

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

EDF Energy Services, LLC
:
Application for Certificate of
Service Authority under Section
16-115 of the Public Utilities Act.

Docket No. 15-
15-0346

CHIEF CLERK'S OFFICE

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ILLINOIS COMMERCE
COMMISSION

APPLICATION

EDF Energy Services, LLC, the Applicant, hereby requests that the Illinois Commerce Commission ("ICC" or "Commission") grant it a certificate of service authority pursuant to Section 16-115 of the Public Utilities Act ("Act"). Applicant's affiliate, EDF Industrial Power Services (IL), LLC ("EIPS (IL)") is an Alternative Retail Electric Supplier ("ARES") and, as part of an internal corporate reorganization, EIPS (IL) will merge into Applicant. If this Application is approved, within five (5) business days of that approval, EIPS (IL) will merge with and into Applicant and consequently transfer to the Applicant EIPS (IL)'s license or permit bond, unconditional parent guarantees, payment surety bond, and all of its customers. The Agreement and Plan of Merger, dated April 30, 2015 between Applicants and EIPS (IL) is included with this Application as **Attachment A**. Applicant will file a notice with this Commission within five (5) business days of successfully merging EIPS (IL) into Applicant. EIPS (IL) simultaneously is filing a conditional petition to relinquish its Certificate of Service Authority effective only if the Commission approves this Application and Applicant files its certificates of merger with the Secretary of State of the states of Texas and Delaware within five (5) business days of the Commission's approval of this Application, completing the merger of EIPS (IL) into Applicant ("Petition"). EIPS (IL) is asking in its Petition for the Commission to cancel its Certificate of Service Authority only after the Commission grants this Application and the merger between EIPS (IL) and the Applicant is effective.

Customer notification is not required under 83 Illinois Administrative Code Part 412 Section 250 because EIPS (IL) does not serve, and Applicant is not seeking to serve, residential or small commercial retail customers.¹ Rather, it serves nonresidential retail customers with annual electrical consumption greater than 15,000 kWh under Subpart C of Part 451. Applicant, therefore, is filing under Subpart C of Part 451² to facilitate the merger of EIPS (IL) into Applicant. In support of its application, Applicant states as follows:

REQUIREMENTS FOR ALL APPLICANTS³

1. As noted, EIPS (IL) currently is an ARES, certified in ICC Docket No. 09-0467.⁴ As part of an internal corporate reorganization, EIPS (IL) will merge into Applicant, a Delaware limited liability company. Accordingly, EIPS (IL) will cease to exist and Applicant will provide retail electric service to EIPS (IL)'s former customers, contingent upon approval by the Commission of this Application. Current customers of EIPS (IL) will not be adversely affected as customer contracts with EIPS (IL) will be honored by Applicant. Applicant currently does not have authority from the Commission to be an ARES.
2. Applicant is licensed to provide retail electric power in Texas and Pennsylvania. Applicant also will provide retail electric power in New York and Ohio. Applicant is transferring the certification of its affiliate, EDF Industrial Power Services (NY), LLC, currently registered as an Energy Services Company in New York, to Applicant. Applicant is also consolidating EDF Industrial Power Services (OH), LLC, its affiliate and a registered power marketer in Ohio, into Applicant. Applicant and its affiliates have not had any complaints filed against them for their provision of any services in the electric or gas industry in Illinois or any other jurisdiction.

¹ See 83 Ill. Admin. Code § 412.200.

² See *id.*

³ See 83 Ill. Admin. Code § 451.20.

⁴ *EDF Industrial Power Services (IL), LLC*, Order on Application for Certificate of Service Authority Under Section 16-115 of the Public Utilities Act (Dec. 2, 2009).

3. Applicant certifies that it will comply with all applicable federal, State of Illinois, regional and industry rules, practices, policies, procedures, and tariffs for the use, operation, maintenance, safety, integrity, and reliability of the interconnected electric transmission system.⁵
4. Applicant agrees to submit good faith schedules of transmission and energy in accordance with applicable tariffs.⁶
5. Applicant certifies that it will comply with informational and reporting requirements that the Commission may by rule establish.⁷
6. Applicant certifies that it will provide for review by Staff, on a confidential and proprietary basis, data related to contracts for the purchase and sale of electric power and energy.⁸
7. Applicant's name and street address:⁹
 - EDF Energy Services, LLC
 - 4700 W. Sam Houston Parkway North
 - Suite 250
 - Houston, TX 77041
 - a) Federal Employer Identification Number: 20-5936915.
 - b) Type of business entity: Limited Liability Company.
 - c) Jurisdiction in which and under whose laws business entity was created: Delaware.
 - d) Other names under which Applicant does business (D/B/A): Not applicable.
 - e) Registered Agent in Illinois:

⁵ See 83 Ill. Admin. Code § 451.20(a).

⁶ See 83 Ill. Admin. Code § 451.20(a).

⁷ See 83 Ill. Admin. Code § 451.20(b).

⁸ See 83 Ill. Admin. Code § 451.20(b).

⁹ See 83 Ill. Admin. Code § 451.20(c).

Capitol Corporate Services, Inc.
118 West Edwards Street, Suite 200
Springfield, IL 62704

8. Applicant demonstrates that:¹⁰
 - a) Applicant is licensed to do business in the State of Illinois, as demonstrated in **Attachment B**.
 - b) Section 16-128(a) of the Act (220 ILCS 5/16-128(a)) does not apply because Applicant's employees will not be installing, operating, or maintaining generation, transmission, or distribution facilities within the State of Illinois.
9. Applicant certifies that it will comply with all other applicable laws and regulations and Commission rules and orders.¹¹
10. Applicant certifies that it will procure renewable energy resources as required by Section 16-115D and subsection (d) of Section 16-115 of the Act.¹²
11. Applicant certifies that it will source electricity from clean coal facilities, as required by Section 16-115(d)(5) of the Act.¹³

REQUIRED FILINGS AND PROCEDURES

12. Applicant will publish notice of its application for certification in the Official State Newspaper within 10 days following its filing of the application for certification. The applicant will file proof of publication with the Clerk of the Commission within 5 days after publication.¹⁴
13. This Application is verified, as required by Section 200.130 of the Commission's "Rules of Practice" (83 Ill. Adm. Code 200.130).

¹⁰ See 83 Ill. Admin. Code § 451.20(d).

¹¹ See 83 Ill. Admin. Code § 451.20(e).

¹² See 83 Ill. Admin. Code § 451.20(f).

¹³ See 83 Ill. Admin. Code § 451.20(g).

¹⁴ See 83 Ill. Admin. Code § 451.30(a).

14. Applicant intends to provide electricity supply products and service throughout the Ameren Illinois and Commonwealth Edison service areas. These products and service will include, but are not limited to: full requirements power and energy services; index-related power and energy services; energy risk management services; block and shaped block energy service; demand response service; and other energy services that are desired by our customers or customer prospects.¹⁵

a) Description of Applicant's business. Applicant is not affiliated with an Illinois utility.¹⁶

b) Applicant will provide electricity supply products and services to non-residential retail commercial and industrial customers whose annual consumption is in excess of 15,000 kilowatt hours.¹⁷

c) Proof that Applicant notified the designated in-state agent for each affected utility that Applicant intends to serve customers in that utility's service area is provided in **Attachment C**.¹⁸

15. Applicant certifies that it will comply with all terms and conditions required by Sections 16-115A(a), (b), and (f), 16-119, 16-123, 16-125(b) and (c), 16-127, and 16-128(a) of the Act, to the extent those Sections have application to the services being offered by the alternative retail electric supplier.¹⁹

16. Contact Persons:

a) For issues related to processing this application, please contact:

Cherie Fuller
Vice President
EDF Energy Services, LLC
4700 W. Sam Houston Parkway North

¹⁵ See 83 Ill. Admin. Code § 451.30(c).

¹⁶ See 83 Ill. Admin. Code § 451.30(c)(1).

¹⁷ See 83 Ill. Admin. Code § 451.30(c)(2).

¹⁸ See 83 Ill. Admin. Code § 451.30(c)(3).

¹⁹ See 83 Ill. Admin. Code § 451.30(d)(2).

Suite 250
Houston, Texas 77041
Tel: (281) 653-1778
Fax: (281) 653-1436
cherie.fuller@edfenergyservices.com

- b) For issues related to retail customers, including complaint resolution, please contact:

Cherie Fuller
Vice President
EDF Energy Services, LLC
4700 W. Sam Houston Parkway North
Suite 250
Houston, Texas 77041
Tel: (281) 653-1778
Fax: (281) 653-1436
cherie.fuller@edfenergyservices.com

- c) For technical issues, including scheduling of generation, transmission, and distribution, and issues arising from relationships with other providers of electric services, please contact:

Cherie Fuller
Vice President
EDF Energy Services, LLC
4700 W. Sam Houston Parkway North
Suite 250
Houston, Texas 77041
Tel: (281) 653-1778
Fax: (281) 653-1436
cherie.fuller@edfenergyservices.com

17. Applicant does not agree to accept service by electronic means.²⁰

CUSTOMER RECORDS AND INFORMATION

18. Applicant agrees to adopt and follow rules and procedures ensuring that authorizations received from customers, customer billing records, and requests

²⁰ See 83 Ill. Admin. Code § 451.30(e).

for delivery service transmitted to utilities are retained for a period of not less than two calendar years after the calendar year in which they were created.²¹

19. Applicant agrees to adopt and follow rules and procedures to preserve the confidentiality of its customers' data.²²

LICENSE OR PERMIT BOND REQUIREMENTS

20. As part of the consolidation of EIPS (IL) into Applicant, the bond currently maintained by EIPS (IL) will be amended to the benefit of Applicant once the consolidation is completed. Please see the License or Permit Bond, **Attachment D** for a current copy of the bond maintained by EIPS (IL) and the executed rider, amending the bond to the benefit of Applicant, effective upon the completion of the merger.²³

FINANCIAL QUALIFICATIONS PURSUANT TO 83 ILLINOIS ADMINISTRATIVE CODE SECTION 451.220

21. Applicant meets the financial criteria set forth in 451.220(a)(4) as demonstrated in **Attachment E-1** and **Attachment E-2**.²⁴

22. Applicant will not provide electric power and energy with property, plant and equipment that it owns, controls, or operates.²⁵

TECHNICAL QUALIFICATIONS PURSUANT TO 83 ILLINOIS ADMINISTRATIVE CODE SECTION 451.230

23. Applicant will not use electric generation, transmission, or distribution facilities that it owns, controls, or operates in serving customers. Applicant meets the requirements of Part 451.230 as demonstrated in **Attachment F**.²⁶

²¹ See 83 Ill. Admin. Code § 451.40(a).

²² See 83 Ill. Admin. Code § 451.40(b).

²³ See 83 Ill. Admin. Code § 451.50(a).

²⁴ See 83 Ill. Admin. Code § 451.220(a)(4).

²⁵ See 83 Ill. Admin. Code § 451.220.

²⁶ See 83 Ill. Admin. Code § 451.230.

The following individual on Applicant's staff has experience buying and selling power and energy in wholesale markets: Chris Armitage, who has 15 years of experience in electrical sales.

The following individuals on Applicant's staff have experience working for an entity that is either a member of PJM, a market participant in the Midwest ISO, or has a system operator certificate from NERC, or has earned Certified Energy Procurement Professional status by the Association of Energy Engineers (or equivalent certification): Chris Armitage, with 15 years of experience in electrical sales; Patrick Nelson, who has 12 years of experience in electrical system operations; and Cherie Fuller, who has 18 years of experience in OASIS reservation processes, NERC tagging processes, and NERC, PJM, and MISO rules and practices.

Applicant agrees to maintain the following telephone number, fax number, and address where Applicant's staff can be directly reached at all times. Applicant understands that maintenance of an answering service or machine, pager, or similar message-taking procedure does not satisfy this requirement.²⁷

EDF Scheduling and Real-time Desk (24-hours)
Telephone: 281-781-0341
Fax: 281-781-0360
Address: 4700 W. Sam Houston Pkwy N., Suite 250
Houston, TX 77041

MANAGERIAL QUALIFICATIONS PURSUANT TO 83 ILLINOIS ADMINISTRATIVE CODE SECTION 451.240

24. Applicant meets the managerial qualifications set forth in Part 451.240, as demonstrated in **Attachment G**. **Attachment H** includes an exhibit containing a corporate organizational chart and identifying the persons or agents who are being used to meet each of the requirements of Part 451.240(b).²⁸

²⁷ See 83 Ill. Admin. Code § 451.230(c).

²⁸ See 83 Ill. Admin. Code § 451.240.

The following individual in a management position on Applicant's staff has four or more years experience with enterprise financial and administration responsibilities including profit and loss responsibilities: Mary Anne Breilinsky, Managing Director of EDF Energy Services, LLC.

25. Applicant is not relying on one or more agents or contractors to meet the technical and managerial requirements of Part 451.230 and 451.240.²⁹

FINANCIAL QUALIFICATIONS FOR SINGLE BILLING SERVICE

26. Applicant intends to provide single billing services in the Commonwealth Edison service territory. A demonstration that Applicant meets one of the four creditworthiness standards as required in Part 451.510, specifically Part 451.510(a) is set forth in **Attachment I**.³⁰

GENERAL PROVISIONS FOR APPLICANTS FILING UNDER SUBPART D

27. Subpart C and D applicants must certify compliance with all terms and conditions required by Section 16-115A(c) of the Act.

As a Subpart C applicant, Applicant will comply with Section 16-115A(c) of the Act. Applicant is not applying under Subpart D.

²⁹ See 83 Ill. Admin. Code §§ 451.230, 451.240.

³⁰ See 83 Ill. Admin. Code § 451.510(a).

WHEREFORE, Applicant requests that the Commission grant its application for service authority to serve retail commercial and industrial customers that have annual electricity usage in excess of 15,000 kilowatt hours and provide Single Bill Option services to these customers throughout the State of Illinois.

Respectfully submitted,

EDF Energy Services, LLC

By: 

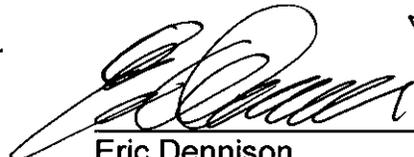
Eric Dennison

Senior Vice President, General Counsel and
Secretary

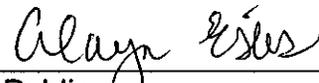
VERIFICATION

STATE OF TEXAS)
)
COUNTY OF HARRIS)

Eric Dennison, being first duly sworn, deposes and says that he is a Senior Vice President, General Counsel and Secretary of EDF Energy Services, LLC; that he has read the foregoing Application of EDF Energy Services, LLC, and all of the attachments accompanying and referred to within the Application; and that the statements contained in the Application and the attachments are true, correct and complete to the best of his knowledge, information and belief.


Eric Dennison
Senior Vice President, General Counsel and Secretary

Subscribed and sworn to before me
this 22nd day of April, 2015.


Notary Public

[Stamp of Notary]

