

APPENDIX 28

**SAMPLE SECRETARY'S CERTIFICATE AND FORMATS FOR
RESOLUTIONS**

Practical Advice Note: There is no universal form of Secretary's certificate. However, most such certificates would be similar in format and contain similar provisions to those indicated below.

Document 1
Sample Secretary's Certificate

Secretary's Certificate

I, _____, Secretary of [insert name of organization], a [insert name of state] corporation, do hereby certify that the resolution [select: set forth above, set forth below or attached hereto as Exhibit A] is a true and accurate copy of a resolution adopted by the board of directors of [insert name of organization] [select: at a duly called meeting of the board on [insert date], or in a duly executed action by written consent without a meeting effective [insert date]].

I further certify that said resolution has not been rescinded, amended, or modified and is in full force and effect as of the date hereof.

In witness whereof, I have executed this certificate this _____ day of _____ [and affixed the organization's seal].

[Signature]
[Name], Secretary
[Name of Organization]

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M Carnoy



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