



Board of Directors

931 Yonge Street
Toronto M4W 2H2

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 13th day of December, 2011, 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: 2010 TORONTO COMMUNITY HOUSING CORPORATION FINANCIAL STATEMENTS
TCHC:2011-94**

The Board of Directors resolved to:

- (1) receive the attached 2010 Toronto Community Housing Financial Statements;
- (2) approve the 2010 Toronto Community Housing Financial Statements, and authorize two directors to sign the Balance Sheet on behalf of the Board of Directors;
- (3) forward the signed Financial Statements to the Shareholder as part of the annual reporting to the Shareholder and for purposes of Toronto Community Housing's Annual General Meeting; and
- (4) authorize the appropriate Toronto Community Housing officials to take the necessary action to give effect to the above recommendations.

DATED at the City of Toronto this 13th day of January, 2012.

Marta Asturi
Assistant Corporate Secretary
Toronto Community Housing Corporation