



TOWN OF BROOKLINE

Massachusetts

OFFICE OF TOWN COUNSEL

JOE CALLANAN, *Town Counsel*
JOHN MORESCHI, *First Assistant Town Counsel*
JOHN J. BUCHHEIT, *Associate Town Counsel*
JONATHAN SIMPSON, *Associate Town Counsel*
MICHAEL DOWNEY, *Associate Town Counsel*

I, Joseph Callanan, duly appointed legal counsel for the **Town of Brookline** hereby certify that:

1. The **Town of Brookline** is validly organized and existing under and by virtue of the laws of the Commonwealth, has full power and authority to own its properties and carry on its business as now conducted, and has full power and authority to execute, deliver and perform its obligations under the Project Scope and Budget Agreement, and any amendments thereto, between the **Town of Brookline** and the Massachusetts School Building Authority for the Proposed Project at the John R. Pierce School (the "Project Scope and Budget Agreement") and all other related documents.

2. The **Town of Brookline** has duly obtained all necessary votes, resolutions, authorizations, appropriations, orders, and voter approvals, in accordance with the formats prescribed by the Authority, and has taken all actions necessary or required by law to authorize the execution and delivery of the Project Scope and Budget Agreement, and any amendments thereto, and to perform the obligations of the **Town of Brookline** under the Project Scope and Budget Agreement and any amendments thereto.

3. The Project Scope and Budget Agreement, and any amendments thereto, constitute a valid and binding obligation of the **Town of Brookline**, enforceable in accordance with its terms, except as such enforceability may be limited by bankruptcy, insolvency, moratorium, reorganization or other laws heretofore or hereafter enacted and general equity principles.

4. The following elected or appointed governmental officer(s) and/or governmental body has the full legal authority under the laws of the Commonwealth of Massachusetts and all applicable local charters, ordinances, by-laws, and policies to execute and deliver the Project Scope and Budget Agreement, and any amendments thereto, on behalf of the **Town of Brookline** and to bind the **Town of Brookline** to its terms and conditions:

Pursuant to the votes of the Select Board, School Committee and Building Commission of the Town of Brookline, certified records of which accompany this certification, such legal authority has been granted to the Town Administrator of the Town of Brookline.

Town Administrator
333 Washington Street
Brookline, MA 02445
617-730-2200
ccarey@brooklinema.gov

5. The following elected or appointed governmental officers and/or governmental bodies have the full legal authority under the laws of the Commonwealth of Massachusetts and all applicable local charters, ordinances and by-laws to make final, binding decisions on behalf of the **Town of Brookline** with respect to the Proposed Project described in the Project Scope and Budget Agreement and any amendments thereto.

Pursuant to the votes of the Select Board, School Committee and Building Commission of the Town of Brookline, certified records of which accompany this certification, such legal authority has been granted to the Town Administrator, the Superintendent and the Project Administrator.

Town Administrator
Town of Brookline
333 Washington Street
Brookline, MA 02445
617-730-2200
ccarey@brooklinema.gov

Superintendent
Public Schools of Brookline
333 Washington Street
Brookline, MA 02445
617-730-2401
linus_guillory@psbma.org

Project Administrator
Building Department
333 Washington Street
Brookline, MA 02445
617-730-2044
tguigli@brooklinema.gov

I hereby further certify that, to the best of my knowledge and belief, the above-listed certifications are true, complete and accurate.

IN WITNESS WHEREOF, signed this _____ day of _____, _____

Name (Print or Type)

Office/Title (Print or Type)