

Great-West[®]

HEALTHCARE

30876

Great-West Life & Annuity Insurance Company
Application for Group Coverage for
The City of Long Beach
Policy Number: 50703

Summary of Amendment: Effective December 1, 2006, Delete Referrals on the point-of-service plans, other insurance information can now be taken over the phone. Student status required once per year and can be taken over the phone, emergency room physicians now paid based on network status of the facility. Finally, anesthesiologists and asst. surgeons which are non-network are paid the network coinsurance if the hospital is a network hospital.

Does this amendment include a Policyholder Name change or EIN/TIN change? Yes No

If Yes, is this due to a merger or acquisition? Yes No

Full Legal Name of Firm:

The City of Long Beach _____

State of Situs: CA

Tax ID/EIN: _____

Requested Effective Date: December 1, 2006

Industry: _____

SIC: _____

Is this company subject to ERISA? Yes No

Company Type:

- | | |
|---|--|
| <input type="checkbox"/> Corporation | <input type="checkbox"/> Partnership |
| <input type="checkbox"/> S-Corp | <input checked="" type="checkbox"/> Association |
| <input checked="" type="checkbox"/> Government | <input type="checkbox"/> Non-Electing Church Group |
| <input type="checkbox"/> Public/Non-Profit | <input type="checkbox"/> Limited Liability Corp. (LLC) |
| <input type="checkbox"/> Individual /Unincorporated Business/Proprietorship | |

ERISA Plan Number: _____

ERISA Plan Year: _____

For an ERISA plan, Great-West will have full discretion and authority to interpret the Plan and determine whether a claim should be paid or denied on appeal and according to the provisions of the Plan as set forth in the Summary Plan Description.

If Policyholder doesn't agree to this handling, please notify your Operations Administrator.

NOTE: This document is important. It affects your legal rights and obligations.

This Application is for employee benefit coverage and/or plan administrative services provided by Great-West Life & Annuity Insurance Company (Great-West) or one of its affiliates.

Other Benefits: None

If there are any additional benefits not previously indicated, please identify them here. In the Benefit column, list coverage affected, then in Description column describe the benefit. There will be an extra cost for each additional benefit listed. You may list up to 4 additions.

Benefit	Description

The Applicant understands that Great-West will provide amended Booklets, if any, electronically to the Applicant. The Applicant is responsible for distributing booklets (electronically or otherwise) to employees.

The Applicant accepts and agrees that approval of the Application and the final rates, fees, and factors so determined will be based on the final enrollment and eligibility information provided to Great-West by the Applicant, including the final proportion of employees electing coverage under the contract(s) for which Application is made. Approval and final rates, fees and factors will also be subject to qualification under the current underwriting rules and practices. Underwriting rules which are used by Great-West, which include but are not limited to:

- Great-West is the sole provider of medical expense benefits.
- No more than 10% of eligible employees will be covered under a retiree class of benefits.
- The number of employed family members related to all company officers will be less than or equal to the larger of 5 or 10% of the number of eligible employees.
- The Applicant will fund at least 50% of total plan costs or 100% of employee costs.
- Employee participation minimum standards that more than 50% of eligible employees will apply for coverage under the medical plan.
- Dependent participation minimum standards that more than 65% of employees with eligible dependents, excluding those who elect to waive benefits (dependents covered under another plan), will apply for dependent coverage under the medical plan.

The undersigned ("the Applicant") hereby authorizes Great-West to amend the contracts and policies issued by Great-West, as specified in this Application. Such amendments to the policies, contracts, or booklets is to be effective December 1, 2006. Great-West agrees to deliver the documents in a timely manner.

It is the Applicants responsibility, upon receipt of the amendment to the contract or policy or the booklet, to promptly review the amendment within a reasonable time, but not to exceed 90 days from the date of the cover letter, containing the amendment, is sent to the Applicant. If the Applicant agrees and accepts the amendment, the Applicant must sign and return the amendments within 90 days from the date of the cover letter. If the Applicant disapproves, the Applicant must contact us within 90 days from the date of the cover letter. If the Applicant fails to communicate with us within the time frame specified above, it will constitute the Applicant's acceptance of the amendment as submitted. In such event, the Applicant's signature given below is also intended hereby as the Applicant's execution of the amendment

Full Legal Name of the Firm: The City of Long Beach

Effective Date: December 1, 2006

By: (Printed Name) : Patrick H. West

APPROVED AS TO FORM
Feb. 28, 2008
ROBERT E. SHANNON, City Attorney

Applicant Signature: [Signature] Assistant City Manager

BY [Signature]
Deputy City Attorney

Title: City Manager Dated: 3.6.08

EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER.