

**AFFIDAVIT OF LISA SMITH IN SUPPORT OF CLAIM[S] THAT
INFORMATION IS PROTECTED
UNDER GEORGIA LAW FROM DISCLOSURE TO THE PUBLIC**

PERSONALLY APPEARED before the undersigned officer, authorized to administer oaths, Lisa Smith, Affiant who, first being duly sworn, testifies as follows:

1. My name is Lisa Smith. I am of the age of majority and am competent in all respects to give this Affidavit. My testimony herein is based on personal knowledge and upon documents maintained in the files of OptumRx, Inc.
2. OptumRx, Inc. is a corporation headquartered in Eden Prairie, Minnesota. In my role as President and Chief Operating Officer of Optum Rx, I am authorized to provide this Affidavit on behalf of OptumRx, Inc.
3. In conjunction with this Affidavit, OptumRx, Inc. ("Optum Rx") is submitting a proposal response to the National Association of State Procurement Officials (NASPO) - Georgia – RFP #41900-DCH0000136 (such proposal is referred to hereinafter as the "Submittal"). Copies of the Submittal were provided in both print and electronic form. Portions of the Submittal contain confidential, proprietary, and trade secret information of Optum Rx, and have been both marked as such and redacted in whole or in part according to the instructions in the Submittal. A separate redacted version of the Submittal has been submitted and is marked "Redacted Copy – Available for Public Review." Some other portions of the Submittal contain documents or information that are also marked as confidential, proprietary, and trade secret information but are *not* redacted. The purpose for leaving the confidentiality designation on certain documents that were not redacted is to preserve Optum Rx's rights to object to disclosure of the records pursuant to O.C.G.A. § 10-1-760 should it receive notice of a third-party request for disclosure as contemplated by that statute. Furthermore, Optum Rx seeks to preserve its ability to claim exemption from disclosure in other jurisdictions where different laws or definitions may apply to the materials at issue here. In short, Optum Rx does not waive its belief, or its right to claim in a different proceeding or venue, that such materials are confidential, proprietary, and trade secret information. However, Optum Rx does acknowledge that some such information may nevertheless be subject to disclosure under Georgia law or according to the RFP instructions, and therefore not subject to redaction, despite the fact that the information may be marked as confidential, proprietary, and trade secret Information of Optum Rx.
4. The Georgia Open Records Act provides in pertinent part that –
 - (a) Public disclosure shall not be required for records that are:
 - (34) Any trade secrets obtained from a person or business entity that are required by law, regulation, bid, or request for proposal

to be submitted to an agency. An entity submitting records containing trade secrets that wishes to keep such records confidential under this paragraph shall submit and attach to the records an affidavit affirmatively declaring that specific information in the records constitute trade secrets pursuant to Article 27 of Chapter 1 of Title 10.

O.C.G.A. § 50-18-72(a)(34).

5. The Georgia Trade Secrets Act, O.C.G.A. § 10-1-760, *et seq.*, provides that:

(4) ‘Trade secret’ means information, without regard to form, including, but not limited to, technical or nontechnical data, a formula, a pattern, a compilation, a program, a device, a method, a technique, a drawing, a process, financial data, financial plans, product plans, or a list of actual or potential customers or suppliers which is not commonly known by or available to the public and which information:

- (a) Derives economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use; and
- (b) Is the subject of efforts that are reasonable under the circumstances to maintain its secrecy.

O.C.G.A. § 10-1-761(4).

6. On behalf of Optum Rx, for the reasons described below and as further described in Attachment 1 to this Affidavit, I affirmatively declare that the Submittal information that has been redacted is information from which Optum Rx derives economic value due in part from the fact that this information is not generally known to others who could obtain economic value from its use by replicating Optum Rx’s methods without a concomitant investment of time, skill, and resources, and by duplicating aspects of Optum Rx’s RFP proposal responses. Furthermore, Optum Rx exercises reasonable efforts to maintain the secrecy of this information through the use of employee non-disclosure agreements, client confidentiality agreements, and efforts to protect the material from disclosure under open record laws as it is doing here. Therefore, the material in question constitutes trade secrets pursuant to the Georgia Trade Secrets Act as shown herein, and is exempt from disclosure to the public under the Georgia Open Records Act, O.C.G.A. § 50-18-72 (a) (34), *et seq.*, and other Georgia Law, as applicable.

7. The information redacted in the Submittal constitutes trade secrets, for the following reasons:

Section I – Pharmacy Benefit Administration Services Module

- PBA Exhibit
 - 2. MSQ26.1 – List of Proposed Reports.
 - The Report Output reflects a unique technique and/or process used by Optum Rx to create client reports that provide key operational and market data, and that contribute to Optum Rx's methods for achieving superior client results and a competitive advantage over its competitors.
 - 4. MSQ29.2 – Data Migration Layout.
 - Items 2-3, 5-9 –The information in each of these documents represents technical data and processes associated with Optum Rx's Data Migration Layout, which consists of complex processes and procedures that bear directly on Optum Rx's efficiency and effectiveness in providing the services in questions and which have been developed through experience and the investment of significant resources.
 - 8. MSQ29.6 – Conceptual and Logical Data Models. This document reflects the manner in which Optum Rx's relevant internal systems are interconnected and how – on a high level – they work in concert with one another to achieve the client's desired outcomes.
 - 9. MSQ29.7 – Data Dictionary. The information represents technical data unique to Optum Rx that supports Optum Rx's core data management functions.
 - 11. MSQ31.1 – Training Materials.
 - 2. Example Call Center Procedures and 3. Optum Rx customer Service New Hire Procedures. The information represents Optum Rx's methods, techniques, and/or processes for managing its call centers, which are its primary connection to the patients intended to benefit from the services in question. These methods, techniques, and/or processes are an important differentiator between Optum Rx and its competitors.

- 12. MSQ31.2 – Training Plan. The information provides not only training materials for Optum Rx’s primary service program, but also key aspects of the platform’s capabilities and features, which again represent an important differentiator between Optum Rx and its competitors.
- 15. MSQ37.1 – PBA Work Plan. The redacted material contains detailed information regarding tasks, specific work flows, and deadlines/timelines, and this information constitutes a method, technique, and/or process within the definition of a trade secret.
- 16. MSQ38.1 – Identity and Access Management. The redacted information reveals the specific programs that Optum Rx uses in its provision of the services in question.
- Attachment R – PBA Services Mandatory Scored Response Worksheet. The redactions in this document, which represent a small fraction of the overall information in the document, describe and/or visually depict Optum Rx workflows and program functionalities, each of which constitute a program, method, technique, and/or process unique to Optum Rx.

Section II Pharmacy Clinical Management Services Module

- 3. PCMS Exhibit
 - 4. MSQ4,b – Examples of Utilization Management Criteria. The redacted information reflects the method, technique, and/or process by which Optum Rx manages drug utilization.
 - 5. MSQ4,c – Examples of Quantity level Limit (QLL) Override Criteria. The data in question represents a compilation of information which supports Optum Rx’s approach to a key element of the services. Furthermore, the data should not be released to the public because its proper use is dependent on specific circumstances and could otherwise be misinterpreted or misused.

Section IV Pharmacy Drug Rebate Services Module

- 3. PDRS Exhibits
 - 1. MSQ2.1 – System Screenshots. The document contains detailed information regarding the capabilities of Optum Rx’s Electronic Rebate System (eREBS) which, as stated in the document, is “Optum Rx’s core rebate management application.” This program, as well as its specific functionalities and capabilities as described in the document, is central to

Optum Rx's Drug Rebate Services.

- Attachment Z – PDRS Mandatory Scored Response Worksheet. The redactions in this document, which represent a small fraction of the overall information in the document, describe and/or visually depict Optum Rx workflows and program functionalities, each of which constitute a program, method, technique, and/or process unique to Optum Rx.

Section V General Exhibits

- 23. Attachment CC – Client References Explanation. The basis for this redaction is stated within the Attachment itself.
 - 24. Attachment CC – Supplier Client references Form. The information is redacted due to contractual restrictions on the release of client information.
8. Optum Rx understands that receipt by NASPO of this Affidavit and the redacted Submittal does not mean that NASPO agrees or has determined that the information identified in this Affidavit is protected under the Georgia Open Records Act from disclosure to the public. However, for claims made in this Affidavit that information in the redacted Submittal constitute trade secrets pursuant to the Georgia Trade Secrets Act, I understand that Section 50-18-72(a)(34) of the Georgia Open Records Act proscribes a procedure for producing such information in response to a request under that Act.

FURTHER Affiant saith not.


Lisa Smith (09/03/2025 20:24:28 CDT)

Lisa M. Smith
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Subscribed and sworn to before me this 4 day of September, 2025.

Latchmi Balram

Latchmi Balram (09/04/2025 11:27:17 CDT)

Signature, Notary Public

Latchmi Balram

Printed Name

My Commission expires: January 31, 2026

