Hospital Energy Services, Inc. 110 Riverview Drive Guilford, CT 06437 (203) 668-3522 <u>mark@hospitalenergy.com</u> RECEIVED-DOCKETING DIV 2011 OCT - 5 PM 1:14 PUCO

September 27, 2011

Public Utilities Commission of Ohio Docketing Division 13<sup>th</sup> floor 180 East Broad Street Columbus, OH 43215-3793

11.5361-GA.CRS

Re: Application for Competitive Retail Natural Gas Aggregator License

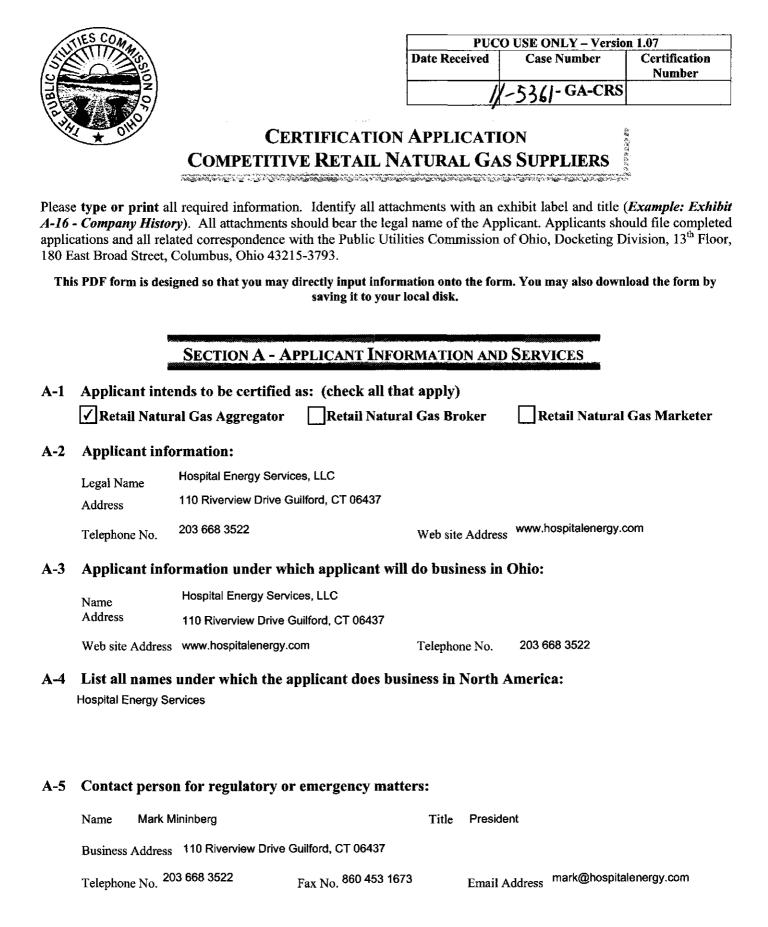
Dear Docketing Division,

Hospital Energy Services, LLC hereby files its Application for a Competitive Retail Natural Gas Supplier License. Kindly acknowledge receipt of this filing. Many thanks!

Sincerely,

Mark Mininberg

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 \_\_\_\_\_\_ Date Processed 10-05-11



#### A-6 Contact person for Commission Staff use in investigating customer complaints:

Name	Mark Mininberg		Title	President	
Business ad	Idress 110 Riverview Dr	ive Guilford, CT 06437			
Telephone	No. 203 668 3522	Fax No. 860 453 1673		Email Address	mark@hospitalenergy.com

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

Customer service address	110 Riverview Drive Guilford, CT 06437	
Toll-Free Telephone No.	800 661 2165 Ext. 1 Fax No. 860 453 1673	Email Address mark@hospitalenergy.com

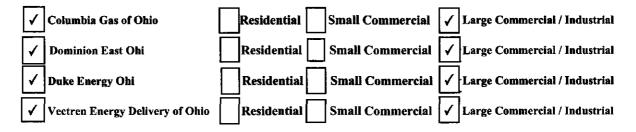
#### A-8 Provide "Proof of an Ohio Office and Employee," in accordance with Section 4929.22 of the Ohio Revised Code, by listing name, Ohio office address, telephone number, and Web site address of the designated Ohio Employee

Name		Title
Business address		
Telephone No.	Fax No.	Email Address
Applicant's federal employer	identification number	203455846

A-9

<b>\-10</b>	Applicant's form of ownership: (Check one)	
	Sole Proprietorship	Partnership
	Limited Liability Partnership (LLP)	☑ Limited Liability Company (LLC)
	Corporation	Other

A-11 (Check all that apply) Identify each natural gas company service area in which the applicant is currently providing service or intends to provide service, including identification of each customer class that the applicant is currently serving or intends to serve, for example: residential, small commercial, and/or large commercial/industrial (mercantile) customers. (A mercantile customer, as defined in Section 4929.01(L)(1) of the Ohio Revised Code, means a customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within the state or consumes natural gas, other than for residential use, more than for residential use, as part of an undertaking having more than three locations within or outside of this state. In accordance with Section 4929.01(L)(2) of the Ohio Revised Code, "Mercantile customer" excludes a not-for-profit customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas, ether than 500,000 cubic feet of natural gas per year at a single location within the state or consumer that consumes, other than for residential use, more than for residential use, more than for residential use, more than for residential use, as part of an undertaking having more than three locations within or outside this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside this state that has filed the necessary declaration with the Public Utilities Commission.)



A-12 If applicant or an affiliated interest previously participated in any of Ohio's Natural Gas Choice Programs, for each service area and customer class, provide approximate start date(s) and/or end date(s) that the applicant began delivering and/or ended services.

Columbia Gas of Ohio					
Residential	Beginning Date of Service	End Date			
Small Commercial	Beginning Date of Service	End Date			
Large Commercial	<b>Beginning Date of Service</b>	End Date			
 Industrial	Beginning Date of Service	End Date			
Dominion East Ohio					
Residential	<b>Beginning Date of Service</b>	End Date			
Small Commercial	<b>Beginning Date of Service</b>	End Date			
Large Commercial	<b>Beginning Date of Service</b>	End Date			
Industrial	Beginning Date of Service	End Date			
	Duke Energy Ohio				
Duke Energy Ohio					
Duke Energy Ohio	Beginning Date of Service	End Date			
	<b>Beginning Date of Service</b> Beginning Date of Service	End Date End Date			
Residential Small Commercial					
Residential Small Commercial	Beginning Date of Service	End Date			
Residential Small Commercial Large Commercial	Beginning Date of Service Beginning Date of Service Beginning Date of Service	End Date End Date			
Residential Residential Small Commercial Large Commercial Industrial	Beginning Date of Service Beginning Date of Service Beginning Date of Service	End Date End Date			
Residential Residential Small Commercial Large Commercial Industrial Vectren Energy Delivery of Residential	Beginning Date of Service Beginning Date of Service Beginning Date of Service of Ohio	End Date End Date End Date			

A-13 If not currently participating in any of Ohio's four Natural Gas Choice Programs, provide the approximate start date that the applicant proposes to begin delivering services:

**Beginning Date of Service** 

Industrial

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**End Date** 

✓ Columbia Gas of Ohio	Intended Start Date	November 1, 2011
✓ Dominion East Ohio	Intended Start Date	November 1, 2011
✓ Duke Energy Ohio	Intended Start Date	November 1, 2011
✓ Vectren Energy Delivery of Ohio	Intended Start Date	November 1, 2011

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- A-14 <u>Exhibit A-14 "Principal Officers, Directors & Partners,</u>" provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.
- A-15 <u>Exhibit A-15 "Corporate Structure</u>," provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale natural gas or electricity to customers in North America.
- A-16 <u>Exhibit A-16 "Company History</u>," provide a concise description of the applicant's company history and principal business interests.
- A-17 <u>Exhibit A-17 "Articles of Incorporation and Bylaws</u>," if applicable, provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto.
- A-18 <u>Exhibit A-18 "Secretary of State</u>," provide evidence that the applicant is currently registered with the Ohio Secretary of the State.

## SECTION B - APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED** 

- **B-1** <u>Exhibit B-1 "Jurisdictions of Operation</u>," provide a current 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 natural gas service, or retail/wholesale electric services.
- B-2 Exhibit B-2 "Experience & Plans," provide a current 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 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Ohio Administrative Code.
- **B-3** Exhibit B-3 "Summary of Experience," provide a concise and current summary of the applicant's experience in providing the service(s) for which it is seeking to be certified to provide (e.g., number and types of customers served, utility service areas, volume of gas supplied, etc.).
- **B-4** <u>Exhibit B-4 "Disclosure of Liabilities and Investigations</u>," provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocations 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-5** <u>Exhibit B-5</u> "Disclosure of Consumer Protection Violations," disclose whether the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant has been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

✓	No	🗌 Yes
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If Yes, provide a separate attachment labeled as <u>Exhibit B-5</u> "Disclosure of Consumer Protection <u>Violations</u>," detailing such violation(s) and providing all relevant documents.

**B-6** <u>Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,</u>" disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, or revoked, or whether the applicant or predecessor has been terminated from any of Ohio's Natural Gas Choice programs, or been in default for failure to deliver natural gas.

🔽 No 🛛 Yes

If Yes, provide a separate attachment, labeled as <u>Exhibit B-6 "Disclosure of Certification Denial,</u> <u>Curtailment, Suspension, or Revocation,</u>" detailing such action(s) and providing all relevant documents.

SECTION C - APPLICANT 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, labeled as Exhibit C-1, or indicate that Exhibit C-1 is not applicable and why.
- C-2 Exhibit C-2 "SEC Filings," provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 whether 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.
- C-4 <u>Exhibit C-4 "Financial Arrangements</u>," provide copies of the applicant's current financial arrangements to conduct competitive retail natural gas service (CRNGS) as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.)
- C-5 <u>Exhibit C-5 "Forecasted Financial Statements</u>," provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRNGS operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

- C-6 <u>Exhibit C-6 "Credit Rating</u>," provide a statement disclosing the applicant's current credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, 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 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.
- C-7 <u>Exhibit C-7 "Credit Report</u>," provide a copy of the applicant's current credit report from Experion, Dun and Bradstreet, or a similar organization.
- C-8 <u>Exhibit C-8 "Bankruptcy Information</u>," 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 since applicant last filed for certification.
- C-9 <u>Exhibit C-9 "Merger Information</u>," provide a statement describing any dissolution or merger or acquisition of the applicant within the five most recent years preceding the application, or at any time as a participant in the Ohio Natural Gas Choice programs.

### SECTION D – APPLICANT TECHNICAL CAPABILITY

**P**ROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- **D-1** <u>Exhibit D-1 "Operations</u>," provide a current written description of the operational nature of the applicant's business. Please include whether the applicant's operations will include the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery, and 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** <u>Exhibit D-2 "Operations Expertise</u>," given the operational nature of the applicant's business, provide evidence of the applicant's current experience and technical expertise in performing such operations.
- **D-3** <u>Exhibit D-3 "Key Technical Personnel</u>," provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant's current business.

Applicant Signature and Title Mach	Arysida	T			
Sworn and subscribed before me this 300 da	of October	Month DC-	Year 201		
pullina mai	Ø	0	0		
Signature of official administering oath	Print Name and Title	BARBARA. My Public	D'ELATINE		
My commission expires on					
	BARBARA SEGALI Notary Public, State of Connu- My Commission Expires Jan. 3	ecticut	Page 6 of 7		

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# The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service Affidavit Form (Version 1.07)

In the Matter of the Application of

for a Certificate or Renewal Certificate to Provide Competitive Retail Natural Gas Service in Ohio.

Case No.

-GA-CRS

County of Middlo Sep State of

- HOSPITAL Energy Services, UC [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.
- (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 Section 4905.10 or Section 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 with the Public Utilities Commission of Ohio and its staff in 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 inform the Public Utilities Commission of Ohio of any material change to the information supplied in the certification or certification renewal application within 30 days of such material change, including any change in contact person for regulatory or emergency purposes or contact person for Staff use in investigating customer complaints.
- (8) Affiant further sayeth naught.

Affiant Signature & Title Mund Presiden Sworn and subscribed before me this 312 day of OCA Affiant Signature & Title Month Year Signature of Official Administering Oath **BARBARA SEGALINE** My commission expires on Notary Public, State of Connecticut My Commission Expires Jan. 31, 2016 (CRNGS Supplier - Version 1.07) Page 7 of 7

#### A-14 Exhibit A-14 "Principal Officers, Directors & Partners"

Mark Mininberg President Hospital Energy Services, LLC 110 Riverview Drive Guilford, CT 06437 (203) 668 3522 mark@hospitalenergy.com

#### A-15 Exhibit A-15 "Corporate Structure"

Hospital Energy Services, LLC is a sole proprietor limited liability company owned by Mark Mininberg, its president.

#### A-16 Exhibit A-16 "Company History"

Mr. Mininberg founded Hospital Energy Services, LLC, in 1996, to help healthcare institutions optimize their energy procurement and management efforts. Hospital Energy serves as the energy procurement arm for several of the nations' leading healthcare group purchasing organizations, including VHA and the University Health System Consortium, which serve more than 2,000 members representing nearly half the hospital beds in the United States. Hospital Energy currently manages energy procurement valued at more than \$600 million for these healthcare institutions.

#### A-17 Exhibit A-17 "Articles of Incorporation and Bylaws"

See attached.

#### A-18 Exhibit A-18 "Secretary of State"

See attached.

#### **B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE**

#### B-1 Exhibit B-1 "Jurisdictions of Operation"

The applicant is licensed to provide retail or wholesale electric services, including aggregation services in: Connecticut, Massachusetts and Pennsylvania.

#### B-2 Exhibit B-2 "Experience & Plans"

The applicant does not hold itself out to the general public and works almost entirely for hospitals that are members of the group purchasing organizations that are applicant's clients.

#### B-3 Exhibit B-3 "Summary of Experience"

The applicant\_has more than fifteen years' experience in providing aggregation service(s) including contracting with customers to combine electric load and representing customers in the purchase of retail electric services. Such experience includes aggregating the majority of all hospitals in the states of Connecticut, Massachusetts and New Hampshire; large aggregations of more than twenty-five hospitals in the states of California and Pennsylvania; and significant numbers of hospitals in Maine, Oregon, New York and Rhode Island. Total hospital electricity load under management exceeds 1,000,000 MWh per year.

#### B-4 Exhibit B-4 "Disclosure of Liabilities and Investigatons"

The applicant has no 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-5** 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.

 $X \square No \square Yes$ 

No, the applicant has never been convicted of held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

**B-6** 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.

 $\mathbf{X} \square$  No  $\square$  Yes

No, The application had not 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.

### C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

#### C-1 Exhibit C-1 "Annual Reports"

The applicant is a sole proprietor LLC and does not file an annual report.

#### C-2 Exhibit C-2 "SEC Filings"

The applicant is a sole proprietor LLC and therefore does not file with the SEC.

#### C-3 Exhibit C-3 "Financial Statements"

See attached.

#### C-4 Exhbit C-4 "Financial Arrangements"

As an energy consultancy, the Applicant does not require any financial arrangements in order to conduct its business.

#### C-5 Exhibit C-5 "Forecasted Financial Statements"

The Applicant is a sole proprietor LLC and does not prepare forecasted financial statements.

#### C-6 Exhibit C-6 "Credit Rating"

The Applicant is a sole proprietor LLC and does not have a credit rating.

#### C-7 Exhibit C-7 "Credit Report"

See attached.

#### C-8 Exhibit C-8 "Bankruptcy Information"

The Applicant has not been subject to 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 Exhibit C-9 "Merger Information"

The Applicant has not been subject to a dissolution or merger or acquisition of the applicant within the five most recent years preceding the application.

#### **D. APPLICANT TECHNICAL CAPABILITY**

#### D-1 Exhibit D-1 "Operations"

The applicant's operations are limited to the contracting of natural gas purchases for retail sales for health care institutions. We do not perform nomination and scheduling of retail natural gas for delivery and the provision of retail ancillary services.

#### D-2 Exhibit D-2 "Operations Expertise"

The applicant has engaged in licensed energy procurement for health care institutions since 1996. A more detailed description of our firm experience is found above in Exhibit B-3.

#### D-3 Exhibit D-3 "Key Technical Personnel"

Mark Mininberg President Hospital Energy Services, LLC 110 Riverview Drive Guilford, CT 06437 (203) 668 3522 mark@hospitalenergy.com

# C-5 Exhibit C-5 "Forecasted Financial Statements."

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CONFIDENTIAL

# AFFIDAVIT

State of Connecticut : County of New Haven : Guilford ss. (Town)

Mark Mininberg, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He is the President of Hospital Energy Services, LLC;

That he is authorized to and does make this affidavit for said Hospital Energy Services, LLC,

1. The Applicant herein, attests under penalty of false statement that all statements made in the application for certification 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 comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.

8. 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.

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 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.

prosider is m Signature of Affiant & Tit Sworn and subscribed before me this 3/2 day of DC+Month 1D Year 2011 Fran Public Signature of official administering oath Print Name and Title My commission expires on BARBARA SEGALINE Notary Public. State of Connecticut My Commission Expires Jan. 31, 2016