

Form **LLC-45.5**  
June 2010

Secretary of State  
Department of Business Services  
Limited Liability Division  
501 S. Second St., Rm. 351  
Springfield, IL 62756  
217-524-8008  
www.cyberdriveillinois.com

Payment must be made by certified check, cashier's check, Illinois attorney's check, C.P.A.'s check or money order payable to Secretary of State.

Illinois Limited Liability Company Act  
**Application for Admission to Transact Business**

**SUBMIT IN DUPLICATE**  
Type or Print Clearly.

This space for use by Secretary of State.

Filing Fee: \$600

Penalty: \$ -

Approved: 

FILE #: 0467-582-7  
This space for use by Secretary of State.

**FILED**

**APR 09 2014**

**JESSE WHITE**  
**SECRETARY OF STATE**

1. Limited Liability Company Name: Agera Energy LLC

2. Assumed Name: \_\_\_\_\_  
(This item is only applicable if the company name in Item 1 is not available for use in Illinois, in which case form LLC 1.20 must be completed and submitted with this application.)

3. Jurisdiction of Organization: Delaware

4. Date of Organization: 03/5/2014

5. Period of Duration: Perpetual  
(Enter Perpetual unless there is a Date of Dissolution provided in the agreement, in which case enter that date.)

6. Address of the Office required to be maintained in the jurisdiction of its organization or, if not required, of the Principal Place of Business: (P.O. Box alone or c/o is unacceptable.)

1811 Silverside Road \_\_\_\_\_  
Number Street Suite #  
Wilmington, Delaware 19810  
City, State ZIP Code

7. Registered Agent: Vcorp Agent Services, Inc.  
First Name Middle Name Last Name

Registered Office: 2920 W. Coyle Avenue \_\_\_\_\_  
(P.O. Box alone or c/o is unacceptable.) Number Street Suite #  
Chicago Illinois 60645  
City Zip Code

8. If applicable, Date on which Company first conducted business in Illinois: \_\_\_\_\_

(continued on back)

Exhibit 7

LLC-45.5

9. Purpose(s) for which the Company is Organized and Proposes to Conduct Business in Illinois: \_\_\_\_\_

Marketing Retail Energy, natural gas, and electricity

10. The Limited Liability Company: (check one)

a.  is managed by the manager(s) (List names and addresses.)

b.  has management vested in the members(s) (List names and addresses.)

Aaron Sputz, 669 Crown Street, Brooklyn NY 11213

11. The Illinois Secretary of State is hereby appointed the agent of the Limited Liability Company for service of process under circumstances set forth in subsection (b) of Section 1-60 of the Illinois Limited Liability Company Act.

12. This application is accompanied by a Certificate of Good Standing or Existence, duly authenticated within the last 60 days, by the officer of the state or county wherein the LLC is formed.

13. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated: 4/9/14  
Month, Day, Year

A. Sputz  
Signature

Aaron Sputz, Member  
Name and Title (type or print)

\_\_\_\_\_  
If applicant is signing for a Company or other Entity, state Name of Company and indicate whether it is a member or manager of the LLC.

## Exhibit 11



March 5, 2015

Lewis Binswanger  
1844 Ferry Rd.  
Naperville, IL 60563-9600

RE: Notification of Intent to Supply Power Pursuant to Section 551.30(c)(3) of the Illinois Commerce Commission

To Whom It May Concern:

Please take notice, Pursuant to Section 551.30 (C)(3) of the Illinois Commerce Commission that Agera Energy LLC has submitted to the Illinois Commerce Commission an application to be an Alternative Gas Supplier. Agera Energy LLC intends to service the NICOR territory and will be in contact with your company regarding the steps required to become a certified supplier.

If you have any questions regarding this notification, please do not hesitate to contact me at 914-236-1406.

Respectfully submitted

Michael Joseph Nordlicht  
General Counsel  
555 Pleasantville Road, Suite 107-S  
Briarcliff Manor, NY 10510  
Email: [regulatory@ageraenergy.com](mailto:regulatory@ageraenergy.com)  
Direct office line: 914.236.1406





April 16, 2015

Thomas G. Aridas, Director  
Gas Regulatory Policy  
200 E. Randolph St., 23rd Fl.  
Chicago, IL 60601

RE: Notification of Intent to Supply Power Pursuant to Section 551.30(c)(3) of the Illinois Commerce Commission

To Whom It May Concern:

Please take notice, Pursuant to Section 551.30 (C)(3) of the Illinois Commerce Commission that Agera Energy LLC has submitted to the Illinois Commerce Commission an application to be an Alternative Gas Supplier. Agera Energy LLC intends to service the North Shore territory and will be in contact with your company regarding the steps required to become a certified supplier.

If you have any questions regarding this notification, please do not hesitate to contact me at 914-236-1406.

Respectfully submitted

Michael Joseph Nordlicht  
General Counsel  
555 Pleasantville Road, Suite 107-S  
Briarcliff Manor, NY 10510  
Email: [regulatory@ageraenergy.com](mailto:regulatory@ageraenergy.com)  
Direct office line: 914.236.1406





March 5, 2015

Thomas G. Aridas, Director  
Gas Regulatory Policy  
200 E. Randolph St., 23rd Fl.  
Chicago, IL 60601

RE: Notification of Intent to Supply Power Pursuant to Section 551.30(c)(3) of the Illinois Commerce Commission

To Whom It May Concern:

Please take notice, Pursuant to Section 551.30 (C)(3) of the Illinois Commerce Commission that Agera Energy LLC has submitted to the Illinois Commerce Commission an application to be an Alternative Gas Supplier. Agera Energy LLC intends to service the Peoples Gas territory and will be in contact with your company regarding the steps required to become a certified supplier.

If you have any questions regarding this notification, please do not hesitate to contact me at 914-236-1406.

Respectfully submitted

Michael Joseph Nordlicht  
General Counsel  
555 Pleasantville Road, Suite 107-S  
Briarcliff Manor, NY 10510  
Email: [regulatory@ageraenergy.com](mailto:regulatory@ageraenergy.com)  
Direct office line: 914.236.1406



# **Marketing Training and Quality Assurance Program**

*October 2014*

# **Agera Marketing Training and Quality Assurance Program**

## **I. Introduction**

The goal of Agera is to empower customers with the ability to make informed choices regarding the energy products and services offered by Agera in the evolving competitive retail energy market. To achieve this goal it is necessary for customers during the marketing process and in their interactions with Agera and its representatives, to be provided relevant and timely information in a clear, comprehensible and lawful manner.

The Agera Marketing Training and Quality Assurance Program (“Program”) provides the requisite training and review standards that will govern the operation of the Agera marketing programs and modalities. This Program is designed to ensure that all marketing efforts are conducted in a manner consistent with applicable legal standards and best practices, that marketing representatives are conversant with the competitive retail energy market and that all information provided to Agera's customers or potential customers concerning the products and services offered by Agera, is accurate, relevant and understandable.

The Program will be implemented under the supervision of a member of Agera’s management team.

Agera will emphasize that all representatives are obligated to comply with the information and standards provided under the Program and failure to so comply is grounds for immediate termination of employment.

## **II. Training of Employee Representatives**

- A. All individuals hired by Agera (either internally or externally) to engage in solicitation or marketing of its products and services will undergo a training program that covers the following components:
1. Information describing the development and current state of the deregulated retail competitive market, focusing upon the differing roles of the Agera and the local distribution utility (“LDU”).
  2. Knowledge of relevant consumer protection and sales and marketing regulations.
  3. Knowledge of other applicable laws, rules and regulations;
  4. Information concerning the products and services offered by Agera, including details of Agera’s rates, payment options, agreement terms, and the customers’ right to cancel, including the applicability of any early termination fee;

5. The requirement to provide the customer with a toll-free number from which the customer may obtain information about Agera's mechanisms for handling billing questions, disputes, and complaints; and
  6. The appropriate manner and attitude to be displayed to customers during the solicitation/marketing process.
- B. In addition to the matters noted above, the training will also emphasize the importance of the following standards:
1. The representative should never make false or misleading representations, including misrepresenting rates or savings offered by Agera.
  2. The representative should always clearly identify himself/herself and state that he/she is soliciting on behalf of Agera.
  3. The representative should never represent that he/she is an employee or representative or acting on behalf of a distribution utility.
  4. The representative must convey to the customer that if the customer chooses to purchase electricity from Agera, the customer's utility will continue to deliver their energy and respond to any outages or emergencies.
  5. In the case of in-person marketing, the representative shall:
    - a. display the Agera photo identification badge, which clearly indicates the representative's full name, the name and logo of Agera and the customer service phone number for Agera;
    - b. provide the customer with written information regarding Agera products and services immediately upon request which shall include Agera's name and telephone number for inquires, verification and complaints; and
    - c. if at the private residence of the customer, shall leave the premises immediately if requested to do so by the customer, or by the owner or occupant of the residence.
  6. In the case of telephone marketing, the representative shall:
    - a. provide the customer with his or her first name and, on request, his or her identification number;
    - b. state the purpose of the telephone call;
    - c. immediately transfer the customer to a representative who speaks the customer's language, if such a representative is available, or terminate the call, when it is apparent that the customer's English language skills are insufficient to allow the customer to understand and respond to the information conveyed by the representative or when the customer or another third party informs the representative of this circumstance; and
    - d. remove customers' names from the marketing database upon customers' requests.

### **III. Quality Assurance Program**

As part of its Program, Agera will apply various business, overview and monitoring practices to ensure that all marketing efforts are conducted and implemented on a continuous basis in conformance with Agera's best practices and training standards. The elements of the Program are tailored to the concerns and individual components of each distinct marketing modality, designed to incentivize representatives to act responsibly and will be implemented in a workable and effective manner.

#### **A. In-House Telemarketing**

1. Agera will design and/or review the marketing script to be used for all sales solicitations.
2. All telemarketing will comply with applicable Do-Not-Call laws and regulations.
3. The representative will be provided with current accurate data concerning the products and services offered by Agera.
4. The representative will have timely access to a Supervisor to address questions arising during the solicitation.
5. Agera will design and review the script used for telemarketing verification. All representatives must perform recordings and/or verifications through either third party verification (TPV) companies hired by Agera or an automated voice verification system owned and operated by Agera. All recordings and TPV will follow the requirements codified in local state statutes and regulations and will be designed to confirm to the customer's intent to either initiate or enroll supply service with Agera or to continue or modify the service they receive from Agera.
6. Agera will, on a random and regular basis, review a meaningful sample of sales recordings and verifications to ensure that the representative is following the standards codified in the Program. In the event problems are discerned, the representative will be informed of any deficiency and advised that he/she may be terminated if the deficiency is not immediately corrected. Agera will work with the representative to address any identified deficiency. Agera will reserve the right to immediately terminate a representative if it determines that the representative's behavior or attitude is incompatible with Agera's quality control standards.
7. Agera will on a regular basis meet with Sales personnel to obtain feedback on on-going operations and provide any needed updates or other relevant information.

#### **B. Electronic and Internet Marketing**

1. The website solicitation and materials will follow the requirements codified in local statutes and regulations and will be designed to confirm the customer's intent to either initiate and enroll supply service with Agera or to continue or modify the service they receive from Agera.

2. The website will include the latest product offers available from Agera.
3. Within 3 business days of a final agreement to initiate service, Agera will send an electronic confirmation notice to the customer at the customer's e-mail address.
4. Agera will on a random and regular basis review a meaningful sample of electronic sales to ensure that the website is following the appropriate standards. In the event problems are discerned, they will be corrected in an expeditious manner.

C. Door-to-Door Marketing ("DTD")

1. DTD is generally defined to mean a sale, lease or rental of consumer goods or services in which the seller or his representative personally solicits the sale, including those in response to or following an invitation by the buyer, and the buyer's agreement or offer to purchase is made at a place other than the place of business of the seller.
2. The training for DTD salespersons will, in addition to covering the items listed in Section II above, include the following standards, which will also be emphasized and incorporated in the solicitation script:
  - a. the need to produce and make visible the Agera photo-ID; the salesperson shall inform the customer that he/she represents Agera, an independent energy marketer;
  - b. inform the customer that the customer's utility will continue to deliver their energy and will respond to any leaks or emergencies;
  - c. the obligation to provide the customer with written information regarding Agera's products and services immediately upon request which shall include Agera's name and telephone number for inquires, verification and complaints; and
  - d. where it is apparent that the customer's English language skills are insufficient to allow the customer to understand and respond to the information conveyed by the representative or where the customer or another third party informs the representative of this circumstance, the representative shall either find a representative in the area who is fluent in the customer's language to continue the marketing activity in his/her stead or terminate the in-person contact with the customer.
3. A new salesperson will be accompanied by a Supervisor during their initial marketing visit to ensure that the salesperson conducts the solicitation in accordance with Agera's standards. The salesperson will be informed of any deficiencies and the corrective action(s) to be taken.
4. All marketing teams will operate under the supervision of a Team Supervisor, who will be available to respond to questions and inquiries.

5. All representatives must perform verifications through either third party verification (“TPV”) companies hired by Agera or an automated voice verification system owned and operated by Agera. All recordings and TPV will follow the requirements codified in local statutes and regulations and will be designed to confirm the customer’s intent to either initiate and enroll supply service with Agera or continue or modify the service they receive from Agera.
6. Agera will on a random and regular basis conduct in-field reviews of DTD solicitations to ensure that the representatives are following the standards codified in the Program. In the event problems are discerned, the representative will be informed of any deficiency and advised that he/she may be terminated if the deficiency is not immediately corrected. Agera will work with the representative to address any identified deficiency. Agera will reserve the right to immediately terminate the representative if it determines that the representative’s behavior or attitude is incompatible with Agera’ quality control standards.
7. Agera will on a random and regular basis review a meaningful sample of verifications to ensure that the representatives are following the standards codified in the Program. In the event problems are discerned, the representative will be informed of any deficiency and advised that he /she may be terminated if the deficiency is not immediately corrected. Agera will work with the representative to address any identified deficiency. Agera will reserve the right to immediately terminate the representative if it determines that the representative’s behavior or attitude is incompatible with Agera’ quality control standards.
8. Agera will design and review the marketing script and verifications to be used for all DTD sales solicitations.
9. Agera will conduct background checks on all prospective DTD salespersons to ensure they are suitable for employment with Agera.
10. The DTD salesperson shall be required to wear a shirt and/or jacket provided by Agera that contains the Agera logo and otherwise dress in a neat and presentable manner.
11. The DTD salesperson shall be required to wear in a conspicuous location the Agera photo-ID.

**D. In-Person Marketing (other than DTD)**

1. Agera will design and review the marketing script to be used for all sales solicitations.
2. The representative will be provided with current accurate information and data concerning the products and services offered by Agera.
3. The representative will have timely access to a Supervisor to address questions arising during the solicitation.

4. Agera will on a random and regular basis review the agreements obtained through in-person solicitations to help ensure that best practices and the standards set forth in this Program are being implemented. In the event problems are discerned, the representative will be informed of any deficiency and advised that he /she may be terminated if the deficiency is not immediately corrected. Agera will work with the representative to address any identified deficiency. Agera will reserve the right to immediately terminate the representative if it determines that the representative's behavior or attitude is incompatible with Agera's quality control standards.
5. Copies of all Sales Agreements will be provided to each customer that is enrolled by Agera as required under law, using Sales Agreement forms that have been previously reviewed by Agera regulatory consultants and legal counsel and to the extent required submitted to the local commission for review.
6. Agera will on a regular basis meet with Sales personnel to obtain feedback on on-going operations and provide any needed updates or other relevant information.
7. The salesperson shall be required to wear in a conspicuous location the Agera photo identification badge.

E. Direct Mail Marketing

1. Agera will prepare and review all materials used in a direct mail solicitation.
2. Customers will be provided with a complete copy of the Sales Agreement including the Customer Disclosure Statement, where applicable.
3. Agera will employ direct mail solicitations that are consistent with local commission rules and applicable law.

F. **External Marketing Conducted by Third-Party Contractors**

This section outlines the procedures applied by Agera where it retains the services of outside vendors and third-parties on a contractual basis to provide brokering or marketing services on behalf of Agera.

1. Agera will determine whether any prospective vendor has the skills, resources and track record to conduct marketing on behalf of Agera.
2. Agera will require any prospective vendor to supply at least two references.
3. Agera will require the vendor to conduct marketing activities consistent with the provisions of the Program.
4. Agera will provide the vendor with Agera's written training materials.
5. Agera will prepare or review all sales and verification scripts used by the vendor.

6. The vendor will only use and provide to the customer sales materials and agreements that are prepared, or reviewed and approved by Agera.
7. Vendors retained by Agera must demonstrate knowledge, understanding and the ability to comply with all applicable laws, rules and regulations.

#### **IV. Dispute Resolution Process**

Agera will maintain an internal process for handling customer complaints and resolving disputes arising from marketing activities and shall respond promptly to complaints forwarded by the local utility commission, the Office of the Attorney-General, or any state.

##### **A. Customer Complaint Process**

1. When Agera receives a customer complaint or inquiry via call center, email or regular mail, the representative will make a record of the complaint and apply a case number or other identifying feature.
2. The representative will investigate the substance of the complaint or inquiry and provide a response to the customer within ten (10) days of receipt of the complaint or inquiry. If the customer is not satisfied with the resolution presented by the call center representative, the representative will raise the complaint or inquiry to a Supervisor, who will review the matter and respond to the customer within five (5) business days.
3. Upon receipt of a complaint forwarded by the Department or other governmental agency, Agera will respond within ten (10) days and in accordance with the direction provided by the Department or other agency.
4. Agera will cooperate with the local commission and other governmental agencies and with local law enforcement in investigations concerning deceptive marketing practices.
5. In the event of any dispute involving a sales agreement and/or authorization, Agera will provide a copy of the customer's acceptance of the sales agreement and/or authorization for release of information or provide on-line access to the acceptance and/or authorization within five (5) calendar days after a request from the local commission.

##### **B. Document Retention**

1. Agera will retain written agreements and/or authorizations for two (2) years from the effective date of the agreement and/or authorization or for the length of the agreement whichever is longer.

**V. Modification**

This Program may be subsequently modified or revised to accommodate changing business operations, regulatory requirements, and interactions with customers.

**###**

[Date]

[Customer Name]

[Address 1]

[Address 2]

[City, St, Zip]

Agera Account #: [Agera Account #]

Email: [Email address]

Utility Account #: [Utility Account #]

Dear [Customer Name],

Welcome to Agera Energy LLC! We understand you have many options in choosing an Energy Supplier, so we are honored to become your provider. Agera Energy's primary concern is your satisfaction. We will strive to bring you the most affordable [Rate Plan Commodity] along with superior customer service.

You have enrolled with Agera Energy at a fixed rate of [Rate Plan Price] for a Term of [Rate Plan Length] months. Our supply charge for [Rate Plan Commodity] will appear on your [Rate Plan Utility] invoice and [Rate Plan Utility] will continue to bill you for their Delivery charges as before. This letter forms a part of your Agreement with Agera Energy, please save a copy of it along with the Terms and Conditions that apply to your service.

In the event of a gas leak or power outage; you must call [Rate Plan Utility] to restore service. Their emergency number is located on the first page of their invoice. It is also on the bottom of the last page of the attached Terms and Conditions.

Please confirm that your above contact information and billing address are correct. If any of this information needs to be corrected or changed, please contact us at 1-844-MY-AGERA or email [customercare@Ageraenergy.com](mailto:customercare@Ageraenergy.com).

Agera Energy's customer care representatives may be reached during regular business hours Monday-Friday 8:00 am – 5:00 pm EST. Please visit our website at [www.Ageraenergy.com](http://www.Ageraenergy.com) to learn more about our company and services that we offer.

Thank you for joining us! We look forward to working with you!

Sincerely,

Your Agera Energy Customer Care Team

## Exhibit 28

License or Permit Bond

License or Permit Bond No 9169308  
Washington International Insurance Company  
475 Martingale Road, Schaumburg, Illinois 60173

KNOW ALL MEN BY THESE PRESENTS, That we, **Agera Energy LLC** as Principal, and **Washington International Insurance Company**, a **New Hampshire** Corporation, and authorized to do business in Illinois, as Surety, are held and firmly bound unto THE PEOPLE OF THE STATE OF ILLINOIS as Obligee, in the sum of **One Hundred Fifty THOUSAND AND NO/100 Dollars** (\$150,000.00), for which sum, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, by these presents.

THE CONDITIONS OF THIS OBLIGATION ARE SUCH, That WHEREAS, the Principal has been or is about to be granted a license or permit to do business to operate as an for Alternative Gas Supplier ("AGS") under 220 ILCS 5/19-110 and is required to execute this bond under 83 Illinois Administrative Code Part 551.50 by the Obligee.

NOW, Therefore, if the Principal fully and faithfully perform all duties and obligations of the Principal as an AGS, then this obligation to be void; otherwise to remain in full force and effect.

This bond may be terminated as to future acts of the Principal upon thirty (30) days written notice by the Surety; said notice to be sent to 527 East Capitol Avenue, Springfield, Illinois 62701, of the aforesaid State of Illinois, by certified mail.

Dated this 29th day of April, 2015

**Agera Energy LLC**

Principal

by:   
[name] [title]  
Michael Nordlicht, General Counsel

**Washington International Insurance Company**

Surety

by:   
J. Spencer Miller, Attorney-in-Fact

NAS SURETY GROUP

NORTH AMERICAN SPECIALTY INSURANCE COMPANY
WASHINGTON INTERNATIONAL INSURANCE COMPANY

GENERAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, THAT North American Specialty Insurance Company, a corporation duly organized and existing under laws of the State of New Hampshire, and having its principal office in the City of Manchester, New Hampshire, and Washington International Insurance Company, a corporation organized and existing under the laws of the State of New Hampshire and having its principal office in the City of Schaumburg, Illinois, each does hereby make, constitute and appoint:

J. SPENCER MILLER, MARION F. NARKUS and MARK PHILLIP NAHN

JOINTLY OR SEVERALLY

Its true and lawful Attorney(s)-in-Fact, to make, execute, seal and deliver, for and on its behalf and as its act and deed, bonds or other writings obligatory in the nature of a bond on behalf of each of said Companies, as surety, on contracts of suretyship as are or may be required or permitted by law, regulation, contract or otherwise, provided that no bond or undertaking or contract or suretyship executed under this authority shall exceed the amount of: FIFTY MILLION (\$50,000,000.00) DOLLARS

This Power of Attorney is granted and is signed by facsimile under and by the authority of the following Resolutions adopted by the Boards of Directors of both North American Specialty Insurance Company and Washington International Insurance Company at meetings duly called and held on the 9th of May, 2012:

"RESOLVED, that any two of the Presidents, any Managing Director, any Senior Vice President, any Vice President, any Assistant Vice President, the Secretary or any Assistant Secretary be, and each or any of them hereby is authorized to execute a Power of Attorney qualifying the attorney named in the given Power of Attorney to execute on behalf of the Company bonds, undertakings and all contracts of surety, and that each or any of them hereby is authorized to attest to the execution of any such Power of Attorney and to attach therein the seal of the Company; and it is

FURTHER RESOLVED, that the signature of such officers and the seal of the Company may be affixed to any such Power of Attorney or to any certificate relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal shall be binding upon the Company when so affixed and in the future with regard to any bond, undertaking or contract of surety to which it is attached."



By [Signature] Steven P. Anderson, Senior Vice President of Washington International Insurance Company & Senior Vice President of North American Specialty Insurance Company



By [Signature] David M. Layman, Vice President of Washington International Insurance Company & Vice President of North American Specialty Insurance Company

IN WITNESS WHEREOF, North American Specialty Insurance Company and Washington International Insurance Company have caused their official seals to be hereunto affixed, and these presents to be signed by their authorized officers this 26th day of June, 2012.

North American Specialty Insurance Company
Washington International Insurance Company

State of Illinois
County of Cook ss:

On this 26th day of June, 2012, before me, a Notary Public personally appeared Steven P. Anderson, Senior Vice President of Washington International Insurance Company and Senior Vice President of North American Specialty Insurance Company and David M. Layman, Vice President of Washington International Insurance Company and Vice President of North American Specialty Insurance Company, personally known to me, who being by me duly sworn, acknowledged that they signed the above Power of Attorney as officers of and acknowledged said instrument to be the voluntary act and deed of their respective companies.



[Signature] Donna D. Sklens, Notary Public

I, Jeffrey Goldberg, the duly elected Assistant Secretary of North American Specialty Insurance Company and Washington International Insurance Company, do hereby certify that the above and foregoing is a true and correct copy of a Power of Attorney given by said North American Specialty Insurance Company and Washington International Insurance Company, which is still in full force and effect.

IN WITNESS WHEREOF, I have set my hand and affixed the seals of the Companies this 29th day of April, 2015.

[Signature] Jeffrey Goldberg, Vice President & Assistant Secretary of Washington International Insurance Company & North American Specialty Insurance Company

**Attachment 29**



## Exhibit 30

Resumes of Key Staff attached

Philip F Spillane, CFA  
5316 Yacht Haven Grande Box 32  
St Thomas, VI 00802  
340-201-9645  
aim: pfspillane

### Summary

I am an energy industry executive with experience in electricity that covers PJM, MISO, ISO-NE, CASIO and NYISO. My roles have spanned the areas of wholesale supply, trading, operations, analytics, and energy forecasting. I offer expertise in the leadership of technical and cross functional teams, systems analysis, data analysis, financial management, and trading.

### Employment

**Glacial Energy VI, LLC** -U.S. Virgin Islands  
Chief Financial Officer - Interim

Aug-13-Present

- Successfully led company thru Chapter 11 reorganization completing a court approved asset auction within 90 days.
- Provided guidance and leadership to align and motivate staff through challenging and disruptive processes.
- Attained Positive Net Income (adjusted) Q1 2014, Positive EBITDA and pro forma ~\$18mm reversing multi-quarter negative trend.
- Initiated and led process improvement project improving revenue recognition and significantly shortening close cycle.
- Managed finance staff for the preparation of business models and cash flow reporting to provide visibility of operational activities to the Company.
- Managed finance and supply transition of the purchased subsidiaries from the Seller Parties to the Buyers.
- Develop an annual operating budget and monitor and report actual results in comparison to the budget.
- Establish banking, accounting and tax relationships for the necessary business functions of the Company.
- Manage business operations in compliance with the Loan and Supply Agreement as required in accordance with the terms and conditions of the agreement.
- Prepare and report operational results to the Board of Directors in accordance with the Company's corporate governance requirements.
- Optimization of power purchasing across multiple markets, \$195mm in power purchases.
- Development of seasonal hedging strategy.

**Star Energy Partners, LLC** -U.S. Virgin Islands/Akron, OH  
Director Power Operaton- Partner

Dec-12-Aug 13

- Integral partner in developing a business case from concept to fruition for a retail energy provider in 3 markets within 6 months.
- Successfully established membership with PJM Interconnection handling all aspects from application to membership as a market participant.
- Assisted in regulatory filings such as FERC –market based rate authority and PUC of Ohio CRES.
- Established relations with various counter parties Macquarie, Cargill, Direct, AEP and First Energy Solutions
- Managed Star's supply and credit facility provided oversight and support
- Managed energy portfolio which grew from less than \$10mm to more than \$200mm in power purchases during position
- Successfully guided Star's EDC CRES certification in Duke, Dayton, CRES certification in AEP
- Managed day to day power operations for a retail energy provider covering Pricing, Wholesale Supply and other back office functions
- Developed strategic market entry plan, covering competitive pricing, market analysis and pro forma by EDC
- Establish multi-product offering for the commercial and residential retail book
- Provided leadership and direction for a 4 person outsourced back office solution
- Responsible for the development and management of Star Energy's risk management policy, covering financial and operational risk mitigation thru processes and controls
- Established retail pricing desk covering Residential/Mass Market and Commercial deals
- Developed competitive pricing models using MSSQL and Matlab

Philip F Spillane, CFA  
5316 Yacht Haven Grande Box 32  
St Thomas, VI 00802  
340-201-9645  
aim: pfspillane

**Glacial Energy VI, LLC** -U.S. Virgin Islands

Dec-08-Dec-12

VP of Strategy and Risk, Portfolio Management

- Developed electricity load forecast across all active regions in the deregulated power markets with detailed experience in ISONE, NYISO, PJM, MISO, ERCOT, and CAISO. Manage forecasting methodologies and data across 60 utilities including customer information, load profiles, loss factors, weather, power scheduling.
- Maintained a high quality of model inputs and outputs, and designing reporting to track forecast accuracy and data exception in all power markets for a 1,100 megawatt book of business.
- Designed and implemented Glacial Energy's Volumetric Forecasting Engine. Designed and maintained using Matlab and MySQL. The processed utilizes a bottom up solution to replace Forecasting tool called RACM.
- Established and maintained MISO's required MECT monthly and Planning Year Peak Demand forecast.
- Assisted in the design and implementation of an ARR optimization model for PJM and MISO, by collecting historical data to identify the optimal source/sink combination.
- Provide quantitative decision support for various departments such as: position analysis, weather risk, risk modeling, simulations, churn modeling and VAR analysis.
- Creation of a trade capture, daily position reporting, and MTM.
- Assisted Accounting and Finance departments with the development of a revenue forecasting model that reconciles ISO settlements to retail meter level data.
- Core team member and specialist on centralization and transformation of the following business processes and systems to an offshore location, St Thomas USVI: Energy Forecasting, ISO Settlement, and Wholesale Supply
- Developed and managed Fixed Price business model for Glacial that translated into over \$55 million in annualized sales.
- Successfully supervise billing operations of 15 Markets, 60 Utilities and 2 commodities. Tasked with organizing, implementing and supervising a team to successfully run a centralized billing department. Improved billing accuracy to less than 3% billing error.

**Advest Trust-AXA** - Hartford, CT

Jun-05 - Dec-05

Investment Officer/Portfolio Manager

**John S. Herold** - Norwalk, CT

Dec-04 - Jun-05

Institutional Equity/Trading

**Morgan Stanley** - Hartford, CT

May-99 - Dec-04

Investments

**Highlights**

Certifications

- Chartered Financial Analyst
- Member Hartford Society of Financial Analysts
- Member of CFA Institute
- SAS Short Term Load Forecasting, September 2012
- SYMMYS Risk Professional Attendee, Jul 2011 NYC

Recognition

- Selected for Officer Candidate School USMC, 1995
- Honorable Discharge US Marine Corp, 1996
- Volunteer Junior Achievement, 2011,2012,2013

Education

University of Connecticut

Sep-96 - May-99

Bachelor of Arts, Political Science/Geographic Information System

Barney School of Business, University of Hartford

Matriculated

Masters Business Admin-Finance-3.75GPA

Technical

- Proficient in MATLAB, MYSQL, MSSQL, PJM's e-Suite, RPM, MSRS, E-MKT, MS Office, Bloomberg
- Excellent analytical and modeling skills, detail oriented and able to produce accurate work products. Effective oral and written communication skills, positive attitude and highly motivated. A self-starter, adaptive and versatile, able to work effectively in an active trading environment
- Enterprise integration and data flow, software requirements gathering, business analysis, integration of multidisciplinary teams and concepts, forecasting methodologies, information flow in retail and wholesale energy markets

## **MICHAEL OLOWIN**

### **Experience**

**Agera Energy LLC, SVP Accounting** 2014- Present

**Controller, Glacial Energy, LLC** 2013 – 2014 St. Thomas, USVI

- Managed the accounting and financial reporting for a \$300M+ energy supply company (ESCO).
- Established month-end closing policies and procedures within the department.
- Manage the monthly close process adhering to stringent deadlines and ensure the financial statements are in accordance with GAAP.
- Prepare monthly reporting package to management and investors.
- Supported bankruptcy proceedings that culminated with asset sales in under 90 days.

**Budget & Reporting Manager, Florida Power & Light** 2007 – 2012 Juno Beach, FL

- Provide budgeting, reporting and accounting guidance for operations and corporate management.
- Responsible for the development and preparation of \$500+ million annual budget. Directly manage a team of six skilled analysts, and indirectly guide a team of 17 business leads.
- Directly involved in supporting the FPL's successful conversion to SAP 2011 (July 2011). Provide guidance to the business unit in meeting executive management's financial targets and cash flow plans.
- Responsible for the business unit's monthly reporting at both a corporate level as well as various internal levels.
- Successfully restructured the business unit's financial reporting structure, and improved the clarity and usefulness of monthly corporate and internal reporting (January 2008). Responsible for representing the business unit to executive management, internal auditors, external auditors and regulatory bodies.
- Provide support for Florida Public Service Commission (FPSC) audits and filings.

**Accounting Supervisor, Florida Power & Light** 2004 – 2007 Juno Beach, FL

- Responsible for the management of the energy and fuel trading division's accounting functions, including general ledger, accounts receivable, accounts payable and staff. Responsible for development and preparation a \$6 billion fuel budget and \$11 million operating budget.

- Responsible for development, implementation, and compliance with SOX processes. Preparation of reporting data for quarterly and annual SEC filings.
- Provide support for Florida Public Service Commission audits and filings.
- Provide testimony and support for Federal Energy Regulatory Commission (FERC) audits.
- Responsible for division's portion of FPL's quarterly and annual FERC filings.
- Interact with cash management and treasury functions to ensure proper timing on the inflow and outflow of large cash transactions (\$300M - \$500M per month).  
Responsible for the monthly recording of hedging activities and M2M valuation changes.

**Project Controller, NextEra Energy Resources**                      2000 – 2004 Juno Beach, FL

- Developed a mastery of accounting in the IPP industry, leading in July 2002 to the responsibility of managing the accounting for an \$800M+ investment portfolio consisting of four oil fired power plants and twenty-nine hydro electric plants. The portfolio also includes various related joint ventures and commercial real estate.

**CPA, Divine Blalock Martin & Sellari, LLC**                      1996 – 2000

**Owner, Michael J Olowin, CPA**                                      1990 – 1996

# Andrew P. Luszcz

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7272 Estate Misgunst, #6  
St. Thomas, VI 00802

[andrew.luszcz@yahoo.com](mailto:andrew.luszcz@yahoo.com)  
(340) 690-0662

## EDUCATION:

**Yale University**, New Haven, CT  
Bachelor of Arts, Cum Laude 2005  
Economics with Distinction in the Major  
Cumulative GPA: 3.74

## EXPERIENCE:

**Glacial Energy**, St. Thomas, VI  
*VP of Electric Supply, Portfolio Manager: May 2009 - Present*

- **Portfolio Management:**
  - Extensive experience with NEPOOL, NYISO, PJM, MISO, ERCOT & CAISO
  - Co-developed Matlab-based trade capture & position management system
  - Trade physical & financial blocks, swaps, American, European & Asian options
  - Select ARR/CRR nominations for PJM, MISO & CAISO
- Supervise team of four responsible for daily forecasting, scheduling & invoice validation
- Review wholesale costs & volumes for monthly billing
- Provide pricing with forecasted cost determinant detail by market
- Insure compliance to Renewable Portfolio Standards in MD, TX, OH, MI, DC, MA, ME, RI, NH, IL, PA, DE, NJ, NY, CT & CA
- Product development: Index, Managed Index, Block & Index, Green-E<sup>2</sup>, Capped Price & Fixed Price
- Spearhead entry in to new markets
  - Retail entry into Michigan & California
  - First Energy & Duke integration into PJM
  - Transition from monthly to annual capacity in MISO
- Manage large customer accounts
  - Cost build-up & billing of marquee accounts
  - Directly field all cost-related questions from these select customers

**Capital Instincts**, St. Thomas, VI  
*Junior Trader: May 2007 – May 2009*

- Manage independent trading account comprised of US equities, options, commodities, indexes & futures
- Focus on option strategies with attractive risk/reward profiles
- Adhere strictly to position sizing & max losses scenarios

**Abercrombie & Fitch**, New Albany, OH  
*Associate Financial Analyst, Store Construction: July 2005 – May 2007*

- Manage capital construction accounts
- Administer database of capital budget requests to insure all construction projects receive budgeting approval from appropriate corporate officers in compliance with governance policies, particularly Sarbanes-Oxley
- Prepare depreciation projections & liability & asset accruals

## SKILLS:

Trading Platforms: ICE, Bloomberg, TradeStation, Interactive Brokers, Neovest  
Computer: MatLab, MySQL, Excel, PeopleSoft Financials & Crystal Reports  
Language: Conversational Spanish

## KATHRYN PERRY

7550 Estate Lerkenland • St. Thomas, VI 00802 • 415-632-9350 • kathrynperry@yahoo.com

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### WORK EXPERIENCE

2009 – Present **GLACIAL ENERGY, VI**

St. Thomas, VI

#### VICE PRESIDENT OPERATIONS (December 2013 – Present)

- Manage the day-to-day operations of the business: Contracts, Billing, Rate Management, Data Service, Quality Assurance, Commissions, Customer Care and Retention
- Oversee a customer base of 50,000 accounts in 21 licensed states and 59 active utilities
- Lead application and infrastructure development to support the companies initiatives
- Ensure that Operations team functions smoothly, with the goal of implementing strong communication processes to ensure staff is meeting and exceeding goals
- Identify and implement strategic and tactical planning to enhance company's growth
- Collaborate with Executive Management to identify and execute company initiatives and drive milestones
- Communicate directly with utility companies and public utility commissions to ensure timely and accurate dissemination of information and policies throughout the organization

#### DIRECTOR OF STRATEGIC PROJECTS (December 2012 – December 2013)

- Oversaw projects related to new market entries and implementation of sales channels and initiatives
- Drove efficiencies through process redesign and major system enhancements
- Analyzed project needs and created focused project plans
- Tracked and reported status on cross-divisional projects
- Drafted recommendations to address business needs based on analysis
- Collaborated effectively with project resources on requirements for process and system changes
- Provided regular and ad hoc analytical reporting on sales activity

#### DIRECTOR OF CONTRACT ADMINISTRATION (June 2012 – Nov. 2012)

- Directed a team of 7 employees and oversaw responsibilities regarding contract processing, rate management and quality assurance
- Developed and produced sales reporting for Executive management for all sales channels
- Created and managed Quality Assurance department including implementation of policies and procedures for Door to Door and Call Center sales
- Developed operational processes and policies related to entry into residential sales initiatives
- Researched and documented processes and procedures for consolidated billing rollout by utility
- Assisted with creation and implementation of rate plan management portal in Glacial's CRM
- Communicated with President and SVP of Sales regarding product offerings, price updates and policy changes

#### MANAGER OF CONTRACT ADMINISTRATION (Sept. 2010 – May 2012)

- Managed team of 5 employees and oversaw contract entry process and utility transactions
- Gained detailed knowledge of operational requirements for deregulated utilities in 21 states
- Reviewed sales reporting for accuracy and distributing to Executive team
- Worked with IT department to develop and implement improvements to Glacial's CRM system as related to the contract processing and utility transactions
- Ensured data quality as it relates to customer and account information
- Resolved account related problems by working with Customer Care, Billing and Legal departments

#### ACCOUNT MANAGER (Jun. 2009 – Aug. 2010)

- Managed all aspects of large accounts (20 million kwh and greater) from contract submission to customer service and billing needs
- Reviewed specific issues in regards to electricity transactions (enrollments, HU, etc), troubleshot and resolved by working with IT, third party transaction provider and utilities
- Gained extensive knowledge of Glacial's internal CRM system, specific utility portals and transaction interfaces
- Produced month end reporting for the President of Sales and bi-weekly reporting for Regional SVPs and Regional Directors

EXHIBIT E-2: RESUMES OF OFFICERS

# KATHRYN PERRY

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**INSIDE SALES REPRESENTATIVE (Jan. 2009 – May 2009)**

- Developed leads for potential commercial clients through cold calls
- Met and exceeded monthly and daily requirements including number of calls and total kwh in leads

2007 – 2009      **THE RITZ-CARLTON CLUB (MARRIOT VACATION CLUB INTL.)**      St. Thomas, VI

**MARKETING AMBASSADOR (Jun. 2008 – Jan. 2009)**

- Top Marketing Ambassador for Period 8, 10 and 11, 2008, producing the most appointments
- Developed and executed events to increase qualified lead count and awareness of The Ritz-Carlton Club
- Assisted Concierge staff including check-ins, departures, PBX and resolution of Guest problems
- Created and delivered marketing emails which resulted in over 200 qualified leads for the St. Thomas site

**MEMBERSHIP ADMINISTRATION COORDINATOR (Aug. 2007 – Jun. 2008)**

- Produced contracts and documents related to fractional ownership sales including creation, execution and follow-up
- Assisted members interested in listing by reviewing the Resale program, answering related questions and producing and executing listing agreements
- Updated, tracked and reviewed inventory and sales through Excel and Marriott systems OTM and Siebel for all Membership Executives and Management

2004 – 2007      **DESIGN WITHIN REACH**      San Francisco, CA

**MANAGER, SALES OPERATIONS (Aug. 2006 – Jun. 2007)**

- Directed a team of 4 employees and managed all duties related to operations, special orders, and drop ship for 66 furniture stores (Studios) nationwide
- Developed operations, sales and customer service policies for sales force consisting of 300 individuals
- Served as main liaison between 66 nationwide Studios and corporate teams
- Worked with cross-disciplinary teams to compile and resolve all sales and operations related issues
- Led department in development and implementation of corporate-wide sales software system
- Oversaw creation of "Special Orders Program", producing over \$100K in net sales per month
- Supervised direct vendor-to-customer shipping program, producing over \$1 MM in net sales per month
- Managed vendor relationships to ensure timely distribution of product and adherence to policies
- Produced and reviewed sales reports for distribution to Executive Management and Studios
- Created and distributed weekly communications to the sales teams
- Reviewed and approved commissions and responded to all related inquiries

**STUDIO OPERATIONS COORDINATOR (Nov. 2004 – Aug. 2006)**

- Responded to all Studio and sales-related inquiries to maximize customer service and reduce costs
- Distributed Studio collateral in cost-effective manner and processed daily invoicing and expense reports for management
- Reviewed profit and loss statements and detailed expense statements for all Studios
- Improved operational efficiency by coordinating resolution of recurring operational issues

**STUDIO PROJECT ASSISTANT (Jun. 2004 – Nov. 2004)**

- Distributed swatches, marketing material, and store set-up kits to Studios nationwide
- Compiled and disseminated weekly and monthly reports for management to monitor Studios' inventory levels and financial performance

## EDUCATION

2000 – 2004      **LAKE FOREST COLLEGE**      Lake Forest, IL

**BACHELOR OF ARTS, HISTORY & ART HISTORY**

- Graduated with honors (Cum Laude)
- Studied abroad in Greece (Spring semester 2003)
- Internship with The Chicago Historical Society (Fall semester 2004)

## EXHIBIT E-2: RESUMES OF OFFICERS

# Thomas Frederiksen

5588 Pine Lake Drive  
Crestview, FL 32539

Cell: 914-274-7935  
Thomas.Frederiksen@Live.com

### PROFESSIONAL SUMMARY

A combined total of over 9 years' experience in architecting, implementing and maintaining desktop and web based applications. My professional experience and college coursework give me the skill set that makes me an invaluable asset to any organization; both in a team setting and as an independent developer.

### TECHNICAL SKILLS

Languages: C/C++, C#, PHP, HTML, CSS, Javascript, AJAX, UML, SOAP, XML, X-Path, XSLT, ASP.NET  
Software: Microsoft Visual Studio 2005/2008, Eclipse/Aptana, Zend Studio, SQL Server 2005, MySQL, PostgreSQL,  
Team Foundation Server, Subversion, GIT, SOATest, Tibco Business Studio

### PROFESSIONAL EXPERIENCE

**Glacial Energy VI, LLC, St. Thomas USVI.**

**May 2010 – Present**

Glacial Energy VI provides management services to its subsidiaries in the United States that are responsible for reselling Electricity and Natural Gas in deregulated markets. The management services provided primarily focus on a single software solution named WATTS. This system is a CIS system that provides all functionality necessary to go from Order to Cash.

#### **Chief Technology Officer, 4/14 – Present**

As Chief Technology officer, my responsibility is to oversee both the Software Development and Infrastructure teams. My focus thus far has been on maintaining system stability during the transition from Glacial Energy to Agera Energy.

#### **Major Accomplishments:**

- Relocated WATTS from the USVI to the NY Data Center with 0 down time.
- Established new infrastructure in the NY Office

#### **Chief Architect, 12/12 – 4/14**

As Chief Architect, I lead the design and development of the new code base as we continued to enter new markets at a pace of 2-3 per month. I re-architected the tax engine using CCH's Tax Database. A new billing engine was also implemented, allowing us to enter these new markets with no need to make changes to the system. I am responsible for working closely with the business owners to determine scope of work and necessary estimates to prioritize all projects based ROI.

#### **Major Accomplishments:**

- Architected new Tax Engine increasing performance 1,000% and accuracy saving the company on average \$40,000 per year in taxes and fines
- New Staging and Billing Engine designed to reduce workload from hours to minutes daily saving an estimated \$70,000 per year
- Replaced nightly batch job with Gearman based continuous processing, freeing up over 1,095 hours a year and increases accuracy of the results.

#### **Vice President of Software Engineering, 1/11 – 12/12**

As Vice President, I managed a team of 9 software engineers and a QA engineer as we prepared the system to handle new customers from sources such as door to door and telemarketing. My team was able to implement an entirely new billing method in the span of 3 months and enter 3 markets at go live. I also shifted our focus to security and performance as our system started to become more visible to the outside and stressed.

#### **Major Accomplishments:**

- PCI Compliance Certification, ensuring data security and increasing customer trust.
- Created and staffed Software QA department taking the burden of testing the weekly releases off of the business users saving over 55 hours a week across all departments.
- Rate Ready Implementation allowing Glacial to add an additional 30,000 customers in the first 10 months.

## EXHIBIT E-2: RESUMES OF OFFICERS

- Performance enhancements: Sales commission generation from 2.5 hours to 5 minutes saving a total of 882 hours per year, Customer Invoice delivery from 2+ hours to 15 minutes saving an estimated \$7,300.
- Integrated CIS system with Great Plains streamlining the flow for Revenue and Cash saving an estimated 288 man hours per year and allowing for proper A/R Roll Forward tracking.
- Contributed to the analysis and review of all entity acquisitions allowing for proper estimation of capital required to bring the systems in line with Glacial's goals.
- Analyzed and advised on the software platforms used for market entry into Canada, Great Britain, Australia and New Zealand.

### **Director of Software Engineering, 9/10 – 1/11**

As Director, I continued to implement further necessary departmental policies such as vacation tracking. During this time frame most of the projects were placed on hold allowing the department to focus on improving system stability.

#### Major Accomplishments:

- Upgraded the ticket tracking system (JIRA) and tied it to developer commits in Subversion facilitating the ability to perform peer reviews and create release notes.
- Implemented departmental employee feedback and reviews, increasing communication between employees and management, and improving moral in the workplace.
- Architected a SOAP server allowing for system components to be decoupled decreasing maintenance complexity and allowing for the department to react quickly to change requests.
- Architected complex workflow system used for data exceptions giving business users, for the first time, insight and tracking into these issues.
- Architected and implemented a Trade Management system for the Natural Gas wholesale team increasing data accuracy and permitting reconciliation of the counter party statements.

### **Senior Software Engineer, 5/10 – 9/10**

As a member of the software engineering team, I was originally brought in to refactor the old code base over to Zend Framework. However, that project was sidelined and I was set the task of implanting and refactoring the existing critical sales and commissions reports. I also took this opportunity to propose and implement several critical departmental policies including continuous integration and unit testing.

#### Major Accomplishments:

- Implemented sales reporting designed to be used by the President of Sales to track monthly sales across all markets by employee and role within minutes
- Rewrote Commissions Reporting to improve accuracy and performance. The new report saved more than 5 hours of work per month in separating and delivering the reports to the regional directors.
- Implemented QA and Staging environments giving developers and business users environments that mirrored production reducing the number of bugs caused by inconsistencies.
- Implemented a Production push procedure in order to restrict access to all Production servers and provide accountability for any changes made.

**Cricket Wireless, Denver CO.**  
Software Engineer IV

**Dec 2009 – April 2010**

While working for Apex Systems, I was contracted to Cricket Wireless as the lead of the billing system migration team. My responsibilities were to document current and future process flows using Tibco Business Studio, convert the SOAP based web services from the old billing system over to Convergys, ensure that all past and newly created classes had unit tests properly implemented and update legacy code to use the Zend Framework. As the team lead, I had to provide level of effort estimates, attend daily status meetings and ensure that any defect resolutions are migrated to the appropriate environments.

#### Major accomplishments:

- Architected and implemented a WSDL to PHP class generator. The classes generated are capable of validating their properties prior to being serialized and transmitted. This validation includes ensuring that all necessary class properties are set to ensure that the requirements of any sequence or choice elements are properly met. This improves the performance of any web service calls that would have failed from a 40 second message response, to less than a second.
- Updated the current extended Soap Client to support properly serializing and un-serializing of the pre-generated classes to ensure that all responses can be checked for type safety.

**Reed Business Information, Highlands Ranch CO.**  
PHP Developer IV

**Jan 01 2009 – Dec 2009**

## EXHIBIT E-2: RESUMES OF OFFICERS

Reed Business Information is a B2B publication company and the department I worked was responsible for the online version of the print magazines. As the lead developer in this department I was responsible for architecting and implementing new features as well as optimizing the existing framework. I was also responsible for performing code walkthroughs, reviewing requirements documents and providing estimates on all new major development items.

### Major accomplishments:

- Optimized the object store procedure that yielded a 400+% increase in execution time.
- Architected and implemented the page generator. This was done in C/C++ and was cross platform compatible between Windows and Linux. This program was designed to be infinitely scalable across N servers and load balanced all work across those servers.
- Architected the page layout drag and drop system allowing users to customize their websites without having to wait for a code release.
- Updated the front end to support URL preservation, allowing any published articles that were renamed to not return a 404.
- Architected a method of splitting approximately 300,000 files into sub folders without any loss in traffic to those files using Apache's Mod-Rewrite.
- Eliminated the file based pagination with the use of an XSLT translation preventing the system from having to regenerate 100's of pages every time a new article was added to the system.

**ClientSolv, Denver CO.**  
Contract PHP Developer

**Oct 2008-Dec 31 2008**

While working for ClientSolv I was contracted to Reed Business Information on a contract to hire basis. While working for Reed Business Information I was a member of the data migration team. In addition, I also had duties pertaining to new software development.

### Major accomplishments:

- Porting of their Java based extraction process into PHP; in doing so gained a 40% performance increase and reduced the need to staff a Java programmer.
- Completed development of the mobile version of their websites drastically increasing the potential audience.
- Implemented an enhanced search engine results page that included detailed BI reporting.
- Implemented ratings functionality for several different object types enhancing customer interactivity with the sites.

**InternetCRM, Blue Water Bay FL.**  
Software Developer

**Nov 2007- Oct 2008**

InternetCRM provides a lead management solution for the automotive industry. As a programmer in this corporation, I was responsible for the design, development and maintenance of the backend lead integration system. I was also responsible for maintenance of the front-end user interface.

### Major accomplishments:

- Complete redesign and implementation of the OEM integrator via web services.
- Redesigned and recoded the implementation of the email lead parsing system.
- Designed and developed real time status notifications to the OEMs via SQL CLR and web services.
- Improved user interface to support new OEM requirements.
- Responsible for several application critical data conversions requiring 100% accuracy.

**Cuztech LLC, Crestview FL.**  
Software Developer

**Apr 2005- Nov 2007**

Cuztech LLC provided innovative solutions for the internet entrepreneur seeking to be self-sufficient online. Several product lines were developed and released including a systems for organizing and searching large article databases, automated website construction and deployment and in depth market research tools with long term monitoring.

### Major Accomplishments:

- Designed a flat file database system with performance speeds near MySQL performance and index times exceeding MySQL.
- Created several web spiders utilizing thread pools, CPU assignments and time critical scheduling.
- Designed and developed in house affiliate and mailing list management programs, increasing revenue by an estimated 47%.

## EXHIBIT E-2: RESUMES OF OFFICERS

- Developed a full service product management suite that enabled collaboration between clients and freelance writers to include order management, integrated payment gateway, product status updates and product delivery.
- Modified and enhanced popular online mediums such as vBulletin, phpBB, and WordPress.

**MICHAEL NORDLICHT**  
541 39 STREET #3  
UNION CITY, NJ 07087  
516-754-5999  
MICHAEL.NORDLICHT@GMAIL.COM

## **EDUCATION**

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### **GEORGETOWN UNIVERSITY LAW CENTER/ WASHINGTON, DC**

- JD October 2012
- Vice President, Jewish Law Students Association
- Community Justice Project

### **YESHIVA UNIVERSITY/ NEW YORK, NY**

- B.A: Economics/ Minor: Business (GPA: 3.6)
- Honors: Dean's List, 2006-2008

## **EXPERIENCE**

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### **PLATINUM PARTNERS**

ANALYST

NEW YORK, NY

NOVEMBER 2013 – JUNE 2014

Performed due diligence on companies receiving funding. Analyzed and valued public and private companies. Managed groups of attorneys and directors as company prepared to go public. Negotiated terms of senior secured lending strategies.

### **MARYLAND ATTORNEY GENERAL**

ASSOCIATE ATTORNEY

PIKESVILLE, MD

MARCH 2013 – NOVEMBER 13

Assigned to the Department of Public Safety and Correctional Services. Evaluated and responded to challenges of the MD Sex Offender Registry. Helped prepare memoranda responding to appeals of decisions of the inmate grievance office. Assisted in tort claims brought against the State. Participated in correction officer bill of rights proceedings and training.

### **MARYLAND PUBLIC DEFENDER**

LAW CLERK

BALTIMORE, MD

SUMMER 2011, SUMMER 2012-JANUARY 2013

Assigned to two attorneys in the felony trial division. Conducted interviews with clients, drafted subpoenas and motions and attended court hearings. Prepared legal memoranda for trial, assisted with case preparation and compiled trial notebook.

### **DC PUBLIC DEFENDER SERVICE**

LAW CLERK

WASHINGTON, DC

JANUARY 2012-APRIL 2012

Assisted attorney in trial division representing clients in front of the US Parole Commission who were contesting the revocation of their release. Wrote legal memoranda, interviewed clients, assisted in preparing for hearings, and attended revocation hearings.

### **COMMUNITY JUSTICE PROJECT**

MEMBER

WASHINGTON, DC

AUGUST-DECEMBER 2011

As a member of the community justice project clinic, twice represented individuals in the appeal of the denial of their unemployment benefits in an administrative hearing. Compiled a policy and advocacy paper analyzing access to the DC Court of Appeals for individuals appealing decisions of the Office of Administrative Hearings.

### **FIRST STAR**

LEGISLATIVE INTERN

WASHINGTON, DC

NOVEMBER 2010-MAY 2011

Reviewed and tracked pending legislation relating to child neglect and abuse issues. Helped organize a congressional press briefing with the Children's Advocacy Institute on foster children and the use of their benefits. Advocated for the creation of a national institute to study the effect of abuse and neglect.

Proficient in Microsoft Office, Westlaw, ProLaw, Cjis, SPSS Statistical Software.

## Sariah Rodriguez

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### **EVP, Gas Supply and Operations**

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Well respected professional with over 10 years of energy experience. Multi-faceted and highly adaptable; consistently exceeds goals and deadlines. Developed broad relationships with Northeast utilities, natural gas suppliers, and other interstate pipelines involved in the sale, transportation, and delivery of natural gas. Strong and focused leadership and interpersonal skills; ability to manage in a complex work environment and under time constraints; adept communication skills with associates of all levels; detail oriented; problem solver; PC proficient. Looking to fill a long term position in the energy industry that can use my experience to assist in the continued growth of a company by supporting energy delivery for end users with new business, marketing, accounting, trading, scheduling and asset management.

Demonstrated success record in:

- Strategic scheduling of natural gas purchases
  - Managing storage assets
  - Product development
  - Procurement of natural gas
  - Hedging fixed book in order to eliminate exposure
  - Off hour questions and issues
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### **PROFESSIONAL EXPERIENCE**

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**Agera Energy LLC**

**2014 - 2014**

***EVP, Gas Supply and Operations***

- Responsible for assisting the scheduling team to ensure the accurate scheduling of gas to 55 utilities in 17 states
- Responsible for assisting the scheduling team to ensure the accurate scheduling of gas within 13 interstate pipelines
- Purchase gas on a daily basis
- Analyze market on a daily basis in order to optimize assets
- Develop and maintain complex spreadsheets used to assist forecasting behind each LDC
- Develop spreadsheets that track all costs for each utility served
- Determine what, if any, excess capacity was available and seek shippers to sell the excess to, in order to reduce costs and increase margins
- Gather all utility requirements and capacity releases in order to determine how much gas to purchase for the following month
- Verification of all pipeline and supplier invoices to ensure accurate billing
- Responsible for the management of all storage facilities including calculating WACOG
- Interact with finance and provide various reports including all COGS and Storage balances
- Profile customer usage to estimate company revenues for the next month
- Hedge all fixed price exposure
- Hedge storage contango
- Assist pricing with cost components that need to be in pricing models

**Guttman Energy Inc., Pittsburgh, PA****2014 - 2014*****Head of Gas Supply and Operations***

- Lead the registration process for 8 utilities across 2 states
- Assist in contracting with 8 interstate pipelines
- Responsible for scheduling gas to customers within the company's footprint
- Develop spreadsheets to track all molecules that flow across the various pipelines
- Execute pipeline capacity releases and work with pipeline shippers to acquire the necessary capacity to serve customers
- Monitor gas market on a daily basis to determine most cost effective route to service customer needs
- Work closely with pricing to ensure all components are accounted for
- Verify all utility and pipeline invoices, ensure accuracy
- Manage all storage assets and calculate WACOG

**Glacial Energy Inc., St Thomas, VI****2011 - 2014*****VP, Gas Supply***

- Lead a team of 8 that includes schedulers, asset managers, settlements analysts and a risk manager
- Played a major role in the market entry of 26 utilities since joining the company
- Assisted in the expansion of the company's footprint into 6 additional states
- Responsible for assisting the scheduling team to ensure the accurate scheduling of gas to 55 utilities in 17 states
- Responsible for assisting the scheduling team to ensure the accurate scheduling of gas within 13 interstate pipelines
- Purchase gas on a daily basis
- Analyze market on a daily basis in order to optimize assets
- Develop and maintain complex spreadsheets used to assist forecasting behind each LDC
- Develop spreadsheets that track all costs for each utility served
- Execute all pipeline capacity releases
- Determine what, if any, excess capacity was available and seek shippers to sell the excess to, in order to reduce costs and increase margins
- Gather all utility requirements and capacity releases in order to determine how much gas to purchase for the following month
- Verification of all pipeline and supplier invoices to ensure accurate billing
- Responsible for the management of all storage facilities including calculating WACOG
- Run monthly revenue sheets that ensured company margins were met when calculating customer's price for gas
- Interact with finance and provide various reports including all COGS and Storage balances
- Profile customer usage to estimate company revenues for the next month
- Hedge all fixed price exposure
- Hedge storage contango
- Audited pricing models and determined that over \$4MM in annual costs were not being accounted for and was able to get them included to reduce losses
- Assist pricing with cost components that need to be in pricing models
- Calculate all capacity utilization to ensure all costs are covered in pricing models
- Determine actual margins realized to determine benefit of continuing in current markets, found that we should exit 7 markets which saved the company over \$2MM annually
- Came up with new products that would help get more sales thru the door

**U.S. Gas & Electric Inc., North Miami, FL**

**2008 - 2011**

***Gas Supply Manager***

- Brought supply function in house and found that the outsourcing company was misusing company assets which led to the company winning a lawsuit that helped them recover over \$1MM
- Helped company expand into the states of NJ, IN, MI, OH and PA
- Assisted in the seamless entry into 10 utilities throughout 5 states
- Responsible for all aspects associated with the daily scheduling of gas on 15 pipelines including
  - Algonquin
  - Columbia
  - Tennessee
  - Texas Eastern
  - Transco
  - TransCanada
- Responsible for the daily activities associated with the scheduling of gas to 18 utilities in NY, NJ, IN, MI, OH and PA
- Confirmed nominations with shippers and interconnecting pipelines
- Determined daily operationally available excess capacity
- Forecasted customer usage requirements using weather data and historical comparisons
- Developed, refined, and maintained complex spreadsheets used to assist forecasting behind each LDC throughout the NE
- Executed and prepared assigned pipeline capacity releases
- Determined what, if any, excess capacity was available and sought shippers to sell the excess to, in order to reduce costs and increase margins
- Gathered all utility requirements and capacity releases in order to determine how much gas to purchase for the following month
- Purchased gas on a daily basis as needed
- Verification of all utility, pipeline and supplier invoices to ensure accurate billing
- Responsible for the management of storage assets
- 24/7 coverage including weekends and holidays

**MX Energy, Edison, NJ**

**2007 - 2008**

***Gas Scheduler***

- Nominated gas on multiple interstate pipelines
- Nominated gas on various LDCs
- Assisted in accounting and invoicing issues
- Monitored tariff and fuel rate changes
- Assisted and recommended supply purchase optimizations
- Transacted imbalance trades
- 24/7 coverage including weekends and holidays

**UGI Energy Services**

**2003 - 2007**

***Operations Analyst***

- Nominated gas on various LDCs
- On call 24/7
- Responsible for the accurate invoicing of over 2000 customers monthly
- Collaborated with IT to develop a more cohesive billing system which significantly reduced the time it took to bill customers
- Analyzed interruptible customer usage patterns to ensure accurate deliveries and minimize penalties
- Tracked all usage and delivery for transportation customers

- Analyzed delivery requirements sent from LDCs and requested adjustments based on customer's historical usage pattern which saved the company from over-delivering during high cost months
- Approved invoices from LDCs
- Assisted accounting with invoicing issues
- Submitted customer enrollments and customer drops via EDI to various utilities
- Requested pre-enrollment H/U via EDI

**EDUCATION**  
**Reading Area Community College, 2004**

## Exhibit 31 Managerial Qualifications

Sariah Rodriguez and Michael Olowin have four or more years demonstrated experience in a management position with enterprise financial and administrative responsibilities including profit and loss responsibilities and four years natural gas sales experience.

**Exhibit 31 Managerial Qualifications Resumes for the below provided in Exhibit 30**

**Michael Joseph Nordlicht**

General Counsel

Direct: 914-236-1406

Joseph.nordlicht@ageraenergy.com

**Phil Spillane**

Chief Risk Officer

Cell: 340-201-9645

Email: pspillane@ageraenergy.com

**Andrew Luszcz**

Vice President of Electric Supply

Cell: 340-690-0661

Email: aluszcz@ageraenergy.com

**Thomas Frederiksen**

Chief Technology Officer

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Email: tfrederiksen@ageraenergy.com

**Sariah Rodriguez**

Executive Vice President Gas Supply and Operations

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Briarcliff Manor, NY 10510

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**Katie Perry**

Director of Operations

Cell: 415-632-9350

Email: [kperry@ageraenergy.com](mailto:kperry@ageraenergy.com)

**Michael Olowin**

SVP Accounting

[molowin@ageraenergy.com](mailto:molowin@ageraenergy.com)

### Agera Energy LLC Manager Org Chart

