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### VIA FEDERAL EXPRESS

April 14, 2021

Public Utilities Commission of Ohio Docketing Division 180 Broad Street Columbus, OH 43215-3793

Re: Renewal for DNE Sales, LLC d/b/a DNE Resources' Competitive Retail Natural Gas Service Provider Application; Docket No. 17-1094-GA-AGG

Ladies/Gentleman:

In regard to the above-referenced matter, enclosed please find one original and two copies of DNE Sales, LLC d/b/a DNE Resources' Competitive Retail Natural Gas Supplier ("CRNGS") provider application renewal. We are asking for the following exhibits to be filed under seal<sup>1</sup>:

- 1. C-2: Financial Statements;
- 2. C-3: Forecasted Financial Statements; and
- 3. C-5: Credit Report.

Please do not hesitate to contact me at (718) 690-3480 or by email at <u>michellemann@feller.law</u> if you should have any questions regarding this matter.

Respectfully,

<u>/s/ Michelle Mann</u> Michelle Mann Director of Government Affairs and Regulatory Paralegal Feller Law Group, PLLC Phone: (718) 690-3480 Email: michellemann@feller.law

On behalf of DNE Sales, LLC d/b/a DNE Resources

This is to certify that the images appearing are en accurate and complete reproduction of a case file Enclosures document delivered in the regular course of business. Technician \_\_\_\_\_ Date Processed \_\_\_\_\_\_\_ ALCENTED-BOCKE LING DIA 1021 APR 15 AM 10: PUCO <sup>1</sup>As per 4901:1-27-08 of the Ohio Administrative Code ŵ www.Feller.Law

# Ohio | Public Utilities Commission

Competitive Retail Natural Gas Service (CRNGS) Provider Application

Case Number: <u>17</u>\_<u>1094</u>\_\_\_\_\_AGG

Please complete all information. Identify all attachments with a label and title (example: Exhibit C-2 Financial Statements). For paper filing, you can mail the original and two complete copies to the Public Utilities Commission of Ohio, Docketing Division, 180 East Broad Street, Columbus, Ohio 43215-3793.

### **A.** Application Information

### A-1. Provider Type.

Select the competitive retail natural gas service (CRNGS) provider type(s) for which the applicant is seeking certification. Please note you can select more than one.

Retail Natural	Gas Aggregator	Retail Natural Gas Broker	Retail Natural Gas Marketer		
		$\checkmark$			
A-2. Applicant's	legal name and con	tact information.			
Provide the na	me and contact info	rmation of the business entity.			
Legal Name:	DNE Sales, LLC				
Street Address:	35A Smithfield	Blvd., Suite 221, Plattsburg	gh, NY 12901		
City:	Plattsburgh	State: NY			
Telephone:	888-631-7977 Website: www.dneresources.com				
Provide the na	mes and contact info	n under which the applicant will do ormation the business entity will us d may be the same contact informa	se for business in Ohio. This does		
Name:	DNE Sales, LL	C d/b/a DNE Resources			
Street Address:	et Address: 35A Smithfield Blvd., Suite 221, Plattsburgh, NY 12901				
City:	Plattsburgh	State: <u>NY</u>	Zip: 12901		
Telephone:	888-631-7977 Email: www.dneresources.com				
A-4. Names und	er which the applica	ant does business in North America	a.		
Provide all bus provided in A-2		olicant uses in North America. You o	do not need to include the names		
Name(s):	DNE Sales, LL	C DNE Resource	es		

Dominion Newenergy Inc.

### A-5. Contact person for regulatory matters.

Name:	Jean-Marc Gohier	Title: Executive Vice President, Operations	
Street Address:	16766 Trans-Canada Highway, Suite 100		
City:	Kirkland State: Québec, Canada <sub>Zip:</sub> H9H 4M7		
Telephone:	888-631-7977	Email: jmg@dnehq.com	

A-6. Contact person for PUCO Staff use in investigating consumer complaints.

Name:	Jean-Marc Gohier	Title: Executive Vice President, Operations
Street Address:	16766 Trans-Canada Highv	vay, Suite 100
City:	Kirkland	<sub>State:</sub> Québec, Canada <sub>Zip:</sub> H9H 4M7
Telephone:	888-631-7977	<sub>Email:</sub> jmg@dnehq.com

A-7. Applicant's address and toll-free number for customer service and complaints.

Street Address:	: <u>16766 Trans-Canada Highway, Suite 100</u>		
City:	Kirkland	State: Québec, Canada zip: <u>H9H 4M7</u>	
Toll-free Telephone:	888-631-7977	<sub>Email:</sub> jmg@dnehq.com	

A-8. Applicant's federal employer identification number.

	E0 0020			
FEIN:	50-0030			
A-9. Applica	nt's form of own	ership (select one).		
Sole Pr	oprietorship	Limited Liability Partnership (LLP)	Corporation	Partnership
	ibility Company (LLC)	Other:		

### A-10. Identify current or proposed service areas.

Identify each service area in which the applicant is currently providing service or intends to provide service and identify each customer class that the applicant is currently serving or intends to serve.

### Service area selection:

Columbia Gas of Ohio

Dominion Energy Ohio

Duke Energy Ohio

Vectren Energy Delivery of Ohio



 $\checkmark$ 

### Class of customer selection: Industrial

Residential
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Small Commercial

Large Commercial	l
$\checkmark$	

A-11.	Start	Date.

Indicate the approximate start date the applicant began/will begin offering services.

Date: May 1	17, 2017
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### A-12. Principal officers, directors and partners. Please refer to Exhibit A-12.

Please provide an attachment for all contacts that should be listed as an officer, director or partner.

### A-13. Company history. Please refer to Exhibit A-13.

Provide an attachment with a concise description of the applicant's company history and principal business interests.

### A-14. Secretary of State. Please refer to Exhibit A-14.

Provide evidence that the applicant is currently registered with the Ohio Secretary of State.

### A-15. Proof of Ohio office and employee.

Provide "Proof of an Ohio Office and Employee" in accordance with Section 4929.22 of the Ohio Revised Code. List the designated Ohio employee's name, Ohio office address, telephone number and web site address.

Name:	Corporation Service C	Company <sub>Title:</sub> Reg	gistered Agent
Street Address:	50 West Broad Stree	et, Suite 1330	
City:	Columbus	State: OH	<sub>Zip:</sub> 43215
Telephone:	866-403-5272	Email: CSrcontac	t@cscinfo.com

### **B.** Managerial Capability

Provide a response or attachment for each of the sections below.

B-1. Jurisdiction of operations. Please refer to Exhibit B-1.

List all jurisdictions in which the applicant or any affiliated interest of the applicant is certified, licensed, registered or otherwise authorized to provide retail natural gas service or retail/wholesale electric service as of the date of filing the application.

B-2. Experience and plans. Please refer to Exhibit B-2.

Describe the applicant's experience in providing the service(s) for which it is applying (e.g., number and type of customers served, utility service areas, amount of load, etc.). Include the 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 Sections 4928.10 and/or 4929.22 of the Ohio Revised Code.

### B-3. Disclosure of liabilities and investigations. Please refer to Exhibit B-3.

For the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant, describe all existing, pending or past rulings, judgments, findings, contingent liabilities, revocation of authority, regulatory investigations, judicial actions, or other formal or informal notices of violations, or any other matter related to competitive services in Ohio or equivalent services in another jurisdiction.

### B-4. Disclosure of consumer protection violations.

Has the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years? If yes, attach a document detailing the information.



### 8-5. Disclosure of certification denial, curtailment, suspension, or revocation.

Has the applicant, affiliate, or a predecessor of the applicant had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, revoked, or cancelled or been terminated or suspended from any of Ohio's Natural Gas or Electric Utility's Choice programs within the past two years? If yes, attach a document detailing the information.



No	
$\checkmark$	

### C. Financial Capability

Provide a response or attachment for each of the sections below.

### C-1. Financial reporting. Please refer to Exhibit C-1.

Provide a current link to the most recent Form 10-K filed with the Securities and Exchange Commission (SEC) or attach a copy of the form. If the applicant does not have a Form 10-K, submit the parent company's Form 10-K. If neither the applicant nor its parent is required to file Form 10-K, state that the applicant is not required to make such filings with the SEC and provide an explanation as to why it is not required.

### **C-2.** Financial statements Please refer to Exhibit C-2 - CONFIDENTIAL and REDACTED.

Provide copies of the applicant's two most recent years of audited financial statements, including a 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, provide 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 bank account numbers redacted.

If the applicant is unable to meet the requirement for two years of financial statements, the Staff reviewer may request additional financial information.

### C-3. Forecasted financial statements. Please refer to Exhibit C-3 - CONFIDENTIAL and REDACTED.

Provide two years of forecasted income statements based solely on the applicant's anticipated business activities in the state of Ohio.

Include the following information with the forecast: a list of assumptions used to generate the forecast; a statement indicating that the forecast is based solely on Ohio business activities only; and the name, address, email address, and telephone number of the preparer of the forecast.

The forecast may be in one of two acceptable formats: 1) an annual format that includes the current year and the two years succeeding the current year; or 2) a monthly format showing 24 consecutive months following the month of filing this application broken down into two 12-month periods with totals for revenues, expenses, and projected net incomes for both periods. Please show revenues, expenses, and net income (revenues minus total expenses) that is expected to be earned and incurred in business activities only in the state of Ohio for those periods.

If the applicant is filing for both an electric certificate and a natural gas certificate, please provide a separate and distinct forecast for revenues and expenses representing Ohio electric business activities in the application for the electric certificate and another forecast representing Ohio natural gas business activities in the application for the natural gas certificate.

### C-4. Credit rating. Not applicable.

Provide a credit opinion disclosing the applicant's credit rating as reported by at least one of the following ratings agencies: Moody's Investors Service, Standard & Poor's Financial Services, Fitch Ratings or the National Association of Insurance Commissioners. If the applicant does not have its own credit ratings, substitute the credit ratings of a parent or an affiliate organization and submit 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 "Not Rated".

### C-5. Credit report. Please refer to Exhibit C-5 - CONFIDENTIAL and REDACTED.

Provide a copy of the applicant's credit report from Experian, Equifax, TransUnion, Dun and Bradstreet or a similar credit reporting organization. If the applicant is a newly formed entity with no credit report, then provide a personal credit report for the principal owner of the entity seeking certification. At a minimum, the credit report must show summary information and an overall credit score. Bank/credit account numbers and highly sensitive identification information must be redacted. If the applicant provides an acceptable credit rating(s) in response to C-4, then the applicant may select "This does not apply" and provide a response in the box below stating that a credit rating(s) was provided in response to C-4.

### **C-6.** Bankruptcy information. *Please refer to Exhibit C-6.*

Within the previous 24 months, have any of the following filed for reorganization, protection from creditors or any other form of bankruptcy? If yes, attach a document detailing the information. Applicant

Parent company of the applicant

Affiliate company that guarantees the financial obligations of the applicant Any owner or officer of the applicant



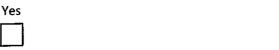
No

No

### **C-7. Merger information.** *Please refer to Exhibit C-7.*

Yes

Is the applicant currently involved in any dissolution, merger or acquisition activity, or otherwise participated in such activities within the previous 24 months? If yes, attach a document detailing the information.



### C-8. Corporate structure. *Please refer to Exhibit C-8.*

Provide a graphical depiction of the applicant's corporate structure. Do not provide an internal organizational chart. The graphical depiction should include all parent holding companies, subsidiaries and affiliates as well as 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 the applicant may respond by stating that it is a stand-alone entity with no affiliate or subsidiary companies.

### C-9. Financial arrangements. Please refer to Exhibit C-9.

This section is only applicable if power marketer or retail electric generation provider has been selected in A-1.

Provide copies of the applicant's financial arrangements to satisfy collateral requirements to conduct retail electric/natural gas business activities (e.g., parental guarantees, letters of credit, contractual arrangements, etc., as described below).

Renewal applicants may provide a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements. The statement or letter must be on the utility's letterhead and dated within a 30-day period of the date the applicant files its renewal application.

First-time applicants or applicants whose certificate has expired must meet the requirements of C-9 in one of the following ways:

1. The applicant itself states that it is investment grade rated by Moody's Investors Service, Standard & Poor's Financial Services, or Fitch Ratings and provides evidence of rating from the rating agencies. If you provided a credit rating in C-4, reference the credit rating in the statement.

- 2. The applicant's parent company is investment grade rated (by Moody's, Standard & Poor's, or Fitch) and guarantees the financial obligations of the applicant to the LDU(s).Provide a copy of the most recent credit opinion from Moody's, Standard & Poor's or Fitch.
- 3. The applicant's parent company 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 parent company's financials and a copy of the parental guarantee must be included in the application if the applicant is relying on this option.
- 4. The applicant can provide evidence of posting a letter of credit with the LDU(s) listed as the beneficiary, in an amount sufficient to satisfy the collateral requirements of the LDU(s).

### **D.** Technical Capability

Provide an attachment for each of the sections below.

### D-1. Operations.

<u>Retail natural gas brokers/aggregators:</u> Include details of the applicant's business operations and plans for arranging and/or aggregating for the supply of natural gas to retail customers.

<u>Gas Marketers</u>: Describe the operational nature of the applicant's business, specifying whether operations will include the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery, and/or the provision of retail ancillary services, as well as other services used to supply natural gas to the natural gas company city gate for retail customers.

### D-2. Operations expertise and key technical personnel.

Provide evidence of the applicant's experience and technical expertise in performing the operations described in this application. Include the names, titles, e-mail addresses, telephone numbers and background of key personnel involved in the operational aspects of the applicant's business.

As authorized representative for the above company/organization, I certify that all the information contained in this application is true, accurate and complete. I also understand that failure to report completely and accurately may result in penalties or other legal actions.

Signature Wayne Burke

March 11,2021

President Title

# **Competitive Retail Natural Gas Service Affidavit**

Province of <u>Quebec</u>: District of <u>Montreal</u>:

Wayne Burke

Affiant, being duly sworn/affirmed, hereby states that:

- 1. The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant, and that it will amend its application while it is pending if any substantial changes occur regarding the information provided.
- 2. The applicant will timely file an annual report of its intrastate gross receipts and sales of hundred cubic feet of natural gas pursuant to Sections 4905.10(A), 4911.18(A), and 4929.23(B), Ohio Revised Code.
- 3. The applicant will timely pay any assessment made pursuant to Sections 4905.10 and 4911.18(A), Ohio Revised Code.
- 4. Applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to Title 49, Ohio Revised Code.
- 5. Applicant 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. Applicant will comply with Section 4929.21, Ohio Revised Code, regarding consent to the jurisdiction of the Ohio courts and the service of process.
- 7. Applicant will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
- 8. Applicant will inform the Public Utilities Commission of Ohio of any material change to the information supplied in the 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 consumer complaints.
- 9. The facts set forth above are true and accurate 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.

day of M

10. Affiant further sayeth naught.

President Signature of Affiant & Title

Sworn and subscribed before me this

Signature of official administering oath

Print Name and Title

My commission expires on 5/02/22

# Exhibit A-12

# Principal Officers, Directors and Partners

Name	Title	Address	Telephone Number
Wayne Burke	President	428 Doric Drive,	514-692-8753
		Beaconsfield,	
		Québec, Canada	
Steve Shoiry	Chief Executive	14 Hickory Street,	888-631-7977 Ext.
	Officer	Dollard-des-	444
		Ormeaux, Québec,	
		Canada H9G 3B7	
Jean-Marc Gohier	Executive Vice	7637 Lasalle	888-631-7977 Ext.
	President,	Boulevard, Apt. 1,	128
	Operations	Lasalle, Québec,	ļ
		Canada H8P 1Y2	1

## Exhibit A-13

## **Company History**

DNE Resources ("DNE") is an independent energy consulting firm specializing in energy procurement (natural gas and electricity purchasing) and energy efficiency (energy auditing, energy monitoring, HVAC and LED lighting) in deregulated energy markets. Following our core values of (1) do the right thing, (2) stay hungry, stay humble, (3) work hard, play hard, and (4) give, we have helped over 400,000 clients choose energy programs based on their priorities – be they carbon neutrality, reduced spending and/or budget stability.

DNE is the outcome of a partnership between Steve Shoiry and Wayne Burke. DNE was born in Steve's apartment in late 2009. In 2004, Wayne was offered a job in energy sales, and over the ensuing five years was promoted and transferred across Canada to open offices. Today, DNE is a multinational corporation with over 180 employees.

DNE was built from our core values: (1) do the right thing, (2) stay hungry, stay humble, (3) work hard, play hard, and (4) give. It is these core values that we instill in our workforce every day. Every decision, policy, and procedure employed at DNE is made with these core values in mind. DNE helps businesses assess their current buying strategy, analyze the market conditions, review available energy options, implement a game plan, track performance, and conduct an annual review of their energy portfolio. After the initial market assessment, we work closely with purchasing teams to outline budgeting and financial objectives. Using our strong supplier relationships and purchasing power, we negotiate on behalf of our customers for the best price. Based on the original energy assessment, the customer's risk aversion and financial goals, we will recommend a product structure tailored to a particular business.

Exhibit A-14 Secretary of State



DATE 04/08/2019 DOCUMENT ID 201909801642

DESCRIPTION SUBSEQUENT AGENT APPOINTMENT (LSA) FILING EXPED 25.00 0.00

CERT 0.00

COPY 0.00

Receipt This is not a bill. Please do not remit payment.

CORPORATION SERVICE COMPANY ATTN: DEANNE E. SCHAUSEIL 50 W. BROAD STREET-SUITE 1330 COLUMBUS, OH 43215

# STATE OF OHIO CERTIFICATE

### **Ohio Secretary of State, Frank LaRose**

2171589

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

DNE SALES, LLC

and, that said business records show the filing and recording of:

Document(s)

SUBSEQUENT AGENT APPOINTMENT Effective Date: 04/05/2019

Document No(s): 201909801642



United States of America State of Ohio Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 8th day of April, A.D. 2019.

FI Ja

**Ohio Secretary of State** 

Form 621 Prescribed by:

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Ne Free (177) 200 FLE (177-767-8153) Cuinte Chier (144-946-9410) enine Mill Sienningel Beinger Lipsike (2014) Semalagor Flistelline at the many Schmidton www.2016.1999.029/1914/00 Flistelline at the many Schmidton www.2016.1999.029/1914/00

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Capitan Pina (The Institute day principality from Ringing in Address (1996) (1997)

		Statutory Agent Update Filing Fee: \$25 Form Must Be Typed	
) Subsequent Appo		(2) Change of Address of an Agent	(3) Realgnation of Agent Corp (155-AGR)
Corp (165-AGS)		Corp (148-AGA)	LP (155-AGR)
LP (165-AGS)		LP (146-AGA)	
K LLC (171-LSA)		LLC (144-LAD)	Pertnership (153-LAG)
Business Trust (171-LSA)		Business Trust (14+LAD)	Business Trust (153-LA3)
Real Estate Inv     (171-LSA)	estment Trust	Real Estate Investment Trust     (144-LAD)	Real Estate Investment Trust     (153-LAG)
Name of Current A	igent Busines	s Filings Incorporated	LIENT SERVICE O
omplete the inform	nation in this se	ction if box (1) is checked	
iame and Address f New Agent		ervice Company	
Ŧ	Name of Agen	1	······································
•	50 West Broad	i Street, Suite 1830	·····
	Mailing Addres	and the second	
			· · · · · · · · · · · · · · · · · · ·
	Columbus	· · ·	Ohlo 43215

. . . . . . .

	ACCEPTANCE OF AP	POINTMENT	FOR DOMESTIC EN	TITY'S AGEN	α
	Corporation Service Comp	pany			1
The Undersigned,	Name of Agent	ć			$\neg$ , named herein as the
statutory agent for	DNE Sales, LLC	,			], hereby acknowledges
namony agent for	Name of Business Entity				7 ' Helen's sourcemending
and accepts the ap	ocintment of statutory agent	for said entit	y. Corporation Service	Company	
			By: MULLY MM gent's Signature/Sign		ie, Asst. VP
	mation in this section if b	Individual A	gent's Signature/Sign		
	ent.	Individual A	gent's Signature/Sign		
		Individual A	gent's Signature/Sign	ature on beha	
Complete the Info	ent.	Individual A	gent's Signature/Sign		
	ent Mailing Address	Individual A	gent's Signature/Sign	phio	If of Business Serving as Age
	ent Mailing Address	Individual A	gent's Signature/Sign	phio	If of Business Serving as Age

The agent of record for the entity identified on page 1 resigns as statutory agent.

Current or last known address of the entity's principal office where a copy of this Resignation of Agent was sent as of the date of filing or prior to the date filed.

Mailing Address		
City	State	Zip Code

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

APC

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Tak Tak

### Required

Agent update must be signed by an authorized representative (see instructions for specific information).

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box. By (if applicable)

Signature

DEAN Print Name

Signature

By (if applicable)

**Print Name** 

# UNITED STATES OF AMERICA STATE OF OHIO OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show DNE SALES, LLC, a Delaware For Profit Limited Liability Company, Registration Number 2171589, filed on February 5, 2013, is currently in FULL FORCE AND EFFECT upon the records of this office.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 4th day of April, A.D. 2017.

Jon Hastel

**Ohio Secretary of State** 

Validation Number: 201709400780

# Exhibit B-1

# **Jurisdiction of Operations**

DNE Sales, LLC ("DNE") is authorized to provide retail natural gas to retail customers in Montana, and retail natural gas and electricity to retail customers in Illinois, Massachusetts, Ohio, Pennsylvania and Texas.

### Exhibit B-2

### **Experience and Plans**

As a licensed broker, DNE Sales, LLC ("DNE") works with licensed suppliers in the State of Ohio to contract to small and large commercial customers. DNE has a history of successful B2B sales within the Ohio electricity market having spent four and a half years serving over 1,000 customers. DNE's role as a broker is to find new customers for our supply partners and provide competitive pricing and market updates for the consumer. After the initial agreement, we conduct a terms verification call (third-party verification or "TPV"). The relationship then becomes between the supplier and the customer. DNE is not involved in billing or account inquiries of any kind. DNE does have a history of recording excellent customer service reviews with all of our supplier partners. We investigate and address any concerns that arise immediately.

## Exhibit B-3

# Disclosure of Liabilities and Investigations

Since its last renewal for certification, DNE Sales, LLC ("DNE") has not encountered any revocation of licenses, revocations of authority, regulatory investigations, or any other investigations that would adversely impact DNE's financial or operational status.

# **Financial Reporting**

DNE Sales, LLC ("DNE") is not a publicly traded company; therefore, DNE is not required to file with the Securities and Exchange Commission ("SEC"). DNE is not a SEC registrant, has no public issuances of debt nor equity, and has no SEC reporting obligations. Quarterly and annual reports such as 10-Ks, 8-Ks, and 10-Qs are not applicable.

# **Bankruptcy Information**

DNE Sales, LLC has not had any reorganizations that resulted in bankruptcy nor any other form of bankruptcy filings by DNE Sales, LLC or any of its parent or affiliate organizations.

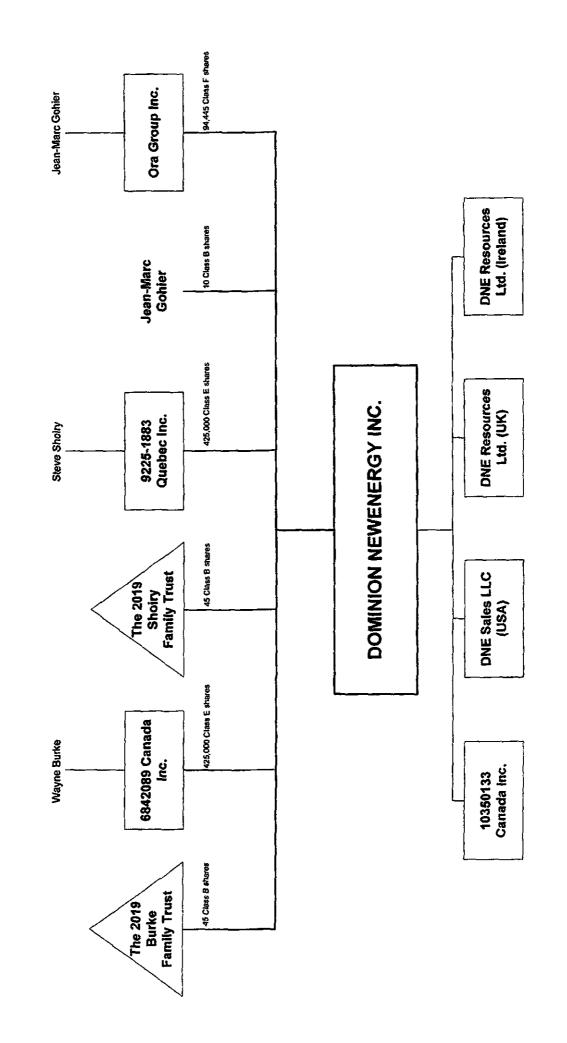
## **Merger Information**

DNE Sales, LLC has not had any dissolution, merger nor acquisition that altered the composition of the organization. On September 22, 2014, the shareholders of 7818947 Canada Inc. (an Alberta-based holding company which owned DNE Sales, LLC and its affiliates) transferred their ownership from the holding company to Dominion Newenergy Inc., while continuing to maintain the ultimate ownership of DNE Sales, LLC or its affiliates.

**Corporate Structure** 

DOMINION NEWENERGY INC.

Organizational Chart (as at December 31, 2020)



(only includes wholly-owned subsidiaries)

1

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# **Financial Arrangements**

Not applicable; DNE Sales, LLC seeks to renew its power broker certificate and does not seek to conduct retail electric activity.

## **Exhibit D-1**

## Operations

We have continually challenged ourselves to achieve the highest levels of quality control in our industry. We have devised quality control measurements that previously did not exist in order to track performance and set targets for continual improvements.

A Third-Party Verification ("TPV") call is required for all contracts we process. We will not operate without it and will do the TPV ourselves if the retailer does not. This applies to all forms of business, residential, commercial and industrial whether the regulator inquires a TPV or not. Model scripts are available upon request.

## Exhibit D-2

# **Operations Expertise and Key Technical Personnel**

DNE Resources is a Better Business Bureau<sup>™</sup> accredited firm with an A+ rating since 2013, a clear statement as one of the highest quality control standards in the industry.

Following are the resumes for:

Wayne Burke President (514) 692-8753

Jean-Marc Gohier Executive Vice President, Operations (888) 631-7977 Ext. 128

Laura R. Persson Chief Operating Officer (800) 363-4914 Ext. 123

# **WAYNE BURKE**

829 Rue Charon, Montreal QC H3K 2P7 - 514-692-8753 - wayne.burke@dneresources.com

Dynamic, results-oriented leader and entrepreneur with a strong track record of performance in turnaround and high-paced organizations. Utilize keen analysis and insights and team approach to drive organizational improvements and implementation of best practices. Superior interpersonal skills, capable of resolving multiple and complex (sales, human resources, legal, financial, operational) issues and motivating staff to peak performance.

### SKILLS

I

	SVIL	L9	<u> </u>		
	• Ene	ategic Planning rgy Products & Services anizational Development	<ul> <li>Regulations &amp; Relations</li> <li>International Expansion</li> <li>Strategic Partnerships</li> </ul>	<ul> <li>Performance Improvem</li> <li>Sales &amp; Marketing Lead</li> <li>Policy &amp; Procedure Deve</li> </ul>	ership
	PRO	ESSIONAL EXPERIEN	ICE		
	• (		rt up to one of the largest energy v territories and countries such as	consulting firms in North	
ļ	• [	<b>ior Energy, <u>National Direc</u></b> Founded offices in Montreal 8 Responsible for company reve	k Vancouver	20	008–2010
	• •	<b>hitt Energy, <u>Regional</u> Dire</b> Supervised middle manageme Set sales targets and strategi	ent c goals	20	007–2008
	RECE	NT CAREER HIGHLIG	HTS		<u></u>
	٠	Oversaw 100% net growth DNE Resources	(\$240,000 to \$9.2 million)	20	)10-2014
	•		r™ Award Winner: Quebec Young lergy contracts by volume in Alber		2014 2012–2012
	•	Achieved gross revenue of s Superior Energy	\$15 million for a client (\$3.75 milli	on profit for employer)	2008
	•		fice: increased sales contracts by	420%	2007

### EDUCATION

### McGill University — Montreal, QC

B.C.L./LL.B.

President: McGill Business Law Association

### Concordia University - Montreal, QC

2007–2010

- B.A. (Political Science)
  - Dean's List
  - Arts and Science Scholar's Award
  - Elder member of Zeta Psi Fraternity

# **Jean-Marc Gohier**

12432 Granger, Pierrefonds, QC, H8Z 1V5 — 514-880-6923 — jmg@dnehq.com

Highly motivated executive leader with an accomplished background in operations and general company management. Currently directs, administers, and coordinates the internal operational and technological activities within an organization in accordance with policies, goals, and objectives. Leads a team in the development of organization policies and procedures that ensure one of the highest quality control standards in the industry.

SKIL	LS
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٩	Strategic System Planning and Engineering	•	Client Service & Helpdesk	Contract Processing
•	Energy Products & Services Operational Flow & IT	•	Team Management Supplier Partnerships	Lead Generation     Policy & Procedure Development

### **PROFESSIONAL EXPERIENCE**

### DNE Resources, COO and Partner

2010-Present

2005-2009

- Helped grow the business from small start up to one of the largest energy consulting firms in North America by providing expertise in processes, technology and systems.
- Created and customized several systems such as CRM, Global phone systems, remote document management and cloud storage, without any physical infrastructure

### Wells Fargo/CIBC/HLC/MPH Group, Mortgage broker

 Provide expert financial advice and mortgage products to residential customers in the province of Quebec and Alberta

### **RECENT CAREER HIGHLIGHTS**

- Contributed to 100% net growth (\$240,000 to \$9.2 million) 2010–2014 DNE Resources
- Contributed to EY Entrepreneur of the Year™ Award Winner: Quebec Young Entrepreneur 2014 DNE Resources
- Contributed to the inclusion in Great Place to Work® Canada Medium (50–999 employees) 2015 DNE Resources

### **EDUCATION**

<ul> <li>McGill University — Montreal, QC</li> <li>Effective Public Speaking - Certificate</li> </ul>	2014
<ul> <li>Lasalle College — Montreal, QC</li> <li>Real Estate and Mortgage Sales AEC</li> </ul>	2005
<ul> <li>Trebas Institute — Montreal, QC</li> <li>Music Production &amp; Audio Engineering AEC</li> </ul>	2003

### LAURA R. PERSSON

8515 S. Doubleheader Ranch Rd. Morrison CO 80465 perssonlaura@hotmail.com 281-236-6507

### SUMMARY

Operations and Marketing professional with over 20 years of energy industry experience uniquely combined with three years of publishing experience. Strong leader with a proven track record of success collaborating with cross-functional teams.

### **PROFESSIONAL EXPERIENCE**

#### Link Energy / DNE Resources, Montreal, QC

#### **Chief Operating Officer**

Provide the leadership, supervision and management for Link Energy Customer and Billing Operations, Customer Service and Collections as well as DNE Broker Operations.

### APG&E, Houston, TX

#### Director, Mass Market Acquisition (2018-2020)

Lead all mass market acquisition channels through direct-online and third-party vendors to meet target growth strategies across ERCOT and PJM.

- Launch, manage and build relationships with third-party vendors to support growth in key markets. This includes telemarketing, door-to-door and online vendors. Manage all direct-online offers listed on state rate boards and all internal web-based offers. Set pricing and product terms to maximize margins and remain competitive. Have met and exceeded sales targets to date.
- Ensure all sales and sales processes are in compliance with State and Federal rules and regulations. Manage all third-party verification (TPV) scripting and TPV vendor relationship. Respond to and address consumer complaints as needed.
- Developed and launched an automated email renewal process to improve retention and customer experience using Hubspot, an
  email and contact tool. Worked with internal IT to ensure data integration requirements were met.

### Director, Marketing (2017-2018)

Managed all branding, content and public relations.

- Managed the release of new brand for the company. Worked as project lead with internal departments to launch brand across
  existing customer base and to external counterparties/the market. Ensured all marketing materials were updated and met
  brand quidelines.
- Oversaw bi-monthly customer usage email in ERCOT working with third-party to develop engaging content. Expanded usage
  emails to PJM market to increase retention.
- Oversaw and distributed press releases as needed.

#### Verde Energy USA, Houston, TX

### Vice President, Sales & Marketing (2016-2017)

- Lead and support the target growth initiatives for mass market and small commercial retail electricity sales in ERCOT.
- Enhanced the front-end portal to support multiple products and channels through design, layout and functional changes.
- Helped to establish and launch key partnerships with charitable organizations to boost social media and retention efforts.
  Managed vendor relationships, internal teams, and oversaw the process for all door-to-door, telemarketing, multi-family and
- online acquisition channels.

#### Vice President, Operations (2015-2016)

Successfully implemented key changes and process improvements to a ERCOT retail book acquisition for operations and customer service.

- Reviewed and made necessary changes to key billing and operational processes to ensure compliance with ERCOT and PUCT rules as well as to support operational efficiency and scalability.
- Realigned resources; provided training and made necessary staffing changes to support business growth and create a
  positive work environment.

### GDF Suez Energy Resources N.A. Houston, TX

### Director, Solar Sales & Marketing (2014)

Plan and direct the development and implementation of strategies and marketing programs to enter and effectively compete in the residential, commercial and industrial markets for a new solar business initiative.

 Responsible for creating a pipeline of leads from existing commercial book of business, to develop solar projects in collaboration with corporate finance and external strategic partners.

#### 2015 - 2017

2008 - 2014

2020 to Present

Worked to generate leads from affiliate and affinity relationships to support entry into residential rooftop solar.

### Director, Sales and Marketing, Think Energy (2013-2014)

Led a combined team of sales and marketing personnel to focus on growing the small commercial segment while leading the effort to enter the residential space.

- Reduced marketing costs by 30% by efficiently aligning in-house resources with business needs and cutting unnecessary dependency on outsourced vendors.
- Launched Think Energy brand in residential market ahead of schedule and within budget.
- Redesigned website to redefine the brand's look and feel as well as focusing on an enhanced customer experience.
- Reduced time for end-user to get a commercial price quote from over 10 minutes to less than one minute.
- Collaborated with public relations agency to develop a plan and effectively launch a grass-roots marketing campaign in a key market, increasing brand awareness and online sales.

### Director, Operations & Customer Care, Think Energy (2011-2013)

Provided core team expertise for start-up business within retail. Lead implementation efforts in deregulated electric markets for operations, customer care and compliance. Managed and trained internal and external teams.

- Ensured transaction data was interfacing efficiently and timely with the appropriate systems from utility, through EDI vendor and internal systems. Recommended system enhancements to improve efficiency and reduce manual work.
- Established over 20 key performance indicators for internal and external counterparties and supporting teams to ensure established policies, processes and compliance requirements were being met.

#### Manager, Natural Gas Procurement (2008-2011)

Managed the execution of natural gas hedges for GSERNA Heat Rate customers across ERCOT, PJM, NEPOOL and NYISO. Coordinated natural gas quotes for sales representatives and customers.

- Tracked market fundamentals and provided education for customers and sales teams. Created and delivered
  presentations and emailed a weekly internal gas market analysis.
- Acted as backup for the power and gas portfolio management activities for ERCOT.
- Managed the ERCOT Renewable Energy Credit (REC) position according to PUCT Renewable Portfolio Standards.
- Provided expertise to internal groups and external customers on Green-E requirements and certifications.

#### Just Energy Texas, Houston, TX

#### Director, Commercial Product Development (2008)

Monitored competition and provided strategic direction for new products to support commercial growth across key deregulated electric and gas markets. Lead the implementation of new products.

- Communicated directly with regional sales managers to determine business needs to effectively grow the business through new
  product structures.
- Determined system, legal and regulatory requirements to support new products and coordinated with internal departments to develop or enhance systems as needed.

### Director, Operations (2007 - 2008)

Managed the Texas Operations Department for revenue assurance, contract fulfillment and compliance. Managed and trained internal and external teams.

- Managed all billing, enrollment and contract processes supporting small commercial and residential business.
- Identified upstream issues impacting Operations and worked to establish improved processes. Documented all process
  changes and/or enhancements, including training materials as required and rolled out to the appropriate departments.

#### Director, Account Management (2006 - 2007)

Developed and implemented an account management team to build and maintain customer loyalty with an existing book of commercial business, as part of the overall company vision for customer service.

- Hired, trained and monitored a core team to support the initiative.
- Ensured the company's vision for customer loyalty was clearly communicated to all company personnel; developed and implemented Account Management 101 training for all internal teams.
- Oversaw the customer service department and all functions, including a remote Argentina customer service call center.

#### Marketing Manager (2005 - 2006)

Provided marketing expertise in a start-up retail electric business serving small commercial and residential customers.

- Developed and managed the renewal process. Created marketing materials and promotions to increase retention. Averaged over 75% renewal rate on small commercial segment.
- Hired and trained additional staff to support a growing start-up business.
- Stretched a limited marketing budget through grass-roots marketing in key geographic areas where there was a high concentration of customers and brand recognition; managed and executed sponsorship opportunities.

### Cities West Publishing, Scottsdale, AZ

### Circulation Director

Managed the circulation department for PHOENIX Magazine and Phoenix Home & Garden.

- Managed the distribution, fulfillment, forecasting and circulation promotions for both publications.
- Developed and implemented marketing campaigns to acquire new and retain existing subscribers. This included all direct mail promotions, insert cards, list testing, renewal and invoicing efforts.
- Provided sales reporting and participated in creative discussions and cover selection to increase newsstand sales.
- Filed the semi-annual publisher's statements with the Audit Bureau of Circulations.

### D Magazine, Dallas, TX

### **Circulation Director**

Managed the circulation for D Magazine, D Home and Garden and all Special Interest Publications.

- Worked with the subscription fulfillment service to ensure key performance indicators were met.
- Quarterly, developed new insert cards in the magazines to target new/renewal subscribers.
- Developed direct mail marketing programs to increase circulation within budget requirements.
- Filed the semi-annual publisher's statements with the Audit Bureau of Circulations.

### **ENRON** Corporation, Houston, TX

#### Manager, Gas Desk Logistics Operations

Managed central region natural gas logistics operations team. Met and exceeded accrual margin goals as well as growth of market through the building and maintaining of relationships on key industrial accounts.

- Executed triggers for key industrial accounts.
- Managed pricing, structuring, trading, customer and sales support.
- Scheduled gas on midcontinent pipelines and behind city-gates for six gas local distribution companies.

### EDUCATION

Ohio State University

BA Public Relations, The School of Journalism

1996-2001

1994