# Public Utilities Commission **Ohio**

PUCC	) USE ONLY – Versi	on 1.07
Date Received	Case Number	Certification Number

- GA-AGG

### **CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS BROKERS /AGGREGATORS**

Please type or print all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-16 - Company History). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division, 180 East Broad Street, Columbus, Ohio 43215-3793.

This PDF form is designed so that you may directly input information onto the form. You may also download the form by saving it to your local disk.

### SECTION A - APPLICANT INFORMATION AND SERVICES

### A-1 Applicant intends to be certified as: (check all that apply) ✓ Retail Natural Gas Aggregator **I**√ Retail Natural Gas Broker

### A-2 Applicant information:

Legar Marrie	NOVA Ohio, LLC, d/b/a NOVA Energy Partner 81 S 5th St. Suite 201, Columbus, OH 43215			
Telephone No.	(800) 513-6469	Web site Address	www.nova-ep.com	

### A-3 Applicant information under which applicant will do business in Ohio:

NOVA Ohio, LLC, d/b/a NOVA Energy Partners Name Address

81 S 5th St. Suite 201, Columbus, OH 43215

Web site Address (800) 513-6469

Telephone No.

www.nova-ep.com

### A-4 List all names under which the applicant does business in North America:

NOVA Ohio, LLC

**NOVA Energy Partners** 

### A-5 Contact person for regulatory or emergency matters:

Name	Rodney Nespeca	Title	President	
Business .	Address 81 S 5th St. Suite 201, Columbus, OH	43215		
Telephone	e No. (800) 513-6469 Fax No.		Email Address	Rodney.Nespeca@nova-ep.com

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

Name	Rodney	Nespeca		Title	President	
Business ac	ldress	81 S 5th St. Suite	201, Columbus, OH 43215			
Telephone	No. (800	) 513-6469	Fax No.		Email Address	Rodney.Nespeca@nova-ep.cor

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

Corporation

Customer service address	81 S 5th St. Suite	201, Columbus, OH 43215	
Toll-Free Telephone No.	(800) 513-6469	Fax No.	Email Address Rodney.Nespeca@nova-ep

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	Rodney Nes	beca		-	Title	Presiden	t
	Business	address	81 S 5th St. S	uite 201, Columbus, Oł	43215			
	Telephor	ne No. (800) 5	513-6469	Fax No.		Email	Address	Rodney.Nespeca@nova-ep.com
A-9	Applica	ant's federa	l employer i	identification num	ber	472273	3173	
A-10	Applica	ant's form o	of ownershi	p: (Check one)				
	Sole	Proprietors	ship		🔲 Ра	artners	hip	
	🗀 Lim	ited Liabilit	y Partnershi	p (LLP)	✓ L	imited	Liability	Company (LLC)

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, 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 per year at a single location 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.)

✓ Columbia Gas of Ohio	Residential Small Commercial Large Commercial / Industrial
✓ Dominion East Ohio	Residential 🖌 Small Commercial 🖌 Large Commercial / Industrial
✓ Duke Energy Ohio	Residential 🖌 Small Commercial 🖌 Large Commercial / Industrial
✓ Vectren Energy Delivery of Ohio	Residential 🖌 Small Commercial 🖌 Large Commercial / Industrial

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.

Residential	Beginning Date of Service	End Date
Small Commercial	Beginning Date of Service	End Date
Large Commercial	Beginning Date of Service	End Date
Industrial	Beginning Date of Service	End Date
ion East <b>Ohio</b>		
Residential	Beginning Date of Service	End Date
Small Commercial	Beginning Date of Service	End Date
Large Commercial	Beginning Date of Service	End Date
Industrial	Beginning Date of Service	End Date
Energy Ohio		
Energy Ohio Residential	Beginning Date of Service	End Date
	Beginning Date of Service Beginning Date of Service	End Date End Date
Residential		
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
Residential Small Commercial Large Commercial Industrial	Beginning Date of Service Beginning Date of Service Beginning Date of Service	End Date
Residential Small Commercial Large Commercial Industrial n Energy Delivery o	Beginning Date of Service Beginning Date of Service Beginning Date of Service f Ohio	End Date End Date End Date
Residential Small Commercial Large Commercial Industrial n Energy Delivery o Residential	Beginning Date of Service Beginning Date of Service Beginning Date of Service f Ohio Beginning Date of Service	End Date 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:

✓ Columbia Gas of Ohio	Intended Start Date	June 18, 2015
✓ Dominion East Ohio	Intended Start Date	June 18, 2015
✓ Duke Energy Ohio	Intended Start Date	June 18, 2015
✓ Vectren Energy Delivery of Ohio	Intended Start Date	June 18, 2015

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** <u>Exhibit B-2 "Experience & Plans</u>," 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 Exhibit B-4 "Disclosure of Liabilities and Investigations,**" 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 Exhibit B-5 "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	Ves
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If Yes, provide a separate attachment labeled as **Exhibit B-5** "Disclosure of Consumer Protection **Violations**," 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</u> "Disclosure of Certification Denial, <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** Exhibit C-5 "Forecasted Financial Statements," 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 Exhibit C-7 "Credit Report," provide a copy of the applicant's current credit report from Experion, Dun and Bradstreet, or a similar organization.
- 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 since applicant last filed for certification.
- **C-9** Exhibit C-9 "Merger Information," provide a statement describing any dissolution or merger or acquisition of the applicant since applicant last filed for certification.

### SECTION D - APPLICANT TECHNICAL CAPABILITY

### PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- D-1 Exhibit D-1 "Operations," provide a current written description of the operational nature of the applicant's business functions.
- **D-2** Exhibit D-2 "Operations Expertise," 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** Exhibit D-3 "Key Technical Personnel," 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** 

Sworn and subscribed before me this

2.

184

day of

President

Signature of official administering oath

BORCAN

Print Name and Title

My commission expires on

DIES NOT EXPINE

Month

JOSHUA D. BOREAN, Attorney-At-Law Notary Public - State of Ohio My Commission has no expiration date Sec. 147.03 R.C.



# The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service Affidavit Form (Version 1.07)

In the Matter of the Application of

Nova O410, LLC for a Certificate or Renewal Certificate to Provide Competitive Retail Natural Gas Service in Ohio.

Case No.	15 - 0992	-GA-AGG

County of FRANKLIN State of OH10

RODNEY D. NESPELA

[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.

day of

(8) Affiant further sayeth naught.

Affiant Signature & Title

Sworn and subscribed before me this

Signature of Official Administering Oath

resident

Month

NOT

D. BOREAN

DOES

Print Name and Title



JOSHUA D. BOREAN, Attorney-At-Law Notary Public - State of Ohio My Commission has no expiration date Sec. 147.03 R.C.

(CRNGS Broker/Aggregator - Version 1.07) Page 7 of 7

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

Provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

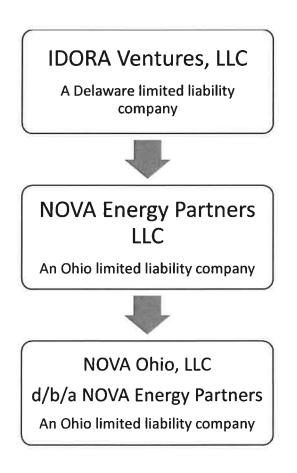
- Name: Rodney D. Nespeca
- Title:PresidentAddress:81 S Fifth Street Suite 201, Columbus, OH 43215Phone:1-800-513-6469Email:Rodney.Nespeca@nova-ep.com

## Exhibit A-15 Corporate Structure

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.

NOVA Ohio, LLC is an Ohio limited liability company, doing business as NOVA Energy Partners, and a wholly-owned subsidiary of NOVA Energy Partners LLC, a Delaware limited liability company. NOVA Energy Partners LLC is a Delaware limited liability company and a wholly owned subsidiary of IDORA Ventures, LLC, a Delaware limited liability company.

NOVA Ohio, LLC is the legal entity that is filing for certification application for aggregator/power broker with the Ohio Public Utilities Commission.



## Exhibit A-16 Company History

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

NOVA Ohio, LLC, d/b/a NOVA Energy Partners, is a newly formed energy management firm specializing in procurement and advisory services for end-use energy consumers.

NOVA Energy Partners was founded on the belief that efficiencies obtained through competitive energy supplier choices, advanced technology and a deep understanding of deregulated energy markets can be harnessed to reduce retail electricity and natural gas costs and advise end-users on smarter electricity and natural gas procurement and consumption strategies.

Through detailed analytics, customized reporting and auction transparency, NOVA Energy Partners will deliver premier customer service and accountability to our end-use clients.

NOVA Energy Partners combines corporate energy operations experience (regulated and deregulated) and Ohio public sector service experience to form a well-rounded background for the delivery of premier retail electricity procurement and advisory related services.

NOVA Ohio, LLC is an Ohio based limited liability company and a wholly-owned subsidiary of NOVA Energy Partners LLC, a Delaware limited liability company.

As of December 22, 2014, NOVA Ohio, LLC became a licensed Power Broker with the Public Utilities Commission of Ohio (Certificate No. 14-907E(1)).

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

If applicable, provide the articles of incorporation filed with the state or jurisdiction in which the Applicant is incorporated and any amendments thereto.

Applicant is a limited liability company and does not have Articles of Incorporation or Bylaws. The Articles of Organization for applicant are attached.

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DOCUMENT ID

201429301962



DATE 10/21/2014 DESCRIPTION ARTICLES OF ORGNZTN/DOM\_PROFIT LIM\_LIAB. CO. (LCP) FILING EXPED PENALTY CERT COPY 0\_00 0\_00 0.00

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125.00

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

KOOPERMAN GILLESPIE MENTEL LTD 100 SOUTH 4TH STREET SUITE 100 COLUMBUS, OH 43215





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### Form 533A Prescribed by: Ohio Secretary of State JON HUSTED Ohio Secretary of State

Central Ohio: (614) 466-3910 Toll Free: (877) SOS-FILE (767-3453) www.OhioSecretaryofState.gov Busserv@OhioSecretaryofState.gov

### Articles of Organization for a Domestic Limited Liability Company Filing Fee: \$125

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Date Electronically Filed: 10/20/2014

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CHECK ONLY ONE (1) BOX

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(1)	(2) 2Articles of Organization for Domestic Nonprofit Limited Liability Company (115-LCA)
Name of Limited Liability Company NOVA OHIO, LLC Name must include one of the following words or a	abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "lid., "or "itd"
	ence of the limited liability company begins upon the filing r on a later date specified that is not more than ninety days
This limited liability company shall exist for (Optional)	Existence
Purpose (Optional)	
exemptions. Contact the Ohio Department of Taxation a	. Filing with our office is not sufficient to obtain state or federal tax and the Internal Revenue Service to ensure that the nonprofit deral tax exemptions. These agencies may require that a purpose

Form 533A

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Last Revised: 5/14/2014

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The undersigned authorized member(s), manager(s) or representative(s) of				
NOVA OHIO, LLC				
Name of Limited Liabilit	ty Company			
hereby appoint the following to be Statutory Agent upon whor permitted by statute to be served upon the limited liability address of the agent is				
KGM AGENT, INC.				
Name of Agent				
100 S 4TH ST, STE 100				
Mailing Address				
COLUMBUS	ОН 43215			
City	State ZIP Code			
undersigned, KGM AGENT, INC. Statutory Agent Name	APPOINTMENT named herein as the statutory ager			
NOVA OHIO, LLC				
	ted Liability Company			
eby acknowledges and accepts the appointment of agent for sai	d limited liability company			
utory Agent Signature				
SCOTT G. BROWN, AUTHORIZED AGE	ENT OF KGM AGENT. INC.			

Form 533A

Page 2 of 3

Last Revised: 5/14/2014

### 201429301962 Doc ID -->

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.

1. 1

.....

Required Articles and original appointment of agent must be signed by a member, manager or other representative.

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.

KGM AGENT, INC. Signature

SCOTT G. BROWN, AUTHORIZED AGENT By (if applicable)

Print Name

Signature By (if applicable)

Print Name

Signature

By (if applicable)

**Print Name** 

Page 3 of 3

Last Revised: 5/14/2014

### Exhibit A-18 Secretary of State

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

NOVA Ohio, LLC was formed with the Ohio Secretary of State on October 20, 2014. See Certificate of Full Force and Effect from Ohio Secretary of State, attached.

# 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 NOVA OHIO, LLC, an Ohio For Profit Limited Liability Company, Registration Number 2336520, was organized within the State of Ohio on October 20, 2014, 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 18th day of May, A.D. 2015.

n Husted

**Ohio Secretary of State** 

Validation Number: 201513800612

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

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..

At the time of filing, NOVA Ohio, LLC, d/b/a NOVA Energy Partners, is not certified, licensed, registered, or otherwise authorized to provide retail or wholesale natural gas services including aggregation services in any other state.

As of December 22, 2014, NOVA Ohio, LLC became a licensed Power Broker with the Public Utilities Commission of Ohio (Certificate No. 14-907E(1)).

### 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.

NOVA Ohio, LLC, d/b/a NOVA Energy Partners, is newly formed energy management firm specializing in the procurement of retail electricity and natural gas, and complementary advisory related services, for end-use energy consumers.

NOVA Energy Partners combines corporate energy operations experience (regulated and deregulated) and Ohio public sector service experience to form a well-rounded background for the delivery of premier retail electricity and natural gas procurement and advisory related services.

NOVA Energy Partners will pursue contractual relationships with end-users of retail electricity and natural gas and provide competitive procurement and advisory related services.

For procurement services, billing will be channeled through the energy supplier, in coordination with the end-user's billing cycle. However, NOVA Energy Partners will maintain the ability to provide billing services directly to end-use energy consumers if requested.

The President of NOVA Ohio, LLC, Rodney Nespeca, has obtained significant deregulated and regulated energy sector experience serving at both Calpine Corp and American Electric Power (AEP). Calpine is one of the largest independent power producers in the United States, with the ability to deliver over 29,000 megawatts of deregulated generating capacity to customers in 20 states in the U.S. and Canada. AEP is one of the largest investor owned utilities in the United States.

At Calpine, Mr. Nespeca managed efforts related to acquisition and divestitures, project development and financing and corporate allocation strategy. Mr. Nespeca has participated in over \$4 billion of acquisition and divestiture related transaction activity. Mr. Nespeca's expertise includes, but is not limited to, the valuation of power generation assets, engineering of structured finance vehicles, long-term power purchase contract execution and the valuation of a broad range of publicly traded and privately held companies within the electric sector.

At AEP, Mr. Nespeca's main focus was on the financial optimization of the company's generation fleet, state and federal environmental policy initiatives and power market fundamental analysis. Mr. Nespeca also acted as a main point of contact for all federal environmental and clean energy policy analysis and strategy originating from AEP's government affairs office in Washington, D.C. His findings supported external industry organizations, members of Congress and Congressional committees.

A toll-free number, email support and available representatives will be provided by NOVA Energy Partners to respond to all customer inquiries and complaints. All applicable sections of the Ohio Revised Code and rules adopted by the PUCO with regard to CRES providers will be strictly adhered to.

## 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.).

As a newly formed energy management firm, NOVA Ohio, LLC, d/b/a/ NOVA Energy Partners, has no previous experience in providing retail natural gas aggregation services to customers. Please see Exhibit B-2 for applicable experience of Rodney Nespeca, President of NOVA Ohio, LLC.

The NOVA Energy Partners team combines experience in corporate energy operations (regulated and deregulated) and Ohio public sector services experience. We believe that experience will be critical in providing premier retail natural gas aggregation services.

As of December 22, 2014, NOVA Ohio, LLC became a licensed Power Broker with the Public Utilities Commission of Ohio (Certificate No. 14-907E(1)). Applicant's customers have requested that Applicant become a registered natural gas broker so as to provide a broader range of available broker services.

### **Exhibit B-4 Disclosure of Liabilities and Investigations**

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.

NOVA Ohio, LLC, d/b/a NOVA Energy Partners, does not have any existing, pending or past rulings, judgments, contingent liabilities, revocations of authority, regulatory investigations or other matters that could adversely impact it's financial or operational status or ability to provide services such as the procurement of retail natural gas for end-use consumers and additional advisory services involving the planning and consumption of end-use consumer's retail electricity.

# Exhibit C-1 Annual Reports

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.

NOVA Ohio, LLC, d/b/a/ NOVA Energy Partners, is a newly formed and privately held energy management firm. No annual reports have been produced or made available to any shareholders as of the filing of this application.

### 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 that the applicant is not required to file with the SEC and why.

Exhibit C-2 is not applicable. NOVA Ohio, LLC, d/b/a NOVA Energy Partners, a newly formed energy services company, is not traded on any national stock exchanges, does not have over \$10 million in assets and greater than 500 shareholders and has not issued any securities to the public pursuant to a registration, therefore is not required to file with the SEC.

## **Exhibit C-3 Financial Statements**

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.

NOVA Ohio, LLC, d/b/a NOVA Energy Partners, is a newly formed energy services company and thus does not have any audited or unaudited financial statements.

## Exhibit C-4 Financial Arrangements

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.).

NOVA Ohio, LLC, d/b/a NOVA Energy Partners, is self-funded and does not have any guarantees, bank commitments, contractual arrangements, or credit agreements with any party.

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

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, e-mail address, and telephone number of the preparer.

Prepared by:

Name:Rodney NespecaAddress:81 South Fifth Street, Suite 201, Columbus, Ohio 43215Email:Rodney.Nespeca@nova-ep.com;Phone:614-507-0077

NOVA Ohio (Illustrative)	2015	2016	2017
Commercial Sales	600,000	900,000	1,440,000
Idustrial Sales	45,000	54,000	54,000
Residential Sales	44,000	53,000	53,000
Total Sales	689,000	1,007,000	1,547,000
Commercial Revenue	\$1,800,000	\$2,700,000	\$4,320,000
Industrial Revenue	\$135,000	\$162,000	\$162,000
Residential Revenue	\$133,000	\$159,000	\$159,000
Total Gross Revenue	\$2,068,000	\$3,021,000	\$4,641,000
Channel Partner Revenue	(\$1,241,000)	(\$1,813,000)	(\$2,785,000)
Total Net Revenue	\$827,000	\$1,208,000	\$1,856,000
Total Fixed Costs	(\$212,000)	(\$458,000)	(\$828,000)
Total EBITDA	\$615,000	\$750,000	\$1,028,000
Cash Flows (Illustrative)			
EBITDA	\$615,000	\$751,000	\$1,028,000

Capital Costs	(\$50,000)	(\$250,000)	(\$250,000)
Cash Taxes	(\$246,000)	(\$300,000)	(\$411,000)
After Tax Free Cash Flow	\$319,000	\$201,000	\$367,000

(1) Ohio retail sales data and retail sales growth rate sourced from Energy Information Administration Form EIA-861 (figures have been rounded)

(2) Non-residential broker margin share and gross margin assumptions sourced from DNV KEMA "The Channel Partner Market, 2013"

(3) NOVA Ohio first 12-month penetration, year over year growth rate assumptions and fixed costs are estimates and subject to change

(4) Channel Partner Revenue is defined as NOVA Ohio's external sales force and representatives; Capital Costs and Partner Margin Assumptions are illustrative estimates and subject to change

## Exhibit C-6 Credit Rating

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.

Exhibit C-6 is not applicable. NOVA Ohio, LLC, d/b/a NOVA Energy Partners, is a newly formed energy management firm with no financial history and no outstanding liabilities/debt obligations to date.

## Exhibit C-7 Credit Report

Provide a copy of the applicant's credit report from Experion, Dun and Bradstreet or a similar organization.

As a newly formed energy management firm, NOVA Ohio, LLC, d/b/a NOVA Energy Partners does not have a credit report.

## 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 since applicant last filed for certification.

NOVA Ohio, LLC, d/b/a NOVA Energy Partners, has not had any reorganizations, protection from creditors or any other form of bankruptcy filings nor has the parent or affiliate organization.

## Exhibit C-9 Merger Information

Provide a statement describing any dissolution or merger or acquisition of the applicant within the five most recent years preceding the application.

NOVA Ohio, LLC, d/b/a NOVA Energy Partners, has never had any dissolution or merger or acquisition related activity.

## Exhibit D-1 Operations

Provide a current written description of the operational nature of the applicant's business functions.

As of December 22, 2014, NOVA Ohio, LLC became a licensed Power Broker with the Public Utilities Commission of Ohio (Certificate No. 14-907E(1)). NOVA Ohio LLC manages its operations through a technology driven approach. This approach is executed through the utilization of 3<sup>rd</sup> party applications for IT related operations as well as sales, analytics and customer support operations. Microsoft and Salesforce.com are the two main vendors utilized by NOVA Ohio LLC. The NOVA website has a "Contact Us" section where customers can reach the company via phone email or through a contact portal. Interaction with CRNGS is done mostly via email. Detailed records and data are securely stored on Microsoft Azure cloud platform.

### **Exhibit D-2 Operations Expertise**

Given the operational nature of the applicant's business, provide evidence of the applicant's current experience and technical expertise in performing such operations.

NOVA is currently a PUCO approved electricity broker/aggregator and has built the operational systems described above for the purposes of electricity broker services from CRES. Visit <u>www.nova-ep.com</u> under the "Contact Us" link to see how we drive inbound customer service requests. Our bidding, data and analytics platform is an in-house proprietary tool, based on Microsoft Azure platform. Its primary use is to analyze, organize and track price quotes and general data obtained from multiple sources including but not limited to CRNGS and CRES.

## Exhibit D-3 Key Technical Personnel

Provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant's current business.

Rodney Nespeca President <u>rodney@nova-ep.com</u> (614) 758-8686 See attached bio (Exhibit B-2) – day to day administrative responsibilities for managing the systems described in Exhibits D-2 and D-3 This foregoing document was electronically filed with the Public Utilities

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Summary: Application Certification Application - Competitive Retail Natural Gas Brokers/ Aggregators electronically filed by Mr. Joshua D Borean on behalf of NOVA Ohio, LLC and Nespeca, Rodney D. Mr.