

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

AMEREN ENERGY RESOURCES,)
)
Petitioner,)
)
 v.)
)
ILLINOIS ENVIRONMENTAL)
PROTECTION AGENCY,)
)
Respondent.)

**PCB 12-126
(Variance – Air)**

NOTICE OF FILING

To: ALL PARTIES ON THE ATTACHED SERVICE LIST

PLEASE TAKE NOTICE that we have today electronically filed with the Office of the Clerk of the Illinois Pollution Control Board AER'S RESPONSES TO THE ILLINOIS POLLUTION CONTROL BOARD TECHNICAL UNIT'S QUESTIONS, copies of which are herewith served upon you.



 Amy Antonioli

Dated: July 30, 2012

Renee Cipriano
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BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

AMEREN ENERGY RESOURCES,)	
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Petitioner,)	
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v.)	PCB 12-126
)	(Variance – Air)
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ILLINOIS ENVIRONMENTAL PROTECTION)	
AGENCY,)	
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Respondent.)	

**AER'S RESPONSES TO THE ILLINOIS POLLUTION CONTROL BOARD
TECHNICAL UNIT'S QUESTIONS**

Ameren Energy Resources (“AER” or “Petitioner”) filed its petition for variance from two provisions of the Illinois Multi-Pollutant Standard (“MPS”) for its fleet of seven Illinois energy centers on May 4, 2012 (“Petition”). In the Petition, AER sought relief from Section 225.233(e)(3)(C)(iii) for five years beginning January 1, 2015, and ending December 31, 2019, and relief from Section 225.233(e)(3)(C)(iv) for four years, beginning January 1, 2017, and ending December 31, 2020. 35 Ill. Adm. Code 225.233(e)(3)(C)(iii), and (iv). A hearing in this matter is scheduled for August 1, 2012. In her July 6, 2012 order, Hearing Officer Webb (“Hearing Officer”) included a series of questions on the Petition for AER to answer prior to hearing. Below AER sets out the Hearing Officer’s questions in italics and provides answers immediately following each question.

As a preliminary matter, AER notes that the Illinois Environmental Protection Agency (the “Agency”) filed a neutral recommendation in this proceeding on July 23, 2012 (“Recommendation”). In the Recommendation, the Agency proposes, among other things, an alternative mitigation SO₂ emission rate of 0.35 lb/MMBtu, rather than 0.38 lb/MMBtu, to apply in calendar years 2013 through 2019. AER commits to this revised SO₂ emission rate. As an additional mitigation measure, AER proposes herein that the variance term conclude on January 15, 2020, with the return to compliance with the 0.23 lb/MMBtu beginning on that date rather

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than on December 31, 2020 as proposed by AER in the Petition. The return to compliance with the 0.25 lb/MMBtu rate will begin on the date proposed by AER in its Petition (January 1, 2020). The proposed lower mitigation SO₂ rate during the pendency of the variance relief and reduced variance time period results from discussions between AER and the Agency since the petition was filed on May 4, 2012. AER has determined it can comply with the proposed mitigation SO₂ emission rate during the calendar years of 2013 through 2019 by operating flue gas desulfurization (“FGD”) systems at the Duck Creek and Coffeen Energy Centers at a higher level of control than would otherwise be required or needed to meet regulatory requirements. A 0.35 lb/MMBtu emission rate for SO₂ through calendar year 2019 also commits AER to not operate the Hutsonville and Meredosia Energy Centers during the pendency of the variance. AER addresses each of the Hearing Officer’s questions below in light of the revised mitigation rate presented in the Agency’s recommendation and AER’s agreement to a shortened variance time period.

- 1. PC6 suggests that Ameren Energy Resources (AER) could address two other compliance alternatives: (1) reducing capacity at its plants with higher SO₂ emission rates and (2) seeking financing from its parent company to complete the Newton FGD Project. PC 6 at 4. PC 6 cites to Ameren’s Q4 2011 Earnings Call Transcript (February 23, 2012) where Ameren mentioned “ratchet[ing] down” generation from uncontrolled generating plants as a compliance option should it not install scrubbers at Newton. PC 6 at 5.*

Please comment on the compliance alternatives of curtailing generation and seeking alternative financing.

As conveyed in the Q4 2011 Earnings Call Transcript (February 23, 2012), AER has evaluated a range of compliance alternatives including installing pollution control equipment and curtailing generation. A more complete excerpt from the Q4 2011 Earnings Call Transcript shows AER was not considering “ratcheting down” generation as the likely or best compliance option, but rather that in evaluating ways to comply with the MPS absent the Newton scrubbers, reducing generation was one of many alternatives that required further evaluation.

So, about in that period, we, absent other ways to comply, might need or would need to ratchet down the generation from our uncontrolled generating plants. Which plants would do that, how that might take place, that's all something that we have to assess and examine here over the coming months in terms of again absent the Newton scrubbers, how we would best go about complying.¹

While curtailing generation reduces emissions, it also siphons off AER's sole source of revenues which are derived from the sale of power. Indeed, the de-rating of a unit means less power to sell, less revenue generated, and therefore reduces the amount of cash available to cover AER's fixed operating costs to run the units. In the absence of improved forward power prices, significant curtailment of generation would exacerbate the precarious financial condition of AER in that insufficient cash flow would be generated to cover operating costs. However, AER did evaluate all options and has evaluated whether reducing operations at the Newton, E.D. Edwards, and Joppa Energy Centers is a viable compliance alternative. The evaluation revealed that in order to comply with the proposed MPS SO₂ emission rates, AER would need to lower capacity factors on such units to between 22% and 38%. In such scenarios, fixed operating costs would essentially remain the same because the units are still operating, even as generating levels are reduced. The result is negative cash flow and an inability to fund ongoing operations. In fact, the curtailment of operations puts AER as a whole in greater financial peril than unit shuttering thereby jeopardizing the system's viability and resulting in greater job loss. Operation curtailment was evaluated and is simply not a viable compliance alternative. In this power market and under the regulatory landscape, if relief is not granted AER's only viable option to maintain compliance would be to take one or more energy centers out of operation.²

AER has also explained in the Petition and supporting affidavits why seeking financing to complete the Newton FGD project from a third party or its parent company, Ameren

¹ The Q4 Earnings Call Transcript is viewable at: <http://www.morningstar.com/earnings/36055260-ameren-corp-q4-2011.aspx?qindex=6&pindex=6> (page 6 of the Q&A tab).

² The Coffeen and Duck Creek Energy Centers have wet FGD systems that afford the Company the flexibility to burn a range of coals including higher sulfur coal from the Illinois coal basin. The Newton, Joppa, and E.D. Edwards Energy Centers all burn low sulfur coal as a compliance mechanism.

Corporation, is not feasible.³ First, the debt covenants of Ameren Energy Generating Company (“AEG,” also known as “GENCO” in federal securities filings and third party financial analyses) restrict AEG’s ability to incur additional indebtedness from third-party external sources.⁴ AEG’s bond indenture covenants prohibit it from borrowing additional funds if its interest coverage ratio is less than 2.5 or its leverage ratio is greater than 60%. AEG expects its interest coverage ratio to fall below the minimum level required by the end of 2012 at which time it will no longer be able to borrow additional funds from third-party lenders to complete installation of the Newton FGD system.⁵ Violating these debt covenants is not a viable option.

Second, Ameren Corporation will not financially support the merchant generation companies to the detriment of the parent company or its regulated utilities. AER and AERG are not publicly-registered companies, nor are they rated by credit rating agencies. Accordingly, they have no direct access to public financial markets themselves. The increasing negative view of the merchant generation and its subsidiaries by credit rating agencies, shareholders, current bondholders, and equity research analysts inhibits Ameren Corporation from investing in AER without the risk of severe negative investor reaction that could adversely impact its own credit quality and access to capital.⁶

The Citizens Groups state that AER has not shown that it cannot obtain the funding it needs to comply with the MPS from its parent company, Ameren Corporation.⁷ Specifically, the Citizens Groups refer to an earnings call transcript wherein Ameren Corporation discussed a Put Option Agreement that allows the sale of three natural gas plants by AEG to AmerenEnergy

³ Pet. at 22.

⁴ Refer to Page 4, Fn. 6 and Exh. 6 of the Petition for a more robust explanation of the corporate relationships.

⁵ Pet., Exh. 6, pg. 5.

⁶ Pet., Exh. 5, pg. 7, 10.

⁷ Public Comment (“PC”) #6, pg. 5. In PC#6, the Environmental Law & Policy Center (“ELPC”) filed on behalf of ELPC, the Natural Resources Defense Council, Respiratory Health Association of Metropolitan Chicago, and Sierra Club (collectively, “Citizens Groups”).

Resources Generating Company (“AERG”) for either \$100M or the market price of those gas facilities, whichever is greater. Ameren Corporation has agreed to be the funding source to AERG. This arrangement stems from the extreme liquidity shortages facing AEG and the inability to access credit. Given the likelihood that AEG will be unable to acquire short term debt capacity on its own if and when its credit facilities expire next year, the Put Option Agreement provides some assurance of liquidity. However, proceeds from the Put Option Agreement would be used to support basic operating needs, and not an equity injection that could be used for capital expenditures. The underlying business rationale for the Put Option is that companies could theoretically sell such assets to generate cash. In this sense, if exercised, the Put Option will allow AEG to continue to operate and provide critical time needed for power market conditions to improve before resuming the installation of the FGD system at the Newton Energy Center.⁸ Ameren’s guarantee of the Put Option is much different than a direct investment in AER. The Put Option represents a form of support in that it strengthens AER’s liquidity profile but does not provide direct support of AEG or the Newton scrubber project. Moreover, if the Put Option is exercised, AER’s liquidity “security blanket” is eliminated which alone could result in an adverse reaction by the investment community. Again, much like the operating curtailment alternative, AER would find itself in a worse financial situation than it finds itself today. For all of the reasons set forth in the Petition and supporting affidavits, neither Ameren Corporation nor third party lenders are viable financing alternatives.

2. Ameren’s petition on pages 8 to 10 contains the proposed variance compliance plan. In part, Ameren proposes:

...AER expects to maintain a continuous program of construction at the Newton Energy Center so as to be in a position to have the Newton [Flue Gas Desulfurization (FGD)] Project completed and operational to meet compliance obligations. All major equipment components required to complete the Newton FGD Project has been procured and will be stored on site during the variance period. Site preparation, foundation work and duct work fabrication will all be expected to continue over the next few years. Assuming power prices rebound,

⁸ Pet. Exh. 5, pg. 11.

field construction activities including the mobilization of skilled craft labor and the procurement of commodity items could take approximately 24 months to complete once the project ramps back up. (Pet. at 9.)

AER has incurred \$237 million on the Newton FGD Project to date and intends to continue the various engineering and construction activities it can fund so as to be positioned to complete the FGD Project in time to comply with the 2015 MPS SO₂ annual emission rate by January 1, 2020 and the 2017 rate by January 1, 2021. By the end of 2012, AER will have spent over 50% of the project cost. (Pet at 19.)

Based on the proposed compliance deadlines of January 1, 2020 and January 1, 2021, please provide additional details in the compliance plan proposed on pages 8-10 of the petition. Please provide an estimated timeline for phases of the compliance plan: engineering, site preparation, foundation work, duct work fabrication, field construction activities, startup, and any other significant phases. Also, please include the estimated costs for each phase.

As of this date, AER has scheduled construction work through the remainder of 2012 and for calendar year 2013. Engineering design will continue through 2014. AER's current and ongoing efforts are focused on commercial commitments that can be completed in 2012 or 2013 but that would facilitate future construction sequencing should market conditions improve. All major equipment sets will be delivered to the site and "rough set" (excluding connections and piping) into position. Steel fabrication of ductwork and insulation activities will occur throughout this period as well. The absorber building will be constructed. Electrical systems and piping connections will be deferred. AER will manage ongoing work to match cash flows and has budgeted \$16M in annual expenditures during this period. Lastly, engineering design will continue. At present, detailed engineering design has been completed to the 65% level. Engineering design will continue through completion which will occur in 2014. By the end of 2012 AER would have invested \$237M in the Newton FGD project. Additional annual expenditures in the amount of \$16M have been budgeted from 2013 through 2016. These expenditures would increase, assuming market conditions improve, in order to complete the project. AER will agree to provide the Board with progress reports on construction activities in future years.

3. *PC 6 states, “[T]he closure of Meredosia and Hutsonville plants –and the consequent decrease in emissions from Ameren’s coal fleet – would occur regardless of whether the variance is granted.” PC 6 at 9, (emphasis in original). Ameren’s petition Exhibit 2 lists the SO₂ emissions in rate and tons per year for each power station. Ameren’s petition on page 9 notes that committing to the voluntary SO₂ emission rate of 0.38 lb/MMBtu during the variance period will impose significant operational restrictions on AER. Ameren’s petition on page 26 contains a table showing the projected SO₂ emissions through 2021 if the variance were not granted, projected SO₂ emission under the variance, and the cumulative SO₂ reduction under the variance if the cessation of operations at Hutsonville and Meredosia are considered.*

- (a) Please state the overall annual SO₂ emission rate from the Ameren MPS Group prior to, and after the closure of Meredosia and [Hutsonville] plants. Comment on whether reduction beyond what was achieved with closure of Meredosia and [Hutsonville] plan[ts] would be needed to meet the proposed SO₂ emission rate of 0.38 lb/MMBtu.*

There is no real dispute that the closures of Meredosia and Hutsonville have an environmental benefit. Rather, the Citizens Groups in public comments believe that such emission reductions should not be considered by the Board in reviewing the merits of AER’s variance petition.⁹ The Hutsonville and Meredosia Energy Centers are fully permitted and AER may lawfully reopen them. However, as discussed in more detail below, AER would agree not to operate the facilities during the pendency of the variance period as a condition of the relief granted. In its Recommendation, the Agency recognizes that “there is currently no regulatory requirement for Meredosia or Hutsonville to remain shut down” and that AER makes this commitment in spite of the associated constraints and operating requirements necessary to mitigate any potential negative environmental impacts resulting from the variance.¹⁰

The overall annual SO₂ emission rate from the Ameren MPS Group in 2011, prior to the closure of the Meredosia and Hutsonville Energy Centers, was 0.46 lb/MMBtu. To calculate an estimated 2012 emission rate based on comparable utilization of the fleet, AER used 2011 as a baseline and removed the contributions of the Hutsonville and Meredosia Energy Centers from

⁹ See PC #6, pg. 9.

¹⁰ Rec. at 19, 21.

the SO₂ emission rate. AER used this methodology to calculate the annual SO₂ emission rate after the closure of the Meredosia and Hutsonville Energy Centers as 0.40 lb/MMBtu. Many assumptions are needed to predict emissions and utilization in the future, so AER chose the last actual compliance period to illustrate the reduction achieved by not operating those plants.

Therefore, to meet the proposed rate of 0.35 lb/MMBtu or even the 0.38 lb/MMBtu SO₂ rate, AER would have to do more. Specifically, AER would have to operate the existing FGD systems at the Coffeen and Duck Creek Energy Centers at a higher level of control than the operating level needed to comply with the regulations. Running the FGD systems at a 99% SO₂ removal rate rather than 95% requires added auxiliary power, the increased sizing of equipment, and increased limestone usage. Moreover, the higher performance will lead to higher maintenance costs due to increased wear and tear. Capital expenditures associated with achieving and maintaining FGD removal efficiencies at a 99% level are estimated at \$5 million and operating and management costs for the increased limestone usage are estimated at \$173,337 annually.

(b) Please state the amount of SO₂ emissions if the requested variance is granted, compared to that which would result if immediate compliance is required. In particular, please readdress Table 1 on page 26 of the petition to provide a specific estimate of the net difference between the projected SO₂ emissions under the current rule and under the proposed variance if Meredosia and Hutsonville are not considered in the system-wide analysis.

In Table 1 of the Petition, AER followed the same methodology that was employed and endorsed by the Agency when the MPS was first developed. In the initial MPS analysis, the Agency calculated an average heat input based on the three highest years between 2000 and 2007. In the 2009 revisions to the MPS, AER included calendar year 2008 and averaged heat inputs from 2006, 2007, and 2008, which resulted in a constant projected heat input of 340,446,252 mmBtu.¹¹ In order to maintain a comparable comparison, AER utilized this same

¹¹ *In the matter of: Proposed Amendments to 35 Ill. Adm. Code 225: Control of Emissions From Large Combustion Sources (Mercury Monitoring)*, R09-10, Testimony of Michael L. Menne on Behalf of Ameren Companies, pg. 15 (Feb. 2, 2009).

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heat input in the Table 1 on page 26 of the Petition to project emissions for the period of 2010 through 2021. AER calculated the total projected baseline SO₂ emissions from the Ameren MPS Group under the current requirements of the MPS for the period of 2010 through 2021 at 694,510 tons. AER used the same heat input as it used to make its previous demonstration in support of a rule change in 2009, which includes heat rates from the Meredosia and Hutsonville Energy Centers. The cumulative SO₂ reduction reflects both the reduction in SO₂ mass emissions due to the cessation of operations at the Hutsonville and Meredosia Energy Centers and the proposed mitigation rate. AER projected the emission rates under the requested variance in Table 1 in the Petition to reduce total SO₂ emissions (“Cumulative SO₂ Variance Reduced Tons”) for the period between 2010 and 2021 by 29,217 tons.

AER has now prepared a revised table in response to this question 3(b). This table, attached as Table 2, shows the projected mass emissions of SO₂ using the Agency’s revised SO₂ emission rate of 0.35 lb/MMBtu during the years of 2013 through 2019 and the shortened variance period compared to that which would result if compliance with the MPS 2015 and 2017 SO₂ emission rates is required. AER did the calculations during the period of 2010 through 2020 and used a revised heat input for the years of 2012 through 2020 to reflect the closures of Meredosia and Hutsonville. Using the same average heat input (again, based on averaging 2006, 2007, and 2008 data), but eliminating the heat inputs for those two energy centers, the total projected baseline SO₂ emissions for the period of 2010 through 2020 were calculated at 647,589 tons.¹² Accordingly, the cumulative SO₂ emissions reduced for this period are 34,895 tons. Table 2 shows a net environmental benefit under the revised approach excluding Meredosia and Hutsonville.

¹² Note, however, that the calculations for the mass SO₂ emissions under the variance in both Table 1 in the petition and the revised table in Exhibit XX factor in two times the projected emissions from the FutureGen project at the Meredosia Energy Center.

The Citizens Groups criticize the inclusion of AER's actual emissions in 2010 and 2011 in calculating the total emission reductions.¹³ AER included the actual emissions from 2010 and 2011 to illustrate that AER would be in the same position or better by the end of the variance term than as was projected under the MPS (that is, to make a true comparison, the entire period needs to be considered). However, removing calendar years 2010 and 2011 from the calculations, a commitment to the revised SO₂ mitigation emission rate and the closures of the Meredosia and Hutsonville Energy Centers during the pendency of the variance term still result in a net environmental benefit of 7,770 tons SO₂ during the variance period.

AER maintains it is appropriate to calculate emissions reductions using a heat input that includes Meredosia and Hutsonville in the baseline, thereby "taking credit" for the closure of these two energy centers. As noted by the Agency, "providing credit for actions (e.g., unit shutdowns) that result in emission reductions is an acceptable part of the established regulatory process."¹⁴ A table showing the cumulative SO₂ emission reductions when taking credit for the closures of Hutsonville and Meredosia during the MPS period (2010 through 2020) is attached as Table 3. Performing the calculations under this recognized approach, the revised emission rates and closures of Meredosia and Hutsonville will provide a net benefit of 60,669 tons SO₂ during the term of the variance. Accordingly, contrary to the Citizens Groups assertion that the variance will "significantly increase harmful SO₂ pollution," AER has demonstrated, and the Agency agrees, that the revised variance request will in fact provide a net environmental benefit and will not result in any environmental harm.

4. Does Ameren suggest any conditions to the requested variance?

In response to the Agency's recommendation and this question, AER suggests that it be subject to the Agency's proposed revised SO₂ emission rate of 0.35 lb/MMBtu during the

¹³ PC#6, pg. 9.

¹⁴ Rec. at 21.

calendar years of 2013 through 2019 and that it also be subject to the shortened variance period.

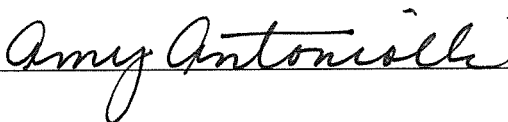
Furthermore, AER agrees to the following conditions to the requested relief:

1. AER agrees not to operate the Hutsonville and Meredosia Energy Centers for power generation purposes during the pendency of the variance; except that the FutureGen project which is currently proposed for the Meredosia Energy Center site is exempt from this restriction.

2. During the term of the variance, AER agrees to file progress reports with the Board and the Agency as to the status of construction activities relating to the Newton scrubber annually by the end of each calendar year. Furthermore, in the event completion of the FGD system becomes infeasible, AER agrees to advise the Board and the Agency of alternative plans for compliance during the remaining term of the variance.

Respectfully submitted,

AMEREN ENERGY RESOURCES, Petitioner.

By: 

Dated: July 30, 2012

Renee Cipriano
Gabriel Rodriguez
Amy Antonioli
Schiff Hardin, LLC
233 South Wacker Drive, Suite 6600
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TABLE 2

Year	Baseline Heat Input MMBtu	MPS SO ₂ Rate lb/MMBtu	MPS Baseline SO ₂ Tons	Variance SO ₂ Rate lb/MMBtu	Adjusted Heat Input MMBtu	Variance SO ₂ Tons	Cumulative SO ₂ Variance Reduced Tons
2010	340,446,252	0.50	85,112	0.50	340,446,252	85,112	14,552
2011	340,446,252	0.50	85,112	0.50	340,446,252	85,112	27,125
2012	340,446,252	0.50	85,112	0.38	312,003,694	59,281	52,956
2013	340,446,252	0.50	85,112	0.35	312,003,694	54,601	83,467
2014	340,446,252	0.43	73,196	0.35	312,003,694	54,601	102,062
2015	340,446,252	0.25	42,556	0.35	312,003,694	54,601	90,017
2016	340,446,252	0.25	42,556	0.35	312,003,694	54,601	77,972
2017	340,446,252	0.23	39,151	0.35	312,003,694	54,601	62,523
2018	340,446,252	0.23	39,151	0.35	312,003,694	54,601	47,074
2019	340,446,252	0.23	39,151	0.35	312,003,694	54,601	31,624
2020	340,446,252	0.23	39,151	0.23	312,003,694	35,880	34,895
Total			655,359			647,589	34,895

Note for the "Cumulative SO₂ Variance Reduced Tons" column, a positive number indicates an emission decrease (benefit).

*Note that the Heat Input has been adjusted to remove Hutsonville and Meredosia from the baseline; no additional emission reductions have been credited.

TABLE 3

Year	Baseline Heat Input MMBtu	MPS SO ₂ Rate lb/MMBtu	MPS Baseline SO ₂ Tons	Variance SO ₂ Rate MMBtu	Variance SO ₂ Tons	Cumulative SO ₂ Variance Reduced Tons
2010	340,446,252	0.50	85,112	0.50	85,112	14,552
2011	340,446,252	0.50	85,112	0.50	85,112	27,125
2012	340,446,252	0.50	85,112	0.38	64,685	55,251
2013	340,446,252	0.50	85,112	0.35	59,578	88,483
2014	340,446,252	0.43	73,196	0.35	59,578	109,800
2015	340,446,252	0.25	42,556	0.35	59,578	100,477
2016	340,446,252	0.25	42,556	0.35	59,578	91,153
2017	340,446,252	0.23	39,151	0.35	59,578	78,426
2018	340,446,252	0.23	39,151	0.35	59,578	65,698
2019	340,446,252	0.23	39,151	0.35	59,578	52,970
2020	340,446,252	0.23	39,151	0.23	39,151	60,669
Total			655,359		691,106	60,669

Note for the "Cumulative SO₂ Variance Reduced Tons" column, a positive number indicates an emission decrease (benefit).



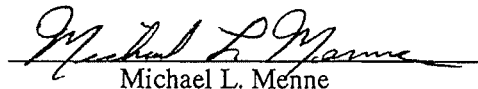
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AFFIDAVIT OF MICHAEL L. MENNE

My name is Michael L. Menne and I helped prepare this public comment on behalf of Ameren Energy Resources, which I will refer to as "AER." I am the Vice President of Environmental Services for Ameren Services Company, a subsidiary of Ameren Corporation. I joined the newly formed environmental services department of Union Electric Company, now doing business as Ameren UE, in 1976. I became employed as a Manager of Environmental Affairs for Ameren Services Company in 1998 and served as a Manager of the Environmental Safety and Health Department, now the Environmental Services Department, for Ameren Services Company from 2000 to 2003. I am responsible for developing policies and procedures relating to environmental compliance for Ameren Corporation and its operating subsidiaries. In that capacity I am responsible for representing Ameren Corporation and its subsidiaries before regulatory and administrative bodies with respect to state and federal permitting conditions and regulatory requirements. I consulted with Steven Whitworth, also an employee of Ameren Services Company, in preparing and reviewing this public comment.


I have read the Public Comment of Ameren Energy Resources and the facts stated therein are true and correct to the best of my knowledge and belief.

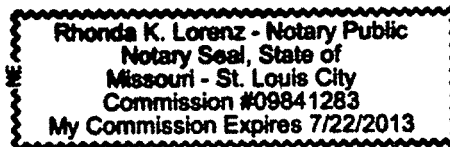
Further affiant sayeth not.


Michael L. Menne

Subscribed and sworn to before me

this 21st day of July, 2012.


Notary Public



AFFIDAVIT OF RYAN J. MARTIN

My name is Ryan J. Martin and I helped prepare this public comment on behalf of Ameren Energy Resources. I previously filed an affidavit in this matter that details my job description and duties.

I have read the Public Comment of Ameren Energy Resources and the facts stated therein are true and correct to the best of my knowledge and belief.

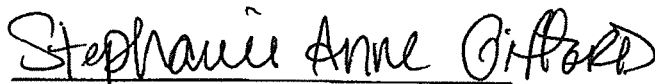
Further, Affiant sayeth not.



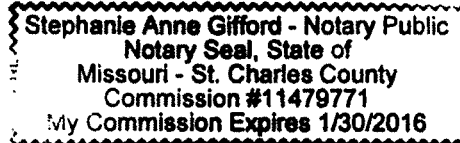
Ryan J. Martin

Subscribed and sworn to before me

this 30 day of July, 2012



Notary Public




CERTIFICATE OF SERVICE

I, the undersigned, certify that on this 30th day of July, 2012, I have served electronically the attached AER'S RESPONSES TO THE ILLINOIS POLLUTION CONTROL BOARD TECHNICAL UNIT'S QUESTIONS, upon the following persons:

John Therriault, Assistant Clerk
Carol Webb, Hearing Officer
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and electronically and by first class mail, postage affixed, upon:

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(PCB 12-126)

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