

**STEVENS & LEE**  
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June 19, 2014

**VIA HAND DELIVERY**

Secretary Rosemary Chiavetta  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
P.O. Box 3265  
Harrisburg, PA 17105-3265

**Re: Application of Residents Energy, LLC for Approval to Offer, Render, Furnish  
or Supply Natural Gas Services  
Docket No. A-\_\_\_\_\_**

Dear Secretary Chiavetta:

Enclosed for filing please find an original plus one copy of the Application of Residents Energy, LLC for Approval to Offer, Render, Furnish or Supply Natural Gas Services, along with all required affidavits and attachments. **Please note that the Tax Certification for this filing contains Confidential information, and has been marked as such and provided in a separate envelope to be filed under Seal.**

Also enclosed herewith are a check in the amount of \$350.00 for payment of the filing fee and a CD-Rom containing a .pdf copy of the Application.

Copies of the Application have been served in accordance with the attached Certificate of Service. Upon filing, please return a time-stamped copy of the Application to our courier. Thank you, and if you have questions, please do not hesitate to contact me.

Very truly yours,

STEVENS & LEE

  
Michael A. Gruin

Encl.

cc: Certificate of Service

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PA PUC  
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A PROFESSIONAL CORPORATION

# BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of **Residents Energy, LLC**, for approval to offer, render, furnish, or as a Supplier of Natural Gas services to the public in the Commonwealth of Pennsylvania.

To the Pennsylvania Public Utility Commission:

1. **IDENTITY OF THE APPLICANT:** The name, address, telephone number, and FAX number of the Applicant are:

**RESIDENTS ENERGY, LLC**  
**550 Broad Street, Newark, NJ 07102**  
**Telephone Number: (973) 438-3500**  
**Fax: (973) 438-1878**  
**[www.residentsenergy.com](http://www.residentsenergy.com)**

Please identify any predecessor(s) of the Applicant and provide other names under which the Applicant has operated within the preceding five (5) years, including name, address, and telephone number.

**The Applicant is wholly owned by IDT Energy, Inc. ("IDT"), which is licensed as an Electric Generation Supplier ("EGS") and Natural Gas Supplier ("NGS") in Pennsylvania (EGS license number A-2009-2134623 and NGS license number A-2009-2119279). Prior to March of 2013, the Applicant was named New Energy Services, LLC. IDT acquired New Energy Services, LLC in August 2012, and the name of the entity was changed to Residents Energy, LLC in March of 2013.**

2. a. **CONTACT PERSON:** The name, title, address, telephone number, and FAX number of the person to whom questions about this Application should be addressed are:

**Michael A. Gruin**  
**Stevens & Lee**  
**17 N. 2nd St., 16th Fl.**  
**Harrisburg, PA 17101**  
**717-255-7365**  
**[mag@stevenslee.com](mailto:mag@stevenslee.com)**

**Avi Keilson**  
**Director of Regulatory Affairs**  
**550 Broad Street, 17th Floor**  
**Newark, NJ 07102**  
**973.438.3920**  
**[akeilson@idtenergy.com](mailto:akeilson@idtenergy.com)**

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**JUN 19 2014**

**PA PUBLIC UTILITY COMMISSION**  
**SECRETARY'S BUREAU**

- b. **CONTACT PERSON-PENNSYLVANIA EMERGENCY MANAGEMENT AGENCY:** The name, title, address telephone number and FAX number of the person with whom contact should be made by PEMA:

**Wayne Stoughton**  
**Vice President Customer Service, Regulatory Affairs**  
**Address: 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702**  
**973-438-7271**  
**716-664-2476 fax**  
**[wstoughton@idtenergy.com](mailto:wstoughton@idtenergy.com)**

3.a. **ATTORNEY:** If applicable, the name, address, telephone number, and FAX number of the Applicant's attorney are:

**Michael A. Gruin  
Stevens & Lee  
17 N. 2nd St., 16th Fl.  
Harrisburg, PA 17101  
717-255-7365  
mag@stevenslee.com**

b. **REGISTERED AGENT:** If the Applicant does not maintain a principal office in the Commonwealth, the required name, address, telephone number and FAX number of the Applicant's Registered Agent in the Commonwealth are:

**Corporation Service Company  
2595 Interstate Drive, Suite 103  
Harrisburg, PA 17110  
717-526-4330**

4. **FICTITIOUS NAME:** (select and complete appropriate statement)

The Applicant will be using a fictitious name or doing business as ("d/b/a"):

*Attach to the Application a copy of the Applicant's filing with the Commonwealth's Department of State pursuant to 54 Pa. C.S. §311, Form PA-953.*

**or**

The Applicant will not be using a fictitious name.

5. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:** (select and complete appropriate statement)

The Applicant is a sole proprietor.

If the Applicant is located outside the Commonwealth, provide proof of compliance with 15 Pa. C.S. §4124 relating to Department of State filing requirements.

**or**

The Applicant is a:

- domestic general partnership (\*)
- domestic limited partnership (15 Pa. C.S. §8511)
- foreign general or limited partnership (15 Pa. C.S. §4124)
- domestic limited liability partnership (15 Pa. C.S. §8201)
- foreign limited liability general partnership (15 Pa. C.S. §8211)
- foreign limited liability limited partnership (15 Pa. C.S. §8211)

**Provide proof of compliance with appropriate Department of State filing requirements as indicated above.**

Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.

\* If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

**or**

The Applicant is a:

- domestic corporation (none)
- foreign corporation (15 Pa. C.S. §4124)
- domestic limited liability company (15 Pa. C.S. §8913)
- foreign limited liability company (15 Pa. C.S. §8981)
- Other \_\_\_\_\_

Provide proof of compliance with appropriate Department of State filing requirements as indicated above. Additionally, provide a copy of the Applicant's Articles of Incorporation.

**See copy of the Applicant's NY LLC registration attached hereto as Exhibit 1.  
See copy of Applicant's PA registration as a foreign LLC attached hereto as Exhibit 2.**

**The names and addresses of the Applicant's officers are:**

**CEO/President:** Geoffrey Rochwarger , 550 Broad Street, Newark, NJ 07102  
**COO:** Alan Schwab, 550 Broad Street, Newark, NJ 07102  
**Secretary:** Joyce Mason, 550 Broad Street, Newark, NJ 07102  
**CFO:** Terrence Stronz, 20 West 3rd St., Suite 10, PO Box 400, Jamestown, NY 14702

6. **AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA:** (select and complete appropriate statement)

Affiliate(s) of the Applicant doing business in Pennsylvania are:

**IDT Energy, Inc.**

Does the Applicant have any affiliation with or ownership interest in:

- (a) any other Pennsylvania retail natural gas supplier licensee or licensee applicant,
- (b) any other Pennsylvania retail licensed electric generation supplier or license applicant,
- (c) any Pennsylvania natural gas producer and/or marketer,
- (d) any natural gas wells or
- (e) any local distribution companies (LDCs) in the Commonwealth

If the response to parts a, b, c, or d above is affirmative, provide a detailed description and explanation of the affiliation and/or ownership interest.

**The Applicant is wholly owned by IDT Energy, Inc. ("IDT"), which is licensed as an Electric Generation Supplier ("EGS") and Natural Gas Supplier ("NGS") in Pennsylvania (EGS license number**

**A-2009-2134623 and NGS license number A-2009-2119279). Prior to March of 2013, the Applicant was named New Energy Services, LLC. IDT acquired New Energy Services, LLC in August 2012, and the name of the entity was changed to Residents Energy, LLC in March of 2013.**

**Another wholly owned subsidiary of IDT, Evergreen Gas & Electric, LLC, is currently licensed by the New York Public Service Commission as a supplier of electricity and natural gas.**

- Provide specific details concerning the affiliation and/or ownership interests involving:
- (a) any natural gas producer and/or marketers,
  - (b) any wholesale or retail supplier or marketer of natural gas, electricity, oil, propane or other energy sources.

**See above**

- Provide the Pa PUC Docket Number if the applicant has ever applied:
- (a) for a Pennsylvania Natural Gas Supplier license, or
  - (b) for a Pennsylvania Electric Generation Supplier license.

**Not Applicable**

- If the Applicant or an affiliate has a predecessor who has done business within Pennsylvania, give name and address of the predecessor(s) and state whether the predecessor(s) were jurisdictional public utilities.

**Not Applicable**

**OR**

- The Applicant has no affiliates doing business in Pennsylvania or predecessors which have done business in Pennsylvania.

**7. APPLICANT'S PRESENT OPERATIONS: (select and complete the appropriate statement)**

- The Applicant is presently doing business in Pennsylvania as a
- natural gas interstate pipeline.
  - municipal providing service outside its municipal limits.
  - local gas distribution company
  - retail supplier of natural gas services in the Commonwealth
  - a natural gas producer
  - Other. (Identify the nature of service being rendered.)

**OR**

- The Applicant is not presently doing business in Pennsylvania.

**8. APPLICANT'S PROPOSED OPERATIONS: The Applicant proposes to operate as a:**

- supplier of natural gas services.
- Municipal supplier of natural gas services.
- Cooperative supplier of natural gas services.

- Broker/Marketer engaged in the business of supplying natural gas services.
- Aggregator engaged in the business of supplying natural gas services.
- Other (Describe):

9. **PROPOSED SERVICES:** Generally describe the natural gas services which the Applicant proposes to offer.

**Applicant will provide natural gas supply services to residential and commercial customers in all of the NGDC territories in Pennsylvania. Whereas IDT Energy primarily offers a pure variable rate product to customers on a month-to-month basis, Residents initially intends to focus on offering residential and small commercial customers fixed rate contracts.**

10. **SERVICE AREA:** Provide each Natural Gas Distribution Company (NGDC) in which Applicant proposes to offer services.

**Applicant proposes to provide service in all NGDC territories in Pennsylvania:**

- Valley Energy Inc.
- National Fuel Gas Distribution Corp.
- UGI Central Penn
- UGI
- UGI Penn Natural
- Peoples Natural Gas Company LLC – Peoples Division
- Peoples TWP LLC (Formerly T. W. Phillips)
- Peoples Natural Gas Company LLC -Equitable Division
- PECO
- Columbia Gas of Pennsylvania Inc.
- Philadelphia Gas Works

11. **CUSTOMERS:** Applicant proposes to initially provide services to:

- Residential Customers
- Commercial Customers - (Less than 6,000 Mcf annually)
- Commercial Customers - (6,000 Mcf or more annually)
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

12. **START DATE:** The Applicant proposes to begin delivering services on \_\_\_\_\_ (approximate date).

**Upon approval by the Commission**

13. **NOTICE:** Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, serve a copy of the signed and verified Application with attachments on the following:

Office of Consumer Advocate  
5th Floor, Forum Place  
555 Walnut Street  
Harrisburg, PA 17120-1921

Office of the Attorney General  
Bureau of Consumer Protection  
Strawberry Square, 14th Floor  
Harrisburg, PA 17120

John Evans  
Commerce Building, Suite 1102  
Small Business Advocate  
300 North Second Street  
Harrisburg, PA 17101

Commonwealth of Pennsylvania  
Department of Revenue  
Bureau of Compliance  
Harrisburg, PA 17128-0946

Any of the following Natural Gas Distribution Companies through whose transmission and distribution facilities the applicant intends to supply customers:

<p><b>Valley Energy Inc.</b> Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: <a href="mailto:rcrocker@ctenterprises.org">rcrocker@ctenterprises.org</a></p>	<p><b>National Fuel Gas Distribution Corp.</b> David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 email: <a href="mailto:wolfordd@natfuel.com">wolfordd@natfuel.com</a></p>
<p><b>UGI Central Penn</b> David Beasten 2525 N. 12<sup>th</sup> Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p><b>Peoples Natural Gas Company LLC Peoples Division</b> Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 email: <a href="mailto:Lynda.W.Petrichevich@peoples-gas.com">Lynda.W.Petrichevich@peoples-gas.com</a></p>
<p><b>Peoples TWP LLC (Formerly T. W. Phillips)</b> Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 email: <a href="mailto:Lynda.W.Petrichevich@peoples-gas.com">Lynda.W.Petrichevich@peoples-gas.com</a></p>	<p><b>UGI</b> David Beasten 2525 N. 12<sup>th</sup> Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>
<p><b>UGI Penn Natural</b> David Beasten 2525 N. 12<sup>th</sup> Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p><b>Peoples Natural Gas Company LLC Equitable Division</b> Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 email: <a href="mailto:Lynda.W.Petrichevich@peoples-gas.com">Lynda.W.Petrichevich@peoples-gas.com</a></p>
<p><b>PECO</b> Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 email: <a href="mailto:carlos.thillet@exeloncorp.com">carlos.thillet@exeloncorp.com</a></p>	<p><b>Columbia Gas of Pennsylvania Inc.</b> Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 email: <a href="mailto:theckathorn@nisource.com">theckathorn@nisource.com</a></p>
<p><b>Philadelphia Gas Works</b> Douglas Moser 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6899 email: <a href="mailto:douglas.moser@pgworks.com">douglas.moser@pgworks.com</a></p>	

Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, attach Proof of Service of the Application and attachments upon the above named parties. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14.

14. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix B to this application.
15. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has been convicted of a crime involving fraud or similar activity. Identify all proceedings, by name, subject and citation, dealing with business operations, in the last five (5) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings.

**Neither the Applicant nor any affiliate, predecessor of either, nor any person identified in this Application, has been convicted of a crime involving fraud or similar activity.**

**See Exhibit 3 hereto for a listing of formal customer complaints filed against IDT Energy, Inc. in the past five years, including a summary of the status and/or resolution of each.**

**Kathleen Harris v. IDT Energy, Inc., PA PUC Docket No. C-2013-2347594**

Formal complaint filed at the PA PUC against IDT Energy, Inc. by a customer who claimed that her electric bills were too high. IDT filed an answer to the complaint explaining that the large past-due balance appearing on the customer's account was actually accrued by the customer when she was with the utility, prior to her enrollment with IDT and thus had nothing to do with IDT's supply service. The case was settled between the parties and a Certificate of Satisfaction was filed on June 10, 2013.

**Warren Bray v. IDT Energy, Inc., PA PUC Docket No. F-2013-2373176**

Formal complaint filed at the PA PUC against IDT Energy, Inc by customer regarding alleged incorrect charges for electric service. The case was settled and a certificate of satisfaction was filed on July 23, 2013.

**The remainder of the customer formal complaints listed on Exhibit 3 are related to pricing issues caused by the Polar Vortex of 2014. As reflected on Exhibit 3, IDT Energy has satisfied nearly all of the formal complaints, with the exception of three complaints that are currently in mediation**

**Pennsylvania PUC Bureau of Investigation and Enforcement v. IDT Energy, Inc., PA PUC Docket No. M-2013-2314312**

**This matter involved an informal investigation by the PAPUC's Bureau of Investigation and Enforcement (I&E) into informal customer complaints to the PAPUC's Bureau of Consumer Services regarding marketing contacts initiated by IDT's independent, third-party sales agents.**

**IDT fully cooperated with I&E throughout the course of the investigation, and the parties reached a settlement of the investigation without any findings of a violation by IDT. The Settlement was approved by the Commission by Order entered on October 17, 2013. The Settlement required IDT to pay a civil penalty of \$39,000 and to comply with additional reporting requirements and compliance actions as detailed in the Agreement.**

16. **STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:** All services should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.



- a. **Contacts for Consumer Service and Complaints:** Provide the name, title, address, telephone number and FAX number of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with Applicant, the Distribution Company, the Pennsylvania Public Utility Commission or other agencies.

**Wayne Stoughton**

**Vice President Customer Service, Regulatory Affairs**

**Address: 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702**

**973-438-7271**

**716-664-2476 fax**

**w.stoughton@idtenergy.com**

**Megan Bell**

**Complaint Response Manager**

**Address: 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702**

**973-438-7288**

**Fax:716-664-2476**

**mbell@idtenergy.com**

- b. Provide a copy of all standard forms or contracts that you use, or propose to use, for service provided to residential customers.

**See sample contract and disclosure statement attached hereto as Exhibit 4**

- c. If proposing to serve Residential and/or Small Commercial customers, provide a disclosure statement. A sample disclosure statement is provided as Appendix B to this Application.

**See sample contract and disclosure statement attached hereto as Exhibit 4.**

**17. FINANCIAL FITNESS:**

- A. Applicant shall provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- Published parent company financial and credit information.
- Applicant's balance sheet and income statement for the most recent fiscal year. Published financial information such as 10K's and 10Q's may be provided, if available.
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
- Audited financial statements
- Such other information that demonstrates Applicant's financial fitness.

**Applicant is wholly owned by IDT Energy, Inc. ("IDT"). IDT is a wholly-owned subsidiary of Genie Energy International Corporation ("GEIC"), a Delaware corporation headquartered at 550 Broad Street, Newark, NJ 07102. GEIC is owned almost entirely (99.3%) by Genie Energy Ltd. ("Genie Energy"), another Delaware corporation, also headquartered at 550 Broad Street, Newark, NJ 07102. Genie Energy is publicly traded on the New York Stock Exchange under the symbol GNE.**

**As a wholly owned, and thusfar inactive, subsidiary of IDT, and in turn, Genie Energy Ltd., the Applicant does not maintain separate financial statements. Information regarding Genie**

Energy's financial fitness is available in its most recent Form 10-K filed with the SEC, a copy of which is available at <http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001528356&owner=exclude&count=40&hidefilings=0>

B. Applicant must provide the following information:

- Provide proof of compliance with bonding/credit requirements for each NGDC the applicant is proposing to provide service in. This requirement is designated by each NGDC and can commonly be found in the NGDC supplier tariff.

See proofs of compliance attached hereto as **Exhibit 5**.

- Identify Applicant's chief officers including names and their professional resumes.

**Geoffrey Rochwarger, Chairman & CEO**

Geoffrey Rochwarger is the Chairman and Chief Executive Officer of the Applicant and of IDT Energy, a wholly-owned subsidiary of Genie Energy. In addition, he serves as Vice Chairman of Genie Energy. Geoff earned his BA in Economics and Psychology at Yeshiva University in New York.

**Terrence P. Stronz, Chief Financial Officer**

Terry Stronz is an experienced finance and accounting executive with over 25 years of professional accounting experience. Terry is responsible for the Company's financial reporting, budgeting and forecasting, analytical review and financial relationships with suppliers and lenders. In addition, he has broad executive responsibility for product offerings, retail market assessment, gross margin and risk management, as well as wholesale market procurement.

Terry has been SVP of Finance and Operations of IDT Energy since 2005. In this position, Terry has helped to guide the Company through a period of rapid growth and expansion, from revenues of approximately \$12 million in 2005 to over \$200 million today.

Previously, Terry served as Chief Financial Officer for North American Energy, Inc., a New York based energy retailer acquired by IDT Energy. Terry's career includes twenty years with Buffamante Whipple Buttafaro, P.C., (BWB), one of the leading public accounting firms in New York State.

Terry is a Certified Public Accountant and earned a BA in Business Administration with a concentration in Accounting from Saint Bonaventure University.

**Alan Schwab, Chief Operating Officer**

As COO, Alan is responsible for the day-to-day operations of the business including sales, operations, compliance, customer service and technology.

Alan is also the COO of IDT Energy. Under his leadership, IDT Energy has expanded its customer base particularly in the New Jersey and Pennsylvania markets.

Alan holds an MBA from Barry University.

**Wayne Stoughton, VP – Customer Service & Regulatory Affairs** In addition to serving as VP of Customer Service & Regulatory Affairs for the Applicant, Wayne is currently responsible for all of IDT Energy's sales-related activities, including seeking and employing subcontractors, and developing sales scripting, quality control procedures and comprehensive reporting methods. He is also heavily involved with regulatory issues related to customer acquisition, billing and data exchange. Wayne has served on numerous development committees of the EDI (electronic data interchange) protocol in New York State. He is a member of the National Energy Marketers Association and sits on the Northeast Region Advocacy Team on Electric and Gas Policy. Wayne also oversees the IDT Energy Customer Service call center, which handles all internal and external customer-related calls. The call center is located in Jamestown, New York employing approximately 25 Customer Service Representatives along with an additional 5 supervisory employees. Wayne is an active party to many utility rate cases as well as any energy-related New York PSC initiatives. Wayne holds a Bachelor of Science degree in Business Management.

- Provide the name, title, address, telephone number and FAX number of Applicant's custodian for its accounting records.

**Terrence Stronz**  
**20 West Third St, Suite 10**  
**Jamestown, NY 14702-0400**  
**973-438-7263**

18. **TECHNICAL FITNESS:** To ensure that the present quality and availability of service provided by natural gas utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- The identity of the Applicant's officers directly responsible for operations, including names and their professional resumes.

**See information regarding officers provided above in response to item no. 17**

- A copy of any Federal energy license currently held by the Applicant.
- Proposed staffing and employee training commitments.
- Business plans.

**See summary of technical fitness attached hereto as Exhibit 6**

19. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2208(D). Transferee will be required to file the appropriate licensing application.

20. **UNIFORM STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission.

21. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:

- a. Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on an annual basis no later than 30 days following the end of the calendar year.

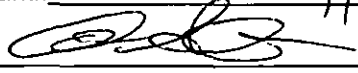
**Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 22 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive natural gas market.**

22. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur in the information upon which the Commission relied in approving the original filing.

23. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.

24. **FEE:** The Applicant has enclosed the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.

Applicant: Residents Energy, LLC

By: 

Title: COE

**RECEIVED**

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

# AFFIDAVIT

[Commonwealth/State] of Pennsylvania :

: ss.

County of Dauphin :

Alan Schwab, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the COO (Office of Affiant) of Residents Energy, LLC

[That he/she is authorized to and does make this affidavit for said Applicant;]

That Residents Energy, LLC, the Applicant herein, acknowledges that [Applicant] may have obligations pursuant to this Application consistent with the Public Utility Code of the Commonwealth of Pennsylvania, Title 66 of the Pennsylvania Consolidated Statutes; or with other applicable statutes or regulations including Emergency Orders which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.

That Residents Energy, LLC, the Applicant herein, asserts that [he/she/it] possesses the requisite technical, managerial, and financial fitness to render natural gas supply service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

That Residents Energy, LLC, the Applicant herein, certifies to the Commission that it is subject to , will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2 ), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 22 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional natural gas sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility Commission.

That Residents Energy, LLC the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506, and the standards and billing practices of 52 PA. Code Chapter 56.

That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Commission's Office of Communications or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the law.

That the facts above set forth are true and correct/true and correct to the best of his/her knowledge, information, and belief.

  
\_\_\_\_\_  
Signature of Affiant

Sworn and subscribed before me this 19 day of March, 2014.

Melina M. Zeiders  
\_\_\_\_\_  
Signature of official administering oath  
Notary Public

My commission expires Feb. 24, 2015.

COMMONWEALTH OF PENNSYLVANIA  
NOTARIAL SEAL  
MELISSA M. ZEIDERS, Notary Public  
City of Harrisburg, Dauphin County  
My Commission Expires February 24, 2015

RECEIVED  
JUN 19 2014  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

# AFFIDAVIT

[Commonwealth/State] of Pennsylvania :

ss.

County of Dauphin :

Alan Schwab, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the COO (Office of Affiant) of Residents Energy, LLC

[That he/she is authorized to and does make this affidavit for said Applicant;]

That the Applicant herein Residents Energy, LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. §2208(c)(1).

That the Applicant herein Residents Energy, LLC has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein Residents Energy, LLC acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

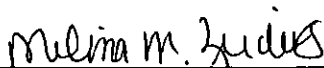
That the Applicant herein Residents Energy, LLC acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.



Signature of Affiant

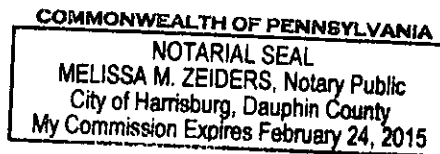
Sworn and subscribed before me this 19 day of MARCH, 2014



Signature of official administering oath

Notary Public

My commission expires Feb. 24, 2015



RECEIVED

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**EXHIBIT 1**  
**New York LLC Registration and Amendments Thereto**



State of New York } ss:  
Department of State

I hereby certify, that NEW ENERGY SERVICES LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 03/04/2010, and that the Limited Liability Company is existing so far as shown by the records of the Department.

\*\*\*

*WITNESS my hand and the official seal of the Department of State at the City of Albany, this 06th day of April two thousand and ten.*

201004070380 100



# *STATE OF NEW YORK*

## *DEPARTMENT OF STATE*

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on April 8, 2010.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro  
First Deputy Secretary of State

100304000 577

OPALID: 794385

New York State  
Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
Albany, NY 12231

*(This form must be printed or typed in black ink)*

# ARTICLES OF ORGANIZATION OF

New Energy Services LLC  
*(Insert name of Limited Liability Company)*

Under Section 203 of the Limited Liability Company Law

**FIRST:** The name of the limited liability company is: New Energy Services LLC

**SECOND:** The county, within this state, in which the office of the limited liability company is to be located is: New York

**THIRD:** The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

Stillwater Capital Partners, Inc.

41 Madison Avenue  
29th Floor  
New York, NY 10010 USA

Abe Dweck  
*(signature of organizer)*

Abe Dweck  
*(print or type name of organizer)*

100304000 577

OPALID: 794385

# ARTICLES OF ORGANIZATION OF

New Energy Services LLC  
(Insert name of Limited Liability Company)

Under Section 203 of the Limited Liability Company Law

Filed by: Abe Dweck  
(Name)

41 Madison Avenue  
29th Floor  
(Mailing address)

New York, NY 10010 USA  
(City, State, Zip code, and Country)

Note: This online form was prepared by the NYS Department of State and the NYS Governor's Office of Regulatory Reform for filing articles of organization for a domestic limited liability company. It does not contain all option provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with filing fee.

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED MAR 04 2010

TAX \$ \_\_\_\_\_

BY: ma

FILED

2010 MAR -4 PM 12:57

628

**STATE OF NEW YORK**  
**DEPARTMENT OF STATE**

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the  
Department of State, at the City of Albany, on  
March 13, 2013.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro  
First Deputy Secretary of State

New York State  
Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
One Commerce Plaza, 99 Washington Avenue  
Albany, NY 12231  
www.dos.ny.gov

130313000344

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF ORGANIZATION  
OF

NEW ENERGY SERVICES, LLC

*(Insert Name of Domestic Limited Liability Company)*

Under Section 211 of the Limited Liability Company Law

FIRST: The name of the limited liability company is:

NEW ENERGY SERVICES, LLC

If the name of the limited liability company has been changed, the name under which it was organized is:

SECOND: The date of filing of the articles of organization is: MARCH 4, 2010

THIRD: The amendment effected by this certificate of amendment is as follows: (Set forth each amendment in a separate paragraph providing the subject matter and full text of each amended paragraph. For example, an amendment changing the name of the limited liability company would read as follows: Paragraph *First* of the Articles of Organization relating to *the limited liability company name* is hereby amended to read as follows: *First: The name of the limited liability company is ... (new name) ...* )

Paragraph First of the Articles of Organization relating to

the limited liability company name

is hereby amended to read as follows:

First: The name of the limited liability company is: Residents Energy, LLC.

130313000 344

X /s/ Joyce Mason

(Signature)

Joyce Mason

(Type or print name)

Capacity of signer (Check appropriate box):

Member

Manager

Authorized Person

RECEIVED  
2013 MAR 12 PH 3:08

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF ORGANIZATION  
OF

NEW ENERGY SERVICES, LLC

(Insert Name of Domestic Limited Liability Company)

Under Section 211 of the Limited Liability Company Law

STATE OF NEW YORK  
DEPARTMENT OF STATE

Filed by: Genie Energy Ltd.

(Name)

550 Broad St., 17th Flr.

(Mailing address)

Newark, NJ 07102

(City, State and Zip code)

FILED MAR 13 2013

TAXS

BY: KT

FILED  
2013 MAR 13 PH 1:49

NOTE: This form was prepared by the New York State Department of State for filing a certificate of amendment of a domestic limited liability company. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee made payable to the Department of State.

(For office use only.)

CSC 45  
DRAW DOWN

CUSTOMER REF. #

566995 JBA

377

FILING RECEIPT

=====

ENTITY NAME: RESIDENTS ENERGY, LLC

DOCUMENT TYPE: AMENDMENT (DOM LLC)  
NAME

COUNTY: NEWY

=====

FILED: 03/13/2013 DURATION: \*\*\*\*\* CASH#: 130313000377 FILM #: 130313000344

FILER:

-----  
GENIE ENERGY LTD  
550 BROAD ST 17TH FLR

NEWARK, NJ 07102

ADDRESS FOR PROCESS:  
-----

REGISTERED AGENT:  
-----



=====

SERVICE COMPANY: CORPORATION SERVICE COMPANY - 45

SERVICE CODE: 45

Fees

FILING	120.00
TAX	60.00
CERT	0.00
COPIES	0.00
HANDLING	10.00
	50.00

Payments

CASH	120.00
CHECK	0.00
CHARGE	0.00
DRAWDOWN	0.00
OPAL	120.00
REFUND	0.00

=====

566995JBA

DOS-1025 (04/2007)



STATE OF NEW YORK DEPARTMENT OF PUBLIC SERVICE  
THREE EMPIRE STATE PLAZA, ALBANY, NY 12223-1350

www.dps.ny.gov

PUBLIC SERVICE COMMISSION

GARRY A. BROWN  
*Chairman*  
PATRICIA L. ACAMPORA  
MAUREEN F. HARRIS  
JAMES L. LAROCCA  
GREGG C. SAYRE  
*Commissioners*



PETER MCGOWAN  
*General Counsel*

JEFFREY C. COHEN  
*Acting Secretary*

March 21, 2013

Alan Schwab  
COO  
New Energy Services  
550 Broad Street  
Newark, N J 07102

RE: New Energy Services, LLC name change to Residents Energy, LLC

Dear Mr. Schwab:

Thank you for submitting the recent updates to your ESCO Retail Access Application Package. This letter acknowledges your corporate name change from New Energy Services, LLC to Residents Energy, LLC effective March 18, 2013. All documentation recently submitted has been reviewed by Staff and remains in compliance with the New York State ESCO eligibility requirements that are implemented by codes and regulations found in the Uniform Business Practices and the Home Energy Fair Practices Act and other applicable regulations or Commission Orders. **Therefore, Staff acknowledges Residents Energy, LLC has been deemed eligible to serve residential and non-residential electric and natural gas customers in New York State.**

I am also pleased to notify you that since New Energy Services, LLC had already successfully met New York's EDI Phase I certification requirements, no further EDI Phase I testing is necessary under the new name.

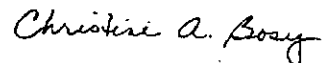
***Please be advised that you must notify the utilities in whose service territories you are now serving customers of your name change to determine if they have additional approval requirements.***

Be advised that to maintain your ESCO eligibility, you must notify Staff of any future substantive legal, financial or business related changes to your company as they occur. If your business plan changes and you decide to expand your service offerings by choosing to participate in any of the ESCO referral programs or move into other utility service territories, you must immediately submit the appropriate documentation for Staff review and determination of how it affects your current eligibility.

If you are using vendors to provide ESCO related services, (e.g. EDI), please notify them of your company's name change. ***Finally, you must submit a statement annually, by January 31<sup>st</sup>, indicating that the information in your original or most recent updated Retail Access Application remains current, or submit a statement identifying the revisions.*** Upon completion of our review of any new eligibility information, Staff will then update your eligibility status as necessary.

Please do not hesitate to contact me at 518-486-2432 or email at [Christine.Bosy@dps.ny.gov](mailto:Christine.Bosy@dps.ny.gov) if you have any further questions or concerns.

Sincerely,



Christine A. Bosy  
Retail Access Section  
Office of Consumer Policy

cc: U. Fogel (via email)

**EXHIBIT 2**  
**Pennsylvania Foreign LLC Registration**

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU

Application for Registration - Foreign  
(15 Pa.C.S.)

- Registered Limited Liability General Partnership (§ 8211)  
 Registered Limited Liability Limited Partnership (§ 8211)  
 Limited Partnership (§ 8582)  
 Limited Liability Company (§ 8981)

Corporation Service Company

579001-25

Document will be returned to the  
name and address you enter to  
the left.

Commonwealth of Pennsylvania  
APPLICATION FOR REGISTRATION 3 Page(s)



Fee: \$250

In compliance with the requirements of the applicable provisions (relating to registration), the undersigned, desiring to register to do business in this Commonwealth, hereby states that:

1. The name of the limited liability company/limited liability partnership/limited partnership in the jurisdiction in which it is formed:

RESIDENTS ENERGY, LLC

2. The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

RESIDENTS ENERGY, LLC

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:

Jurisdiction: NEW YORK Date of Formation: MARCH 4, 2010

4. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street City State Zip County

(b) Name of Commercial Registered Office Provider: County

Corporation Service Company

Dauphin

2013 MAR 22 PM 12:35

PA DEPT OF STATE



**EXHIBIT 3**  
**Summary of PA Formal Complaints Filed Against IDT**  
**Energy**

Summary of Formal Complaints against IDT Energy

<b>Date Case Filed</b>	<b>Case #</b>	<b>Complainant</b>	<b>Status</b>
2/12/2013	C-2013-2347594	Harris, Kathleen	Satisfied
7/12/2013	F-2013-2373176	Bray, Warren	Satisfied
3/3/2014	C-2014-2407690	Bohlen, Scott, H.	Satisfied
3/4/2014	C-2014-2408288	Anderson, Rupal Amin	Satisfied
3/5/2014	C-2014-2408508	Luo, Heng	Satisfied
3/6/2014	C-2014-2408678	Perederina, Anna	Satisfied
3/7/2014	C-2014-2408773	Klein, Kevin	Satisfied
3/7/2014	C-2014-2408926	Zielinski, Zygmunt	Satisfied
3/10/2014	C-2014-2409290	Lomnychuk, Justin	Satisfied
3/11/2014	C-2014-2409508	Cowden, Martha	Satisfied
3/11/2014	C-2014-2409556	Connelly, Aimee & Jeffrey	Satisfied
3/11/2014	C-2014-2409509	Moody, Jennifer	Satisfied
3/12/2014	C-2014-2409676	Kiback, Stephen Jr.	Mediation
3/12/2014	C-2014-2409663	Blaine, Marilyn A.	Satisfied
3/12/2014	C-2014-2409683	Shaner, Alan	Satisfied
3/12/2014	C-2014-2409661	Calabrese, Kimberly J. (PUC incorrectly spelled as Colobrese)	Satisfied
3/12/2014	C-2014-2409664	Sargent, Ruth Ann	Satisfied
3/12/2014	C-2014-2409662	Raub, Ronald Jr.	Satisfied
3/12/2014	C-2014-2409680	Gearhart, Zach & Renee	Satisfied
3/12/2014	C-2014-2409669	Zirkle, Zane	Satisfied
3/12/2014	C-2014-2409659	Zirkle, Carole	Satisfied
3/12/2014	C-2014-2409688	Miller, Tim	Satisfied
3/13/2014	C-2014-2409878	Williams, Judith	Satisfied
3/13/2014	C-2014-2409687	Hagins, Charles F.	Satisfied
3/13/2014	C-2014-2409877	Pullara, Renee	Satisfied
3/13/2014	C-2014-2409881	Natili Restaurant	Satisfied
3/13/2014	C-2014-2409887	Jones, Michal	Satisfied
3/13/2014	C-2014-2409928	Terpilowski, Judy	Satisfied
3/13/2014	C-2014-2409879	Lechner, Karen	Satisfied
3/13/2014	C-2014-2409883	Ramsey, Noreen	Satisfied
3/14/2014	C-2014-2410076	Large, Cindy M.	Satisfied

Summary of Formal Complaints against IDT Energy

<b>Date Case Filed</b>	<b>Case #</b>	<b>Complainant</b>	<b>Status</b>
3/14/2014	C-2014-2410067	Katsaros, Vicki	Satisfied
3/14/2014	C-2014-2410073	Day, Timothy	Satisfied
3/14/2014	C-2014-2410075	Metcalfe, Scott	Satisfied
3/14/2014	C-2014-2410070	Drover, Rebecca A.	Satisfied
3/14/2014	C-2014-2410074	Dougherty, Mark	Satisfied
3/14/2014	C-2014-2410068	Urban, Kelly	Satisfied
3/14/2014	C-2014-2410071	Yoder, Elam	Satisfied
3/14/2014	C-2014-2410066	Gofigan, Darlene	Satisfied
3/14/2014	C-2014-2410065	Pile, Christine	Satisfied
3/14/2014	C-2014-2410063	Young, Carolann A.	Satisfied
3/17/2014	C-2014-2410573	Cusick, Kellie	Satisfied
3/19/2014	C-2014-2410839	Teegarden, Richard	Satisfied
3/19/2014	C-2014-2410837	Hazlett, Raymond L.	Satisfied
3/19/2014	C-2014-2410819	Guerrini, Mark	Satisfied
3/19/2014	C-2014-2410835	Rivera-Kilgore, Marisol	Satisfied
3/19/2014	C-2014-2410823	Edwards, Lisa	Satisfied
3/19/2014	C-2014-2410820	Shock, Jeanna	Satisfied
3/19/2014	C-2014-2410818	Webster, Jayme	Satisfied
3/19/2014	C-2014-2410830	Sicchitano, Jackie	Satisfied
3/19/2014	C-2014-2410833	Littell, Shirl W. Jr.	Satisfied
3/19/2014	C-2014-2410832	Joslin, Jackie	Satisfied
3/19/2014	C-2014-2410821	Howey, Dale Sr.	Satisfied
3/19/2014	C-2014-2410817	Ramsey, Alex	Satisfied
3/20/2014	C-2014-2411098	Sergeant, James for Treasure American Legion Club	Satisfied
3/20/2014	C-2014-2411111	Wingerter, Robert & Audrey	Satisfied
3/20/2014	C-2014-2411109	McKnight, Patricia A.	Satisfied
3/20/2014	C-2014-2411105	Geyer, Michelle	Satisfied
3/20/2014	C-2014-2411103	Craig, Linda L.	Satisfied
3/20/2014	C-2014-2411099	Mears, Krista	Satisfied
3/20/2014	C-2014-2411113	Hollenshead, Jean for Hollenshead Farms	Satisfied
3/20/2014	C-2014-2411097	Steward, Greg	Satisfied



Summary of Formal Complaints against IDT Energy

<b>Date Case Filed</b>	<b>Case #</b>	<b>Complainant</b>	<b>Status</b>
3/20/2014	C-2014-2411106	Geesey, Barbara	Satisfied
3/20/2014	C-2014-2411112	Rinderknecht, Deborah	Satisfied
3/26/2014	C-2014-2412347	Folio, Lois C.	Satisfied
3/26/2014	C-2014-2412350	Dienhart, Karl & Irmgard	Satisfied
3/26/2014	C-2014-2412348	Engblom, Richard	Satisfied
3/26/2014	C-2014-2412351	Tatar, Justin A.	Satisfied
3/28/2014	C-2014-2412345	McCann, Debra E.	Satisfied
3/31/2014	C-2014-2413280	Chandler, Buel	Satisfied
4/2/2014	C-2014-2413734	Woitko, Joseph J. Jr.	Mediation
4/2/2014	C-2014-2413742	Bornemisza, Terrance J.	Satisfied
4/2/2014	C-2014-2413735	Davis, Charles J.	Satisfied
4/2/2014	C-2014-2413737	Gibson, Randi M.	Satisfied
4/7/2014	C-2014-2414861	Snyder, Chad	Satisfied
4/10/2014	C-2014-2415290	Simpson, Nancy O.	Satisfied
4/10/2014	C-2014-2415341	Simpson, William H.	Satisfied
4/10/2014	C-2014-2415289	Todd Township Supervisors	Satisfied
4/11/2014	C-2014-2415659	Graham, Michael	Satisfied
4/23/2014	C-2014-2417554	Walters, Thomas K. & Constance	Satisfied
4/23/2014	C-2014-2417555	Leitch, William J.	Satisfied
5/1/2014	C-2014-2419099	Snyder, Chad	Satisfied
5/1/2014	C-2014-2419102	Engles Fam Moving	Satisfied
5/15/2014	C-2014-2421340	Paszkowski, Paul & Elaine	Satisfied
5/15/2014	F-2014-2421339	Rapp, George G.	Satisfied
5/15/2014	C-2014-2421338	Salla, Valerie	Satisfied
5/15/2014	C-2014-2421341	Jackson, Bruce L.	Satisfied
5/15/2014	C-2014-2421342	Jackson, Mary G.	Satisfied
5/28/2014	C-2014-2423453	Gablas, Rosemary A.	Satisfied
5/28/2014	C-2014-2423448	Killinger-Humes, Karen	Satisfied

**EXHIBIT 4**  
**Sample Contract and Disclosure Statement**

## TERMS OF SERVICE-V.6

This is an agreement for natural gas generation services, between Residents Energy, LLC ("Residents") and  
«FIRST\_NAME» «LAST\_NAME»  
«ADDRESSLINE1» «CITY», «STATE» «ZIP»

Residents Energy, LLC is licensed by the Pennsylvania Public Utility Commission to offer and supply natural gas services in Pennsylvania. Our PUC license number is \_\_\_\_\_.

Your generation prices and charges will be set by Residents. The Public Utility Commission regulates distribution prices and services. The Federal Energy Regulatory Commission regulates transmission prices and services.

You will continue to receive your bill from your Natural Gas Distribution Company (NGDC) for all supply and delivery charges, your NGDC will continue to provide all emergency repairs and services.

**Right of Rescission** - You may cancel this agreement at any time before midnight of the fifth business day after receiving this disclosure.

**Definitions** **Generation Interstate Pipeline Charges**-Charges for moving natural gas to the distribution lines of a distribution company, **Commodity Charges**- The charges for the natural gas product which is sold either in cubic feet or dekatherms, and **Distribution Charges**- The charge for the delivery of natural gas from the city gate to the consumer.

**Basic Service Prices** -Residents offers a variable price for all natural gas sold under this Agreement. The price for natural gas sold is established on an approximately monthly basis based upon natural gas market pricing, transportation or transmission, and other market and business price related factors. This price may be higher or lower than NGDC's price in any particular month. There is no ceiling price. Natural gas supply charges include estimated total state taxes. Residents will comply with all required laws regarding sales tax and will include or exclude the appropriate sales taxes in each jurisdiction served, if any, as required by the Pennsylvania Department of Revenue for all natural gas supply charges. Customers can call Residents Customer Service at 888-828-7374 for current variable pricing rates.

The starting price per natural gas for customers starting on or about «Start\_Date» is «Rate».

**Rebates and Special Promotions**- From time to time Residents may offer a Rebate Program. If a Customer participates in Residents' Rebate Program, the Customer must remain in the program for the entire agreed upon term in order to qualify for the rebate. If a Customer cancels at any time prior to the agreed upon term, the Customer shall forfeit all rights and claims to any and all rebate offers. \*\*All rebate amounts advertised and presented to customers are estimates based upon customer's prior electric and/or natural gas usages. Actual rebate amounts will be based on customer's actual usage over the term of this agreement, which may vary from any estimate. From time to time Residents may offer eligible new customers an Introductory Price, which will be in effect for the introductory price term, at which point it shall revert to the variable price. Residents will send any rebate or promotion payment to the customer address given to Residents at the time of sign up. It is the responsibility of the customer to notify Residents of any changes to the customers billing address either in writing to: 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702 or by calling Residents customer service at 888-828-7374. Residents will send all rebates and promotional payments and notices via first class mail and is not responsible for invalid addresses or undelivered items.

**Your Promotional Offer**- <Insert through mail merge>

**Length of Agreement**- You will buy your natural gas services for your use from Residents, beginning on a date set by your NGDC and continuing on a month to month basis until either party provides at least fifteen (15) calendar days' notice of its intent to cancel and until NGDC completes the termination in accordance with its rules.

**Penalties, Fees and Exceptions** -There are no fees or early cancellation penalties for canceling Residents' variable rate plan.

**Payment Provisions**- All payments are to be made to your NGDC. Any unpaid amounts shall be subject to late payment charges. Your NGDC may request a security deposit for amounts which include supplier charges. Your NGDC maintains the right to terminate service for any unpaid utility or supplier charges, pursuant to Pennsylvania Public Utility Code regulations.

**Cancellation Provisions** - A residential customer may cancel this Agreement at any time during the three (3) business following receipt of this Agreement by calling Residents at 888-828-7374 or until either party provides at least fifteen (15) calendar days' notice of its intent to cancel and until the NGDC completes the cancellation in accordance with its rules.

**Renewal Provision** - This Agreement shall continue until either party provides at least fifteen (15) calendar days' notice of its intent to cancel and until NGDC completes the cancellation in accordance with its rules.

**Agreement Expiration/Change in Terms** - If you have a fixed term agreement with us and it is approaching the expiration date or if we propose to change our terms of service, we will send you two advance written notices either in our bills or in separate mailings between 45 and 90 days before either the expiration date or the effective date of the changes. We will explain your options in these two advance notices.

**Dispute Procedures**- Contact us with any questions concerning our terms of service at 888-828-7374. If you are not satisfied after discussing your terms with us you may call or write the Public Utility Commission (PUC).

**Contact Information:**

**Supplier:** Residents Energy, LLC, 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702, 888-828-7374, [www.residentsenergy.com](http://www.residentsenergy.com), Email: [contactus@residentsenergy.com](mailto:contactus@residentsenergy.com)

**Public Utility Commission, PO Box 3265, Harrisburg, PA 17105-3265, 800-692-7380**

- \*Distribution Company Provider of Last Resort: National Fuel Gas, 6363 Main Street, Williamsville, NY 14221, 800-365-3234
- \*Distribution Company Provider of Last Resort: Philadelphia Electric Company, PECO, 2301 Market Street, Philadelphia, PA 19103, 800-494-4000
- \*Distribution Company Provider of Last Resort: UGI Utilities, Inc., 2525 North 12th Street, Suite 360, Reading, PA 19605, 800- 276-2722
- \*Distribution Company Provider of Last Resort: UGI Penn Natural Gas, One UGI Center, Wilkes-Barre, PA 18711, 800- 276-2722
- \*Distribution Company Provider of Last Resort: UGI Central Penn Gas, PO Box 508, Lock Haven, PA 17745, 800- 652-0550
- \*Distribution Company Provider of Last Resort: Peoples Natural Gas Company LLC, 375 North Shore Drive, Pittsburgh, PA 15212, 800-764-0111
- \*Distribution Company Provider of Last Resort: Peoples TWP, 205 N. Main Street, Butler, PA 16001, 800-222-5101
- \*Distribution Company Provider of Last Resort: Peoples Natural Gas, Equitable Gas Division, PO Box 6766, Pittsburgh, PA 15212-800-654-6335
- \*Distribution Company Provider of Last Resort: Columbia Gas, Inc., 2525 North 12th Street, Suite 360, Reading, PA 19605 1-888-460-4332
- \*Distribution Company Provider of Last Resort: Philadelphia Gas Works, 800 W. Montgomery Avenue, Philadelphia, PA 19122, 215- 235-1000
- \*Distribution Company Provider of Last Resort: Valley Energy, 523 S. Keystone Ave., PO Box 340, Sayre, PA, 18840, 800-998-4427

**EXHIBIT 5**  
**Proof of Compliance with NGDC Credit Requirements**

# Philadelphia Gas Works



Raymond M. Snyder – Vice President, Gas Management  
800 W. Montgomery Avenue, Philadelphia, PA 19122  
Telephone: (215) 684-6405 Fax: (215) 684-6602

February 7, 2014

Mr. Michael A. Gruin  
Stevens & Lee  
Residents Energy, LLC  
17 North 2<sup>nd</sup> Street, 16<sup>th</sup> Fl  
Harrisburg, PA 17101

Re: Security Requirement Bond for Residents Energy, LLC

Dear Mr. Gruin:

Philadelphia Gas Works ("PGW") is aware that Residents Energy, LLC has filed an application with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania and specifically within the services territory of Philadelphia Gas Works.

As you know, in making such an application, Residents Energy, LLC must furnish acceptable security to each utility where Residents Energy, LLC will do business. As such, under its tariff, Philadelphia Gas Works could require Residents Energy, LLC to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate.

However, since you are just beginning the process with the PAPUC and the Philadelphia Gas Works to become a supplier, the Philadelphia Gas Works at this time will not require any type of bond or security.

If circumstances should change during the vetting of the application, Philadelphia Gas Works reserves the right to require security from Residents Energy, LLC as it deems appropriate.

If you have any questions concerning the foregoing, please contact me at (215) 684-6405.

Sincerely,

A handwritten signature in black ink, appearing to read "Raymond M. Snyder". The signature is fluid and cursive, written over a white background.

Raymond M. Snyder  
Vice President  
Gas Management, Inc.  
RMS:b



PEOPLES NATURAL GAS



PEOPLES TWP

375 N. Shore Drive, Suite 600  
Pittsburgh, PA 15212

Lynda W. Petrichevich  
Manager, Rates and Regulatory Affairs

Peoples Service Company LLC  
Phone: 412-208-6528; Fax: 412-208-6577  
Email: lpetrichevich@peoples-gas.com

February 7, 2014

Michael A. Gruin  
Attorney for  
Residents Energy, LLC  
550 Broad St.  
Newark, NJ 07102

Dear Mr. Gruin:

We are pleased that Residents Energy, LLC has applied for a license to provide natural gas broker/marketer services on the Peoples Group of Companies. Specifically you have requested to be licensed as a supplier on the distribution systems of Peoples Natural Gas Company LLC, Peoples TWP, and Peoples Natural Gas LLC – Equitable Division ("the Companies").

Residents Energy, LLC has indicated only brokering and consulting services will be provided. Therefore, we have determined at this time that Residents Energy, LLC does not need a bond or other financial security requirement to provide these services to the Company's customers.

If the creditworthiness requirement or the Company's exposure to Residents Energy, LLC provision of services on the Peoples' system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

If you have any questions feel free to contact me at 412-208-6528 or by email at Lynda.W.Petrichevich@peoples-gas.com.

Sincerely,

Lynda W. Petrichevich  
Manager, Rates and Regulatory Affairs  
Peoples Natural Gas Company LLC

Cc: Steven Kolich  
Carol Miller

SAFETY

CUSTOMER  
COMMITMENT

TRUST

COMMUNITY



# VALLEY ENERGY

523 S. Keystone Avenue, P.O. Box 340, Sayre, PA 18840  
800/998-4427 • 570/888-9664 • FAX 570/888-6199

February 10, 2014

## VIA EMAIL

Michael A. Gruin  
Stevens & Lee  
17 N. 2<sup>nd</sup> St., 16<sup>th</sup> Fl.  
Harrisburg, PA 17101  
[mag@stevenslee.com](mailto:mag@stevenslee.com)

## **RE: Residents Energy, LLC**

Dear Mr. Gruin:

We understand that Residents Energy, LLC has applied with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania including our company's service area.

Because Residents Energy, LLC intends to only provide natural gas aggregating, brokering and consulting services at this time, we have determined that Residents Energy, LLC will not be required to post a bond or other form of financial security instrument to provide this service in our service area. However, if the service provided or failure to meet our requirements for credit worthiness changes in the future, we reserve the right to require security from Residents Energy, LLC as deemed appropriate.

If you have any questions, please contact Mrs. Marjorie Johnston at 570-888-9664.

Sincerely,

Robert J. Crocker  
President & CEO

RJC/ss

cc: M. Johnston, Valley Energy



# National Fuel

February 10, 2014

Attn: Michael A. Gruin  
Residents Energy, LLC  
17 N. 2nd Street, 16th Fl  
Harrisburg, PA 17101

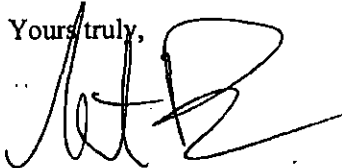
RE: Security Requirement for Residents Energy, LLC:

Dear Michael,

Pursuant to 66 Pa. C. S. § 2208(c), an applicant for a natural gas supplier license in the Commonwealth of Pennsylvania must furnish security to each utility where the supplier will do business to ensure the financial responsibility of such natural gas supplier. To this end, National Fuel Gas Distribution Corporation ("National Fuel") has performed a credit review and analysis of Residents Energy, LLC ("RE") and has determined that RE must post a security deposit in cash, or a form of security acceptable to National Fuel, to operate as a supplier on National Fuel's system.

RE's security requirement to serve Pennsylvania customers is dependent on the type of transportation service utilized by RE. There is no Natural Gas Supplier (NGS) security requirement for customers that will be enrolled in National Fuel's Purchase of Receivable (POR) program. As such, RE will not be required to post security for customers enrolled in the POR program. A security deposit will be required for transportation customers not enrolled in the POR program.

Should you have any questions concerning the above, please contact me at 716-857-7599.

Yours truly,  


Nathan E. Barnes  
Transportation Services Department





An Exelon Company

March 4, 2014  
PECO - Exelon Corporation  
Energy Acquisition  
2301 Market Street  
Philadelphia, PA. 19101

Avi Keilson  
Director of Regulatory Affairs  
IDT Energy, Inc.  
550 Broad Street, 17th Floor  
Newark, NJ 07102  
Email: [akeilson@idtenergy.com](mailto:akeilson@idtenergy.com)

RE: Residents Energy, LLC

Energy Acquisition is providing this notification letter that Residents Energy, LLC has met the creditworthiness business requirement involved with the Pennsylvania Gas Choice - Low Volume Transportation program, contingent upon the acceptance of either Cash or Parent Guaranty (PECO's standard Guaranty Agreement), in the amount of \$35,000.00. PECO will hold any surety to cover potential obligations to PECO and other system costs that could result from failure of a Supplier to meet its competitive Natural Gas Supply service delivery obligations.

Please note, although the creditworthiness requirements were met, as referenced within Section 7.13 (Creditworthiness of a Natural Gas Supplier (NGS) Serving Low Volume Transportation Customers) of the Gas Service Tariff, PECO has the right to re-assess the creditworthiness of the company if PECO has any reason to suspect a change in the marketer's financial condition.

If you should have any questions regarding this matter, please contact the Electric & Gas Choice Hotline at 215-841-3700.

Sincerely,

A handwritten signature in black ink that reads "Carol Reilly".

Carol Reilly  
Manager

**Gruin, Michael A.**

---

**From:** transportevaluations@nisource.com  
**Sent:** Wednesday, March 05, 2014 2:47 PM  
**To:** Gruin, Michael A.  
**Cc:** gasamoah@nisource.com  
**Subject:** CPA Credit Evaluation - Residents Energy  
**Attachments:** CPA - Residents Energy.pdf

Columbia has completed a credit evaluation and exposure calculation for Residents Energy. Based on our review, we have determined that Columbia must secure collateral in the amount of \$5,000.00. For details on the calculation for the collateral request, please see the attached spreadsheet.

Collateral can be provided in one of the following forms:

- Letter of Credit - include the name of all of the Columbia Companies in which Residents Energy operates
- Cash Deposit

The Credit Approval Letter as required by the Pennsylvania Public Utility Commission will be provided upon receipt of the requested collateral.

(See attached file: CPA - Residents Energy.pdf)

Please let me know if you have any questions.

Thanks,  
Debbie Vair  
Team Leader, CHOICE®  
614-460-4881 Office  
614-460-4291 Fax  
[dvair@nisource.com](mailto:dvair@nisource.com)

**EXHIBIT 6**  
**Description of Technical Fitness**

### Summary of Technical Fitness

Residents Energy, LLC (“Residents Energy”) is a wholly owned subsidiary of IDT Energy, Inc. (“IDT Energy”) and will leverage the experience and resources of IDT Energy as it develops its brand. As an affiliate of IDT Energy, Residents Energy will utilize many of the same employees and third party vendors as IDT Energy. IDT Energy has been licensed as an NGS in Pennsylvania since 2009, an EGS in Pennsylvania since 2010, and is also licensed as a competitive gas and/or electricity supplier in New Jersey, New York, Maryland, Illinois and the District of Columbia. IDT Energy currently serves nearly 430,000 natural gas and electric meters in the states in which it is licensed.

Whereas IDT Energy primarily offers a pure variable rate product to customers on a month-to-month basis, Residents initially intends to focus on offering residential and small commercial customers fixed rate contracts.

Residents Energy is dedicated to providing the very best in customer service and price and will strive to continually improve its ability to compete in the energy supply marketplace. To this end, Residents Energy has and will continue to develop a comprehensive process to identify and provide highly competitive products and services to its customer base, while maintaining profitability.

Residents Energy will leverage the IDT Energy in-house customer service staff to handle incoming customer calls. Additional staffing will be added as needed to accommodate growth. Residents Energy will utilize the ongoing training and support systems that IDTE has in place for handling incoming calls concerning bill inquiries, overpayment, complaints, and sign-ups. Residents Energy will also utilize IDT Energy’s system of placing outbound calls for quality control.

Customer service will be handled mainly through a call center located in Jamestown, NY. The call center employs 42 inbound and outbound customer service representatives and supervisors and is staffed from 8:00 am to 7:00 pm, Monday through Friday with both English and Spanish-speaking representatives.

Sales and marketing regulatory compliance is of paramount importance to IDT Energy and will be to Residents Energy as well. Residents Energy will employ IDT Energy’s existing marketing regulatory compliance safeguards, which include:

- employing 14 Sales and Marketing Quality Control Agents who monitor third party verifications, research complaints and conduct outbound calls to quality-check a significant sample of the sales made by independent agents each day
- monitoring third party verifications interviewing customers during call-backs to confirm the customer’s understanding of the offer.
- requiring independent sales contractors to utilize company-approved scripts for all sales contacts.
- requiring independent sales contractors to perform national background checks on all door-to-door sales agents.

- requiring all independent sales contractors to complete a rigorous training program prior to representing the company
- requiring all independent sales contractors to establish and maintain an internal quality control process by which all sales agents are monitored for compliance to company scripting and policies.
- requiring all independent sales contractors to maintain and enforce an internal Do Not Call and Do Not Knock list and to confirm regular scrubbing of the National and Pennsylvania Do Not Call Registries.
- utilizing a data processing team that tracks customer enrollments and cancellations to make sure they are done in accordance within the required timelines.
- utilizing third-party verification contractors to verify every enrollment that results from a sales call.
- auditing of the activities of third party sales agents by a Vice-President for Customer Service and Regulatory Affairs who has worked in the electric and natural gas supplier industry for 16 years, along with two other dedicated managers.

Residents Energy will also utilize the expertise of IDT Energy personnel with respect to regulatory compliance, finance, energy procurement, risk analysis, and portfolio management. As a supplier operating successfully in Pennsylvania since 2009, IDT Energy has demonstrated that it possesses the requisite technical expertise to be an electricity and natural gas supplier, and Residents Energy will be utilizing that same technical expertise in its operations.

Key components of Residents Energy's business plan are outlined below:

#### Growth

- Grow the energy service business in an efficient manner
- Utilize direct marketing methods to help customers understand the choice they have
- Provide strict management of sales and customer support methods
- Implement policies that confirm with regulatory policies for the various operational areas

#### Systems

- Maintain efficient and effective customer information systems
- Focus on data accuracy and consistency with business partners

#### Operations/Customer support

- Operate a comprehensive customer support system
- Provide ongoing training to support customer service staff
- Provide adequate staffing to meet and maintain customer needs and confidence
- Report and track customer service issues and trends to aid in the development of training processes

#### Regulatory

- Active participation in all regulatory aspects of the business

- Focus on compliance
- Offer support and direction to further customer choice

Risk Management Strategy/Policy

- Conservative risk management policy and procedures
- Risk monitoring
- Limits on market risk, volatility risk, position size, net exposure
- Treasury oversight of trade execution and credit requirements
- Stress testing employed

Residents Energy's business plan for Pennsylvania will initially focus on small commercial and residential customers. Residents Energy will offer a single utility bill arrangement and may offer a dual bill option in some circumstances. Most of the billing services are provided via EDI (electronic data interchange) and Residents Energy will contract with an outside EDI provider for that purpose. Because it will utilize the resources and experience of IDT Energy, Residents Energy is well equipped in both personnel and systems to operate as an EGS and NGS in Pennsylvania.

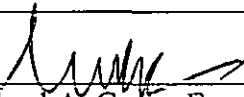
**CERTIFICATE OF SERVICE**

I hereby certify that on this 19<sup>th</sup> day of June, 2014 copies of the foregoing Application has been served upon the persons listed below via First Class U.S. Mail in accordance with the requirements of 52 Pa. Code Sections 1.54 and 1.55.

Tanya McCloskey, Esq. Office of Consumer Advocate 555 Walnut Street Forum Place, 5th Floor Harrisburg, PA 17101-1921	John Evans Office of Small Business Advocate Commerce Building, Suite 1102 300 North Second Street Harrisburg, PA 17101
Office of Attorney General Bureau of Consumer Protection Strawberry Square, 14th Floor Harrisburg, PA 17120	Commonwealth of Pennsylvania Department of Revenue Bureau of Compliance Harrisburg, PA 17128-0946
Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: <a href="mailto:rcrocker@ctenterprises.org">rcrocker@ctenterprises.org</a>	National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 email: <a href="mailto:wolfordd@natfuel.com">wolfordd@natfuel.com</a>
UGI Central Penn David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559	Peoples Natural Gas Company LLC Peoples Division Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 email: <a href="mailto:Lynda.W.Petrichevich@peoples-gas.com">Lynda.W.Petrichevich@peoples-gas.com</a>
Peoples TWP LLC (Formerly T. W. Phillips) Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 email: <a href="mailto:Lynda.W.Petrichevich@peoples-gas.com">Lynda.W.Petrichevich@peoples-gas.com</a>	UGI David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559
UGI Penn Natural David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559	Peoples Natural Gas Company LLC Equitable Division Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 email: <a href="mailto:Lynda.W.Petrichevich@peoples-gas.com">Lynda.W.Petrichevich@peoples-gas.com</a>
<b>RECEIVED</b>	
JUN 19 2014	

<p>PECO  Carlos Thillet, Manager, Gas Supply and Transportation  2301 Market Street, S9-2  Philadelphia, PA 19103  PH: 215.841.6452  email: <a href="mailto:carlos.thillet@exeloncorp.com">carlos.thillet@exeloncorp.com</a></p>	<p>Columbia Gas of Pennsylvania Inc.  Thomas C. Heckathorn  200 Civic Center Drive  Columbus, OH 43215  PH: 614.460.4996  FAX: 614.460.6442  email: <a href="mailto:theckathorn@nisource.com">theckathorn@nisource.com</a></p>
<p>Philadelphia Gas Works  Douglas Moser  800 West Montgomery Avenue  Philadelphia, PA 19122  PH: 215.684.6899  email: <a href="mailto:douglas.moser@pgworks.com">douglas.moser@pgworks.com</a></p>	

DATE: June 19, 2014

  
\_\_\_\_\_  
Michael A. Gruin, Esq.

RECEIVED  
2014 JUN 19 PM 1:58  
PA PUC  
SECRETARY'S BUREAU