

Standards of Conduct Implementation Procedures

Rule Part 358 - Standard of Conduct	Ameren Implementation Procedures
<p>PART 358—STANDARDS OF CONDUCT Sec. § 358.1 Applicability. § 358.2 General principles. § 358.3 Definitions. § 358.4 Non-discrimination requirements. § 358.5 Independent functioning rule. § 358.6 No conduit rule. § 358.7 Transparency rule. § 358.8 Implementation requirements</p>	
<p>§ 358.1 Applicability. (a) This part applies to any interstate natural gas pipeline that transports gas for others pursuant to subparts B or G of part 284 of this chapter and conducts transmission transactions with an affiliate that engages in marketing functions. (b) This part applies to any public utility that owns, operates, or controls facilities used for the transmission of electric energy in interstate commerce and conducts transmission transactions with an affiliate that engages in marketing functions. (c) This part does not apply to a public utility transmission provider that is a Commission-approved Independent System Operator (ISO) or Regional Transmission Organization (RTO). If a public utility transmission owner participates in a Commission approved ISO or RTO and does not operate or control its transmission system and has no access to transmission function information, it may request a waiver from this part. (d) A transmission provider may file a request for a waiver from all or some of the requirements of this part for good cause.</p>	<p>Ameren does not own, operate or control interstate gas pipelines.</p> <p>Ameren does own, operate, and control facilities used for the transmission of electric energy in interstate commerce.</p>
<p>§ 358.2 General principles. (a) A transmission provider must treat all transmission customers, affiliated and</p>	<p>It is the responsibility of all Ameren employees and Ameren retained consultants and agents to comply with</p>

<p>non-affiliated, on a not unduly discriminatory basis, and must not make or grant any undue preference or advantage to any person or subject any person to any undue prejudice or disadvantage with respect to any transportation of natural gas or transmission of electric energy in interstate commerce, or with respect to the wholesale sale of natural gas or of electric energy in interstate commerce.</p> <p>(b) A transmission provider's transmission function employees must function independently from its marketing function employees, except as permitted in this part or otherwise permitted by Commission order.</p> <p>(c) A transmission provider and its employees, contractors, consultants and agents are prohibited from disclosing, or using a conduit to disclose, non-public transmission function information to the transmission provider's marketing function employees.</p> <p>(d) A transmission provider must provide equal access to non-public transmission function information to all its transmission function customers, affiliated and nonaffiliated, except in the case of confidential customer information or Critical Energy Infrastructure Information</p>	<p>the provisions of the Standards of Conduct policy and procedures, both in spirit and to the letter. Policies, procedures and training material can not cover all situations that may occur. Questions and concerns about interpretations or application of the Standards of Conduct policy and procedure should be directed to a member of the Ameren Compliance Team.</p> <p>No employee will be discharged, threatened or otherwise discriminated against, or retaliated against, because the employee, or a person acting on behalf of the employee, makes a good-faith disclosure concerning any actual or potential violation of the FERC Standards of Conduct.</p> <p>Any employee who is found to have willfully violated a Standard of Conduct and/or knowingly failed to report such a violation, will be subject to discipline, including discharge, for serious or repeated violations.</p>
<p>§ 358.3 Definitions.</p> <p>(a) Affiliate of a specified entity means:</p> <p>(1) Another person that controls, is controlled by or is under common control with, the specified entity. An affiliate includes a division of the specified entity that operates as a functional unit.</p> <p>(2) For any exempt wholesale generator (as defined under § 366.1 of this chapter), affiliate shall have the meaning set forth in § 366.1 of this chapter, or any successor provision.</p> <p>(3) "Control" as used in this definition means the direct or indirect authority, whether acting alone or in conjunction with others, to direct or cause to direct the management policies of an entity. A voting interest of 10 percent or more creates a rebuttable presumption of control.</p>	
<p>(b) Internet website refers to the Internet location where an interstate natural gas pipeline or a public utility posts the information, by electronic means, required under this part 358.</p>	<p>Information required to be posted by the Standards of Conduct rule will be available on the Ameren public website under:</p>

	<p>Our Businesses - Compliance – View Ameren's FERC Compliance Postings</p> <ul style="list-style-type: none"> - Affiliates that employ Marketing Function Employees - Chief Compliance Officer Information - Consent notices - Facilities shared by Transmission Function and Marketing Function employees - Job Titles and Job Descriptions of - Transmission Function Employees - Potential merger partners - Public Posting of Transmission Function Information - Standards of Conduct Implementation Procedures - Transfers between Transmission Function Employees and Marketing Function Employees - Waivers <p>Any Standards of Conduct discretionary informational data will be posted under separate headings.</p>
<p>(c) Marketing functions means:</p> <p>(1) in the case of public utilities and their affiliates, the sale for resale in interstate commerce, or the submission of offers to sell in interstate commerce, of electric energy or capacity, demand response, virtual transactions, or financial or physical transmission rights, all as subject to an exclusion for bundled retail sales, including sales of electric energy made by providers of last resort (POLRs) acting in their POLR capacity; and</p> <p>(2) in the case of interstate pipelines and their affiliates, the sale for resale in interstate commerce, or the submission of offers to sell in interstate commerce, natural gas, subject to the following exclusions:</p> <ul style="list-style-type: none"> (i) Bundled retail sales, (ii) Incidental purchases or sales of natural gas to operate interstate natural gas pipeline transmission facilities, (iii) Sales of natural gas solely from a seller's own production, (iv) Sales of natural gas solely from a seller's own gathering or processing facilities, and 	<p>Ameren's Marketing Functions include energy traders within Ameren Missouri Asset Management & Trading and employees in Ameren Illinois Power Acquisition Group. Ameren's marketing function employees are defined in its Standards of Conduct training.</p> <p>Ameren does not own, operate or control interstate gas pipelines.</p>

<p>v) Sales by an intrastate natural gas pipeline, by a Hinshaw interstate pipeline exempt from the Natural Gas Act, or by a local distribution company making an onsystem sale.</p>	
<p>(d) Marketing function employee means an employee, contractor, consultant or agent of a transmission provider or of an affiliate of a transmission provider who actively and personally engages on a day-to-day basis in marketing functions.</p>	<p>Ameren's HRMS has Standards of Conduct department identification codes that identify a department's function relative to the Standards of Conduct requirements. Ameren will retain the department level identification methodology post-Order 717, but only those employees with job duties that qualify them as actively and personally engaged on a day-to-day basis in the Marketing Function will be considered Marketing Function Employees for purposes of the Standards of Conduct.</p> <p>The Compliance Team receives a notice from HR when new department numbers are added or departments are reorganized. The Compliance Team reviews the notices and determines the need for Standards of Conduct department code changes.</p>
<p>(e) Open Access Same Time Information System or OASIS refers to the Internet location where a public utility posts the information required by part 37 of this chapter, and where it may also post the information required to be posted on its Internet website by this part 358.</p>	<p>Ameren will utilize www.ameren.com as the site for its Standards of Conduct postings. Ameren will note on its MISO OASIS page that the Standards of Conduct information is located on the Ameren web site and there will be links between the two web sites.</p>
<p>(f) Transmission means electric transmission, network or point-to-point service, ancillary services or other methods of electric transmission, or the interconnection with jurisdictional transmission facilities, under part 35 of this chapter; and natural gas transportation, storage, exchange, backhaul, or displacement service provided pursuant to subparts B or G of part 284 of this chapter</p>	<p>Ameren is a member of MISO and MISO administers the transmission services tariff including the interconnection of facilities and granting and denying transmission service to Ameren's transmission system pursuant to MISO's filed tariff.</p> <p>Ameren does not own, operate or control interstate gas pipelines.</p>

<p>(g) Transmission customer means any eligible customer, shipper or designated agent that can or does execute a transmission service agreement or can or does receive transmission service, including all persons who have pending requests for transmission service or for information regarding transmission.</p>	
<p>(h) Transmission functions means the planning, directing, organizing or carrying out of day-to-day transmission operations, including the granting and denying of transmission service requests.</p>	<p>Ameren is a member of MISO and MISO administers the transmission services tariff including the interconnection of facilities and granting and denying transmission service to Ameren's transmission system pursuant to MISO's filed tariff.</p> <p>Ameren's day-to-day transmission operations activities are carried out by individuals employed by Ameren Services.</p>
<p>(i) Transmission function employee means an employee, contractor, consultant or agent of a transmission provider who actively and personally engages on a day-to-day basis in transmission functions.</p>	<p>Ameren's HRMS has Standards of Conduct department identification codes that identify a department's function relative to the Standards of Conduct requirements. Ameren will retain the identification methodology post-Order 717, but only those employees with job duties that qualify them as actively and personally engaged on a day-to-day basis in the Transmission Function will be considered Transmission Function Employees for purposes of the Standards of Conduct, such as postings.</p> <p>The Compliance Team receives a notice from HR when new department numbers are added or departments are reorganized. The Compliance Team reviews the notices and determines the need for Standards of Conduct department code changes.</p>
<p>(j) Transmission function information means information relating to transmission functions.</p>	
<p>(k) Transmission provider means:</p>	<p>Ameren's transmission owners</p>

<p>(1) Any public utility that owns, operates or controls facilities used for the transmission of electric energy in interstate commerce; or (2) Any interstate natural gas pipeline that transports gas for others pursuant to subparts B or G of part 284 of this chapter. (3) A transmission provider does not include a natural gas storage provider authorized to charge market-based rates.</p>	<p>include Ameren Missouri, Ameren Illinois and Ameren Illinois Transmission. Ameren does not own, operate or control interstate gas pipelines.</p>
<p>(l) Transmission service means the provision of any transmission as defined in §358.3(f).</p>	<p>Ameren is a member of MISO and MISO administers the transmission services tariff including the interconnection of facilities and granting and denying transmission service to Ameren’s transmission system pursuant to MISO’s filed tariff.</p>
<p>(m) Waiver means the determination by a transmission provider, if authorized by its tariff, to waive any provisions of its tariff for a given entity.</p>	<p>Ameren is a member of MISO and MISO administers the transmission services tariff including the interconnection of facilities and granting and denying transmission service to Ameren’s transmission system pursuant to MISO’s filed tariff.</p>
<p>§ 358.4 Non-discrimination requirements. (a) A transmission provider must strictly enforce all tariff provisions relating to the sale or purchase of open access transmission service, if the tariff provisions do not permit the use of discretion. (b) A transmission provider must apply all tariff provisions relating to the sale or purchase of open access transmission service in a fair and impartial manner that treats all transmission customers in a not unduly discriminatory manner, if the tariff provisions permit the use of discretion. (c) A transmission provider may not, through its tariffs or otherwise, give undue preference to any person in matters relating to the sale or purchase of transmission service (including, but not limited to, issues of price, curtailments, scheduling, priority, ancillary services, or balancing). (d) A transmission provider must process all similar requests for transmission in the same manner and within the same period of time.</p>	<p>Ameren is a member of MISO and MISO administers the transmission services tariff including the interconnection of facilities and granting and denying transmission service to Ameren’s transmission system pursuant to MISO’s filed tariff.</p>

<p>§ 358.5 Independent functioning rule. (a) General rule. Except as permitted in this part or otherwise permitted by Commission order, a transmission provider’s transmission function employees must function independently of its marketing function employees. (b) Separation of functions. (1) A transmission provider is prohibited from permitting its marketing function employees to: (i) Conduct transmission functions; or (ii) Have access to the system control center or similar facilities used for transmission operations that differs in any way from the access available to other transmission customers. (2) A transmission provider is prohibited from permitting its transmission function employees to conduct marketing functions.</p>	<p>Ameren’s Transmission Function employees and Marketing Function employees function independently. Transmission Function employees do not engage in Marketing Function duties and Marketing Function employees do not engage in Transmission Function duties. In emergency circumstances affecting system reliability, employees may take whatever steps or actions that are necessary to keep the system operational. The Chief Compliance Officer shall be notified as soon as possible of any emergency declarations. The independent functioning requirement of the rule is a component of Ameren’s Standards of Conduct training program.</p> <p>Ameren’s Transmission Operations employees are physically separated by secure work areas with key card access doors. Ameren Missouri marketing function employees are located in the same general office building on a different floor and do not have access to Transmission Operations secure areas. Ameren Illinois marketing function employees are located in a separate facility. Ameren Illinois marketing function employees do not have access to Transmission Operations secure areas.</p> <p>Primary backup facilities are also designed to retain the separation of Transmission Operations and marketing/trading employees.</p> <p>Ameren’s Marketing Function Employees or any other third party marketing employees may be given access to Transmission Operations by invitation only and must be escorted at all times. To gain access to Transmission Operations, all visitors must make arrangements with an</p>
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	<p>employee working in Transmission Operations and provide a basis for being granted access before the Transmission Operations employee will grant entry. All visitors will be escorted and logged to document the time and date of the visit. At no time during the visit will any visitor be given access to transmission information that would otherwise be prohibited unless simultaneously disclosed on the Internet.</p>
<p>§ 358.6 No conduit rule. (a) A transmission provider is prohibited from using anyone as a conduit for the disclosure of non-public transmission function information to its marketing function employees. (b) An employee, contractor, consultant or agent of a transmission provider, and an employee, contractor, consultant or agent of an affiliate of a transmission provider that is engaged in marketing functions, is prohibited from disclosing non-public transmission function information to any of the transmission provider’s marketing function employees.</p>	<p>Ameren employees, consultants or agents shall not disclose non-public Transmission Function Information to any of the transmission provider’s Marketing Function Employees. The no conduit provision of the rule is a component of Ameren’s Standards of Conduct training program.</p>
<p>§ 358.7 Transparency rule. (a) Contemporaneous disclosure. (1) If a transmission provider discloses non-public transmission function information, other than information identified in paragraph (a)(2) of this section, in a manner contrary to the requirements of § 358.6, the transmission provider must immediately post the information that was disclosed on its Internet website. (2) If a transmission provider discloses, in a manner contrary to the requirements of § 358.6, non-public transmission customer information, critical energy infrastructure information (CEII) as defined in §388.113(c)(1) of this chapter or any successor provision, or any other information that the Commission by law has determined is to be subject to limited dissemination, the transmission provider must immediately post notice on its website that the information was disclosed.</p>	<p>Information required to be posted under Section 358.7 will be available on the Ameren’s public website www.ameren.com under:</p> <p>Our Businesses - Compliance – View Ameren's FERC Compliance Postings</p> <ul style="list-style-type: none"> - Public disclosure of Transmission Function Information <p>Employees of Ameren’s Marketing Function shall rely on MISO, public internet, OASIS or other means available to the general public to obtain information regarding Transmission Function Information unless otherwise authorized by the Standards of Conduct rules.</p> <p>The transparency rule requirements</p>

	<p>are components of Ameren's Standards of Conduct training program.</p> <p>The Transmission Operations group will protect by appropriate means, and shall not provide, or grant access to, information concerning any transmission systems to affiliated and non-affiliated Marketing Function individuals not available at or on OASIS, MISO, public internet, or other means available to the general public.</p> <p>Ameren's Marketing Function employees are restricted from obtaining Transmission Function Information or EMS data through the use of "firewalls" and other lockout methods.</p> <p>Access to Ameren's corporate computer networks is controlled by Digital pursuant to its policies and procedures.</p> <p>If an Ameren employee, consultant or agent discloses or obtains knowledge of a disclosure or alleged disclosure of non-public Transmission Function Information contrary to the Standards of Conduct rules and Ameren's policy and procedures they shall immediately notify the Chief Compliance Officer or a member of the Compliance Team.</p> <p>The Chief Compliance Officer shall conduct, or cause the conduct of an investigation regarding alleged disclosure and take the necessary appropriate actions in response to his or her findings including posting disclosed information on Ameren's website.</p>
<p>(b) Exclusion for specific transaction information. A transmission provider's transmission function employee may discuss with its marketing function employee a specific request for transmission service submitted by the marketing</p>	

<p>function employee. The transmission provider is not required to contemporaneously disclose information otherwise covered by § 358.6 if the information relates solely to a marketing function employee's specific request for transmission service.</p>	
<p>(c) Voluntary consent provision. A transmission customer may voluntarily consent, in writing, to allow the transmission provider to disclose the transmission customer's non-public information to the transmission provider's marketing function employees. If the transmission customer authorizes the transmission provider to disclose its information to marketing function employees, the transmission provider must post notice on its Internet website of that consent along with a statement that it did not provide any preferences, either operational or rate-related, in exchange for that voluntary consent.</p>	<p>Ameren is a member of MISO and MISO administers the transmission services tariff including the interconnection of facilities and granting and denying transmission service to Ameren's transmission system pursuant to MISO's filed tariff.</p> <p>Transmission Service over the Ameren transmission system is obtained from MISO pursuant to a MISO tariff. Ameren believes it can not provide any preferences with respect to transmission service provided by MISO under its tariff, but out of an abundance of caution, Ameren will require customers that request Ameren's Transmission Provider supply customer specific non-public Transmission Function Information to a designated Ameren Marketing Function to sign a consent form. A signed consent form must be sent to the Chief Compliance Officer or a member of the Compliance Team for posting prior to the exchange of the Transmission Function Information.</p> <p>Information required to be posted under Section 358.7 will be available on the Ameren's public website www.ameren.com under:</p> <p>Our Businesses - Compliance – View Ameren's FERC Compliance Postings - Consent notices</p>
<p>(d) Posting written procedures on the public Internet. A transmission provider must post on</p>	<p>Written procedures as required by section 358.6(d) are available on the</p>

<p>its Internet website current written procedures implementing the standards of conduct.</p>	<p>Ameren web site at www.ameren.com. The information can be found under:</p> <p>Our Businesses - Compliance – View Ameren's FERC Compliance Postings 10 - Standards of Conduct Implementation Procedures</p>
<p>(e) Identification of affiliate information on the public Internet. (1) A transmission provider must post on its Internet website the names and addresses of all its affiliates that employ or retain marketing function employees. (2) A transmission provider must post on its Internet website a complete list of the employee-staffed facilities shared by any of the transmission provider's transmission function employees and marketing function employees. The list must include the types of facilities shared and the addresses of the facilities. (3) The transmission provider must post information concerning potential merger partners as affiliates that may employ or retain marketing function employees, within seven days after the potential merger is announced.</p>	<p>The Compliance Team will post and maintain on the Ameren web page www.ameren.com the information required by Section 358.6(e). The information can be found under:</p> <p>Our Businesses - Compliance – View Ameren's FERC Compliance Postings 1.0 - Affiliates that employee Marketing Function Employees 2.0 - Facilities shared by Transmission Function and Marketing Function Employees - Potential merger partners</p>
<p>(f) Identification of employee information on the public Internet. (1) A transmission provider must post on its Internet website the job titles and job descriptions of its transmission function employees. (2) A transmission provider must post a notice on its Internet website of any transfer of a transmission function employee to a position as a marketing function employee, or any transfer of a marketing function employee to a position as a transmission function employee. The information posted under this section must remain on its Internet website for 90 days. No such job transfer may be used as a means to circumvent any provision of this part. The information to be posted must include: (i) The name of the transferring employee, (ii) The respective titles held while performing each function (i.e., as a transmission function employee and as a marketing function employee), and (iii) The effective date of the transfer.</p>	<p>The Compliance Team will post and maintain on the Ameren web page (www.ameren.com) the information required by Section 358.6(f). The information can be found under:</p> <p>Our Businesses - Compliance – View Ameren's FERC Compliance Postings - Job titles and job descriptions of transmission function employees - Employee transfers between Transmission Function and Marketing Function</p> <p>Ameren utilizes computer programs to identify changes in its PeopleSoft personnel system. These changes are reviewed by members of the Compliance Team to determine the need to provide training and/or make</p>

	<p>changes to Ameren’s Standards of Conduct postings.</p>
<p>(g) Timing and general requirements of postings on the public Internet.</p> <p>(1) A transmission provider must update on its Internet website the information required by this part 358 within seven business days of any change, and post the date on which the information was updated. A public utility may also post the information required to be posted under part 358 on its OASIS, but is not required to do so.</p> <p>(2) In the event an emergency, such as an earthquake, flood, fire or hurricane, severely disrupts a transmission provider’s normal business operations, the posting requirements in this part may be suspended by the transmission provider. If the disruption lasts longer than one month, the transmission provider must so notify the Commission and may seek a further exemption from the posting requirements.</p> <p>(3) All Internet website postings required by this part must be sufficiently prominent as to be readily accessible.</p>	<p>The Compliance Team will post and maintain on the Ameren web page www.ameren.com the information required by Section 358.6(g).</p> <p>Ameren will note on its MISO OASIS page that the Standards of Conduct information can be found on the Ameren web site and include a link to the Ameren web site.</p> <p>The Chief Compliance Officer and Compliance Team shall coordinate and maintain the postings required by this rule and make certain the posted information is updated within seven business days. All Standards of Conduct postings will be maintained (posted) for a minimum of 90 days.</p> <p>Emergency suspension of the posting requirements must be approved by the Chief Compliance Officer and Chief Compliance Officer will notify FERC if it is anticipated the suspension will exceed one month.</p>
<p>(h) Exclusion for and recordation of certain information exchanges.</p> <p>(1) Notwithstanding the requirements of §§ 358.5(a) and 358.6, a transmission provider’s transmission function employees and marketing function employees may exchange certain non-public transmission function information, as delineated in § 358.7(h)(2), in which case the transmission provider must make and retain a contemporaneous record of all such exchanges except in emergency circumstances, in which case a record must be made of the exchange as soon as practicable after the fact.</p> <p>The transmission provider shall make the record available to the Commission upon request. The record may consist of hand-written or typed notes, electronic records such as e-mails and text messages, recorded telephone exchanges, and the like, and must be retained for a period of five years.</p> <p>(2) The non-public information subject to the</p>	<p>The Transmission Provider’s customary operating practice for outage communications with impacted generators is to first upload the transmission outage information to MISO’s outage scheduler. The Transmission Function Employee then contacts any impacted affiliated or non-affiliated plant/dispatch/marketing employees and informs them of the possible impact on their operations. Information uploaded to MISO’s outage scheduler is deemed public and may be exchanged with affiliated dispatch/marketing employees without simultaneous public disclosure or recording.</p> <p>Exchange of information not uploaded to the MISO outage scheduler will be conducted over recorded phone lines</p>

<p>exclusion in § 358.7(h)(1) is as follows: (i) Information pertaining to compliance with Reliability Standards approved by the Commission, and (ii) Information necessary to maintain or restore operation of the transmission system or generating units, or that may affect the dispatch of generating units.</p>	<p>as provided for by Section 358.7(h), except in extreme (emergency) circumstances in which a supervisory employee may call on an unrecorded phone as a matter of expediency in which case a record will be made of the exchange as soon as practicable after the fact.</p> <p>The Manager of Transmission Operations has been designated as the Ameren individual responsible for administering the recording policy, ensuring the recordings or log, and five year retention specified in section 358.7(h).</p>
<p>(i) Posting of waivers. A transmission provider must post on its Internet website notice of each waiver of a tariff provision that it grants in favor of an affiliate, unless such waiver has been approved by the Commission. The posting must be made within one business day of the act of a waiver. The transmission provider must also maintain a log of the acts of waiver, and must make it available to the Commission upon request. The records must be kept for a period of five years from the date of each act of waiver.</p>	<p>Ameren is a member of MISO and MISO administers the transmission services tariff including the interconnection of facilities and granting and denying transmission service to Ameren’s transmission system pursuant to MISO’s filed tariff. It is therefore not anticipated Ameren will ever have a posting related to a waiver of the transmission service tariff. Any Ameren waiver granted will be posted on the Ameren public website www.ameren.com under:</p> <p>Our Businesses - Compliance – View Ameren's FERC Compliance Postings - Waivers</p> <p>The employee granting such a waiver must notify the Chief Compliance Officer before the waiver is granted so the appropriate posting can be made. The Chief Compliance Officer will maintain a record of any such waivers for a period of five years.</p>
<p>§ 358.8 Implementation requirements. (a) Effective date. A transmission provider must be in full compliance with the standards of conduct on the date it commences transmission transactions with an affiliate that engages in marketing functions.</p>	<p>Ameren will implement new policies and procedures where necessary to be in full compliance by the dates specified in Section 358.8 of the rule.</p>

<p>(b) Compliance measures and written procedures.</p> <p>(1) A transmission provider must implement measures to ensure that the requirements of §§ 358.5 and 358.6 are observed by its employees and by the employees of its affiliates.</p> <p>(2) A transmission provider must distribute the written procedures referred to in § 358.7(d) to all its transmission function employees, marketing function employees, officers, directors, supervisory employees, and any other employees likely to become privy to transmission function information.</p>	<p>Ameren's pre-Order 717 Standards of Conduct policy and procedures ensure the requirements of Section 358.5 and 358.6 are observed and where necessary these policies and procedures will be updated to reflect the changes in Order 717.</p> <p>On or before December 26, 2008 Ameren will distribute via email a compliance update to each employee required to take Ameren's annual Standards of Conduct refresher training. The email will explain the major changes associated with Order 717 and a copy of the procedure referred in 358.7(d) will be attached to the email.</p>
<p>(c) Training and compliance personnel.</p> <p>(1) A transmission provider must provide annual training on the standards of conduct to all the employees listed in paragraph (b)(2) of this section. The transmission provider must provide training on the standards of conduct to new employees in the categories listed in paragraph (b)(2) of this section, within the first 30 days of their employment. The transmission provider must require each employee who has taken the training to certify electronically or in writing that s/he has completed the training.</p> <p>(2) A transmission provider must designate a chief compliance officer who will be responsible for standards of conduct compliance. The transmission provider must post the name of the chief compliance officer and provide his or her contact information on its Internet website.</p>	<p>Ameren conducts Standards of Conduct refresher training during the fourth quarter of each year. Employees within departments identified as requiring Standards of Conduct training, Ameren Leadership Team members and Senior Corporate Officers will receive an email from the Compliance Team notifying them of the mandatory computer based training. After completing the training the employees certify they have taken the training.</p> <p>New employees reporting to a department identified as requiring Standards of Conduct training will be assigned the Standards of Conduct computer based training within the first 30-days of employment. Transferred employees reporting to a department identified as requiring Standards of Conduct training will be assigned the Standards of Conduct training within the first 30-days of transfer unless the employee has otherwise completed the training in the calendar year. After completing the training the employees certify they have taken the training.</p>

	<p>Information required to be posted by the Standards of Conduct related to Chief Compliance Officer will be available on Ameren's public website www.ameren.com under:</p> <p>Our Businesses - Compliance – View Ameren's FERC Compliance Postings - Chief Compliance Officer Information</p>
<p>(d) Books and records. A transmission provider must maintain its books of account and records (as prescribed under parts 101, 125, 201 and 225 of this chapter) separately from those of its affiliates that employ or retain marketing function employees, and these must be available for Commission inspections.</p>	<p>Ameren will maintain its books and records as required by FERC rules and regulations.</p>

Ameren Compliance Program for FERC Standards of Conduct

1.0 Purpose and Scope

- 1.1 Purpose - Define Ameren's policy and expectations regarding compliance with the Federal Energy Regulatory Commission's ("FERC") Standards of Conduct.
- 1.2 Scope - The requirements of this program apply to Ameren employees and consultants retained by Ameren. The program also defines the behavioral requirements Ameren employees and consultants must follow to ensure compliance with the FERC Standards of Conduct rules. Compliance is enhanced through the use of physical access restrictions, information/data security, and Senior Management support and employee education. Employee education and related management commitment to compliance is critical to an effective compliance program. Employees knowing and doing the right thing via education and management commitment can provide a backstop should a gap develop in the physical data protection/security infrastructure.

2.0 Definitions

- 2.1 Capitalized terms included in this document are defined in the FERC Standards of Conduct § 358.3 Definitions.
- 2.2 Compliance Group

Chief Compliance Officer – means the Ameren employee who has overall responsibility for compliance with FERC’s Standards of Conduct rules. Designation of a Chief Compliance Officer is a requirement of the Standards of Conduct.

Compliance Team – means the Ameren employees designated to help ensure compliance with the FERC Standards of Conduct. The Team is comprised of the following individuals:

John Rhea, VP and Chief Ethics and Compliance Officer, is the Chief Compliance Officer for Standards of Conduct.

Tamara Evey, Manager Reliability Standards Compliance, is the Compliance Specialist and Contact. Ms. Evey develops and implements compliance policy and coordinates implementation of the compliance training programs.

- 2.3 Standards of Conduct – means FERC rules that require the transmission provider treat all transmission customers, affiliated and non-affiliated, on a not unduly discriminatory basis, and not make or grant any undue preference or advantage to any person or subject any person to any undue prejudice or disadvantage with respect to any transportation of natural gas or transmission of electric energy in interstate commerce, or with respect to the wholesale sale of natural gas or of electric energy in interstate commerce. A transmission provider's transmission function employees must function independently from its marketing function employees, except as permitted under the regulations or by Commission order. Also,

a transmission provider must provide equal access to non-public transmission function information to all its transmission function customers, affiliated and non-affiliated, except in the case of confidential customer information (or other information permitted under the rules) or Critical Energy Infrastructure Information.

3.0 Expectations and Employee Training

3.1 Expectations – It is Ameren’s expectation that all employees and consultants will comply with the requirements specified in the Standards of Conduct and related implementing procedures and protocols, including the no-conduit rule and the reporting of violations.

3.2 Standards of Conduct

3.2.1 Ameren maintains its Standards of Conduct implementation procedures and related information on its Internet home page (www.ameren.com).

3.2.2 Training – All departments are identified in Ameren’s HRMS with a Standards of Conduct training code. Employees (excluding office technical and field and maintenance employees) working in a department designated for training must complete a Standards of Conduct Computer Based Training (“CBT”) training program as outlined below:

(1) New or transferred management employees to departments designated as requiring training must complete a CBT training program within 30 days their being hired or transferred.

(2) Management employees in departments designated for training must complete an annual refresher training program.

4.0 Enforcement - Ameren's business segments are subject to numerous and sometimes complex legal requirements. Employees are expected to understand these legal requirements in the context of performing their duties. Violations of FERC's rules can result in harsh corporate liability (up to \$1.3 million per day per violation) and severe employee consequences including discharge for serious violations.

5.0 Internal Self-reporting

5.1 Internal self reporting is an important component of Ameren's compliance program. It is Ameren's expectation that all employees and consultants will immediately report to the Compliance Team (Identified in Section 2.2) any compliance violation or activity that has the appearance of a violation. Questions or concerns related to any compliance activity or information disclosure should be immediately reported to a member of the Compliance Team. Employees may also use a separate compliance email address (compliance@ameren.com) for compliance communications.

5.2 Employees have the option of submitting reports of violations on a dedicated, confidential hotline and website: 1.877.Ameren0 (1.877.263.7360) and Ameren0.com.

6.0 Protocols – Protocols may be developed to address special issues or concerns and copies of these protocols are maintained by the Compliance Team and business line function to which the protocol applies.

7.0 Compliance Program Review – The schedule that follows is a listing of ongoing compliance activities to be completed by the Compliance Team. The schedule and activity list is intended to be flexible to meet a changing corporate and compliance environment. The schedule may be modified by the Compliance Team without making changes to this Compliance Program document unless the change is permanent.

7.1 During the 1st quarter of each year, the Compliance Team will:

7.1.1 Review the Standards of Conduct CBT and written training programs to verify their continued viability and to ensure they reflect the current rules.

7.1.2 The Compliance Team will review department training codes to assure they reflect the current organizational structure and access to information.

7.2 During the 2nd quarter of each year, the Compliance Team will:

7.2.1. Review the list of employees with access to the trading floors and transmission operations center for appropriateness.

7.3 During the 3rd quarter of each year a Compliance Team member will:

7.3.1 Notify appropriate employees and consultants to complete refresher Standards of Conduct training and ensure training was completed by the end of the calendar year. Per Section 358.4(e)(4) of the Standards of Conduct rules, copies of Ameren's Standards of Conduct procedures will be provided to all trained employees or, alternatively, such employees will be provided with an internet

link to a web site that contains Ameren's Standards of Conduct procedures.

7.4 During 4th quarter the Compliance Team will:

7.4.1 Review Standards of Conduct program, procedures and protocols to verify they are still relevant and consistent with the rules.

8.0 Analysis of Possible Information Disclosure

8.1 The Compliance Team member receiving notice of possible information disclosure will immediately verify that the appropriate Compliance Team members are aware of the possible disclosure and confirm receipt of notification with the person sending the notice.

8.2 The Chief Compliance Officer will make a determination whether there has or has not been a prohibited disclosure, determine posting requirements and identify necessary corrective actions such as retraining, implementation of new procedures, revised security, etc. The posting aspect of this plan should normally be completed within 1 business day of the receipt of the notice, and the corrective actions as soon as practicable, but may take longer than one day depending on the circumstances of the case. The Chief Compliance Officer also makes necessary external and internal notifications such as legal, security or internal audit depending on the circumstances of the case.

8.3 Compliance Team communicates the Chief Compliance Officer's findings with parties involved in the disclosure and the party initiating notice. This

communication should take place as soon as possible after the final decision is made by the Chief Compliance Officer.

- 8.4 Compliance Team implements any corrective actions developed by the Chief Compliance Officer.
- 8.5 For those cases where there was an inappropriate disclosure of information, all documents, corrective actions, postings, etc. related to the disclosure will be retained by the Compliance Team.
- 8.6 Unless waived by the individual, the confidentiality of the person providing notification of the potential violation will be maintained. However, Ameren reserves the right to provide the name of the individual upon request or order of FERC or any other government agency of jurisdiction.

9.0 Scope and Availability of Compliance Training

- 9.1 Ameren uses various compliance training techniques including CBT, written focused training material, and individualized training programs to promote compliance. Training is coordinated through Ms. Tamara Evey and any training requests should be directed to Ms. Evey.
- 9.2 All of Ameren's senior management personnel, referred to as the Ameren Leadership Team are required to complete the FERC Compliance Training program. Other employees are required to take this training depending on their access to information, job function and/or department affiliation. Supplemental training may be required for certain employees if their duties warrant it.

10 Compliance Record Retention

- 10.1 Title 18 Part 125.3 outlines the schedule of records and periods of retention that generally applies to the regulation of cost-based rates. Categories include corporate and general, IT management, general accounting records, insurance, operations and maintenance, plant and depreciation, purchase and stores, revenue accounting and collecting, tax, treasury, and a miscellaneous category.
- 10.2 Title 18 Part 358.7(f)(2) - Notices of any employee transfers between the Transmission Provider and the Marketing Affiliates must be posted and retained on an Internet website for 90 days.
- 10.3 Title 18 Part 358.7(h)(1) – Exchanges of certain Transmission Function Information as delineated in Section 358.7(h)(2) requires a record of the exchange be retained and the record must be retained for a period of five years. 14.4 Title 18 Part 358.7(i) – A Transmission Provider must post a notice of each waiver of a tariff provision granted in favor of an affiliate and maintain a log of the acts of waiver. The waiver records must be kept for a period of five years.

11.0 Appendix - Related Compliance Documents

11.1 Standards of Conduct Meeting Language

11.2 Standards of Conduct for Employees Changing Positions

11.1

The following Statement may be read before meetings in order to help ensure compliance with the rules and reduce the chance of an inadvertent disclosure of transmission function information. The statement can also be used as a handout to those attending meetings as an additional reminder.

Standards of Conduct Meeting Reminder Language

Ameren is subject to FERC rules which prohibit the sharing of transmission function information unless such information is disclosed to the public at the same time.

The Standards of Conduct restrict the Transmission Provider (owner or operator of the transmission system) from providing transmission function information to Marketing Function Employees (employees who engage in day-to-day marketing activities) unless the information is “simultaneously” disclosed to the public.

The term “transmission function information” includes, but is not limited to, information about available transmission capability, price, curtailments, storage, ancillary services, balancing, maintenance activity, capacity expansion plans or similar information. Non-Marketing Function Employees may have access to transmission information for business purposes but must comply with the no-conduit provision of the rule.

Complying with the no-conduit provision means not sharing Transmission Function Information with any Ameren employee/affiliate not otherwise authorized access to such information.

The topics and discussions at this meeting will comply with these rules including the “no conduit” rule. Is there anyone who does not understand the requirements of these rules?

If you have any other questions about these rules or there is a breach of the rules, contact Ameren’s Chief Compliance Officer for Standards of Conduct (John Rhea) or designee Tamara Evey.

**Standards of Conduct
Reminder for Employees Changing Positions**

1. Key card access to restricted areas (trading floor or transmission operations) need to reflect the new position effective the date of the move.
2. Distribution lists for recurring or group emails should be modified to reflect the new responsibilities. This will help eliminate inadvertent disclosure of prohibited information. If the employee receives any such emails after the move they should not open the email but contact the FERC Standards of Conduct Compliance Team.
3. Computer system access should be modified where necessary to reflect the new position and responsibilities effective the date of the move.
4. Where necessary, notice of the move should be provided to non-Ameren entities (e.g. MISO, etc.). This will help prevent inadvertent disclosures of restricted information.