

**RESOLUTION ADOPTING AGENCY'S
CORPORATE GOVERNANCE PRINCIPLES**

WHEREAS, the State of New York did, in January 2006, adopt the Public Authorities Accountability Act of 2005 which imposed certain additional responsibilities on public authorities such as the Onondaga County Resource Recovery Agency, and

WHEREAS, among those additional obligations in this new law is a requirement that public authorities such as OCRRA establish a Governance Committee "to keep the Board informed of best governance practices; to review corporate governance trends; to update the authority's corporate governance principles, and to advise appointing authorities on the skills and experiences required of potential Board members," and

WHEREAS, the Agency did by Resolution No. 1444 of September 14, 2005 establish a Governance Committee as a "committee of the whole," which committee has met several times and developed the attached proposed Governance Principles for use by our Agency, and

WHEREAS, the Governance Committee recommends that the attached proposed Governance Principles be adopted by our Board and be annually reviewed and updated, as needed, now therefore be it

RESOLVED, that the Onondaga County Resource Recovery Agency does hereby adopt and approve for use by the Agency Board and management the attached proposed Corporate Governance Principles as developed by the Agency's Governance Committee. This Resolution shall take effect immediately.

Resolution Adopted Date: July 12, 2006

Vote: Ayes 11 Nays 0 Abstentions 0

Signed: _____

WJB/pe
Attachment