

**BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO**

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|--|---|-------------------------|
| Citizens' Utility Board of Ohio, |) | |
| |) | |
| Complainant |) | |
| |) | |
| v. |) | |
| |) | |
| Ohio Edison Company, The Cleveland |) | Case No. 20-1756-EL-CSS |
| Electric Illuminating Company, and The |) | |
| Toledo Edison Company, |) | |
| |) | |
| Respondents. |) | |
| |) | |
| |) | |

**ANSWER OF OHIO EDISON COMPANY, THE CLEVELAND ELECTRIC
ILLUMINATING COMPANY, AND THE TOLEDO EDISON COMPANY**

In accordance with Rule 4901-9-01(B), (D) of the Ohio Administrative Code,
Respondents Ohio Edison Company, The Cleveland Electric Illuminating Company, and The
Toledo Edison Company (the "Companies"¹) for their answer to the Complaint and Request for
Relief state:

SUMMARY OF THE CASE²

No response is required to Complainant's "Summary of the Case," which consists of
legal conclusions, argument, and Complainant's requested relief. To the extent a response is

¹ Complainant improperly uses throughout its Complaint the overly broad term "FirstEnergy" to refer to non-party FirstEnergy Corp. and all of its subsidiaries, including the Companies. *See* Compl. at 1 (defining "FirstEnergy" to mean "FirstEnergy Corp. and its subsidiaries"). The Companies submit this Answer only on behalf of the Companies, regardless of the nomenclature employed by Complainant in its allegations.

² Certain headings from the Complaint are recited herein for ease of reference. The use or omission of the Complaint's headings or subheadings is not an admission by the Companies of the truth of any allegations contained therein. The Companies deny any suggestions implied by the headings, whether recited herein or omitted.

required, the Companies deny that Complainant is entitled to the relief sought or to any other relief.

PARTIES AND JURISDICTION

1. The Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations regarding the Citizens' Utility Board of Ohio's ("Complainant") corporate status, operations, or membership and deny the allegations in paragraph 1 on that basis.

2. Paragraph 2 consists solely of legal conclusions, and therefore no response is required. To the extent a response is required, the Companies admit the allegations in paragraph 2, except that the Companies deny any implication that the actions alleged in the complaint are actions of a "public utility" subject to the Commission's jurisdiction.

3. Paragraph 3 consists solely of legal conclusions, and therefore no response is required. To the extent a response is required, the Companies admit the allegations in paragraph 3, except that the Companies deny any implication that the actions alleged in the complaint are actions of a "public utility" subject to the Commission's jurisdiction.

4. Paragraph 4 consists solely of legal conclusions, and therefore no response is required. To the extent a response is required, the Companies admit the allegations in paragraph 4, except that the Companies deny any implication that the actions alleged in the complaint are actions of a "public utility" subject to the Commission's jurisdiction.

5. Admitted.

6. Paragraph 6 consists solely of legal conclusions, and therefore no response is required. The Companies deny, however, that the Commission has subject matter jurisdiction over "all claims" asserted by the Complaint.

STATEMENT OF FACTS

7. The Companies aver that the criminal complaint, which does not reference the Companies, speaks for itself, and therefore no response is required to the allegations in paragraph 7.

8. The Companies aver that the plea agreements, which do not reference the Companies, speak for themselves, and therefore no response is required to the allegations in paragraph 8.

9. The Companies admit that in October 2020 non-party FirstEnergy Corp. publicly announced the termination of its Chief Executive Officer and two other executives. The Companies admit that in November 2020 non-party FirstEnergy Corp. publicly announced the separation of certain other employees. The Companies deny that non-party FirstEnergy Corp. publicly announced that it had “terminat[ed] and/or separate[ed]” each of these individuals “after determining that they had ‘violated certain FirstEnergy policies and its code of conduct.’”

10. The Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations in paragraph 10 and deny them on that basis.

11. The Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations in paragraph 11 and deny them on that basis.

12. The Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations in paragraph 12 and deny them on that basis.

13. The Companies admit that on February 4, 2019, Governor DeWine appointed Mr. Randazzo to the Commission and also designated him as chair of the Commission. The Companies aver that R.C. 4901.02(E) speaks for itself, and deny the remaining allegations in paragraph 13.

14. The Companies aver that non-party FirstEnergy Corp.'s federal securities filings speak for themselves, and deny the remaining allegations in paragraph 14.

15. The Companies aver that non-party FirstEnergy Corp.'s federal securities filings speak for themselves, and deny the remaining allegations in paragraph 15.

16. The Companies aver that R.C. 102.03(C) speaks for itself, and deny the remaining allegations in paragraph 16.

17. The Companies aver that R.C. 102.03(E) speaks for itself, and deny the remaining allegations in paragraph 17.

18. The Companies aver that R.C. 102.03(F) speaks for itself, and deny the remaining allegations in paragraph 18.

19. The Companies aver that Exhibit A to the Complaint speaks for itself, and deny the remaining allegations in paragraph 19.

20. The Companies aver that the referenced documents speak for themselves, and deny the remaining allegations in paragraph 20.

21. Admitted.

22. The Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations in paragraph 22 and deny them on that basis.

23. The Companies admit that non-party FirstEnergy Corp. filed on November 19, 2020 a report on Form 10-Q with the U. S. Securities and Exchange Commission ("SEC"). The Companies aver that non-party FirstEnergy Corp.'s SEC filings speak for themselves, and deny the remaining allegations in paragraph 23.

24. The Companies admit the allegations in paragraph 24, except that the Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations

regarding the reasons for the former Chairman's resignation and deny these allegations on that basis.

25. Paragraph 25 contains no factual allegations and consists solely of Complainant's speculation regarding statements made in non-party FirstEnergy Corp.'s SEC filings, and therefore no response is required. To the extent a response is required, the Companies aver that non-party FirstEnergy Corp.'s SEC filings speak for themselves.

26. The Companies admit that H.B. 6 was introduced in the Ohio General Assembly on April 12, 2019. The Companies aver that H.B. 6 speaks for itself, and deny the remaining allegations in paragraph 26.

27. The Companies aver that Ohio's Joint Legislative Ethics Committee disclosures filed by non-parties FirstEnergy Corp. and Energy Harbor speak for themselves, and deny the remaining allegations in paragraph 27.

28. The Companies aver that Exhibit B to the Complaint speaks for itself, and therefore no response is required to Complainant's allegations pertaining to its contents. To the extent a response is required, the Companies deny that the individual identified as a "FirstEnergy EDU employee" is employed by the Companies.

29. The Companies admit the allegations in paragraph 29, except that the referenced testimony on May 7, 2019 speaks for itself, and therefore no response is required to Complainant's allegations pertaining to its contents.

30. The Companies aver that Exhibit C to the Complaint speaks for itself, and deny the remaining allegations in paragraph 30.

31. The Companies aver that the referenced testimony on May 7, 2019 speaks for itself, and deny the remaining allegations in paragraph 31.

32. The Companies admit that H.B. 6 passed the Ohio legislature in July 2019. The Companies aver that H.B. 6 speaks for itself, and deny the remaining allegations in paragraph 32.

33. The Companies aver that the November 2019 statements on an investor call by non-party FirstEnergy Corp.'s former CEO speak for themselves, and deny the remaining allegations in paragraph 33.

34. The Companies admit that on November 21, 2019 they filed an application for a decoupling mechanism pursuant to R.C. 4928.471 in Case Nos. 19-2080-EL-ATA, *et al.* The Companies aver that the application speaks for itself, and therefore no response is required to Complainant's allegations pertaining to its contents. The Companies admit that the Commission approved the Companies' application subject to the terms of the Finding and Order issued by the Commission on January 15, 2020 in Case Nos. 19-2080-EL-ATA, *et al.*

35. The Companies aver that the Commission's Fifth Entry on Rehearing dated October 12, 2016 in Case No. 14-1297-EL-SSO speaks for itself, and deny the remaining allegations in paragraph 35.

36. The Companies aver that the Commission's Entry dated November 21, 2019 in Case No. 19-361-EL-RDR speaks for itself, and therefore no response is required to Complainant's allegations pertaining to its contents. The Companies further aver that the Supreme Court of Ohio's decisions speak for themselves, and deny the remaining allegations in paragraph 36.

37. The Companies aver that the Commission's Entry on Rehearing dated January 15, 2020 in Case No. 19-361-EL-RDR speaks for itself, and deny the remaining allegations in paragraph 37.

38. Paragraph 38 consists solely of legal conclusions, and therefore no response is required.

39. The Companies aver that Exhibit D to the Complaint speaks for itself, and deny the remaining allegations in paragraph 39.

40. The Companies admit that on September 15, 2020 the Commission opened Case No. 20-1502-EL-UNC. The Companies aver that the Commission's September 15, 2020 Entry in that proceeding speaks for itself, and deny the remaining allegations in paragraph 40.

41. The Companies aver that their filings in Case No. 20-1502-EL-UNC speak for themselves, and therefore no response is required to Complainant's allegations pertaining to their contents. To the extent a response is required, the Companies deny the allegations in paragraph 41 to the extent they provide a characterization of the Companies' filings in Case No. 20-1502-EL-UNC that is inconsistent with their contents.

42. The Companies aver that Exhibit E to the Complaint speaks for itself, and therefore no response is required to Complainant's allegations pertaining to its contents. To the extent a response is required, the Companies deny the allegations in paragraph 42 to the extent they provide a characterization of Exhibit E to the Complaint that is inconsistent with Exhibit E's contents.

43. Paragraph 43 consists solely of legal conclusions, and therefore no response is required.

44. Paragraph 44 consists solely of legal conclusions, and therefore no response is required.

45. Paragraph 45 consists solely of legal conclusions, and therefore no response is required.

46. Admitted. By way of further response, the Companies further state that their corporate separation plan's approval was reaffirmed by the Commission in Case Nos. 12-1230-EL-SSO and 14-1297-EL-SSO.

47. The Companies admit that the Commission opened Case No. 17-0974-EL-UNC on April 12, 2017. The Companies aver that the Commission's orders in that proceeding speak for themselves, and deny the remaining allegations in paragraph 47.

48. The Companies aver that the Commission's November 4, 2020 Entry in Case No. 17-0974-EL-UNC speaks for itself, and the Companies deny that there is no current deadline for completion of the audit report in Case No. 17-0974-EL-UNC and all remaining allegations in paragraph 48.

COUNT I

49. For their response to paragraph 49, the Companies incorporate their responses to paragraphs 1 through 48.

50. No response is required to the legal conclusions and argument in paragraph 50. To the extent paragraph 50 contains any factual allegations, the Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations in paragraph 50 and deny them on that basis.

51. The Companies aver that H.B. 6 speaks for itself, and deny the remaining allegations in paragraph 51.

52. No response is required to the legal conclusions and argument in paragraph 52. The Companies admit that the former Chairman was appointed on February 4, 2019. To the extent paragraph 52 contains any other factual allegations, the Companies are without sufficient

knowledge or information to form a belief as to the truth of the allegations in paragraph 52 and deny them on that basis

53. No response is required to the legal conclusions and argument in paragraph 53.

To the extent paragraph 53 contains any factual allegations, the Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations in paragraph 53 and deny them on that basis.

54. No response is required to the legal conclusions and arguments in paragraph 54.

To the extent paragraph 54 contains any factual allegations, the Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations in paragraph 54 and deny them on that basis.

55. No response is required to the legal conclusions and arguments in paragraph 55.

To the extent paragraph 55 contains any factual allegations, the Companies deny the allegations in paragraph 55.

COUNT II

56. For their response to paragraph 56, the Companies incorporate their responses to paragraphs 1 through 55.

57. The Companies aver that the referenced statements speak for themselves, and the Companies are without sufficient knowledge or information to form a belief as to the truth of the remaining allegations in paragraph 57 and deny them on that basis.

58. The Companies aver that the Commission's orders in Case No. 19-361-EL-RDR speak for themselves, and deny the remaining allegations in paragraph 58.

59. No response is required to the legal conclusions and arguments in paragraph 59. To the extent paragraph 59 contains any factual allegations, the Companies deny the allegations in paragraph 59.

60. No response is required to the legal conclusions and argument in paragraph 60. To the extent paragraph 60 contains any factual allegations, the Companies are without sufficient knowledge or information to form a belief as to the truth of the allegations in paragraph 60 and deny them on that basis.

61. No response is required to the legal conclusions and arguments in paragraph 61. To the extent paragraph 61 contains any factual allegations, the Companies deny the allegations in paragraph 61.

COUNT III

62. For their response to paragraph 62, the Companies incorporate their responses to paragraphs 1 through 61.

63. No response is required to the legal conclusions and arguments in paragraph 63. To the extent a response is required, the Companies aver that R.C. 4928.17 and R.C. 4928.02(H) speak for themselves, and deny the remaining allegations in paragraph 63.

64. The Companies deny that they have “admit[ted]” the allegations in paragraph 64. To the extent paragraph 64 references documents related to other proceedings, the Companies aver that those filings speak for themselves, and deny the remaining allegations in paragraph 64.

65. Denied.

66. Denied.

67. No response is required to the legal conclusions and arguments in paragraph 67. To the extent a response is required, the Companies aver that their Commission-approved corporate separation plan speaks for itself, and deny the remaining allegations in paragraph 67.

68. No response is required to the legal conclusions and arguments in paragraph 68. To the extent paragraph 68 contains any factual allegations, the Companies deny the allegations in paragraph 68.

REQUEST FOR RELIEF

No response is required to Complainant's "Request for Relief." To the extent a response is required, the Companies deny that Complainant is entitled to the relief sought or to any other relief.

The Companies further states that, except as expressly admitted, each and every allegation in the Complaint is denied.

AFFIRMATIVE DEFENSES

1. The Complaint fails to set forth reasonable grounds for complaint, as required by Ohio Revised Code 4905.26.

2. The Complaint fails to state a claim upon which relief can be granted.

3. The Companies at all times complied with the Ohio Revised Code Title 49, and all applicable rules, regulations, tariffs, and orders of the Public Utilities Commission of Ohio. These statutes, rules, regulations, orders, and tariff provisions bar Complainant's claims.

4. The Commission lacks jurisdiction to award the remedies sought in the Complaint.

5. The Commission lacks subject matter jurisdiction over the Complaint's claims.

6. Count III is duplicative of the pending corporate separation proceeding in Case No. 17-0974-EL-UNC.

7. The Companies reserve the right to raise other defenses as warranted by the circumstances.

WHEREFORE, the Companies respectfully request an Order dismissing the Complaint and granting the Companies all other necessary and proper relief.

Dated: January 11, 2021

Respectfully submitted,

/s/ Ryan A. Doringo

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On behalf of the Companies

CERTIFICATE OF SERVICE

I certify that a copy of the foregoing was filed electronically through the Docketing Information System of the Public Utilities Commission of Ohio on January 11, 2021. The PUCO's e-filing system will electronically serve notice of the filing of this document on counsel for all parties. Additionally, a copy of the foregoing was served upon the following by email on January 11, 2021:

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Case No(s). 20-1756-EL-CSS

Summary: Answer to the Complaint of the Citizens Utility Board of Ohio electronically filed by Ryan A Doringo on behalf of Ohio Edison Company and The Cleveland Electric Illuminating Company and The Toledo Edison Company