



June 24, 2011

RECEIVED

JUN 24 2011

Pennsylvania Public Utilities Commission
ATTN: Secretary
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

A-2009-2112095

RE: Renewal Application for KEMA, Inc. as a Conservation Service Provider

To Whom It May Concern:

Enclosed please find the following:

- Check # 2017110 for \$25.00
- Original Renewal Registration Application
- Signed and Notarized Affidavit
- Tax Certification Statement
- Required documentation attached to application:
 - o DOS Filings
 - o Annual Report Excerpts
 - o Insurance Documentation
 - o Resumes of Key Personnel
- Copy of the Renewal Registration Application
- CD containing a PDF copy of the entire application package

Please feel free to contact me with any questions. My contact information is below.

Regards,

A handwritten signature in cursive script that reads "Jessica Silvis".

Jessica Silvis
Legal Administrative Assistant

O: 781.418.5803

F: 781.229.4867

E: jessica.silvis@kema.com

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of **KEMA, Inc.** for registration as a Conservation Service Provider ("CSP") in the Commonwealth of Pennsylvania.

To the Pennsylvania Public Utility Commission:

1. **IDENTITY OF THE APPLICANT:** The legal name, address, telephone number, FAX number and email address of the Applicant are:

KEMA, Inc.
67 Bedford Street, Suite 201 East
Burlington, MA 01803

(P) 781-418-5818 (direct) or 781-273-5700 (main)
(F) 781-229-4867 (E) Shawn.intorcio@kema.com

Please identify any predecessor(s) of the Applicant and provide other names under which the Applicant has operated as a CSP within the preceding five (5) years, including name, address, and telephone number.
None

2. **CONTACT PERSON:** The name, title, address, telephone number, FAX number and email address of the person to whom questions about this Application should be addressed are:

UPDATED:
Shawn Intorcio
67 South Bedford Street, Suite 201 East
Burlington MA 01803

(P) 781-418-5818 (E) Shawn.intorcio@kema.com
(F) 781-229-4867

3. **REGISTERED AGENT:** If the Applicant does not maintain a principal office in the Commonwealth, the required name, address, telephone number and FAX number of the Applicant's Registered Agent in the Commonwealth are:

CT Corporation, Dauphin County
116 Pine Street, Suite 320
Harrisburg, PA, 17101
(P) (215) 563-7750 (F) (215) 563-7771

4. **FICTITIOUS NAME:** (select and complete appropriate statement)

The Applicant will not be using a fictitious name.

5. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:**

The Applicant is a:
 foreign corporation (15 Pa. C.S. §4124)

Provide proof of compliance with appropriate Department of State filing requirements as indicated above. Please attach a copy of the proof of compliance to the Application. Additionally, provide a copy of the Applicant's Articles of Incorporation.

Give name, title, telephone number and address of officers, partners or directors.

Hugo van Nispen, President/Managing Director, Wheaton, IL, 630-480-3434
John Graham, CFO, Senior Vice President, Burlington, MA 781-418-5702
Gary Ciavola, Secretary, Burlington, MA 781-273-5700

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

The Applicant is incorporated in the state of **Virginia**

6. **AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA:**

Affiliate(s) of the Applicant doing business in Pennsylvania as a CSP or an electric distribution company ("EDC") are:

UPDATED:

KEMA Services, Inc.

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

The Applicant is presently doing business in Pennsylvania as a contract energy consultant.

Describe nature of business.

KEMA Inc. recently completed a project for PJM located in Norristown, PA. The work involved the statistical analysis of customer loads to identify baselines for use in PJM market programs.

8. **APPLICANT'S PROPOSED OPERATIONS**

KEMA Inc. provides a wide range of energy efficiency and energy conservation program planning and evaluation services to utilities throughout the United States. We help clients design new programs, identify how best to implement the programs, estimate the impacts of programs, and perform benefit cost analysis. We also evaluate programs (other than those that we implement), which provides us with ongoing opportunities to learn from the full spectrum of program services we offer. Key services we are interested in providing in Pennsylvania are:

- **Marketing Support.**
- **Program Design.**
- **Program Planning**
- **Program Evaluation**
- **M&V**
- **Benefit/ Cost Analysis**
- **Energy Efficiency Technical Analyses**
- **Energy Efficiency Economic Analyses**

9. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix A to this application.

10. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application is currently under investigation for or has been convicted of a crime involving fraud, theft, larceny, deceit, violation of consumer protection law, violation of deceptive trade law or similar activity. Identify all proceedings, by name, subject and citation, dealing with business operations, in the last three (3) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings.

It is not to our knowledge or belief that any of the above listed are occurring.

11. **DELINQUENCY:** State specifically whether the Applicant, an affiliate, or a predecessor of either is currently delinquent with any taxing authority in Pennsylvania.

Not to the best of our knowledge, information, and belief.

12. **BANKRUPTCY:** Identify all bankruptcy or liquidation proceedings for prior three years. Provide a statement as to the resolution or present status of any such proceedings.

None.

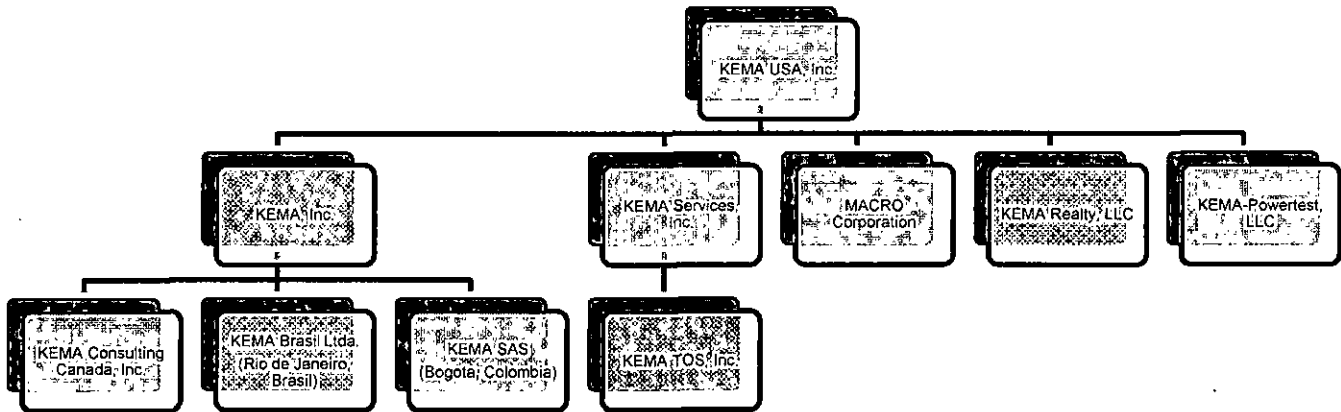
13. **CUSTOMER COMPLAINTS:** Identify all customer complaints filed with a regulatory or prosecutory agency for prior three years. Provide a statement as to the resolution or present status of any complaints.

None to the best of our knowledge, information, and belief.

14. **FINANCIAL RESPONSIBILITY:**

A. Applicant shall provide sufficient information to demonstrate financial responsibility commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- Organizational structure including parent, affiliated or subsidiary companies.



- Published parent company financial and credit information.
See attached for excerpts from 2010 Annual Report
- A description of the types and amounts of insurance carried by Applicant.
See attached 2010-2011 insurance certificate

B. Applicant must provide the following information:

- Identify Applicant's principal officers (owners, executives, partners and/or directors, as appropriate for organizational structure, including names, titles, business addresses, telephone numbers and their professional resumes.

Hugo van Nispen, President/Managing Director, Wheaton, IL , 630- 480-3434
John Graham, CFO, Senior Vice President, Burlington, MA 781-273-5700
Gary Ciavola, Secretary, Burlington, MA 781-273-5700

15. **TECHNICAL FITNESS:** To ensure that the present quality and availability of service provided by electric utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- The identity of the Applicant's management directly responsible for operations, including names, titles, business addresses, telephone numbers and their professional resumes.

UPDATED:

Miriam Goldberg
Senior Vice President, Sustainable Market Strategies
122 West Washington Ave, Suite 1000
Madison, WI 53703
1 (608) 259-9152 x 60211

Kathleen Gaffney
Director, Sustainable Market Strategies
155 Grand Avenue Suite 500
Oakland, CA 94612
1 (510) 891-0446 x 44122

Curt Puckett

2 Hyde Road
Clark Lake, MI 49234
1 (517) 529- 6277

- Copies of any certification(s) or similar documentation that would demonstrate technical fitness, such as membership in a trade association.
Memberships in AESP; ACEE, NEEC Connecticut Chapter, Connecticut Business and Industry Association, American Statistical Association (no documentation for these memberships)

16. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.
Yes.

17. **FEE:** The Applicant has enclosed the appropriate fee:

X For a renewal application the Applicant has enclosed the required fee of \$25 payable to the Commonwealth of Pennsylvania.

Applicant: KEMA, Inc.

By: 

Title: Chief Financial Officer

AFFIDAVIT

Commonwealth of Massachusetts:

ss.

County of Middlesex:

John Graham, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

He is the Chief Financial Officer of KEMA, Inc.;

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

That the Applicant herein KEMA, Inc. has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be registered as a conservation service provider pursuant to Act 129 of 2008.

That the Applicant herein KEMA, Inc. has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein KEMA, Inc. acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

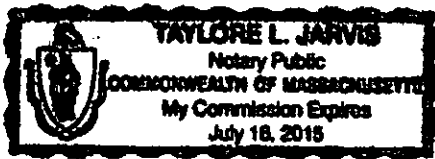
That the Applicant herein KEMA, Inc. acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

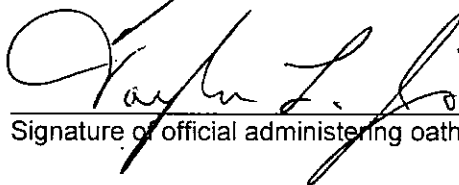
That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.



Signature of Affiant

Sworn and subscribed before me this 23rd day of June, 2011.





Signature of official administering oath

My commission expires 7/16/2015.

APPENDIX A

**COMMONWEALTH OF
PENNSYLVANIA
PUBLIC UTILITY COMMISSION**

**TAX CERTIFICATION
STATEMENT**

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

1. CORPORATE OR APPLICANT NAME KEMA, Inc.	2. BUSINESS PHONE NO. (781) 273-5700 CONTACT PERSON(S) FOR TAX ACCOUNTS: Kathy Anthony
---	--

3. TRADE/FICTITIOUS NAME (IF ANY)

4. LICENSED ADDRESS 67 S. Bedford St., Suite 201E, Burlington, MA 01803	(STREET, RURAL ROUTE, P.O. BOX NO.)	(POST OFFICE)	STATE	(ZIP)
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5. TYPE OF ENTITY SOLE PROPRIETOR PARTNERSHIP CORPORATION

8. LIST OWNER(S), GENERAL PARTNERS, OR CORPORATE OFFICER(S)

NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL)
Hugo van Nispen	_ _ _ - _ _ - _ _ _ _ _
John Graham	_ _ _ - _ _ - _ _ _ _ _
Gary D. Ciavola	_ _ _ - _ _ - _ _ _ _ _
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL)
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL)

9. LIST THE FOLLOWING STATE TAX IDENTIFICATION NUMBERS. **(ALL ITEMS: A, B, AND C MUST BE COMPLETED)**

A. SALES TAX LICENSE (8 DIGITS) APPLICATION PENDING N/A _ _ _ _ - _ _ <input type="checkbox"/> <input checked="" type="checkbox"/>	C. CORPORATE BOX NUMBER (7 DIGITS) APPLICATION PENDING N/A 6 5 3 8 3 0 7 <input type="checkbox"/> <input type="checkbox"/>
B. EMPLOYER ID (EIN) (9 DIGITS) APPLICATION PENDING N/A 5 4 1 0 6 7 9 1 6 <input type="checkbox"/> <input type="checkbox"/>	

10. Do you have PA employees either resident or non-resident? YES NO

11. Do you own any assets or have an office in PA? YES NO

NAME AND PHONE NUMBER OF PERSON(S) RESPONSIBLE FOR FILING TAX RETURNS

PA SALES AND USE TAX <u>Kathy Anthony</u>	EMPLOYER TAXES <u>Sarah DeClement</u> PHONE 781-418-5718	CORPORATE TAXES <u>Kathy Bond</u> PHONE 781-418-5706
--	--	--

You can contact the Pennsylvania Department of Revenue at the following numbers: (717) 787-1064 or TDD# (800) 447-3020 for further information about tax identification numbers.



PENNSYLVANIA
Department of State

Corporations

[Online Services](#) | [Corporations](#) | [Forms](#) | [Contact Corporations](#) | [Business Services](#)

- Search
- By Business Name
- By Business Entity ID
- Verify
- Verify Certification
- Online Orders
- Register for Online Orders
- Order Good Standing
- Order Certified Documents
- Order Business List
- My Images
- Search for Images

Date: 5/13/2011

Current Name: KEMA, Inc.

Available Images	Date	Document	Microfilm Number	Microfilm Start	Microfilm End
Image Not Available	9/9/1991	Creation Filing	9156	693	693
Image Not Available	11/19/1993	Change of Registered Agent	9406	1284	1284
X	5/13/2009	Amendment	145	95	2

[Log In to Order Images](#)



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND,
February 1, 1978

The accompanying articles having been delivered to the State Corporation Commission on behalf of

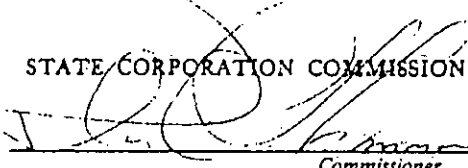
ECC, Inc.

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF INCORPORATION be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the office of the clerk of the Circuit Court of Fairfax County

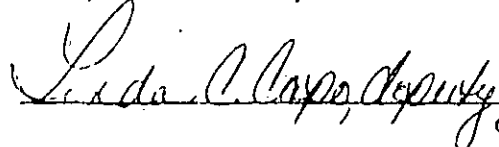
STATE CORPORATION COMMISSION

By 
Commissioner

VIRGINIA:

In the Clerk's Office of the Circuit Court of Fairfax County

The foregoing certificate (including the accompanying articles) has been duly recorded in my office this 17th day of February, 1978 and is now returned to the State Corporation Commission by certified mail.


Clerk

ARTICLES OF INCORPORATION

OF

ECC, INC.

1. NAME. The name of this Corporation shall be ECC, INC.

2. PURPOSE. The purpose of this Corporation is to provide to utilities, industrial, and commercial parties consulting and supervisory services with respect to control systems planning, specification, implementation and commissioning; to provide software services to utility, industrial, and commercial parties, and system vendors; and to provide control systems for real time control and supervision of equipment and systems, processes and other related off-line and study functions; and, further, to engage in any other lawful act or activity for which a corporation organized under the laws of Virginia is permitted.

3. DURATION. The duration of this Corporation shall be perpetual.

4. INITIAL OFFICE AND AGENT. The initial registered agent of the Corporation shall be Glenn J. Sedam, Jr., a resident of Virginia and a member of the Virginia State Bar. The initial registered office of the Corporation shall be in Fairfax County at 7600 Old Springhouse Road, McLean, Virginia, 22101, the business address of the registered agent.

5. AUTHORIZED STOCK. The total number of shares of stock which the Corporation shall have authority to issue is Ten Thousand (10,000) with a par value of Ten Cents (\$.10) per share. All shares shall be common shares with full voting and preemptive rights.

6. INITIAL DIRECTORS. The number of Directors constituting the initial Board of Directors shall be two and the names and addresses of those serving on the initial Board are as follows:

Arthur G. Hoffman
6224 Capella Avenue
Burke, Virginia 22015

Herman Amelink
10411 Huntrace Way
Vienna, Virginia 22180

7. DIRECTORS AND OFFICERS AS INTERESTED PARTIES.

In the absence of actual fraud, no contract or other transaction of the Corporation shall be affected by the fact that any of the directors or officers of the Corporation are in any way interested in or connected with any other party to such contract or transaction, or are themselves parties to or interested in such contract or transaction. The fact of membership in the Board of Directors shall not disqualify any director from rendering unusual or special services to the Corporation and any director who may be an officer, agent, or employee of the Corporation and who may as such officer, agent or employee render services to the Corporation otherwise than in his capacity as Director shall not be precluded from receiving compensation appropriate to the value of such services; and, the Board of Directors may in its discretion cause such compensation to be paid or provided. Any and all directors of the Corporation who are so interested in, or so connected with, such other party or such contract or transaction, may be counted in determining the presence of a quorum and may vote at any meeting of the Board of Directors which shall authorize or ratify any such contract or transaction, with like force and effect as if they were not so interested or connected. No ratification by stockholders of any of the aforesaid contracts or transactions shall be necessary to the validity thereof.

8. INDEMNIFICATION OF OFFICERS AND DIRECTORS.

(a) The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether criminal, administrative or investigative (including an action or suit by or in the right of the Corporation to procure a judgment in its favor) by reason of

the fact that he is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another corporation partnership, joint venture, trust, or other enterprise, against judgments, fines, amounts paid in settlement and expenses (including attorney's fees) actually and reasonably incurred by him in connection with such action, suit or proceeding except only in relation to any claim, issue or matter as to which such person shall have finally adjudged to be liable for his gross negligence or willful misconduct. Each such indemnity shall inure to the benefit of the heirs, executors and administrators of such person.

(b) Any indemnity under subsection (a) above shall (unless authorized by a court) be made by the Corporation only as authorized in the specific case upon a determination that the director or officer was not guilty of gross negligence or willful misconduct in the performance of his duty and, in case of settlement, that such settlement was, or if still to be made is, consistent with such indemnity and the best interests of the Corporation. Such determination shall be made by the Board of Directors by a majority vote of a quorum.

We, THE UNDERSIGNED, being each the incorporators herein named, for the purpose of forming a corporation pursuant to the General Corporation Law of the Commonwealth of Virginia, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true and accordingly have hereunder set my hand this 26th day of January, 1978.


ARTHUR G. HOFFMAN


HERMAN AMELINK

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

August 18, 2000

The State Corporation Commission has found the accompanying articles submitted on behalf of
KEMA Consulting, Inc.

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT AND RESTATEMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective August 18, 2000, at 12:48 PM.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

**RESTATED AND AMENDED
ARTICLES OF INCORPORATION
OF
KEMA CONSULTING, INC.**

December 31, 1999

ARTICLE I.

The name of the Corporation is KEMA Consulting, Inc.

ARTICLE II.

The purpose for which the Corporation is formed is to transact any or all lawful business, not required to be specifically stated in these Articles, for which corporations may be incorporated under the Virginia Stock Corporation Act as amended from time to time.

ARTICLE III.

The number of shares that the Corporation will have authority to issue will be 5,000 shares of the par value of \$1.00 each. No holder of shares of any class of the Corporation will have any preemptive or preferential right to purchase or subscribe to (i) any shares of any class of the Corporation, whether now or hereafter authorized; (ii) any warrants, rights, or options to purchase any such shares; or (iii) any securities or obligations convertible into any such shares or into warrants, rights, or options to purchase any such shares.

ARTICLE IV.

The number of Directors constituting the initial Board of Directors will be four (4).

ARTICLE V.

The Corporation (the term "Corporation" as used in this Article will mean this corporation only and no predecessor entity or other legal entity) shall indemnify any individual who is, was, or is threatened to be made a party to a civil, criminal, administrative, investigative or other proceeding (other than a proceeding by or in the right of the Corporation or by or on behalf of its shareholders, or a proceeding in which he or she was adjudged liable on the basis of having improperly received a personal benefit) because such individual is or was a director or officer of the Corporation or of any other legal entity controlled by the Corporation, or is or was a fiduciary of any employee benefit plan established at the direction of the Corporation, against all liabilities and reasonable expenses incurred by him or her on account of the proceeding. Indemnification pursuant to this Article will be subject to the following conditions:

1. if the proceeding relates to the performance of duties by the individual seeking indemnification, such individual must have conducted himself or herself in good faith and had no reasonable cause to believe that his or her conduct was not in the best interests of the legal entity he or she was serving or of its participants, if such legal entity was an employee benefit plan;

2. if the proceeding is a criminal proceeding, the individual seeking indemnification must have no reasonable cause to believe that his or her conduct prior to the initiation of the proceeding was unlawful; and
3. if the proceeding is any other type of proceeding, the individual seeking indemnification, prior to the initiation of the proceeding, must have conducted himself or herself in good faith and had no reasonable cause to believe that his or her conduct was opposed to the best interests of the legal entity such individual was serving or its participants, if such legal entity was an employee benefit plan.

Before any indemnification is paid a determination must be made that indemnification is permissible in the circumstances because the person seeking indemnification has met the standard of conduct set forth above. Such determination must be made in the manner provided by Virginia law for determining that indemnification of a director is permissible.

The rights of each person entitled to indemnification under this Article will inure to the benefit of such person's heirs, executors and administrators. Indemnification pursuant to this Article will not be exclusive of any other right of indemnification to which any person may be entitled, including indemnification pursuant to a valid contract, indemnification by legal entities other than the Corporation and indemnification under policies of insurance purchased and maintained by the Corporation or others. However, no person will be entitled to indemnification by the Corporation to the extent such person is indemnified by another including an insurer.

IN WITNESS WHEREOF, as sole shareholder of the Corporation, I have executed and adopted these Restated and Amended Articles of Incorporation for KEMA Consulting, Inc. on the date hereof.

KEMA-ECC, Inc., Sole Shareholder

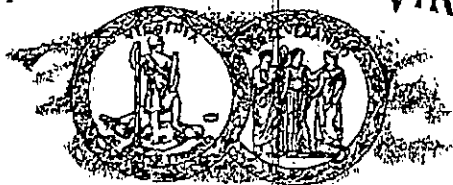
By: 
Herman Amelink, CEO

HULLIHEN WILLIAMS MOORE
CHAIRMAN

CLINTON MILLER
COMMISSIONER

THEODORE V. MORRISON, JR.
COMMISSIONER

COMMONWEALTH OF VIRGINIA



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION

August 18, 2000

IRA BENZION
MCGUIRE WOODS ET AL
1750 TYSONG BLVD STE 1800
MCLEAN, VA 22102-4215

RE: KEMA Consulting, Inc.
ID: 0516426 - 4
DCN: 00-08-03-0083

This is your receipt for \$25.00 covering the fees for filing the following with this office:
articles of restatement

The effective date of the certificate of amendment and restatement is August 18, 2000.

If you have any questions, please call (804) 371-9733.

Sincerely,

A handwritten signature in cursive script that reads "Joel H. Peck".

Joel H. Peck
Clerk of the Commission

AMENACPT
CIS0436

FROM

(MON) 11. 27' 00 12:40/ST. 12:39/NO. 3500000195 P 2

1750 Tysons Boulevard
Suite 1800
McLean, VA 22102-4215
Phone: 703.712.5000
Fax: 703.712.5050
www.mcguirewoods.com

McGUIREWOODS

IRA BENZION
DIRECT DIAL: (703) 712-5396
DIRECT FAX: (703) 712-5293

August 1, 2000

State Corporation Commission
Clerks Office
1300 East Main Street
Richmond, Virginia 23219

KEMA Consulting, Inc.

Dear Sir or Madam:

Please find enclosed for filing the Restated and Amended Articles of Incorporation of KEMA Consulting, Inc (the "Corporation"); which were adopted and approved by written consent of the sole shareholder of the Corporation on December 31, 1999. I have also enclosed a check in the amount of \$25 to cover the filing fee. Please forward evidence of this filing to my attention at the address listed above.

Please do not hesitate to contact me at 703-712-5396 if you have any questions regarding the enclosed.

Sincerely,


Ira Benzion

Enclosure

cc: Jocelyn West Brittin

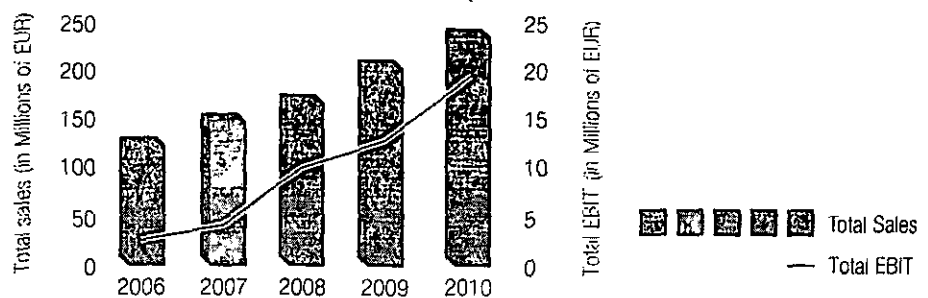
Five-year Financial Summary

Amounts in millions of euros, unless otherwise stated .

	2010	2009	2008	2007	2006
Net sales	245.3	256.2	226.7	200.1	180.5
Value added	200.5	208.2	182.4	161.0	148.0
Net result	18.6	65.8	16.6	11.2	7.5
Normalized earnings before tax	20.1	17.2	16.5	10.9	8.2
Normalized EBT (in % net sales)	8.2%	6.7%	7.3%	5.4%	4.5%
Shareholders' equity	141.0	124.4	64.9	49.6	41.3
Capital invested	79.0	73.7	63.3	47.6	49.4
Average number of FTEs	1,528	1,822	1,648	1,468	1,379
Net return on shareholders' equity	13.2%	52.9%	25.6%	22.6%	18.2%
Normalized net return on shareholders' equity	13.2%	12.2%	25.6%	22.6%	17.7%
Net return on capital invested	23.5%	89.3%	26.2%	23.5%	15.2%
Normalized net return on capital invested	23.5%	20.5%	26.2%	23.5%	14.8%
Group equity in percent of total assets	63.4%	59.3%	49.7%	44.9%	42.8%
Value added per FTE in EUR	131,248	114,266	110,730	109,671	107,305

Note: KEMA Quality consolidated up to October 31, 2009.

Sales and EBIT of KEMA based on current portfolio



KEMA Key Financial Data

Amounts in millions of euros, unless otherwise stated

KEMA key financial data	2010	2009	%
Profit and loss account			
Net sales	245.3	256.2	-4.2%
Value added	200.5	208.2	-3.7%
EBITDA	25.5	23.4	9.3%
EBIT	19.0	17.2	10.8%
EBT	20.1	67.9	-70.4%
Net result	18.6	65.8	-71.8%
Net result before exceptional items	18.6	15.1	23.0%
Based on current portfolio			
Net sales	245.3	207.3	18.5%
EBITDA	25.5	18.2	40.6%
EBT	20.1	13.2	52.8%
Balance Sheet			
Shareholders' equity	141.0	124.4	13.3%
Working capital	25.1	21.2	18.4%
Capital invested	79.0	73.7	7.2%
Net liquidity position	92.1	86.1	7.0%
Cash Flow			
Cash flow from operating activities	17.3	69.8	--
Cash flow from investment activities	-7.3	-18.8	--
Cash flow from financing activities	-5.8	8.6	--
Net cash flow before exchange results	4.2	59.5	--
Personnel			
Average number of employees (FTE)	1,528	1,822	-16.1%
Average (FTE) based on current portfolio	1,528	1,329	15.0%
Number of employees at year-end (FTE)	1,571	1,484	5.9%



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
10/29/2010

PRODUCER CHARTER INSURANCE AND CONSULTING, INC. P O BOX 421159 ATLANTA, GA 30342 404-256-7900 404-256-9257 FAX	467989	THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.
	INSURERS AFFORDING COVERAGE	
INSURED KEMA USA, INC. ONE BURLINGTON BUSINESS CENTER 67 SOUTH BEDFORD STREET SUITE 201 EAST BURLINGTON, MA 01803	INSURER A: HARTFORD INSURANCE GROUP	NAIC.#
	INSURER B: WESTCHESTER FIRE INS. CO. (ACE)	
	INSURER C: NATIONAL UNION FIRE INSURANCE (CHARTIS)	
	INSURER D:	
	INSURER E:	

COVERAGES

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS. LIMITS SHOWN ARE AS REQUESTED

INSR ADD'L LTR	INSRD	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YYYY)	POLICY EXPIRATION DATE (MM/DD/YYYY)	LIMITS
A		GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input checked="" type="checkbox"/> OCCUR <input checked="" type="checkbox"/> contractual GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC	20 UUN ND9695	10/31/10	10/31/11	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 300,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 1,000,000
A		AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input checked="" type="checkbox"/> NON-OWNED AUTOS	20 UUN ND9695	10/31/10	10/31/11	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
		GARAGE LIABILITY <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN EA ACC \$ AUTO ONLY: AGG. \$
C		EXCESS / UMBRELLA LIABILITY <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE DEDUCTIBLE RETENTION \$	BE 35053232	10/31/10	10/31/11	EACH OCCURRENCE \$ 20,000,000 AGGREGATE \$ 20,000,000 \$ \$ \$
A		WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) <input type="checkbox"/> If yes, describe under SPECIAL PROVISIONS below	20 WB GB7691	10/31/10	10/31/11	<input checked="" type="checkbox"/> WC STATU-TORY LIMITS <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
A		OTHER	20 UUN ND9695	10/31/10	10/31/11	\$34,000,000 PROPERTY/PLANT & EQUIP
B		PROPERTY	G21645667 009	10/31/10	10/31/11	\$10,000,000 PER OCC/\$10M AGG
		PROFESSIONAL LIABILITY				

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS
 \$50,000 RETENTION AS RESPECTS TO PROFESSIONAL LIABILITY

CERTIFICATE HOLDER MASTER CERTIFICATE 2010-11 FOR INFORMATION PURPOSES ONLY	CANCELLATION 467989 SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES. AUTHORIZED REPRESENTATIVE
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Property - CC 7 - NAIC #29459 - 20 UUN ND9695
GL - CC 5 - NAIC #29459 - 20 UUN ND9695
Auto - CC 7 - NAIC #29459 - 20 UUN ND9695
WC - CC 1 - NAIC #19682 - 20 WB GB7691
Umbrella - CC 3 - NAIC #19445 - BE 35053232



Miriam L. Goldberg

Profession:	Senior Vice President, Sustainable Market Strategies
Years of Experience:	34
Education:	Ph.D./1982/Statistics/Princeton University M.S.E./1980/Mechanical and Aerospace Engineering/Princeton University B.A./1975/Mathematics/magna cum laude/Harvard University
Years with KEMA:	17

Key Qualifications:

Miriam Goldberg Ph.D. is a leading expert in energy efficiency program evaluation and recently received the *2009 International Energy Program Evaluation Conference (IEPEC) Lifetime Achievement Award* in recognition for her leadership in and contributions to energy-efficiency and demand response programs evaluation. With over 30 years of experience, she has directed studies of a wide range of programs, including commercial/industrial, low-income, general residential, and load management programs. She is an expert in the application of statistical methods to program evaluation, including sample design, surveys, and data analysis. Her expertise covers sampling and estimation, load research, billing data analysis, discrete choice modeling, end-use studies, pricing analysis, and segmentation.

Throughout her career, she has worked extensively on the development of cost-effective approaches to data development, including integration methods for data collection and analysis, to take full advantage of available information. She is currently helping to develop Measurement and Verification Protocols for the Superior Energy Performance program for Industrial facilities. She has conducted methodological assessments for impact evaluation, Demand Response program baselines, and load profiling for market settlement. She authored multiple chapters of the EPRI Guidebook on Nonresidential Program Evaluation. She also was an author of PG&E's Framework for Assessing the Benefits and Costs of Publicly Funded Energy Efficiency Programs, including the public policy rationale for intervention in energy efficiency markets. She has a Ph.D. in Statistics and an M.S. in Mechanical and Aerospace Engineering from Princeton University, as well as a B.A. in Mathematics from Harvard University.

Selected Professional Experience:

- Directed market studies:
 - Oversaw the California Public Utilities Commission Upstream Lighting Program evaluation, including the most comprehensive residential lighting metering study conducted to date, and development of new approaches to net-to-gross estimation for upstream programs.
 - Directed California's statewide Low-Income Needs Assessment, involving 1,500 onsite inspections and household interviews.



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- Directed residential market research for a major utility, including a residential appliance saturation study, technical potential assessment, and end-use load shape development.
 - Contributed to the design of the Energy Information Administration's 2005 Residential Energy Consumption Survey (RECS).
 - Directed a study to estimate lighting technology saturations and energy use by sector, using statistical leveraging techniques and multinomial choice modeling (Department of Energy).
 - Directed development of lighting technology sales shares by state using statistical leveraging techniques and multinomial choice modeling (large manufacturer).
 - Designed a nationally representative onsite study of manufacturing motor use (Department of Energy).
 - Directed a pilot study of alternative frame development and sampling methods for the Commercial Buildings Energy Consumption Survey.
 - Managed the baseline market effects study for the Wisconsin Focus on Energy. This study has supported both program design and program evaluation.
 - Contributed to development of demand-side forecasts for supply procurement filings (Southern California Edison, San Diego Gas and Electric).
 - Managed the development of a research plan for commercial data collection by audit and end-use metering for Entergy. The research plan included a nested sample design, sample selection, and an integrated analysis plan.
 - Directed major methodological studies:
 - Developed baseline protocols for demand response programs (California Energy Commission).
 - Co-authored A Framework for Assessing Costs and Benefits of Publicly Funded Energy Efficiency Programs, a widely read methodological study sponsored by Pacific Gas and Electric Company. The study provides a coherent framework for planning, designing, and evaluating market transformation and other energy efficiency programs.
 - Directed performance assessment of alternative load profiling methods (EPRI).
 - Conducted simulation studies of alternate methods of estimating net-to-gross savings ratios, including discrete choice and self-selection correction methods.
 - Developed integration methods for end-use metering and billing analysis for an EPRI tailored collaborative evaluating commercial rebate programs.
 - Managed or directed impact evaluations:
 - Progress Energy Carolina's Residential Direct Load Control Programs.
 - Focus on Energy Business Programs and Renewable programs.
 - Ontario Power Authority's Residential and Small Commercial Direct Load Control Program.
 - Pacific Gas and Electric Company's Residential Direct Load Control Program.
 - California Public Utilities Commission Upstream Lighting Program.



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- San Diego Gas and Electric's Smart Thermostat and Summer Saver Programs.
 - Alliant Energy's DSM programs.
 - Pacific Gas and Electric Company's residential programs.
 - California's statewide Appliance Recycling Program.
 - Managed persistence studies:
 - Pacific Gas and Electric Company's Residential Appliance Rebate Program.
 - Southern California Edison's Appliance Recycling Program.
 - Directed load research, load profiling, and load forecasting studies:
 - Reviewed load forecast methods of five network companies for Australia's National Electricity Market Management Company (NEMMCO).
 - Directed the development of load profiling procedures and pilot load research studies for the Russian Federation (World Bank).
 - Provided advice, methodological assessments, and drafted rules for load profiling for retail market settlement.
 - Advised utilities and retail suppliers on procedures and positions related to retail electric market settlement systems.
 - Developed methods to assess the hedge value of energy-efficiency programs in the context of supply procurement.
 - Provided rate case support through review and critique of load and revenue forecasts and class load data analysis.

Professional Experience:

KEMA, Madison, Wisconsin: 1992 to Present

Senior Vice President, Sustainable Market Strategies (2003 to present)

Vice President (1998–2003)

Director of Consulting, Central Region (1995–1998)

Principal Consultant (1993–1995)

Senior Manager of Statistical Research (1992–1993)

U.S. Energy Information Administration (EIA), Energy End-Use and Integrated Statistics Division, Washington, DC: 1986 to 1992

Team Leader, Analytic Databases (1990–1992)

- Designed and directed innovative analytic projects to address crucial gaps in EIA consumption data sets. Developed methodology and supervised staff. Advised other teams on sample design, data analysis, and interpretation of statistical results. Worked toward unified approaches across surveys for different sectors. Served on the National Energy Strategy development team, and contributed to specification of key forecasting parameters for the National Energy Model.

Mathematical Statistician (1986–1990)

- Developed and implemented improved methods for design, data collection, and analysis of EIA energy consumption surveys, especially the Commercial Buildings Energy Consumption Survey (CBECS). Served as end-use expert for EIA's commercial and residential demand forecasting models, reviewing details of model formulation and suggesting new approaches.



U.S. Environmental Protection Agency, Office of Water, Washington, DC: 1985 to 1986

Statistician

- Served as statistical consultant with respect to data interpretation and principles for establishing regulatory criteria and guidelines. Developed improved methodological approaches, with explication of issues for nonstatisticians.

University of Wisconsin–Madison, Wisconsin: 1982 to 1985

Principal Investigator, Statistical Laboratory (1984–1985)

- Conducted evaluations of Low-Income Weatherization programs in Wisconsin. Also consulted on various projects at the University and outside.

Lecturer, Department of Statistics (1983–1985)

- Taught introductory statistics motivating understanding of and interest in statistical issues for humanities and social science majors, and for older students in extension school classes.

Research Associate, Mathematics Research Center (1982 – 1984)

- Unrestricted postdoctoral fellowship. Conducted independent statistical research on appropriate accuracy measures for nonlinear models.

Languages:

	<i>Speaking</i>	<i>Reading</i>	<i>Writing</i>
English:	Excellent	Excellent	Excellent
Spanish	Fair	Fair	Fair

Professional Affiliations:

AESP International

Effective: 01/10



Curt D. Puckett

Profession:	Market Issue Leader
Years of Experience:	30
Education:	B.S./1978/Mathematics, Physics and Business Administration/Adrian College University of Michigan (post-graduate work)
Years with KEMA:	19

Key Qualifications:

Mr. Puckett began his career in rates, pricing, load research and demand-side management at Consumers Power Company in 1979. While at Consumers, he was responsible for the design, implementation, administration and analyses of all of Consumers Power Company's load research activities. Mr. Puckett was a key member of the DSM Work Group of the Michigan Electricity Options Study, 1986-87. He was actively involved in the development of the Company's demand-side management and integrated resource planning strategies, presenting expert testimony for the Company on these issues in Case No. U-9172 and Case No. U-8871.

In 1990, Mr. Puckett joined Dr. Roger Wright to form RLW Analytics, Inc. As co-owner of RLW, he blended his practical utility experience with the statistical expertise gained in a 30-year association with Dr. Wright. Over the years, he played a key role advancing RLW's consulting services. As Senior Vice President, Mr. Puckett was responsible for establishing and staffing the East Coast and Midwest offices. In 2005, he was named President and Chief Executive Officer.

During his tenure at RLW, his primary focus was on the design and implementation of utility load research, end-use metering, marketing, and energy efficiency evaluation projects. Mr. Puckett currently serves as the Statistical Analysis and Reporting contractor of NSTAR providing sample design, analysis, and reporting services for the NSTAR energy efficiency evaluations. He was responsible for the Company's Load Research Service Bureau directed at providing design and analysis services to gas and electric utility clients. Recent emphasis in the area of load research project design has been the need to satisfy both the existing regulatory requirements and the anticipated requirements of the deregulated market. In addition, he had been working with RLW's innovative software applications to develop an integrated suite of tools. Utility clients are using these tools to form the basis for a comprehensive interval load data analysis system. Principally, these tools include:

- MBSS, the premiere sample design and interval load analysis software; and
- Visualize-IT, a data visualization tool for analyzing and communicating whole premise and end-use load information

In 2009, KEMA acquired RLW Analytics where Mr. Puckett joined the KEMA organization as a Senior Vice President in the Sustainable Market Strategies group.



Current Professional Experience:

- Alabama Power Company
 - 2007 Analysis of the 2006 Critical Peak Pricing Demonstration Pilot
 - 2007 Design of the Critical Peak Pricing Pilot
 - 1993 Direct Load Control Report, April 1994
 - 1993 Residential Water Heating Study Report, February 1994
 - Residential Direct Load Control Report, August 1993
 - Development of the Marketing Information Project, 5-Year Plan, 1990.
- Alabama Electric Cooperative
 - 2003-2006 Design and Analysis of the Residential End-Use Metering project
 - Developing C&I Load Information, 1998-1999
- Allegheny Power Company
 - 1998-2001 System Electric Load Research Project Design, 1998
- Bangor Hydro-Electric
 - Great Light Switch - residential lighting catalog program,
 - CLIP - C&I lighting retrofit program,
 - Payload - C&I performance contracting and bidding program.
- Consumers Power Company
 - 2007 Developing cost-of-service information for calendar year 2006
 - Independent Review of Gas Meter Sampling Program, 1999
- Central Iowa Power Cooperative
 - Software Suite Development, 1999
 - 1998 System Electric Load Research Study - Residential Results, 1998
 - 1998 System Electric Load Research Study – C&I Results, 1998
 - 1998-2001 Non-Intrusive Appliance Load Monitoring Project, 1998
 - 1998-2001 System Electric Load Research Study Design, 1997
- East Ohio Gas Company
 - 1997-2001 System Gas Load Research Study – First Year Results, 1998
 - 1997-2001 System Gas Load Research Study Design, 1996
- EPRI
 - EGAT Sample Design, Thailand Project, 1999
 - Developing C&I Load Information, Alabama Electric Cooperative, 1998-1999



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- Scoping Study for Commercial Lighting and Energy Efficient Motors Retrofit, Madison Gas & Electric/Northern States Power Wisconsin, 1991.
 - Gas Networks
 - 2007 Analysis of Set-back Thermostats
 - Hawaiian Electric Company
 - 2006 Sample Design and analysis of the Molokai Electric Company
 - 2006 Sample Design and analysis of the Lanai Electric Company
 - 2006 Sample Design and analysis of the Hawaiian Electric Company
 - Kentucky Power Company
 - TEEP Impact Evaluation, 1999
 - Independent Review of Kentucky Power Company's DSM Evaluation Plans, 1996
 - Michigan Consolidated Gas Company
 - 1994-1995 System Gas Load Research Project: Sample Design, 1994
 - 1994-1995 System Gas Load Research Project: Final Report, 1996
 - Minnegasco
 - 2006 Rate Case Forecasting
 - Sample Designs for 1996-2000 System Gas Load Research Project, 1995
 - New York Power Authority
 - 2007 Analysis of the 2006 Governmental Load Research Project
 - 2006 Sample Design for the Governmental Load Research Project
 - 2003-2007 Analysis and Reporting of the Peak Load Management Program
 - New York State Electric and Gas
 - Sample Designs for 1999-2000 System Electric Load Research Project, 1998
 - Niagara Mohawk Power Company
 - Developing Load Information for Key Market Segments and Load Research Sample Augmentation, 1999
 - Sampling Plans, Commercial Building Survey, 1987.
 - Northern Virginia Electric Cooperative
 - Sample Analysis and Reporting on the 2006 System Electric Load Research Project, 2007
 - Updated Sample Designs for 2006-2007 System Electric Load Research Project, 2006
 - Sample Designs for 1999-2000 System Electric Load Research Project, 1998
 - Northeast Utilities
 - Sample Design and Analysis on the System Load Research Project, 2006



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- Impact Evaluation of Energy Action Program (EAP), Program Years 1991, 1992, 1993, Impact Evaluation of Energy Action Program (EAP), Program Years 1991, 1992, 1993, 1994, 1995, 1996, and 1997.
 - Impact Evaluation of Energy Conscious Construction (ECC), Program Years 1991, 1992, 1993, 1994, 1995, 1996.
 - Impact Evaluation of O&M Services Program, Program Years 1996 and 1997.
 - Impact Evaluation of Express Services Program, Program Years 1997 and 1998.
 - Impact Evaluation of EnergyCHECK Program, Program Years 1994, 1995, and 1996.
 - Sample Design and Analyses Plans, 5 Year Conservation & Load Management Impact Evaluation Plan, 1990
 - Northwest Airlines
 - Improving the Information from the Passenger Revenue Accounting System, 1991.
 - NSTAR
 - 2004-2007 Statistical Analysis and Reporting (SAR) Contractor reporting on NSTAR impact evaluation activities
 - Midwest ISO
 - 2006 Developed analytical strategies for looking at gaming of the ISO system by suppliers
 - Old Dominion Electric Cooperative
 - 2007 Line Loss Study for Northern Neck Electric
 - 2006 Meter Sampling Program for Delaware Electric Cooperative
 - 2004-2007 Load Research Analysis and Reporting for the Distribution Cooperatives
 - Sample design and analysis of the ODEC System Load Research project, 2003
 - PJM
 - 2006-2007 Deemed Savings Study for Residential Legacy Direct Load Control AC and WH
 - Public Service of Colorado
 - Residential and Firm Commercial Gas Load Research Project – Sample Design, 1997
 - 1998-2001 Residential and Firm Commercial Gas Load Research Project – First Year Results, 1999
 - Sierra Pacific Power Company
 - 1990-1992 Energy Information Project – end-use metering project directed at understanding the loads of the residential and commercial sectors



Professional Experience:

KEMA, Michigan: January 2009 to Present
Market Issue Leader

RLW Analytics, Inc. (now KEMA): 1987 to December 2009
Founder

Consumers Power Company: 1979 to 1990
Load Research Supervisor

Languages:

	<i>Speaking</i>	<i>Reading</i>	<i>Writing</i>
English:	Excellent	Excellent	Excellent

Professional Affiliations:

DA/DSM Europe: Mr. Puckett served on the conference committee for 1997-1999.

Association of Energy Service Professionals (AESP). Mr. Puckett served three years as a charter member of the ADSMP board of directors

Peak Load Management Alliance (PLMA), Mr. Puckett served two years as a charter member of the PLMA board of directors

Expert Testimony:

Testimony in the areas of demand side management activities



Signature:

I, the undersigned, certify that to the best of my knowledge and belief, the above information correctly describes my qualifications and experience.

Signature

Date

Domestic References:

- | | |
|---|--------------|
| 1. Erin Puryear
ODEC | 804-209-2180 |
| 2. Lorin Molander
Puget Sound Energy | 425-456-2103 |

Effective: 02/09



Kathleen Gaffney

Profession: Director, Sustainable Market Strategies

Years of Experience: 20

Education: M.S./1989/Energy Management and Policy/International Development/University of Pennsylvania
B.A./1987/Economics and International Relations/The American University

Years with KEMA: 10

Key Qualifications:

Kathleen Gaffney provides client management, marketing, and staff supervision in the areas of energy program evaluation, market assessment and program planning, technology assessment, qualitative and quantitative research and analysis, and market data tracking. Ms. Gaffney has been consulting on all aspects of demand-side management projects for over 15 years, and she has an extremely successful track record managing energy program evaluation and market assessment studies in California.

Recently, Ms. Gaffney directed KEMA's evaluation of California's 2006-2008 Upstream Lighting Program. Gross impacts were developed using a combination of methods, including installation rate modeling and analysis, as well as lighting logger and baseline wattage data analysis from over 1,700 sites throughout California. Net savings were developed using multiple methods and data sources ultimately relying on a preponderance of the evidence

Ms. Gaffney has directed KEMA's involvement in the evaluation of upstream lighting programs in California since the mid-1990s. She has also directed KEMA's evaluations of similar programs in the Pacific Northwest, New Mexico, and New Jersey.

Selected Professional Experience:

- Evaluation of programs targeting nonresidential customers, including state-of-the-art education and training programs, prescriptive and custom rebate programs, and upstream distributor and contractor incentive programs.
- Evaluation of high efficiency lighting and consumer appliance programs, including quality HVAC programs and next generation CFL programs.
- Low income needs assessment study for California Public Utilities Commission.
- Household and Commercial Fleet Transportation Fuel Demand Survey for California Energy Commission.
- Market research in support of California demand response programs for the California Energy Commission.
- Conjoint analysis of residential energy efficiency program designs for Pacific Gas & Electric.



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- Assessment of public awareness of and attitudes toward energy efficiency for the California Board for Energy Efficiency.
 - Evaluation of Massachusetts Energy Conservation Service (ECS) Program for the Massachusetts Division of Energy Resources (DOER).
 - Evaluation of Energy Star® awareness campaign for Pacific Gas & Electric.
 - Residential electricity demand assessment and load research program design for World Bank and Ceylon Electricity Board.
 - Development of comprehensive set of marketing materials, sales tools, communication devices, training programs, and support systems for Entergy.
 - DSM evaluation training workshops for Dayton Power & Light.
 - Industrial end-use survey for California investor-owned utilities.
 - Online survey of Key Account customer satisfaction for National Grid.
 - Market research in support of customer education campaign addressing recent changes in the Oregon electric utility industry.
 - Design and evaluation of market transformation programs for Arizona Public Service.
 - Siting of low-level radioactive waste disposal facility for Commonwealth of Pennsylvania.
 - Needs assessment for commercial & industrial waste reduction and recycling clearinghouse services for the New York State Department of Economic Development.

Professional Experience:

KEMA, Oakland, California: 1999 to Present

Director, Sustainable Market Strategies

Senior Principal, Sustainable Market Strategies

- Provides project management, marketing and supervision for staff in the areas of energy efficiency program planning, design, marketing and evaluation, market research design, market assessment, and performance measurement.

Hagler Bailly Services, Palo Alto, California: 1989 to 1999

Manager

- Supported domestic utility consulting practice in the areas of market transformation program design, implementation and evaluation, new product and services design and marketing, market analysis and business case development, general management consulting, and retail services implementation support.

Effective: 01/10



Shawn Duff Intorcio

Profession: Senior Principal Consultant

Years of Experience: 20

Education: Ph.D./1985/ABD in Economics/Concentrations: Econometric and Statistical Modeling, Energy and Regulatory Policy Analyses, and Monetary Policy/Boston College
M.A./1985/Economics/Boston College
B.A./1982/Economics/University of Maine

Years with KEMA: < 1

Key Qualifications:

Shawn Intorcio has over 20 years of experience in energy efficiency, load forecasting, fuel price forecasting and integrated resource planning. She has worked with electric and gas utility clients throughout North American and Europe. Ms. Intorcio specializes in the areas of program design and evaluation, verification and measurement of energy efficiency programs. She has led evaluation studies for National Grid, Orange and Rockland Utilities, NSTAR, Unitil, Northeast Utilities, NiSource, KeySpan, MidAmerican Energy and Consumers Power. In addition, she directed the technical requirements efforts for the design and implementation of energy efficiency tracking data bases for Wisconsin Natural Gas and Consumers Gas (Toronto). Ms. Intorcio has presented and testified before regulatory agencies in South Carolina, Indiana and New York.

Professional Experience:

KEMA, Burlington, Massachusetts: January 2010 to Present
Senior Principal Consultant

Black & Veatch, North Reading, Massachusetts: 2009 to December 2010
Principal – Demand Side Management Practice

Responsible for leading Black & Veatch's DSM evaluation studies, development of fuel switching models and principal investigator on a variety of DSM potential and program design studies. Served as a senior member on Black & Veatch's corporate-wide environmental sustainability effort.

- Developed evaluation, monitor and verification plans for FirstEnergy Ohio and FirstEnergy Pennsylvania. Plans were approved by regulators in each state.
- Managed the process evaluation of state-wide study of Massachusetts' Energy Pay and Save Program.
- Designed customized fuel switching models for British Columbia, Western Electricity Coordinating Council, and the state of Missouri. Models measured both economic and environmental/emission impacts.
- A principal author of Energy Efficiency Program Delivery – A Comparison Study, Institute of Energy Efficiency, March 2010.



IHS Global Insight (formerly Standard & Poor's DRI), Lexington, Massachusetts: 1997 to 2009
Managing Director of Operations (2002-2009)

Served as a member of senior team to establish a stand-alone consulting division within Global Insight. Directed the daily operations of \$18 million and 80+ staff economic consulting division. Monitored and tracked revenue and profitability performance for the division. Managed financial and operational compliance for internal and external audits. Oversaw staff recruitment, training and development.

- Improved division profitability by 20% by establishing new time reporting and project budget procedures.
- Increased staff productivity resulting in double-digit growth in revenue per employee for 5 consecutive years.
- Established European-based consulting group with first year revenue of \$1 million.
- Established and maintained partnerships with third-party vendors representing \$3 to \$5 million in annual incremental revenue.
- Increased staff retention from 50% to 95% by establishing a 3 year career track for entry-level staff.
- Designed and launched a project life-cycle management software tool enabling management to:
 - Track labor and subcontractor costs relative to budget.
 - Track progress and completion of project milestones and client deliverables.
 - Measure expected project profitability in real time.
 - Maximize staff utilization via integrated staff scheduling capability.

Managing Director, Global Energy Products (1999-2001)

Oversaw the preparation and development of Standard and Poor's DRI global energy products with annual revenue of \$5 million. Led a 10 person team located in the U.S. and London. Directed cross-functional group involving marketing, sales, and industry experts to develop and implement a new product development strategy.

- Developed and launched web-based energy demand and fuel price forecasting product that generated \$700k in first year revenue.
- Achieved a 97% client renewal rate during a time of significant market consolidation in the energy industry.
- Experienced industry speaker and author: American Economic Association, International Association of Energy Economics, Standard & Poor's Platts.

Principal, North American Electricity Practice (1997-1999)

Generated \$1 million to \$1.5 million annually in new consulting revenues. Managed project teams of 2-5 employees.

- Grew consulting revenue by 50% in the first year and an additional 25% in the second year.
- Developed state-of-the art wholesale and retail electricity price model.
- Authored numerous multi-client and industry publications on renewable energy, industry deregulation and electricity pricing.



Tellus Institute, Boston, Massachusetts: 1994 to 1997

Senior Project Manager

- Evaluated electricity and gas restructuring and resource plans on behalf of regulatory agencies in 15 states and in Ontario and Quebec. Testified as an expert witness before the Public Utility Commissions in South Carolina and Indiana. Served as the lead technical advisor on energy-efficiency to the Office of Consumer Advocate in Indiana, Vermont, Maryland and Massachusetts. Published and presented papers in the U.S. and Europe on energy resource planning.

Xenergy Inc. (now KEMA), Burlington, Massachusetts: 1990 to 1994

Project Manager

- Designed and evaluated energy-efficiency programs for electric and gas utilities in North America. Directed project teams of ten employees and subcontractors. Managed multi-year projects with budgets of over \$1 million.

Central Maine Power Company, Augusta, Maine: 1986 to 1990

Senior Economist

- Developed a long-run economic resource plan including: evaluation of demand- and supply-side resources, production cost modeling, and integration of long-term fuel and financial forecasts. Provided on-going regulatory support for rate cases and resource filing requirements and was responsible for economic impact studies.

W.R. Grace, Cambridge, Massachusetts: 1985 to 1986

Forecast Analyst

- Implemented a monthly regional sales forecasting model for Grace's commercial and industrial fireproofing product lines. Reported forecast projections and actual product sales to senior management each quarter.

Professional Affiliations:

AESP – since 1990

Expert Testimony:

Ms. Intorcio has presented and testified before regulatory agencies in South Carolina, Indiana and New York.

- Expert Witness in State of South Carolina: Docket 1993-787-G, Integrated Resource Plan for Piedmont Natural Gas Company.
- Niagara Mohawk Power Company (National Grid) – Impact Evaluation of Commercial Lighting Program before the New York State before the New York State Public Utilities Commission (multiple years).
- Niagara Mohawk Power Company (National Grid) – Impact Evaluation of Commercial and Industrial Audit Program before the New York State before the New York State Public Utilities Commission (multiple years).
- Orange and Rockland Utilities (ConEdison) – Impact and Process Evaluation of Commercial Energy Efficiency Programs before the New York State Public Utilities Commission (multiple years).



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- Impact and Process Evaluation of Indiana's Statewide Low-Income Weatherization Program before Indiana Public Utilities Commission and the Office of Consumer Advocate.

Professional Publications:

- Implementing Energy Efficiency Program Delivery Comparison Study*, Edison Electric Institute, 2010.
- Demand Destruction: The Impact of Rising Natural Gas Prices – 2003-2025*, Global Insight, Inc., 2003.
- Accession to Power – Strategies for the 21st Century*, McGraw Hill Publications, 2000.
- Investment Opportunities*, WorldPower 2000.
- Ohio Home Weatherization Program: An Independent Evaluation*, Office of Consumer Advocate of Ohio, 1998.
- Knowing the Risks and Opportunities in the Global Electric Generation Market*, World Energy Congress, October 1998.
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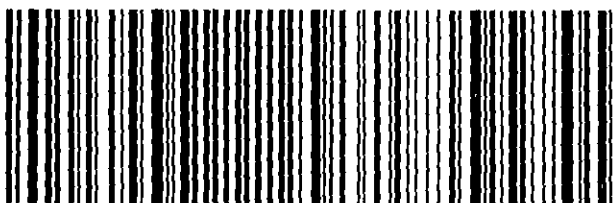
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