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BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONER

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COMMISSIONER

JIM O'CONNOR
COMMISSIONER

ANNA TOVAR
COMMISSIONER

)	**DOCKET NO. _____**
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)	**APPLICATION OF GREEN**
)	**MOUNTAIN ENERGY FOR A**
)	**CERTIFICATE OF**
)	**CONVENIENCE AND NECESSITY**
)	**FOR ELECTRIC GENERATION**
)	**SERVICE**

Green Mountain Energy ("Green Mountain"), a subsidiary of NRG Energy Inc. ("NRG"), hereby applies for a Certificate of Convenience and Necessity ("CC&N) to provide competitive electric generation service in Arizona in accordance with the Energy Competition Act. Specifically, Green Mountain seeks to be certificated in the service territories of the state's two largest investor-owned electric utilities, Arizona Public Service Company and Tucson Electric Power Company. Green Mountain looks forward to becoming Arizona's first electric provider to deliver 100% clean renewable energy to ***all***

its customers. This application is organized into five sections. First, an introduction to Green Mountain. Second, a description of how Green Mountain would serve customers, while ensuring reliable service at just and reasonable rates. Third, an overview of the Arizona law that opened all electric service territories to competitive retail providers and requires the Commission to consider this application. Fourth, the information required under all Commission rules relating to CC&N applications. And fifth, a description of why approval of this application is in the public interest.

I. Introduction to Green Mountain Energy.

Green Mountain, founded in 1997, has been serving renewable energy products to residential and business customers in states open to retail energy competition longer than any other supplier. Green Mountain is licensed to provide electric service in 11 states. Green Mountain only markets and serves 100% renewable energy products. As an Arizona provider, Green Mountain will help advance the Commission's long-standing policy objective of increasing the use of renewable energy. Green Mountain service plans can help eliminate longstanding barriers to renewable energy adoption, and in this application Green Mountain proposes to make those options available to residential and commercial customers alike.

Green Mountain's parent, NRG, is a Fortune 500 company. NRG is the nation's largest competitive retail electricity and natural gas supplier with more than 6 million customers across the country. Unlike monopoly utilities, all of NRG and Green Mountain's customers have the right to shop for another provider of their energy services. This competition disciplines the companies' cost structure and promotes investments in customer service, but most importantly it gives customers an option to hire and fire their supplier of energy, which at the present time is lacking in Arizona.

For Green Mountain specifically, the presence of "green power" options has helped make renewable energy mainstream and has given customers the power to choose a product with higher renewable energy content than is offered by their local utility. In fact, Green Mountain was the first retail company in the United States to market green power,

pioneering a business model that gave this choice to residential, commercial and institutional customers. At a time when more and more customers across the U.S. were being allowed to choose ***who*** they purchased electric supply from, Green Mountain believed that customers would care ***how*** their electricity was made. Since 1997 Green Mountain Energy customers have avoided more than 94 billion pounds of CO2 by purchasing renewable energy products from the company. That's the equivalent of planting more than 11 million new trees. As a result of Green Mountain's offerings, customers in the markets that Green Mountain is certificated to serve do not need to wait 10, 20, 30, or even 50 years for Renewable Portfolio Standard requirements to increase or for their utility to undergo a lengthy process of change. Those customers can access 100% renewable offerings today.

Competitive service providers like Green Mountain provide significant environmental benefits, with each megawatt-hour that a customer uses matched to a megawatt-hour of renewable energy that reduces carbon dioxide and other air emissions. Green Mountain's customer-backed demand for renewable energy has led to substantial investments in renewable resources. NRG manages a consolidated portfolio of power supply for its subsidiaries, including Green Mountain, and in recent years has been one of the largest buyers of renewable power in the United States. As of March 31, 2021, NRG has executed approximately 2,200 MWs of power purchase agreements for renewable energy with third-party developers and other counterparties, with an average tenor of between twelve and thirteen years.[1] The parent company has also reduced its carbon emissions by 40 million metric tons over the last ten years—the equivalent of taking nine million cars off the road. NRG is also one of the first independent power producers to commit to a 50% reduction in its carbon emissions by the year 2025 and net-zero emissions by 2050. Not content to have a goal without consequences, NRG has put itself on the hook for financial consequences if it falls short of these goals, issuing North America's first sustainability-linked bond, whose interest rate contains a penalty feature that ratchets up if

[1] *See* NRG Form 10-Q (May 6, 2021) at p. 43.

NRG fails to meet its 2025 carbon-emission commitments. NRG has also won multiple sustainability awards, including the EPA's Climate Leadership Award.

II. Green Mountain will Operate under Commission-Approved Tariffs that Ensure Just and Reasonable Rates, and Reliable Service.

Green Mountain plans to offer its services to all customer classes within the service territories in which it applies and will remain subject to important Commission regulation. Included in this proposal is Green Mountain's commitment to robust consumer protection via its *Consumer Bill of Rights* as set forth in R14-2-1612. As a result of committing to this Consumer Bill of Rights on top of other consumer protections found in Commission rules and Arizona law, Green Mountain will be subject to more consumer protection regulations than any other utility currently serving Arizonans.

Arizona has robust consumer protections in place for customers of electric generation service providers and Green Mountain will be bound to these strict requirements. These protections are found under A.R.S. § 40-202, which includes two types of consumer protection provisions. First, 40-202 includes certain provisions that confirm the Commission's authority to regulate competitive electric generation service providers. These provisions relate to the Commission's authority to regulate the transition to competition and its responsibility for ensuring anti-competitive conduct is prevented.[2]

Second, 40-202 includes provisions that confirm the Commission's authority to *adopt rules* pertaining to competitive service.[3] The statute confirms the Commission's authority to promulgate specific consumer protection rules, and the Commission did so under A.A.C. R14-2-1612. This Rule includes reliability requirements, strict requirements around customer communication, service authorization and notice standards, and billing and metering requirements as discussed below.

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[2] *See* A.R.S. § 40-202(B).
[3] *See* A.R.S. § 40-202(C).

1. The Commission will Regulate Green Mountain's Rates and Set a Maximum and Minimum Price

As discussed in more detail in Section III(B)(1) below, the Commission protects consumers by maintaining its authority and obligation to review and approve the rates Green Mountain charges its customers. In keeping with Arizona law, Green Mountain is proposing the Commission approve tariffs that include a proposed range of rates. The Commission goes through this exact process in its regulation of the competitive telecom industry where the Commission approves a price "band" within which the provider can set its prices.

An important part of any price band is the necessary inclusion of a price cap, or maximum possible price. The setting of this maximum price has the important impact of protecting consumers from runaway prices. In fact, because of this maximum price, Green Mountain's residential customers will have greater protection from unexpected price increases then the current monopoly utility customers have today. While the Commission sets prices for current monopoly providers, there are numerous adjuster mechanisms that permit cost spikes to be passed directly through to the customer thereby permitting prices to increase unexpectedly.

As set forth in the attached tariff, Green Mountain will be offering only fixed price contracts to its residential customers that lock in a price for an annual term. When you couple this fixed price contract with the Commission's setting a maximum price, Green Mountain's residential customers will have greater pricing certainty than today's monopoly utility customers. Commercial and industrial customers will be allowed to choose fixed price or indexed price contracts, with each also having a maximum price regulated by the Commission.

2. Sales and Switching Communications Remain Carefully Regulated

Customer interactions with Green Mountain will also be thoroughly regulated, and directives to switch between service providers are detailed in the rules. These provisions are critical because they protect consumers from providers that might attempt to gain

customers through deceptive practices. Accordingly, valid written authorization from customers is mandated to switch service providers.[4] And if that authorization is not made, the consumer is protected and the offending provider would need to refund all charges for service for three months or the actual length of the unauthorized change, whichever is greater.[5]

Indeed, these authorizations are so critical that Green Mountain is required to submit quarterly reports to the Commission detailing any customer complaints based on service changes made without authorization – complaints which, if they occur, can lead to CC&N revocation.[6] The rules specify how the written authorization forms must be composed. There are detailed requirements for the authorization form that prevent any kind of deceptive or unfair practice with respect to provider changes:

1. The authorization shall not contain any inducements;
2. The authorization shall be in legible print with clear and plain language confirming the rates, terms, conditions, and nature of the service to be provided;
3. The authorization shall not state or suggest that the customer must take action to retain the customer's current electricity supplier;
4. The authorization shall be in the same language as any promotional or inducement materials provided to the retail electric customer; and
5. No box or container may be used to collect entries for sweepstakes or a contest that, at the same time, is used to collect authorization by a retail electric customer to change their electricity supplier or to subscribe to other services.[7]

Even with these protections, the rules still allow customers to rescind their authorization to change providers – with no penalty – for up to three business days by providing a written notice to the provider.[8] Thus, the rules address every aspect of switching providers – they regulate the conduct of providers, the authorization itself and the form that it must take,

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[4] *See* A.A.C. R14-2-1612(C).
[5] *See Id*(Emphasis added).
[6] *See id*.
[7] *See* A.A.C. R14-2-1612(C)(1) - (5).
[8] *See* A.A.C. R14-2-1612(D).

and finally, they provide a no-penalty rescission option for the customer. At every stage, the customer is protected.

3. Customer Information will Remain Confidential

Customer privacy is another key aspect of the rules. It is incumbent upon electric service providers to ensure that customer specific information is kept confidential. This information cannot be released without specific, written authorization from the customer.[9] Therefore, a provider cannot sell or otherwise release this information unless the customer authorizes it do so.

4. Customer Communications will be Closely Regulated

As an electric service provider, Green Mountain will also need to provide customers with notifications and information relating to competition.[10] These materials will relate to consumer choices and feature information like a standardized description of services.[11] As such, customers will be kept informed as to competitive services and consumer choice. These communications will be administered as ordered by the Commission.[12]

5. Billing and Metering are Regulated

Billing and metering practices are also safeguarded by the rules. Section R14-2-1612 incorporates by reference the billing and meter reading standards included in the Commission's current Electric Utilities rules.[13] The bill format is specified, every billing element is delineated, and the rules even require that Commission contact information appear on the bill so that customers can report any problems with a provider directly to the Commission with ease.[14] Finally, the rules supplement the metering reading standards for electric utilities in Section R14-2-209 with fifteen additional provisions unique to electric service providers, which address metering equipment, metering and billing data, and Commission oversight.[15]

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[9] *See* A.A.C. R14-2-1612(E).
[10] *See* A.A.C. R14-2-1612(N).
[11] *See id*.
[12] *See id*.
[13] *See* A.A.C. R14-2-1612(A).
[14] *See* A.A.C. R14-2-1612(O); R14-2-1612(K).
[15] *See* A.A.C. R14-2-1612(L).

The Commission already has approved Schedules and Rules for both APS and TEP that establish an option for Green Mountain, once certificated, to use either utility-consolidated billing ("UCB"), supplier-consolidated billing ("SCB"), or dual billing.[16] Green Mountain at the present time intends to use UCB for the vast majority of the customers it wishes to serve, in order to avoid the inconvenience of having customers receive two separate bills. Green Mountain may move to SCB in the future consistent with the Schedules and Rules the Commission already has approved.

6. Reliability is Safeguarded

Reliability is paramount for customers. Green Mountain will commit to ongoing cooperation with all companies with which the provider has interconnections, whether directly or indirectly, to ensure that safe and reliable electric service is maintained.[17] Green Mountain plans to provide payments to incumbent utilities at prices consistent with past agreements, rate case proposals, and Commission approved levels to ensure reliability and no cost shifting to customers that remain with the utilities. More information can be found in Subsection 8 below.

7. Consumer Protections will Apply to Green Mountain Irrespective of the Status of the Rules

As described more fully in sections below, there remains uncertainty related to the enforceability and legal status of the Commission's Rules, including R14-2-1612. In order to avoid any question about the enforceability of this key Rule provision, Green Mountain is asking for the Commission Order approving this CC&N to require compliance with the terms of R14-2-1612 thereby making each of its provisions applicable to Green Mountain whether or not the Rules themselves are fully in effect. In other words, Green Mountain incorporates the provisions of R14-2-1612 into this Application and approval of this Application requires compliance with the provisions R14-2-1612 whether or not it remains a legally enforceable rule.

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[16] *See* APS Service Schedule 10 Terms and Conditions for Direct Access, Revision No. 3, Effective August 19, 2017at Section 7; Tucson Electric Power Company Direct Access Rules and Regulations, Effective December 1, 2008, at 11 of 29.

[17] *See* A.A.C. R14-2-1612(F).

8. Customers will Pay Certain Charges Including Capacity Charges

Green Mountain customers will continue to pay certain utility charges. For example, APS and TEP both charge customers for "capacity"—a payment aligned with ensuring that adequate dispatchable resources are available to maintain system reliability. Green Mountain customers will pay a Capacity Reserve Charge, as described in the attached tariff[18] and modeled off the Capacity Reserve Charge that departing load customers pay under the current APS AG-X tariff or that was originally proposed by TEP in its MP-EX tariff plan. In this way, even with the introduction of customer choice, a single point of responsibility will remain to ensure reliability—and the provider of that reliability will be compensated for it.

This payment ensures the reliability of the system. Additionally, Green Mountain customers will continue to pay their fair share for the transmission and distribution network, for low-income benefits, and for other non-bypassable charges. The Commission already has done the hard work of approving Direct Access rules and service schedules for both APS and TEP and each utility already unbundles and separately lists these charges on their standard tariffs.[19] Green Mountain intends to rely on these filed and approved tariffs.[20]

9. Green Mountain Proposes a Residential and Non-Residential Tariff

As part of its application and as required by Commission rules described more fully in Section IV(B), Green Mountain is proposing two tariffs for the Commission's approval, one for residential customers and one for all other customer classes. Meanwhile, as described in Section III(C), the Commission has the authority and is required to approve a rate schedule, such as the tariffs that are proposed as part of this application. In the case of

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[18] *See* Attachment C to Appendix A, Competitive Electricity Tariffs.

[19] *See* APS Service Schedule 10 Terms and Conditions for Direct Access, Revision No. 3, Effective August 19, 2017 at Section 7; Tucson Electric Power Company Direct Access Rules and Regulations, Effective December 1, 2008, at 11 of 29; *See also e.g.* APS Rate Schedule TOU-E at "Unbundled components of bundled charges" Effective August 19, 2017; TEP Residential Service Time-of-Use at "Bundled standard offer service consists of the following unbundled components" Effective January 1, 2021.

[20] The current status of TEP's Direct Access Rules and Regulations is unclear as the utility does not include the Rules and Regulations among its list of approved regulations. Nevertheless, it is clear the Commission previously approved the Direct Access Rules and Regulations for TEP.

Green Mountain, these tariffs set forth the permissible rates as well as certain terms and conditions associated with the retail offers that Green Mountain may make to customers.

Of particular note, the tariff Green Mountain proposes prohibits the sale to residential customers of products that are indexed to wholesale prices and imposes a rate cap to ensure that residential customers subscribing to Green Mountain never will pay a rate for competitive electric generation service that is more than 35% of the otherwise applicable APS or TEP rate. This is the same provision the Commission already has approved for customers of APS's buy-through program and will serve as an important backstop to protect residential customers from price spikes in the wholesale market.[21]

10. The Customer Enrolment Process will be Simple

Customers may enroll for Green Mountain Energy renewable electricity service in-person at retail locations or events, online, or by calling the company. Customers are provided detailed disclosures about the product at the point of sale. Customers complete an application and provide their authorization to switch their service to Green Mountain by signing a tablet or paper agreement in-person, or an electronic signature for online enrollments. Telephone enrollments are recorded. Only the account holder or an authorized person may complete an enrollment application. Third Party Verification (TPV) is used in the case of in-person and telephonic enrollments to confirm the customer's understanding of the transaction as well as to confirm authorization for a switch in service providers. Customers are also provided instruction about how to rescind the enrollment if they change their mind. Customers receive an enrollment confirmation letter from the company that includes their Terms of Service.

III. Arizona Law Requires the Commission Hear and Grant this Application.

Under Arizona's longstanding Energy Competition Act (the "ECA"), energy providers have the right to petition the Commission for issuance of a certificate to provide competitive retail electric generation service in Arizona. A recent Arizona Supreme Court decision, *Johnson Utilities, L.L.C. v. Arizona Corporation Commission*, 249 Ariz. 215, 468

[21] *See* Rate Rider AG-X at p. 5 of 6.

P.3d 1176 (2020), clarifies that the ECA is binding on the Commission. Under *Johnson Utilities*, because the ECA's command to issue certificates to competitive providers does not infringe on the Commission's exclusive ratemaking authority, the Commission must comply with the ECA and grant this application if it is complete.

In enacting the ECA, the Legislature established that "[i]t is the public policy of this state that *a competitive market shall exist* in the sale of electric generation service."[22] It further provided that "[a]fter December 31, 2000 service territories . . . shall be open to electric generation service competition for all retail electric customers for any electricity supplier that obtains a certificate from the commission pursuant to § 40-207 or any public power entity."[23] Additionally, it states that suppliers "shall obtain a certificate" from the Commission before offering their services to the public,[24] and it ordered the Commission to adopt certain rules implementing the ECA by December 31, 1998 – though it did not require the Commission to adopt rules specifically concerning the issuance of certificates to competitive providers. Therefore, if the ECA is controlling on the Commission, the Commission must issue certificates to competitive providers that otherwise meet the application requirements for a Certificate.

A. The Commission Must Comply with the Energy Competition Act.

The Commission must comply with the ECA because the ECA does not interfere with the Commission's exclusive ratemaking authority. The ECA is a product of a proper use of the Legislature's police power, which supersedes the Commission's permissive jurisdiction. The Commission has two distinct types of authority; ratemaking and permissive. These two powers, and how the ECA applies to the Commission as a result, are detailed below.

The Commission's authority derives from Article 15, § 3 of the Arizona Constitution, which provides:

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[22] A.R.S. § 40-202(B) (emphases added); see *State v. Surety Finance Co. of Phoenix*, 42 Ariz. 42, 44 (1933) (citation omitted) ("The matter of the public policy of the state is entirely in the hands of the Legislature, except as restrained by the Constitution.").
[23] A.R.S. § 40-208.
[24] A.R.S. § 40-207.

> The corporation commission shall have ***full power to, and shall, prescribe just and reasonable classifications to be used and just and reasonable rates and charges to be made and collected***, by public service corporations within the state for service rendered therein, and make reasonable rules, regulations, and orders, by which such corporations shall be governed in the transaction of business within the state, and may prescribe the forms of contracts and the systems of keeping accounts to be used by such corporations in transacting such business, ***and make and enforce reasonable rules, regulations, and orders for the convenience, comfort, and safety, and the preservation of the health, of the employees and patrons of such corporations.***[25]

In *Johnson Utilities*, the Arizona Supreme Court clarified that article 15, § 3 confers two distinct powers to the Commission, which differ as to their subject matter and whether the legislature may reject the Commission's exercise of authority.[26] The *Johnson Utilities* court explained in more detail:

> The first clause of section 3, which describes the Commission's authority to "prescribe just and reasonable classifications . . . rates and charges" for PSCs is referred to as the Commission's "ratemaking authority." The second clause describes the Commission's power to regulate PSCs to protect the health, safety, comfort, and convenience of their customers, employees, and the public, and is referred to as the Commission's "permissive authority."[27]

These authorities differ in significant respects.[28] Unlike the Commission's ratemaking authority, which the Commission possesses "full power" to wield, the *Johnson Utilities* court explained that the Commission's permissive authority is neither plenary nor exclusive.[29] Rather, "the Commission exercises its permissive authority concurrently with the legislature," as the provision granting that power "does not, either expressly or impliedly, limit or divest the legislature of its police power to protect the health, safety, and welfare of the public."[30] Moreover, when the Commission's exercise of its permissive

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[25] Ariz. Const. art.15 § 3 (emphases added).

[26] *See Johnson Utilities*, 468 P.3d at 1182 ¶ 19; *compare id.*, at 1187-1189 ¶¶ 45-55 (abrogating *Arizona Corporation Commission v. State ex rel. Woods*, 171 Ariz. 286 (1992)), *with Woods*, 171 Ariz. at 294 ("[T]he Commission has no regulatory authority under article 15, section 3 except that connected to its ratemaking power").

[27] *Id*.

[28] *See id.*, at 1182-84 ¶¶ 21-30; *Ariz. E. R.R. Co. v. State*, 19 Ariz. 409, 413-14 (1918) (concluding that article 15, § 3's two clauses do not have "the same meaning and purpose," and thus the "two grants of power not only admit of but demand two separate senses").

[29] *Id.,*at 1183 ¶¶ 27-28.

[30] *Id.*, at 1183 ¶ 28 (citing *State v. Beadles*, 84 Ariz. 217, 221-22 (1958); *Corp. Comm'n v. Pac. Greyhound Lines*, 54 Ariz. 159, 176-77 (1939); *Pacific Gas & Elec. Co. v. State*, 23 Ariz. 81, 84 (1921); *Lincoln v. Holt*, 215 Ariz. 21, 28 ¶ 25 (App. 2007); *Phelps Dodge Corp. v. Ariz. Elec. Power Co-op., Inc.*, 207 Ariz. 95, 111 ¶ 5 (App. 2004)).

authority conflicts with statute, "the legislature's police authority is 'paramount,' meaning it has the authority to override the regulations of the Commission."[31]

Accordingly, *Johnson Utilities* clarified that if a legislative mandate—in this case the ECA—does not intrude on the Commission's exclusive ratemaking authority, then such mandate is binding on the Commission. As described below, it is clear the ECA does not intrude on the Commission's exclusive constitutional ratemaking authority and, therefore, the ECA is binding on the Commission.

1. The Commission's Ratemaking Authority Is Narrow

The *Johnson Utilities* court further confirmed that many Commission actions affecting rates are not valid exercises of the Commission's plenary ratemaking authority.[32] The scope of the Commission's ratemaking authority results from the first part of Article 15, Section 3 of the constitution, which grants the Commission full power to "prescribe just and reasonable classifications to be used and just and reasonable rates and charges to be made and collected" by public service corporations.[33]

Prior to *Johnson Utilities*, the primary Arizona Supreme Court opinion analyzing the scope of the Commission's ratemaking authority was *Arizona Corporation Commission v. State ex rel. Woods*.[34] In *Woods*, the court held that all regulations "reasonably necessary for effective ratemaking" amount to an exercise of the Commission's plenary authority, and that the Commission possessed "no regulatory authority under Article 15, Section 3 except that connected to its ratemaking power."[35] Therefore, the court found that the Commission could use its ratemaking authority to adopt reporting requirements for public service corporation holding companies.[36] In doing so, it reasoned that because "unwise management or even mismanagement" could affect rates, preventing poor management was a "reasonably necessary step[ ]" in ratemaking.[37]

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[31] *Id.*, at 1184 ¶ 30 (citing Ariz. Const. art. 14 § 2; *State v. Harold*, 74 Ariz. 210, 215-16 (1952); *Pacific Greyhound*, 54 Ariz. at 176-77).
[32] *Id.*, at 1189 ¶ 56.
[33] Ariz. Const. art. 15, § 3.
[34] 171 Ariz. 286 (1992).
[35] *Id.*, at 294.
[36] *Id.*, at 299.
[37] *Id.*, at 294-95.

In *Johnson Utilities*, the Arizona Supreme Court roundly rejected *Woods*' "reasonably necessary" test, noting that the court had "selectively relied on prior caselaw" and "misconstrued" it.[38] The *Woods* court had relied heavily on *Ethington v. Wright*,[39] and misread it, in developing its "reasonably necessary" test. In that case, the Arizona Supreme Court held that a statute interfering with the Commission's fair value determinations unconstitutionally infringed on the Commission's ratemaking authority.[40] In *Woods*, the court misconstrued *Ethington* as holding that any regulation "conducive to preserving [the Commission's] control over rates while also protecting consumers is a 'reasonably necessary step[ ]' in ratemaking," and therefore falls under the Commission's plenary authority.[41] However, *Ethington* did not find the statute in question unconstitutional because it was "reasonably necessary" for ratemaking, but rather because it related to fair value determinations which are a "necessary" step for ratemaking that the Arizona Constitution expressly requires.[42]

Under *Johnson Utilities*, unless a regulation or order is strictly necessary—as opposed to the previous standard of reasonable necessity—to establish rates for public service corporations, it does not amount to an exercise of the Commission's plenary ratemaking authority under the Arizona Constitution. In other words, as the *Johnson Utilities* court put it:

> There is no evidence indicating that the framers envisioned the Commission's ratemaking authority as including management decisions about the structure or organization of a PSC. . . . And ***the text of the constitution itself limits the Commission's exclusive ratemaking powers to ascertaining the 'fair value' of PSCs and prescribing classifications, rates, and charges***.[43]

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[38] *Johnson Utilities*, 468 P.3d at 1188 ¶ 51.
[39] 66 Ariz. 382 (1948).
[40] *Id.*, at 392-95.
[41] *Johnson Utilities*, 468 P.3d at 1188 ¶ 51 (quoting *Woods*, 171 Ariz. at 294-95).
[42] *Id.* at 1188 ¶ 51; *see also* Ariz. Const. art. 15, § 14 (ordering Commission to make fair value determination).
[43] *Johnson Utilities*, 468 P.3d at 1187-88 ¶ 50 (citing Ariz. Const. art. 15, §§ 3, 13, 14; *Janson on Behalf of Janson v. Christensen*, 167 Ariz. 470, 471, 808 P.2d 1222, 1223 (1991); *Phelps Dodge Corp. v. Ariz. Elec. Power Co-op, Inc.*, 207 Ariz. 95, 109 ¶ 42 (App. 2004)) (internal citation omitted) (emphases added).

The court further clarified that it owes the Commission no mandatory deference in determining the scope of the Commission's ratemaking authority or what rules and conduct fall within it.[44]

Further clarifying the scope of the Commission's ratemaking power, the *Johnson Utilities* court drove its point home by criticizing several cases that relied on the overly-expansive interpretation of the Commission's ratemaking authority set forth in *Woods*.[45] One of those cases, *US West Communications, Inc. v. Arizona Corporation Commission*,[46] held that because discontinuing or abandoning certain telecommunications services could impact a company's profitability, it could also impact its rates, and therefore, the rules fell within the Commission's ratemaking authority.[47] In the other case, *Miller v. Arizona Corporation Commission*,[48] the court of appeals upheld the Commission's renewable energy rules, finding they were a valid exercise of ratemaking authority, because the rules "promote[d] the financial stability" of utilities, which created "a sufficient nexus between" the rules and the Commission's ratemaking activities.[49] The *Johnson Utilities* court held out *US West* and *Miller* as examples of "incorrect[ ]" legal reasoning that expanded the Commission's ratemaking authority beyond its constitutional limitations.[50]

In sum, the Commission has narrow exclusive and plenary authority over ratemaking, as its authority only extends to "ascertaining the 'fair value' of PSCs and prescribing classifications, rates, and charges."[51]

2. Legislation Supersedes the Commission's Permissive Authority

In contrast to the Commission's narrow ratemaking authority, the Commission has broad permissive authority.[52] It includes the power to "enforce reasonable rules,

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[44] *Id.*, at 1188 ¶ 52.
[45] *Id.*, at 1188-89 ¶ 54.
[46] 197 Ariz. 16 (App. 1999).
[47] *Id.*, at 24-25 ¶¶ 30-36.
[48] 227 Ariz. 21 (App. 2011).
[49] *Id.*, at 28-29 ¶¶ 29-31.
[50] 468 P.3d at 1188-89 ¶ 54.
[51] *Johnson Utilities*, 468 P.3d at 1182, 1187-88 ¶¶ 21, 50.
[52] *See Ariz. Corp. Comm'n v. Palm Springs Utility Co.*, 24 Ariz. App. 124, 128 (1975) (reasoning that Commission may make orders concerning "health and safety . . . comfort, convenience, adequacy and reasonableness of service . . .").

regulations, and orders for the convenience, comfort, and safety, and the preservation of the health, of the employees and patrons of such corporations"[53] "However, when there is a conflict between a Commission regulation and a statute, the legislature's police authority is 'paramount,' meaning it has the authority to override the regulations of the Commission."[54]

Of course, *Johnson Utilities* was not the first court to recognize the legislature's preeminent power on issues outside the Commission's ratemaking authority. In *Arizona Eastern Railroad Co. v. State*,[55] the Arizona Supreme Court upheld a statute limiting the number of rail cars allowed on a train;[56] in *Corporation Commission v. Pacific Greyhound Lines*,[57] the court upheld a statute limiting the Commission's authority to issue a CC&N;[58] and in *Johnson Utilities*, the court noted that while it was upholding the Commission's procedure for the appointment of the interim manager, "the legislature may prescribe procedures for the Commission to follow in appointing interim managers, as well as enact laws limiting the powers that such managers may exercise."[59]

Therefore, in contrast to the Commission's ratemaking authority, the legislature possesses the power to supersede the Commission's permissive authority.

3. The ECA Does Not Infringe on the Commission's Ratemaking Authority, so the Commission Must Comply with It

Because the ECA merely requires the Commission to allow new entrants into the market for electric generation services, it does not infringe on the Commission's ratemaking authority. As discussed, *supra*, the Commission's ratemaking authority is narrow and limited to prescribing rates, prescribing classifications, and making fair value determinations. The ECA allows the Commission to engage in each one of those activities and to do so for every market participant. Therefore, the ECA does not infringe on the

[53] Ariz. Const. art. 15, § 3.
[54] *Johnson Utilities*, 468 P.3d at 1184 ¶ 40 (citing *Corporation Commission v. Pacific Greyhound*, 54 Ariz. 159, 176-77 (1939); Ariz. Const. art. 14, § 2; *State v. Harold*, 74 Ariz. 210, 215-16 (1952)).
[55] 19 Ariz. 409 (1918).
[56] *Id*. at 410.
[57] 54 Ariz. 159 (1939).
[58] *Id*. at 176-77.
[59] 468 P.3d at 1189 ¶ 59 (citing Ariz. Const. art. 15, § 6).

Commission's ratemaking authority. Because the ECA does not infringe on the Commission's ratemaking authority, "the legislature's police authority is 'paramount,' and it has the authority to override the regulations of the Commission."[60] Accordingly, pursuant to the Arizona Constitution and well-established precedent, the Commission must conform with the ECA's requirements, facilitate a competitive marketplace, consider this application, and issue a certificate if this application is complete.

B. The Commission Will Continue to Regulate Green Mountain and the Market.

Although the ECA requires the Commission to allow new entrants to the electric generation services market, the Commission retains significant power to regulate the market pursuant to its ratemaking authority, its permissive authority, and its authority derived from legislation, including from the ECA itself. Indeed, many of the Commission's retail electric competition rules remain in force, and others were overturned only because the Commission decided not to submit them for attorney general review and certification.[61] Several examples of the regulatory responsibilities of the Commission under a competitive market are outlined below.

1. Establish a Range of Rates

The Commission can carry out its ratemaking authority within the framework of a competitive market. In fact, the Commission already does so under its Competitive Telecommunications Services rules.[62] The rules establish a range of prices that providers are allowed to charge:

> A telecommunications company governed by this Article may price a competitive telecommunications service at any level at or below the maximum rate stated in the company's tariff on file with the Commission, provided that the price for the service is not less than the company's total service long-run incremental cost of providing the service.[63]

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[60] *Johnson Utilities*, 468 P.3d at 1184 ¶ 30.
[61] *See Phelps Dodge*, 207 Ariz. at 128-29 ¶¶ 152-60 (summarizing holdings).
[62] *See* A.A.C. R14-2-1101 et seq.
[63] A.A.C. R14-2-1109(A).

Thus, the Commission deems any price between the company's tariff maximum and the company's long-run incremental cost of service as acceptable. The Commission is still required to approve the company's tariffs, and it must make a fair value determination of the property of company.[64]

Case law confirms that the Commission retains its authority in a competitive market, and that it must continue to make fair value determinations pursuant to its constitutional mandate.[65] This issue was addressed in *US West Communications, Inc. v. Arizona Corp. Comm'n*.[66] In *US West*, the Arizona Supreme Court considered the application of the Commission's fair value determination mandate in a competitive market. In a traditional regulatory environment, fair value determinations are a mathematical prerequisite to rate setting – the Commission begins the rate setting process by first determining the fair value of the applicant's property, and then sets rates that include a reasonable rate of return on that property. The court, however, made it clear that this rigid application of fair value is not required, nor is it an impediment to a competitive market:

> Fair value can be determined in an impartial manner. *Such objective data may prove helpful in the rate-setting process, though not necessarily as the sole factor to be assessed*. We recognize that some competitors may have little, if any, physical property in Arizona. The commission can consider this in setting rates. In any event, following a fair value determination the corporation commission is free to decide the "just and reasonable rates" that may be charged by a CLEC [Competitive Local Exchange Carrier] to whom a certificate of convenience and necessity has been granted. *We fail to see how such a procedure impedes telecommunications competition in Arizona*.[67]

As such, the Commission must make a fair value determination, but it is not required to apply that determination solely to the rigid process of traditional ratemaking. Instead, the Commission is free to assess multiple factors, including fair value, as it undergoes the process of rate setting, rather than being bound to a strict rate setting formula. As such, the *US West* holding clarified that the Commission's ratemaking role is altered, but not

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[64] *See* A.R.S. Const. Art. 15 § 14.
[65] *See* id.
[66] 201 Ariz. 242 (2001).
[67] US W. Commc'ns, Inc. v. Arizona Corp. Comm'n, 201 Ariz. 242, 247, 34 P.3d 351, 356 (2001). (Emphasis added.)

eliminated, in a competitive market. In *Phelps Dodge*, the court of appeals confirmed that a similar approach is permissible for the retail electric market, finding that if "the Commission establishes a range of rates that is 'just and reasonable,' the Commission does not violate Article 15, Section 3 by permitting competitive market forces to set specific rates within that approved range."[68]

Therefore, the Commission has authority to establish a permissible range of rates for competitive electric generation services.

2. Regulate Applications for Certificates of Convenience and Necessity

As described in Section III(A) above, the ECA requires the Commission to issue CC&Ns. The statute opens electric service territories to competitive providers and requires them to obtain a CC&N from the Commission.[69] Thus, regulation of CC&Ns is required by the Commission, regardless of the Commission's own rules. Notably, in *Phelps Dodge*, the court of appeals invalidated the Commission's rules provision relating to CC&N applications for competitive providers because the Commission failed to submit the rule to the attorney general for review and certification.[70] However, because CC&N regulation is required by statute, the status of this rule does not negate the Commission's authority to regulate CC&Ns. Further, the CC&N provision included in the Commission's Electric Utilities rules, R14-2-202(A) remains applicable.

3. Provide for Recovery of Stranded Costs

The Commission also has authority to provide for the recovery of stranded costs.[71] As contemplated in A.R.S. § 40-202(B)(8), R14-2-1607 establishes a system for allowing affected utilities to recover stranded costs. *Phelps Dodge* left this rule intact, finding it was a valid exercise of the Commission's ratemaking authority.[72] To the extent *Johnson Utilities* may call portions of this analysis into question, *see supra*, this rule is valid as an exercise of permissive authority given that the existence of viable electrical infrastructure

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[68] *Phelps Dodge*, 207 Ariz. at 109 ¶ 44.
[69] *See* A.R.S. § 40-207.
[70] *See Phelps Dodge*, 207 Ariz. at 129 ¶ 154.
[71] *See* A.R.S. § 40-202(B)(8)
[72] 207 Ariz. at 129 ¶ 157.

promotes the convenience and comfort of utility patrons.[73] Consequently, the Commission may provide for the recovery of stranded costs.

4. Transmission and Distribution Access

The Commission may also lawfully regulate competitive providers' access to transmission and distribution facilities. R14-2-1609 governs providers' access to electrical infrastructure. *Phelps Dodge* only invalidated R14-2-1609(A)-(B) for lack of attorney general review and certification, which the Commission may easily remedy.[74] Meanwhile, *Johnson Utilities* calls *Phelps Dodge*'s holding regarding R14-2-1609(C)-(J) into doubt. *Phelps Dodge* rejected these provisions because they are not a proper exercise of ratemaking authority, and it found that they were not authorized by A.R.S. § 40-202(A) because it "bestow[s] no power on the Commission beyond that already provided by the constitution or specifically granted by the legislature."[75] However, the court of appeals did not consider whether the provisions were a proper exercise of the Commission's permissive authority because the court relied on *Woods*' flawed holding that "the Commission has no regulatory authority under Article 15, Section 3 except that connected to its ratemaking power."[76] Because ensuring that competitive providers have fair access to transmission services promotes the comfort and convenience of electric customers, the Commission has constitutional authority to implement R14-2-1609 in light of *Johnson Utilities*.

5. Consumer Protection

The Commission also has constitutional authority to adopt and enforce consumer protection regulations. A.R.S. § 40-207 not only allows the Commission to "adopt rules providing minimum standards of disclosure and complaint procedures applicable to certificated electricity suppliers,"[77] it requires that the Commission do so. As described more fully in Section II, the Commission has adopted a number of rules for purposes of protecting consumers.[78] All of these rules were upheld or only invalidated for lack of

[73] *See* Ariz. Const. art. 15, § 3.
[74] *See* 207 Ariz. at 129-30 ¶ 162.
[75] *Id.*, at 112-13 ¶¶ 57-61.
[76] 171 Ariz. at 294.
[77] A.R.S. § 40-207(B).
[78] *See* R14-2-1612, -1616, -1617.

attorney general review or certification.[79] In this case, Green Mountain is committing to become the only utility in Arizona to follow the provisions of R14-2-1612, what Green Mountain is calling its *Consumer Bill of Rights*. Green Mountain is asking for the Commission Order approving this CC&N to require compliance with R14-2-1612 thereby making it applicable to Green Mountain whether or not the Rules themselves are fully in effect. The Commission has significant authority to protect consumers from unfair business practices and poor service if it wants to take additional actions on this front.

In conclusion, the Commission retains key authority to regulate Green Mountain to protect the public interest.

C. The Commission Must Act on this Application.

The Commission has a scattered history of reviewing competitive electric CC&N applications. It has been selective in its review of certain applications, and too often, it has simply ignored them. As detailed above, it is clear this course of action is not permitted, because the holding in *Johnson Utilities* clarifies that the ECA controls, requiring the Commission to take immediate action and process Green Mountain's application.

Prior to 2004, the Commission granted only fifteen CC&Ns to competitive electric service providers.[80] Although these specific CC&N decisions were vacated under *Phelps Dodge*,[81] the Commission is not barred from reviewing and approving competitive service CC&Ns. Two years after *Phelps Dodge* was decided, in 2006, Sempra Energy Solutions applied for a CC&N to provide competitive retail electric service.[82] Sempra's application was pending for over two years before it was suspended by the Commission. The application was suspended to allow the Commission to evaluate "whether it is in the public interest at this time to grant CC&Ns authorizing the provision of competitive electric services to end users in Arizona."[83] That evaluation was to occur in the Commission's

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[79] 207 Ariz. at 129 ¶ 154.
[80] *See Phelps Dodge,*207 Ariz. 95 at 102.
[81]See id., at , 130.
[82] *See* Application for a Certificate of Convenience and Necessity for Competitive Retail Electric Services, Sempra Energy Solutions, March 15,2006, Docket No. E-03964A-06-0168.
[83] Decision No. 70485 at 17:6-8.

Generic Electric Restructuring docket.[84] To date, however, the most recent substantive Commission filing in that docket is a 2010 Commission Staff Report stating that "more analysis, discussion, and study of all aspects of the issue is required in order to perform a proper evaluation."[85] In sum, the Commission shelved Sempra's application in anticipation of a resolution in the Electric Restructuring docket, and that resolution was never reached. Sempra's application is still pending today.

Sempra's application is not alone in this respect. For the past decade, the Commission has not acted on any competitive retail electric CC&N applications filed. Indeed, the Commission has not processed at least six different applications filed since 2011. Unlike Sempra, however, the Commission has not even acknowledged these filings. Indeed, a review of each of these dockets indicates that no Commission action has been taken.[86]

The *Johnson Utilities* precedent sets the path for the Commission to act on competitive retail electric CC&N applications. As detailed above, *Johnson Utilities* clarified the scope of the Commission's authority. The Commission has exclusive authority over ratemaking and permissive authority over all activities and decisions that are not ratemaking. The Commission's permissive authority is shared with the Legislature but may be overridden by the legislation. In this instance, the ECA and its mandates fall within the Commission's permissive authority. Accordingly, because the ECA is legislation, the ECA supersedes the Commission's permissive authority. Thus, the Commission lacks authority to ignore the ECA's requirement that the Commission review and approve competitive

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[84] *Id*. at 17:9-10.

[85] Commission Staff Report dated August 12, 2010 at 13, Docket No. E-00000A-02-0051.

[86] *See* Constellation NewEnergy Inc., Application for Certificate of Convenience and Necessity authorizing the provision of competitive retail electric services, Docket No. E-20841A-12-0115; Energy Professionals, LLC, Application for approval to provide competitive retail electric services in a broker capacity, Docket No. E-20852A-12-0269; EMEX LLC, dba EMEX Power LLC, Application for a Certificate of Convenience and Necessity to broker retail electric services in Arizona, Docket No. E-20865A-12-0442; Incite Energy LLC, Application for a Certificate of Convenience and Necessity to broker retail electric services in Arizona, Docket No. E-20868A-12-0486; Direct Energy Services LLC, Application for Certificate of Convenience and Necessity authorizing the provision of competitive retail electric services, Docket No. E-20884A-13-0126; Energy.me Midwest LLC, Application for Approval of a Certificate of Convenience and Necessity to provide competitive retail electric services, Docket No. E-20887A-13-0232.

retail electric CC&N applications, and it must process Green Mountain's application immediately.

IV. Green Mountain has Provided all Information the Commission Requires.

The Commission has two distinct rules that pertain to CC&Ns. The first, A.A.C. R14-2-202(A), is included in the Commission's Electric Utilities rules. The second, A.A.C. R14-2-1603, is part of the Commission's Retail Electric Competition rules. The second rule's applicability is unclear. This is because in the *Phelps Dodge* case, the Arizona Supreme Court held that R14-2-1603 was – among other provisions in the Electric Utilities rules – invalid as a result of the Commission's failure to submit the rule to the attorney general for review and certification in accordance with the Administrative Procedures Act.[87] After *Phelps Dodge*, the Commission never submitted the rule to the attorney general for its required review, so its applicability remains uncertain.

Regardless of this ambiguity, Green Mountain seeks to provide the Commission with the most complete application possible. Therefore, Green Mountain has elected to provide the Commission with the information required under *both* rule provisions, despite the uncertainty surrounding R14-2-1603. The information required by the Electric Utilities rule, R14-2-202(A), is below, while the Commission provided CC&N application form, which contains the information required under the Retail Electric Competition rule, R14-2-1603, has been completed and attached to this application as Appendix A.

A. R14-2-202(A)(1)

The name, address, and contact information for Green Mountain and its corporation President and Secretary are included in Appendix A:

B. R14-2-202(A)(2)

The rates that Green Mountain proposes for its retail services are attached in the sample tariff included as Attachment C to Appendix A.

C. R14-2-202(A)(3)

See Attachment Q to Appendix A.

[87] *See Phelps Dodge* 207 Ariz. 95, at 129.

D. R14-2-202(A)(4)

Green Mountain is applying to offer competitive retail electric services within the physical service territories of Arizona Public Service Company ("APS) and Tucson Electric Power Company ("TEP"). Maps of the service territories of these utilities, which represents Green Mountain's proposed service area, are provided as Appendix B

E. R14-2-202(A)(5)

This rule provision requires "appropriate city, county and/or state agency approvals, where appropriate."[88] However, A.R.S. § 40-209 bars cities, towns, and counties from requiring franchises, rents, charges, or taxes on competitive electricity suppliers like Green Mountain, because "regulation of electricity suppliers providing electric generation service is a matter of statewide concern."[89] However, Green Mountain expresses its willingness to pay any lawful franchise fee required for licensed competitive retail electric service providers.

F. R14-2-202(A)(6)

Green Mountain's response to this requirement is set forth in Appendix A.

G. R14-2-202(A)(7)

This provision allows for any additional information the Commission or Utilities Division Staff might request. Green Mountain will provide such information upon request.

The second of the Commission's CC&N application rules is A.A.C. R14-2-1603, and because Commission Staff has developed an application form that is intended to fulfill the requirements of that rule, Green Mountain has attached the completed form as Appendix A.

H. Fair Value

The fair value of Green Mountain's property within the state at the time of this filing is: $0.00.

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[88] A.A.C. R14-2-202(A)(5).
[89] A.R.S. § 40-209.

V. Approval of this application is in the public interest.

Approval of this application is in the public interest because it will result in more options for customers and expand the availability of renewable energy in Arizona. Indeed, by approving this application the Commission can enable Arizonans to not only choose their electricity provider, but also choose the type of generation they would like to receive. Green Mountain is uniquely qualified to provide these new options to Arizonans.

Green Mountain is the country's longest serving renewable energy retailer. In this capacity, Green Mountain offers its customers 100% clean, renewable wind and solar energy plans for their homes and businesses – plans that are presently unavailable in Arizona. The company has been in operation since 1997 and is instrumental in bringing renewable energy to the customers it serves. Green Mountain has decades of experience offering competitive service to customers across the country.

Today, Green Mountain seeks to offer these same service options to Arizonans. As discussed above and as detailed in each of the attached appendices, the company has the resources and expertise required to fulfill all of its responsibilities to its customers and to the Commission as a certificated electricity provider. The benefits of approving this application are clear – it is an opportunity to provide customers with more options than ever before, including vastly improved access to renewable energy.

VI. Conclusion

For the reasons outlined above, Green Mountain requests that the Commission enter an order:

A. Granting the CC&N for the territories depicted in Appendix B;

B. Approving the Tariffs attached as Attachment C to Appendix A; and

C. Requiring Green Mountain to provide service subject to the consumer protections set forth in R14-2-1612.

RESPECTFULLY SUBMITTED this 4th day of August, 2021.

ROSE LAW GROUP pc

Court S. Rich
Attorney for Green Mountain

Original plus 13 copies filed on this 4th day of August 2021 with:

Docket Control
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

Copies of the foregoing document provided by electronic mail to:

Bradley Carroll
Tucson Electric Power, Inc.
bcarroll@tep.com

Melissa Krueger
Pinnacle West Capital Corporation
melissa.krueger@pinnaclewest.com

By: _____

APPENDIX A

ARIZONA CORPORATION COMMISSION

APPLICATION FOR A CERTIFICATE OF CONVENIENCE AND NECESSITY FOR COMPETITIVE RETAIL ELECTRIC SERVICES

General Information

The Arizona Corporation Commission (Commission) is the agency that regulates providers of electric service in Arizona. The Commission regulates the rates these electric service providers charge their customers, the quality of the service provided and the terms under which service is provided.

The attached application form has been prepared by the Utilities Division of the Arizona Corporation Commission to assist Applicants filing for a Certificate of Convenience and Necessity (CC&N). The information requirements of this application are designed to comply with the requirements of Arizona Revised Statutes Section 40-101 et. seq., and A.A.C. R14-2-1603.

When To File Your Application

All electric service providers as defined in A.A.C. Rule R14-2-1601(15), supplying services as described in A.A.C. R14-2-1605 must obtain a Certificate of Convenience and Necessity from the Commission. If you plan to provide competitive services, you must apply for a CC&N. The application and the procedures described in this packet are to be used to apply for a certificate to provide services under bilateral or multilateral contracts with retail consumers.

Where To File Your Application

Please mail or deliver the original plus 13 copies of your completed application to:

DOCKET CONTROL CENTER
ARIZONA CORPORATION COMMISSION
1200 WEST WASHINGTON STREET
PHOENIX AZ 85007

If you choose to file by mail and would like to receive a date-stamped copy of your application as receipt, please mail 13 copies of your application, plus the original, and a self-addressed stamped envelope to the above address.

Application Instructions

1. Complete the form accurately and attach all required documents. This will expedite the processing of the application.

2. Complete all the items that apply to your company. If an item requested does not apply, mark it "not applicable" (N/A). If you do not complete an item, your application could be delayed.

3. Label all Attachments according to the instructions provided in the application.

4. If an item is to be filed at a later date, mark the item "to be later filed by" and give the date by which it will be filed.

5. Have the application notarized.

6. Submit an original and thirteen copies of this application to the address provided above.

7. The Hearing Officer will specify any public notice publication requirements in the Procedural Order.

8. Provide written notice that you have complied with A.A.C. R14-2-1603(E): At the time of filing for a Certificate of Convenience and Necessity, each Applicant shall notify the Affected Utilities, Utility Distribution Companies, or an electric utility not subject to the jurisdiction of the Arizona Corporation Commission in whose service territories it wishes to offer service of the application by providing a copy of the application to the Affected Utilities, Utility Distribution Companies, or an electric utility not subject to the jurisdiction of the Arizona Corporation Commission no later than 10 days after filing the application. The Attachment to the CC&N application should include a listing of the names and addresses of the notified Affected Utilities, Utility Distribution Companies, or an electric utility not subject to the jurisdiction of the Arizona Corporation Commission.

Public, Non-Confidential Information Required in CC&N Filings

One of the criteria used to determine if an entity is "fit and proper" is that the utility's current and projected financial health must be sound. Also, a determination of a fair return on fair value rate base must be made. Staff believes that the information necessary to make these determinations should be open for public inspection and that it is in the public interest to do so. The information would be helpful to potential customers in their efforts to choose a utility service provider. Just as a potential home buyer has access to the financial statements of the utility providing service to his or her prospective home, a potential customer of the "competitive" utilities should have access to similar information.

The Arizona Corporation Commission conducts public hearings and meetings to consider approval of Certificates of Convenience and Necessity (CC&Ns) and "fair value" findings concerning tariffs. These hearings are open, public and, often, contested proceedings. All members of the public and interested parties have the right to review and comment on the

information provided by the applicant. For this reason, all information filed in these proceedings must be available to the public for review and comment.

Whom to Contact If You Have Questions

If you have any questions about completing this application, please contact the Commission's Utilities Division at (602) 542-4251 or toll-free within Arizona at 1-800-222-7000. If you have questions about the hearing process, please call the Hearing Division at (602) 542-4250 or call the toll-free number and ask for the Hearing Division.

ARIZONA CORPORATION COMMISSION

Application for Certificate of Convenience and Necessity (CC&N) to Provide Competitive Retail Electric Services

Mail original plus 13 copies of completed application to: Docket Control Center Arizona Corporation Commission 1200 West Washington Street Phoenix, Arizona 85007-2927 If you have current applications pending or have a CC&N in Arizona as a competitive retail electric service provider, list: Type of Service: N/A Docket No.: N/A Date: N/A Decision No. N/A (if applicable) Type of Service: N/A Docket No.: N/A Date: N/A Decision No. N/A (if applicable)	For Docket Control Only: (Please Stamp Here)

The Applicant is applying for approval to provide the following competitive retail services:

- [X] Electric Generation
- [ ] Aggregation
- [ ] Brokering
- [ ] Meter Service Provider
- [ ] Meter Reading Service Provider
- [ ] Reseller of Meter Service
- [ ] Reseller of Meter Reading Service
- [ ] Other_____

SECTION A

Applicant Information

(A-1) The exact legal name of Applicant, current address, and telephone number (including area code). Include any other business address and telephone number of the principal place of business if different from current address and telephone number: (Include E-mail addresses and fax numbers.)

Green Mountain Energy Company
3711 Market Street, Suite 1000, Philadelphia, PA 19104
866-785-4668
greenmountaincomplaints@nrg.com
www.greenmountainenergy.com

(A-2) If doing business under a name other than the Applicant name listed above, specify all names and addresses of business activity:

N/A

(A-3) The name, address, telephone number, fax number, and e-mail address of the management contact:

John Holtz, Senior Director, Market Development & Regulatory Affairs
3711 Market Street, Suite 1000, Philadelphia, PA 19104
John.Holtz@nrg.com
609-208-7701

(A-4) The name, address, telephone number, fax number, and e-mail address of the attorney, if any, representing the Applicant:

Court Rich
Rose Law Group
7144 E Stetson Drive, Suite 300
Scottsdale, Arizona 85251
480.505.3937
CRich@roselawgroup.com

(A-5) What type of legal entity is the Applicant?

☐ Sole proprietorship

☐ Partnership: ____limited, _____general, ____ Arizona, _____ foreign

☐ Limited liability company

X Corporation: ____ S, __X__ C, _____ non-profit, ____ Arizona, _____ foreign

☐ ☐ Other, specify:

Describe any affiliate or subsidiary interest the Applicant has and include the parent company's name and address.

NRG Energy, Inc.
804 Carnegie Center
Princeton, NJ 08540

Please see Attachment A5 – NRG Retail Affiliates.

(A-6) Submit as Attachment "A" the names of all owners, partners, limited liability company managers, or corporate officers and directors and indicate the percentages of ownership of each. If the Applicant is a corporation, list the names and addresses of all persons or entities which directly or indirectly own, control, or hold the power to vote 10% or more of the Applicant's outstanding voting securities. Include the most recent report required by the Securities and Exchange Commission that details such information.

Please see Attachment A.

(A-7) Does the Applicant plan to sell retail electric services in Arizona? **Yes.**

If "yes", provide the anticipated service date(s). **January 1, 2022**

Submit as Attachment "B" a copy of all relevant tax licenses from lawful taxing authorities within the State of Arizona. You may contact the Dept. of Revenue at 602-542-4576 to obtain information.

Please see Attachment B.

(A-8) The Applicant must comply with the tariff filing requirements of A.A.C. R14-2-1611. The maximum rates specified in any tariff shall not be less than the Applicant's marginal cost of providing the service. Any changes in the maximum rates or in the terms and conditions of service are not effective until approved by the Commission. Submit as Attachment "C" the Applicant's proposed tariff that must include a description of each service to be provided, the maximum rate for each service, and any other terms and conditions that apply to each service to be provided.

Please see Attachment C.

(A-9) The CC&N may permit statewide provision of each service except for areas determined by the Commission not to be open to competition. Describe the geographic areas in which the Applicant will provide each service.

Green Mountain Energy intends to provide retail electric service in the territories of Arizona Public Service Company and Tucson Electric Power Company.

(A-10) List the states in which the Applicant currently provides retail electric services similar to those it proposes to sell in Arizona. Submit as Attachment "E" a copy of any authority given to the Applicant to provide electric services.

Please see Attachment E.

(A-11) Provide a list of states in which the Applicant sought authority to provide retail electric services and in which the state denied the authority or granted authority with major changes or conditions for those services. For each state listed, submit as Attachment "F" a copy of the decision modifying the application for authority to provide retail electric services.

N/A

(A-12) Has the Applicant been granted authority to provide retail electric services in any state where such authority was later revoked? If "yes", submit as Attachment "G" a copy of each decision revoking the authority.

N/A

(A-13) Has the Applicant been involved in any formal complaint proceedings before any state or federal regulatory body? If "yes", list the regulatory body, the nature of the complaint, and submit as Attachment "H" a copy of the order resolving the complaint.

Please see Attachment H.

(A-14) Has the Applicant been involved in any civil or criminal investigations related to any state or federal consumer protection laws or regulations within the last five years? If "yes", submit as Attachment "I" the state and the nature of each investigation, and when such investigation occurred.

Please see Attachment I.

(A-15) Has the Applicant had judgment entered against it in any civil matter or been convicted of criminal acts related to any state or federal consumer protection laws or regulations within the last five years? If "yes", list the states where judgment or conviction was entered and submit as Attachment "J" a copy of each applicable court order.

N/A

SECTION B

Applicant Technical Information

(B-1) Submit as Attachment "K":

(a) A description of the Applicant's computer capabilities to store and process large volumes of customer account data. Include a resource list, e.g., modem with dedicated telephone line and facsimile machine;
(b) A description of the Applicant's capabilities to exchange data with other market participants, i.e., Utility Distribution Company and Independent Scheduling Administrator; and
(c) Identification of Applicant's staff who will prepare the reports to the Commission required by the retail electric competition rules.

Please see Attachment K.

(B-2) Submit as Attachment "L" :

(a) A description of the specific services that Applicant will offer, the customer classes to be served, the expected number customers in each class, and the average number of kWhs which the Applicant will market each month; and

(b) A description of the Applicant's technical ability to provide the services described in (B-2). Identify the Applicant's key technical and operational personnel including their names, titles, and length of experience in the sale, procurement, metering, and billing of energy services or similar products. If some entity other than the Applicant will provide the metering or billing for the Applicant, identify the company and describe its experience in providing these services.

Please see Attachment L.

(B-3) If the Applicant is an Electric Service Provider (excluding a Meter Service Provider or Meter Reading Service Provider), it must provide a copy of its Service Acquisition Agreement with a Scheduling Coordinator as required in R14-2-1603(G)(3). Submit a copy of the Service Acquisition Agreement as Attachment "M". If the Applicant has been authorized to act as a Scheduling Coordinator, submit a copy of that authorization in Attachment "M". (Note: This requirement is contingent upon the existence of a Scheduling Coordinator at the time of application.) A copy of the service agreement will be required prior to providing service.

Green Mountain Energy has not entered into a Service Acquisition Agreement with a Scheduling Coordinator at this time, pending approval of the Application by ACC.

(B-4) The Applicant must provide its service agreement with each Utility Distribution Company in whose territory the Applicant plans to do business as required in R14-2-1603(G)(3). Submit a copy of that service agreement as Attachment "N". A copy of the service agreement will be required prior to providing service.

Green Mountain Energy has not entered into Service Acquisition Agreements with Arizona Public Service Company or Tucson Electric Power Company, pending approval of the Application by ACC. Green Mountain Energy will provide copies of the Service Agreements to ACC prior to providing service.

(B-5) If the Applicant will provide Meter Service, but not Meter Reading Service, submit as Attachment "O":

(a) Identification of the meter class to be served;
(b) Proof of current liability insurance in the amount of $2,000,000 per incident;
(c) A detailed description of each of the Applicant's employees' electric meter testing, installation, maintenance, repair, and removal experience including their Meter Worker Class level. (Note: The Applicant must have at least one employee who is a Class 3 Meter Worker who is available at all times the function is performed by the MSP);
(d) A detailed description of the Applicant's training program and procedures and policies regarding testing, installation, maintenance, repair, or removal of electrical devices. (Note: The Applicant's policies must provide that its employees wear uniforms and carry proper identification while on site to perform any of these functions);
(e) If the Applicant also will provide incidental or backup meter servicing, include a detailed description of its training programs, procedures and policies regarding meter servicing. (Note: The Applicant's policies must provide that its employees wear uniforms and carry proper identification while on site for meter servicing); and
(f) A detailed description of the educational and training in electrical work and electrical safety required by the Applicant of its employees before they are allowed to install, maintain, repair, or remove electrical meters or metering devices.

By responding to (B-5), the Applicant agrees to comply with:

(a) The Meter Services Provider standards approved by the Commission, including *Meter Testing, Calibration and Installation* and *Meter Worker Qualifications*. An Applicant's failure to comply shall be grounds for revocation of its Certificate for Convenience and Necessity;
(b) All of the Commission's Meter Service Provider filing and reporting requirements; and
(c) The meter services safety requirements of the American Public Power Association (APPA) *Safety Manual For an Electric Utility*.

N/A

(B-6) If the Applicant will perform Meter Reading Service Provider (MRSP) functions, submit the following as Attachment "P":

(a) A description of the Applicant's training program or means to ensure that its employees are properly trained to perform MRSP functions;
(b) A description of the Applicant's processes and standard operating procedures to ensure that meter data is processed accurately and audit records are maintained;
(c) The Applicant's disaster recovery plan, covering a "minor" disaster, such as a computer failure, and a "major disaster," such as a facility fire;
(d) An Applicant's plan for obtaining back-up meter reads in the event of communications failure, if the Applicant uses remote communications to read meters;
(e) A description of the Applicant's security measures, including restricting physical and electronic access to data and data servers;
(f) A description of the Applicant's procedures for identifying potential energy theft and reporting it to the Utility Distribution Company and the Electric Service Provider; and
(g) Identification of the employee whom the Applicant is requesting take a Commission approved and administered data test. (Note: The Applicant is required to pass a test that includes retrieving raw data, performing validation, editing and estimation, posting data to a server, and exchanging data with other market participants including at least one Utility Distribution Company via a Commission approved format.)

N/A

SECTION C

Financial Information

(C-1) Submit as Attachment "Q" the applicant must submit the following audited financial information for the most recent two years that the Applicant has been in business: balance sheets, income statements, cash flow statements, and other financial information evidencing financial resources.

Please see Attachment Q.

(C-2) If the Applicant will collect funds, including deposits or advances, from customers prior to providing services, submit as Attachment "R" one of the following:

(1) A credit evaluation from Moody's of "Baa2" or higher or an evaluation from Standard and Poor's, Fitch, or Duff and Phelps of "BBB" or higher; or

(2) A security deposit sufficient to cover one half of the expected sales price of the kWhs that the Applicant forecasts it will sell to small customers over a 12 month period (# of kWhs per month * # of customers * 12 months * price per kWhs / 2); or

(3) A financial guarantee bond in an amount sufficient to provide adequate recourse for customers in the event of fraud or nonperformance by Applicant. The bond amount could be based upon sales value and any amounts that the Applicant collects by way of deposits or advance payments.

Attachment "R" must indicate which method will be used and include the appropriate documentation, if currently available.

N/A

(C-3) Prior to certification the Commission will require the Applicant to procure a bond or insurance coverage in an amount sufficient to protect customers in the event of the Applicant's default or non-performance. Check which of the following methods the Applicant intends to use:

___X___ The Applicant will obtain a bond. The amount of the bond will be based on the number of customers expected to be served and number of kWhs of electricity that the Applicant expects to provide.

_____ The Applicant will obtain insurance. The amount of the insurance policy will be based on the number of customers the Applicant expects to be served and number of kWhs of electricity that the Applicant expects to provide.

_____ The Applicant will provide proof that it has been found creditworthy by the Utility Distribution Company (UDC) under the credit terms imposed by the UDC. Is this a method to procure a bond or insurance coverage?

SECTION D

Customer Protection

(D-1) Submit as Attachment "S":

(1) The name, address, and telephone number of the Applicant's customer complaint contact person; and

(2) An explanation of the Applicant's plan to ensure that the electric service provided to its customers will not be interrupted in the event that the Applicant fails to provide the competitive services set forth in its application.

Please see Attachment S.

I certify that if the Applicant is an Arizona corporation, a current copy of the Articles of Incorporation is on file with the Arizona Corporation Commission and the Applicant holds a Certificate of Good Standing from the Commission. If the company is a foreign corporation or partnership, I certify that the company has authority to transact business in Arizona. I certify that all appropriate city, county and/or State agency approvals have been obtained. Upon signing of this application, I attest that I have read the Commission's rules and regulations relating to the regulations of electric energy services and that the company will abide by Arizona State Law including the Arizona Corporation Commission Rules and Regulations. I agree that the Commission's rules apply in the event there is a conflict between those rules and the company's tariff, unless otherwise ordered by the Commission. I certify that to the best of my knowledge the information provided in this Application and Petition is true and correct.

(Signature of Authorized Representative)

07/26/2021
(Date)

Mark Parsons
(Print Name of Authorized Representative)

Vice President
(Title)

SUBSCRIBED AND SWORN to before me this 26 day of July, 20 21

TIFFANY BERTRAND
My Notary ID # 126869575
Expires April 14, 2025

NOTARY PUBLIC

My Commission Expires April 14, 2025

Attachment A to Appendix A

Attachment A to Appendix A

(A-6). Submit as Attachment "A" the names of all owners, partners, limited liability company managers, or corporate officers and directors and indicate the percentages of ownership of each. If the Applicant is a corporation, list the names and addresses of all persons or entities which directly or indirectly own, control, or hold the power to vote 10% or more of the Applicant's outstanding voting securities. Include the most recent report required by the Securities and Exchange Commission that details such information.

Response: Please see the below officer list of Green Mountain Energy Company. Please note that Green Mountain Energy Company (the applicant) is not a publicly owned company, its parent company, NRG Energy, Inc. is publicly owned. Green Mountain Energy Company does not prepare summary financial statements, but is included in the financial statements of NRG Energy, Inc., its ultimate parent company. NRG Energy, Inc.'s most recent 10-K/8-K/10-Q Filings can be found here: www.nrg.com/sec.

Green Mountain Energy Company

Name	Title	Business Address
Elizabeth Killinger	President, Director	910 Louisiana Street, Houston, TX 77002 (P): 713-537-3000 (e-mail): Elizabeth.Killinger@nrg.com
Gaetan Frotte	Treasurer	804 Carnegie Center, Princeton, NJ 08540 (P): 609-524-4500 (e-mail): Gaetan.Frotte@nrg.com
David Callen	Vice President	804 Carnegie Center, Princeton, NJ 08540 (P): 609-524-4500 (e-mail): David.Callen@nrg.com
Mark Parsons	Vice President	910 Louisiana Street, Houston, TX 77002 (P): 713-537-3000 (e-mail): Mark.Parsons@nrg.com
S. Meigs Jones	Vice President & Secretary	1005 Congress Avenue, Austin, TX 78701 (P): 713-537-3000 (e-mail): Meigs.Jones@nrg.com
Deborah Fry	Assistant Secretary	804 Carnegie Center, Princeton, NJ 08540 (P): 609-524-4500 (email): Deborah.Fry@nrg.com
Judith Tompkins	Assistant Secretary	804 Carnegie Center, Princeton, NJ 08540 (P): 609-524-4500 (email): Judy.Tompkins@nrg.com

Attachment A5 to Appendix A

Attachment AA

NRG Retail Affiliates

State	Energy Plus Holdings LLC 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Independence Energy Group LLC d/b/a Cirro Energy 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Energy Plus Natural Gas LLC 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Reliant Energy Northeast LLC d/b/a NRG Home/NRG Business 3711 Market Street, Suite 1000 Philadelphia, PA 19104	Green Mountain Energy Company 3711 Market Street, Suite 1000 Philadelphia, PA 19104	XOOM Energy [State], LLC 11208 Statesville Road Suite 200 Huntersville, NC 28078
AZ						
CA						No licensing requirement
CT	Electric: Docket 09-01-21	Electric: Docket 11-11-04		Electric: Docket 11-05-20	Electric: Docket 13-01-18	Electric: 11-06-05
DE	Electric: Docket 11-156 Order No. 7698			Electric: Docket No. 10-404 Order Nos. 7894 (C&I) & 8035 (Res)	Electric: Docket No. 11-313 Order No. 8036	Electric: Docket No. 12-563 Order No. 8318
DC	EA 11-6			Electric: EA 10-15	Electric: EA 11-16	Electric: EA 2013-28
GA						Natural Gas: GM-45
IL	Electric: Docket No. 10-0497	Electric: Docket No. 11-0277		Electric: Docket #11-0504 Natural Gas: Docket #15-0179	Electric: Docket No. 12-0477 & 11-0326 Natural Gas: Docket No. 16-0354	Electric: Docket No. 11-0705 Natural Gas: Docket No. 11-0724
IN						No licensing requirement
KY						No licensing requirement
ME				Electric: Docket # 2015-00224		Electric: Docket # 2012-00596
MD	Electric: IR-1805		Natural Gas: IR-2216	Electric: IR-2058 Natural Gas: IR-3480	Electric: IR-2790 & IR-2345 Natural Gas: IR-3752	Electric: IR-2445 Natural Gas: IR-2446
MA	Electric: CS-072			Electric: CS-081 Natural Gas: RA-154	Electric: CS-083	Electric: CS-088 Natural Gas: GS-RA-07
MI						Natural Gas: U-16802
MN						
NH				Electric: DM 15-287		Electric: DM 13-185
NJ	Electric: ESL-0087	Electric: ESL-0100	Natural Gas: GSL-0100	Electric: ESL-0093 Natural Gas: GSL-0176	Electric: ESL-0098	Electric: ESL-0115 Natural Gas: GSL-0112
NY	Electric: Licensed - no license # given ESCO eligibility letter dated 8/8/07	Electric: Licensed - no license # given ESCO eligibility letter dated 5/3/11	Natural Gas: Licensed - no license # given (ESCO Code EPGS) GSCO eligibility letter dated 7/31/08	Licensed - no license # given (ESCO Code RELI) ESCO eligibility letter dated 8/26/11 NGSCO eligibility letter dated 2/17/15	Electric & Natural Gas: Licensed - no license # given ESCO eligibility letters dated 4/8/2009 and 8/3/2011	Electric & Natural Gas: Licensed - no license # given ESCO Code: XOOM ESCO/NGSCO eligibility letter dated: 5/21/12
NC						
OH	Electric:11-341E	Electric: 12-552E	Natural Gas: 11-222G	Electric: 11-401E Natural Gas: 17-591G	Electric: 18-0483E	Electric: 13-716E Natural Gas: 11-223G
PA	Electric: A-2009-2139745	Electric: A-2011-2262337 Natural Gas: A-2013-2396449		Electric: A-2010-2192350 Natural Gas: A-2015-2478293	Electric: A-2011-2229050 Natural Gas: A-2017-2583732	Electric: A-2012-2283821 Natural Gas: A-2012-2283967
RI				Electric: D-96-6(P7)		Electric: D-96-6(A6)
SC						
TN						
TX					Electric:10009	Electric: 10203
VA				Electric: E-32		Natural Gas: G-37
WV						
WI						

Attachment AA

NRG Retail Affiliates

State	Stream Energy [State], LLC 2745 Dallas Parkway, Suite 200 Plano, TX 75093	Direct Energy Services, LLC 12 Greenway Plaza, Suite 250 Houston, TX 77046	Direct Energy Business, LLC 1001 Liberty Ave., Suite 1200 Pittsburgh, PA 15222	Direct Energy Business Marketing, LLC (f/k/a Hess) 194 Wood Ave. South, Suite 200, Iselin, NJ 08830	Gateway Energy Services Corporation 12 Greenway Plaza, Suite 250, Houston, TX 77046	Bounce Energy, Inc. 12 Greenway Plaza, Suite 250, Houston, TX 77046
AZ			Wholesale Supply - APS Pilot			
CA			Electric: 1351 Natural Gas: 0013	Natural Gas: 0031		
CT		Electric: Docket No. 06-03-06RE02 Natural Gas: Docket No. 01-04	Electric: Docket No. 00-05-14RE01 Natural Gas: 12-03	Electric: 13-08-02 Natural Gas: 13-03		
DE	Electric: Docket No. 17-0340 Order No. 9137	Electric: Docket No. 05-370 Order No. 6790	Electric: Docket No. 09-174 Order No. 5267	Electric: Docket No. 14-204T Order No. 8425		
DC	Electric: EA 11-11 Natural Gas: GA 2013-07	Electric: EA-05-3-5 Order No. 13816	Electric: EA-04-4-4	Electric: EA-2013-12 Natural Gas: GA-2013-03-1	Natural Gas: GA 03-4	
GA	Natural Gas: GM-38			Gas Transport - No Lic.		
IL	Electric: 17-0033 Natural Gas: 17-0045	Electric: 05-0722 Natural Gas: 05-0086	Electric: 04-0811	Natural Gas: No License Req.		
IN		No license req.		Gas Transport - No Lic.		
KY				Gas Transport - No Lic.		
ME		Electric: Docket # 2005-479	Electric: Docket # 2011-201	Electric: Docket No. 2013-00404		
MD	Electric: IR-2742 Natural Gas: IR-2072	Electric: IR-719 Gas: IR-791	Electric: IR-437 Natural Gas: IR-2697	Electric: IR-3123 Natural Gas: IR-3108	Electric: IR-340 Natural Gas: IR-334	
MA		Electric: CS-047 Natural Gas: GS-028	Electric: CS-021 Natural Gas: GS-052	Natural Gas: GS-051		
MI		Natural Gas: U-14537 Electric: U-14724	Electric: U-13609	Gas Transport - No Lic.		
MN				Gas Transport - No Lic.		
NH		Electric: DM 15-513	Electric: DM 15-373	Electric: DM 13-260 Natural Gas: DM 13-121		
NJ	Electric: ESL-0109 Natural Gas: GSL-0120	Electric: ESL-0078 Natural Gas: GSL-0088	Electric: ESL-0165 Natural Gas: GSL-0145	Electric: ESL-0142 Natural Gas: GSL-0128	Electric: ESL-0166 Natural Gas: GSL-0146	
NY	Electric & Natural Gas: Licensed - no license # given ESCO Code: STRM ESCO eligibility letter dated: 7/13/12	Electric & Natural Gas: licensed - no license # given Eligibility letter dated 11/2/2004	Electric & Natural Gas: licensed - no license # given Eligibility letter dated 6/8/1998	Electric & Natural Gas: licensed - no license # given Eligibility letter dated 5/16/2013	Electric & Natural Gas: licensed - no license # given Eligibility letter dated 3/16/2000	
NC				Gas Transport - No Lic.		
OH	Electric: 17-1187E Natural Gas: 08-133G	Electric: 00-19E Natural Gas: 02-024G	Electric: 00-005(10)E	Natural Gas: 13-303G		
PA	Electric: A-2010-2181867 Natural Gas: A-2012-2308991	Electric: A-110164 April 21, 2005 Natural Gas: A-125135 December 2, 2004	Electric: A-110025 Natural Gas: A-125072	Electric: A-2013-2368464 Natural Gas: A-2013-2365792	Electric: A-2009-2137275 Natural Gas: A-2009-2138725	Broker/Marketer: A-2020-3020380
RI		Electric: D-96-6(U2) Natural Gas: 2378(T1)	Electric: D-96-6(Z) Natural Gas: 2379(A3)	Electric: D-96-6(J6) Natural Gas: 2379(Y2)		
SC				Gas Transport - No Lic.		
TN				Gas Transport - No Lic.		
TX			Electric: 10011			
VA		Electric: E-36	Electric: E-38	Natural Gas: G-7	Electric: E-13 Natural Gas: G-19	
WV				Gas Transport - No Lic.		
WI				Gas Transport - No Lic.		

Attachment AA

NRG Retail Affiliates

	Canada		U.S. - Texas						
State	Direct Energy Marketing Limited 10303 Jasper Avenue, Suite 1850, Edmonton AB T5J 3M6, Canada	Direct Energy (B.C.) Limited 10303 Jasper Avenue, Suite 1850, Edmonton AB T5J 3M6, Canada	Reliant Energy Retail Services LLC 910 Louisiana St Houston, TX 77002	US Retailers LLC 910 Louisiana St Houston, TX 77002	Everything Energy LLC 910 Louisiana St Houston, TX 77002	Direct Energy, LP 12 Greenway Plaza, Suite 250, Houston, TX 77046	CPL Retail Energy, LP 12 Greenway Plaza, Suite 250, Houston, TX 77046	WTU Retail Energy, LP 12 Greenway Plaza, Suite 250, Houston, TX 77046	First Choice Power, LLC 12 Greenway Plaza, Suite 250, Houston, TX 77046
TX			Electric:10007	Electric:10177	Electric:10178	Electric: 10040	Electric: 10023	Electric: 10022	Electric: 10008
Alberta	Electric: 311173 Issued 10/1/20; Expires 9/30/21 Natural Gas: 311172 Issued 10/1/20; Expires 9/30/21								
British Columbia		Natural Gas: A-5-20 Issued 10/14/20; Expires 10/31/21							
Manitoba	Natural Gas: 657 Issued 10/23/20; Expires 10/31/21								
New Brunswick	Natural Gas Marketer Issued 6/20/20; Expires 6/24/23								
Nova Scotia	Natural Gas: M08018 License issued 6/9/17 - does not expire								
Ontario	Electric: Lic # ER-2020-0168 Issued: 8/27/20; Expires 8/26/25								
Saskatchewan	Natural Gas: No license required								
Quebec	Natural Gas: No license required								

Attachment B to Appendix A

Attachment B to Appendix A

Submit as Attachment "B" a copy of all relevant tax licenses from lawful taxing authorities within the State of Arizona. You may contact the Dept. of Revenue at 602-542-4576 to obtain information.

Response:

Arizona Department of Revenue Taxation License

GREEN MOUNTAIN ENERGY COMPANY
Mailing Address: 910 LOUISIANA STREET
SUITE B200 #10010A
HOUSTON, TX 77002

Account: TRANSACTION PRIVILEGE AND USE TAX
Account ID: LICENSE: 21403788 (Standard)
Account Balance: $0.00
Filing Frequency: ANNUAL

Attachment C to Appendix A

Attachment C to Appendix A

Green Mountain Energy
Certificate of Convenience and Necessity Application
July 29, 2021

Green Mountain Energy

A.C.C. No: XXXXX
Tariff No: XXXX
Effective: XXXX XX, 2021

COMPETITIVE ELECTRICITY TARIFF

RESIDENTIAL TARIFF

DESCRIPTION

Under this Tariff, Green Mountain Energy, provides competitive retail electric generation and other Competitive Services to RESIDENTIAL end user customers eligible for direct access within service territories of each of the following utilities: Arizona Public Service Company and Tucson Electric Power Company.

This is not a "provider of last resort" tariff. Retail customers are not required to select Green Mountain Energy. This Tariff is available to residential customers. Green Mountain Energy is not a utility transmission and/or distribution company and does not provide transmission and distribution service.

AVAILABILITY

1. Green Mountain Energy makes electric generation available under this Tariff to residential end user customers. This Tariff is available to customers within the service territories of each of the above-indicated utilities who are eligible for service under residential utility rate schedules.
2. Customers currently on Energy Support or Customer Assistance programs are not eligible for this tariff.

RESIDENTIAL ELECTRICITY SERVICE AGREEMENT ("RES ESA")

1. The terms and conditions for service under this Tariff will be specified in a RES ESA executed between Green Mountain Energy and an eligible customer. Subject to the terms of this Tariff, the RES ESA will specify the contract duration, prices, rate design and other terms and conditions of service negotiated by the parties.
2. The RES ESA shall specify the specific charges that will apply and the manner in which the supply volumes delivered pursuant to the RES ESA shall be determined. Also to be included will be information on the term, termination fee, if prices can change and by how much, other fees, renewable content, and terms for purchases of excess renewable generation.
3. The RES ESA between Green Mountain Energy and an eligible customer may be supplemented from time to time by riders negotiated and executed by both Green Mountain Energy and eligible customers to specify additional electric generation delivery terms and conditions. Such executed riders shall be governed by the terms and conditions of the underlying RES ESA.

CHARGES

1. Green Mountain Energy's charges for electric generation ("Energy Charge") shall be charged at a rate which is (i) not less than the Minimum Price which shall not be less than Green Mountain Energy's marginal cost of providing such service, and (ii) not more than the Not to Exceed Price, which will be determined as follows:
   a. The RES ESA will provide a fixed price for electric generation delivery and renewable attributes. The Minimum Price shall be the generation rate of the incumbent utility that would otherwise serve the Customer minus 35% and the Not to Exceed Price shall be the generation components of the incumbent utility retail rate schedule that would otherwise serve the Customer plus 35%.
   b. If the incumbent utility that would otherwise serve the Customer has more than one otherwise applicable retail rate schedule, the highest applicable retail rate schedule will be used for purposes of determining consistency with this provision. The determination that a RES ESA is consistent with this provision will be based on the Customer's otherwise applicable retail rate schedule in effect on the date the RES ESA is executed.
   c. Only the Energy Charge portion of the monthly bill will be used in the calculation of the Minimum Price and the Not to Exceed Price. Any monthly fixed Base Charges will be excluded.
2. The Minimum Price and the Not to Exceed Price do not include renewable attributes, taxes or any utility charges that are imposed on the customer pursuant to utility tariffs or tariff riders approved by the Commission including, but not limited to, utility network transmission and distribution charges, system benefit charges, capacity reserve charges, or any surcharges imposed by the utility.
3. The RES ESA may contain provisions for the cost pass-through of certain component charges not included in the Energy Charge, but that are required or related to the electric generation provided by Green Mountain Energy. These components will only consist of costs imposed by the relevant utility or the Arizona Corporation Commission. The Minimum Price and the Not to Exceed Price do not include any such cost pass-through charges
4. The contract will contain a monthly fixed charge "Base Charge" to cover costs incurred by Green Mountain Energy, such as charges assessed by the utility for access to the utility's distribution and billing systems; or related to customized C&I product structures.
5. The product being provided is a 100 percent renewable energy product consisting of 1) renewable energy resources as defined by AAC R14-2-1802 in a quantity meeting at least the minimum required by AAC R14-2-1804 or any subsequent Commission Rule including a similar requirement; and 2) additional renewable energy resources or renewable energy credits. The customer may be exempt from renewable energy surcharges from Arizona Public Service Company or Tucson Electric Power Company, as applicable.
6. Consistent with existing or proposed Tariffs, the Customer will pay the following Capacity Reserve Charge that will be used by the utility for system reliability purposes:
   a. Within the Service Territory of Arizona Public Service: $5.5398/kW-

month

b. Within the Service Territory of Tucson Electric Power: $5/kW-month

The charges will be part of the fees billed by the utility. The customer may be exempt from any other unbundled utility capacity or reliability charges.

OTHER PROVISIONS

1. Green Mountain Energy may express negotiated electric generation prices in terms of discounts (percentage or otherwise) from bundled regulated services (i.e., Standard Offer Service) in contracts and monthly bills, or in any other manner or pricing structure.
2. Green Mountain Energy may seek to change, amend or revise this Tariff at any time upon application to the Commission. Any such amendments, changes, or revisions shall become effective only upon approval by the Commission and shall be implemented by Green Mountain Energy only prospectively. Such approved changes, amendments or revisions shall not operate to amend, modify, change or revise RES ESAs entered into prior to the effective date of such approved changes, amendments or revisions of this Tariff, unless the prospect of such change is expressly provided for within the RES ESA.
3. Green Mountain Energy may at its sole discretion, refuse service to an otherwise eligible customer for any of the following reasons: 1) The customer is not credit worthy; 2) The customer refuses to pay the price at which Green Mountain Energy offers electric generation pursuant to this Tariff; 3) Green Mountain Energy is unwilling to provide or incapable of providing the service requested by the customer at a price the customer is willing to pay; 4) The customer is located in a geographic area where Green Mountain Energy is either not certificated to serve or related service agreements are not established; 5) The customer refuses to sign a contract for service or refuses to accept offered prices, terms and conditions for electric generation pursuant to this Tariff; 6) The customer is unwilling to wait for the period of time Green Mountain Energy or the applicable utility deems is necessary to begin receiving service from Green Mountain Energy; or 7) The customer does not have the proper electrical equipment infrastructure to receive electric generation from Green Mountain Energy.
4. Green Mountain Energy shall not be deemed as having refused service to any customer eligible for service under this Tariff if, in the opinion of such customer, Green Mountain Energy did not respond to a sales inquiry or otherwise present or follow up on a specific sales contract proposal in a time frame desired by said customer.
5. Green Mountain Energy is not required to respond to any request for proposal issued by any customer eligible for service under this Tariff seeking competitive bids from authorized providers of competitive end user electric services.

Green Mountain Energy A.C.C. No: XXXXX
Tariff No: XXXX
Effective: XXXX XX, 2021

COMPETITIVE ELECTRICITY TARIFF

NON-RESIDENTIAL TARIFF

DESCRIPTION

Under this Tariff, Green Mountain Energy provides competitive retail electric generation and other Competitive Services to NON-RESIDENTIAL end user customers eligible for direct access within service territories of each of the following utilities: Arizona Public Service Company and Tucson Electric Power Company.

This is not a "provider of last resort" tariff. Retail customers are not required to select Green Mountain Energy. Green Mountain Energy is not a utility transmission and/or distribution company and does not provide transmission and distribution service.

AVAILABILITY

1. Green Mountain Energy makes electric generation available under this Tariff to all non-residential end user customers. This Tariff is available to customers within the service territories of each of the above-indicated utilities who are eligible for service under any non-residential utility rate schedules. This Tariff is not available to residential customers.

NON-RESIDENTIAL ELECTRICITY SERVICE AGREEMENT

1. The terms and conditions for service under this Tariff will be specified in a contract executed between Green Mountain Energy and an eligible customer. Subject to the terms of this Tariff, the contract will specify the duration, prices, rate design and other terms and conditions of service negotiated by the parties.
2. The contract shall specify the specific charges that will apply and the manner in which the supply volumes delivered pursuant to the contract shall be determined. Also to be included will be information on the term, termination fee, if prices can change and by how much, other fees, renewable content, and terms for purchases of excess renewable generation.
3. The contract between Green Mountain Energy and an eligible customer may be supplemented from time to time by riders negotiated and executed by both Green Mountain Energy and eligible customers to specify additional electric generation delivery terms and conditions. Such executed riders shall be governed by the terms and conditions of the underlying contract.

CHARGES

1. Green Mountain Energy's charges for electric generation ("Energy Charge") shall be charged at a rate which is (i) not less than Minimum Price which shall not be less than Green Mountain Energy's marginal cost of providing such service, and (ii) not more than the Not to Exceed Price. The Minimum Price and the Not to Exceed Price shall be determined as follows:

a. When the contract provides for pricing that reflects a specific index price, the index used will be agreed upon with the customer and may be based on posted prices in the Intercontinental Exchange for Palo Verde High and Low Load, posted prices at the Palo Verde Locational Marginal Price within the California Independent System Operator (CAISO), or another mutually agreeable approach. The Minimum Price shall be the specified index price minus 35% and the Not to Exceed Price will be the specified index plus 35%.

b. When the contract provides for fixed price electric generation the Minimum Price shall be the generation rate of the Customer's applicable retail rate minus 35% and the Not to Exceed Price will be the generation components of the applicable retail schedule plus 35%. If the Customer has more than one otherwise applicable retail rate schedule, the highest applicable retail rate schedule will be used for purposes of the consistency determination. The determination that a contract is consistent with this provision will be based on the Customer's otherwise applicable retail rate schedule in effect on the date the contract is executed.

c. Only the Energy Charge portion of the monthly bill will be used in the calculation of the Minimum Price and Not to Exceed Price. Any monthly fixed Base Charges will be excluded.

2. The Minimum Price and the Not to Exceed Price do not include the cost of renewable attributes, taxes, or any utility charges that are imposed on the customer pursuant to utility tariffs or tariff riders approved by the Commission including, but not limited to, utility network transmission and distribution charges, system benefit charges, capacity reserve charges, or any surcharges imposed by the utility.

3. The contract may contain provisions for the cost pass-through of certain component charges not included in the Energy Charge, but that are required or related to the electric generation provided by Green Mountain Energy. These components will only consist of costs imposed by the relevant utility or the Arizona Corporation Commission unless otherwise specified by the customer. The Minimum Price and the Not to Exceed Price do not include any such cost pass-through charges.

4. The contract will contain a monthly fixed charge "Base Charge" to cover costs incurred by Green Mountain Energy, such as charges assessed by the utility for access to the utility's distribution and billing systems; or related to customized C&I product structures.

5. The product being provided is a 100 percent renewable energy product consisting of 1) renewable energy resources as defined by AAC R14-2-1802 in a quantity meeting at least the minimum required by AAC R14-2-1804 or any subsequent Commission Rule including a similar requirement; and 2) additional renewable energy resources or renewable energy credits. The customer may be exempt from renewable energy surcharges from Arizona Public Service Company or Tucson Electric Power Company, as applicable.

6. Consistent with existing or proposed Tariffs, the Customer will pay the following Capacity Reserve Charge that will be used by the utility for system reliability purposes:
    a. Within the Service Territory of Arizona Public Service: $5.5398/kW-month
    b. Within the Service Territory of Tucson Electric Power: $5/kW-month

The charges will be part of the fees billed by the utility. The customer may be exempt from any other unbundled utility capacity or reliability charges.

OTHER PROVISIONS

1. Green Mountain Energy may express negotiated electric generation prices in terms of discounts (percentage or otherwise) from bundled regulated services (i.e., Standard Offer Service) in contracts and monthly bills, or in any other manner or pricing structure.
2. Green Mountain Energy may seek to change, amend or revise this Tariff at any time upon application to the Commission. Any such amendments, changes, or revisions shall become effective only upon approval by the Commission and shall be implemented by Green Mountain Energy only prospectively. Such approved changes, amendments or revisions shall not operate to amend, modify, change or revise contracts entered into prior to the effective date of such approved changes, amendments or revisions of this Tariff, unless the prospect of such change is expressly provided for within the contract.
3. Green Mountain Energy may at its sole discretion, refuse service to an otherwise eligible customer for any of the following reasons: 1) The customer is not credit worthy; 2) The customer refuses to pay the price at which Green Mountain Energy offers electric generation pursuant to this Tariff; 3) Green Mountain Energy is unwilling to provide or incapable of providing the service requested by the customer at a price the customer is willing to pay; 4) The customer is located in a geographic area where Green Mountain Energy is either not certificated to serve or related service agreements are not established; 5) The customer refuses to sign a contract for service or refuses to accept offered prices, terms and conditions for electric generation pursuant to this Tariff; 6) The customer is unwilling to wait for the period of time Green Mountain Energy or the applicable utility deems is necessary to begin receiving service from Green Mountain Energy; or 7) The customer does not have the proper electrical equipment infrastructure to receive electric generation from Green Mountain Energy.
4. Green Mountain Energy shall not be deemed as having refused service to any customer eligible for service under this Tariff if, in the opinion of such customer, Green Mountain Energy did not respond to a sales inquiry or otherwise present or follow up on a specific sales contract proposal in a time frame desired by said customer.
5. Green Mountain Energy is not required to respond to any request for proposal issued by any customer eligible for service under this Tariff seeking competitive bids from authorized providers of competitive end user electric services.

Attachment E to Appendix A

Attachment E to Appendix A

(A-10). List the states in which the Applicant currently provides retail electric services similar to those it proposes to sell in Arizona. Submit as Attachment "E" a copy of any authority given to the Applicant to provide electric services.

Response: Please see below.

State	Green Mountain Energy Company 3711 Market Street, Suite 1000 Philadelphia, PA 19104
CT*	Electric: Docket 13-01-18
DE*	Electric: Docket No. 11-313 Order No. 8036
DC*	Electric: EA 11-16
IL	Electric: Docket No. 12-0477 & 11-0326 Natural Gas: Docket No. 16-0354
MD	Electric: IR-2790 & IR-2345 Natural Gas: IR-3752
MA	Electric: CS-083
NJ	Electric: ESL-0233
NY	Electric & Natural Gas: Licensed - no license # given ESCO eligibility letters dated 4/8/2009 and 8/3/2011
OH*	Electric: 18-1308E
PA	Electric: A-2011-2229050 Natural Gas: A-2017-2583732
TX	Electric:10009

*Green Mountain is licensed but not currently providing service in these states.

Attachment H to Appendix A

ATTACHMENT H

Complaint #	Issuing agency	Last name	Brand	State	Nature of Complaint	Status	Complaint Type	Resolution Notes
C-2018-3004730	PA PUC	Kerner	Green Mountain Energy	PA (Pennsylvania)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Settlement was reached prior to hearing
C-2019-3007060	PA PUC	Webster	Green Mountain Energy	PA (Pennsylvania)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Settlement was reached prior to hearing
F-2019-3008276	PA PUC	Martz	Green Mountain Energy	PA (Pennsylvania)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Settlement was reached prior to hearing
C-2020-3015594	PA PUC	Strenger	Green Mountain Energy	PA (Pennsylvania)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Settlement was reached prior to hearing
C-2018-3000977	PA PUC	Mueller	Green Mountain Energy	PA (Pennsylvania)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Resolved by settlement
C-2020-3020255	PA PUC	Polfus	Green Mountain Energy	PA (Pennsylvania)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Resolved by settlement
F-2020-3022021	PA PUC	Trafalis	Green Mountain Energy	PA (Pennsylvania)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Settlement was reached prior to hearing
156789	NY PSC	Meyerowitz	Green Mountain Energy	NY (New York)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Settlement offered, awaiting closure from DPS/PSC.
519344064-L	MD PSC	Bender	Green Mountain Energy	MD (Maryland)	Billing/High Rate	Resolved by way of settlement (final order not available).	Formal	Resolved by settlement

Attachment I to Appendix A

Attachment I to Appendix A

(A-14). Has the Applicant been involved in any civil or criminal investigations related to any state or federal consumer protection laws or regulations within the last five years? If "yes", submit as Attachment "I" the state and the nature of each investigation, and when such investigation occurred.

Response: Please see below.

- Everything Energy, LLC, Green Mountain Energy Company, Reliant Energy Retail Services, LLC and U.S. Retailers LLC: On November 18, 2016 Staff of the Public Utility Commission of Texas (the "PUCT") and Everything Energy, LLC, Green Mountain Energy Company, Reliant Energy Retail Services, LLC, and U.S. Retailers LLC (the "NRG Texas REPs") entered into a Settlement Agreement to resolve and conclude PUCT Staff's investigation of the NRG Texas REPs relating to removal of switch-holds pursuant to PUCT rules. The Settlement Agreement is filed in PUCT Docket No. 46597 (available at: http://interchange.puc.state.tx.us/WebApp/Interchange/Documents/46597_1_919129.PDF).

- The Pennsylvania Public Utility Commission, Bureau of Investigation and Enforcement ("PA BIE") initiated an investigation of Green Mountain Energy Company ("Green Mountain") for possible regulatory violations relating to sales and enrollment practices in Pennsylvania. PA BIE alleged that Green Mountain switched customers to its service without proper authorization in certain instances. PA BIE made a demand that would total approximately $156,000.00 in civil penalties (not inclusive of any customer refunds), along with certain injunctive relief, such as required reporting. Settlement of the matter remains subject to approval by the PA PUC.

Attachment K to Appendix A

Attachment K to Appendix A

(B-1). Submit as Attachment "K":

(a) A description of the Applicant's computer capabilities to store and process large volumes of customer account data. Include a resource list, e.g., modem with dedicated telephone line and facsimile machine.

Response: NRG owns and operates a number of computer systems capable of processing transactions and data for millions of retail energy customers across nearly one hundred markets in North America. These systems are anchored by a third-party ERP system from SAP which includes modules for billing, customer service and reporting and are complimented by bespoke solutions for a number of custom functions as well as internal and external interfaces with the ERP platform. The company utilizes database technologies from Oracle and Microsoft. The company's servers and network are hosted on a hybrid of on-premise and cloud solution providers (AWS and Azure).

(b) A description of the Applicant's capabilities to exchange data with other market participants, i.e., Utility Distribution Company and Independent Scheduling Administrator.

Response: The company utilizes a third-party provider (ESG) for data exchange with other market participants for its legacy brands in most markets. In addition, the company has an in-house solution which provides a similar capability for interacting with market participants in some markets.

(c) Identification of Applicant's staff who will prepare the reports to the Commission required by the retail electric competition rules.

Response:

Erica Bray
Regulatory Compliance Manager
NRG Energy, Inc.
3711 Market Street, Suite 1000
Philadelphia, PA 19104
NERetailRegulatory@nrg.com
267-295-5752

Heather Caporale
Regulatory Compliance Analyst
NRG Energy, Inc.
3711 Market Street, Suite 1000
Philadelphia, PA 19104
NERetailRegulatory@nrg.com
267-295-5752

Attachment L to Appendix A

Attachment L to Appendix A

(B-2). Submit as Attachment "L":

(a) A description of the specific services that Applicant will offer, the customer classes to be served, the expected number customers in each class, and the average number of kWhs which the Applicant will market each month.

Response: Green Mountain Energy will offer retail renewable energy generation supply products to residential, small commercial and commercial and industrial customers. Green Mountain Energy anticipates serving up to 20,000 customers within a 5 year time period, expecting 80% of customers to be classified as Residential, 15% Small Business, and 5% Commercial and Industrial. As for the "average number of KWhs which the Applicant will market each month," Green Mountain Energy markets to prospective customers. The company does not market kilowatt hours. Volumes served are based on customer count and usage

(b) A description of the Applicant's technical ability to provide the services described in (B-2). Identify the Applicant's key technical and operational personnel including their names, titles, and length of experience in the sale, procurement, metering, and billing of energy services or similar products. If some entity other than the Applicant will provide the metering or billing for the Applicant, identify the company and describe its experience in providing these services.

Response: Please see below - Green Mountain Energy Company's Key Operating Personnel.

Key Operating Personnel of Green Mountain Energy Company

Mark Parsons, Vice President and General Manager, Green Mountain Energy Company
910 Louisiana Street, Houston, TX 77002
Phone: 713-537-2825
Mark.Parsons@nrg.com

Mr. Parsons is the General Manager of Green Mountain Energy. Mr. Parsons is passionate about leveraging the power of consumer choice to change the way power is made. Ensuring customers have access to compelling green power solutions at home, at work and on the go is the driving force of Mr. Parson's role. He is responsible for the performance and direction of Green Mountain and oversees a wide range of functions such as brand and go-to-market strategy, customer experience, marketing execution, pricing and margin management, financial reporting, offer and product innovation, market share, customer count, and campaign design. Over Mr. Parsons 15 years within the deregulated energy industry across many retail brands, he has been instrumentally involved in transitioning a regulated electric utility into the largest retail energy provider in Texas. He has also helped launch new retailers into positions of power in the industry. He's held many roles in IT, project management, operations and general management throughout the years. Additionally, Mr. Parsons has served in roles focused on strategy

development, mergers/acquisitions, and process and systems integration. He earned his bachelor's degree in economics from the University of Texas and his master's degree in business administration from Baylor University.

Jordon McConnell, Director, Sales Strategy
3711 Market Street, Suite 1000, Philadelphia, PA 19104
Phone: 267.295.0625
Jordon.McConnell@nrg.com

Jordon McConnell leads Sales, Sales Operations and Quality for NRG's retail business in the Northeast. Over the course of his career, Mr. McConnell has gained experience in a broad range of business functions including marketing, sales, product development, operations and financial analysis. Jordon has held leadership positions in a number of industries including energy, finance, professional services and business information with emphasis on consumer and small business segments. Prior to joining NRG Jordon led marketing strategy and helped launch the digital retail channel for D&B's small business segment. Previously Jordon held business development roles in the eBusiness segments of Prudential Securities and FirstUSA Bank. Jordon holds an MBA from the University of Delaware and a BA from Bucknell University.

Jeff Wilkinson, Senior Director – Sales & Channel/Campaign Management
910 Louisiana Street, Suite 14034C, Houston, TX 77002
Phone: 713.537.3037
Jwilkinson@nrg.com

Jeff Wilkinson leads Sales and Channel/Campaign Management for NRG's retail business in Texas and the Northeast. In this role, Mr. Wilkinson is responsible for supporting and enabling the marketing and sales organizations at NRG to deliver on their sales and customer retention objectives while providing outstanding experiences for residential and small commercial customers. He has nearly 20 years of experience in the retail energy industry, having joined Reliant, an NRG company, shortly after restructuring in Texas. Prior to his role at NRG, Jeff served as a Product Marketing Manager for high-availability servers at Compaq Computer Corporation and as a Naval Architect with J. Ray McDermott Engineering. Jeff holds an MBA from Rice University and a BS from Texas A&M University.

Brian Grant, Billing Operations, East Retail
3711 Market Street, Suite 1000, Philadelphia, PA 19104
Phone: 267.295.0625
Brian.C.Grant@nrg.com

Mr. Grant is responsible for defining the processes and procedures for the day to day IT functions, operations and quality assurance protocols for NRG Retail in the Northeast. His daily responsibilities include ensuring that all enrollments process accurately and efficiently through all of NRG's internal systems and integration points with its external vendors. Mr. Grant brings a strong background in operational processes and quality assurance. During his tenure, Mr. Grant successfully implemented a quality assurance project life cycle process that included the implementation of new technology hardware as well as processes and gates to increase the accuracy and efficiency of the energy enrollment process and customer service platforms. His continual focus on quality assurance and streamlined operational processes will ensure that NRG

is poised to offer a best in class service experience to retail customers.

Barry Gessner, Director Mass Retail and Demand Response; Market Operations
804 Carnegie Center, Princeton, NJ 08540
Phone: 609.524.4516
Barry.Gessner@nrg.com

Barry Gessner joined NRG Energy through its acquisition of Energy Plus in 2011. He is responsible for scheduling electricity purchases in ISO-NE, MISO, NYISO, PJM, and Canada; hedging electricity supply purchases to mitigate market cost volatility; meeting renewable portfolio standards and voluntary green power program requirements; and cost forecasting and market settlements. Prior to his roles at NRG, Mr. Gessner was responsible for custom pricing of large commercial and industrial customers at Liberty Power. Mr. Gessner holds an MBA from Villanova University, a BS Economics from Penn State, and is a GARP certified Energy Risk Professional.

Steven Haugenes, Vice President – Natural Gas
194 Wood Avenue South, Suite 200
Iselin, NJ 08830
Phone: 732-516-3074
Steven.Haugenes@directenergy.com

Steve currently leads NRG's Natural Gas Operations and Trading team responsible for overseeing all-natural gas operational, commercial supply and trading activities. Steve has more than 30 years of experience in trading, origination, risk management and finance, and has a strong record of success at NRG, Direct Energy, Hess Energy Marketing and the Military. He received a Bachelor of Science degree in Management from the United States Military Academy, West Point in 1989 and an MBA From the Stern School of Business, NYU in 1995. Steve has been a Chartered Financial Analyst (CFA) Chart holder since 2004 and attended the Harvard Program for Emerging Leaders in 2006.

Victoria Benoit, Offer Pricing & Revenue Management
910 Louisiana Street, Suite 22002C, Houston, TX 77002
Phone: 713.537.5278
Victoria.Benoit@nrg.com

Victoria Benoit leads offer pricing and revenue management for the Green Mountain, Stream, and XOOM brands for NRG's retail business in Texas and the Northeast. In her role, she ensures that our go-to-market strategies deliver on our brand and corporate goals. Additionally, she is responsible for special projects such as the valuation of companies being considered for Mergers and Acquisitions. Victoria has 20 years of experience in the retail energy industry, including roles in customer operations, IT project management, and financial planning and analysis. Prior to her current role at NRG, she served in financial analyst roles for Direct Energy and Enron Corp. Victoria holds a BS in Commerce from the University of Virginia.

Rebecca Emrick, Director of Marketing, Green Mountain Energy
910 Louisiana Street, Houston, Texas 77002
Phone: 713.537.2066
Rebecca.Emrick@nrg.com

Rebecca leads a team responsible for brand strategy, marketing execution, customer communications, digital engagement, creative development and sales-related collateral. She has served in multiple capacities during her marketing career, including developing mass media campaigns, which consisted of television, radio and billboard promotions, and creating customer communications and touch points for acquisition and retention. Rebecca has led teams to re-engineer creative formats, which resulted in increased response rates, a streamlined development process and an increase in team productivity. It's with her support and guidance that her teams have produced multiple award-winning communications recognized by marketing experts. Rebecca's leadership in marketing communications spans many segments over many years. She has served a variety of audiences in the B2B and B2C worlds throughout the deregulated energy industry, insurance business and financial services industry. She also sits on the board of the Green Mountain Sun Club, a nonprofit program that supports solar and sustainability projects for nonprofit organizations. Rebecca earned her bachelor's degree in public relations from Texas Tech University.

Bill Clayton, Vice-President – Customer Care & Retention Sales
910 Louisiana Street, Suite 20000B, Houston Texas 77002
Phone: 713.537.3333
William.Clayton@NRG.com

Bill Clayton leads Customer Care and Retention Sales for NRG's retail business in Texas and the Northeast. In this role, Mr. Clayton oversees the company's engagement centers and mid-office operations for residential and small commercial customers. With over three decades of experience, Bill has in-depth knowledge of utilities and retail electric industries. Bill has managed specialized consumer programs and has held various roles within residential load management, field operations, retail marketing, community marketing, program development and retail operations. Bill graduated summa cum laude from Abilene Christian University with a bachelor's degree in Political Science.

Attachment Q to Appendix A

Attachment Q to Appendix A

(C-1). Submit as Attachment "Q" the applicant must submit the following audited financial information for the most recent two years that the Applicant has been in business: balance sheets, income statements, cash flow statements, and other financial information evidencing financial resources.

Response: Green Mountain Energy Company does not prepare audited financial statements, but is included in the financial statements of NRG Energy, Inc., its ultimate parent company. NRG Energy, Inc.'s most recent financial statements can be found here: www.nrg.com/sec

Attachment S to Appendix A

Attachment S to Appendix A

(D-1). Submit as Attachment "S":

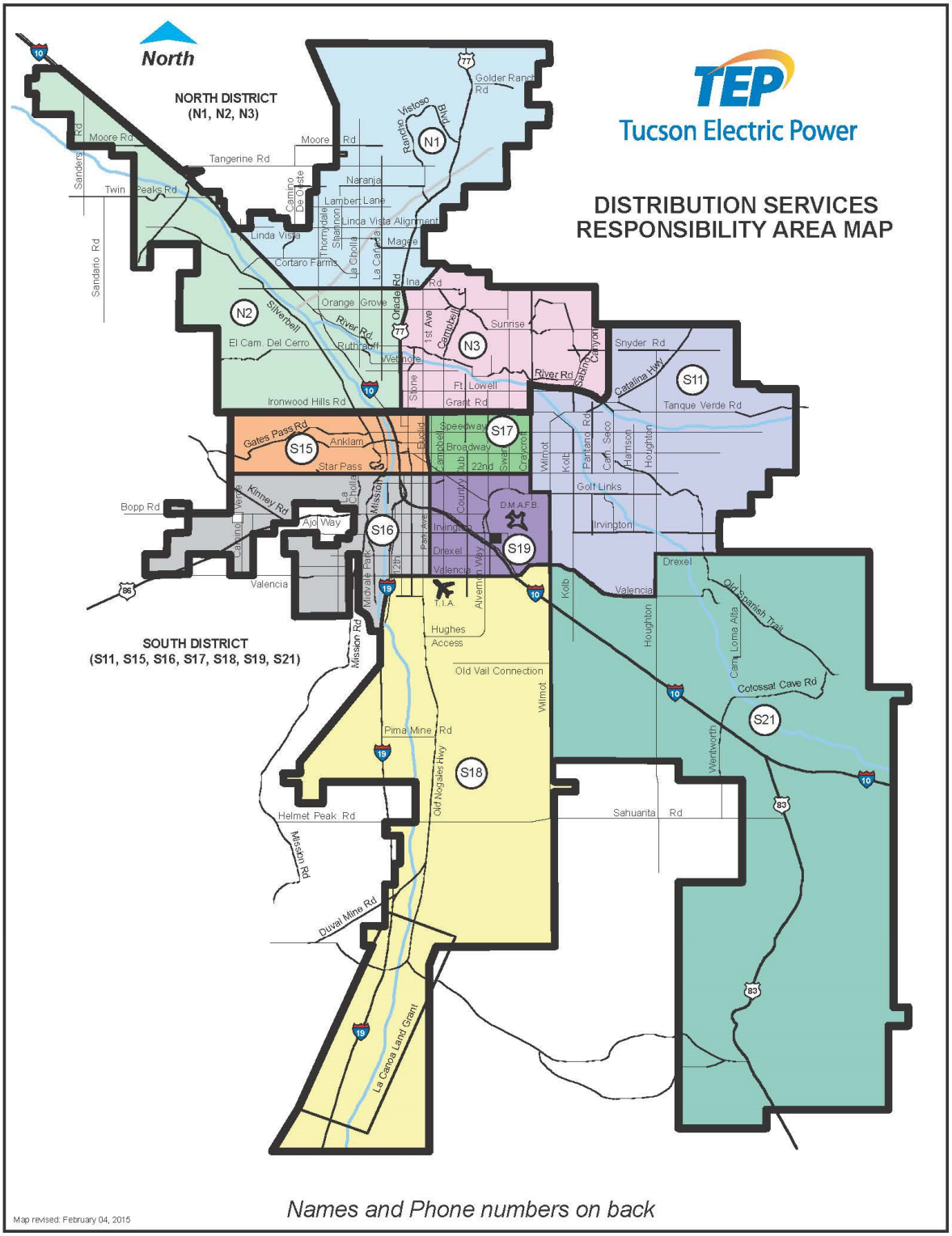
(1) The name, address, and telephone number of the Applicant's customer complaint contact person;

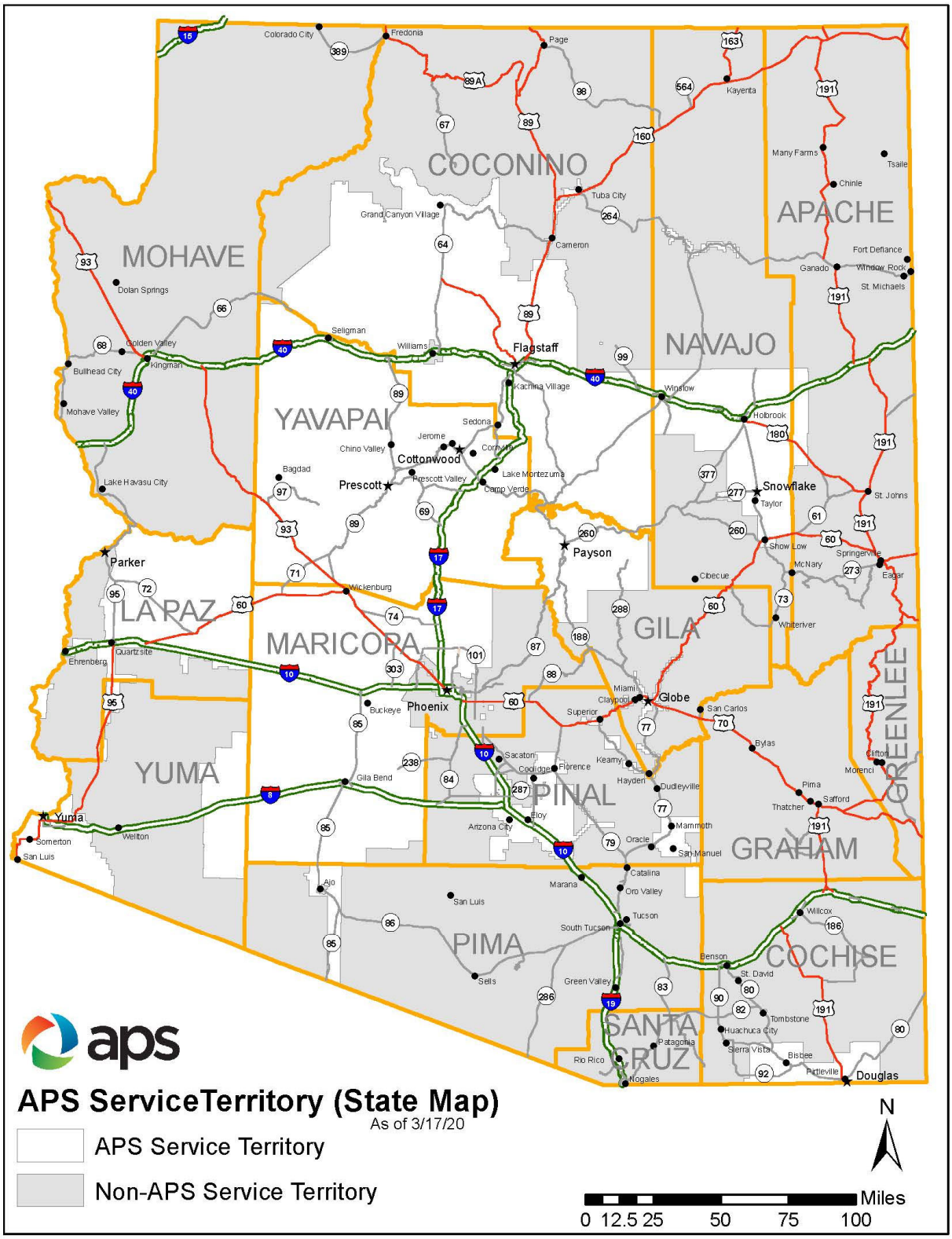
Response: Spencer Halstead, Customer Support Supervisor
3711 Market Street, Suite 1000, Philadelphia, PA 19104
267-295-5789
greenmountaincomplaints@nrg.com

(2) An explanation of the Applicant's plan to ensure that the electric service provided to its customers will not be interrupted in the event that the Applicant fails to provide the competitive services set forth in its application.

Response: Green Mountain Energy Company ("GME") leverages the operational resources of its parent NRG Energy, Inc. as well as the company's in- house commercial operations and information technology groups to manage the systems, business processes, interfaces, required data inputs and reporting necessary to forecast, schedule, and settle loads. GME has an in-house customer service team to respond to customer inquiries and complaints. Services provided by the call center include handling calls regarding inquiries related to bills, payment arrangements, and other routine matters. The customer service call center is located at the company's headquarters. In addition, as described in the Application submitted herewith, Green Mountain's customers will continue to pay the incumbent utility a Capacity Reserve Charge ensuring that adequate dispatchable resources are available to maintain system reliability.

APPENDIX B


North
TEP
Tucson Electric Power
DISTRICT SERVICES
RESPONSIBILITY AREA MAP
NORTH DISTRICT
(N1, N2, N3)
SOUTH DISTRICT
(S11, S15, S16, S17, S18, S19, S21)
N1
N2
N3
S11
S15
S16
S17
S18
S19
S21
D.M.A.F.B.
T.I.A.
Moore Rd
Tangerine Rd
Twin Peaks Rd
Sanders Rd
Sandario Rd
Naranja
Lambert Lane
Linda Vista
Linda Vista Alignment
Cortaro Farms
Ina Rd
Orange Grove
El Cam. Del Cerro
Ruthrauff
Wetmore
Ironwood Hills Rd
Golder Ranch Rd
Rancho Vistoso Blvd
Orange Rd
1st Ave
Campbell
Sunrise
River Rd
Sabino Canyon
Snyder Rd
Catalina Hwy
Tanque Verde Rd
Ft. Lowell
Grant Rd
Speedway
Broadway
22nd
Gates Pass Rd
Anklam
Star Pass
Euclid
Stone
Silverbell
Craycroft
Wilmot
Kolb
Pantano Rd
Cam. Seco
Harrison
Houghton
Golf Links
Irvington
Drexel
Valencia
Bopp Rd
Kinney Rd
Ajo Way
Cardinal Ave
La Cholla
Mission
Park Ave
Country Club
Irvington
Alvernon Way
Mission Rd
Mitchell Park
Hughes Access
Old Vail Connection
Pima Mine Rd
Old Nogales Hwy
Helmet Peak Rd
Massingale Rd
Duval Mine Rd
La Canoa Land Grant
Sahuarita Rd
Old Spanish Trail
Cam. Loma Alta
Cotossal Cave Rd
Wentworth
Map revised: February 04, 2015
Names and Phone numbers on back


APS ServiceTerritory (State Map)
As of 3/17/20
APS Service Territory
Non-APS Service Territory
N
0 12.5 25 50 75 100
Miles
COCONINO
MOHAVE
YAVAPAI
NAVAJO
APACHE
YUMA
LA PAZ
MARICOPA
PINAL
GILA
GREENLEE
GRAHAM
PIMA
COCHISE
SANTA CRUZ
Flagstaff
Prescott
Cottonwood
Payson
Snowflake
Show Low
Globe
Phoenix
Yuma
Parker
Douglas
Nogales
Tucson
Kingman
Lake Havasu City
Bullhead City
Mohave Valley
Golden Valley
Seligman
Williams
Kachina Village
Winslow
Holbrook
Sedona
Jerome
Chino Valley
Camp Verde
Lake Montezuma
Prescott Valley
Bagdad
Wickenburg
Quartzsite
Ehrenberg
Buckeye
Gila Bend
Somerton
San Luis
Wellton
Arizona City
Eloy
Casa Grande
Coolidge
Florence
Sacaton
Kearny
Hayden
Winkelman
Dudleyville
Superior
Miami
Claypool
San Carlos
Bylas
Peridot
Clifton
Morenci
Pima
Safford
Thatcher
Mammoth
San Manuel
Oracle
Catalina
Oro Valley
Marana
Ajo
South Tucson
Benson
St. David
Willcox
Sells
Green Valley
Tombstone
Huachuca City
Sierra Vista
Bisbee
Patagonia
Rio Rico
Pirtleville
Cibecue
McNary
Springerville
Eagar
St. Johns
Taylor
Whiteriver
Ganado
Fort Defiance
Window Rock
St. Michaels
Many Farms
Chinle
Tsaile
Kayenta
Tuba City
Cameron
Grand Canyon Village
Page
Fredonia
Colorado City