

Chapter 10 - Appendix D

Preferred Plan and Resource Acquisition Strategy Approval¹

**Meeting of the
Board of Directors of
Union Electric Company
January 31, 2011**

Minutes of a meeting of the Board of Directors of Union Electric Company held at the General Office Building of the Company, Room 5B, 1901 Chouteau Avenue, St. Louis, Missouri, pursuant to due notice on January 31, 2011, at 12:00 p.m.

Present: Chairman Baxter and Directors
Cole,
Heflin,
Lyons
and
Sullivan,

constituting a quorum.

Also present were Steve M. Kidwell, Vice President, Corporate Development, and Ronald S. Gieseke, Assistant Secretary, of the Company, and Ajay K. Arora, Director, Corporate Planning, Ameren Services Company.

Mr. Baxter, the Chairman, President and Chief Executive Officer of the Company, presided, and Mr. Gieseke, Assistant Secretary of the Company, kept the minutes of the meeting.

The minutes of the meeting of the Board of Directors of Union Electric Company held on December 6, 2010, as previously sent to each member of the Board, were submitted. On motion duly adopted, said minutes were approved.

Chairman Baxter then asked Messrs. Arora and Kidwell to review the Ameren Missouri 2011 IRP Resource Acquisition Strategy which was provided in materials to the Directors in advance of the meeting. A discussion ensued.

¹ EO-2007-0409 – Stipulation and Agreement #38(C); EO-2007-0409 – Stipulation and Agreement #38(F) 4 CSR 240-22.070(11)(G); 4 CSR 240-22.070(10)

Following discussion, on motion duly made, seconded and unanimously adopted, it was

RESOLVED, that the Ameren Missouri 2011 IRP Resource Acquisition Strategy, as submitted to this meeting, be and hereby is approved; and that the Company and their officers be and hereby are authorized to do or cause or to be done all such acts and things as they may deem or desirable in connection with the Ameren Missouri 2011 IRP Resource Acquisition Strategy.

There being no further matters before the Board, the meeting was adjourned.

RONALD S. GIESEKE
Assistant Secretary

CERTIFIED COPY OF RESOLUTION ADOPTED BY
THE BOARD OF DIRECTORS OF
UNION ELECTRIC COMPANY
ON JANUARY 31, 2011

RESOLVED, that the Ameren Missouri 2011 IRP Resource Acquisition Strategy, as submitted to this meeting, be and hereby is approved; and that the Company and their officers be and hereby are authorized to do or cause or to be done all such acts and things as they may deem or desirable in connection with the Ameren Missouri 2011 IRP Resource Acquisition Strategy.

I hereby certify that the foregoing is a true and correct copy of resolution adopted by the Board of Directors of Union Electric Company on January 31, 2011 and that such resolution is still in full force and effect.

FEB 1 6 2011


Assistant Secretary

Compliance References

4 CSR 240-22.070(10)	1
4 CSR 240-22.070(11)(G)	1
EO-2007-0409 – Stipulation and Agreement #38(C).....	1
EO-2007-0409 – Stipulation and Agreement #38(F)	1