under the name Group Practice Affiliates (GPA). GPA was incorporated in California on October 5, 2000. In 2003, GPA joined CenCorp, a division of Centene Corporation and subsequently changed its name to Cenpatico Behavioral Health LLC in 2004.

Cenpatico is a wholly-owned entity of CenCorp Health Solutions, Inc. (CenCorp), which is a wholly-owned subsidiary of Centene Corporation (Centene). Centene is a multi-line healthcare enterprise operating in two segments: Medicaid Managed Care and Specialty Services.

- The Medicaid Managed Care segment provides Medicaid and Medicaid-related health plan coverage to individuals through government subsidized programs, including Medicaid, the State Children's Health Insurance Program, or SCHIP, Foster Care, Medicare Special Needs Plans and the Supplemental Security Income Program, also known as the Aged, Blind or Disabled Program, or collectively ABD. Medicaid currently accounts for 73% of current health plan membership, while SCHIP (also including Foster Care) and ABD (also including Medicare) account for 22% and 5%, respectively
- The Specialty Services segment, of which Cenpatico is part, provides specialty services, including behavioral health, individual health insurance, life and health management, long-term care programs, managed vision, nurse triage, and pharmacy benefits management to state programs, healthcare organizations, employer groups and other commercial organizations, as well as to our own subsidiaries. The Specialty Services segment also provides a full range of healthcare solutions for the rising number of uninsured Americans.

The Centene Medicaid Managed Care segment membership totaled approximately 1.2 million as of December 31, 2008. Cenpatico administers the behavioral health services for these members through subcontracts it holds with "sister" health plans operated by Centene. These offer healthcare services in Arizona, Georgia, Indiana, Ohio, South Carolina, Texas, Florida and Wisconsin.

The Centene Specialty Services segment external membership totaled 163,100. Cenpatico serves 134,000 of these members in Kansas and Arizona through contracts it holds directly with these States to manage behavioral health services.

Cenpatico provides member-focused services through locally based staff by assisting in accessing care, coordinating referrals to related behavioral health and social services and addressing member concerns and questions. We also provide education and outreach programs to inform and assist members in accessing quality, appropriate behavioral healthcare services.

Cenpatico believes in a local approach to managing behavioral health care plans, which includes provider and members services, and enables us to provide accessible, quality, culturally-sensitive healthcare coverage to our communities. We combine our decentralized local approach to managing service delivery with a centralized infrastructure of support functions such as finance, information systems and claims processing, in order to leverage economy of scale.

The table on the following pages outlines the Cenpatico implementation history from 2003 to the present.

	Market: Client Name	Product	Description of Services	Contract Start Date & Duration	Client Contact Person	Annual Revenues	Average Monthly Covered Lives
1.	Wisconsin: MHS Wisconsin 10700 W. Research Dr. Suite # 300 Milwaukee, WI 53226	Behavioral health subcontractor to Health Plan Full Risk: T19, CHIP	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient services	July 2003 to present	Sherry B. Husa President & CEO shusa@centene.com Phone: 800.547.1647 Fax: 866.646.6056	\$9.3M	112,000
2.	Indiana: MHS Indiana 1099 N. Meridian Street Suite 400 Indianapolis, IN 46204	Behavioral health subcontractor to Health Plan ASO: T19	Administrative Services Only	November 2003 to December 2006	Patrick Rooney President & CEO prooney@centene.com Phone: 317.684.9478 Fax: 317.684.9280	\$1.7M	191,000
3.	Ohio: Buckeye Community Health Plan 175 S. 3rd Street Suite 1200 Columbus, OH 43215	Behavioral health subcontractor to Health Plan Full Risk: T19	Behavioral health services including: inpatient, outpatient services	April 2004 to present	Steve White President & CEO stwhite@centene.com Phone: 614.220.4900 Fax: 866.704.3064	\$4.7M	119,000
4.	Texas: Superior Health Plan 2100 S. IH-35 Suite 202 Austin, TX, 78704	Behavioral health subcontractor to Health Plan ASO: CHIP EPO	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient, and community-based services	September 2004 to present	Tom Wise President & CEO twise@centene.com Phone: 800.218.7453 Fax: 512.692.1435	\$900K	112,700

	Market: Client Name	Product	Description of Services	Contract Start Date & Duration	Client Contact Person	Annual Revenues	Average Monthly Covered Lives
5.	Texas: Superior Health Plan	Behavioral health subcontractor to Health Plan Full Risk: T19, CHIP	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient, and community-based services	December 2004 to present	Same as #4 above	\$9.9M	226,000
6.	Texas: Superior Health Plan	Behavioral health subcontractor to Health Plan ASO: SSI	Administrative Services Only	December 2004 to present	Same as #4 above		3,500
7.	State of Kansas Kansas Health Policy Authority Room 900 N, Landon Building, 900 SW Jackson Topeka, KS 66612	Contract held directly with State as Prime contractor Full Risk: CHIP	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient, and community-based services	January 2005 to June 30, 2009 Cenpatico has two more one year extensions so contract may be extended further through 6/30/10 or 6/30/11.	Chris English, KHPA HealthWave Program Manager Chris.English@khpas.ks.gov Phone: 785.296.3981 Fax: 785.296.4813	\$4.7M	40,000
8.	Wisconsin: MHS Wisconsin	Behavioral health subcontractor to Health Plan Full Risk: SSI	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient services	April 2005 to present	Same as #1 above	\$4.1M	7,500

	Market: Client Name	Product	Description of Services	Contract Start Date & Duration	Client Contact Person	Annual Revenues	Average Monthly Covered Lives
9.	Arizona: State of Arizona, Department of Health Services 150 North 18th Avenue Suite 260 Phoenix, AZ 85007	Contract held directly with State as Prime contractor Full Risk - multiple funding sources: TANF& SCHIP, SSI/ABD, SMI and low-income uninsured	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient, and community-based services; housing, employment, peer support, natural supports	July 2005 to June 30, 2010	Laura K. Nelson, M.D. Deputy Director Laura.nelson@azdhs.gov (602) 364-4558 (602) 364-4570	\$115.7M	94,000
10.	Missouri: FirstGuard Health Plan Inc. 4001 Blue Parkway, Suite 300 Kansas City, MO 64130	Behavioral health subcontractor to Health Plan Full Risk: T19	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient services	October 2005 to January 2007	NA FirstGuard Health Plan, Inc. was sold to HealthCare USA of Missouri, LLC, effective February 1, 2007. Cenpatico no longer provides services as a FirstGuard Health Plan subcontractor for behavioral health services.	NA	NA
11.	Georgia: Peach State Health Plan 3200 Highlands Parkway SE Suite 300 Smyrna, GA 30082	Behavioral health subcontractor to Health Plan Full Risk: T19, CHIP	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient, and community-based services	June 2006 to present	Patrick M. Healy President & CEO phealy@centene.com Phone: 866.874.0633 Fax: 678.556.2309	\$22.2M	294,000

	Market: Client Name	Product	Description of Services	Contract Start Date & Duration	Client Contact Person	Annual Revenues	Average Monthly Covered Lives
12.	Arizona: Bridgeway Health Solutions 1501 W. Fountainhead Pkwy, Suite 201 Tempe, AZ 85282	Behavioral health subcontractor to Health Plan ASO: Long Term Care	Administrative Services Only	October 2006 to present	Rick Fredrickson, CEO rfredrickson@centene.com Phone: 866.475.3129 Fax: 866.638.6124	\$200K	222
13.	Indiana: MHS Indiana	Behavioral health subcontractor to Health Plan Full Risk: T19	Behavioral health services including: inpatient, outpatient services	January 2007 to present	Same as #2 above	\$15.6M	175,000
14.	Ohio: Buckeye Community Health Plan	Behavioral health subcontractor to Health Plan Full Risk: ABD	Behavioral health services including: inpatient, outpatient services	January 2007 to present	Same as #3 above	\$7.9M	13,500
15.	Texas: Superior Health Plan	Full Risk: STAR Plus (SSI)	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient services	February 2007 to present	Same as # 4 above	\$11.7M	33,000
16.	Texas: Superior Health Plan	Behavioral health subcontractor to Health Plan Full Risk: STAR Health (Foster Care)	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient, and community-based services	April 2008 to present	Holly Munin Vice President, Operations 2100 S. IH-35 Suite 202 Austin, TX, 78704 hmunin@centene.com Phone: 800.218.7453 Fax: 512.692.1435	\$84.1M	29,500

	Market: Client Name	Product	Description of Services	Contract Start Date & Duration	Client Contact Person	Annual Revenues	Average Monthly Covered Lives
17.	Florida: Sunshine Health Plan	Behavioral health subcontractor to Health Plan Full Risk: T19, SSI	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient, and community-based services	January 2009 to present	Jessie Hunter Acting CEO 400 Sawgrass Corp Pkwy, Suite 100 Sunrise, Florida 33325 jhunter@centene.com Phone: 954.514.1700 Fax: 866.290.3742	\$18.0M*	90,000*
18.	South Carolina: Absolute Total Care by Total Carolina Care	Behavioral health subcontractor to Health Plan ASO: SCHIP	Behavioral health services including: inpatient, residential treatment, partial hospitalization, outpatient, and community-based services	March 2009 to present	Aaron Brace Plan President & CEO 1441 Main Street, Ste 900 Columbia, SC 29201 Phone: 803.933.3726 Fax: 866.224.3339 abrace@centene.com	TBD	1590

*Projected annual revenue and average monthly covered lives in 2009

7A.3.1 Organizational Information

Attach lists and organizational charts showing any and all owners, voting and non-voting members of the Board of Directors, officers and executive management staff, including CEO, COO, CFO, Medical Director, UM Director, QI/QM/QA Director and MIS Director or equivalent functional personnel. Also provide the curriculum vitae for the aforementioned executive management staff. If the Bidder is a wholly or partly owned subsidiary or partnership, describe the legal, financial, organizational and operational arrangements and relationships between the Bidder and its parent (s) and any other related organizations; include an organizational chart. If the Bidder has subsidiaries, describe the legal, financial, organizational and operational arrangements and relationships between the Bidder and its subsidiaries; include and organizational chart.

This contract will be managed by Cenpatico Behavioral Health of Iowa, LLC (Cenpatico Iowa). Cenpatico is a wholly-owned entity of Cenpatico Behavioral Health, LLC (Cenpatico), which is a wholly-owned entity of CenCorp Health Solutions, Inc. (CenCorp). CenCorp is a wholly-owned subsidiary of Centene Corporation (Centene).

Cenpatico currently manages behavioral health services for ~1.2M members across nine states and employs ~330 employees. Cenpatico operates primarily out of our headquarters in Austin, Texas but also has several wholly-owned subsidiaries, including the following:

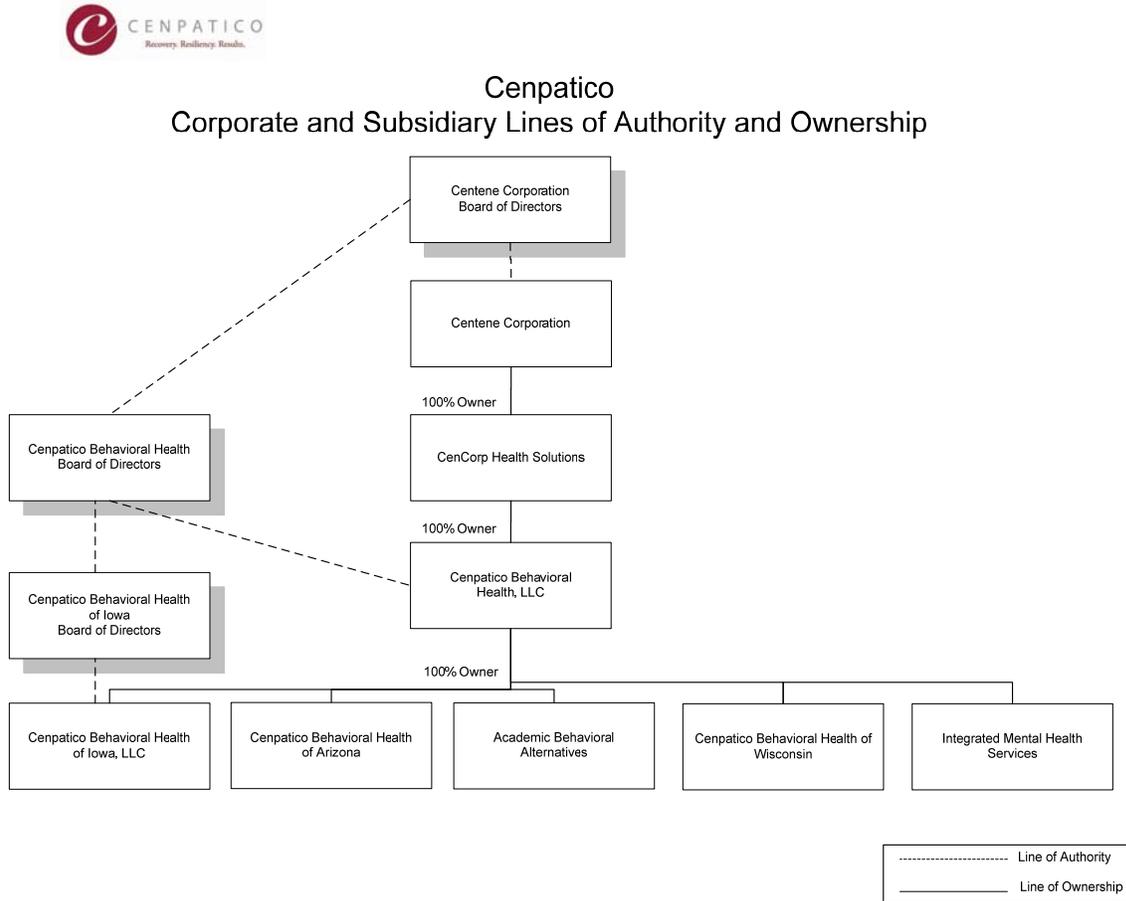
- **Cenpatico Behavioral Health of Arizona** (Cenpatico Arizona) has been operating as a Regional Behavioral Health Authority in the State of Arizona since 2005. Cenpatico Arizona was contracted by The Arizona Department of Health Services (ADHS), the state Medicaid agency, to manage a wide-range of behavioral health services for consumers in Yuma, LaPaz, Gila and Pinal Counties including Title XIX, Title XXI, and Substance Abuse. Cenpatico Arizona operates as a standalone operation and has a locally based CEO who has decision-making authority for the business.
- **Academic Behavioral Alternatives** (ABA) Since 1995, ABA has provided private special education programming and services focused on supporting students with targeted academic and behavioral needs. ABA responds to the identified needs of school districts throughout the State of Arizona, with the purpose of providing special education placement, program development, consultation, and related services for students with special needs. ABA operates as a standalone operation and has a locally based CEO who has decision-making authority for the business.
- **Cenpatico Behavioral Health of Wisconsin** is the legal entity under which Cenpatico operates in the state of Wisconsin. Since July, 2003 Cenpatico has managed the behavioral health benefits for members of our sister company, Managed Health Services (MHS), the oldest Medicaid managed care plan in Wisconsin.
- **Integrated Managed Health Services** (IMHS) is the legal entity under which Cenpatico has operated in Texas since 1996. IMHS currently manages behavioral healthcare services for Star Health Foster Care, Medicaid, SSI, and SCHIP consumers of our sister-company, Superior Health Plan.

Cenpatico Iowa will be a stand alone operation that will be supported by Cenpatico and Centene. The Executive Director of Cenpatico Iowa will report to Sam Donaldson, President and CEO of Cenpatico. The Executive Director will be ultimately responsible for the daily operation of the plan and will be empowered to make decisions for Cenpatico Iowa.

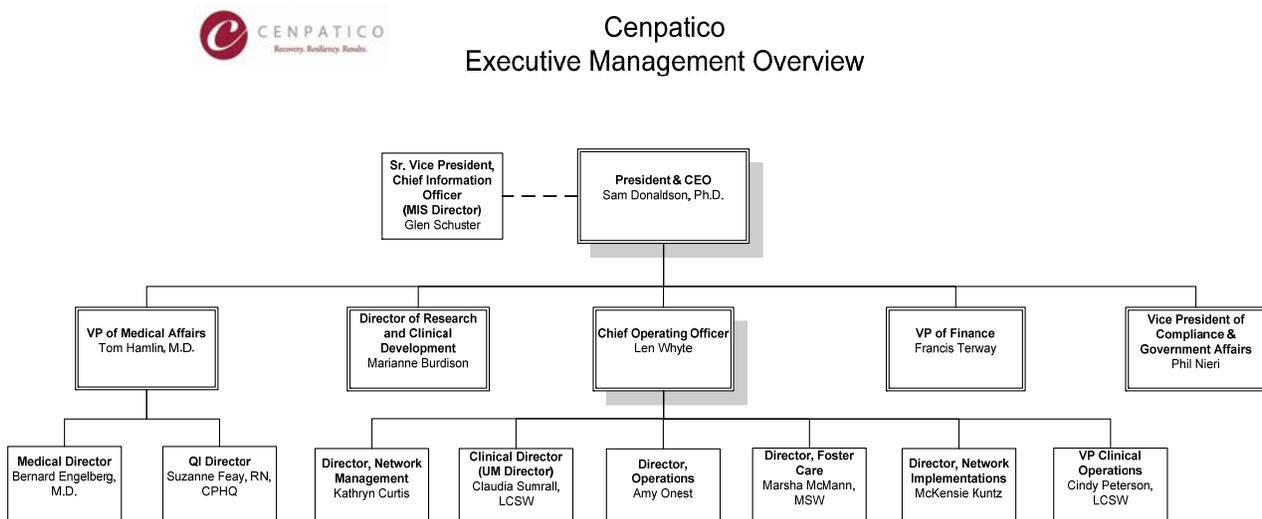
For the Iowa Plan, Cenpatico will contract with Centene Management Company, LLC (CMC), which is a wholly-owned subsidiary of Centene Corporation. CMC provides centralized support to all of the Centene health plans and subsidiary business units. Through our relationship with CMC, Cenpatico will leverage the support of hundreds of qualified professionals in our Centene corporate offices.

For Cenpatico Iowa, CMC will provide services and support in the areas of Information Technology, Claims Administration, Finance and Human Resources. Although they will be supported by CMC staff, Cenpatico Finance and Human Resources staff hired in Iowa will have responsibility for daily operations in those areas.

The chart below depicts the organizational and operations relationship between Cenpatico, our Board of Directors, our parent companies and our subsidiaries.



The chart below depicts Cenpatico’s overall management structure including executive leadership and our extended senior management team. Curriculum Vitae for the management team are provided in *Attachment - CV for Cenpatico Management Team*. (See Appendix: Attachments.)



Cenpatico’s Board of Directors is comprised of the following members:

<i>Directors of the Board (Voting Members)</i>		
<i>Name</i>	<i>Title</i>	<i>Board Title/Responsibility</i>
<i>Sam Donaldson, Ph.D.</i>	President and CEO Cenpatico	President and CEO
<i>William N. Scheffel</i>	Executive Vice President – Specialty Business Unit Centene Corporation	Vice President
<i>Brian Butts</i>	Vice President, Finance Centene Corporation	Vice President
<i>Keith Williamson</i>	Senior Vice President, Secretary and General Counsel Centene Corporation	Secretary
<i>Officers of the Board (Non-Voting Members)</i>		
<i>Name</i>	<i>Title</i>	<i>Board Title/Responsibility</i>
<i>Kathy Bradley-Wells</i>	General Counsel Centene Corporation	Assistant Secretary
<i>Len Whyte</i>	Chief Operating Officer Cenpatico	Officer
<i>Tom Hamlin, MD</i>	Vice President, Medical Affairs Cenpatico	Officer
<i>Francis Terway</i>	Vice President, Finance Cenpatico	Officer
<i>Philip Nieri</i>	Vice President, Compliance & Government Affairs	Officer
<i>Tricia Dinkelman</i>	Director of Tax Centene Corporation	Officer

7A.3.2 Disclosure of Financial or Related Party Interest

a) The Bidder (and if the bid involves a partnership or another type of joint venture, all Bidders) must disclose any, and all, legal, financial, contractual or related party interests which the Bidder(s) shares with any Iowa provider or group of Iowa providers. This interest must be disclosed for the entire corporate structure of which the Bidder(s) may be a part. This disclosure 140 RFP Med 09-010 Iowa Plan for Behavioral Health must include, but is not limited to, partnerships, joint venture agreements, affiliations and/or strategic alliances.

Cenpatico is not a service provider and does not have any legal, financial, contractual, or related party interests with any Iowa provider or group of Iowa providers including partnerships, joint venture agreements, affiliations and/or strategic alliances.

- b) Should the Bidder or any partners have any legal, financial, contractual or related party interests with an Iowa provider or group of Iowa providers to be reimbursed through the Iowa Plan, the Bidder must demonstrate both (1) an organizational structure and (2) policies and procedures which would prevent the opportunity for, or an actual practice which allows, a situation in which the Contractor gains any financial benefit from any policy or practice related to network recruitment, referral, reimbursement, service authorization, monitoring and oversight, or any other practice which might bring financial gain. The Bidder may attach articles of incorporation, bylaws, partnership agreements, articles of organization, and any operating agreement if the Bidder believes such information would substantiate the mechanism(s) by which it proposes to prevent any preferential treatment to those entities with which it shares a financial or related party interest. The attachment should be clearly marked and shall not be counted within the allowed page limit.

Situations that might indicate an attempt to assure financial gain include, but are not limited to:

- a change of the distribution of referrals or reimbursement among providers within a level of care;
- referral by the Contractor to only those providers with whom the Contractor shares an organizational relationship;
- preferential financial arrangements by the Contractor with those providers with whom the Contractor shares an organizational relationship;
- different requirements for credentialing, privileging, profiling or other network management strategies for those providers with whom the Contractor shares an organizational relationship;
- distribution of community reinvestment moneys in a way which gives preference to providers with whom the Contractor shares an organizational relationship, and
- substantiated complaints by Eligible Persons of limitations on their access to participating providers of their choice within an approved level of care.

Cenpatico is not a service provider and does not have any legal, financial, contractual, or related party interests with any Iowa provider or group of Iowa providers including partnerships, joint venture agreements, affiliations and/or strategic alliances.

7A.3.3 Disclosure of Legal Actions

a) The Bidder must disclose all relevant information related to the following questions or must make a statement that there is no applicable information. If the current corporate configuration is related to mergers, the information requested should be provided for all components of the merged entities:

- During the last five years, has the Bidder or any subcontractor identified in this proposal had a contract for services terminated for convenience, non-performance, non-allocation of funds, or any other reason for which termination occurred before completion of all obligations under the initial contract provisions? If so, provide full details related to the termination.
- During the last five years, has the Bidder been subject to default or received notice of default or failure to perform on a contract? If so, provide full details related to the default including the other party's name, address, and telephone number.
- During the last five years, describe any damages, penalties, disincentives assessed or payments withheld, or anything of value traded or given up by the Bidder under any of its existing or past contracts as it relates to services performed that are similar to the services contemplated by the RFP and the resulting Contract. Indicate the reason for and the estimated cost of that incident to the Bidder.
- During the last five years, list and summarize pending or threatened litigation, administrative or regulatory proceedings, or similar matters that could affect the ability of the Bidder to perform the services contemplated in this RFP.
- During the last five years, have any irregularities been discovered in any of the accounts maintained by the Bidder on behalf of others? If so, describe the circumstances of irregularities or variances and disposition of resolving the irregularities or variances.
- The Bidder shall also state whether it or any owners, officers, primary partners, staff providing services or any owners, officers, primary partners, or staff providing services of any subcontractor who may be involved with providing the services contemplated in this RFP, have ever had a founded child or dependent adult abuse report, or been convicted of a felony.

Failure to disclose these matters may result in rejection of the Bid Proposal or in termination of any subsequent contract. This is a continuing disclosure requirement. Any such matter commencing after submission of a Bid Proposal, and with respect to the successful Bidder after the execution of a contract shall be disclosed in a timely manner in a written statement to the Departments. For purposes of this subsection, timely means within thirty days from the date of conviction, regardless of appeal rights.

During the last five years, Cenpatico has not had any contract for services terminated for convenience, non-performance, non-allocation of funds, or any other reason for which termination occurred before completion of all obligations under the initial contract provisions.

During the last five years, Cenpatico has not been subject to default or received notice of default on a contract.

During the last five years, the following describes any damages, penalties, disincentives assessed or payments withheld, or anything of value traded or given up by the Bidder under any of its existing or past contracts as it relates to services performed that are similar to the services contemplated by the RFP and the resulting Contract:

- Cenpatico operates Cenpatico Behavioral Health of Arizona, LLC (Cenpatico AZ) as a wholly owned subsidiary of Cenpatico. Cenpatico AZ began providing behavioral health (BH) services as a regional behavioral health authority (RBHA) in July of 2005, under contract with the Arizona Department of Health Services/ Division of Behavioral Health Services (ADHS/ DBHS).
- Start up with ADHS/DBHS required refining separate processes for encounter data processing and reporting.
 - 2006 – Notice to cure for QM/UM Program not being in full compliance; Program that closely aligned with State template was submitted and approved; no fine
 - 2006 – Notice to cure for not having a full-time Chief Medical Officer (CMO). After initial CMO left for another opportunity, Cenpatico AZ immediately began recruiting for the position. Hiring a CMO with appropriate skill set took longer than expected; no fine
 - 2006 – Notice for not meeting minimum encounter withhold requirements; Cenpatico AZ educated rural BH Providers to use HCFA 1500 (other formats had been accepted by previous RBHA contractor) and encouraged transition to electronic encounter reporting to improve submission percentages; IT team revised edits so that all paid encounters would be reported to the State; fines of \$58,000
 - 2006 – Notice to cure and two CAPs to improve quality of encounter data; in one instance, plan was placed in test mode for a month; no fine
 - October 2006 through 2007 – Notice to cure and three CAPs to increase Provider communication and oversight to ensure accurate collection of Member demographic data, and correct data previously submitted; appealed fine based on oral assurance from State that timely correction of data would result in no fine; appeal was denied; fine of \$9,000
 - 2007 – Pharmacy subcontractor transposed two data fields on one submission; plan put subcontractor under CAP, and corrected data submitted to the State; fines of \$12,000
 - 2007 – 2008 – Notice for Providers not meeting standard of at least 85 percent of routine appointments for ongoing services within 7 days of referral, and within 23 days of initial assessment; Cenpatico AZ implemented a process improvement plan to help Providers determine the root cause of noncompliance, and is monitoring compliance through regularly scheduled audits; fines of \$66,250 passed through to Providers
 - 2008 – CAP to improve “commonly understood language” in Notice of Appeals letters sent to Members; standard is subjective as State provides no reading level guideline or required language; no fine
 - 2008 – Notice for Providers not meeting standard of at least 80 percent of referral and communications with PCPs within prescribed time frames; Cenpatico AZ conducted further Provider training and implemented compliance monitoring through regularly scheduled audits; fines of \$20,000 will be passed through to Providers

During the last five years, Cenpatico has not been the subject of pending or threatened litigation, administrative or regulatory proceedings, or similar matters that could affect the ability of Cenpatico to perform the services contemplated in this RFP.

During the last five years, Cenpatico has not discovered any irregularities in any of the accounts maintained by Cenpatico on behalf of others.

Cenpatico and its owners, officers, primary partners, staff providing services or any owners, officers, primary partners, or staff providing services of any subcontractor who may be involved with providing the services contemplated in this RFP have never had a founded child or dependent adult abuse report, or been convicted of a felony.