



Control Number: 26280



Item Number: 1014

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ANNUAL REPORT FORM FOR AGGREGATORS 2016 AUG 26 PM 3:38
FOR REPORTING PERIOD OF July 1, 2015, to June 30, 2016
FOR AGGREGATOR REGISTRATION NO. 80086 PUBLIC UTILITY COMMISSION
FILED IN **PROJECT NO. 26280**, *Aggregator Annual Reports* FILING CLERK

Part A: General Information

Part A is applicable to all Aggregators operating in the State of Texas.

1. **Aggregator Names:** Provide the Aggregator's legal name under which it is registered with the Commission, as well as any other trade or commercial names under which the Aggregator provides services.

Legal Name:
HPG Energy, L.P.

Trade Names:
HealthTrust Purchasing Group
CoreTrust Purchasing Group

2. **Contact Person for this Annual Report:** Provide name, title, address, telephone number, facsimile transmission number, and e-mail address.

Jasmine Smith
HealthTrust Purchasing Group, LP

155 Franklin Rd, Ste 400
Brentwood, TN 37027
Ph (615) 344-3924; Fax (855) 459-6508
jasmine.smith@healthtrustpg.com

3. **Aggregator Classification.** Under which classifications is the Aggregator currently registered: *Class I, Class II.A, Class II.B, Class II.C, and/or Class II.D?*

Class I

4. **Scope of Registration.** If a Class I, Class II.A, or Class II.D, did the Aggregator register pursuant to §25.111(f)(1), the *Standard Registration* allowing aggregation of customers of any size, or pursuant to §25.111(f)(2), the *Alternative Limited Registration* (limited to customers contracting for 250 kilowatts peak demand)?

Standard Registration.

5. **Activity with Customers.** Which of the following statements describe the Aggregator, the services it performs, and the customers it serves? (List all that are applicable: 5.a, 5.b, 5.c, 5.d, and/or 5.e). If more than one of these statements apply, explain how the Aggregator separates and distinguishes each activity from the other(s) to ensure compliance with § 25.111(d), which specifies different operational parameters for each class of aggregator.

A person that aggregates private customers.

6. **REP Affiliation.** Identify any relationship(s) that the Aggregator has with REPs. [25.111(b), (f)(1)(K), and (k)]

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There is no affiliation between the Aggregator and a REP.

7. **Registration Changes:** Have there been any changes since the Aggregator's last Annual Report in the information registered with the Commission? If yes, provide the date and project number under which each change was filed with the Commission and briefly describe the change(s). In addition, list any pending proceedings pertaining to the Aggregator's registration.

An updated list of HealthTrust Officers and Directors/Managers, along with key technical staff resumes, is included in Exhibit 1.

Part B: Technical and Customer Protection Information

Class I, II.A and II.D Aggregators must answer *only* Questions 1-10. Class II.B Aggregators must answer *only* Questions 11-15. Class II.C Aggregators must answer *only* Questions 16-20.

Class I, II.A and Class II.D Aggregators:

1. **Aggregation Information.** Complete the **attached Chart A—Aggregation Information**, concerning customer types, contracted REPs, and compensation sources for each aggregation performed by the Aggregator. [§§25.111(f)(1)(F) and (M)]

See attachment, Chart A.

2. **Marketing Policies and Practices.**

- a. Without supplying actual marketing materials, provide a summary explanation of the Aggregator's marketing policies and procedures utilized to obtain customer load. Include mention of how and when the Aggregator discloses its compensation sources in relation to executing contracts and, if compensation is rebated from the REP, whether and how that compensation is reflected on the customer's retail electric bill from the REP. [§25.111(b) and (i)(2) and 25.474]

Members of the HealthTrust and CoreTrust group purchasing programs are eligible to participate in the HPG Energy, L.P. aggregation group. HealthTrust negotiates contracts with the nation's leading suppliers to the health care industry to provide member facilities with high quality supplies and services at competitive prices. Its subsidiary HPG Energy, LP negotiates natural gas and electricity supply agreements for members of the HealthTrust and CoreTrust group purchasing programs with locations in Texas. Each member executes a Master Energy Sales Agreement and an individual Transaction Agreement (Sales Confirmation) with each energy supplier to gain access to such supply.

HPG Energy, L.P. discloses its aggregator fee in the Master Energy Sales Agreement, which is executed by the participating member and the REP.

The REP collects the aggregator fee from each participating member and in turn the REP forwards the fee to HPG Energy, L.P. The fee is included within the retail price paid to the REP by the participating member.

- b. List any and all Internet addresses used by the Aggregator or its third party contractor or marketing agent to market or solicit or obtain aggregated load and/or to provide aggregation services. [§§25.111(b) and (i)(2) and 25.474]

The Aggregator uses the HealthTrust website to provide information on and market its energy contracting services. The website address is <http://healthtrustpg.com/supply-chain/group-purchasing/>

- c. If the Aggregator contracted with or relied on a third party and/or marketing agent to obtain aggregated customer load or to otherwise provide aggregation services, list each person or company's name, contact person, physical address, telephone number, and date of contract. [§§25.111(b) and (i)(2) and 25.474]

The Aggregator does not use third parties or marketing agents to obtain aggregated customer load or to otherwise provide aggregation services.

3. **Licensure Status.** Has the Aggregator had any registration/license/permit suspended or revoked in any state or by a federal authority? If yes, provide the (a) action type, (b) docket/citation number, (c) court/agency, and (d) final disposition. [§25.111(j)(6)] .

The Aggregator has not had any registrations/licenses/permits suspended or revoked in any state or by any federal authority.

4. **Complaint History.** Provide a summary of complaints filed since the last report against the Aggregator or against any affiliates of the Aggregator that provide utility-related services with any state or federal regulatory agency in states other than Texas, including (a) Aggregator or affiliate name, (b) regulatory agency, (c) total number of complaints, and (d) complaint types (e.g., customer service, unauthorized change of utility, unauthorized charge). [§§25.111(f)(1)(Q) and (i)(2)]

No complaints have been filed against the Aggregator or its affiliates with respect to any state or federal regulatory agency in other states.

5. **Legal Disclosures.** Since the last report, has the Aggregator or its principals, officers or directors been (1) convicted or found liable for fraud, theft, larceny, deceit, or violations of any customer protection or deceptive trade laws in any state, (2) convicted for violation of any state or federal criminal laws, (3) found liable for violation of any state or federal civil laws, or (4) penalized by any attorney general, state or federal regulatory agency? If yes, provide the (a) violation type, (b) docket/citation number, (c) court/agency, and (d) final disposition including penalty assessed. [§§25.111(f)(1)(O) and (j)(7)]

Neither the Aggregator nor its principals, officers or directors have been (1) convicted or found liable for fraud, theft, larceny, deceit, or violations of any customer protection or deceptive trade laws in any state, (2) convicted for violation of any state or federal criminal laws, (3) found liable for violation of any state or federal civil laws, or (4) penalized by any attorney general, state or federal regulatory agency.

6. **Other Registrations.** For Aggregators whose legal structure requires registration with the Texas Comptroller of Public Accounts or with the Texas Office of the Secretary of State (SOS): List and explain any instances where the Aggregator was "not in good standing" with the Comptroller's office or any instances where the Aggregator failed to maintain "active status" with the SOS. Include explanation of any corrective action taken. [§25.111(f)(1)(G)-(H)]

The Aggregator has maintained "good standing" with the Texas Comptroller's office and has maintained "active status" with the Texas SOS.

7. **Landlord-Tenant Arrangements.** Have any aggregations during the reporting period involved agreements between the Aggregator and property owners/managers for energy services to their tenants? If yes, explain the relationship and state how the tenant's independent choice of electricity provider is preserved by the arrangement. Include all supporting documentation.

The Aggregator has agreements with commercial property managers to procure retail electric supply for the tenants of those properties. In those cases, the retail electric service is procured by the Aggregator on behalf of the property owner pursuant to the owner's obligations to the tenant under an underlying lease agreement where the monthly rent paid by the tenant includes the provision of utility service. Thus, the provision of electric service by the Aggregator in no way affects any rights the tenants might otherwise have to make an independent choice of electric provider.

8. **Billing Agent.** Does the Aggregator function as a billing agent for any REP (that is, does the Aggregator process the REP's billings for energy services to its retail customers)? If yes, list the REPs for which the Aggregator serves as a billing agent.

The Aggregator does not serve as a billing agent for any REP.

9. **Locations Served.** List each zip code and census tract in which at least one customer is served by a REP via a contract that was negotiated by the Aggregator.

See attachment, Chart B.

10. **Estimated Savings.** Provide an estimate of the total annual savings achieved by the Aggregator for retail electric customers in relation to (1) the Price to Beat and (2) the amounts paid in 2001. Explain the assumptions and methods used in the calculation

See attachment, Chart C.

Class II.B (Political Subdivision Corporation) Aggregators: N/A.

11. **Membership List.** List the municipalities and/or other political subdivisions currently represented by the political subdivision corporation.
12. **List of REPs.** List each REP with which the political subdivision corporation has contracted to provide energy services for the public facilities of two or more of its members.

13. **Locations Served:** List the zip codes and census tracts included in the boundaries of the member political subdivisions that are served with electricity by function of the Aggregator.
14. **Estimated Savings.** Provide an estimate of the total annual savings achieved by the Aggregator for its member political subdivisions in relation to (1) the Price to Beat and (2) the amounts paid in 2001. Explain the assumptions and methods used in the calculation.
15. **Taking Title.** Does the Class II.B Aggregator take title to electricity? If yes, list the business names under which the Aggregator resold electricity.

Class II.C Aggregators (*Political Subdivisions Conducting Citizen Aggregation*): N/A

16. **Participation Level.** How many residents were participating in the Aggregator's citizen aggregation program as of the end of the reporting period (last June 30)?
17. **Subcontracting the Administration.** Has the Aggregator contracted with a third party or another aggregator for the administration of its aggregation of electricity and energy services purchased for its requesting citizens, pursuant to Local Government Code § 304.002(b)? If yes, provide the third party administrator's name, address, telephone number and, if also an aggregator, its Commission registration number. [§§25.111(d)(4)(B)(C) and (e)(8); LGC §304.002]
18. **Verification of Customer Request.** Has the Aggregator obtained and maintained on file verifiable documentation that the citizens who participated in the aggregation expressly, knowingly, and voluntarily elected to participate in the Aggregator's citizen aggregation program? If yes, provide a copy of the consent form used for signature, script used for audio verification, or any other verification documentation. [§§25.111(d)(4)(D) & (e)(8)].
19. **Locations Served:** List each zip code and census tract in which at least one resident participates in the Aggregator's citizen aggregation program.
20. **Estimated Savings.** Provide an estimate of the total annual savings achieved by the Aggregator for residential customers that participate in the Aggregator's citizen aggregation program in relation to (1) the Price to Beat and (2) the amounts paid in 2001. Explain the assumptions and methods used in the calculation.

Part C: Financial Information

Part C is applicable only to Class 1, Class II.A and Class II.D Aggregators. Aggregators that are not registered under one or more of these Classes do not need to complete *Part C*, and should proceed to the Affidavit.

Questions in *Part C* refer to the most recent July-to-June reporting period, as well as to any subsequent time for which information relating to these questions is reasonably known and available to the Aggregator. The Commission anticipates that the supporting documentation for the Aggregator's responses to Questions Nos. 4.a.i and 5.b are proprietary in nature.

Questions Applicable to All Class I, II.A and II.D Aggregators:

1. **Financial Integrity.** Has the Aggregator sought bankruptcy protection, become insolvent, or otherwise has been unable to meet its financial obligations on a reasonable and timely basis? If yes, explain, including any corrective action. [§25.111(j)(5).]

The Aggregator has not sought bankruptcy protection, become insolvent, or otherwise been unable to meet its financial obligations on a reasonable and timely basis.

2. **Customer Prepayments.** Has the Aggregator taken any deposits or other advance payments from electricity customers?

The Aggregator takes no deposits or advance payments from members.

If yes, provide the following:

- a. A descriptive list of the kinds of services for which the prepayments were taken by the Aggregator; and
 - b. The project number of the proceeding in which the Aggregator obtained Commission approval to take prepayments (that is, the initial registration or any subsequent amendment; if none, explain).
3. **Ongoing Status.** To the best of its knowledge, is the Aggregator aware of anything else, or does it anticipate any potential events before the next report, including anything related to prepayments if applicable, which would be pertinent to its future financial integrity as an Aggregator operating in the State of Texas? If yes, explain.

The Aggregator is not aware of any future events that could adversely impact its financial integrity.

Questions Applicable Only to Aggregators Who Take Prepayments: N/A

An Aggregator taking customer prepayments in Texas must respond to either Question 4, if it is registered pursuant the Standard Registration, or Question 5, if it is registered pursuant to the Alternative Limited Registration. The term "customer prepayments" is used here to include both the "customer deposits" and "other advance payments" specified in § 25.111.

4. **Standard Registrants.** Is the Aggregator taking customer prepayments pursuant to §25.111(g)(1), Standard Financial Qualifications? If yes, answer the following questions:

- a. **Financial Qualifications.** Depending on the financial method that the Aggregator uses to meet its Standard Financial Qualifications, respond to either alternative, I or II, below: [§25.111(g)(1)(A)-(D)]

- I. **Financial Evidence.** Provide a detailed description of the financial evidence used. [§25.111(g)(1)(A)] In addition, provide the highest amount of customer prepayments received in any month, as well as the December amount if different. Also, provide independent, third party verification of the amount of cash resources available during those months.

If during any month, the Aggregator *either* failed to maintain an excess of cash resources over customer prepayments, *or* the Aggregator ever reduced the

level of financial resource support for its prepayments, provide these customer prepayments and cash resources for every month.

II. Investment Grade Credit. Provide independent, third-party verification of that 'credit rating. [§25.111(g)(1)(D).]

If the amount of financial resources subject to the investment grade rating is limited, the Aggregator must provide the highest amount of customer prepayments received in any months, as well as the December amount if different. If during any month, the Aggregator failed to maintain a financial resource limitation exceeding customer prepayments, provide the data for every month.

- b. **Financial Records.** Does the Aggregator maintain detailed financial records of its customer prepayments on an ongoing basis? (These customer records may be inspected by the Commission on request.) If not, explain this deficiency. [§25.111(i)(7)(A).]
 - c. **Ninety-Day Affidavit.** Has the Aggregator filed the sworn affidavit, demonstrating compliance with its financial requirements, which is required within 90 days of receiving the first payment for aggregation services? If yes, provide a copy of the affidavit that identifies the date it was filed. If no, explain. [§25.111(i)(7)(B).]
 - d. **External Notice.** Has the Aggregator relied on an external party, either directly or indirectly, for the financial resources needed to meet its standard financial qualification? If yes, provide evidence that a copy of the Aggregator Rule has been provided to such party, pursuant to §25.111(g)(1)(E). If no notification had been provided, explain.
 - e. **Changing Evidence.** Since the last report, has the Aggregator changed the kind of evidence used to meet its financial qualification? If yes, provide the project number(s) for the amendment proceeding(s) that made this change in the Aggregator's registration. If the financial evidence has changed without an amendment process, explain.
5. **Limited Registrants.** Is the Aggregator taking prepayments under the authority of §25.111(g)(2), the Alternative Financial Qualifications for Limited Registration (limiting business only to customers who contract for 250 kilowatts or more of peak demand electricity)? If yes, answer the following questions:
- a. **Notarized Affidavit.** Has the Aggregator obtained and maintained on file notarized affidavits from each customer stating that the Aggregator does not need to establish the cash and other financial resources otherwise needed to protect customer prepayments? If no, explain. (These affidavits may be inspected by the Commission on request.) [§25.111(g)(2)(A).]
 - b. **Customer Registry.** Provide a list of the Aggregator's customers, including their full names, addresses and telephone numbers. (These customers may be contacted by the Commission.)

AFFIDAVIT

STATE OF TENNESSEE §
COUNTY OF DAVIDSON §

1. My name is **Edward T. Jones**. I am Senior Vice-President of HPGLP, LLC, the general partner for HPG Energy, L.P., both wholly owned by HPG Enterprises, LLC, the general partner for HealthTrust Purchasing Group, L.P., and the Chief Executive Officer of HealthTrust Purchasing Group, L.P.

2. I swear and affirm that (check one):

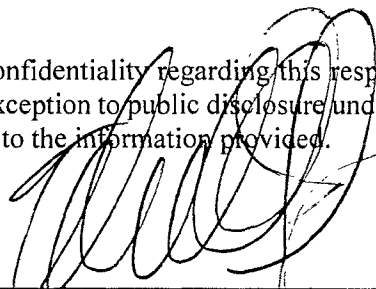
- ☒ I am an owner, partner, or officer of the registering party, which is registering as a Class I, Class II.A, and/or a Class II.D aggregator.
- ☐ I am an owner, partner, or officer of the registering party, which is registering as a Class II.B or Class II.C aggregator.

3. I swear and affirm that I have personal knowledge of the facts stated in this Aggregator Annual Report, that I am competent to testify to them, and that I have the authority to make this Report on behalf of the reporting Aggregator. I further swear or affirm that all of the statements and/or representations made in this Report are true, complete, and correct. I swear or affirm that the reporting Aggregator is not in material violation of any of the requirements of its registration. I swear or affirm that, if any material violation of the requirements of its registration occurred subsequent to the reporting period applicable to this Report, the reporting Aggregator has notified the Commission of same. I swear or affirm that the reporting Aggregator understands and will comply with all requirements of applicable law and rules.

4. I swear and affirm that the Aggregator is not in violation of any customer protection, disclosure requirements, marketing guidelines, and anti-discrimination laws or Commission rules.


5. I swear and affirm that any assertions of confidentiality regarding this response have been made with a good faith belief that an exception to public disclosure under Chapter 552 of the Texas Government Code applies to the information provided.





Signature of Affiant/Responsible Party
Edward T. Jones

SWORN TO AND SUBSCRIBED TO BEFORE ME on
the 25th day of August, 2016.



Notary Public in and for the State of Tennessee

My Commission Expires: July 2, 2018

CHART A—Aggregation Information
Response to Part B, Question No. 1
ANNUAL REPORT for AGGREGATORS
(Applicable only to Class I, II.A, and/or II.D Aggregators)

Legal Name of Aggregator **HPG Energy, L.P.**
Registration Number **80086** Aggregator Class(es) **Class I**

(1) Aggregation Group	(2) Customer Type(s)	(3) Total Number of Customers in Aggregation Group	(4) Aggregator Classification	(5) Retail Electric Provider (REP) Name	(6) REP Certification Number	(7) Compensation Source
HPG Energy, L.P.	Healthcare	89	Class I	GDF Suez Energy Resources NA, Inc. (Apr. 2006 – present)	10053	REP
HPG Energy, L.P.	Healthcare	2	Class I	Nueces Electric Cooperative Retail Division (Sep. 2008 – present)	10166X	REP
HPG Energy, L.P.	Healthcare	9	Class I	NRG Energy Plus (Jan. 2015 – present)	10172	REP
HPG Energy, L.P.	Healthcare	1	Class I	Noble Americas Energy Solutions LLC (Jan, 2015 – present)	10017	REP

CHART B—Locations Served (Page 1 of 2)

Response to Part B, Question No. 9

ANNUAL REPORT for AGGREGATORS*(Applicable only to Class I, II.A, and/or II.D Aggregators)*Legal Name Of Aggregator **HPG Energy, L.P.**Registration Number **80086** Aggregator Class(es) **Class I**

Zip	Census	Zip	Census	Zip	Census	Zip	Census
75019	141.26	75228	84	76262	203.04	77065	5521
75019	141.35	75230	131.01	76501	24.98	77070	5542
75020	3.02	75230	132	76501	202.02	77070	5547
75020	5.01	75231	78.01	76513	202.02	77072	4331
75020	5.02	75231	78.06	76543	221.01	77074	4213
75020	8	75231	78.23	76645	9607	77082	4519
75020	9.01	75240	96.04	76645	9608	77082	4521
75038	143.04	75251	132	76667	9704	77087	3330
75039	141.25	75418	9504.02	76710	24.98	77090	5532
75052	1115.39	75460	5	76801	9502	77092	5205
75057	216.01	75460	7	76801	9508	77338	2501
75057	6623	75460	8	76801	9511	77339	2511
75063	141.1	75460	10	76802	9511	77354	6906.01
75063	141.28	75495	18.03	76878	9507	77375	5554.02
75069	309	75801	9507	76901	17.04	77379	5549.03
75070	306.02	75801	9509	76903	9	77396	2322
75075	316.24	75801	9509.01	76904	13.04	77414	7301
75075	318.03	75831	9501	76904	14	77414	7302
75080	318.04	75860	6	76904	16	77414	7303
75082	320.11	75901	4	76905	8.01	77422	6629
75090	17	75901	9	77002	1000	77465	7306
75092	9.02	75901	9.02	77003	1000	77478	6720
75092	13	75901	11.01	77004	3126	77478	6720.01
75093	216.27	75904	4	77015	2332	77478	6721
75093	316.21	75941	10.01	77015	2523.01	77479	6740
75098	313.03	76010	1229	77024	4305	77494	4213
75110	9702	76014	1115.24	77025	4132	77494	4519.02
75110	9703	76015	1115.24	77030	3131	77504	3214.02
75110	9708	76015	1115.25	77030	3140.01	77504	3235
75119	615	76021	1136.27	77030	3144	77504	3237
75146	167.03	76063	1113.03	77030	4122	77505	3420
75146	168.02	76065	607.02	77030	4133	77511	6611
75146	168.04	76104	1028	77054	3141	77520	2539
75149	177.02	76104	1029	77054	3142	77531	6639
75149	177.04	76109	1054.05	77055	5210	77532	2527
75150	178.14	76132	1055.06	77057	4313.01	77536	3427
75205	194	76177	1139.14	77058	3407	77541	6644
75227	122.07	76180	1132.13	77058	3412.02		

CHART B—Locations Served (Page 2 of 2)

Zip	Census
77546	7202
77566	6632
77566	6633
77566	6634
77584	6606.01
77584	6606.02
77590	7222
77591	7219
77591	7227
77598	3411
77901	4
77901	5.01
77901	5.02
77901	6.01
77901	15.02
77904	5.01
77904	15.02
77904	15.03
78026	9601
78026	9604.02
78026	9606
78040	2
78040	9.01
78040	9.02
78040	16.02
78041	16
78041	16.02
78041	17.06
78041	17.09
78043	16.02
78043	18.11
78045	17.12
78045	17.16
78064	9604.02
78102	9503

Zip	Census
78361	9502
78374	32.03
78410	58.02
78411	21
78411	21.01
78412	32.01
78412	32.04
78413	54.06
78414	32.04
78501	205.01
78501	207.24
78501	210
78501	212.01
78501	212.02
78503	205.02
78503	208.02
78503	212.02
78504	207.21
78504	209.01
78516	205.02
78539	230.02
78539	237
78539	239.02
78572	201.01
78572	203.01
78573	241.06
78582	9501.07
78596	223
78596	224.01
78660	18.5
78660	18.57
78681	205.01
78681	205.04
78728	18.51
78934	7504

Zip	Census
79605	122
79606	127
79606	134.02
79720	9504
79720	9507
79761	15
79830	9502
79830	9503

CHART C—Estimated Savings
Response to Part B, Question No. 10
ANNUAL REPORT for AGGREGATORS
(Applicable only to Class I, II.A, and/or II.D Aggregators)

Legal Name of Aggregator **HPG Energy, L.P.**
 Registration Number **80086** Aggregator Class(es) **Class I**

HPG Energy, L.P. aggregates electric loads for many healthcare entities spread throughout all ERCOT market zones. Our members are served under multiple deal structures that provide varying terms of service and pricing, which support each consumer's business objectives.

The "Price to Beat" utility tariff had served as our benchmark for savings since 2002. Its elimination in 2007 leaves us without a reliable objective measure of the retail commercial market. Although there is no day-ahead or spot market for electricity in Texas, MCPE does provide a glimpse into the dynamic real-time energy balancing market. POLR is another potential benchmark but it clearly does not correlate to the actual retail market.

We will estimate savings from July 2015 to June 2016 based upon a model consumption profile, which is representative of the healthcare facilities in the aggregation group. We will assume the switch date is the start of the July 2014 billing cycle.

Specifications: Acute care hospital of 250,000 square feet, Secondary service > 10kW IDR.

Load Profile:

Month	kWh	kW
Jul-15	762,450	1,320
Aug-15	806,250	1,301
Sep-15	762,450	1,287
Oct-15	704,710	1,278
Nov-15	715,700	1,214
Dec-15	659,850	1,207
Jan-16	646,500	1,265
Feb-16	619,050	1,137
Mar-16	631,800	1,233
Apr-16	703,650	1,140
May-16	789,300	1,343
Jun-16	860,700	1,302

Savings Estimates: In relation to the 2001 utility rates, HPG Energy, L.P.'s customers achieved an estimated savings ranging from +7% to +22%.

In relation to the PTB utility tariffs eliminated as of January 2007, HPG Energy, L.P.'s customers achieved an estimated savings ranging from +43% to +60%.

EXHIBIT 1

PRINCIPAL OFFICERS AS OF JULY 1, 2016

OFFICERS:

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John M. Paul
Vice President & Chief Financial Officer
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Michael Schlosser
Chief Medical Officer
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Kent Petty
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Michael Berryhill
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Jocelyn Bradshaw
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DIRECTORS/MANAGERS:

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TECHNICAL ABILITY AND RESUMES OF KEY TECHNICAL STAFF

HealthTrust's technical ability to provide competitive supplier or electricity broker services is evidenced by the number of years the employees in this section have worked in this industry – a combined total of approximately 100 years in the energy/healthcare industry. A list of key technical personnel involved in HealthTrust's energy-related activities and their resumes are set forth below.

CLIFTON FOSTER

AVP, EnergyTrust

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As the AVP of HealthTrust for HealthTrust, Clifton Foster directs the procurement of natural gas, electricity and related energy services for HealthTrust members. He is also responsible for an annual energy commodity budget of about \$300 million for HCA Inc., d/b/a Hospital Corporation of America. With about 163 hospitals in 20 states and Europe and over \$30 billion in annual revenues, HCA is the nation's largest for-profit healthcare organization.

Clifton has been involved in many facets of the energy industry since the start of his career. Through the years Clifton has worked for a "Fortune 100" Facility Management and Controls Company, a Utility owned Energy Service Company, an independent Energy Services Company, and an independent Energy Consulting Firm, and an Engineering Firm. During his tenure he directed activities including business development, consulting, finance, marketing, and sales in the energy, healthcare, and investment banking industries.

Clifton holds a Bachelor of Science, Mechanical Engineering from The University of Tennessee and a MBA from Owen Graduate School of Management at Vanderbilt University. He is a Certified Energy Procurement Professional with the Association of Energy Engineers.

DAVE MCMILLAN, PE, CEM, CPQ

Director, Electricity Procurement

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As Director, Electricity Procurement, Dave McMillan supports the management of energy costs for HealthTrust members participating in EnergyTrust. HealthTrust energy initiatives include the administration of deregulated electric and natural gas agreements, utility rate studies, evaluation of capital programs, utility negotiations, and the evaluation and implementation of new products and service offerings for HealthTrust participants.

Dave has twenty years of diverse energy industry experience including electrical design and engineering, utility negotiations, and deregulated energy procurement. Prior to joining HealthTrust, he was the energy manager for a Fortune 500 retailer. He also has previous experience working as an engineering design supervisor for an electric generation and transmission cooperative, project manager for utility consulting firm, and director of engineering for an energy service company. Before pursuing his engineering degree, Dave worked offshore for four years in the Gulf of Mexico on a jack-up drilling rig exploring for natural gas and oil. He also received training as an electrician and combat engineer during his ten years of service with the U.S Army Reserve and Alabama National Guard.

Dave received his Bachelor of Science in Engineering from the University of Alabama in Huntsville and his MBA from the University of Alabama. He is a licensed Professional Engineer in the States of Tennessee, Illinois and Georgia. He has been a member of the Institute of Electrical and Electronics Engineers (IEEE) for twenty years and is a senior member of the Association of Energy Engineers.

BILL MILLER

Director, Strategic Account Integration
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Phone: (615) 344-3491

As Director, Strategic Account Integration, Bill Miller supports the management of energy costs for HealthTrust members participating in Energy Trust programs. HealthTrust energy initiatives include the administration of deregulated electric and natural gas agreements, utility rate studies, evaluation of capital programs, utility negotiations, demand response services, utility bill pay services. Bill is also involved with and the evaluation, negotiation and implementation of new procurement and service offerings for HealthTrust participants.

Bill has over twenty-two years of diverse energy industry experience including electrical design and engineering, commodity (energy, metals, and agricultural products) trading, contract negotiations and natural gas and electricity procurement in deregulated markets. Prior to joining HealthTrust, he was the energy manager for a Fortune 500 retailer with a total annual energy spend of over \$900 Million. He also has previous experience in setting up electricity trading desks as well as running the power system operation of an electric utility in the western United States.

Bill received his Bachelor of Science in Electrical Engineering from the University of Utah in Salt Lake City.

ALICIA B. RYE

Director, Natural Gas Procurement
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As Director, Natural Gas Procurement, Alicia Rye is responsible for providing economic analysis to prospective participants, assisting clients in identifying optimum rate schedules, price risk hedging strategies, and generating benchmarking and utility rate analysis for gas accounts. Alicia also develops natural gas RFPs, analyzes results, and makes supplier recommendations to members.

Alicia has over 15 years of diverse utility and governmental experience encompassing regulatory, rate development, and economic development. Her experience proves invaluable in analyzing regulatory and energy information and supporting the HealthTrust membership and their facility management teams with energy analysis and reporting.

Alicia has a MBA from Tennessee Technological University and a B.S. in Business Management from David Lipscomb University. Before joining HealthTrust, she was a Senior Rate Analyst at Atmos Energy Corporation and prior to that was a consulting firm associate engaged in promoting economic, community, and industrial development.