Public comment on the proposed Final Judgment is invited within the statutory 60-day comment period. Such comments and responses thereto will be published in the Federal Register and filed with the Court. Comments should be directed to call Gail Kursh, Chief, Professions and Intellectual Property Section/Health Care Task Force; United States Department of Justice; Antitrust Division; 600 E Street, NW., Room 9300; Washington, DC 20530 (telephone: 202/307–5799).

Rebecca P. Dick,

Deputy Director of Operations.

[Civil Action No. 395CV01946RNC.]

## Stipulation

United States of America and State of Connecticut, ex rel., Richard Blumenthal, Attorney General, Plaintiffs, vs. HealthCare Partners, Inc., Danbury Area IPA, Inc., and Danbury Health Systems, Inc., Defendants.

It is stipulated by and between the undersigned parties, by their respective attorneys, that:

- 1. The Court has jurisdiction over the subject matter of this action and over each of the parties hereto, and venue of this action is proper in the District of Connecticut;
- 2. The parties consent that a Final Judgment in the form hereto attached may be filed and entered by the Court, upon the motion of any party or upon the Court's own motion, at any time after compliance with the requirements of the Antitrust Procedures and Penalties Act (15 U.S.C. § 16), and without further notice to any party or other proceedings, provided that plaintiffs have not withdrawn their consent, which they may do at any time before the entry of the proposed Final Judgment by serving notice thereof on defendants and by filing that notice with the Court; and
- 3. Defendants agree to be bound by the provisions of the proposed Final Judgment pending its approval by the Court. If plaintiffs withdraw their consent, or if the proposed Final Judgment is not entered pursuant to the terms of the Stipulation, this Stipulation shall be of no effect whatsoever, and the making of this Stipulation shall be without prejudice to any party in this or in any other proceeding.

For Plaintiff United States of America: Lawrence R. Fullerton,

Acting Assistant Attorney General. Rebecca P. Dick,

Deputy Director, Office of Operations. Gail Kursh,

Chief, Professions & Intellectual Property Section.

Mark J. Botti,

Pamela C. Girardi,

Attorneys, U.S. Department of Justice, Antitrust Division, Professions & Intellectual Property Section, Room 9320, BICN Bldg., 600 E Street, NW., Washington, DC 20530, (202) 307–0827.

Plaintiff State of Connecticut Richard Blumenthal, Attorney General.

By:

William M. Rubenstein,

Assistant Attorney General, Federal Bar No. CT08834, 110 Sherman Street, Hartford, Connecticut 06105, (203) 566–5374.

For Defendants HealthCare Partners, Inc. and Danbury Health Systems, Inc. David Marx, Jr.,

Jillisa Brittan,

McDermott, Will & Emery, 227 West Monroe Street, Chicago, Illinois 60606–5096, (312) 372–2000.

For Defendant Danbury Area IPA, Inc. James Sicilian,

Day, Berry & Howard, CityPlace, Hartford, CT 06103, (203) 275–0100.

## Final Judgment

Plaintiffs, the United States of America and the State of Connecticut, having filed their Complaint on September 13, 1995, and plaintiffs and defendants, by their respective attorneys, having consented to the entry of this Final Judgment without trial or adjudication of any issue of fact or law, and without this Final Judgment constituting any evidence against or an admission by any party with respect to any issue of fact or law;

And Whereas defendants have agreed to be bound by the provisions of this Final Judgment pending its approval by the Court;

Now, Therefore, before the taking of any testimony, and without trial or adjudication of any issue of fact or law, and upon consent of the parties, it is hereby Ordered, Adjudged, and Decreed:

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## Jurisdiction

This Court has jurisdiction over the subject matter of and each of the parties to this action. The Complaint states claims upon which relief may be granted against the defendants under Sections 1 and 2 of the Sherman Act, 15 U.S.C. §§ 1 and 2.

II

## Definitions

As used in this Final Judgment: (A) *Competing physicians* means physicians in separate medical practices in the same relevant physician market;

(B) *Control* means either:

- (1) holding 50 percent or more of the outstanding voting securities of an issuer:
- (2) in the case of an entity that has no outstanding voting securities, having the right to 50 percent or more of the profits of an entity, or having the right in the event of dissolution to 50 percent or more of the assets of the entity; or

(3) having the contractual power to designate 50 percent or more of the directors of a corporation, or in the case of unincorporated entities, of individuals exercising similar functions.

- (C) *DAIPA* means Danbury Area IPA, Inc., each of its directors, officers, agents, representatives, and employees (in such capacity only), its successors and assigns, and each entity over which it has control.
- (D) *DHS* means Danbury Health Systems, Inc., each of its directors, officers, agents, representatives, and employees (in such capacity only), its successors and assigns, and each entity over which it has control.
- (E) DHS Affiliated Physician means any physician employed, or whose practice is owned, by DHS or DOPS at the time of the filing of the Complaint in this action.
- (F) *DOPS* means Danbury Office of Physician Services, P.C., each of its directors, officers, agents, representatives, and employees (in such capacity only), its successors and assigned, and each entity over which it has control.
- (G) HealthCare Partners means HealthCare Partners, Inc., each of its directors, officers, agents, representatives, and employees (in such capacity only), its successors and assigns, and each entity over which it has control.
- (H) Messenger model means the use of an agent or third party to convey to payers any information obtained from individual providers about the prices or other competitive terms and conditions each provider is willing to accept from payers, and to convey to providers any contract offer made by a payer, where each provider makes a separate, independent, and unilateral decision to accept or reject a payer's offer; the information on prices or other competitive terms and conditions conveyed to payers is obtained separately from each individual provider; and the agent or third party