

**STATE OF MAINE
DEPARTMENT OF PROFESSIONAL AND FINANCIAL REGULATION
BUREAU OF INSURANCE**

IN RE:)
)
FORM A STATEMENT REGARDING THE)
ACQUISITION OF OR MERGER WITH BANC ONE)
PRIVATE MORTGAGE INSURANCE COMPANY BY J.P.) ORDER
MORGAN CHASE & CO.)
)
Docket No. INS-04-400)
)

Alessandro A. Iuppa, Superintendent of the Maine Bureau of Insurance, issues this Order in the above-captioned matter.

I. REQUEST FOR CONFIDENTIALITY

In filing of its Form A Statement dated February 12, 2004, J.P. Morgan Chase & Co. ("the Applicant") requested as follows:

This Statement contains confidential and/or proprietary information, business plans and strategies that are not otherwise available to the public and that, if disclosed, could cause substantial injury to the competitive position of the Applicant. Accordingly, the Applicant respectfully requests that this Statement, including those exhibits attached hereto and all materials filed as a supplement in connection therewith, which are designated "confidential," be afforded confidential treatment, and be excepted from disclosure pursuant to 24-A M.R.S.A. § 222(13). In addition, the information in the biographical affidavits attached hereto as Exhibit 9 is submitted to the Superintendent in confidence and contains information that is not otherwise available to the public and should be afforded confidential treatment. All such information is provided with the express understanding that the confidentiality of such information will be safeguarded and the executive officers and directors of the Applicant will be protected from any and all unwarranted invasions of personal privacy pursuant to all applicable provisions of law.

II. DISCUSSION

The Insurance Code, 24-A M.R.S.A. § 216(2), and Freedom of Access law 1 M.R.S.A. § 408 generally mandate public access to Bureau records. The Superintendent will protect from public disclosure only those records that satisfy one of the narrowly construed exceptions under 1 M.R.S.A. § 402(3)(A) – (M). Persons seeking confidential treatment of submissions to the Superintendent must provide a detailed written statement with supporting legal analysis

explaining why the submission is not a "public record" under Maine's Freedom of Access laws (1 M.R.S.A. §§ 401 – 410). The person seeking confidentiality bears the burden of proving the applicability of an exception to public disclosure. Furthermore, the Superintendent will grant confidentiality to only those portions of any particular document that qualify for confidentiality protection, and not to entire documents that may contain some confidential information. For instance, if a ten-page document contains one sentence for which a claim of confidentiality is being asserted, the Superintendent expects the person submitting the document to request that only the one sentence be kept confidential. Finally, no person should attempt to seek confidential treatment for information that is already public.

The Applicant's request for confidentiality is presently too broad and does not designate precise elements of the submission that it claims are eligible for confidential treatment. Nor does the Applicant provide a sufficient legal basis in support of its request for confidentiality. Although the Applicant cites to 24-A M.R.S.A. § 222(13) in support of its request, the protections afforded by that statute are limited to certain specific documents. Section 222(13) does not provide authority to support the entirety of the Applicant's request. Furthermore, much of the information for which Applicant seeks confidential is already public information. At this point, the Applicant has failed to provide a sufficient basis for the Superintendent to grant the request for confidentiality.

III. ORDER

The Superintendent hereby ORDERS the Applicant to specifically delineate those portions of its filing for which it is requesting confidentiality and to provide a detailed written statement with supporting legal analysis explaining why the material is not a "public record" under Maine's Freedom of Access laws (1 M.R.S.A. §§ 401 – 410). The Applicant's response shall be provided by April 9, 2004.

PER ORDER OF THE SUPERINTENDENT OF INSURANCE

DATED: April 2, 2004

Alessandro A. Iuppa
Superintendent of Insurance