

May 10, 2017

VIA FEDERAL EXPRESS

Public Utilities Commission of Ohio Docketing Division, 13th Floor 180 East Broad Street Columbus, Ohio 43215-3793

Re:

Case No: 09-351-EL-AGG

Application for Renewal of CRES Certification

Dear Sir or Madam:

Enclosed for filing please find an original and four (4) copies of the Renewal Application for Electric Aggregators/Power Brokers filed on behalf of The Utilities Group, Inc. Please note, Exhibits C-3 and C-5 are being filed Under Seal contemporaneous herewith pursuant to Rule 4901-1-24-08 (A) of the Ohio Administrative Code.

All proprietary, confidential, or commercially sensitive information made available by The Utilities Group, Inc. to the PUCO pursuant to the application requirements, and designated in advance as such shall not be disclosed to third parties without written consent from The Utilities Group, Inc. and shall not be used by the PUCO for any purpose other than in support for this Renewal Application for Certification for Aggregators/Power Brokers.

Please return one file-stamped copy of the Renewal Application to me in the enclosed postage pre-paid envelope.

Thank you for your assistance in this matter. If you have any questions regarding this application or require any additional information/documentation, please contact me at (513) 481-7954.

Sincerely,

Jennifer M. Kist

Enclosures

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

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RENEWAL APPLICATION FOR ELECTRIC AGGREGATORS/POWER BROKERS

title () of the with	e print or type all required information. Identify Example: Exhibit C-10 Corporate Structure). Al e Applicant. Applicants should file completed ap the Public Utilities Commission of Ohio, Dock abus, Ohio 43215-3793.
	This PDF form is designed so that you may form. You may also download the form, by sa
A.	RENEWAL INFORMATION
A-1	Applicant intends to be certified as: (check all
	d Power Broker d Aggregator
A-2	Applicant's legal name, address, telephone nu web site address
A-3	Legal Name The Utilities Group, Inc. Address 11260 Chester Rd., Ste. 540, Cincinnati, OH 45246 PUCO Certificate # and Date Certified 09-152E (4); June 11, 2015 Telephone # (513) 481-7954 Web site address (if any) www.theutilitiesgroup.com List name, address, telephone number and web site address under which Applicant will do business in Ohio
	Legal Name The Utilities Group, Inc. Address 11260 Chester Rd., Ste. 540, Cincinnati, OH 45246 Telephone # (513) 481-7954 Web site address (if any) www.theutilitiesgroup.com
A-4	List all names under which the applicant does business in North America The Utilities Group, Inc.
A-5	Contact person for regulatory or emergency matters Name Jennifer M. Kist Title CEO Business address 11260 Chester Rd., Ste. 540, Cincinnati, OH 45246
	- wollies was 100 I 1200 Chestel 124, Die 570, Chichital, Chi 70270

Telephone # (513) 481-7954 Fax # (513) 481-8964

E-mail address jkist@tugmgmt.com

Contact person for Commission Staff use in investigating customer complaints **A-6** Name Jennifer M. Kist Title CEO Business address 11260 Chester Rd., Ste. 540, Cincinnati, OH 45246 Telephone # (513) 481-7954 Fax # (513) 481-8964 E-mail address jkist@tugmgmt.com A-7 Applicant's address and toll-free number for customer service and complaints Customer Service address 11260 Chester Rd., Ste. 540, Cincinnati, OH 45246 Toll-free Telephone # (513) 481-7954 Fax # (513) 481-8964 E-mail address energyinfo@tugmgmt.com Applicant's federal employer identification number # 31-1698673 A-8 A-9 Applicant's form of ownership (check one) ☐ Sole Proprietorship ☐ Partnership ☐ Limited Liability Partnership (LLP) ☐ Limited Liability Company (LLC) ☑ Corporation Other PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED: Exhibit A -10 "Principal Officers, Directors & Partners" provide the names, titles, A-10 addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

B. <u>APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE</u>

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- B-1 <u>Exhibit B-1 "Jurisdictions of Operation,"</u> provide a list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail or wholesale electric services including aggregation services.
- **B-2** Exhibit B-2 "Experience & Plans," provide a description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4928.10 of the Revised Code.

- B-3 Exhibit B-3 "Disclosure of Liabilities and Investigations," provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational status or ability to provide the services it is seeking to be certified to provide.
- B-4 Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

 ☑ No ☐ Yes

If yes, provide a separate attachment labeled as **Exhibit B-4 "Disclosure of Consumer Protection Violations"** detailing such violation(s) and providing all relevant documents.

B-5 Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service including aggregation service denied, curtailed, suspended, revoked, or cancelled within the past two years.

☑No ☐ Yes

If yes, provide a separate attachment labeled as **Exhibit B-5 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation"** detailing such action(s) and providing all relevant documents.

C. FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- C-1 <u>Exhibit C-1 "Annual Reports,"</u> provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information in Exhibit C-1 or indicate that Exhibit C-1 is not applicable and why. (This is generally only applicable to publicly traded companies who publish annual reports.)
- C-2 <u>Exhibit C-2 "SEC Filings,"</u> provide the most recent 10-K/8-K Filings with the SEC. If the applicant does not have such filings, it may submit those of its parent company. An applicant may submit a current link to the filings or provide them in paper form. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.

- C-3 <u>Exhibit C-3 "Financial Statements,"</u> provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer certified financial statements covering the life of the business. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).
- C-4 <u>Exhibit C-4 "Financial Arrangements,"</u> provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.).

Renewal applicants can fulfill the requirements of Exhibit C-4 by providing a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements.

First time applicants or applicants whose certificate has expired as well as renewal applicants can meet the requirement by one of the following methods:

- 1. The applicant itself stating that it is investment grade rated by Moody's, Standard & Poor's or Fitch and provide evidence of rating from the rating agencies.
- 2. Have a parent company or third party that is investment grade rated by Moody's, Standard & Poor's or Fitch guarantee the financial obligations of the applicant to the LDU(s).
- 3. Have a parent company or third party that is not investment grade rated by Moody's, Standard & Poor's or Fitch but has substantial financial wherewithal in the opinion of the Staff reviewer to guarantee the financial obligations of the applicant to the LDU(s). The guarantor company's financials must be included in the application if the applicant is relying on this option.
- 4. Posting a Letter of Credit with the LDU(s) as the beneficiary.

If the applicant is not taking title to the electricity or natural gas, enter "N/A" in Exhibit C-4. An N/A response is only applicable for applicants seeking to be certified as an aggregator or broker.

- C-5 Exhibit C-5 "Forecasted Financial Statements," provide two years of forecasted income statements for the applicant's ELECTRIC related business activities in the state of Ohio Only, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.
- C-6 Exhibit C-6 "Credit Rating," provide a statement disclosing the applicant's credit rating as reported by two of the following organizations: Duff & Phelps, Fitch IBCA, Moody's Investors Service, Standard & Poor's, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or an affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant. If an applicant or its parent does not have such a credit rating, enter "N/A" in Exhibit C-6.
- C-7 <u>Exhibit C-7 "Credit Report,"</u> provide a copy of the applicant's credit report from Experion, Dun and Bradstreet or a similar organization. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter "N/A" for Exhibit C-7.
- C-8 Exhibit C-8 "Bankruptcy Information," provide a list and description of any reorganizations, protection from creditors or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.
- C-9 <u>Exhibit C-9 "Merger Information,"</u> provide a statement describing any dissolution or merger or acquisition of the applicant within the two most recent years preceding the application.
- C-10 Exhibit C 10 "Corporate Structure," provide a description of the applicant's corporate structure, not an internal organizational chart, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate or subsidiary companies.

Signature of Applicant & Title Sworn and subscribed before me this 10 Month	day of May, 2017 OTARY PUBLIC
Signature of official administering oath My commission expires o	Duli A M Guice ON OFFICE STATE OF THE PRINT Name and Title

AFFIDAVIT

State of ONO: Cincinati ss.	
County of Harrillon: (Town)	
knifer W.Kist, Affiant, being duly sworn/affirmed according to law, deposes and says that:	
He/She is the CEO (Office of Affiant) of The Util, He's Grand Inchance of Applic	cant);
That he/she is authorized to and does make this affidavit for said Applicant,	

- 1. The Applicant herein, attests under penalty of false statement that all statements made in the
 - application for certification renewal are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the application.
 - 2. The Applicant herein, attests it will timely file an annual report with the Public Utilities Commission of Ohio of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Division (A) of Section 4905.10, Division (A) of Section 4911.18, and Division (F) of Section 4928.06 of the Revised Code.
 - 3. The Applicant herein, attests that it will timely pay any assessments made pursuant to Sections 4905.10, 4911.18, or Division F of Section 4928.06 of the Revised Code.
 - 4. The Applicant herein, attests that it will comply with all Public Utilities Commission of Ohio rules or orders as adopted pursuant to Chapter 4928 of the Revised Code.
 - 5. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, and its Staff on any utility matter including the investigation of any consumer complaint regarding any service offered or provided by the Applicant.
 - 6. The Applicant herein, attests that it will fully comply with Section 4928.09 of the Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
 - 7. The Applicant herein, attests that it will use its best efforts to verify that any entity with whom it has a contractual relationship to purchase power is in compliance with all applicable licensing requirements of the Federal Energy Regulatory Commission and the Public Utilities Commission of Ohio.
 - 8. The Applicant herein, attests that it will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
 - 9. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, the electric distribution companies, the regional transmission entities, and other electric suppliers in the event of an emergency condition that may jeopardize the safety and reliability of the electric service in accordance with the emergency plans and other procedures as may be determined appropriate by the Commission.
 - 10. If applicable to the service(s) the Applicant will provide, the Applicant herein, attests that it will adhere to the reliability standards of (1) the North American Electric Reliability Council (NERC), (2) the appropriate regional reliability council(s), and (3) the Public Utilities Commission of Ohio. (Only applicable if pertains to the services the Applicant is offering)

11. The Applicant herein, attests that it will inform the Commission of any material change to the information supplied in the renewal application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief and that he/she expects said Applicant to be able to prove the same at any hearing hereof.

Signature of Akant & Title		
Sworn and subscribed before me this 10 day o Month	f May , 2017 Year NOTARY F	PUBLIC SU
Signature of official administering oath	Julia M Guice Print Name and Title	2
My commission expires	on_ 11/23/19	STATE

SECTION A: APPLICANT INFORMATION

Exhibit A-10 "Principal Officers, Directors & Partners"

Name: Jennifer M. Kist, CEO, Vice President Operations and Treasurer

Address: 11260 Chester Road, Suite 540

Cincinnati, Ohio 45246

Telephone: (513) 481-7954, ext. 103

Email: jmk@tugmgmt.com

Name: Michael C. Catanzaro, President, Secretary

Address: 11260 Chester Road, Suite 540

Cincinnati, Ohio 45246

Telephone: (513) 481-7954, ext. 101

Email: <u>michael@tugmgmt.com</u>

Name: Rockland Deitsch, Vice President, Sales

Address: 11260 Chester Road, Suite 540

Cincinnati, Ohio 45246

Telephone: (513) 481-7954, ext. 109

Email: <u>rdeitsch@tugmgmt.com</u>

SECTION B: APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

Exhibit B-1 "Jurisdictions of Operation"

The applicant is currently not certified in any other jurisdiction.	

Exhibit B-2 "Experience and Plans"

The Utilities Group, Inc. has been in continuous operations since 1999. The principal officers, directors and partners of The Utilities Group, Inc. represent over 75 years of experience in the retail energy business.

The Utilities Group, Inc. has developed a standard professional services agreement that it uses with clients. The company uses the respective commodity suppliers' "Independent Agent Agreements" when brokering deals between suppliers and end-user customers.

The Utilities Group, Inc. brokers energy contracts for end-user customers. In the process, it never takes title to electricity, so there is no billing for the commodity. The Utilities Group, Inc. does provide invoices to its clients for consulting services, if applicable, rendered using a commercially available accounting program.

The Utilities Group, Inc. has developed an internal data base and analytical tools to help analyze clients' energy profile and break down their bill into individual tariff and rider cost components. These are used to keep clients informed of how their energy dollars are spent now and in the future, and how they might reduce energy costs. An energy data portal has also been developed and is used to enable select clients to track and monitor their monthly energy usage and costs.

Over time, the Utilities Group, Inc. has solidified its client and supplier base and formed strategic partnerships with third party vendors and subcontractors. Currently, the company's offerings include energy audit and procurement as well as consulting services covering the areas of demand-side projects, green initiatives and market and regulatory intelligence. Furthermore, The Utilities Group, Inc. is providing guidance to government entities to successfully deliver Governmental Aggregation programs.

Customer Service Experience: Mr. Catanzaro and Ms. Kist along with operational and sales staff, help facilitate the resolution of customer complaints. Virtually all of the questions and complaints received to date, however, concern matters involving the local utility and/or the supplier of choice. Inquiries directed to The Utilities Group, Inc. regarding its services usually pertain to customers seeking advice on purchasing strategy, helping to understand utility or supplier invoices, deciding whether or not to accept a supplier's offer, etc. Frequent communication with and detailed quarterly and/or annual cost and savings reports to clients is a customer service technique used to head off problems before they arise.

Customer complaints or inquiries can be made in a number of ways. Customers may contact The Utilities Group, Inc. by:

- Calling the direct number: 513-481-7954
- Sending a fax: 513-481-8964
- Sending an email: <u>michael@tugmgmt.com</u>, <u>jkist@tugmgmt.com</u>, <u>rdeitsch@tugmgmt.com</u>, <u>dphillips@tugmgmt.com</u>

Exhibit B-3 "Disclosure of Liabilities and Investigations"

There are no existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matters that could adversely impact The Utilities Group, Inc.'s financial or operational status or ability to provide the services it is seeking to be certified to provide.

SECTION C: APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

EXHIBIT C-1 "Annual Reports"

The Annu	Utilities ual Repo	Group, orts.	Inc.	is a	privately	held	corporation,	and	as	such,	does	not	produce

EXHIBIT C-2 "SEC Filings"

The Utilities Group, Inc. is a privately held corporation, and as such, does not produce or file 10-K/8-K, 10-Q, etc., reports with the Securities and Exchange Commission.

EXHIBIT C-3 "Financial Statements"

The answer to th information. Th contemporaneous	e Utilities	Group,	Inc.	ant to dis has filed	close p this	rivileged and information	d confide Under	ential Seal

EXHIBIT C-4 "Financial Arrangements"

N/A

EXHIBIT C-5 "Forecasted Financial Statements"

The answer to this request requires Applicant to disclose privileged and confidential information. The Utilities Group, Inc. has filed this information Under Sea contemporaneously with this Application.

EXHIBIT C-6 "Credit Rating"

N/A

EXHIBIT C-7 "Credit Report"

See attached Duns & Bradstreet Report.

The following images were scanned as received

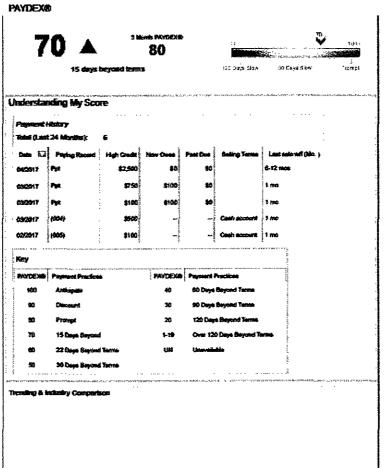
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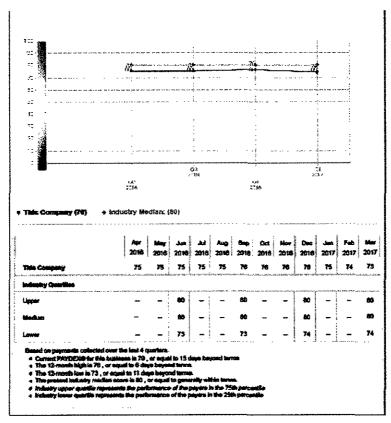
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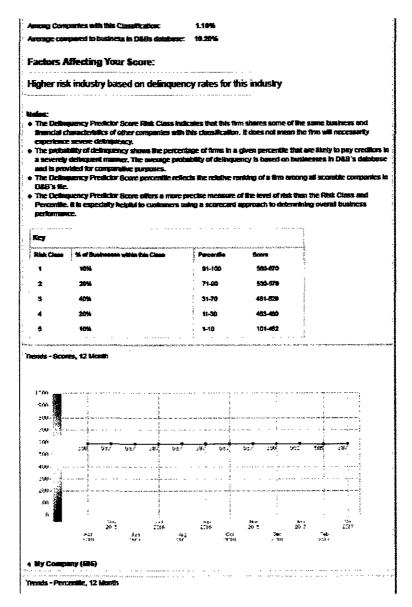


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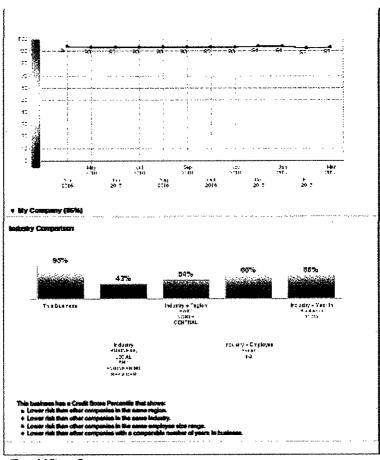


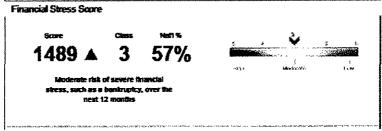
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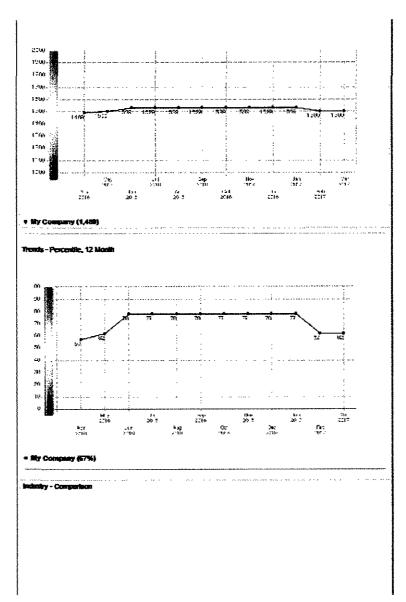
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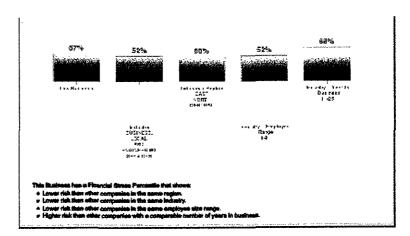
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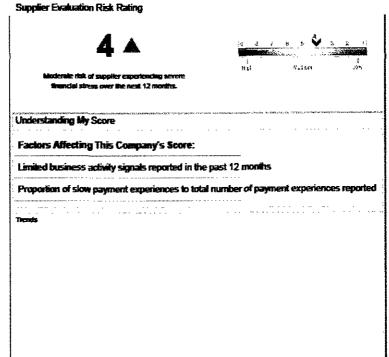
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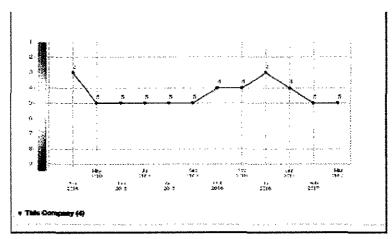


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Credit Limit Recommendation

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Understanding My Score

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Factors Affecting Your Score

of Employees Total: 6

Payment Activity (based on 6 experiences):

Arcenge High Credit: \$1,867

Highest Credit: \$2,660

Total Highest Credit: \$4,860

Note: The Worth associat in this section may have been adjusted by DIB to reflect
typical deductions, such as contain triangible season.

Payments 1 4 1

Timeliness of Historical Payments

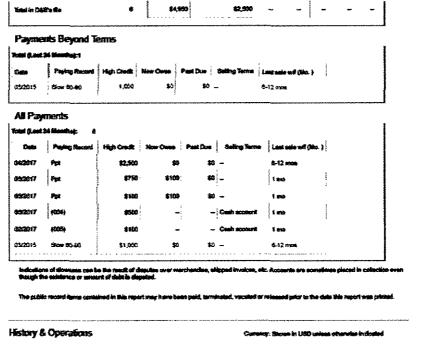
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History & Operations		Currency: Bloom	n in USD unions otherwise indicated
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Business Registration

COMPORATE AND BUSINESS REQUISTRATIONS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL BOURCE AS OF APRIL 18 2017

THE UTLINES GROUP, INC.

COMPORATION

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SECRETARY OF STATESCORPORATIONS DIVISION, COLUMBUS, ON MICHAEL, CATANZANO, XXIS BLEEL ST, CINCINISTR, CH. 432110160

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MICHAEL CATAMERRO, INCOMPORATOR

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Corporate Linkage

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Conpany Name	DUNG#	Chy, State						
THE UTILITIES GROUP INC	79-642-1356	CINGNAM, OHC						

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EXHIBIT C-8 "Bankruptcy Information"

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EXHIBIT C-9 "Merger Information"

The Utilities acquisition.	Group,	inc.	has	not	been	involved	in	any	corporate	dissolution,	merger	or

EXHIBIT C-10 "Corporate Structure"

The Utilities Group, Inc. is a stand-alone entity with no affiliate or subsidiary companies.	