

ORIGINAL

NEW APPLICATION



ENERGY.Me



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June 27, 2013

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Docket Control Center  
Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007

AZ CORP COMMISSION  
DOCKET CONTROL

Subject: Application of energy.me midwest llc for a Certificate of Convenience and Necessity for Competitive Retail Electric Services

Dear Sir or Madam:

E-20887A-13-0232

energy.me midwest llc herewith submits its Application for a Certificate of Convenience and Necessity for Competitive Retail Electric Services in the State of Arizona. In addition, consistent with Arizona Corporation Commission ("AZCC" or "Commission") Staff's advice, certain confidential information is not included in this application, but can be made available pending an arrangement to ensure confidentiality between energy.me midwest LLC and the Commission's Legal Division.

energy.me midwest llc requests that the following individuals be placed on the service list for the docket number assigned to this application, in case there are any questions on the application as well as for electronic communications in this proceeding:

Mollie Ring  
Director of Finance & Compliance  
224 N. Desplaines St., Fifth Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
[mollie@energy.me](mailto:mollie@energy.me)

Antonio Soruco  
Regulatory Consultant  
Strategic Communications, LLC  
1012 14<sup>th</sup> Street NW, Suite 1106  
Washington, DC 20005  
Telephone: 202-506-1657  
[asoruco@stratcomllc.com](mailto:asoruco@stratcomllc.com)

Should you have any questions concerning the foregoing, please contact me at your convenience.

Respectfully submitted,

Mollie Ring

Arizona Corporation Commission  
DOCKETED

JUL - 1 2013

DOCKETED BY *nr*

**ORIGINAL**

**NEW APPLICATION**

**Application for a Certificate of Convenience and Necessity  
for Competitive Retail Electric Services**

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**AZ CORP COMMISSION  
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Arizona Corporation Commission  
**DOCKETED**

JUL - 1 2013

DOCKETED BY *nr*

# **ARIZONA CORPORATION COMMISSION**

## **APPLICATION FOR A CERTIFICATE OF CONVENIENCE AND NECESSITY FOR COMPETITIVE RETAIL ELECTRIC SERVICES**

### **General Information**

The Arizona Corporation Commission (Commission) is the agency that regulates providers of electric service in Arizona. The Commission regulates the rates these electric service providers charge their customers, the quality of the service provided and the terms under which service is provided.

The attached application form has been prepared by the Utilities Division of the Arizona Corporation Commission to assist Applicants filing for a Certificate of Convenience and Necessity (CC&N). The information requirements of this application are designed to comply with the requirements of Arizona Revised Statutes Section 40-101 et. seq., and A.A.C. R14-2-1603.

### **When To File Your Application**

All electric service providers as defined in A.A.C. Rule R14-2-1601(15), supplying services as described in A.A.C. R14-2-1605 must obtain a Certificate of Convenience and Necessity from the Commission. If you plan to provide competitive services, you must apply for a CC&N. The application and the procedures described in this packet are to be used to apply for a certificate to provide services under bilateral or multilateral contracts with retail consumers.

### **Where To File Your Application**

Please mail or deliver the original plus 13 copies of your completed application to:

DOCKET CONTROL CENTER  
ARIZONA CORPORATION COMMISSION  
1200 WEST WASHINGTON STREET  
PHOENIX AZ 85007

If you choose to file by mail and would like to receive a date-stamped copy of your application as receipt, please mail 13 copies of your application, plus the original, and a self-addressed stamped envelope to the above address.

## **Application Instructions**

1. Complete the form accurately and attach all required documents. This will expedite the processing of the application.
2. Complete all the items that apply to your company. If an item requested does not apply, mark it "not applicable" (N/A). If you do not complete an item, your application could be delayed.
3. Label all Attachments according to the instructions provided in the application.
4. If an item is to be filed at a later date, mark the item "to be later filed by" and give the date by which it will be filed.
5. Have the application notarized.
6. Submit an original and thirteen copies of this application to the address provided above.
7. The Hearing Officer will specify any public notice publication requirements in the Procedural Order.
8. Provide written notice that you have complied with A.A.C. R14-2-1603(E): At the time of filing for a Certificate of Convenience and Necessity, each Applicant shall notify the Affected Utilities, Utility Distribution Companies, or an electric utility not subject to the jurisdiction of the Arizona Corporation Commission in whose service territories it wishes to offer service of the application by providing a copy of the application to the Affected Utilities, Utility Distribution Companies, or an electric utility not subject to the jurisdiction of the Arizona Corporation Commission no later than 10 days after filing the application. The Attachment to the CC&N application should include a listing of the names and addresses of the notified Affected Utilities, Utility Distribution Companies, or an electric utility not subject to the jurisdiction of the Arizona Corporation Commission.

## **Public, Non-Confidential Information Required in CC&N Filings**

One of the criteria used to determine if an entity is "fit and proper" is that the utility's current and projected financial health must be sound. Also, a determination of a fair return on fair value rate base must be made. Staff believes that the information necessary to make these determinations should be open for public inspection and that it is in the public interest to do so. The information would be helpful to potential customers in their efforts to choose a utility service provider. Just as a potential home buyer has access to the financial statements of the utility providing service to his or her prospective home, a potential customer of the "competitive" utilities should have access to similar information.

The Arizona Corporation Commission conducts public hearings and meetings to consider approval of Certificates of Convenience and Necessity (CC&Ns) and “fair value” findings concerning tariffs. These hearings are open, public and, often, contested proceedings. All members of the public and interested parties have the right to review and comment on the information provided by the applicant. For this reason, all information filed in these proceedings must be available to the public for review and comment.

### **Whom to Contact If You Have Questions**

If you have any questions about completing this application, please contact the Commission’s Utilities Division at (602) 542-4251 or toll-free within Arizona at 1-800-222-7000. If you have questions about the hearing process, please call the Hearing Division at (602) 542-4250 or call the toll-free number and ask for the Hearing Division.

**ARIZONA CORPORATION COMMISSION**

**Application for Certificate of Convenience and Necessity (CC&N) to Provide  
Competitive Retail Electric Services**

Mail original plus 13 copies of completed application to:

Docket Control Center  
Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007-2927

For Docket Control Only:  
(Please Stamp Here)

If you have current applications pending or have a  
CC&N in Arizona as a competitive retail electric  
service provider, list:

Type of Service: \_\_\_\_\_  
Docket No.: \_\_\_\_\_ Date: \_\_\_\_\_  
Decision No. \_\_\_\_\_ (if applicable)

Type of Service: \_\_\_\_\_  
Docket No.: \_\_\_\_\_ Date: \_\_\_\_\_  
Decision No. \_\_\_\_\_ (if applicable)

The Applicant is applying for approval to provide the following competitive retail services:

- Electric Generation
- Aggregation
- Brokering
- Meter Service Provider
- Meter Reading Service Provider
- Reseller of Meter Service
- Reseller of Meter Reading Service
- Other \_\_\_\_\_

**SECTION A**

**Applicant Information**

(A-1) The exact legal name of Applicant, current address, and telephone number (including area code). Include any other business address and telephone number of the principal place of business if different from current address and telephone number: (Include E-mail addresses and fax numbers.)

energy.me midwest, llc  
224 N. Desplaines St., Fifth Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
Fax: 312-276-8023

(A-2) If doing business under a name other than the Applicant name listed above, specify all names and addresses of business activity:

d/b/a energy.me

(A-3) The name, address, telephone number, fax number, and e-mail address of the management contact:

See attachment (A-3).

(A-4) The name, address, telephone number, fax number, and e-mail address of the attorney, if any, representing the Applicant:

N/A

(A-5) What type of legal entity is the Applicant?

Sole proprietorship

Partnership: \_\_\_ limited, \_\_\_ general, \_\_\_ Arizona, \_\_\_ foreign

**X** Limited liability company

Corporation: \_\_\_ S, \_\_\_ C, \_\_\_ non-profit, \_\_\_ Arizona, \_\_\_ foreign

Other, specify:

Describe any affiliate or subsidiary interest the Applicant has and include the parent company's name and address.

energy.me midwest llc has no subsidiaries.

energy.me midwest llc's parent company is energy.me LLC (Delaware LLC).

Mailing Address:

c/o Corporation Service Company

2711 Centerville Road

Suite 400

Wilmington, DE 19808

(A-6) Submit as Attachment "A" the names of all owners, partners, limited liability company managers, or corporate officers and directors and indicate the percentages of ownership of each. If the Applicant is a corporation, list the names and addresses of all persons or entities which directly or indirectly own, control, or hold the power to vote 10% or more of the Applicant's outstanding voting securities. Include the most recent report required by the Securities and Exchange Commission that details such information.

See attachment (A-6).

(A-7) Does the Applicant plan to sell retail electric services in Arizona? If "yes", provide the anticipated service date(s). Submit as Attachment "B" a copy of all relevant tax licenses from lawful taxing authorities within the State of Arizona. You may contact the Dept. of Revenue at 602-542-4576 to obtain information.

energy.me plans to sell retail electricity services in Arizona, commencing approximately 60 days after retail competition for commercial customers is opened.

(A-8) The Applicant must comply with the tariff filing requirements of A.A.C. R14-2-1611. The maximum rates specified in any tariff shall not be less than the Applicant's marginal cost of providing the service. Any changes in the maximum rates or in the terms and conditions of service are not effective until approved by the Commission. Submit as Attachment "C" the Applicant's proposed tariff that must include a description of each service to be provided, the maximum rate for each service, and any other terms and conditions that apply to each service to be provided.

Please see attachment (A-8)

(A-9) The CC&N may permit statewide provision of each service except for areas determined by the Commission not to be open to competition. Describe the geographic areas in which the Applicant will provide each service.

energy.me plans to provide service in all utility territories and geographic areas statewide in which the Commission determines retail competition shall exist.

(A-10) List the states in which the Applicant currently provides retail electric services similar to those it proposes to sell in Arizona. Submit as Attachment "E" a copy of any authority given to the Applicant to provide electric services.

See attachments (A-10)(A) through (A-10)(F).

(A-11) Provide a list of states in which the Applicant sought authority to provide retail electric services and in which the state denied the authority or granted authority with major changes or conditions for those services. For each state listed, submit as Attachment "F" a copy of the decision modifying the application for authority to provide retail electric services.

N/A.

(A-12) Has the Applicant been granted authority to provide retail electric services in any state where such authority was later revoked? If "yes", submit as Attachment "G" a copy of each decision revoking the authority.

No.

(A-13) Has the Applicant been involved in any formal complaint proceedings before any state or federal regulatory body? If "yes", list the regulatory body, the nature of the complaint, and submit as Attachment "H" a copy of the order resolving the complaint.

No.

(A-14) Has the Applicant been involved in any civil or criminal investigations related to any state or federal consumer protection laws or regulations within the last five years? If "yes", submit as Attachment "I" the state and the nature of each investigation, and when such investigation occurred.

energy.me, its officers, directors, and other officials, have no existing, pending or past felony convictions, anti-trust violations, rulings, judgments, contingent liabilities, revocation of certification, regulatory investigations, or any other matter that could adversely impacts its financial or operational status or ability to provide the service it is seeking to be certified to provide.

(A-15) Has the Applicant had judgment entered against it in any civil matter or been convicted of criminal acts related to any state or federal consumer protection laws or regulations within the last five years? If "yes", list the states where judgment or conviction was entered and submit as Attachment "J" a copy of each applicable court order.

energy.me, its officers, directors, and other officials, have no existing, pending or past felony convictions, anti-trust violations, rulings, judgments, contingent liabilities, revocation of certification, regulatory investigations, or any other matter that could adversely impacts its financial or operational status or ability to provide the service it is seeking to be certified to provide.

## SECTION B

### Applicant Technical Information

(B-1) Submit as Attachment "K":

- (a) A description of the Applicant's computer capabilities to store and process large volumes of customer account data. Include a resource list, e.g., modem with dedicated telephone line and facsimile machine;
  - (b) A description of the Applicant's capabilities to exchange data with other market participants, i.e., Utility Distribution Company and Independent Scheduling Administrator; and
  - (c) Identification of Applicant's staff who will prepare the reports to the Commission required by the retail electric competition rules.
- a. energy.me midwest llc has substantial technology capabilities, comprising an in-house staff of developers in addition to a variety of outsourced capabilities which are contracted via Energy Sources Group ("ESG"), ACES and our Global 5 partner. energy.me midwest llc currently conducts billing on approximately 200,000 utility accounts per year.
- b. energy.me has contracted with Energy Services Group ("ESG") a national vendor of Electronic Data Interchange ("EDI") services, for all data exchange functions. ESG operates in many utility markets nationwide, and currently serves over 100 retail energy suppliers and has achieved continuous growth since it started as a business in 1997.
- c. Mollie Ring  
Director: Finance & Compliance  
224 N. Desplaines St, 5<sup>th</sup> Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
Fax: 312-276-802

(B-2) Submit as Attachment "L" :

- (a) A description of the specific services that Applicant will offer, the customer classes to be served, the expected number customers in each class, and the average number of kWhs which the Applicant will market each month; and

Services to be provided: Electricity generation services.

Classes to be served: Commercial, Industrial, & Residential.

When the AZCC determines the utility territories and customer classes open to retail electricity competition, energy.me will be able to determine the expected number of customers in each class and the average number of kWhs which energy.me will market each month. At that time, energy.me will be able to provide such information to the AZCC.

- (b) A description of the Applicant's technical ability to provide the services described in (B-2). Identify the Applicant's key technical and operational personnel including their names, titles, and length of experience in the sale, procurement, metering, and billing of energy services or similar products. If some entity other than the Applicant will provide the metering or billing for the Applicant, identify the company and describe its experience in providing these services.

See attachment (B-2)(b).

(B-3) If the Applicant is an Electric Service Provider (excluding a Meter Service Provider or Meter Reading Service Provider), it must provide a copy of its Service Acquisition Agreement with a Scheduling Coordinator as required in R14-2-1603(G)(3). Submit a copy of the Service Acquisition Agreement as Attachment "M". If the Applicant has been authorized to act as a Scheduling Coordinator, submit a copy of that authorization in Attachment "M". (Note: This requirement is contingent upon the existence of a Scheduling Coordinator at the time of application.) A copy of the service agreement will be required prior to providing service.

energy.me midwest llc has contracted with a Global 5 energy firm for a variety of services, including scheduling load in all of our markets. The agreement between energy.me midwest llc and this Global 5 energy company specifies that certain terms of the agreement are to remain confidential.

(B-4) The Applicant must provide its service agreement with each Utility Distribution Company in whose territory the Applicant plans to do business as required in R14-2-1603(G)(3).. Submit a copy of that service agreement as Attachment "N". A copy of the service agreement will be required prior to providing service.

energy.me has not yet concluded service agreements with Utility Distribution Companies in Arizona. energy.me will submit such agreements to the Commission as they are concluded and prior to providing service.

(B-5) If the Applicant will provide Meter Service, but not Meter Reading Service, submit as Attachment "O":

- (a) Identification of the meter class to be served;
- (b) Proof of current liability insurance in the amount of \$2,000,000 per incident;
- (c) A detailed description of each of the Applicant's employees' electric meter testing, installation, maintenance, repair, and removal experience including their Meter Worker Class level. (Note: The Applicant must have at least one employee who is a Class 3 Meter Worker who is available at all times the function is performed by the MSP);
- (d) A detailed description of the Applicant's training program and procedures and policies regarding testing, installation, maintenance, repair, or removal of electrical devices. (Note: The Applicant's policies must provide that its employees wear uniforms and carry proper identification while on site to perform any of these functions);
- (e) If the Applicant also will provide incidental or backup meter servicing, include a detailed description of its training programs, procedures and policies regarding meter servicing. (Note: The Applicant's policies must provide that its employees wear uniforms and carry proper identification while on site for meter servicing); and
- (f) A detailed description of the educational and training in electrical work and electrical safety required by the Applicant of its employees before they are allowed to install, maintain, repair, or remove electrical meters or metering devices.

By responding to (B-5), the Applicant agrees to comply with:

- (a) The Meter Services Provider standards approved by the Commission, including *Meter Testing, Calibration and Installation* and *Meter Worker Qualifications*. An Applicant's failure to comply shall be grounds for revocation of its Certificate for Convenience and Necessity;
- (b) All of the Commission's Meter Service Provider filing and reporting requirements; and
- (c) The meter services safety requirements of the American Public Power Association (APPA) *Safety Manual For an Electric Utility*.

energy.me will not provide meter service.

(B-6) If the Applicant will perform Meter Reading Service Provider (MRSP) functions, submit the following as Attachment "P":

- (a) A description of the Applicant's training program or means to ensure that its employees are properly trained to perform MRSP functions;
- (b) A description of the Applicant's processes and standard operating procedures to ensure that meter data is processed accurately and audit records are maintained;
- (c) The Applicant's disaster recovery plan, covering a "minor" disaster, such as a computer failure, and a "major disaster," such as a facility fire;
- (d) An Applicant's plan for obtaining back-up meter reads in the event of communications failure, if the Applicant uses remote communications to read meters;
- (e) A description of the Applicant's security measures, including restricting physical and electronic access to data and data servers;
- (f) A description of the Applicant's procedures for identifying potential energy theft and reporting it to the Utility Distribution Company and the Electric Service Provider; and
- (g) Identification of the employee whom the Applicant is requesting take a Commission approved and administered data test. (Note: The Applicant is required to pass a test that includes retrieving raw data, performing validation, editing and estimation, posting data to a server, and exchanging data with other market participants including at least one Utility Distribution Company via a Commission approved format.)

energy.me will not perform Meter Reading Service Provider functions.

## SECTION C

### Financial Information

(C-1) Submit as Attachment "Q" the applicant must submit the following audited financial information for the most recent two years that the Applicant has been in business: balance sheets, income statements, cash flow statements, and other financial information evidencing financial resources.

energy.me midwest llc treats its financial information as confidential and proprietary, and has provided such information to other public service commissions in states in which it has authority to conduct retail sales of electricity, only under protective treatment of such information. At the Arizona Corporation Commission's (AZCC) direction, energy.me midwest llc will provide the required financial information to the AZCC if protective treatment of such information is granted.

(C-2) If the Applicant will collect funds, including deposits or advances, from customers prior to providing services, submit as Attachment "R" one of the following:

- (1) A credit evaluation from Moody's of "Baa2" or higher or an evaluation from Standard and Poor's, Fitch, or Duff and Phelps of "BBB" or higher; or
- (2) A security deposit sufficient to cover one half of the expected sales price of the kWhs that the Applicant forecasts it will sell to small customers over a 12 month period (# of kWhs per month \* # of customers \* 12 months \* price per kWhs / 2); or
- (3) A financial guarantee bond in an amount sufficient to provide adequate recourse for customers in the event of fraud or nonperformance by Applicant. The bond amount could be based upon sales value and any amounts that the Applicant collects by way of deposits or advance payments.

Attachment "R" must indicate which method will be used and include the appropriate documentation, if currently available.

energy.me will not collect deposits, advances, prepayments, or other funds from customers prior to providing services.

(C-3) Prior to certification the Commission will require the Applicant to procure a bond or insurance coverage in an amount sufficient to protect customers in the event of the Applicant's default or non-performance. Check which of the following methods the Applicant intends to use:

- The Applicant will obtain a bond. The amount of the bond will be based on the number of customers expected to be served and number of kWhs of electricity that the Applicant expects to provide.
- The Applicant will obtain insurance. The amount of the insurance policy will be based on the number of customers the Applicant expects to be served and number of kWhs of electricity that the Applicant expects to provide.
- The Applicant will provide proof that it has been found creditworthy by the Utility Distribution Company (UDC) under the credit terms imposed by the UDC. Is this a method to procure a bond or insurance coverage?

The amount of the bound will be determined after discussion with Staff.

## SECTION D

### Customer Protection

(D-1) Submit as Attachment "S":

- (1) The name, address, and telephone number of the Applicant's customer complaint contact person.
- (2) An explanation of the Applicant's plan to ensure that the electric service provided to its customers will not be interrupted in the event that the Applicant fails to provide the competitive services set forth in its application.



See attachment (D-1).

I certify that if the Applicant is an Arizona corporation, a current copy of the Articles of Incorporation is on file with the Arizona Corporation Commission and the Applicant holds a Certificate of Good Standing from the Commission. If the company is a foreign corporation or partnership, I certify that the company has authority to transact business in Arizona. I certify that all appropriate city, county and/or State agency approvals have been obtained. Upon signing of this application, I attest that I have read the Commission's rules and regulations relating to the regulations of electric energy services and that the company will abide by Arizona State Law including the Arizona Corporation Commission Rules and Regulations. I agree that the Commission's rules apply in the event there is a conflict between those rules and the company's tariff, unless otherwise ordered by the Commission. I certify that to the best of my knowledge the information provided in this Application and Petition is true and correct.

Mollie Ring  
(Signature of Authorized Representative)

6.26.13  
(Date)

Mollie Ring  
(Print Name of Authorized Representative)

Director of Finance & Compliance  
(Title)

SUBSCRIBED AND SWORN to before me this 26<sup>th</sup> day of June, 2013

Donna Rolf  
NOTARY PUBLIC

My Commission Expires 5/15/16



## Management Contact Information

(A-3)

### **Exhibit (A-3) – Management Contacts Information**

The name, address, telephone number, fax number, and e-mail address of the management contacts:

Nathan Laurell  
Managing Director: Risk Management  
224 N. Desplaines St., 5<sup>th</sup> Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
Fax: 312-276-8023

Matt Garrison  
Managing Director: Sales & Marketing  
224 N. Desplaines St., 5<sup>th</sup> Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
Fax: 312-276-8023

Marc Muinzer  
Managing Director: Operations  
224 N. Desplaines St., 5<sup>th</sup> Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
Fax: 312-276-8023

Jeff Olshesky  
Director: Director of Infrastructure  
224 N. Desplaines St, 5<sup>th</sup> Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
Fax: 312-276-8023

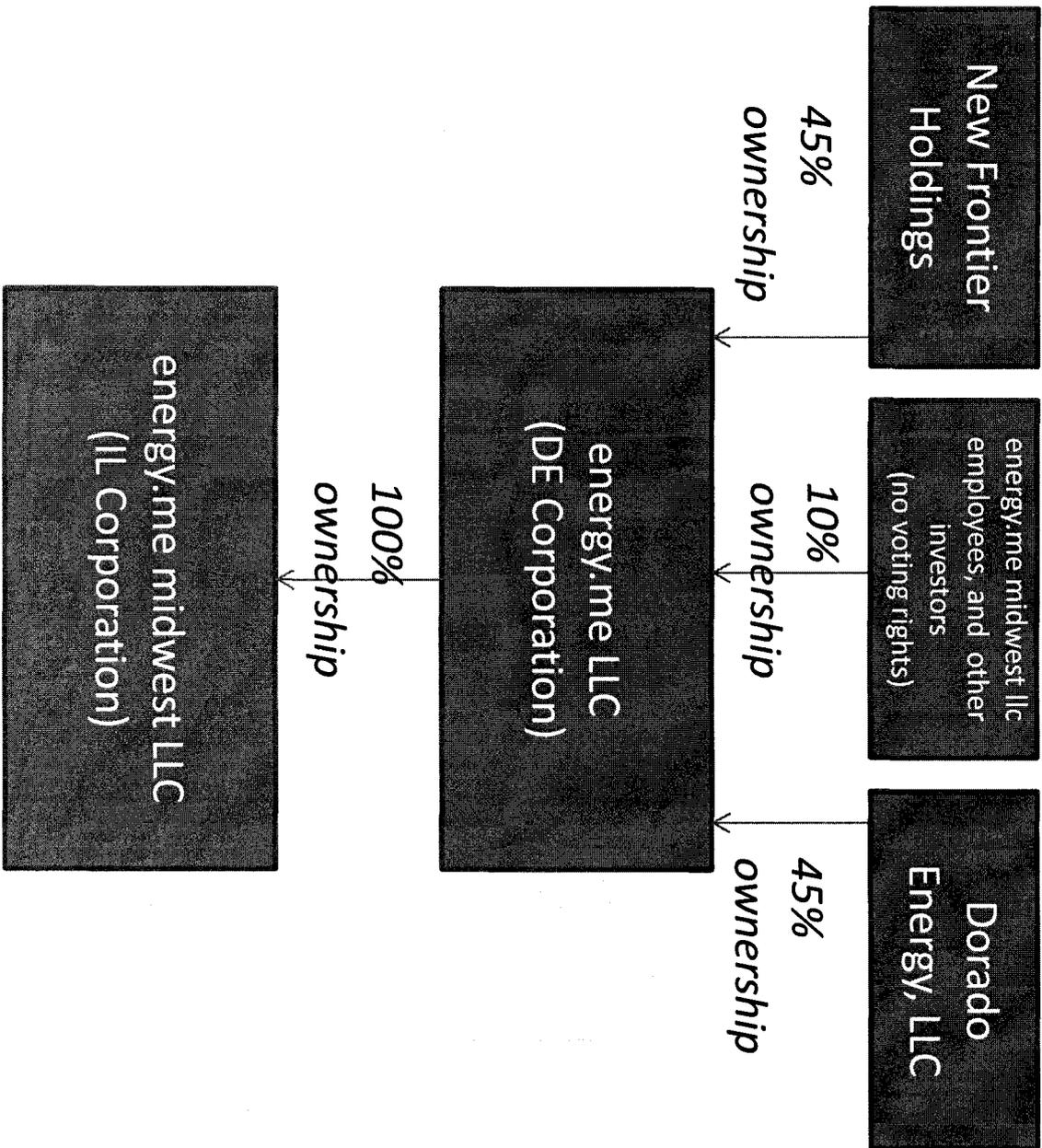
Jeremy Schupp  
Director: Electricity Strategy  
224 N. Desplaines St, 5<sup>th</sup> Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
Fax: 312-276-8023

Mollie Ring  
Director: Finance & Compliance  
224 N. Desplaines St, 5<sup>th</sup> Floor  
Chicago, IL 60661  
Telephone: 312-243-7270  
Fax: 312-276-802

## Management and Ownership Percentages

(A-6)

Exhibit A-6: Management and Ownership Percentages



**Competitive Electricity Tariff – Non-Residential and  
Residential**

**(A-8)**

## (A-8) Competitive Non-Residential Electricity Tariff

energy.me midwest, llc

A.C.C. No: XXXXX

Tariff No: XXXX

Effective: XXXX, XX, 2013

### Background

Under this tariff energy.me midwest, llc ("energy.me") will provide competitive electricity supply services to non-residential customers within the service territories of the following utilities in Arizona: [utility service territories in which the Arizona Corporation Commission allows retail electricity competition]. energy.me is not a utility transmission nor a utility distribution company. For additional clarification, this is not a provider of last resort tariff and thus non-residential customers will not be required to choose energy.me.

### energy.me availability to customers

- energy.me will provide its electric supply services to non-residential customers under this tariff. Customers eligible to receive electricity supply from energy.me must be customers within the service territories of the utilities involved in retail electricity competition as approved by the commission.
- energy.me reserves the right to cancel a signed agreement with a non-residential customer for any reason, upon (30) days' written notice and subject to existing and future retail competition rules and regulations. Such reasons may include but are not limited to: customer's lack of creditworthiness; customer's refusal to pay for service per the terms of the sales agreement; and energy.me's inability to provide service to the customer based on the customer's geographic location or lack of connection to the local utility transmission company.

### Non-Residential Electricity Sales Agreement

- The terms and conditions for service under this tariff will be identified in a non-residential electricity sales agreement completed between energy.me and the eligible customer. Per the terms of this tariff, the non-residential electricity sales agreement will specify the contract term, price type, price calculation, agreement renewal terms, cancellation terms (including any early termination fees, to the extent allowable by law and regulation), and other terms and conditions of service negotiated by the parties. Parties will further address the amount of supply that will be delivered, via the agreement.

## Charges

- The Contract Price is per kilowatt-hour ("kWh") consumed at the applicable Location. The Contract Price includes energy charges including congestion, ancillary charges, utility distribution company system losses, Retail Network Infrastructure Transmission System Charges, Unforced Capacity Charges, Renewable Portfolio Standards (RPS) charges, and applicable aggregator and broker fees collected from Customer and paid to Customer's aggregator or broker (if any).
- Early Termination Fees, to the extent allowable by law and regulation, will be charged in dollars per kWh on the estimated amount of unconsumed electricity for the remaining term of the Agreement, in addition to Termination Damages. This Early Termination Fee will be stated in the non-residential customer agreement.
- energy.me's price does not include utility delivery charges, for which the customer will continue to be responsible.
- The non-residential electricity sales agreement will provide for billing and collection services at charges that will be negotiated between energy.me and the eligible customer. Such charges may vary depending on whether energy.me, the local utility distribution company, or another entity approved for this function by the Arizona Corporation Commission, is providing billing and collection services.
- energy.me will not provide Meter Service nor Meter Reading Service.

## Other Provisions

- energy.me may seek to change or amend this tariff at any time upon application to the Arizona Corporation Commission. Any such amendments or changes shall only become effective upon approval from the Arizona Corporation Commission.

## (A-8) Competitive Residential Electricity Tariff

energy.me midwest, llc

A.C.C. No: XXXXX

Tariff No: XXXX

Effective: XXXX, XX, 2013

### Background

Under this tariff energy.me midwest, llc ("energy.me") will provide competitive electricity supply services to residential customers within the service territories of the following utilities in Arizona: [utility service territories in which the Arizona Corporation Commission allows retail electricity competition]. energy.me is not a utility transmission nor a utility distribution company. For additional clarification, this is not a provider of last resort tariff and thus residential customers will not be required to choose energy.me.

### energy.me availability to customers

- energy.me will provide its electric supply services to residential customers under this tariff. Customers eligible to receive electricity supply from energy.me must be customers within the service territories of the utilities involved in retail electricity competition as approved by the commission.
- energy.me reserves the right to cancel a signed agreement with a residential customer for any reason, upon (30) days' written notice and subject to existing and future retail competition rules and regulations. Such reasons may include but are not limited to: customer's lack of creditworthiness; customer's refusal to pay for service per the terms of the sales agreement; and energy.me's inability to provide service to the customer based on the customer's geographic location or lack of connection to the local utility transmission company.

### Residential Electricity Sales Agreement

- The terms and conditions for service under this tariff will be identified in a residential electricity sales agreement completed between energy.me and the eligible customer. Per the terms of this tariff, the residential electricity sales agreement will specify the contract term, price type, price calculation, agreement renewal terms, cancellation terms (including any early termination fees, to the extent allowable by law and regulation), and other terms and conditions of service negotiated by the parties. Parties will further address the amount of supply that will be delivered, via the agreement.

## Charges

- energy.me's rates for electricity supply will be charged at a rate not less than energy.me's marginal cost of providing the service. energy.me may offer fixed or variable rate products depending on customer preferences, market conditions, and applicable laws and regulations.
- Fixed-rate products will be offered at consistent monthly charge priced as dollars per kilowatt-hour and stated explicitly in the residential customer sales agreement. This rate will not change over the term of the agreement.
- Variable-rate products are subject to change each month and reflect the cost of electricity obtained from all sources (including energy, capacity, settlement, ancillaries).
- Both fixed and variable-rate products further include related transmission and distribution charges and other market-related factors, plus all applicable taxes, fees, charges or other assessments and energy.me's costs, expenses and margins.
- energy.me's price does not include utility delivery charges, for which the customer will continue to be responsible.
- The residential electricity sales agreement will provide for billing and collection services at charges that will be negotiated between energy.me and the eligible customer. Such charges may vary depending on whether energy.me, the local utility distribution company, or another entity approved for this function by the Arizona Corporation Commission, is providing billing and collection services.
- energy.me will not provide Meter Service nor Meter Reading Service.
- Additionally, energy.me may pass through certain costs that are involuntarily imposed on energy.me to both fixed and variable rate customers, including: congestion charges, utility distribution system losses, Retail Network Integration Transmission Services charges, unforced capacity charges, Renewable Portfolio Standards (RPS) charges, and applicable aggregator and broker fees collected from customer and paid to customer's aggregator or broker (if any).

## Other Provisions

- energy.me may seek to change or amend this tariff at any time upon application to the Arizona Corporation Commission. Any such amendments or changes shall only become effective upon approval from the Arizona Corporation Commission.

**Illinois Non-Residential Alternate Retail Electric Supplier  
Certificate  
(A-10)(A)**

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

Smart Energy, LLC :  
 :  
Application for Certificate of : 11-0539  
Service Authority under Section :  
16-115 of the Public Utilities Act. :

ORDER

By the Commission:

**I. INTRODUCTION**

On July 25, 2011, Smart Energy, LLC ("Applicant") filed a verified application with the Illinois Commerce Commission ("Commission") requesting a Certificate of Service Authority authorizing it to operate as an alternative retail electric supplier ("ARES") in Illinois pursuant to Section 16-115 of the Public Utilities Act ("Act"), 220 ILCS 5/1-101 et seq., and 83 Ill. Adm. Code 451, "Certification of Alternative Retail Electric Suppliers," ("Part 451"). Applicant submitted its certificate of publication showing that on July 26, 2011, proper notice of the application was published in the official State newspaper. The Administrative Law Judge requested clarification of certain matters contained in the application. Applicant filed a verified response to the Administrative Law Judge on August 12, 2011.

**II. BACKGROUND AND AUTHORITY SOUGHT BY APPLICANT**

Excluding efforts it has engaged in to support its pending ARES application, Applicant has not engaged in any other business activities. Applicant seeks authority to offer the sale of electricity and power to all eligible nonresidential customers with annual electrical consumption greater than 15,000 kilowatt-hours ("kWh") in the service territories of Ameren Illinois Company d/b/a Ameren Illinois ("AIC") and Commonwealth Edison Company ("ComEd"), pursuant to Subpart C of Part 451. Applicant plans to source its customers primarily through building relationships with registered brokers under the Agent, Broker, Consultant ("ABC") law, Section 16-115C of the Act, and the Commission's rules, 83 Ill. Adm. Code 454, "Licensure of Retail Electric Agents, Brokers and Consultants."

### **III. GENERAL REQUIREMENTS UNDER THE ACT**

Applicant is a limited liability company organized under the laws of Illinois. Applicant does not intend to install, operate, or maintain generation, transmission, or distribution facilities within the State of Illinois. Therefore, no demonstration of compliance with the requirements of Section 451.20(d)(2) has been made and Applicant's employees are not permitted to perform such functions, and other entities are not permitted to perform such functions pursuant to contractual arrangements with Applicant.

Applicant has certified that it will comply with all applicable regulations; that it will provide service only to retail customers eligible to take such services; that it will comply with informational and reporting requirements established by Commission rule; that it will comply with informational and reporting requirements pursuant to Section 16-112 of the Act; and that it will comply with all other applicable laws, regulations, terms, and conditions required to the extent they have application to the services being offered by an ARES. Additionally, Applicant has agreed to submit good faith schedules of transmission and energy in accordance with applicable tariffs. Applicant has agreed to adopt and follow rules relating to customer authorizations, billing records, and retail electric services and agrees to retain requests for delivery services transmitted to utilities for a period of not less than two calendar years after the calendar year in which they are created. Applicant has agreed to adopt and follow rules and procedures to preserve the confidentiality of its customers' data. Applicant agrees to procure renewable energy resources as required by subsection (d) of Section 16-115 and Section 16-115D of the Act. Applicant also certifies that it will source electricity from clean coal facilities as required by Section 16-115(d)(5) of the Act.

Pursuant to the requirements of Section 451.50 of Part 451, Applicant provided a License or Permit Bond in the amount of \$150,000 issued by a qualifying surety authorized to transact business in Illinois. Attachment C to the application is a copy of the required License or Permit Bond.

### **IV. FINANCIAL, TECHNICAL, AND MANAGERIAL REQUIREMENTS OF SECTION 16-115**

Applicant asserts that it meets the financial qualifications set forth in Section 16-115(d)(1). Applicant provided documents intended to show that it is a member of the PJM Interconnection, LLC as well as the Midwest ISO and certifies that it will purchase 100% of its physical electric energy from the regional transmission organizations for delivery to the ComEd and AIC service territories. This information is intended to demonstrate compliance with Section 451.220(a)(3).

Applicant represents that it meets the technical and managerial qualifications set forth in Section 16-115(d)(1) of the Act and Sections 451.230 and 451.240 of Part 451. In Attachments E, F, and G to its application and the response for clarification mentioned above, Applicant identified the personnel who purportedly satisfy the criteria

and provided biographical information for these individuals. Applicant states that it is relying on agents or contractors to meet the technical and managerial requirements of Sections 451.230 and 451.240. Applicant certifies that each such agent or contractor will comply with all the Sections of Part 451 that are applicable to the function(s) to be performed by the respective agent or contractor.

Applicant indicates it is not currently licensed as an ARES in Illinois or any other jurisdiction. Applicant says it has not had any complaints filed against it for its provision of any services in the electric or gas industry in Illinois or any other jurisdiction. Applicant also provided a telephone number and facsimile number where its staff can be directly reached at all times.

#### **V. COMMISSION CONCLUSION AND CERTIFICATE OF SERVICE AUTHORITY**

The Commission has reviewed the application and attachments along with the supplementary information provided by Applicant regarding the technical, financial, and managerial requirements and all other requirements of the Act and Part 451 and finds that the Applicant sufficiently demonstrates compliance with the requirements. The Commission concludes, therefore, that Applicant's request for a Certificate of Service Authority to operate as an ARES in Illinois should be granted and should include the following authority:

#### **CERTIFICATE OF SERVICE AUTHORITY**

IT IS CERTIFIED that Smart Energy, LLC is granted service authority to operate as an Alternative Retail Electric Supplier as follows:

SERVICES TO BE PROVIDED: The sale of electricity and power.

CUSTOMERS TO BE SERVED: All eligible nonresidential retail customers with annual electrical consumption greater than 15,000 kWh.

GEOGRAPHIC REGION(S) SERVED: The service areas of Commonwealth Edison Company and Ameren Illinois Company.

#### **VI. FINDINGS AND ORDERING PARAGRAPHS**

The Commission, having reviewed the entire record, is of the opinion and finds that:

- (1) Applicant, a business organized under the laws of Illinois, seeks a Certificate of Service Authority to operate as an ARES under Section 16-115 of the Act;
- (2) the Commission has jurisdiction over the party hereto and the subject matter hereof;

- (3) the recitals of fact and conclusions reached in the prefatory portion of this Order are supported by the record and are hereby adopted as findings of fact, as required by Section 16-115(d)(1) of the Act;
- (4) Applicant has demonstrated that it possesses sufficient financial, managerial, and technical resources and abilities to provide power and energy to eligible nonresidential retail customers with annual electrical consumption greater than 15,000 kWh throughout the areas certified herein;
- (5) Applicant has complied with Section 16-115(d)(1) through (5) and (8) of the Act and Part 451; and
- (6) Applicant should be granted a Certificate of Service Authority authorizing it to operate as an ARES as specified in Section V of this Order.

IT IS THEREFORE ORDERED by the Illinois Commerce Commission that Smart Energy, LLC is hereby granted the Certificate of Service Authority set forth in Section V of this Order.

IT IS FURTHER ORDERED that Smart Energy, LLC shall comply with all applicable Commission rules and orders now and as hereafter amended.

IT IS FURTHER ORDERED that, subject to the provisions of Section 10-113 of the Public Utilities Act and 83 Ill. Adm. Code 200.880, this Order is final; it is not subject to the Administrative Review Law.

By order of the Commission this 23rd day of August, 2011.

(SIGNED) DOUGLAS P. SCOTT

Chairman

Illinois Residential Alternative Retail Electric Supplier  
Certificate  
(A-10)(B)

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

Smart Energy, LLC :  
 :  
Application for Certificate of : 12-0105  
Service Authority under Section :  
16-115 of the Public Utilities Act. :

ORDER

By the Commission:

I. INTRODUCTION

On February 9, 2012, Smart Energy, LLC ("Applicant") filed a verified application with the Illinois Commerce Commission ("Commission") requesting an amendment to its Certificate of Service Authority authorizing it to operate as an alternative retail electric supplier ("ARES") in Illinois pursuant to Section 16-115 of the Public Utilities Act ("Act"), 220 ILCS 5/1-101 et seq., and 83 Ill. Adm. Code 451, "Certification of Alternative Retail Electric Suppliers," ("Part 451"). Applicant submitted its certificate of publication showing that on February 12, 2012, proper notice of the application was published in the official State newspaper. On February 14, 2011, Applicant filed an errata sheet to its application, clarifying certain information. The Administrative Law Judge requested clarification of certain matters addressed in the application. On March 1, 2012, Applicant filed a verified response to the request for clarification.

II. BACKGROUND AND AUTHORITY SOUGHT BY APPLICANT

Applicant is a limited liability corporation created under the laws of Illinois and is not affiliated with an Illinois utility. Applicant also does business under the name "energy.me." On August 23, 2011, in Docket No. 11-0539, the Commission granted Applicant a Certificate of Service Authority to operate as an ARES in Illinois. Applicant is currently authorized to offer the sale of electricity and power to all eligible nonresidential retail customers with annual electrical consumption greater than 15,000 kilowatt-hours ("kWh") in the service areas of Commonwealth Edison Company ("ComEd") and Ameren Illinois Company d/b/a as Ameren Illinois ("Ameren").

In the current proceeding, Applicant wishes to have its Certificate of Service Authority amended and expanded to include all eligible residential and nonresidential customers in the service territories of ComEd and Ameren. Applicant plans to source its customers primarily through building relationships with the certified brokers under Section 16-115C of the Act, the Agent, Broker, Consultant ("ABC") law, and 83 Ill. Adm. Code 454. Applicant indicates that it is not licensed as an alternative retail electric supplier in any other jurisdiction outside the state of Illinois.

### III. GENERAL REQUIREMENTS UNDER THE ACT

Applicant does not intend to install, operate, or maintain generation, transmission, or distribution facilities within Illinois. Therefore, no demonstration of compliance with the requirements of Section 451.20(d)(2) has been made. Applicant's employees are not permitted to perform such functions, nor are others permitted to perform such functions pursuant to contractual arrangements with Applicant.

Applicant has certified that it will comply with all applicable regulations; that it will provide service only to retail customers eligible to take such services; that it will comply with informational and reporting requirements established by Commission rule; that it will comply with informational and reporting requirements pursuant to Section 16-112 of the Act; and that it will comply with all other applicable laws, regulations, terms, and conditions required to the extent they have application to the services being offered by an ARES. Additionally, Applicant has agreed to submit good faith schedules of transmission and energy in accordance with applicable tariffs. Applicant has agreed to adopt and follow rules relating to customer authorizations, billing records, and retail electric services and agrees to retain requests for delivery services transmitted to utilities for a period of not less than two calendar years after the calendar year in which they are created. Applicant has agreed to adopt and follow rules and procedures to preserve the confidentiality of its customers' data.

Applicant agrees to procure renewable energy resources as required by subsection (d) of Section 16-115 and Section 16-115D of the Act. Applicant also certifies that it will source electricity from clean coal facilities as required by Section 16-115(d)(5) of the Act.

Pursuant to the requirements of Subpart D of Part 451, Applicant certifies that any marketing materials that make statements concerning prices, terms, and conditions of service shall contain information that adequately discloses the prices, terms, and conditions of the products or services that it is offering or selling to the customer. Applicant also certifies that before any customer is switched from another supplier, it shall give the customer written information that adequately discloses, in plain language, the prices, terms, and conditions of the products and services being offered and sold to the customer. Applicant further certifies that it will provide documentation to the Commission and to customers that substantiates any claims made regarding the technologies and fuel types used to generate the electricity offered or sold to customers. Applicant commits to provide to its customers itemized billing statements that describe the products and services provided to the customer and their prices; and an additional statement, at least annually, that adequately discloses the average monthly prices, and the terms and conditions, of the products and services sold to the customer.

Applicant certifies that it will include materials comprising the consumer education program pursuant to Section 16-117 of the Act with all initial mailings to

potential residential and small commercial retail customers and before executing any agreements or contracts with such customers. Applicant certifies that it will provide consumer education program materials pursuant to Section 16-117 of the Act at no charge to residential and small commercial retail customers upon request. Applicant certifies that it will provide to residential and small commercial retail customers on a semi-annual basis information on how to obtain a list of ARES that have been found in the last three years by the Commission to have failed to provide service in accordance with the terms of their contracts pursuant to Section 16-117(g)(4)(C) of the Act.

Pursuant to the requirements of Section 451.50 of Part 451, Applicant provided a License or Permit Bond in the amount of \$300,000 issued by a qualifying surety authorized to transact business in Illinois. Attachment C to the application is a copy of the required License or Permit Bond.

#### **IV. FINANCIAL, TECHNICAL, AND MANAGERIAL REQUIREMENTS OF SECTION 16-115**

Applicant asserts that it meets the financial qualifications set forth in Section 16-115(d)(1). Applicant provided documents intended to show that it is a member of the PJM Interconnection, LLC as well as the Midwest ISO and certifies that it will purchase 100% of its physical electric energy from the regional transmission organizations for delivery to the ComEd and Ameren service territories. This information is intended to demonstrate compliance with Section 451.320(a).

Applicant represents that it meets the technical and managerial qualifications set forth in Section 16-115(d)(1) of the Act and Sections 451.330 and 451.340 of Part 451. In the application and Attachments E and G attached thereto, Applicant identified the personnel who satisfy the criteria and provided biographical information for these individuals. Applicant's technical and managerial qualifications were also addressed in Applicant's errata. Applicant provided a telephone number and facsimile number where its staff can be directly reached at all times.

Applicant is relying on one or more agents or contractors to meet the technical and managerial requirements of Part 451.330 and 451.340. Applicant indicates that each agent and contractor on whom the Applicant relies to meet these requirements is disclosed on Attachment E and G to the application. Applicant certifies that each such agent or contractor will comply with all the sections of Part 451 that are applicable to the functions to be performed by the respective agent or contractor.

Applicant states that it has not been denied an electric supplier license in any state. Nor, Applicant continues, has it had an electric supplier license suspended or revoked by any state. Applicant does not currently have an electric supplier license pending in any other state. Applicant says it is not the subject of any lawsuits filed in a court of law alleging fraud, decision or unfair marketing practices, or other similar allegations. Applicant also says it is not the subject of any formal regulatory proceedings involving a customer complaint. The Applicant indicates in its Response to

the Administrative Law Judge's ruling that it has not had any complaints filed against it for its provision of services in the gas or electric industry.

#### **V. COMMISSION CONCLUSION AND CERTIFICATE OF SERVICE AUTHORITY**

The Commission has reviewed the application, attachments, and supplemental information provided by Applicant regarding the technical, financial, and managerial requirements and all other requirements of the Act and Part 451 and finds that the Applicant sufficiently demonstrates compliance with the requirements. The Commission concludes, therefore, that Applicant's request for an amended Certificate of Service Authority to operate as an ARES in Illinois should be granted and should include the following authority:

#### CERTIFICATE OF SERVICE AUTHORITY

IT IS CERTIFIED that Smart Energy, LLC is granted service authority to operate as an Alternative Retail Electric Supplier as follows:

SERVICES TO BE PROVIDED: The sale of electricity and power.

CUSTOMERS TO BE SERVED: All eligible residential and nonresidential customers.

GEOGRAPHIC REGIONS TO BE SERVED: The service areas of Commonwealth Edison Company and Ameren Illinois Company d/b/a Ameren Illinois.

#### **VI. FINDINGS AND ORDERING PARAGRAPHS**

The Commission, having reviewed the entire record, is of the opinion and finds that:

- (1) Applicant, a business organized under the laws of Illinois, seeks an amendment of its Certificate of Service Authority to operate as an ARES under Section 16-115 of the Act;
- (2) the Commission has jurisdiction over the party hereto and the subject matter hereof;
- (3) the recitals of fact and conclusions reached in the prefatory portion of this Order are supported by the record and are hereby adopted as findings of fact, as required by Section 16-115(d)(1) of the Act;
- (4) Applicant has demonstrated that it possesses sufficient financial, managerial, and technical resources and abilities to provide power and energy to all eligible residential and nonresidential retail customers throughout the service area of ComEd and Ameren;

- (5) Applicant has complied with Section 16-115(d)(1) through (5) and (8) of the Act and 83 Ill. Adm. Code 451; and
- (6) Applicant should be granted an amended Certificate of Service Authority authorizing it to operate as an ARES as specified in Section V of this Order;

IT IS THEREFORE ORDERED by the Illinois Commerce Commission that Smart Energy, LLC is hereby granted the amended Certificate of Service Authority set forth in Section V of this Order.

IT IS FURTHER ORDERED that Smart Energy, LLC shall comply with all applicable Commission rules and orders now and as hereafter amended.

IT IS FURTHER ORDERED that the Illinois Commerce Commission retains jurisdiction over Smart Energy, LLC and of the subject matter hereof for the purpose of issuing such further orders as the Commission may deem necessary.

IT IS FURTHER ORDERED that, subject to the provisions of Section 10-113 of the Public Utilities Act and 83 Ill. Adm. Code 200.880, this Order is final; it is not subject to the Administrative Review Law.

By order of the Commission this 21st day of March, 2012.

(SIGNED) DOUGLAS P. SCOTT

Chairman

Maryland Supplier Letter Order  
(A-10)(C)

COMMISSIONERS

STATE OF MARYLAND

W. KEVIN HUGHES  
CHAIRMAN

HAROLD D. WILLIAMS  
LAWRENCE BRENNER  
KELLY SPEAKES-BACKMAN



**PUBLIC SERVICE COMMISSION**

**#5, 4/3/13 AM; ML#s 142616, 143288, 144215, 145436 and 145775**  
**License Reference No.: IR-2820**

April 3, 2013

Brian R. Greene, Esq.  
GreeneHurlocker, PLC  
707 E. Main Street, Suite 1025  
Richmond, VA 23219-2812

Dear Mr. Greene:

On September 17, 2012, energy.me midwest llc d/b/a energy.me ("Company") filed an Application for a license to supply electricity or electric generation services in Maryland under COMAR 20.51. Additional information was filed on October 23, 2012, December 17, 2012, February 14, 2013 and March 5, 2013. The Company proposes to provide electricity supplier services in Maryland for residential, commercial and industrial customers as described in the application.

After considering this matter at the April 3, 2013 Administrative Meeting, the Commission granted the Company a license to supply electricity or electric generation services in Maryland in accordance with its Application (License Reference Number IR-2820). The license granted by the Commission under this Letter Order is limited solely to electricity supplier services to residential, commercial and industrial customers.

Finally, the Company is reminded that it is under a continuing obligation to notify the Commission within 30 days of any changes to the information upon which the Commission relied in granting this license. A copy of the supplemental or updated information is required to be filed concurrently with the Office of People's Counsel.

By Direction of the Commission,

*/s/ David J. Collins*

David J. Collins  
Executive Secretary

DJC/st  
cc: Phil Vanderheyden, Electricity Division

New Jersey Third Party Supplier License

(A-10)(D)



STATE OF NEW JERSEY

Board of Public Utilities  
44 S. Clinton Ave.  
P.O. Box 350  
Trenton, NJ 08625-0350  
[www.nj.gov/bpu/](http://www.nj.gov/bpu/)

Chris Christie  
Governor

Kim Guadagno  
Lt. Governor

Kristi Izzo  
Secretary of the Board  
Tel. # (609) 292-1599

October 23, 2012

Bruce D. Werner  
General Manager  
Energy.me Midwest, LLC  
19 N. Sangamon St.  
Chicago, IL 60607

Re: **Electric Power Supplier Initial License**  
Dkt. No. EE12090833L

Dear Mr. Werner:

In accordance with the Electric Discount and Energy Competition Act of 1999, N.J.S.A. 48:3-49 et seq., at its October 23, 2012 Agenda meeting, the New Jersey Board of Public Utilities voted to issue a License as an Electric Power Supplier to Energy.me Midwest, LLC d/b/a Energy. me. Your license number is ESL-0132.

The enclosed license is effective October 23, 2012 and expires on October 22, 2013. This license and the rights thereunder are Non-Transferable.

***This letter is not an endorsement of, nor is it intended for use in, the marketing promotions of the registrant. Registrants shall comply with all applicable law, including the Electric Discount and Energy Competition Act, which prohibits the unauthorized change of a customer's energy provider and other fraudulent and illegal marketing activities.***

If you have any questions, please contact Anna Procopio at (609) 292-1681.

Sincerely,

A handwritten signature in black ink that reads "Kristi Izzo".

Kristi Izzo  
Secretary of the Board

KI/alp  
Encl.(s)

# State of New Jersey



## Board of Public Utilities

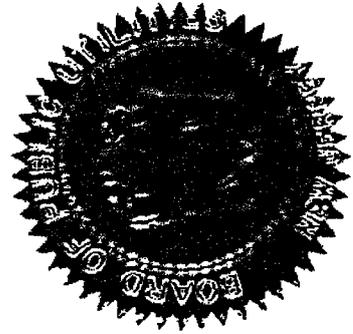
44 S. Clinton Ave., Suite 350, Trenton, New Jersey 08625

### HEREBY LICENSES

Energy.me Midwest, LLC  
d/b/a Energy.me  
90 Washington Valley Rd.  
Bedminster, New Jersey 07921

To conduct business in the State of New Jersey as an

### Electric Power Supplier



  
Kristi Izzo  
Secretary of the Board

License No. ESL-0132  
Effective Date: October 23, 2012  
Expiration Date: October 22, 2013

Ohio Competitive Retail Electric Service Provider Certificate

(A-10)(E)

**PUBLIC UTILITIES COMMISSION OF OHIO**

*Certified as a Competitive Retail Electric Service Provider*

**REVISED**

Certificate Number:

**12-549E (1)**

Issued Pursuant to Case Number(s):

**12-1972-EL-CRS**

A certificate as a Competitive Retail Electric Service Provider is hereby granted to **energy.me midwest llc** whose office or principal place of business is located at **19 N. Sangamon St., Chicago, IL 60607** to provide **power marketer** services within the State of Ohio effective **August 03, 2012**.

The certification of competitive retail electric suppliers is governed by Section 4901:1-24-(01-13) of the Ohio Administrative Code, Section 4901:1-21-(01-15) of the Ohio Administrative Code, and Section 4928.08 of the Ohio Revised Code.

This Certificate is revocable if all of the conditions set forth in the aforementioned case(s) are not met.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated: August 27, 2012

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

*Barcy F. McNeal*

Barcy F. McNeal, Secretary

Betty McCauley, Acting Secretary

Tanowa M. Troupe, Acting Secretary

**Certificate Expires: August 03, 2014**

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.  
Technician lc Date Processed AUG 26 2012

## CRS AUTOMATIC CASE ACTION FORM

Case No. 12-1972-EL-CRS

Date Sent: August 24, 2012

Effective Date of Certificate: August 3, 2012

Certificate Expires: August 3, 2014

Company Name and Company Name d/b/a: **Smart Energy, LLC See name change below**

Renewal

**Action Needed:**

Issue Certificate Number to: \_\_\_\_\_ at (address): \_\_\_\_\_

Certified To Provide the Following Services:

- Retail Generation
- Aggregation
- Power Marketer
- Power Broker
- Governmental Aggregation

Renew Certificate No. \_\_\_\_\_ to \_\_\_\_\_

Revise Certificate No. **12-549E (1)** to (check all applicable):

Reflect name change from \_\_\_\_\_ to **energy.me midewst llc**

Reflect address change from \_\_\_\_\_ to \_\_\_\_\_

Add new service offering to certificate:

- Retail Generation
- Aggregation
- Power Marketer
- Power Broker
- Governmental Aggregation

Correct Administrative Error

Reflect Change of Ownership to: \_\_\_\_\_

Cancel Certificate No. \_\_\_\_\_

Protect Un-redacted copies until \_\_\_\_\_

Close Case File, Case Withdrawn at Applicant's Request

Close Case File



Pennsylvania Electric Generation Supplier Certificate

(A-10)(F)

# PENNSYLVANIA PUBLIC UTILITY COMMISSION

IN THE MATTER OF THE APPLICATION OF: A-2012-2327584

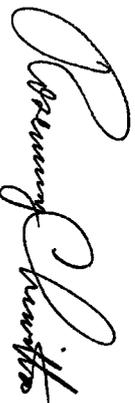
The Application of Energy.ME Midwest, LLC for approval to begin to offer, render, furnish or supply electric generation supplier services as a supplier of electricity to residential, small commercial (25 kW and under demand), large commercial (over 25kW demand), industrial, and governmental customers in the electric distribution company service territories of PECO Energy Company, PPL Electric Utilities Corporation, Duquesne Light Company, Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company, in the Commonwealth of Pennsylvania.

EFFECTIVE DATE: February 14, 2013

The Pennsylvania Public Utility Commission hereby certifies that after an investigation and/or hearing, it has, by its report and order made and entered, found and determined that the granting of the application is necessary or proper for the service, accommodation, convenience and safety of the public and hereby issues, evidencing the Commission's approval, to the applicant this

## LICENSE FOR ELECTRIC GENERATION SUPPLIER.

In Witness Whereof, the PENNSYLVANIA PUBLIC UTILITY COMMISSION has caused these presents to be signed and sealed, and duly attested by its Secretary at its office in the city of Harrisburg this 14<sup>th</sup> day of February 2013.



Secretary

**Illinois Residential Alternative Retail Electric Supplier  
Amended Certificate**

**(A-11)**

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

Smart Energy, LLC :  
 :  
Application for Certificate of : 12-0105  
Service Authority under Section :  
16-115 of the Public Utilities Act. :

ORDER

By the Commission:

**I. INTRODUCTION**

On February 9, 2012, Smart Energy, LLC ("Applicant") filed a verified application with the Illinois Commerce Commission ("Commission") requesting an amendment to its Certificate of Service Authority authorizing it to operate as an alternative retail electric supplier ("ARES") in Illinois pursuant to Section 16-115 of the Public Utilities Act ("Act"), 220 ILCS 5/1-101 et seq., and 83 Ill. Adm. Code 451, "Certification of Alternative Retail Electric Suppliers," ("Part 451"). Applicant submitted its certificate of publication showing that on February 12, 2012, proper notice of the application was published in the official State newspaper. On February 14, 2011, Applicant filed an errata sheet to its application, clarifying certain information. The Administrative Law Judge requested clarification of certain matters addressed in the application. On March 1, 2012, Applicant filed a verified response to the request for clarification.

**II. BACKGROUND AND AUTHORITY SOUGHT BY APPLICANT**

Applicant is a limited liability corporation created under the laws of Illinois and is not affiliated with an Illinois utility. Applicant also does business under the name "energy.me." On August 23, 2011, in Docket No. 11-0539, the Commission granted Applicant a Certificate of Service Authority to operate as an ARES in Illinois. Applicant is currently authorized to offer the sale of electricity and power to all eligible nonresidential retail customers with annual electrical consumption greater than 15,000 kilowatt-hours ("kWh") in the service areas of Commonwealth Edison Company ("ComEd") and Ameren Illinois Company d/b/a as Ameren Illinois ("Ameren").

In the current proceeding, Applicant wishes to have its Certificate of Service Authority amended and expanded to include all eligible residential and nonresidential customers in the service territories of ComEd and Ameren. Applicant plans to source its customers primarily through building relationships with the certified brokers under Section 16-115C of the Act, the Agent, Broker, Consultant ("ABC") law, and 83 Ill. Adm. Code 454. Applicant indicates that it is not licensed as an alternative retail electric supplier in any other jurisdiction outside the state of Illinois.

### III. GENERAL REQUIREMENTS UNDER THE ACT

Applicant does not intend to install, operate, or maintain generation, transmission, or distribution facilities within Illinois. Therefore, no demonstration of compliance with the requirements of Section 451.20(d)(2) has been made. Applicant's employees are not permitted to perform such functions, nor are others permitted to perform such functions pursuant to contractual arrangements with Applicant.

Applicant has certified that it will comply with all applicable regulations; that it will provide service only to retail customers eligible to take such services; that it will comply with informational and reporting requirements established by Commission rule; that it will comply with informational and reporting requirements pursuant to Section 16-112 of the Act; and that it will comply with all other applicable laws, regulations, terms, and conditions required to the extent they have application to the services being offered by an ARES. Additionally, Applicant has agreed to submit good faith schedules of transmission and energy in accordance with applicable tariffs. Applicant has agreed to adopt and follow rules relating to customer authorizations, billing records, and retail electric services and agrees to retain requests for delivery services transmitted to utilities for a period of not less than two calendar years after the calendar year in which they are created. Applicant has agreed to adopt and follow rules and procedures to preserve the confidentiality of its customers' data.

Applicant agrees to procure renewable energy resources as required by subsection (d) of Section 16-115 and Section 16-115D of the Act. Applicant also certifies that it will source electricity from clean coal facilities as required by Section 16-115(d)(5) of the Act.

Pursuant to the requirements of Subpart D of Part 451, Applicant certifies that any marketing materials that make statements concerning prices, terms, and conditions of service shall contain information that adequately discloses the prices, terms, and conditions of the products or services that it is offering or selling to the customer. Applicant also certifies that before any customer is switched from another supplier, it shall give the customer written information that adequately discloses, in plain language, the prices, terms, and conditions of the products and services being offered and sold to the customer. Applicant further certifies that it will provide documentation to the Commission and to customers that substantiates any claims made regarding the technologies and fuel types used to generate the electricity offered or sold to customers. Applicant commits to provide to its customers itemized billing statements that describe the products and services provided to the customer and their prices; and an additional statement, at least annually, that adequately discloses the average monthly prices, and the terms and conditions, of the products and services sold to the customer.

Applicant certifies that it will include materials comprising the consumer education program pursuant to Section 16-117 of the Act with all initial mailings to

potential residential and small commercial retail customers and before executing any agreements or contracts with such customers. Applicant certifies that it will provide consumer education program materials pursuant to Section 16-117 of the Act at no charge to residential and small commercial retail customers upon request. Applicant certifies that it will provide to residential and small commercial retail customers on a semi-annual basis information on how to obtain a list of ARES that have been found in the last three years by the Commission to have failed to provide service in accordance with the terms of their contracts pursuant to Section 16-117(g)(4)(C) of the Act.

Pursuant to the requirements of Section 451.50 of Part 451, Applicant provided a License or Permit Bond in the amount of \$300,000 issued by a qualifying surety authorized to transact business in Illinois. Attachment C to the application is a copy of the required License or Permit Bond.

#### **IV. FINANCIAL, TECHNICAL, AND MANAGERIAL REQUIREMENTS OF SECTION 16-115**

Applicant asserts that it meets the financial qualifications set forth in Section 16-115(d)(1). Applicant provided documents intended to show that it is a member of the PJM Interconnection, LLC as well as the Midwest ISO and certifies that it will purchase 100% of its physical electric energy from the regional transmission organizations for delivery to the ComEd and Ameren service territories. This information is intended to demonstrate compliance with Section 451.320(a).

Applicant represents that it meets the technical and managerial qualifications set forth in Section 16-115(d)(1) of the Act and Sections 451.330 and 451.340 of Part 451. In the application and Attachments E and G attached thereto, Applicant identified the personnel who satisfy the criteria and provided biographical information for these individuals. Applicant's technical and managerial qualifications were also addressed in Applicant's errata. Applicant provided a telephone number and facsimile number where its staff can be directly reached at all times.

Applicant is relying on one or more agents or contractors to meet the technical and managerial requirements of Part 451.330 and 451.340. Applicant indicates that each agent and contractor on whom the Applicant relies to meet these requirements is disclosed on Attachment E and G to the application. Applicant certifies that each such agent or contractor will comply with all the sections of Part 451 that are applicable to the functions to be performed by the respective agent or contractor.

Applicant states that it has not been denied an electric supplier license in any state. Nor, Applicant continues, has it had an electric supplier license suspended or revoked by any state. Applicant does not currently have an electric supplier license pending in any other state. Applicant says it is not the subject of any lawsuits filed in a court of law alleging fraud, decision or unfair marketing practices, or other similar allegations. Applicant also says it is not the subject of any formal regulatory proceedings involving a customer complaint. The Applicant indicates in its Response to

the Administrative Law Judge's ruling that it has not had any complaints filed against it for its provision of services in the gas or electric industry.

#### **V. COMMISSION CONCLUSION AND CERTIFICATE OF SERVICE AUTHORITY**

The Commission has reviewed the application, attachments, and supplemental information provided by Applicant regarding the technical, financial, and managerial requirements and all other requirements of the Act and Part 451 and finds that the Applicant sufficiently demonstrates compliance with the requirements. The Commission concludes, therefore, that Applicant's request for an amended Certificate of Service Authority to operate as an ARES in Illinois should be granted and should include the following authority:

#### CERTIFICATE OF SERVICE AUTHORITY

IT IS CERTIFIED that Smart Energy, LLC is granted service authority to operate as an Alternative Retail Electric Supplier as follows:

SERVICES TO BE PROVIDED: The sale of electricity and power.

CUSTOMERS TO BE SERVED: All eligible residential and nonresidential customers.

GEOGRAPHIC REGIONS TO BE SERVED: The service areas of Commonwealth Edison Company and Ameren Illinois Company d/b/a Ameren Illinois.

#### **VI. FINDINGS AND ORDERING PARAGRAPHS**

The Commission, having reviewed the entire record, is of the opinion and finds that:

- (1) Applicant, a business organized under the laws of Illinois, seeks an amendment of its Certificate of Service Authority to operate as an ARES under Section 16-115 of the Act;
- (2) the Commission has jurisdiction over the party hereto and the subject matter hereof;
- (3) the recitals of fact and conclusions reached in the prefatory portion of this Order are supported by the record and are hereby adopted as findings of fact, as required by Section 16-115(d)(1) of the Act;
- (4) Applicant has demonstrated that it possesses sufficient financial, managerial, and technical resources and abilities to provide power and energy to all eligible residential and nonresidential retail customers throughout the service area of ComEd and Ameren;

- (5) Applicant has complied with Section 16-115(d)(1) through (5) and (8) of the Act and 83 Ill. Adm. Code 451; and
- (6) Applicant should be granted an amended Certificate of Service Authority authorizing it to operate as an ARES as specified in Section V of this Order;

IT IS THEREFORE ORDERED by the Illinois Commerce Commission that Smart Energy, LLC is hereby granted the amended Certificate of Service Authority set forth in Section V of this Order.

IT IS FURTHER ORDERED that Smart Energy, LLC shall comply with all applicable Commission rules and orders now and as hereafter amended.

IT IS FURTHER ORDERED that the Illinois Commerce Commission retains jurisdiction over Smart Energy, LLC and of the subject matter hereof for the purpose of issuing such further orders as the Commission may deem necessary.

IT IS FURTHER ORDERED that, subject to the provisions of Section 10-113 of the Public Utilities Act and 83 Ill. Adm. Code 200.880, this Order is final; it is not subject to the Administrative Review Law.

By order of the Commission this 21st day of March, 2012.

(SIGNED) DOUGLAS P. SCOTT

Chairman

Technical and Operation Experience

(B-2)(B)

### **Exhibit (B-2)(B) –Technical and Operation Experience**

energy.me midwest llc (d/b/a energy.me) has been engaged with the sale and marketing of retail electricity since commencing operations in Illinois pursuant to its certification as an Alternative Retail Energy Supplier in August 2011. energy.me has contracted with ACES to provide forecasting and scheduling and with ESG to provide EDI and billing services.

energy.me currently is licensed and operates in five states: Illinois, Maryland, New Jersey, Ohio, and Pennsylvania. We also have electricity supplier licenses pending in Connecticut, Massachusetts, Michigan, and New York.

energy.me is a wholly-owned subsidiary of energy.me LLC, a Delaware limited liability corporation. energy.me was previously known as Smart Energy, LLC; a name change was effected in Illinois in 2012.

## Customer Complaint Issues

(D-1)

(D-1)

- (1) The name, address, and telephone number of the Applicant's customer complaint contact person; and
- (2) An explanation of the Applicant's plan to ensure that the electric service provided to its customers will not be interrupted in the event that the Applicant fails to provide the competitive services set forth in its application.

(1) Jeremy Schupp, Director of Electricity  
224 N. Desplaines St., Fifth Floor, Chicago, IL 60661  
Toll-free Telephone Number: 855-243-7270  
[customercare@energy.me.com](mailto:customercare@energy.me.com)

(2) energy.me understands that the rules and regulations governing retail electricity competition in the Arizona have not yet been fully developed. As such, energy.me pledges to comply with all future rules and regulations regarding the transition of customers from one electricity provider to another in the event of any interruption in the ability of energy.me to provide electricity supply service, as set forth in this application.