



Board of Directors

931 Yonge Street
Toronto M4W 2H2

Appendix A

SECRETARY'S CERTIFICATE

I HEREBY CERTIFY that the foregoing is a true copy of a Resolution passed by the Board of Directors of the Toronto Community Housing Corporation on the 7th day of May, 2008, which Resolution was duly enacted in the manner authorized by law and in conformity with the constating documents of the Corporation and that this Resolution has not been amended and continues to be in full force and effect.

Report: 2007 Toronto Community Housing Corporation Financial Statements & Audit Results (TCHC: 2008-45)

The Board of Directors resolved to:

- (1) receive the attached 2007 Toronto Community Housing Corporation Financial Statements and the report from the Auditor entitled "Toronto Community Housing Corporation, Audit Results – Year Ended December 31, 2007";
- (2) approve the 2007 Toronto Community Housing Corporation Financial Statements, and that two directors be authorized to sign the Balance Sheet on behalf of the Board;
- (3) forward the signed Audit Report, Financial Statements and related items to the Shareholder as part of the annual reporting to the Shareholder;
- (4) authorize the appropriate Toronto Community Housing Corporation officials to take the necessary action to give effect thereto; and made a further recommendation (5);
- (5) that staff be requested to liaise with the City Manager of the City of Toronto to continue the process of formalizing an agreement on the processing of the outstanding receivable of approximately \$20 million, noted in the Auditors report.

DATED at the City of Toronto this 14th day of May, 2008

Elora Nichols
Board Secretary
Toronto Community Housing Corporation