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March 12, 2024

To: Environmental Protection Agency  
Washington, DC

Re: Climate Pollution Reduction Grants Program: Implementation Grants General  
Competition  
Notice of Funding Opportunity (NOFO): Request for Applications  
FUNDING OPPORTUNITY NUMBER: EPA-R-OAR-CPRGI-23-07

Ladies and Gentleman:

I am General Counsel and an employee of the Boston Housing Authority ("BHA"), a public body corporate and politic, organized and existing under the laws of Commonwealth of Massachusetts. I have been requested by the BHA to deliver this opinion in accordance with and pursuant to the Environmental Protection Agency's ("EPA") NOFO, EPA-R-OAR-CPRGI-23-07.

#### Laws and Instruments Reviewed

In preparing this opinion, I have examined and reviewed Massachusetts General Laws Chapter 121B, as amended; Chapter 88 of the Acts of 1989 as amended by Chapter 139 of the Acts of 2013 and Chapter 373 of the Acts of 2018; and Code of Massachusetts Regulations Title 760 (the "Laws").

Further, I have reviewed a certificate of the Commonwealth of Massachusetts, Secretary of the Commonwealth regarding the BHA ("Certificate").

#### Assumptions

The Opinions expressed herein are subject to the following assumptions, in addition to the assumptions and qualifications set forth elsewhere herein:

1. The Laws were validly enacted by the Commonwealth of Massachusetts.
2. No court with competent jurisdiction has struck down or ruled that the Laws are unconstitutional.

3. The Certificate reviewed by me is an accurate, true, complete, and correct copy of the original thereof and all factual warranties, representations, and statements made in the Certificate are accurate, true, and correct.
4. Each of the individuals executing the Certificate has the requisite legal capacity and all the signatures are genuine.
5. There are no oral or written modifications or amendments to the Certificate.
6. The BHA has not been dissolved.

I have made no investigation of the facts or law underlying the foregoing assumptions but nothing has come to my attention that would provide me with knowledge that I am not justified in making such assumptions. I have made no investigation regarding the accuracy or completeness of any documents, records, instruments, letters, or other writings examined by me, or the accuracy of any warranties, representations, and statements of fact contained therein, and I express no opinion regarding the same.

#### Opinions

Based upon, and subject to, the assumptions set forth above and subject to the assumptions, qualifications, exceptions, and limitations set forth in this opinion, I am of the opinion that:

1. The BHA is a Massachusetts public body, corporate and politic, created pursuant to the Laws.
2. The BHA is accountable to the Commonwealth of Massachusetts, through its Department of Housing and Community Development (now known as the Executive Office of Housing and Livable Communities), pursuant to M.G.L. Chapter 121B, as amended, and Code of Massachusetts Regulations Title 760.
3. The BHA is accountable to the City of Boston, Massachusetts pursuant to Chapter 88 of the Acts of 1989, as amended.
4. To the extent that I have relied upon the certifications of other persons in preparing this opinion, or the written statements or opinions of other counsel, I have attached to this opinion a copy of each such certification, statement, or opinion at Exhibit A.

#### Qualifications

The foregoing opinion is subject to the following qualifications:

1. I express no opinion as to the truth or accuracy of any warranties, representations, or statements of fact contained in any documents reviewed by me, including, but not limited to, the Certificate.
2. No opinion is given herein as to any laws regulating the business of any parties other than the BHA.
3. Whenever my opinion herein is qualified by the phrases “to my knowledge,” “known to me,” “my attention,” or words of similar import, it is intended to indicate that the current actual knowledge of myself (and not to the knowledge of the BHA generally) is not inconsistent with that portion of the opinion that such phrases qualify. I have made no independent investigation with respect to such matters.
4. The opinions set forth are based solely upon the laws and regulations of the State and federal law, and the state of facts in effect on the date hereof. Nothing herein shall be construed to be an opinion as to the applicability or effect of the laws of any other jurisdiction.
5. This opinion speaks only as of the date of its delivery. I have no obligation to advise the recipients of this opinion, or anyone else, of any matter of fact or law thereafter occurring, whether or not brought to our attention, even though that matter affects any analysis or conclusion of this opinion.
6. The opinion is limited to the matters expressly set forth herein, and no opinion is to be inferred or may be implied beyond the matters expressly so stated.

This opinion letter has been provided solely for the benefit of the addressee, at its request, and no other person or entity shall be entitled to rely hereon without my express written consent. This opinion letter shall not be quoted in whole or in part, used, published, or otherwise referred to or relied upon in any manner, including, without limitation, in any financial statement or other document.

Sincerely,

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Constantine (Dean) Papademetriou  
General Counsel

Exhibit A

Certificate of the Commonwealth of Massachusetts, Secretary of the Commonwealth regarding the BHA (attached hereto).