



One Research Drive | Suite 400C | Westborough, MA | 01581  
Tel. 508.614.1000 | Fax 508.898.9399 | [www.noresco.com](http://www.noresco.com)

February 6, 2015

Commonwealth of Pennsylvania  
Public Utility Commission  
Secretary's Bureau  
Commonwealth Keystone Building  
400 North Street, 2<sup>nd</sup> Floor  
Harrisburg, PA 17120

Re: Application of NORESKO, LLC for a Pennsylvania Natural Gas Supplier License  
to provide Natural Gas Supplier Services as Broker/Marketer

Dear Sir/Madam:

Should you have any questions or concerns regarding this application, or any of its attachments, please contact Sara Sargent in the NORESKO Legal Department at [ssargent@noresco.com](mailto:ssargent@noresco.com) or (508) 614-1021.

Sincerely,

A handwritten signature in blue ink, appearing to be "Deanna Sheridan". The signature is fluid and stylized, with a long horizontal stroke extending to the right.

Deanna Sheridan  
Corporate Counsel

## BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of NORESKO, LLC for approval to offer, render, furnish, or supply natural gas supply services as a Broker/Marketer [as specified in item #4b below] to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

### 1. IDENTIFICATION AND CONTACT INFORMATION

- a. **IDENTITY OF THE APPLICANT:** Provide name (including any fictitious name or d/b/a), primary address, web address, and telephone number of Applicant:

NORESKO, LLC  
One Research Drive, Suite 400C  
Westborough, MA 01581  
[www.noresko.com](http://www.noresko.com)  
Phone: (508) 614-1058

- b. **PENNSYLVANIA ADDRESS / REGISTERED AGENT:** If the Applicant maintains a primary address outside of Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's secondary office within Pennsylvania. If the Applicant does not maintain a physical location within Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's Registered Agent within Pennsylvania.

NORESKO  
Attn: Legal Department  
Three Robinson Plaza, Suite 330  
Phone: (412) 788-4044  
Fax: (412) 788-4577

- c. **REGULATORY CONTACT:** Provide the name, title, address, telephone number, fax number, and e-mail address of the person to whom questions about this Application should be addressed.

Erik J. Miller  
Energy Procurement Manager  
NORESKO  
510 Thornall Street, Suite 170  
Edison, NJ 08837  
Phone: (732) 590-1842  
Fax: (732) 590-0129  
[emiller@noresko.com](mailto:emiller@noresko.com)

- d. **ATTORNEY:** Provide the name, address, telephone number, fax number, and e-mail address of the Applicant's attorney. If the Applicant is not using an attorney, explicitly state so.

Deanna Sheridan  
Corporate Counsel  
NORESKO  
One Research Drive, Suite 400C  
Westborough, MA 01581  
[www.noresko.com](http://www.noresko.com)  
Phone: (508) 614-1058  
Fax: (508) 898-9399  
[ds Sheridan@noresko.com](mailto:ds Sheridan@noresko.com)

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:** Provide the name, title, address, telephone number, fax number, and e-mail 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 the Applicant, the Natural Gas Distribution Company, the Pennsylvania Public Utility Commission, or other agencies. The main contact's information will be listed on the Commission website list of licensed NGSS.

Erik J. Miller  
Energy Procurement Manager  
NORESKO  
510 Thornall Street, Suite 170  
Edison, NJ 08837  
Phone: (732) 590-1842  
Fax: (732) 590-0129  
[emiller@noresko.com](mailto:emiller@noresko.com)

Shawn Tejani  
Senior Energy Analyst  
NORESKO  
510 Thornall Street, Suite 170  
Edison, NJ 08837  
Phone: (732) 590-2229  
Fax: (732) 590-3293  
[stejani@noresko.com](mailto:stejani@noresko.com)

## 2. BUSINESS ENTITY FILINGS AND REGISTRATION

- a. **FICTITIOUS NAME:** *(Select appropriate statement and provide supporting documentation as listed.)*

The Applicant will not be using a fictitious name.

- b. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:**  
*(Select appropriate statement and provide supporting documentation. As well, understand that Domestic means being formed within Pennsylvania and foreign means being formed outside Pennsylvania.)*

The Applicant is a foreign limited liability company (15 Pa. C.S. §8281)

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

See Attachment A

- Provide the state in which the business is organized/formed and provide a copy of the Applicant's charter documentation.

NORESKO, LLC was organized in Delaware  
See Attachment B

- Give name and address of officers.  
See Attachment C

## 3. AFFILIATES AND PREDECESSORS

*(both in state and out of state)*

- a. **AFFILIATES:** Give name and address of any affiliate(s) currently doing business and state whether the affiliate(s) are jurisdictional public utilities. If the Applicant does not have any affiliates doing business, explicitly state so. Also, state whether the applicant has any affiliates that are currently applying to do business in Pennsylvania.

See Attachment D

- b. **PREDECESSORS:** Identify the predecessor(s) of the Applicant and provide the name(s) under which the Applicant has operated within the preceding five (5) years, including address, web address, and telephone number, if applicable. If the Applicant does not have any predecessors that have done business, explicitly state so.

See Attachment E

## 4. OPERATIONS

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

Definitions

- Supplier – an entity which provides natural gas supply services to retail gas customers utilizing the jurisdictional facilities of a natural gas distribution company
- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of natural gas but does not take title to the natural gas.

- The Applicant is presently doing business in Pennsylvania as a
- natural gas interstate pipeline
  - municipality providing service outside its municipal limits
  - local gas distribution company
  - retail supplier of natural gas services in the Commonwealth
  - a natural gas producer
  - a broker/marketer engaged in the business of supplying natural gas services
  - X Other. (Identify the nature of service being rendered) Commissioning, Energy Performance Contracting, and Other Energy Consulting Services

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

- Supplier or Aggregator of natural gas services
- Municipal supplier of natural gas services
- Cooperative supplier of natural gas services
- X Broker/Marketer engaged in the business of supplying natural gas services
  - X Check here to verify that your organization will not be taking title to the natural gas nor will you be making payments for customers.
- Other (Describe):

c. **PROPOSED SERVICES:** Describe in detail the natural gas supply services which the Applicant proposes to offer.

NORESCO provides customers with energy procurement consulting services and serves as an Owner's Representative in customers' energy purchasing activities. In this capacity, NORESCO administers the supplier proposal and pricing process, business to be conducted, customers to be served, services provided and geographical areas to be covered, and provides recommendations and facilitates contract execution between the client and the winning energy supplier. NORESCO promotes the opportunity and contacts all registered energy suppliers to make them aware of the process and ensure that each supplier receives the data and information that it requires. NORESCO interfaces directly with the suppliers, handles all inquiries together with and/or on behalf of the client, and responds to Requests for Information from potential bidders as appropriate. We review the bid responses, tabulate the results and make a selection recommendation to the client. If the award is made, NORESCO provides contract support and facilitates contract execution. As appropriate, we also work to ensure that all accounts are properly transitioned to the winning energy supplier and the supplier handles the account enrollment process in a timely fashion.

d. **PROPOSED SERVICE AREA:** Check the box of each Natural Gas Distribution Company for which the Applicant proposes to provide service.

- |   |  |
|---|--|
| <input type="checkbox"/> Columbia                     | X Philadelphia Gas Works   |
| <input type="checkbox"/> National Fuel Gas            | <input type="checkbox"/> UGI Central Penn                            |
| X PECO  | <input type="checkbox"/> UGI Penn natural                            |
| <input type="checkbox"/> Peoples Gas – Equitable Div. | X UGI Utilities  |
| <input type="checkbox"/> Peoples Natural Gas          | <input type="checkbox"/> Valley Energy                               |
| <input type="checkbox"/> Peoples TWP                  | <input type="checkbox"/> All of the above, Entire Commonwealth of PA |

e. **CUSTOMERS:** Applicant proposes to provide services to:

- Residential Customers
- Small Commercial Customers - (Less than 6,000 Mcf annually)
- Residential and Small Commercial as Mixed Meter ONLY (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)
- Large Commercial Customers - (6,000 Mcf or more annually)
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

f. **START DATE:** Provide the approximate date the Applicant proposes to actively market within the Commonwealth.

Upon receipt of PA NGS license

## 5. COMPLIANCE

a. **CRIMINAL/CIVIL PROCEEDINGS:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, has been or is currently the defendant of a criminal or civil proceeding within the last five (5) years.

Identify all such proceedings (active or closed), by name, subject and citation; whether before an administrative body or in a judicial forum. If the Applicant has no proceedings to list, explicitly state such.

None of NORESCO's predecessors or person identified in this Application has been or is currently the defendant of a criminal or civil proceeding within the last (5) years.

NORESCO, LLC is a wholly-owned indirect subsidiary of Carrier Corporation ("Carrier"). Carrier is a wholly-owned subsidiary of United Technologies Corporation ("UTC"), a Fortune 50 Company listed on the New York Stock Exchange (NYSE: UTX). In the ordinary course of business, NORESCO, Carrier and UTC become involved in various types of administrative and civil proceedings from time to time. UTC is required to report all material offenses or actions against any of its subsidiaries or affiliated entities, including Carrier and NORESCO, and their respective business operations in Notes to Consolidated Financial Statements in each Annual Report submitted to the Securities and Exchange Commission. UTC's annual report can be found at [www.utc.com](http://www.utc.com). See Attachment F for a list of litigation involving NORESCO within the past five years.

b. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any such proceedings listed above.

See above Response to 5a.

c. **CUSTOMER/REGULATORY/PROSECUTORY ACTIONS:** Identify all formal or escalated actions or complaints filed with or by a customer, regulatory agency, or prosecutory agency against the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, for the prior five (5) years, including but not limited to customers, Utility Commissions, and Consumer Protection Agencies such as the Offices of Attorney General. If the Applicant has no actions or complaints to list, explicitly state such.

Applicant is a direct, wholly-owned subsidiary of Carrier Corporation ("Carrier"), which is wholly owned by United Technologies Corporation (UTC). Carrier, UTC and their respective subsidiaries become involved in various types of administrative and civil proceedings from time to time. UTC is required to report all material offenses or actions against it or its subsidiaries, including Carrier, in the Notes to Consolidated Financial Statements in each UTC Annual Report submitted to the Securities and Exchange Commission. The most recent Annual Report can be found at [www.utc.com](http://www.utc.com).

- d. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any actions listed above.

See above Response to 5c.

## **6. PROOF OF SERVICE**

*(Example Certificate of Service is attached at Appendix C)*

- a.) **STATUTORY AGENCIES:** Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, provide proof of service of a signed and verified Application with attachments on the following:

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

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

Office of the Small Business Advocate  
Commerce Building, Suite 1102  
300 North Second Street  
Harrisburg, PA 17101

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

Please See Attachment G for Proof of Service to Statutory Agencies and EDC's.

- b.) **NGDCs:** Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, provide Proof of Service of the Application and attachments upon each of the Natural Gas Distribution Companies the Applicant proposed to provide service in. 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. Contact information for each NGDC is as follows.

<p><b>Columbia Gas of PA, Inc.</b> Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 <a href="mailto:theckathorn@nisource.com">theckathorn@nisource.com</a></p>	<p><b>Peoples Gas – Equitable Division</b> Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</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 e-mail: <a href="mailto:wolfordd@natfuel.com">wolfordd@natfuel.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>The Peoples Natural Gas Company</b> Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>Philadelphia Gas Works</b> Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: <a href="mailto:nicholas.lapergola@pgworks.com">nicholas.lapergola@pgworks.com</a></p>



<p><b>Peoples TWP LLC (Formerly T. W. Phillips)</b>  Lynda Petrichevich  375 North Shore Drive, Suite 600  Pittsburg, PA 15212  PH: 412.208.6528  FAX: 412.208.6577  e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>UGI</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>
<p><b>UGI Central Penn</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>	<p><b>UGI Penn Natural</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>
<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:bobc@ctenterprises.org">bobc@ctenterprises.org</a></p>	

## 7. FINANCIAL FITNESS

- a. **BONDING:** In accordance with 66 Pa. C.S. Section 2208(c), no natural gas supplier license shall be issued or remain in force unless the applicant or holder furnishes a bond or other security in a form and amount to ensure the financial responsibility of the natural gas supplier. The criteria used to determine the amount and form of such bond or other security shall be set by each NGDC. Provide documentation that the applicant has met the security requirement of each NGDC by submitting the letters sent by the NGDCs stating what bonding amounts they require.

See Attachment H

- b. **FINANCIAL RECORDS, STATEMENTS, AND RATINGS:** Applicant must 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.

See Attachment I.

- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)

United Technologies Corporation 10K for 2013:  
<https://www.sec.gov/Archives/edgar/data/101829/000010182914000006/0000101829-14-000006-index.htm>

United Technologies Corporation 10Q for Q3 2014:  
<https://www.sec.gov/Archives/edgar/data/101829/000010182914000039/0000101829-14-000039-index.htm>

- c. **SUPPLIER FUNDING METHOD:** If Applicant is operating as anything other than **Broker/Marketer only**, explain how Applicant will fund its operations. Provide all credit agreements, lines of credit, etc., and elaborate on how much is available on each item.

N/A Operating only as a Broker/Marketer

- d. **BROKER PAYMENT STRUCTURE:** If applicant is a broker/marketer, explain how your organization will be collecting your fees.

NORESCO's broker transactions are structured through three different contractual arrangements: a) the fee agreement between the customer and NORESCO, b) the broker agreement between NORESCO and the supplier and c) the electricity sales agreement between the customer and supplier. NORESCO and a customer enter into an agreement or understanding regarding a broker fee. NORESCO also enters into a broker agreement with the supplier which agrees to remit the agreed-upon broker fee from the customer to NORESCO for any customer NORESCO refers. Once the customer and the supplier have entered into an electricity sales agreement, the customer remits the broker fee to the supplier, and the broker fee is remitted by supplier to NORESCO in regular (usually monthly installments). Payment by the supplier to NORESCO of the broker fee is contingent upon the supplier receiving payment from the customer.

- e. **ACCOUNTING RECORDS CUSTODIAN:** Provide the name, title, address, telephone number, FAX number, and e-mail address of Applicant's custodian for its accounting records.

Rick Diethorn, Controller  
NORESCO  
Four Penn Center West, Suite 220  
Pittsburgh, PA 15276  
412-788-4044  
412-788-4577  
rdiethorn@noresco.com

- f. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix D to this application.

*All sections of the Tax Certification Statement must be completed. Absence (submitting N/A) of any of the TAX identifications numbers (items 7A through 7C) shall be accompanied by supporting documentation or an explanation validating the absence of such information.*

*Items 7A and 7C on the Tax Certification Statement are designated by the Pennsylvania Department of Revenue. Item 7B on the Tax Certification Statement is designated by the Internal Revenue Service.*

See Attachment J

## 8. TECHNICAL FITNESS:

To ensure that the present quality and availability of service provided by natural gas distribution companies does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided.

- a. **EXPERIENCE, PLAN, STRUCTURE:** such information may include:
- Applicant's previous experience in the natural gas industry.
  - Summary and proof of licenses as a supplier of natural gas services in other states or jurisdictions.
  - Type of customers and number of customers Applicant currently serves in other jurisdictions.
  - Staffing structure and numbers as well as employee training commitments.
  - Business plans for operations within the Commonwealth.
  - Any other information appropriate to ensure the technical capabilities of the Applicant.



See Attachment K

**b. PROPOSED MARKETING METHOD** (check all that apply)

- Internal – Applicant will use its own internal resources/employees for marketing
- External NGS – Applicant will contract with a **PUC LICENSED NGS**
- Affiliate – Applicant will use a **NON-NGS affiliate that is a nontraditional marketer and/or marketing services consultant**
- External Third-Party – Applicant will contract with a **NON-NGS third party nontraditional marketer and/or nonselling marketer**
- Other (Describe):

**c. DOOR TO DOOR SALES:** Will the Applicant be implementing door to door sales activities?

- Yes
- No

If yes, will the Applicant be using verification procedures? N/A

- Yes
- No

If yes, describe the Applicant's verification procedures. N/A

**d. OVERSIGHT OF MARKETING:** Explain all methods Applicant will use to ensure all marketing is performed in an ethical manner, for both employees and subcontractors.

NORESCO relies on existing relationships and referrals for new business and primarily goes to the market in this fashion. NORESCO does have marketing information on its website: [www.noresco.com](http://www.noresco.com), but because our potential customers are businesses and public entities and not individual customers, NORESCO does not engage in telemarketing or door-to-door sales.

NORESCO's marketing and legal teams review all marketing materials to ensure compliance with legal and regulatory requirements as well as with the marketing policy of United Technologies Corporation (NORESCO's parent company). UTC's marketing policy requires legal and senior management review and approval before marketing materials are released. All efforts are guided by the UTC Ethics Policy, which can be found at [www.utc.com/our-company/ethics-and-compliance/pages/code-of-ethics.apx](http://www.utc.com/our-company/ethics-and-compliance/pages/code-of-ethics.apx).

**e. OFFICERS:** Identify Applicant's chief officers, and include the professional resumes for any officers directly responsible for operations.

See Attachment L.

**9. DISCLOSURE STATEMENT:**

**DISCLOSURE STATEMENTS:** If proposing to serve Residential and/or Small Commercial (less than 6,000 Mcf annually) Customers, provide a Residential and/or Small Commercial disclosure statement. A sample disclosure statement is provided as Appendix E to this Application.

- Natural gas 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.

*Not applicable for an applicant applying for a license exclusively as a broker/marketer.*

## 10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. **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. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 62.114.

X      AGREED

- b. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission:
- Reports of Gross Receipts: Applicant shall file an annual report with the Commission on an annual basis no later than April 30<sup>th</sup> following the end of the calendar year per 52 Pa. Code § 62.110.

X      AGREED

- c. **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. § 2208(d). Transferee will be required to file the appropriate licensing application.

X      AGREED

- d. **ASSESSMENT:** The Commission does not presently assess Natural Gas Suppliers for the purposes of recovery of regulatory expenses.

X      ACKNOWLEDGED

- e. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur to the information upon which the Commission relied in approving the original filing. See 52 Pa. Code § 62.105.

X      AGREED

- f. **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.

X      AGREED

- g. **NOTIFICATION OF CHANGE:** If your answer to any of these items changes during the pendency of your application or if the information relative to any item herein changes while you are operating within the Commonwealth of Pennsylvania, you are under a duty to so inform the Commission, within thirty (30) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 62.105.

X      AGREED

**h. CEASING OF OPERATIONS:** Applicant is also required to officially notify the Commission if it plans to cease doing business in Pennsylvania, 90 days prior to ceasing operations.

X      AGREED

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

X      PAYMENT ENCLOSED

## **11. AFFIDAVITS**

**a.) APPLICATION AFFIDAVIT:** Complete and submit with your filing an officially notarized Application Affidavit stating that all the information submitted in this application is truthful and correct. An example copy of this Affidavit can be found at Appendix A.

**b.) OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the Public Utility Code of Pennsylvania and applicable federal and state laws. An example copy of this Affidavit can be found at Appendix B.

## **12. NEWSPAPER PUBLICATIONS**

Notice of filing of this Application must be published in newspapers of general circulation covering each county in which the applicant intends to provide service. Below is a list of newspapers which cover the publication requirements for Natural Gas Suppliers looking to do business in Pennsylvania.

The newspapers in which proof of publication are required is dependent on the service territories the applicant is proposing to serve. The chart below dictates which newspapers are necessary for each NGDC. If the applicant is proposing to serve the entire Commonwealth, please file proof of publication in all seven newspapers.

Please file with the Commission the Certification of Publication, along with a Photostatic copy of the notice to complete the notice requirements.

Proof of newspaper publications must be filed with the initial application. Applicants **do not** need a docket number in their publication. Docket numbers will be issued when all criteria on the item 14 checklist (see below) are satisfied.

	Erie Times-News	Harrisburg Patriot-News	Philadelphia Daily News	Pittsburg Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Columbia Gas	X	X		X		X	X
Equitable Gas	X			X			
National Fuel Gas				X			
PECO			X				
Peoples Natural Gas	X			X			X
Peoples TWP LLC				X			
Philadelphia Gas Works			X				
UGI		X	X		X		
UGI Central Penn	X	X	X	X	X	X	X
UGI Penn Natural		X			X	X	
Valley Energy					X	X	
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices F and G)

**13. SIGNATURE**

Applicant:   
By: Deanna Sheridan  
Title: Corporate Counsel

**14. CHECKLIST**

For the applicant's convenience, please use the following checklist to ensure all relevant sections are complete. The Commission Secretary's Bureau will not accept an application unless each of the following sections is complete.

**Applicant:** \_\_\_\_\_

Applicant's Use	✓	<b>Signature</b>	
	✓	<b>Filing Fee</b>	
	✓	<b>Application Affidavit</b>	
	✓	<b>Operations Affidavit</b>	
	✓	<b>Proof of Publication</b>	
	✓	<b>Tax Certification Statement</b>	
	✓	<b>Commonwealth Department of State Verification</b>	
	✓	<b>Certificate of Service</b>	
		PUC Secretary's Bureau Use	

## **ATTACHMENTS**

- A. Commonwealth of Pennsylvania Certificate of Good Standing**
- B. Delaware Certificate of Organization and Certificate of Good Standing**
- C. Officer Names and Addresses**
- D. Affiliates**
- E. Predecessors**
- F. Civil Litigation**
- G. Proof of Service**
- H. Bond**
- I. Financial Records**
- J. Tax Certification Statement**
- K. Experience, Plan, Structure**
- L. Résumés for Chief Officers Responsible for Operations**
- M. Application Affidavit**
- N. Operations Affidavit**
- O. Proof of Newspaper Publications**
- P. Corporate Brochure**



**ATTACHMENT A**

**Commonwealth of Pennsylvania Certificate of Good Standing**

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE

JANUARY 26, 2015

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

**NORESCO, LLC**

is duly registered as a Foreign Limited Liability Company under the laws of the Commonwealth of Pennsylvania and remains subsisting so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

*Pedro A. Contes*

Acting Secretary of the Commonwealth

**ATTACHMENT B**

**Delaware Certificate of Organization and Certificate of Good Standing**

**CERTIFICATE OF FORMATION  
OF  
NORESKO, LLC**

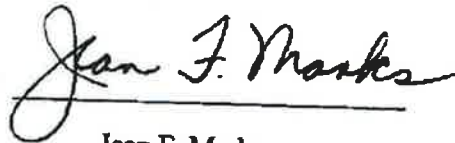
The undersigned, being authorized to execute and file this Certificate, hereby certifies that:

- FIRST:** The name of the limited liability company (hereafter referred to as the "Company") is NORESKO, LLC.
- SECOND:** The purposes for which the Company is formed are to conduct any lawful business, purposes or activity as provided under the Delaware Limited Liability Company Act in effect on the date hereof or as it may be subsequently amended.
- THIRD:** The address of the registered office of the Company is Corporate Trust Center 1209 Orange Street, in the City of Wilmington, County of New Castle, State of Delaware. The name of the registered agent at such address is The Corporation Trust Company.

The undersigned, being authorized person, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, does make this certificate hereby declaring and certifying that this is its act and deed and the facts herein stated are true, and accordingly have hereunto set its hand this 9<sup>th</sup> date of February, 2000.

**EQUITABLE RESOURCES, INC.**  
As Authorized Person

By:



Jean F. Marks

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NORESKO, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2014.


AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

3174085 8300

141328506

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: 1805908

DATE: 10-23-14



## ATTACHMENT C

### Officers

Title	Name	Address
Director and President	Neil Petchers	5 Research Drive, Shelton, CT 06484
Director, Executive Vice President and Treasurer	David G. Mannherz	One Research Drive, Westborough, MA 01581
Vice President	Troy Walters	510 Thornall St., Suite 175, Edison, NJ 08837
Vice President	Randall Clark	One Research Drive, Westborough, MA 01581
Vice President	Gerald Reilley	4519 South Route 116, Bristol, VT 05443
Vice President	Britta Macintosh	One Research Drive, Westborough, MA 01581
Vice President	Michael Beccaria	7894 Stratford Lane, Atlanta, GA 30350
Vice President	Wade Carleton	One Research Drive, Westborough, MA 01581
Vice President	William Foster	4212 Glen Laurel Drive, Raleigh, NC 27612
Vice President	Paul Pimentel	6 Penny Lane, Edgartown, MA 02539
Secretary	Adam M. Nee	One Research Drive, Westborough, MA 01581

## **ATTACHMENT D**

### **Affiliates**

NORESCO is 100% owned by Carrier Corporation, a wholly-owned subsidiary of United Technologies Corporation (“UTC”), which is a diversified, publicly-traded Fortune 500 corporation with over 1,200 affiliates. For more information on the main business units of UTC, please visit the “Our Businesses” tab at the UTC website: <http://www.utc.com>

## ATTACHMENT E

### Predecessors

NORESCO, LLC is a limited liability company organized in the state of Delaware (“NORESCO”), and is wholly owned by Carrier Corporation (“Carrier”), a wholly-owned subsidiary of United Technologies Corporation (“UTC”). Dome-Tech, Incorporated (“Dome-Tech”) is a Delaware corporation and is also wholly owned by Carrier.

On January 1, 2010, NORESCO assumed day-to-day management and corporate oversight responsibilities of Dome-Tech. On July 1, 2014, as part of an internal corporate restructuring, Dome-Tech assigned all of its assets to NORESCO, LLC and merged out of existence.

Accordingly, throughout this application, when referring to staff experience and licenses held, those descriptions, including the company’s project history, may include that of Dome-Tech.

The information for Dome-Tech is below:

510 Thornall Street, Suite 170  
Edison, NJ 08837  
[www.dome-tech.com](http://www.dome-tech.com)  
(732) 590-0122

**ATTACHMENT F**

**Civil Litigation**

[CONFIDENTIAL]

## ATTACHMENT G

### Certificate of Service

On this the 6<sup>th</sup> day of February 2015, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as a Natural Gas Supplier and all attachments have been served, as either a hardcopy or a searchable PDF version on a CD-ROM, upon the following:

Office of the Consumer Advocate  
5<sup>th</sup> Floor, Forum Place  
555 Walnut Street  
Harrisburg, PA 17120

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

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

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

PECO  
Charles Thillet, Manager, Gas Supply and Transportation  
2301 Market Street, S9-2  
Philadelphia, PA 19103

Philadelphia Gas Works  
Nicholas LaPergola  
800 West Montgomery Avenue  
Philadelphia, PA 19122

UGI  
David Lahoff  
2525 N. 12<sup>th</sup> Street, Suite 360  
Reading, PA 19612-267



Deanna Sheridan, Corporate Counsel  
NORESKO, LLC



# ATTACHMENT H

## Bond



PECO Energy Company  
Gas  
2301 Market Street, Sg-3  
Philadelphia, PA 19101

www.exeloncorp.com

An Exelon Company

February 3, 2015

Deanna Sheridan  
Corporate Counsel  
NORESKO  
UTC Building & Industrial Systems  
1 Research Drive, Suite 400C,  
Westborough, MA 01581

Re: Bonding Requirements

Dear Deanna Sheridan:

PECO is aware that NORESKO has applied for a license to provide brokering and consulting services to commercial and industrial customers on the distribution system of PECO.

In making such an application, NORESKO could be required to provide to PECO a bond or other acceptable financial security in an amount that PECO determines to be appropriate. NORESKO has indicated that it intends to provide only brokering and consulting services to commercial and industrial customers will not take title to any delivered natural gas; nor will accept any customer payments or deposits. Therefore, PECO has determined at this time that NORESKO does not need a bond or other financial security requirement, since they are not directly engaging in business with PECO and only providing brokering or consulting services to PECO customers. However, if the services provided by NORESKO or the creditworthiness requirement for PECO's exposure to NORESKO changes in the future, PECO reserves the rights to require NORESKO to provide a bond or other financial security instrument.

If you should have any questions regarding this matter, please contact Chris Sauerbaum at 215-841-6422 or myself at 215-841-6452.

Respectfully submitted,

A handwritten signature in cursive script that reads "Carlos P. Thillet".

Carlos P. Thillet  
Manager, Gas Supply and Transportation  
2301 Market St S9-1  
Philadelphia, Pa 19103

**Philadelphia Gas Works**



800 W. Montgomery Ave., Philadelphia, PA 19122  
Telephone: 215-236-0500

February 3, 2015

Mr. Shawn Tejani, CEP  
NORESKO  
551 Thornall Street, Edison, NJ 08837

Re: Security Requirement for PGW.

Dear Sir:

Philadelphia Gas Works ("PGW") is aware that NORESKO 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, NORESKO must furnish acceptable security to each utility where P NORESKO will do business. As such, under its tariff, Philadelphia Gas Works could require NORESKO to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate.

However, you have indicated, and it is Philadelphia Gas Works' understanding, that NORESKO intends only to provide natural gas aggregating, brokering and consulting services at this time. You have stated that, in performing these services, NORESKO will never take title to any delivered natural gas.

Based upon your representations, Philadelphia Gas Works has determined that, at this time, NORESKO does not need to post a bond or other form of security to operate in its service territory. If the services provided by NORESKO should change, Philadelphia Gas Works reserves the right to require security from NORESKO as it deems appropriate.

If you have any questions concerning the foregoing, please contact me at 215-684-6278

Kind Regards,

A handwritten signature in black ink, appearing to read "Nicholas LaPergola". The signature is fluid and cursive, written over the printed name.

Nicholas LaPergola  
Director Gas Supply and Transportation



UGI Utilities, Inc.  
2525 North 12th Street  
Suite 360  
Post Office Box 12677  
Reading, PA 19612-2677

(610) 796-3400 Telephone

February 5, 2015

Deanna Sheridan  
Corporate Counsel  
NORESCO, LLC  
One Research Drive, Suite 400C  
Westborough, MA 01581

RE: NORESCO, LLC. application to serve as a Natural Gas Broker

Dear Ms. Sheridan,

Based on your assertion that NORESCO, LLC ("NORESCO") is applying with the State of Pennsylvania to operate as a natural gas broker/marketer, UGI Utilities Inc. ("UGIU") has concluded that NORESCO will not need to post security with UGI-Central Penn Gas ("CPG"), UGI-Penn Natural Gas ("PNG") or UGI Utilities Gas Division ("UGI"). This is based on the declaration that NORESCO will not be taking title to gas or directly serving end use customers. This also assumes that NORESCO will be acting in conjunction with a licensed Natural Gas Supplier who has been approved by the Pennsylvania Public Utility Commission to serve in the applicable UGIU service territories and who has posted the required financial security as specified in the respective UGIU tariffs. If NORESCO wishes to directly serve Choice customers in the service territories of UGI, PNG and/or CPG in the future as a natural gas supplier, it will have to post security as specified in the respective UGI tariffs prior to the commencement of the service.

Please feel free to contact me with any additional questions that you may have.

Sincerely,

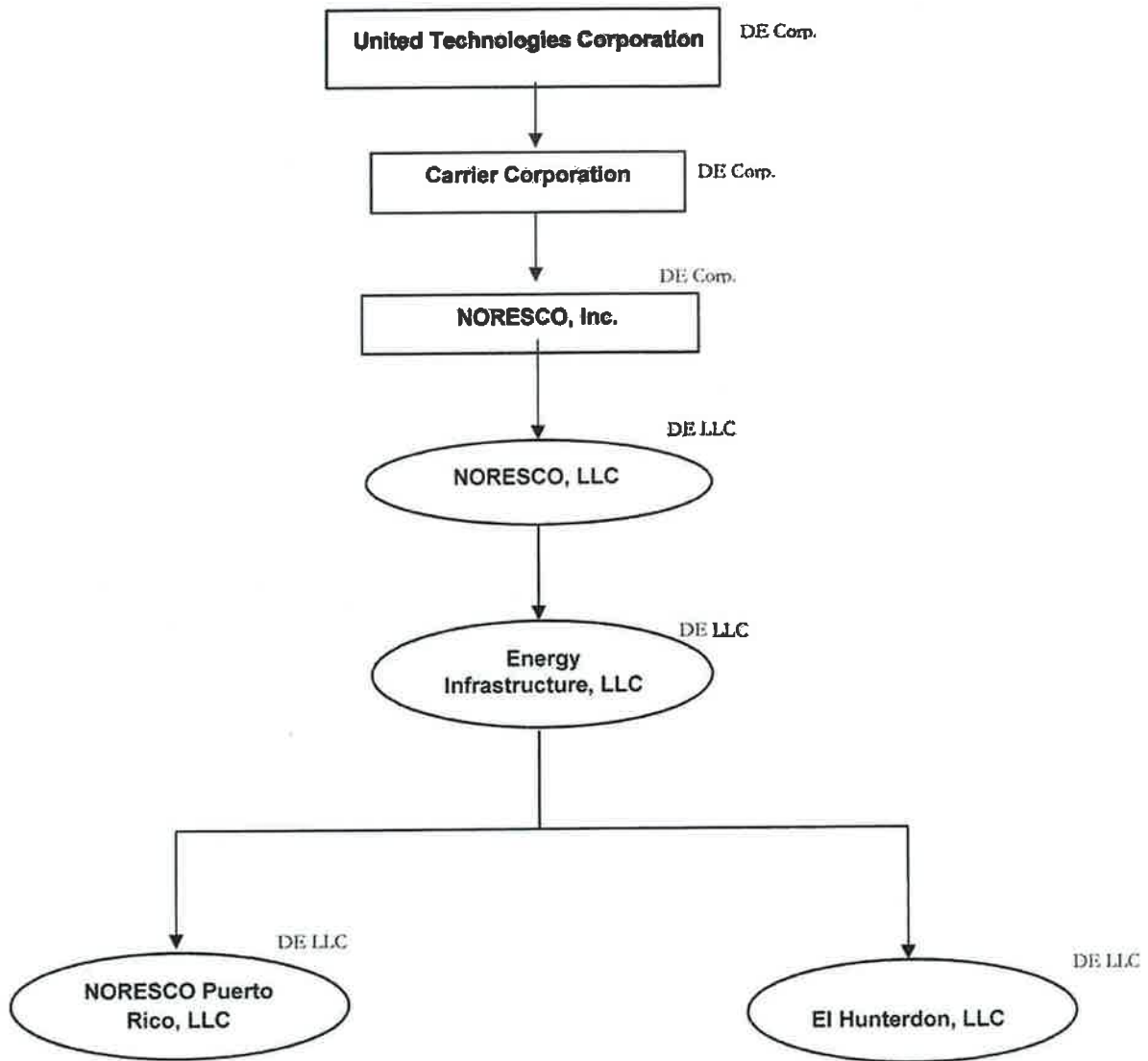
A handwritten signature in black ink, appearing to read "David E. Lahoff". The signature is fluid and cursive, written over a light blue horizontal line.

David E. Lahoff  
Manager, Tariff & Supplier Administration  
UGI Utilities, Inc.

# **ATTACHMENT I**

## **Organizational Structure**

# NORESKO ORGANIZATIONAL STRUCTURE



**ATTACHMENT J**

**Tax Certification Statement**

**TAX CERTIFICATION STATEMENT  
PUBLIC UTILITY COMMISSION**

A completed Tax Certification Statement must accompany all applications for new licenses, renewals or transfers. Failure to provide the requested information and/or any outstanding state income, corporation, and sales (including failure to file or register) will cause your application to be rejected. If additional space is needed, please use white 8 1/2" x 11" paper. Type or print all information requested.

1. CORPORATE OR APPLICANT NAME  NORESKO, LLC	2. BUSINESS PHONE NO. ( 412 ) 788-4044 CONTACT PERSON(S) FOR TAX ACCOUNTS: Rick Diethorn, Controller
--	--

3. TRADE/FICTITIOUS NAME (IF ANY)

4. LICENSED ADDRESS (ZIP)	(STREET, RURAL ROUTE, P.O. BOX NO.)	(POST OFFICE)	STATE
1 Research Drive, Suite 400C	Westborough	MA	01581

5. TYPE OF ENTITY       SOLE PROPRIETOR       PARTNERSHIP       CORPORATION  
                                   **XX LLC**       OTHER (Describe...)

**6. LIST OWNER(S), GENERAL PARTNERS, OR CORPORATE OFFICERS(S)**

Neil Petchers, President and CEO	SOCIAL SECURITY NUMBER (OPTIONAL)
David G. Mannherz, Executive Vice President and Treasurer	SOCIAL SECURITY NUMBER (OPTIONAL)
Troy Walters, Vice President	SOCIAL SECURITY NUMBER (OPTIONAL)
Adam Nee, Corporate Secretary	SOCIAL SECURITY NUMBER (OPTIONAL)

**7. LIST THE FOLLOWING STATE & FEDERAL TAX IDENTIFICATION NUMBERS (ALL ITEMS A,B, & C MUST BE COMPLETED)**  
**Applicant must provide explanation if submitting N/A for any items**  
 Item A- Designated by the Pennsylvania Department of Revenue.  
 Item B - Designated by the Internal Revenue Service.  
 Item C - Designated by the Pennsylvania Department of Revenue. The Corporate Box number may also be referred to as the Corporate Account number.

<b>A. SALES TAX LICENSE (8 DIGITS)</b> APPLICATION PENDING      N/A <table style="width:100%; border-collapse: collapse;"> <tr> <td style="border: 1px solid black; width: 20px; text-align: center;">8</td> <td style="border: 1px solid black; width: 20px; text-align: center;">2</td> <td style="width: 20px;">-</td> <td style="border: 1px solid black; width: 20px; text-align: center;">7</td> <td style="border: 1px solid black; width: 20px; text-align: center;">8</td> <td style="border: 1px solid black; width: 20px; text-align: center;">2</td> <td style="border: 1px solid black; width: 20px; text-align: center;">7</td> <td style="border: 1px solid black; width: 20px; text-align: center;">8</td> <td style="width: 20px;">-</td> <td style="border: 1px solid black; width: 20px; text-align: center;">7</td> <td style="width: 20px;"> </td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="width: 20px;"> </td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table>	8	2	-	7	8	2	7	8	-	7		<input type="checkbox"/>		<input type="checkbox"/>	<b>C. CORPORATE BOX NUMBER (7 DIGITS)</b> APPLICATION PENDING      N/A <table style="width:100%; border-collapse: collapse;"> <tr> <td style="border: 1px solid black; width: 20px; text-align: center;">2</td> <td style="border: 1px solid black; width: 20px; text-align: center;">9</td> <td style="border: 1px solid black; width: 20px; text-align: center;">9</td> <td style="border: 1px solid black; width: 20px; text-align: center;">6</td> <td style="width: 20px;"> </td> <td style="border: 1px solid black; width: 20px; text-align: center;">9</td> <td style="border: 1px solid black; width: 20px; text-align: center;">9</td> <td style="border: 1px solid black; width: 20px; text-align: center;">0</td> <td style="width: 20px;"> </td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="width: 20px;"> </td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table>	2	9	9	6		9	9	0		<input type="checkbox"/>		<input type="checkbox"/>
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2	9	9	6		9	9	0		<input type="checkbox"/>		<input type="checkbox"/>																

<b>B. EMPLOYER ID (EIN) (9 DIGITS):</b> APPLICATION PENDING      N/A <table style="width:100%; border-collapse: collapse;"> <tr> <td style="border: 1px solid black; width: 20px; text-align: center;">9</td> <td style="border: 1px solid black; width: 20px; text-align: center;">0</td> <td style="width: 20px;">-</td> <td style="border: 1px solid black; width: 20px; text-align: center;">0</td> <td style="border: 1px solid black; width: 20px; text-align: center;">4</td> <td style="border: 1px solid black; width: 20px; text-align: center;">5</td> <td style="border: 1px solid black; width: 20px; text-align: center;">3</td> <td style="border: 1px solid black; width: 20px; text-align: center;">1</td> <td style="border: 1px solid black; width: 20px; text-align: center;">6</td> <td style="border: 1px solid black; width: 20px; text-align: center;">8</td> <td style="width: 20px;"> </td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="width: 20px;"> </td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table>	9	0	-	0	4	5	3	1	6	8		<input type="checkbox"/>		<input type="checkbox"/>	
9	0	-	0	4	5	3	1	6	8		<input type="checkbox"/>		<input type="checkbox"/>		

8. Do you have PA employees, resident or non-resident?      X YES       NO  
 9. Do you own any assets or have an office in PA?      X YES       NO

NAME AND PHONE NUMBER OF PERSON(S) RESPONSIBLE FOR FILING TAX RETURNS		
William Coates PA SALES AND USE TAX PHONE (860) 676-6404	Jim Reamer EMPLOYER TAXES PHONE (860) 731-9316	Elizabeth Christensen CORPORATE TAXES PHONE (860) 728-6244

Telephone inquiries about this form may be directed to the Pennsylvania Department of Revenue at the following numbers: (717) 772-2673, TDD# (717) 772-2252 (Hearing Impaired Only)



## ATTACHMENT K

### Experience, Plan, Structure

NORESCO provides world-class energy engineering and professional consulting services to help its clients optimize building systems performance, reduce energy consumption, reduce emissions production, manage energy expenses through retail purchasing, and improve overall efficiency and operational sustainability. NORESKO is headquartered in Westborough, Massachusetts and has numerous U.S. office locations, including offices in Edison, New Jersey; Manhattan and the Baltimore and Philadelphia areas.

NORESCO has been recognized by our clients as a leader and innovator in energy efficiency. Our client list includes some of the largest commercial, manufacturer, pharmaceutical, higher education and public/government entities in the area and in the country.

United Technologies Corporation (UTC) acquired NORESKO in 2008 to build a sustainability and energy services practice along with other UTC affiliates Architectural Energy Corporation (AEC) and Dome-Tech, Inc. (Dome-Tech). Since that time, NORESKO, AEC and Dome-Tech have supported UTC's ongoing commitment to defining business success by improving the human condition through environmental improvement and sustainable practices. On July 1, 2014, AEC and Dome-Tech merged into NORESKO, and NORESKO was the surviving corporate entity. The combined company enables NORESKO to provide customers across all of our markets with greater access to a full suite of energy and sustainability solutions offerings, and the benefits that come from our collective operational expertise and assets.

NORESCO's workforce is predominantly comprised of degreed engineers with years of hands-on experience in facilities, systems and energy services in a variety of applications. Our professional staff consists of licensed Professional Engineers, Certified Energy Managers, LEED-Accredited professionals, TAB experts, Commissioning Agents, and Certified Energy Procurement Professionals. Please refer to Attachment P to find a **Corporate Brochure** for NORESKO's Sustainability Services group.

## **ATTACHMENT L**

### **Résumés**



## ERIK MILLER, LEED AP

### Program Director, Energy Procurement



Erik Miller has nearly two decades of experience in the energy procurement industry. Mr. Miller has extensive experience analyzing customers' energy demand, consumption, costs, rates and operating characteristics. In the interest of assisting both public and private-sector clients secure third-party energy agreements, he has developed procurement strategies, written bid specifications, administered the competitive bidding process and negotiated energy contracts. He continually monitors and reports on energy market conditions,

buying opportunities, regulatory updates and the New Jersey Board of Public Utility's (NJBP) annual Basic Generation Service (BGS) online power auction process. Mr. Miller maintains the firm's energy credentials with the NJBP as a licensed Energy Consultant, Energy Agent and Private Aggregator. Mr. Miller is committed to delivering top-notch advisory services that result in the integration of supply-side and demand-side initiatives and the ultimate management of your company's energy bottom line.

### Selected Relevant Experience

- ▶ **DELAWARE RIVER PORT AUTHORITY**  
PENNSYLVANIA AND NEW JERSEY  
*Project Manager, Retail Electricity Procurement*
- ▶ **SOUTH JERSEY POWER COOPERATIVE**  
CAMDEN, NJ  
**Multiple Counties (Six Counties)**  
*Project Manager, Energy Procurement Consulting*
- ▶ **UNITED TECHNOLOGIES CORPORATION**  
FARMINGTON, CT  
**Multiple Buildings (Ten Buildings)**  
*Farm Springs Procurement Consulting Services*
- ▶ **CHUBB & SON**  
WEATOGUE, CT  
*Project Manager, Retail Electricity Procurement*
- ▶ **SIKA CORPORATION**  
CANTON, MA  
*Project Manager, Retail Electricity and Natural Gas Procurement*
- ▶ **NEW JERSEY COUNTY COLLEGES CONSORTIUM**  
EDISON, NJ  
**Multiple Buildings (15 Colleges)**  
*Project Manager, Energy Procurement Consulting*

### Employment History

**2005 to Present**  
Program Director, Energy Procurement  
NORESKO

**1994 to 2005**  
Manager of Energy Services  
PMK Group

### Registrations and Certifications



LEED Accredited Professional  
U.S. Green Building Council

### Affiliations

Member, Association of Energy Engineers

### Education

Bachelors of Science  
Finance  
University of Scranton



## SHAWN TEJANI, CEP

### Analyst II



Shawn Tejani has more than five years of experience as an energy analyst. Mr. Tejani supports energy audit operations, energy procurement and renewable energy credit management. Mr. Tejani has been an analyst and supporting project manager for clients and aggregated energy buying groups, representing more than 100 megawatts worth of demand.

Mr. Tejani assists in managing the online reverse energy auction service and the electronic data interchange (EDI) system,

which is used to swiftly acquire, assemble and classify clients' historical utility data. He has valuable skills in account and data management.

### Selected Relevant Experience

- ▶ **ANGELO STATE UNIVERSITY**  
SAN ANGELO, TX  
**Multiple Buildings**  
*Project Manager, Energy Procurement Consulting*
- ▶ **SOUTH JERSEY POWER CO-OPERATIVE**  
CAMDEN, NJ  
**Multiple Counties (6 Counties)**  
*Project Manager, Energy Procurement Consulting*
- ▶ **NEW JERSEY COUNTY COLLEGES CONSORTIUM**  
EDISON, NJ  
**Multiple Buildings (13 Colleges)**  
*Project Manager, Energy Procurement Consulting*
- ▶ **RICHARD STOCKTON COLLEGE OF NEW JERSEY**  
GALLOWAY, NJ  
**Multiple Buildings (20+ Buildings)**  
*Project Manager, Energy Procurement Consulting*
- ▶ **MOUNTAIRE FARMS OF DELAWARE, INC.**  
VARIOUS LOCATIONS  
**Multiple Buildings (8 Buildings)**  
*Energy Analyst, Reverse Auction for Energy Procurement*
- ▶ **OCEAN COUNTY COLLEGE**  
TOMS RIVER, NJ  
**Multiple Buildings (10 Buildings)**  
*Energy Analyst, Natural Gas and Electric Procurement Services*

### Employment History

**2008 to Present**  
Analyst II  
NORESKO Sustainability Services

**2007 to 2008**  
Energy Analyst  
Kesler Energy Consultants

### Registrations & Certifications

Certified Energy Procurement  
Professional  
Association of Energy Engineers

### Affiliations

Member, Institute of Industrial Engineers

### Education

B.S. Industrial Engineering  
Rutgers University



## KEN SISSINGH

Program Director, Energy Procurement



Ken Sissingh has 19 years experience in the energy industry. Mr. Sissingh has the ability to identify solutions and provide clients with energy management cost-cutting strategies. Mr. Sissingh has detailed knowledge of demand and price response, power and gas commodities and has been an integral team member resolving complex solutions for clients. Mr. Sissingh developed a software program that examines energy usage providing clear insight in areas of consumption where large savings could be realized as well as

improved equipment efficiency.

### Selected Relevant Experience

- ▶ **HOLLY ENERGY PARTNERS**  
VARIOUS LOCATIONS  
*Project Manager, Energy Procurement In Deregulated States, Rate Tariff Review In Regulated States*
- ▶ **ANGELO STATE UNIVERSITY**  
SAN ANGELO, TX  
*Project Manager, Electricity Procurement*
- ▶ **GLOBITECH**  
SHERMAN, TX  
*Project Manager, Electricity Procurement*
- ▶ **LINCOLN PROPERTY COMPANY**  
DALLAS, TX  
*Project Manager, Electricity Procurement*
- ▶ **GULF ELECTROQUIP, LTD**  
HOUSTON, TX  
*Project Manager, Electricity Procurement*
- ▶ **UNIVERSITY OF ST. THOMAS**  
HOUSTON, TX  
*Project Manager, Electricity Procurement*
- ▶ **HINES INTERESTS**  
HOUSTON, TX  
**Multiple Buildings (3 Buildings)**  
*Project Manager, Electricity Analysis of Several Commercial Buildings*

### Employment History

- 2012 to Present**  
Program Director, Energy Procurement  
NORESKO Sustainability Services
- 2010 to 2011**  
Senior Business Development Manager  
Direct Energy
- 2004 to 2010**  
Director of Technical Sales  
Constellation NewEnergy
- 2001 to 2004**  
Senior Manager of Sales  
Reliant Energy
- 1996 to 2001**  
Manager  
Enron

### Education

- M.B.A.**  
University of Texas - San Antonio
- B.A. Business Administration**  
Trinity University


**ATTACHMENT M**

**Application Affidavit**

Commonwealth of Massachusetts :  
: ss.  
County of Worcester :

Deanna G. Sheridan, Affiant, being duly affirmed according to law, deposes and says that:

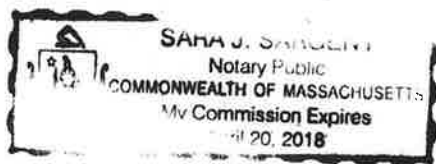
- She is the Corporate Counsel of NORESCO, LLC;
- She is authorized to and does make this affidavit for said NORESCO, LLC;
- NORESCO, LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. § 2808 (c)(1).
- NORESCO, LLC has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.
- NORESCO, LLC acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.
- NORESCO, 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 her knowledge, information, and belief, and that she expects NORESCO, LLC to be able to prove the same at hearing.

  
Signature of Affiant

Sworn and subscribed before me this 6<sup>th</sup> day of February, 2015.

  
Signature of official administering oath

My commission expires April 20, 2018.



**ATTACHMENT N**

**Operations Affidavit**

Commonwealth of Massachusetts :  
:   ss.  
County of Worcester :

Deanna G. Sheridan, Affiant, being duly affirmed according to law, deposes and says that:

She is the Corporate Counsel and Assistant Corporate Secretary of NORESKO, LLC;

That she is authorized to and does make this affidavit for said Applicant;

That NORESKO, LLC, the Applicant herein, acknowledges that it 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 NORESKO, LLC, the Applicant herein, asserts that it possesses the requisite technical, managerial, and financial fitness to render electric 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 NORESKO, 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 28 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28, 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 Gross Receipts and power 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 NORESKO, 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 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.

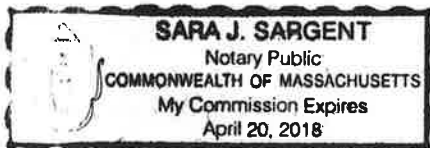
That the facts above set forth are true and correct to the best of her knowledge, information, and belief.

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

Sworn and subscribed before me this 6<sup>th</sup> day of February, 2015.

  
\_\_\_\_\_  
Signature of official administering oath

My commission expires April 20, 2018.





# ATTACHMENT O

## Proof of Newspaper Publications

The Scranton Times (Under act P.L. 877 No 160. July 9,1976)  
Commonwealth of Pennsylvania, County of Lackawanna

NORESCO  
SARA J SARGENT  
ONE RESEARCH DRIVE, SUITE 400C WESTBOROUGH MA 01581

Account # 604300  
Order # 81681988  
Ad Price: 201.65

LEGAL NOTICE PENNSYLVANI

Gina Krushinski

Being duly sworn according to law deposes and says that (s)he is Billing clerk for The Scranton Times, owner and publisher of The Scranton Times, a newspaper of general circulation, established in 1870, published in the city of Scranton, county and state aforesaid, and that the printed notice or publication hereto attached is exactly as printed in the regular editions of the said newspaper on the following dates:

01/22/2015

Affiant further deposes and says that neither the affiant nor The Scranton Times is interested in the subject matter of the aforesaid notice or advertisement and that all allegations in the foregoing statement as time, place and character or publication are true Gina Krushinski

Sworn and subscribed to before me  
this 22nd day of January A.D., 2015

Sharon Venturi

(Notary Public)

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal  
Sharon Venturi, Notary Public  
City of Scranton, Lackawanna County  
My Commission Expires Feb. 12, 2018  
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

LEGAL NOTICE

PENNSYLVANIA PUBLIC UTILITY  
COMMISSION NOTICE:

Application of **NORESCO, LLC** ("**NORESCO**") For Approval To Offer, Render, or Furnish Services as a Supplier, Aggregator and Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services To The Public In The Commonwealth Of Pennsylvania.

NORESCO will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services in the service territories of PECO, Philadelphia Gas Works and UGI Penn Natural under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of NORESCO may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to NORESCO's attorney at the address listed below.

**Deanna Sheridan,**  
Corporate Counsel  
1 Research Drive, Suite 400C  
Westborough, MA 01581  
Phone: (508) 614-1058  
Fax: (508) 898-9399

Proof of Publication in The Philadelphia Daily News  
Under Act. No 587, Approved May 16, 1929

STATE OF PENNSYLVANIA  
COUNTY OF PHILADELPHIA

Florence Devlin being duly sworn, deposes and says that **The Philadelphia Daily News** is a newspaper published daily, except Sunday, at Philadelphia, Pennsylvania, and was established in said city in 1925, since which date said newspaper has been regularly issued in said County, and that a copy of the printed notice of publication is attached hereto exactly as the same was printed and published in the regular editions and issues of the said newspaper on the following dates:

January 23, 2015

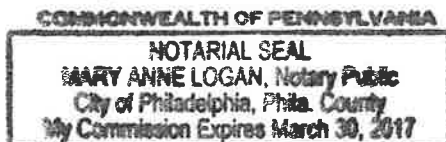
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.



Sworn to and subscribed before me this 23rd day of  
January, 2015.

  
Notary Public

My Commission Expires:



Copy of Notice of Publication

**PENNSYLVANIA PUBLIC UTILITY COMMISSION  
NOTICE:**  
Application of NORESKO, LLC ("NORESCO")  
For Approval To Offer, Render, or Furnish Services as a Supplier, Aggregator and Marketer/ Broker Engaged in The Business Of Supplying Natural Gas Supply Services To The Public in The Commonwealth Of Pennsylvania.  
NORESCO will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services in the service territories of PECO, Philadelphia Gas Works and UGI Penn Natural under the provisions of the new Natural Gas Choice and Competition Act.  
The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of NORESKO may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3285, Harrisburg, PA 17105-3285. You should send copies of any protest to NORESKO's attorney at the address listed below.  
Deanna Sheridan, Corporate Counsel  
1 Research Drive, Suite 400C  
Westborough, MA 01581  
Phone: (508) 814-1058  
Fax: (508) 898-9399

The Patriot-News Co.  
2020 Technology Pkwy  
Suite 300  
Mechanicsburg, PA 17050  
Inquiries - 717-255-8213

The Patriot-News  
Now you know

NORESCO  
1 RESEARCH DRIVE,  
SUITE 400 C

WESTBOROUGH MA 01581

THE PATRIOT NEWS  
THE SUNDAY PATRIOT NEWS

**Proof of Publication**

Under Act No. 587, Approved May 16, 1929  
Commonwealth of Pennsylvania, County of Dauphin} ss

Amy Kotula, being duly sworn according to law, deposes and says:

That she is a Staff Accountant of The Patriot News Co., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, with its principal office and place of business at 2020 Technology Pkwy, Suite 300, in the Township of Hampden, County of Cumberland, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 1900 Patriot Drive, in the City, County and State aforesaid; that The Patriot-News and The Sunday Patriot-News were established March 4th, 1854, and September 18th, 1949, respectively, and all have been continuously published ever since;

That the printed notice or publication which is securely attached hereto is exactly as printed and published in their regular daily and/or Sunday/ Community Weekly editions which appeared on the date(s) indicated below. That neither she nor said Company is interested in the subject matter of said printed notice or advertising, and that all of the allegations of this statement as to the time, place and character of publication are true; and

That she has personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on behalf of The Patriot-News Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the stockholders and board of directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in and for said County of Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

**PUBLICATION COPY**

This ad # 0002325763 ran on the dates shown below:

January 27, 2015

Miscellaneous Notices

**PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE:**  
Application of NORESCO, LLC ("NORESCO") For Approval To Offer, Render, or Furnish Services as a Supplier, Aggregator and Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services To The Public In The Commonwealth Of Pennsylvania.  
NORESCO will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services in the service territories of PECO, Philadelphia Gas Works and UGI Penn Natural under the provisions of the new Natural Gas Choice and Competition Act.  
The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of NORESCO may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to NORESCO's attorney at the address listed below.  
Deanna Sheridan, Corporate Counsel  
1 Research Drive, Suite 400C  
Westborough, MA 01581  
Phone: (508) 614-1058  
Fax: (508) 898-9399

*Amy Kotula*

Sworn to and subscribed before me this 30 day of January, 2015 A.D.

*Sheryl Marie Leggore*

Notary Public

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

Sheryl Marie Leggore, Notary Public  
Hampden Twp., Cumberland County  
My Commission Expires July 16, 2018

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

**ATTACHMENT P**

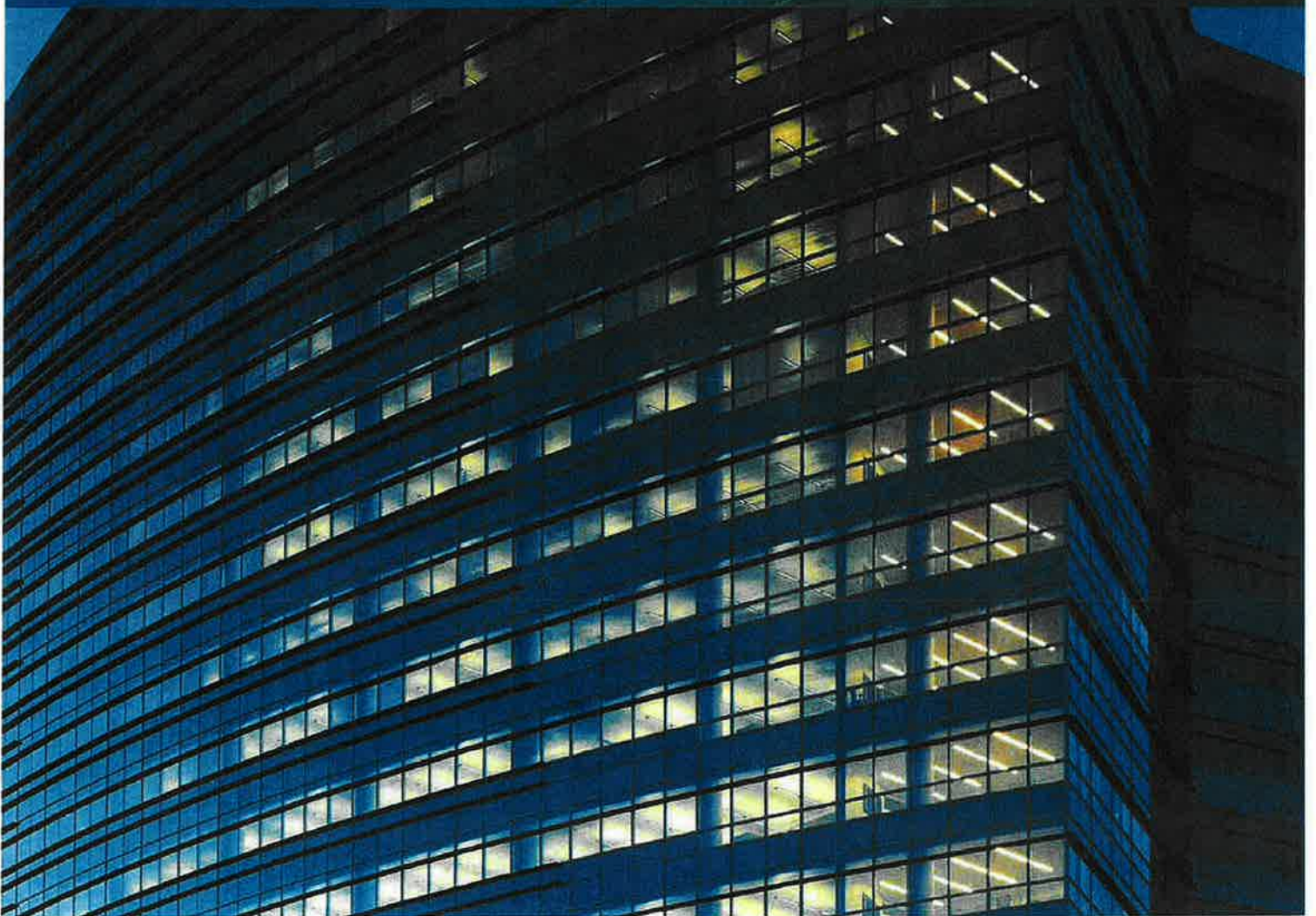
**Corporate Brochure**





# Sustainability Services

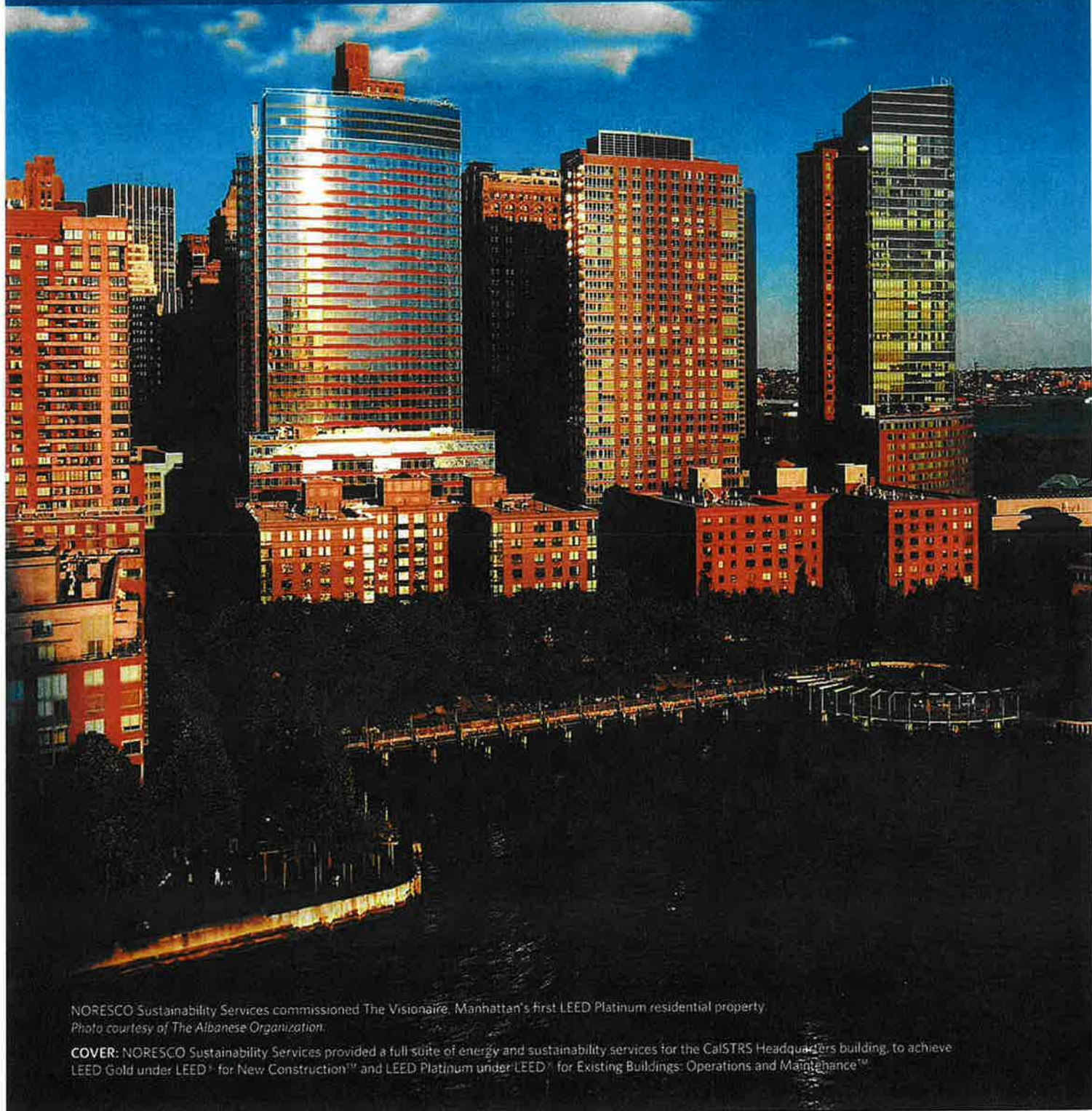
for **NEW AND EXISTING BUILDINGS**





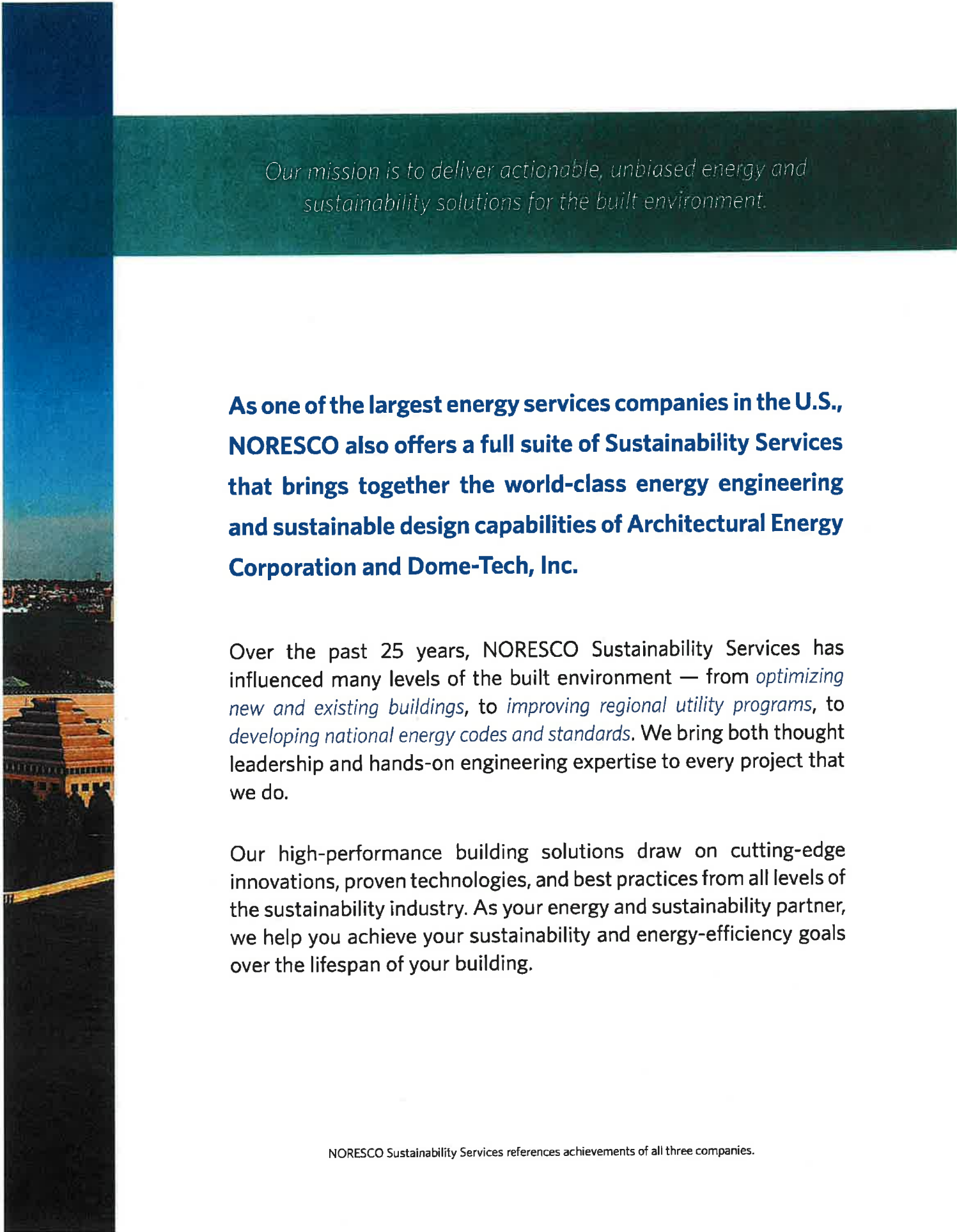


# Transforming the Built Environment



NORESCO Sustainability Services commissioned The Visionaire, Manhattan's first LEED Platinum residential property  
*Photo courtesy of The Albanese Organization.*

**COVER:** NORESKO Sustainability Services provided a full suite of energy and sustainability services for the CalSTRS Headquarters building, to achieve LEED Gold under LEED® for New Construction™ and LEED Platinum under LEED® for Existing Buildings: Operations and Maintenance™.



*Our mission is to deliver actionable, unbiased energy and sustainability solutions for the built environment.*

**As one of the largest energy services companies in the U.S., NORESKO also offers a full suite of Sustainability Services that brings together the world-class energy engineering and sustainable design capabilities of Architectural Energy Corporation and Dome-Tech, Inc.**

Over the past 25 years, NORESKO Sustainability Services has influenced many levels of the built environment — from *optimizing new and existing buildings*, to *improving regional utility programs*, to *developing national energy codes and standards*. We bring both thought leadership and hands-on engineering expertise to every project that we do.

Our high-performance building solutions draw on cutting-edge innovations, proven technologies, and best practices from all levels of the sustainability industry. As your energy and sustainability partner, we help you achieve your sustainability and energy-efficiency goals over the lifespan of your building.

NORESKO Sustainability Services references achievements of all three companies.

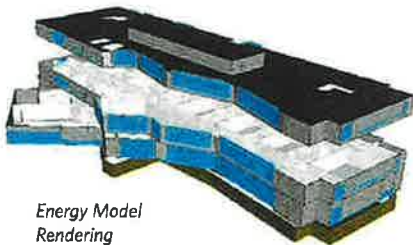


# New Building Solutions

## BENEFITS

- Define achievable energy and sustainability goals
- Integrate sustainable design principles and strategies into all aspects of your project
- Optimize energy and environmental performance
- Achieve LEED® certification\*

*\*We support all LEED rating systems as well as other green building standards including: Green Globes®, Collaborative for High Performance Schools, National Green Building Standard™, Enterprise Green Communities, and CALGreen.*



Energy Model  
Rendering

## Sustainable Design & LEED Consulting

**Architects know design. Contractors know construction. We know sustainability.** We take a leadership role as your sustainability consultant. As part of the integrated design process, our sustainable design consultants facilitate comprehensive, sustainable design charrettes. By bringing all primary stakeholders and team members into the planning and design process early, we set the stage for the effective integration of sustainable design principles and strategies into all aspects of your project.

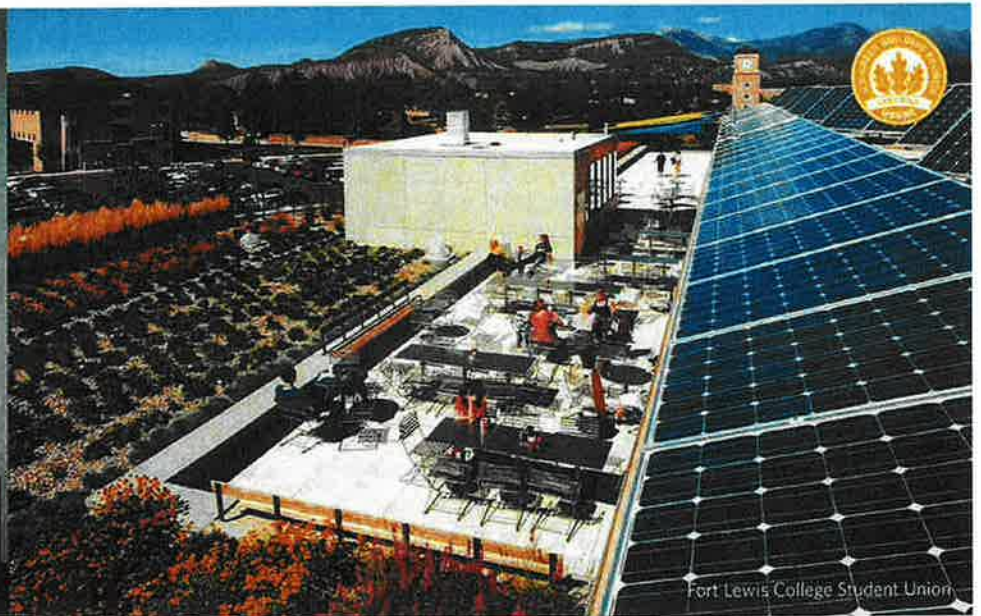
Using state-of-the-art building simulation software, our energy and daylighting analysts model solutions to optimize the energy and environmental performance of your project's design. We deliver achievable, cost-effective solutions integral to the creation of a comfortable, healthy, and productive environment for your building's occupants.

When your project goals include achieving LEED certification, our LEED consultants guide your project team through the certification process, while our energy and daylighting analysts and commissioning agents provide services to fulfill key LEED credits. With decades of experience in sustainable design consulting, we ensure you get a high-performance building of enduring value while achieving LEED certification.

***NORESCO Sustainability Services has consulted on more than 200 LEED-certified projects.***



Pasadena Convention Center



Fort Lewis College Student Union

Great design does not always equal great performance. We help make sure it does.

## Commissioning

**Studies have found that commissioned buildings use less energy, require lower operating costs, and provide healthier environments for occupants.** Recognizing each project's unique requirements, we provide services ranging from operational checkouts to participation on a project from pre-design through occupancy. Our hands-on approach verifies that building systems are installed properly and operate as intended for peak performance. We work proactively to prevent problems and implement solutions to deliver a reliable, efficient building.

**Systems Training and O&M Documentation.** New systems come with new challenges for the people that operate them. At building turnover, our engineers provide system training, easy-to-understand manuals, and maintenance plans for the people who will be responsible for the continued health of your building.

### BENEFITS

- Ensure building systems are installed properly and operate as intended
- Fulfill LEED fundamental and enhanced commissioning requirements
- Train facilities staff to maintain peak building performance



## Measurement & Verification

**Have you verified the actual energy-saving performance of your building's systems?** The Measurement and Verification (M&V) process compares the energy performance of your building once it has been occupied to that of your building's original energy model. NORESO Sustainability Services' M&V process can also uncover opportunities for operational improvements while fulfilling requirements for utility-sponsored incentive programs, LEED credits, and energy savings performance contracts.

### BENEFITS

- Verify energy performance
- Comply with the International Performance Measurement and Verification Protocol (IPMVP)



# Existing Building Solutions

## BENEFITS

- Identify energy- and cost-saving opportunities
- Optimize operational performance
- Improve comfort and indoor air quality
- Maximize rebates and incentives
- Fulfill LEED® for Existing Buildings: Operations & Maintenance™ requirements

## Energy Audits & Retro-commissioning

**Collecting a large amount of data about a building and its systems is easy; turning it into savings is not.** NORESKO Sustainability Services' engineers convert building data into usable information for benchmarking performance, identifying savings opportunities, calculating returns, and prioritizing the implementation of selected measures.

Just as regular tune-ups help keep your vehicle in good operating condition, building tune-ups can ensure that your facility operates with peak efficiency. NORESKO Sustainability Services' retro-commissioning process focuses on identifying low-cost and no-cost opportunities to save energy and optimize performance.

Our diagnostic testing investigates the dynamics between building system components to uncover wasted energy and troubleshoot problems with operational performance. We quickly move beyond the study phase to implement measures that offer the best return on your investment.



## BENEFITS

- Receive recommendations to enhance, maintain, or repair system performance

## System Assessments & Performance Testing

**Improve performance at the systems level.** From air handlers, chillers, pumps, and boilers to cooling towers, steam and air distribution systems, and the automation systems that control them, our engineers find opportunities to improve performance. NORESKO Sustainability Services' engineers perform hands-on troubleshooting and performance testing to provide solutions that enhance, maintain, or repair system performance.

We convert building data into opportunities for energy and cost savings.

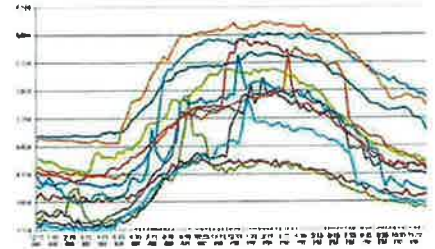
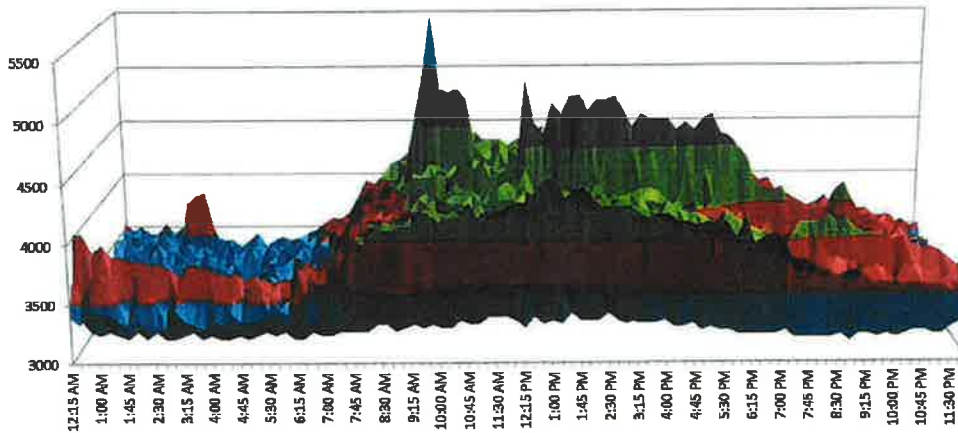
## Energy Procurement

**Planning and executing a long-term procurement strategy in the face of constantly changing markets requires experience and local market intelligence.** Whether you need retail energy purchasing, renewable energy credits, or other utility and rate consulting services, NORESKO Sustainability Services offers a well-structured, transparent planning and purchasing process.

Based on your organization's unique energy-use profile, we deliver solutions to maximize your savings, complement your building's operating characteristics, and meet your business needs, risk tolerance, and environmental objectives. Our energy experts evaluate your energy use through our Load Interval Analysis™ software to ensure your purchasing strategy complements the way you operate. We take the burden off of you by managing the procurement process and supplying you with the expertise, tools, and resources you need to make informed decisions.

### BENEFITS

- Uncover opportunities to qualify for a better rate structure with our Load Interval Analysis™ software
- Maximize supplier competition to lower commodity prices
- Negotiate more favorable contract terms
- Stay informed while we monitor the rapidly fluctuating energy markets for you



*NORESKO Sustainability Services' Load Interval Analysis™ software provides an in-depth analysis of your organization's unique energy use and operating characteristics. Our software uncovers trends, anomalies, and opportunities to improve operational practices, which may even help you qualify for a better rate structure.*







Corporate Headquarters  
One Research Drive  
Westborough, MA 01581

1.888.NORESCO  
Find an office near you:  
[www.noresco.com](http://www.noresco.com)

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NORESCO Sustainability Services was the Sustainable Design and LEED Consultant for Indianapolis International Airport — the first airport in the nation to achieve LEED certification for an entire terminal campus.

The "LEED Certification Mark" is a registered trademark owned by the U.S. Green Building Council and is used by permission.

Government | K-12 | Higher Education | Healthcare | Commercial & Industrial | Retail | Transportation | Residential | Hospitality | Recreation