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RPA Energy Inc. :

Application for Certificate of :
Service Authority under Section :
16-115 of the Public Utilities Act. :

Docket No. 16-0364

APPLICATION

RPA Energy Inc. ("Applicant"), hereby requests that the Illinois Commerce Commission ("Commission") grant it a certificate of service authority pursuant to Section 16-115 of the Public Utilities Act ("Act"). RPA Energy Inc. is filing under subpart D of Part 451. In support of its application, Applicant states as follows:

REQUIREMENTS FOR ALL APPLICANTS [451.20]

1. State whether the Applicant currently has authority from the Commission to be an ARES.
 - Applicant currently does not have authority from the Commission to be an ARES.

2. A statement to disclose whether it is licensed as an ARES in any other jurisdictions. Disclose whether the ARES or any of its affiliates have had any complaints filed against it in Illinois or any other jurisdiction.
 - RPA is a licensed ARES in Pennsylvania (A-2012-2325273).
 - RPA and its affiliates have no complaints filed against it for the provision of services in the electric or gas industry in Illinois or Pennsylvania.

3. Applicant certifies that it will comply with all applicable Federal, State, regional and industry rules, practices, policies, procedures and tariffs for the use, operation,

maintenance, safety, integrity, and reliability of the interconnected electric transmission system; [451.20(a)]

- **Applicant certifies that it will comply with all applicable Federal, State, regional and industry rules, practices, policies, procedures and tariffs for the use, operation, maintenance, safety, integrity, and reliability of the interconnected electric transmission system; [451.20(a)].**

4. Applicant agrees to submit good faith schedules of transmission and energy in accordance with applicable tariffs. [451.20(a)]

- **Applicant agrees to submit good faith schedules of transmission and energy in accordance with applicable tariffs. [451.20(a)]**

5. Applicant certifies that it will comply with informational and reporting requirements that the Commission may by rule establish; [451.20(b)]

- **Applicant certifies that it will comply with informational and reporting requirements that the Commission may by rule establish; [451.20(b)]**

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; [451.20(b)]

- **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; [451.20(b)]**

7. Applicant's name and street address: [451.20(c)(1)]

- **RPA Energy Inc.
111 John St, Ste 502
New York, NY 10038**

a) Federal Employer Identification Number: [451.20(c)(2)]

- **45-3755310**

b) Type of business entity:

- **Corporation**

c) Jurisdiction in which and under whose laws business entity was created:

- **Delaware**

d) Other names under which Applicant does business (D/B/A):

- **N/A**

e) Registered Agent in Illinois:

- **InCorp Services, Inc. Tel: 702.866.2500
901 2nd St, Ste 201
Springfield, IL 62704-7909**

8. The Applicant shall demonstrate that:

a) Applicant is licensed to do business in the State of Illinois, as demonstrated in **Attachment 8a_Illinois License**. [451.20(d)(1)]

b) Applicant's employees that will be installing, operating, and maintaining generation, transmission, or distribution facilities within the State of Illinois, as well as any entity with which the Applicant has contracted to perform those functions, have the requisite knowledge, skills, and competence to perform those functions in a safe and responsible manner in order to provide safe and reliable service in accordance with the criteria stated in Section 16-128(a) of the Act [220 ILCS 5/16-128(a)], as demonstrated in Attachment __. [451.20(d)(2)] [If applicable]

- **N/A**

9. Applicant shall certify compliance with all other applicable laws and regulations and Commission rules and orders; [451.20(e)]

- **Applicant certifies compliance will all other applicable laws and regulations and Commission rules and orders.**

10. Applicant shall certify it will procure renewable energy resources as required by Section 16-115D and subsection (d) of Section 16-115 of the Act, **OR** shall certify that Section 16-115D and subsection (d) of Section 16-115 of the Act do not apply to it pursuant to subsection (h) of Section 16-115D of the Act. [451.20(f)].
 - **The 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.**
11. Applicant shall certify that it will source electricity from clean coal facilities, as required by Section 16-115(d)(5) of the Act. [451.20(g)]
 - **Applicant certifies that it will source electricity from clean coal facilities, as required by Section 16-115(d)(5) of the Act. [451.20(g)].**

REQUIRED FILINGS AND PROCEDURES [451.30]

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. [451.30(a)]
 - **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. [451.30(a)]**
13. Applications for certification shall be verified as required by Section 200.130 of the Commission's "Rules of Practice" (83 Ill. Adm. Code 200.130)
 - **Applicant will verify its application for certification as required by Section 200.130 of the Commission's "Rules of Practice" (83 Ill. Adm. Code 200.130)**

14. Geographic area in which Applicant seeks to be authorized to offer service (if less than entire State, provide detailed description) and the types of services it intends to offer.

- **Applicant seeks to serve residential, commercial and industrial customers in the PJM / Commonwealth Edison territories.**

a) Description of Applicant's business.

- **Applicant is a for-profit corporation that seeks to sell electricity at retail to end use ComEd customers in the State of Illinois. Applicant intends to market to potential retail customers via direct marketing, telephone sales, broker channels and internet. The company will bill customers through utility consolidated billing programs. Applicant is not affiliated with an Illinois utility.**

b) Description of the characteristics of customer group(s) Applicant proposes to serve. [451.30(c)(2)]

- **Applicant proposes to serve all load classes of customer including: residential, commercial and industrial.**

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, as demonstrated in Attachment 14]. [451.30(c)(3)]

[Utility designated in-state agents are identified on the Commission's web site:

<http://www.icc.illinois.gov/utility/Certified.aspx?type=7>]

- **See Attachment 14c_ Utility Notification.**

15. The applicant shall certify compliance 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; [451.30(d)(2)]

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- The Applicant certifies compliance 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; [451.30(d)(2)]

16. Application shall include Contact Persons for the following:

a) issues related to processing this application,

- **Lena Golze Desmond**
Regulatory Affairs Analyst
Feller Energy Law Group, PLLC
159 20th St., Suite 2B
Brooklyn, NY 11232
Phone 212-590-0145
Fax 888-431-9136
Email LenaDesmond@fellerenergylaw.com

b) issues related to retail customers, including complaint resolution, and

- **Brian Trombino, CEO & President**
111 John St, Suite 520
New York, NY 10038
Phone: 516-858-3352
Fax: 212-898-1356
Email: btrombino@rpaenergy.com

c) technical issues, including scheduling of generation, transmission, and distribution, and issues arising from relationships with other providers of electric services.

- See Brian Trombino's information above.

Provide each contact person's name, title, mailing address, telephone number, facsimile number, and e-mail address.

17. Applicant [agrees] [does not agree] to accept service by electronic means. [451.30(3)]

- Applicant agrees to accept service by electronic means. [451.30(e)]

CUSTOMER RECORDS AND INFORMATION [451.40]

18. Applicant agrees to adopt and follow rules and procedures ensuring that authorizations received from customers, customer billing records, and requests 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. [451.40(a)]
- **Applicant agrees to adopt and follow rules and procedures ensuring that authorizations received from customers, customer billing records, and requests 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. [451.40(a)]**
19. Applicant agrees to adopt and follow rules and procedures to preserve the confidentiality of its customer's data. [451.40(b)]
- **Applicant agrees to adopt and follow rules and procedures to preserve the confidentiality of its customer's data. [451.40(b)]**

LICENSE OR PERMIT BOND REQUIREMENTS [451.50]

20. Applicant is required to execute and maintain a copy of the license or permit bond in the name of the People of the State of Illinois issued by a qualifying surety or insurance company authorized to transact business in the State of Illinois. The amount of the bond shall equal the amount specified in Part 451.50(a) for the appropriate group of customers the Applicant seeks certification to serve. [Attach a copy of the license or permit bond required by Part 451.50(a) and proof that the surety meets the definition of "qualifying surety" as set forth in Part 451.10.]

[A list of Sureties that meet the definition of "qualifying surety" can be found on the Department of the Treasury's Listing of Approved Sureties (Department Circular 570) (<http://www.fms.treas.gov/c570/c570.htm>)]

- **Please find a copy of the license or permit bond required by Part 451.50(a) and proof that the surety meets the definition of "qualifying surety" as set forth in Part 451.10 attached.**

FINANCIAL QUALIFICATIONS [Clearly state 451.110, 451.220, or 451.320—Not applicable to Subpart E Applicants]

21. Applicant meets one of the six financial criteria set forth in Part 451.110(a)(1-6), 451.220(a)(1-6), or 451.320(a)(1-6), as demonstrated in Attachment 21_Financial Qualifications. [Attach a copy of the documents that demonstrate that the Applicant meets the applicable criteria. The applicant must state the specific subsection of the financial criteria it seeks to meet] If a Subpart C or D Applicant fails to meet or qualify for certification under Part 451.220(a) or 451.320(a), the Applicant shall so state and provide the information required by Part 451.220(b) or 451.320(b). [An applicant applying under Part 451.220(b) or 451.320(b) should clearly demonstrate that it is unable to meet or qualify for certification under Part 451.220(a) or 451.320(a).]
- **Applicant certifies that it will use PJM and MISO to supply 100% of its physical electric energy in Illinois. Applicant certifies that it is a member of PJM, as demonstrated by Attachment 21_ Financial Qualifications. Applicant understands that it currently meets the financial qualifications under Section 451.320 (a)(3) for ComEd's service territory.**
22. Applicant [will][will not] provide electric power and energy with property, plant and equipment that it owns, controls, or operates. If Applicant will provide electric power and energy with property, plant and equipment that it owns, controls, or operates, Applicant shall verify that it meets the requirements of Part 451.110(b), 451.220(c), or 451.320(c) for commercial general liability insurance. Attachment ___ shows that the commercial general liability insurance coverage is in the amount of \$___ and shall remain in effect for a period of not less than one year. Attachment ___ shows that the insurers have Best's ratings of A- or better and Best's financial sizes of VII or larger.
- **Applicant will not provide electric power and energy with property, plant and equipment that it owns, controls, or operates.**

TECHNICAL QUALIFICATIONS [Clearly state 451.120, 451.230, 451.330, or 451.420]

23. Applicant [will] [will not] use electric generation, transmission or distribution facilities that it owns, controls or operates in serving customers.
- **Applicant will not use electric generation, transmission or distribution facilities that it owns, controls or operates in serving customers.**

Applicant meets the requirements of [list applicable code part: Part 451.120, Part 451.230, Part 451.330, or Part 451.420] as demonstrated in **Attachment 23_Technical Qualifications**.

- **Applicant meets the requirements of Part 451.330, as demonstrated in Attachment 23_Technical Qualifications.** *[List each technical qualification from the applicable code part, and identify by name the individual(s) on Applicant's staff with relevant experience. The attachment should provide resume information for the named individuals that applicant believes satisfies the applicable technical experience requirements, including the duration of that experience.]*

[for Subparts B, C, or D] The following individuals on Applicant's staff have experience buying and selling power and energy in wholesale markets: [Names of individuals]

- **Brian Trombino**
- **Kevin LaGuardia**

[for Subparts C or D] 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):

- **Brian Trombino**
- **Kevin LaGuardia**

[for Subparts C, D, or E] 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

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similar message-taking procedure does not satisfy this requirement. [451.230(c), 451.330(c), 451.420(b)]

- **Telephone: (516) 858-3352**
Fax: (212) 898-1356
Address: 111 John St. Suite 520, New York, NY 11232

MANAGERIAL QUALIFICATIONS [Clearly state 451.130 and 451.140, 451.240 and 451.250, 451.340 and 451.350, or 451.430]

24. Applicant meets the managerial qualifications set forth in 451.340 as demonstrated in Attachment 24_Management Qualifications. Attachment 24_Management Qualifications 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 451.340(b).

[List each of the managerial qualifications from the applicable code part, and identify by name the individual(s) on Applicant's staff with relevant experience. The attachment should provide resume information for the named individuals that applicant believes satisfies the applicable managerial experience requirements, including the duration of that experience.]

[for Subpart C or D applicants] The following individuals in management positions on Applicant's staff have four years experience with enterprise financial and administration responsibilities including profit and loss responsibilities: [Names of individuals] [Note: Subpart C requires one individual and Subpart D requires three]

- [REDACTED]
- [REDACTED]
- [REDACTED]

[for Subpart D applicants] The following three individuals in management positions on Applicant's staff have four years experience buying and selling power and energy in wholesale markets: [Names of individuals]

- [REDACTED]
- [REDACTED]
- [REDACTED]

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[for Subpart D applicants] The following three individuals in management positions on Applicant's staff have four years electric system operational experience: [Names of individuals]



25. Applicant [is][is not] relying on one or more agents or contractors to meet the technical and managerial requirements of Part 451.120 and 451.130, 451.230 and 451.240, 451.330 and 451.340, or 451.420. Applicant certifies that each such agent or contractor will comply with all the sections of Part 451 that are applicable to the functions to be performed by the respective agent or contractor. [451.140(b), 451.250(b), 451.350(b), or 451.430(b)]

- **Applicant is relying on one or more agents or contractors to meet the technical and managerial requirements of 451. 330.**
- **Each agent and contractor on whom the Applicant relies to meet these requirements is disclosed on Attachment 24.**
- **Applicant certifies that each such agent or contractor will comply with all the sections of Part 451 that are applicable to the functions to be performed by the respective agent or contractor. [451.350(b), or 451.430(b)]**

FINANCIAL QUALIFICATIONS FOR SINGLE BILLING SERVICE [451.510]

26. Applicant [intends][does not intend] to provide single billing services.

- **Applicant does not intend to provide single billing services.**

GENERAL PROVISIONS FOR APPLICANTS FILING UNDER SUBPART D [451.310]

27. Subpart C and D applicants must certify compliance with all terms and conditions required by Section 16-115A(c) of the Act. [451.210 and 451.310(a)]
- **Applicant certifies compliance with all terms and conditions required by Section 16-115A(c) of the Act.**
28. Applicant shall state any limitations that will be imposed on the number of customers or maximum load to be served and certify that it will not deny service to a customer or group of customers nor establish any differences as to prices, terms, conditions, services, products, facilities, or in any other respect, whereby such denial or differences are based on race, gender or income nor deny service to a customer or group of customers based on locality nor establish any unreasonable differences as to prices, terms, conditions, services, products, or facilities as between localities. [451.310 b)]
- **Applicant will not impose limitations on the number of customers or maximum load to be served.**
 - **Applicant certifies that it will not deny service to a customer or group of customers nor establish any differences as to prices, terms, conditions, services, products, facilities, or in any other respect, whereby such denial or differences are based on race, gender or income nor deny service to a customer or group of customers based on locality nor establish any unreasonable differences as to prices, terms, conditions, services, products, or facilities as between localities. [451.310 b)]**
29. Applicant [has][has not] been denied an electric supplier license in any state in the United States. Attachment ___ provides details about each denial, including the name, date, case number, and jurisdiction of the denied application. [451.310(c)(1)]
- **Applicant has not been denied an electric supplier license in any state in the United States. [451.310(c)(1)]**

30. Applicant [has][has not] had an electric supplier license suspended or revoked by any state in the United States. Attachment ___ provides details about each suspension/revocation, including the name, date, case number, and jurisdiction of the suspension/revocation order. [451.310(c)(2)]
- **Applicant has not had an electric supplier license suspended or revoked by any state in the United States. [451.310(c)(2)]**

31. Applicant [has][does not have] other electric supplier license applications pending in the United States: [List each state in which an application is pending, if applicable]]. [451.310(c)(3)]

- **Applicant has other electric supplier license applications pending in the United States: [451.310(c)(3)]**
 - **Ohio**
 - **Maryland**
 - **New Jersey**

32. Applicant [is][is not] the subject of any lawsuits that were filed in a court of law or formal complaints that were filed with a regulatory agency alleging fraud, deception or unfair marketing practices, or other similar allegations. Attachment ___ provides details about each such lawsuit and/or complaint, including the name, date, case number, and jurisdiction of the lawsuit/complaint. [Note that for the purpose of this entry, formal complaints include only those complaints that seek a binding determination from a state or federal regulatory body.] [451.310(c)(4)]

- **Applicant is not the subject of any lawsuits that were filed in a court of law or formal complaints that were filed with a regulatory agency alleging fraud, deception or unfair marketing practices, or other similar allegations. [451.310(c)(4)]**

33. Applicant certifies that its marketing materials which make statements concerning prices, terms and conditions of service contain information that adequately discloses the prices,

terms and conditions of the products or services that the Applicant is offering or selling to the customer. [451.310(d)(1)]

- **Applicant certifies that its marketing materials which make statements concerning prices, terms and conditions of service contain information that adequately discloses the prices, terms and conditions of the products or services that the Applicant is offering or selling to the customer. [451.310(d)(1)]**

34. Applicant certifies that before any customer is switched from another supplier, Applicant will give the customer written information that adequately discloses, in plain language, the prices, terms and conditions of the products and services being offered and sold to the customer. [451.310(d)(2)]

- **Applicant certifies that before any customer is switched from another supplier, Applicant will give the customer written information that adequately discloses, in plain language, the prices, terms and conditions of the products and services being offered and sold to the customer. [451.310(d)(2)]**

35. Applicant certifies it will provide documentation to the Commission and to customers that substantiates any claims made by the Applicant regarding the technologies and fuel types used to generate the electricity offered or sold to customers. [451.310(d)(3)]

- **Applicant certifies it will provide documentation to the Commission and to customers that substantiates any claims made by the Applicant regarding the technologies and fuel types used to generate the electricity offered or sold to customers. [451.310(d)(3)]**

36. Applicant certifies it will provide to the customer itemized billing statements that describe the products and services provided to the customer and their prices, and provide an additional statement, at least annually, that adequately discloses the average monthly prices, and the terms and conditions, of the products and services sold to the customer. [451.310(d)(4)]

- **Applicant certifies it will provide to the customer itemized billing statements that describe the products and services provided to the customer and their prices, and provide an additional statement, at least annually, that adequately discloses the average monthly prices, and the terms and conditions, of the products and services sold to the customer. [451.310(d)(4)]**
37. Applicant certifies it will include materials comprising the consumer education program (pursuant to Section 16-117 of the Act [220 ILCS 5/16-117]) with all initial mailings to potential residential and small commercial retail customers and before executing any agreements or contracts with such customers, and that Applicant will provide these materials at no charge to residential and small commercial retail customers upon request. [451.310(e) and 451.310(f)]
- **Applicant certifies it will include materials comprising the consumer education program (pursuant to Section 16-117 of the Act [220 ILCS 5/16-117]) with all initial mailings to potential residential and small commercial retail customers and before executing any agreements or contracts with such customers, and that Applicant will provide these materials at no charge to residential and small commercial retail customers upon request. [451.310(e) and 451.310(f)]**
38. Applicant certifies it will provide to residential and small commercial retail customers on a semiannual basis information on how to obtain a list of alternative retail electric suppliers that have been found in the last 3 years by the Commission (pursuant to Section 10-108 of the Act [220 ILCS 5/10-108]) to have failed to provide service in accordance with the terms of their contracts (pursuant to Section 16-117(g)(4)(C) of the Act). [451.310(g)]
- **Applicant certifies it will provide to residential and small commercial retail customers on a semiannual basis information on how to obtain a list of alternative retail electric suppliers that have been found in the last 3 years by the Commission (pursuant to Section 10-108 of the Act [220 ILCS 5/10-108]) to**

have failed to provide service in accordance with the terms of their contracts (pursuant to Section 16-117(g)(4)(C) of the Act). [451.310(g)]

39. Applicant certifies it will maintain sufficient managerial resources and abilities to provide the service for which it has a certificate of authority. [451.340(d)]

- **Applicant certifies it will maintain sufficient managerial resources and abilities to provide the service for which it has a certificate of authority. [451.340(d)]**

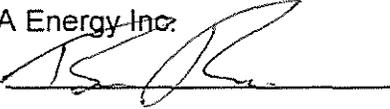
40. Applicant certifies in the event that the applicant bills any residential customer directly for supply, the applicant shall ensure that when marketing to residential customers who receive any type of low income energy assistance, the applicant has entered into the necessary agreements to allow low-income customers to receive Low Income Home Energy Assistance Program (LIHEAP) benefits and Percentage of Income Payment Program (PIPP) benefits. In the applicant is granted Commission authorization to provide supplier single billing to residential customers, the applicant shall ensure that, when marketing to residential customers who receive any type of low-income energy assistance, the applicant has entered into the necessary agreements to allow low-income customers to receive Low Income Home Energy Assistance Program (LIHEAP) benefits and Percentage of Income Payment Program (PIPP) benefits.

- **Applicant certifies in the event that the applicant bills any residential customer directly for supply, the applicant shall ensure that when marketing to residential customers who receive any type of low income energy assistance, the applicant has entered into the necessary agreements to allow low-income customers to receive Low Income Home Energy Assistance Program (LIHEAP) benefits and Percentage of Income Payment Program (PIPP) benefits. In the applicant is granted Commission authorization to provide supplier single billing to residential customers, the applicant shall ensure that, when marketing to residential customers who receive any type of low-income energy assistance, the applicant has entered into the necessary agreements to allow low-income customers to receive Low Income Home Energy Assistance Program (LIHEAP) benefits and Percentage of Income Payment Program (PIPP) benefits.**

WHEREFORE, Applicant requests that the Commission grant its application for service authority to serve retail customers [identify the characteristics of the customer group(s) that Applicant proposed to serve] in [describe area for which certification is sought, as in paragraph 7 above].

Respectfully submitted,

RPA Energy Inc.

By: 

President & CEO

Name of Attorney: Natara G. Feller

Attorney's Firm or Company Name: Feller Energy Law Group

Address of Attorney: 159 20th Street, Suite 1B, Brooklyn, NY 11232

Attorney's Telephone Number: (212) 590-0145

Attorney's Fax and E-mail (optional): natarafeller@fellerenergyllaw.com

VERIFICATION

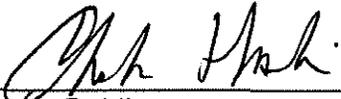
STATE OF NY)
COUNTY OF NY)

) ss:

Brian Trombino, being first duly sworn, deposes and says that he is the President & CEO of RPA Energy Inc.; that he has read the foregoing Application of RPA Energy Inc., 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.


[Name of person verifying application]

Subscribed and sworn to before me
this 3rd day of March, [year]. 2016



Notary Public

CHESTER HAWKINS
Notary Public - State of New York
No. 01HA6266630
Qualified in Kings County
My Commission Expires 8/6/2016