



# Public Utilities Commission

PUCO USE ONLY – Version 1.08 May 2016		
Date Received	Case Number	Certification Number
	17-621 - GA-CRS	

## INITIAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS SUPPLIERS

Please **type or print** all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-15 - 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 ☐ Retail Natural Gas Broker ☒ Retail Natural Gas Marketer

#### A-2 Applicant information:

Legal Name Reliant Energy Northeast LLC  
Address 3711 Market St. Suite 1000, Philadelphia, PA 19104  
Telephone No. 855-500-8703 Web site Address www.nrghomepower.com

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

Name Reliant Energy Northeast LLC d/b/a NRG Home  
Address 3711 Market St. Suite 1000, Philadelphia, PA 19104  
Web site Address www.nrghomepower.com Telephone No. 855-500-8703

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

NRG Business	Reliant	NRG Residential Solutions
NRG Business Solutions	Reliant Energy	NRG Retail Solutions
NRG Home	Reliant-NRG	

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

Name Leah Gibbons Title Director, Regulatory Affairs  
Business Address 3711 Market St. Suite 1000, Philadelphia, PA 19104  
Telephone No. 301-509-1508 Fax No. 532-584-2148 Email Address lgibbons@nrg.com

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

Name Marion Forsythe Title Senlor Manager, Customer Service  
Business address 3711 Market St. Sulte 1000, Philadelphia, PA 19104  
Telephone No. 267-295-5533 Fax No. 800-520-8189 Email Address marion.forsythe@nrg.com

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

Customer service address P.O. Box 38781, Philadelphia, PA 19104  
Toll-Free Telephone No. 855-500-8703 Fax No. 866-472-1415 Email Address support@nrghomepower.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 Daniel Rogatto Jr. Title Plant Manager  
Business address 33570 Lake Rd. Avon Lake, OH 44012  
Telephone No. 440-930-6564 Fax No. Email Address daniel.rogatto@nrg.com

**A-9 Applicant's federal employer identification number** 32-0314140

**A-10 Applicant's form of ownership: (Check one)**

- |  |   |
|--|---|
| <input type="checkbox"/> Sole Proprietorship                 | <input type="checkbox"/> Partnership                                |
| <input type="checkbox"/> Limited Liability Partnership (LLP) | <input checked="" type="checkbox"/> Limited Liability Company (LLC) |
| <input type="checkbox"/> Corporation                         | <input type="checkbox"/> 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.)**

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Dominion East Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Duke Energy Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	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.**

☒ **Columbia Gas of Ohio**

<input checked="" type="checkbox"/>	Residential	Beginning Date of Service	9/2011	End Date	
<input checked="" type="checkbox"/>	Small Commercial	Beginning Date of Service	9/2011	End Date	
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Industrial	Beginning Date of Service		End Date	

☒ **Dominion East Ohio**

<input checked="" type="checkbox"/>	Residential	Beginning Date of Service	9/2011	End Date	
<input checked="" type="checkbox"/>	Small Commercial	Beginning Date of Service	9/2011	End Date	
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Industrial	Beginning Date of Service		End Date	

☒ **Duke Energy Ohio**

<input checked="" type="checkbox"/>	Residential	Beginning Date of Service	9/2011	End Date	
<input checked="" type="checkbox"/>	Small Commercial	Beginning Date of Service	9/2011	End Date	
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Industrial	Beginning Date of Service		End Date	

☐ **Vectren Energy Delivery of Ohio**

<input type="checkbox"/>	Residential	Beginning Date of Service		End Date	
<input type="checkbox"/>	Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Industrial	Beginning Date of Service		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:**

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date	6/2017
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	6/2017
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	6/2017
<input type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- A-14 **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.
- A-15 **Exhibit A-15 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-16 **Exhibit A-16 "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.
- A-17 **Exhibit A-17 "Secretary of State,"** 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 **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.
- 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 **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 ☐ Yes

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 Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"** 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 **Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"** 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 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.  
(This is generally only applicable to publicly traded companies who publish annual reports)
- 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. An applicant may submit a current link to the filings or provide them in paper form. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.
- C-3 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. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).

**C-4 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.)

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

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

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

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

**C-5 Exhibit C-5 “Forecasted Financial Statements,”** provide two years of forecasted income statements for the applicant's **NATURAL GAS related business activities in the state of Ohio Only**, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.

**C-6 Exhibit C-6 “Credit Rating,”** provide a statement disclosing the applicant's 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. If an applicant or its parent does not have such a credit rating, enter “N/A” in Exhibit C-6.

**C-7 Exhibit C-7 “Credit Report,”** provide a copy of the applicant's current credit report from Experian, Dun and Bradstreet, or a similar organization. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter “N/A” for Exhibit C-7.

- C-8 Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors, or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.
- C-9 Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant within the two most recent years preceding the application.
- C-10 Exhibit C-10 "Corporate Structure,"** provide a description of the applicant's corporate structure, not an internal organizational chart, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate or subsidiary companies.

## **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. 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 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 *[Signature]*, Vice President

Sworn and subscribed before me this 1 day of March Month 2017 Year

*Lindsay Cervenak* Lindsay Cervenak, Regulatory Analyst  
Signature of official administering oath Print Name and Title

COMMONWEALTH OF PENNSYLVANIA  
NOTARIAL SEAL  
Lindsay Marie Cervenak, Notary Public  
City of Philadelphia, Philadelphia County  
My Commission Expires Oct. 24, 2020  
MEMBER PENNSYLVANIA ASSOCIATION OF NOTARIES

My commission expires on 10/24/2020



# The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service  
Affidavit Form  
(Version 1.07)

In the Matter of the Application of )

Reliant Energy Northeast LLC d/b/a NRG Home )

for a Certificate or Renewal Certificate to Provide )

Competitive Retail Natural Gas Service in Ohio. )

Case No. **17** - **621** -GA-CRS

County of **Philadelphia**

State of **Pennsylvania**

Mike Starck

[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

*[Signature]*

, Vice President

Sworn and subscribed before me this

**1**

day of

**March**

Month

**2017**

Year

*[Signature]*

Signature of Official Administering Oath

Lindsay Cervenak, Regulatory Analyst

Print Name and Title

COMMONWEALTH OF PENNSYLVANIA  
NOTARIAL SEAL  
Lindsay Marie Cervenak, Notary Public  
City of Philadelphia, Philadelphia County  
My Commission Expires Oct. 24, 2020  
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

My commission expires on

**10/24/2020**

(CRNGS Supplier - Version 1.08) Page 8 of 8



**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.

**Response:**

<b>Name</b>	<b>Title</b>	<b>Address</b>	<b>Telephone</b>
Elizabeth Killinger	President	1201 Fannin St, 11th Fl. Houston, TX 77002	609-524-4500
David Callen	Vice President	804 Carnegie Center Princeton, NJ 08540	609-524-4500
Leonard Gardner	Vice President	1201 Fannin St, 3rd Fl. Houston, TX 77002	609-524-4500
Daniel Keane	Vice President	804 Carnegie Center Princeton, NJ 08540	609-524-4500
Krishna Koomar	Vice President	804 Carnegie Center Princeton, NJ 08540	609-524-4500
Glean Mackey	Vice President	804 Carnegie Center Princeton, NJ 08540	609-524-4500
Mike Starck	Vice President	3711 Market St. Suite 1000 Philadelphia, PA 19104	609-524-4500
Robert P. Thomas	Vice President & Secretary	1303 San Antonio St. Suite 700 Austin, TX 78701	609-524-4500
Gaetan Frotte	Treasurer	804 Carnegie Center Princeton, NJ 08540	609-524-4500
Clare Doyle	Vice President	804 Carnegie Center Princeton, NJ 08540	609-524-4500
Robert Gaudette	Vice President	804 Carnegie Center Princeton, NJ 08540	609-524-4500
Scott Hart	Vice President	804 Carnegie Center Princeton, NJ 08540	609-524-4500

**Exhibit A-15 "Company History,"** provide a concise description of the applicant's company history and principal business interests.

**Response:**

Reliant Energy Northeast LLC ("REN") was formed on June 24, 2010. REN serves residential, commercial, industrial and institutional electricity customers in Connecticut, District of Columbia, Illinois, Maryland, Massachusetts, New Jersey, New York, and Pennsylvania. REN serves residential and small commercial natural gas customers in Illinois, Maryland and Pennsylvania. REN allows customers to choose energy plans that fit their needs, with unique options that offer different rewards, renewable energy and pricing options. REN is part of NRG Energy, Inc., a Fortune 200 company, that believes in creating value through best in class operations, reliable and efficient electric generation, and a retail platform serving residential and commercial businesses.

**Exhibit A-16 “Articles of Incorporation and Bylaws”**  
See attached.

# Delaware

PAGE 1

*The First State*

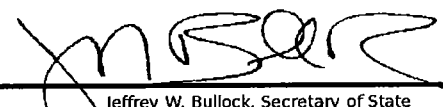
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "RELIANT ENERGY NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JUNE, A.D. 2010, AT 12:10 O'CLOCK P.M.

4840509 8100

100687044

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8079597

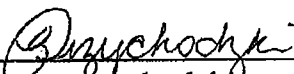
DATE: 06-25-10

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:16 PM 06/24/2010  
FILED 12:10 PM 06/24/2010  
SRV 100687044 - 4840509 FILE

**CERTIFICATE OF FORMATION  
OF  
RELIANT ENERGY NORTHEAST LLC**

1. Name: The name of the limited liability company is Reliant Energy Northeast LLC.
2. Registered Office: The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. Organizer: The name and address of the sole organizer of the limited liability company is Lynne Przychodzki, NRG Energy, Inc., 211 Carnegie Center, Princeton, NJ 08540.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Reliant Energy Northeast LLC this 24th day of June, 2010.

  
\_\_\_\_\_  
Lynne Przychodzki  
Authorized Person



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
08/24/2011	201123600074	REG. OF FOR. PROFIT LIM. LIAB. CO. (LFP)	125.00	100.00		.00	.00

**Receipt**

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

CT CORPORATION SYSTEM  
4400 EASTON COMMONS WAY, SUITE 125  
TIMOTHY ROBERTSON  
COLUMBUS, OH 43219

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Jon Husted****2042970**

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

**RELIANT ENERGY NORTHEAST LLC**

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

Document(s)

**REG. OF FOR. PROFIT LIM. LIAB. CO.**

Document No(s):

**201123600074**

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 22nd day of August,  
A.D. 2011.

Ohio Secretary of State



Prescribed by:  
The Ohio Secretary of State  
Central Ohio: (614) 466-3910  
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us  
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
<input type="radio"/> Expedite	PO Box 1390 Columbus, OH 43216
*** Requires an additional fee of \$100***	
<input type="radio"/> Non Expedite	PO Box 670 Columbus, OH 43216

### REGISTRATION OF A FOREIGN LIMITED LIABILITY COMPANY

Filing Fee \$125.00

THE UNDERSIGNED DESIRING TO FILE A:

(CHECK ONLY ONE (1) BOX)

<p>(1) <input checked="" type="checkbox"/> Registration of a Foreign For-Profit Limited Liability Company (106-LFA) ORC 1705</p> <p>State of Organization <u>Delaware</u></p> <p>Date of Formation <u>06-24-2010</u></p>	<p>(2) <input type="checkbox"/> Registration of a Foreign Nonprofit Limited Liability Company (106-LFA) ORC 1705</p> <p>State of Organization _____</p> <p>Date of Formation _____</p>
--	--

Name of limited liability company in its state of organization: Reliant Energy Northeast LLC

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its home-state name) is: \_\_\_\_\_

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "LLC," "Ltd.," or "Ltd."

☐ Check here if additional provisions are attached

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

Lynne Przychodski  
Name

211 Carnegie Center  
Street Address / P.O. Box Address

Princeton NJ 08540  
City State Zip code

CLIENT SERVICE CENTER

2011 AUG 22 PM 3:59

RECEIVED  
SECRETARY OF STATE

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is:

C T Corporation System

Name

1300 East 9th Street

Mailing Address

Cleveland

City

Ohio

State

44114

Zip Code



If the agent is an individual and using a P.O. Box, check this box to certify the agent is a resident of the state of Ohio.

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:

- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

**REQUIRED**

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

*[Signature]*

Signature

*8-22-11*

Date

LYNNE PRZYCHODZKI

Print Name

Signature

Date

Print Name

Signature

Date

Print Name



**Exhibit A-17 "Secretary of State"**  
See attached.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/09/2017	201700901512	FOREIGN LLC - REGISTRATION CORRECTION (LFC)	50.00	100.00	0.00	0.00	0.00

**Receipt**

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

CT CORPORATION SYSTEM - TYLER THEIS  
4400 EASTON COMMONS WAY SUITE 125  
COLUMBUS, OH 43219

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Jon Husted****2042970**

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

**RELIANT ENERGY NORTHEAST LLC**

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

Document(s)

**FOREIGN LLC - REGISTRATION CORRECTION**

Effective Date: 01/06/2017

Document No(s):

**201700901512**

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  
9th day of January, A.D. 2017.

**Ohio Secretary of State**



Form 543B Prescribed by:

**JON HUSTED**  
 OHIO SECRETARY OF STATE

 Toll Free: (877) 808-FILE (877-787-3463)  
 Central Ohio: (614) 466-3910

[www.OhioSecretaryofState.gov](http://www.OhioSecretaryofState.gov)  
[business@OhioSecretaryofState.gov](mailto:business@OhioSecretaryofState.gov)
File online or for more information: [www.OHBusinessCentral.com](http://www.OHBusinessCentral.com)

Mail this form to one of the following:

 Regular Filing (non expedite)  
 P.O. Box 1379

Columbus, OH 43216

 Expedite Filing (Two business day processing time.  
 Requires an additional \$100.00)

 P.O. Box 1380  
 Columbus, OH 43216

## Foreign Limited Liability Company Certificate of Correction Filing Fee: \$50 (135-LFC)

The undersigned authorized representative of:

Name of limited liability company in jurisdiction of formation

Name of limited liability company in Ohio, if different than above

Ohio Registration Number

Jurisdiction of Formation

Only complete sections that apply. (sections to be corrected)

Name of limited liability company in jurisdiction of formation

Name of limited liability company in Ohio

 Name of limited liability company in Ohio must include one of the following words or abbreviations: "limited liability company," "limited," "LLC,"  
 "L.L.C.," "Ltd.," or "Ltd."

 The address to which interested persons may direct requests for copies of any operating agreement,  
 or any bylaws, or other charter documents of the company is:

Mailing Address

City

State

ZIP Code

Complete the information in this section if the limited liability company wants to correct the statutory agent information.

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

<input type="text"/>		
Name		
<input type="text"/>		
Mailing Address		
<input type="text"/>	<input type="text" value="Ohio"/>	<input type="text"/>
City	State	ZIP Code

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

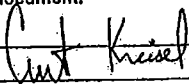
- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

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.

**Required**  
Must be signed by an authorized 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.

  
  
Signature

By (if applicable)

Curt Kreisel  
  
Print Name

Signature

By (if applicable)

Print Name

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.

**NRG Retail Affiliates: State License Numbers**

State	Energy Plus Holdings LLC 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Independence Energy Group LLC 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Energy Plus Natural Gas LLC 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Reliant Energy Northeast LLC 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Green Mountain Energy Company 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Reliant Energy Retail Services LLC 1201 Fannin Street Houston, TX 77002	US Retailers LLC 1201 Fannin Street Houston, TX 77002	Everything Energy LLC 1201 Fannin Street Houston, TX 77002
	Docket 09-01-21	Docket 11-11-04		Docket 11-05-20	Docket 13-01-18			
	Order 7698			Order Nos. 7894 & 8035	Docket No. 11-313, Order No. 8036			
	EA 11-6-5			EA 10-15	Docket EA 11-16			
	Docket No. 10-0497	Docket No. 11-0277		Electric: Docket #11-0504 Natural Gas: Docket #15-0179	Electric: Docket No. 12-0477 & 11-0326 Natural Gas: Docket No. 16-0354			
				Docket 2015-00224				
	IR-1805		IR-2216	Electric: IR-2058 Natural Gas: IR-3480	Electric: IR-2790 & IR-2345 Natural Gas: IR-3752			
	CS-072			Electric: CS-081 Natural Gas: RA-154	CS-083			
				DM 15-287				
	ESL-0087	ESL-0100	GSL-0100	ESL-0093	ESL-0098			
	Electric: Licensed - no license # given ESCO eligibility letter dated 8/8/07	Electric: Licensed - no license # given ESCO eligibility letter dated 5/3/11	Natural Gas: Licensed - no license # given (ESCO Code EPGS) GSCO eligibility letter dated 7/31/08	Licensed - no license # given (ESCO Code RELI) ESCO eligibility letter dated 8/26/11 NGSCO eligibility letter dated 2/17/15	Electric & Natural Gas: Licensed - no license # given ESCO eligibility letters dated 4/8/2009 and 8/3/2011			
	11-341E	Electric: 12-552E	11-222G	11-401E				
	A-2009-2139745	Electric: A-2011-226337 Natural Gas: A-2013-239649		Electric: A-2010-2192350 Natural Gas: A-2015-2478293	Electric: A-2011-2229050 Natural Gas: A-2017-2583732			
				Docket D-96-6(P7)				
	10172				10009	10007	10177	10178
				Electric: E-32				

Effective January 2017

**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.

**Response:**

Reliant Energy Northeast LLC ("REN") utilizes a mix of marketing channels to reach potential customers and utilizes utility consolidated billing to provide billing statements to customers. REN has an in-house customer service team reachable via a toll free phone number to respond to customer inquiries and/or complaints. Services provided by the call center include handling calls regarding inquiries related to bills, awards, discretionary service orders, enrollment and other routine matters.

In addition, the team at REN has worked closely with the Public Service Commissions in each state to ensure both adherence to, and contribution toward, policies and regulations that will continue to promote the competitive landscape in the states of New York, Connecticut, New Jersey, Pennsylvania, Maryland, Illinois, Ohio, Delaware, Washington D.C, and Massachusetts.

REN employs a sales and marketing compliance review process that ensures that all customer-facing material is reviewed for regulatory and legal compliance prior to being deployed in the field. Our Creative Review Process (CRP) utilizes a Share Point site that serves as the central clearinghouse. All customer and external facing collateral material is submitted for review, including: all marketing message maps/documents; solicitation materials (direct mail, email, phone/door-to-door/face to face events/campaigns, etc.); marketing collateral; advertising (web, TV, radio, bill boards, etc.); agent training materials; agent scripts (sales, call center reps, TPV, etc.); welcome kits/letters; renewal letters; customer notices/communications; website content; press releases; etc. All REN employees involved in the production of customer facing materials have access to the CRP system and submit their materials for review and approval by our compliance review team.

As customer service and satisfaction are core principles of REN's business model, REN takes the necessary actions to ensure that it is in compliance with all regulatory requirements. REN includes the following core principles into its business operations:

- **Call Center Reps:** REN customer service agent training content covers customer choice, product details, and market/sales regulations within 80 hours of instructor led training, and 40 hours of on the job training. Upon completion of training, all agents are required to sign a Quality Assurance Agreement indicating that they understand specific market/sales regulations and that they will follow applicable guidelines. All call center agents are audited each month to ensure quality standards and compliance with regulations, and there are penalties for non-compliance.
- **Full-time Quality Assurance ("QA") Staff:** We employ full-time in-house staff located at our corporate office and in the field offices; their full time jobs are to train, monitor, evaluate, audit all face-to-face sales activities and proactively address concerns/issues in an effort to avoid/minimize complaints. They also ensure agents have the materials/ resources they need. Market managers are assigned to each state to manage all face-to-face product offers and campaigns and interact with agents/vendors on an ongoing basis.
- **Robust training and certification process:** All agent training is conducted either by our own QA analysts or a vendor trainer that has been certified by our QA analyst. REN provides all training materials. Training is ongoing depending on the season – in the summer – typically

weekly. Agents trained on the code of ethics/consumer protection rules, uniform requirements, sales techniques, our products, and the proper procedures for completing the sales transaction and TPV.

- **Thorough auditing process:** includes performance measures and scoring metrics for individual agents. The goal is to identify trends/discrepancies that raise flags and help us to identify and address problems with our agents. Process includes face-to-face audits as well as audits of enrollment forms, TPV calls, and outbound surveying of customers.
- **Detailed performance measures for agents:** allows us to objectively rate and track agent performance; Agents rated on 10 areas of performance measured during face-to-face audits – range from visibility of ID badge, uniform/appearance, behavior, proper materials used, current disclosure statement, proper explanation of competition/restructuring, choice, utility and retailer roles; accuracy of product description, sales technique, accuracy of explanation of key terms, provision of rescission notice and copies of materials, proper completion of enrollment forms/tablet process, proper transfer to TPV.
- **Robust complaint handling/discipline process:** process established to address concerns/issues with agents; REN monitors and tracks all complaints and categorizes them according to severity, and to specifically identify major/mid-level complaints (disputed enrollments, misrepresentation, behavior, PUC complaints, etc.); established guidelines dictate course of disciplinary action.
- REN has made the Anti-Discrimination Rules easily accessible by the company's employees on a regular basis.
- REN has made customers aware of the process to file a complaint with REN and how to contact the Public Utilities Commission of Ohio.

**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.).

**Response:**

Reliant Energy Northeast LLC currently serves both residential and small commercial retail natural gas customers in Maryland, Pennsylvania and Illinois. Additionally, REN provides retail electric services to residential, commercial, industrial and institutional customers across 51 utility service territories in Maryland, Pennsylvania, Illinois, New York, Connecticut, New Jersey, Massachusetts, Delaware, Washington D.C. and Ohio.



**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.

**Response:**

Reliant Energy Northeast LLC ("REN") does not have any existing, pending or past rulings, judgments, contingent liabilities, revocations of authority, regulatory investigations, or any other matter that could adversely impact the REN's financial or operational status or ability to provide the services it is seeking to be certified to provide.

**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 in Exhibit C-1 or indicate that Exhibit C-1 is not applicable and why. (This is generally only applicable to publicly traded companies who publish annual reports.)

**Response:**

Reliant Energy Northeast LLC does not prepare stand-alone audited financial statements, but is included in the financial statements of NRG Energy, Inc., its ultimate parent company.

NRG Energy, Inc.'s two most recent Annual Reports can be found at the following link:

<http://investors.nrg.com/phoenix.zhtml?c=121544&p=irol-reportsannual>

**Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If the applicant does not have such filings, it may submit those of its parent company. An applicant may submit a current link to the filings or provide them in paper form. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.

**Response:**

Reliant Energy Northeast LLC does not prepare stand- alone audited financial statements, but is included in the financial statements of NRG Energy, Inc., its ultimate parent company.

NRG Energy, Inc.'s most recent 10-K/8-K Filings can be found here: <http://www.nrgenergy.com/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. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).

**Response:**

Reliant Energy Northeast LLC does not prepare stand- alone audited financial statements, but is included in the financial statements of NRG Energy, Inc., its ultimate parent company.

NRG Energy, Inc.'s two most recent audited financial statements are included in its 10Ks and can be found here: <http://www.nrgenergy.com/sec>

**Exhibit C-4 “Financial Arrangements,”** provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.). Renewal applicants can fulfill the requirements of Exhibit C-4 by providing a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements.

**Response:**

See letter from Duke Energy in Exhibit C-4.1.



Exhibit C-4.1

139 East Fourth  
EM740  
Cincinnati, Ohio 45202

March 1, 2017

Reliant Energy Northeast LLC has met the Gas Collateral obligations for Duke Energy Corporation as of March 1, 2017.

*Tom Hunt*

Duke Energy Corp  
Certified Supplier Business Center  
[Tom.Hunt@Duke-Energy.com](mailto:Tom.Hunt@Duke-Energy.com)



**Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted income statements for the applicant's **NATURAL GAS related business activities in the state of Ohio Only**, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.

**Response:**

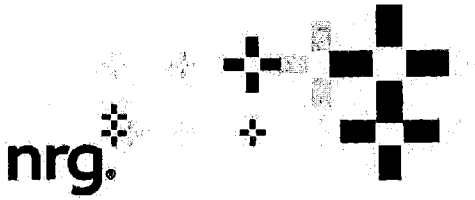
This exhibit contains confidential and proprietary information and has been submitted under seal.

**Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's credit rating as reported by two of the following organizations: Duff & Phelps, Fitch IBCA, Moody's Investors Service, Standard & Poor's, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or an affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant. If an applicant or its parent does not have such a credit rating, enter "N/A" in Exhibit C-6.

**Response:**

Reliant Energy Northeast LLC does not have a credit rating, but its ultimate parent, NRG Energy, Inc.'s credit rating from Moody's and Standard & Poor's are attached, along with a statement by Mike Starck guaranteeing the obligations of Reliant Energy Northeast LLC as **Exhibit C-6.1**.





**NRG Retail Northeast**  
3711 Market Street, Suite 1000  
Philadelphia, PA 19104

February 22, 2017

Re: NRG Energy, Inc.'s Guarantee of the Obligations of Reliant Energy Northeast LLC

To Whom It May Concern:

Reliant Energy Northeast LLC ("Reliant") is a wholly owned subsidiary of NRG Energy, Inc.  
I certify that NRG Energy, Inc. guarantees the obligations of Reliant.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Mike Starck", is written over a horizontal line.

Mike Starck  
Vice President

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## NRG Energy, Inc.

Ticker: NRG Moody's Org ID: 806927478 Market Segment: Corporates Industry: ENERGY UNREG - ELECTRIC PRODUCTION  
 Peer Group: Unreg Utilities and Unreg Power Companies Domicile: UNITED STATES

### ANALYST

Analyst: Toby Shea

### LONG TERM RATING

Rating: Ba3, Not on Watch  
 Type: LT Corporate Family Ratings -  
 Dom Curr  
 Date: 21 Mar 2016

### SHORT TERM RATING

Rating: SGL-2, Not on Watch  
 Type: Speculative Grade Liquidity  
 Rating  
 Date: 21 Mar 2016

### OUTLOOK

Stable  
 Date: 21 Mar 2016

### OTHER DEBTS ON WATCH?

No

Research	Ratings	Family Tree	Peer Group	Market Signals
Rating Class Detail   Debt List   Issuer Outlook <span style="float: right;">Export Results: 9</span>				
Class	Rating	Rating Action	Date	
LT Corporate Family Ratings (Domestic)	Ba3	RATING AFFIRMATION	21 Mar 2016	
Probability of Default	Ba3-PD	RATING AFFIRMATION	21 Mar 2016	
Senior Unsecured (Domestic)	B1	RATING AFFIRMATION	21 Mar 2016	
Senior Secured Bank Credit Facility (Domestic)	Baa3	RATING AFFIRMATION	21 Mar 2016	
BACKED Senior Secured (Domestic)	Baa3	RATING AFFIRMATION	21 Mar 2016	
Speculative Grade Liquidity Rating	SGL-2	RATING AFFIRMATION	21 Mar 2016	
LT Corporate Family Ratings (Domestic)	LT Corporate Family Ratings (Domestic)	RATING ADJUSTMENT	04 Apr 2014	

Rating Class History: LT Corporate Family Ratings (Domestic) <span style="float: right;">Export Results: 15</span>				
Date	Currency	Rating	Rating Action	
21 Mar 2016	Domestic	Ba3	RATING AFFIRMATION	
02 Feb 2015	Domestic	Ba3	RATING AFFIRMATION	
04 Apr 2014	Domestic	Ba3	RATING AFFIRMATION	
13 Jan 2014	Domestic	Ba3	RATING AFFIRMATION	
21 Oct 2013	Domestic	Ba3	RATING AFFIRMATION	
22 May 2013	Domestic	Ba3	RATING AFFIRMATION	
01 May 2013	Domestic	Ba3	CONFIRMED	
14 Dec 2012	Domestic	Ba3	On Watch - Possible Downgrade	
23 Jul 2009	Domestic	Ba3	CONFIRMED	
12 Nov 2008	Domestic	Ba3	On Watch - Possible Upgrade	
06 Jan 2006	Domestic	Ba3	Upgrade	
10 Dec 2004	Domestic	B1	Upgrade	
15 Nov 2004	Domestic	B2	On Watch - Possible Upgrade	
17 Dec 2003	Domestic	B2	CONFIRMED	
15 Dec 2003	Domestic	B2	New	

For credit ratings that are derived exclusively from an existing credit rating of a program, series, category/class of debt, support provider or primary rated entity, or that replace a previously assigned provisional rating at the same rating level, Moody's publishes a rating announcement on that series, category/class of debt or program as a whole, on the support provider or primary rated entity, or on the provisional rating, but often does not publish a specific rating announcement on each subsequent bond or note for which the credit rating is derived from the existing credit rating. Rating announcements are usually press releases classified as Rating Actions on www.moody's.com. Please refer to the Research tab on the issuer/entity page for the rating announcement.

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NRG Energy Inc.

Rating Type

Rating

Rating Date

Regulatory Identifiers

Creditwatch/ Outlook

Creditwatch/ Outlook Date

Local Currency LT	BB- Regulatory Disclosures	22 May 2009	EE	Stable	19 Dec 2012
Foreign Currency LT	BB- Regulatory Disclosures	22 May 2009	EE	Stable	19 Dec 2012

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06 Jan 2017 22:12 EST

While the trend for ratings on nonfinancial corporate issuers turned slightly better in the second half of 2016, the volatility in market conditions makes it uncertain whether the improvement will continue in 2017. The impact of the U.K.'s negotiated...

**Exhibit C-7 "Credit Report,"** provide a copy of the applicant's credit report from Experian, Dun and Bradstreet or a similar organization. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter "N/A" for Exhibit C-7.

**Response:**

N/A - Please see **Exhibit C-6.1**.

**Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.

**Response:**

The predecessor of the current NRG was formed in 1989 as the non-utility subsidiary of Northern States Power Company. While owned by NSP and later by Xcel Energy, Inc. NRG pursued an aggressive high-growth strategy focused on power plant acquisition, high leverage and aggressive development, including site development and turbine orders. NRG and a number of its subsidiaries undertook a comprehensive reorganization and restructuring under chapter 11 of the United States Bankruptcy Code. As part of the reorganization, Xcel Energy relinquished its ownership interest in NRG, and NRG became an independent public company. NRG emerged from bankruptcy on December 5, 2003.

On April 1, 2014, Reliant Energy Northeast LLC's parent, NRG Energy, Inc. acquired substantially all of the assets of Edison Mission Energy, which included all of Edison Mission Energy's direct and indirect subsidiaries. Prior to the acquisition, Edison Mission Energy and certain of its subsidiaries filed voluntary petitions for bankruptcy. Edison Mission Energy and the debtor subsidiaries emerged from bankruptcy upon completion of the acquisition by NRG.

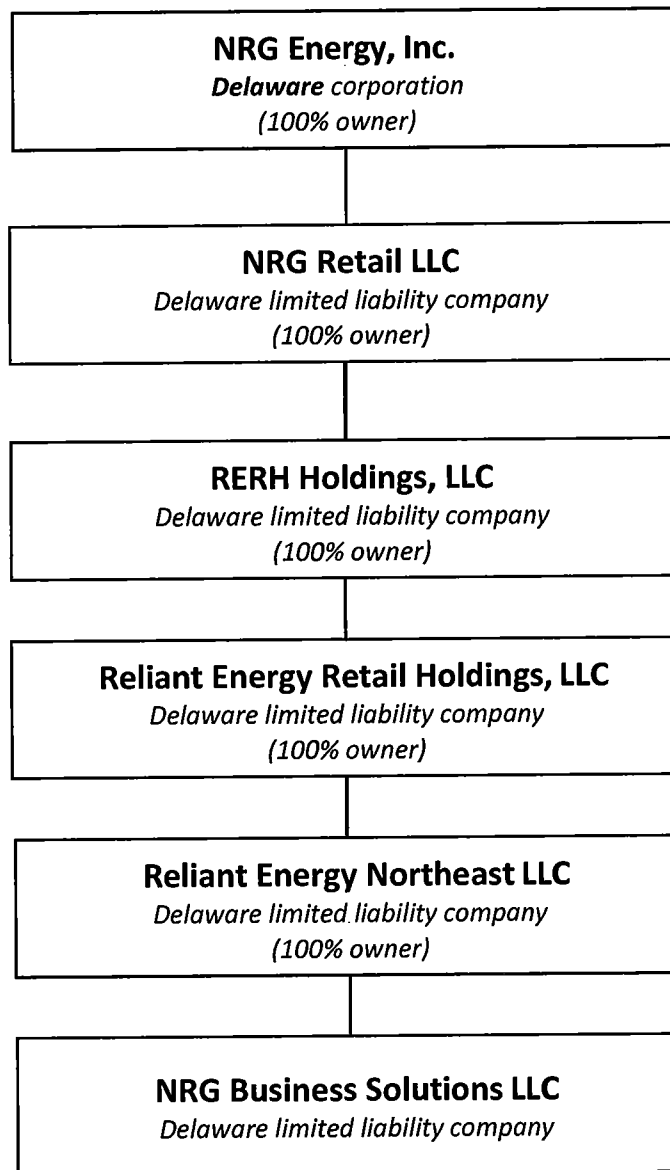
**Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant within the two most recent years preceding the application.

**Response:**

There have been no mergers or acquisitions of the applicant with in the five most recent years.

**Exhibit C-10 "Corporate Structure,"** provide a description of the applicant's corporate structure, not an internal organizational chart, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate or subsidiary companies.

**Response:** See Exhibit B-1 for REN's affiliates that supply retail or wholesale electricity or natural gas to customers in North America.



as of 01/18/2017



**Exhibit D-1 "Operations,"** 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.

**Response:**

Reliant Energy Northeast LLC's ("REN") operations will include the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery on pipeline and utility systems, and other services (e.g. natural gas storage management) used to supply natural gas to the gas utilities' city gates for distribution to retail customers.

REN has an in-house customer service team to respond to customer inquiries and complaints. Services provided by the call center include handling calls regarding inquiries related to bills, payment arrangements, and other routine matters. The customer service call center is located at the company's headquarters. See Exhibit B-2 for a detailed overview of REN's call center operations and expertise.

**Exhibit D-2 "Operations Expertise,"** given the operational nature of the applicant's business, provide evidence of the applicant's experience and technical expertise in performing such operations.

**Response:**

Reliant Energy Northeast LLC has the necessary technical and managerial resources to comply with all scheduling, operating, planning, reliability, customer registration and settlement policies, rules, guidelines and procedures to operate as a retail electric and natural gas supplier. As an active retail energy provider in the states of New York, Connecticut, Massachusetts, Illinois, Delaware, Washington D.C, Pennsylvania, New Jersey, Maryland, and Ohio, Reliant Energy Northeast LLC has firsthand knowledge of the customer operations and utility business management and will leverage its technical and managerial expertise, in combination with its relationships with business partners described in Exhibit D-1 to successfully develop and implement the infrastructure, systems, and processes to reliably provide service to Ohio consumers. As described in the details provided in Exhibit D-3, Reliant Energy Northeast LLC intends to also leverage key internal staff.

**Exhibit D-3 "Key Technical Personnel,"** provide the names, titles, e-mail addresses, telephone numbers, and the background of key personnel involved in the operational aspects of the applicant's business.

**Response:**

**Key Operating Personnel:**

**Mike Starck, General Manager & VP, NRG Retail**

3711 Market St. Suite 1000 Philadelphia, PA 19104

Phone: 267.295.5535

[Mike.Starck@nrg.com](mailto:Mike.Starck@nrg.com)

Mr. Starck is the General Manager of the NRG Retail East Region at NRG Energy. His primary responsibilities serving the NRG Retail business include advancing the growth of the brand as a market leader and managing sales and financial objectives in the Northeast Retail region, including operations in various states and service areas for both electricity and natural gas. Mr. Starck works with the NRG Retail team to bring innovative products to market for our residential customers while working to grow in both brand recognition and customer satisfaction. He has years of experience in the retail energy industry in various roles including IT, Daily Operations and Customer Service while helping establish market presence and business operations across numerous utility markets.

**Joe Holtman, Managing Director of Wholesale Supply Operations**

3711 Market St. Suite 1000 Philadelphia, PA 19104

Phone: 1.267.295.5409

[Joe.Holtman@nrg.com](mailto:Joe.Holtman@nrg.com)

Joe Holtman joined Energy Plus Holdings LLC, an NRG subsidiary, in 2010 and brings extensive industry experience in his role as the Managing Director of Wholesale Supply Operations for all of the NRG Retail affiliates. He is responsible for scheduling electricity purchases in PJM, NYISO and ISO-NE and natural gas purchases in 21 gas utilities across OH, PA, MD, NJ and NY; hedging electricity and natural gas supply purchases to mitigate market cost volatility; and meeting renewable portfolio standards and voluntary green power program requirements in OH and the other states in which the NRG Retail Affiliates, including Reliant Energy Northeast LLC, operate. Prior to joining the NRG Retail family of companies, Mr. Holtman spent two years at Liberty Power as the Vice President of Wholesale Supply Operations. In his role at Liberty Power, he led the installation of a state-of-the-art risk management system and developed and implemented the necessary risk controls to ensure the company's strong financial success.

In addition, Mr. Holtman was responsible for Liberty's energy procurement program across five major markets, utilizing physical and financial hedges to protect fixed-price retail sales margins. Prior to his tenure at Liberty Power, Mr. Holtman spent six years at the Consolidated Edison Company of New York where he served as the Director of Electricity Supply. At Con Ed, he was responsible for the purchase of \$3 billion of electricity supply annually, including financial hedging and accounting for four regulated utilities operating in three states. Earlier in his career, he spent fifteen years at Orange and Rockland

Utilities where he was responsible for the purchase of \$220 million of electricity and natural gas annually. He also performed electric and gas capacity and energy planning and procurement, supply contracting, accounting, regulatory affairs and risk management.

**Brian Grant, Director, East Retail IT**

3711 Market St. Suite 1000 Philadelphia, PA 19104

Phone: 1.267.295.0625

[Brian.C.Grant@nrg.com](mailto:Brian.C.Grant@nrg.com)

Mr. Grant is responsible for defining the processes and procedures for the day to day IT functions, operations and quality assurance protocols for NRG Retail in the Northeast. His daily responsibilities include ensuring that all enrollments process accurately and efficiently through all of NRG's internal systems and integration points with its external vendors.

Mr. Grant brings a strong background in operational processes and quality assurance. During his tenure, Mr. Grant successfully implemented a quality assurance project life cycle process that included the implementation of new technology hardware as well as processes and gates to increase the accuracy and efficiency of the energy enrollment process and customer service platforms. His continual focus on quality assurance and streamlined operational processes will ensure that NRG is poised to offer a best in class service experience to retail customers.

**Jordon McConnell, Director, Sales Strategy**

3711 Market St. Suite 1000 Philadelphia, PA 19104

Phone: 1.267.295.0625

[Jordon.McConnell@nrg.com](mailto:Jordon.McConnell@nrg.com)

Jordon McConnell leads sales strategy for NRG's retail business in the Northeast. Over the course of his career, Mr. McConnell has gained experience in a broad range of business functions including marketing, sales, product development, operations and financial analysis. Jordon has held leadership positions in a number of industries including energy, finance, professional services and business information with emphasis on consumer and small business segments. Prior to joining NRG Jordon led marketing strategy and helped launch the digital retail channel for D&B's small business segment. Previously Jordon held business development roles in the eBusiness segments of Prudential Securities and FirstUSA Bank.

Jordon holds an MBA from the University of Delaware and a BA from Bucknell University.

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Tom Hughes serves as the head of retail marketing for the NRG retail business in Texas and the Northeast. Tom joined NRG in 2010 and previously served as Executive Director for the NRG Retail Charitable Foundation and led the company's community marketing and sponsorship & events efforts. Prior to NRG, Tom spent 15 years in a variety of leadership roles in Sales, IT, Marketing, Advertising and Branding at AT&T. Tom holds a MBA from Webster University in St. Louis and a BS from Truman State University.

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