

**CERTIFIED RESOLUTION
OF
THE ONONDAGA COUNTY WATER AUTHORITY**

The undersigned, John V. Bianchini, being the duly appointed and qualified Secretary of the Onondaga County Water Authority ("OCWA"), a Public Benefit Corporation organized and existing under Title 7 of Article 5 of the Public Authorities Law of the State of New York, does hereby certify that the following resolutions were adopted at a duly conveyed meeting of the Board of OCWA at which a quorum was present, on the date set forth hereafter:

DATE: April 25, 2012

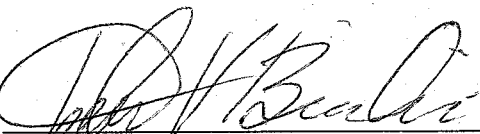
RESOLUTIONS:

RESOLVED, that the Deferred Compensation 457(b) Plan employee elected deduction includes a percent deduction or a flat dollar deduction; and it is further

RESOLVED, that the Executive Director is hereby authorized to execute the Deferred Compensation 457(b) Plan employee elected deduction to include a percent deduction or a flat dollar option for each deduction.

The undersigned further certifies that said Resolutions have not been revoked or rescinded.

Date: 4/25/12



John V. Bianchini, Secretary