



Tha Chhan
Executive Director

Board of Commissioners
Mony Var, Chairperson
Rodney Elliott, Vice Chairperson
Philip L. Shea
Joannie Bernes
Matt Marr

March 28, 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 Gentlemen:

I am General Counsel of the Lowell Housing Authority ("LHA"), a public body corporate and politic, organized and existing under the laws of Commonwealth of Massachusetts. I have been requested by the LHA 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; and Code of Massachusetts Regulations Title 760 (the "Laws").

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 LHA 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 LHA is a Massachusetts public body, corporate and politic, created pursuant to the Laws.
2. The LHA 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.

Qualifications

The foregoing opinion is subject to the following qualifications:

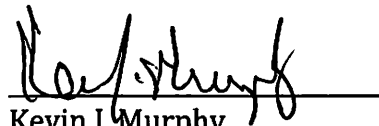
1. I express no opinion as to the truth or accuracy of any warranties, representations, or statements of fact contained in any documents reviewed by me.
2. No opinion is given herein as to any laws regulating the business of any parties other than the LHA.
3. Whenever my opinion herein is qualified by 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 LHA 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,

A handwritten signature in black ink, appearing to read "Kevin J. Murphy", is written over a horizontal line.

Kevin J. Murphy
General Counsel