



Wendy K. Venoit

Member

Boston, New York

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Practice Areas

- Construction Law
- Infrastructure
- International Arbitration

Industry Sectors

- Climate Change
- Real Estate & Construction
- Renewable Energy

Education

- Elisabeth Haub School of Law at Pace University, J.D., *magna cum laude*, 1996
- College of the Holy Cross, B.A., 1993

Bar Admissions

- New Hampshire
- New Jersey
- New York
- Massachusetts
- Connecticut

Court Admissions

- U.S. Supreme Court
- U.S. District Court -- New Hampshire
- U.S. District Court -- New Jersey
- U.S. District Court -- Eastern District of New York
- U.S. District Court -- Northern District of New York
- U.S. District Court -- Southern District of New York
- U.S. District Court -- Massachusetts
- U.S. District Court -- Connecticut
- U.S. District Court -- Central District of Illinois
- U.S. Court of Appeals for the Third Circuit
- U.S. Court of Appeals for the Second Circuit
- U.S. Court of Appeals for the First Circuit
- U.S. Court of Federal Claims

Affiliations

ABA Forum on Construction Law; former Chair of the Forum; former Membership Committee and International Construction Committee Chair; and former Governing Committee Member

American College of Construction Lawyers (ACCL), Fellow; 2023-2026 Board of Governors; former International Law Committee Chair; ACCL 2023 Annual Meeting

Wendy has more than 25 years of experience as a construction lawyer and arbitration advocate whose practice focuses on representing contractors and owners in litigation and arbitration of construction disputes. Wendy has extensive first chair experience in domestic and international construction disputes, including litigation in state and federal forums and mediation and arbitration before the AAA, JAMS, LCIA, ICDR and ICC. She is also regularly asked to counsel clients with respect to ongoing construction projects (serving as project counsel) to draft and negotiate contracts, interpret contract terms, assert and defend claims, and resolve disputes so as to avoid litigation.

Wendy has counseled clients and served as lead trial/arbitration counsel in a number of domestic and international arbitrations and lawsuits involving construction projects. These have included renewable energy (offshore wind, hydroelectric, and solar power), oil and gas facilities (refineries, upgraders, and terminals), infrastructure and transportation projects, traditional power plants, and vertical construction projects. As an advocate, Wendy has litigated before state and federal forums throughout the United States and arbitrated cases administered by the AAA, JAMS, ICC, ICDR and the LCIA, as well as ad hoc arbitrations. Several of these disputes have involved mega projects with amounts in controversy of more than \$1 billion. Most recently Wendy achieved an arbitration award of more than \$237 million (including all attorney's fees and costs) on behalf of her client in an international arbitration administered by the ICDR involving the wrongful termination for cause of a combined cycle power plant project.

Wendy also regularly sits as an arbitrator in domestic and international construction arbitrations and is part of the AAA panel of construction arbitrators, the AAA Mega Projects Panel, the ICDR panel of international arbitrators, the CPR Distinguished panel of neutrals, the LCIA panel of arbitrators and is a member, Chartered Institute of Arbitrators.

Prior to joining the firm, she was a partner in the Construction & Public Contracts group of Hinckley Allen. She was also the vice president, general counsel, and secretary for Suffolk Construction Company, Inc. In that role, she provided legal advice to the executive committee, corporate departments, and regional management; oversaw the negotiation of the company's largest construction management agreements; proactively worked with management to identify risk on construction projects and implement risk mitigation plans; managed and worked with outside counsel on litigation matters; and generally handled all legal matters for the corporation.

Wendy is recognized for Construction Law and Litigation – Construction in the International Who's Who of Construction Law, Hartford Business Journal Who's Who of Construction Law. She was recently named a 2021 Massachusetts Lawyer of the Year for her achievement of one of the largest arbitration awards in Massachusetts history.

Wendy earned her bachelor's degree from the College of the Holy Cross and her law degree, *magna cum laude* and graduated valedictorian, from Pace University School of Law.

Experience

Serving as project counsel to international Developer of the first commercial scale offshore wind

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Chair

American Arbitration Association (AAA), AAA Board Council; Construction Panel Member; ICDR Panel Member; Mega Projects Panel Member; former National Dispute Resolution Committee Co-Chair

Chartered Institute of Arbitrators, Board Member North American Branch; Boston Chapter Co-Chair

International Bar Association (IBA), International Construction Projects Group Member

International Centre for Dispute Resolution, Neutral and International Advisory Committee Member

National Academy of Construction, Fellow

Professional Women in Construction, Connecticut Chapter, Founder; former President, Treasurer, and Secretary

Women in Construction, Board Member

Girl Scouts of America, National Board Development Committee Member

The Moles

Construction SuperConference, Educational Advisory Member

Awards & Honors

- International Who's Who of Construction Law, 2013-2014, 2016-2024
- *Chambers USA* for Construction Law 2022-2024, Band 1. This award is conferred by Chambers & Partners. A description of the selection methodology can be found here. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.
- MS Society, Connecticut Chapter, "Corporate Achiever" Award, 2008
- Hartford Business Journal Who's Who of Construction Law, "40 under Forty," 2007
- Connecticut Law Tribune New Leaders of the Law Award for "Development of the Law," 2005
- Massachusetts Lawyer of the Year, 2021
- Massachusetts Super Lawyer. This award is conferred by Super Lawyers. A description of the selection methodology can be found here. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.
- *Massachusetts Lawyers Weekly*, Go To Construction Lawyer, 2023
- Lexology Index, Thought Leaders Construction, 2025

Project to be constructed in the U.S. Wendy supports the inhouse legal and contracts teams with respect to contracting and legal issues and disputes arising on the Project, including alternative dispute resolution proceedings under the various package contracts.

Serves as counsel to international Contractor and vessel owner regarding various offshore wind projects it is constructing in the U.S., providing legal and construction contracting advice regarding contracts governed by New York law.

Serving as lead trial counsel to Design-Build contractor in pursuit of over \$100 million in claims against a public agency in U.S. federal district court arising out of a PTC/ATC installation project on commuter rail lines.

Served as project counsel, and lead arbitration advocate, for a Spanish EPC contractor in pursuing more than \$700 million in claims against the project owner arising out of the construction of a 657 MW combined cycle power plant in Salem, Mass. When the owner wrongfully terminated the EPC contract when the plant was more than 98% complete. Wendy immediately commenced arbitration and succeeded in implementing the emergency arbitrator process of the ICDR International Rules to enjoin the owner from drawing down on the contractor's \$140 million letter of credit and also rebuffed the owner's attempts to enjoin the arbitration proceeding and to vacate the emergency arbitrator's interim award in New York State Court. The owner's counterclaims in the arbitration were valued in excess of \$250 million (bringing the overall disputed amount to more than \$1 billion), and the matter proceeded to a 19 day "all virtual" arbitration hearing in Q1 of 2021. Wendy demonstrated that the owner's termination of the EPC contract was wrongful and achieved a \$237 million arbitration award in her client's favor, including 100% of attorney's fees and costs incurred to prosecute the arbitration. The award was confirmed by the New York Supreme Court on December 23, 2021. Wendy also filed and prosecuted mechanic's lien and judgment lien proceedings in Massachusetts state court to enforce the arbitration award and judgment.

Served as lead arbitration and trial counsel for a Spanish EPC contractor in disputes with several subcontractors and its project designer. Two of those disputes went to full hearing and award before ICDR Tribunals, each of which involved claims in excess of \$60 million and involved six weeks of arbitration hearings; the remainder were resolved favorably short of hearing.

Represented a four-member JV in the bid and negotiation of the design build contract for the Green Line Extension Project, a \$1.3 billion public infrastructure project in Greater Boston. After the contract was awarded to the JV, Wendy continued as project counsel to the JV, supporting the project team regarding disputes and other legal issues that arose during the course of the project. Wendy also supported the project team in DRB proceedings and mediation, and drafted the form subcontracts, incorporating the flowdown provisions of the prime contract. Wendy also negotiated the subcontract with a key subcontractor responsible for construction of the station work for the project.

Represented an EPC contractor in pursuing £330 million in breach of contract, variation, and delay claims against the project owner arising out of the construction of a 550 MW offshore wind farm in the North Sea off the coast of the United Kingdom, one of the first so-called "Phase 2" (deep water) wind farms and the largest offshore wind farm of its kind ever built. The claims arose out of alleged variations to the welding and non-destructive testing (NDT) code requirements the project owner imposed on the contractor, and the project owner asserted counterclaims for alleged fabrication defects, ranging in value from £140 million to £330 million. The case involved highly technical issues surrounding welding codes, NDT codes, and the structural integrity of the foundations for 140 individual wind turbine generators. Wendy's involvement began shortly after offshore installation began in 2009 (when the disputes first arose). She served as project counsel to the EPC Contractor through the conclusion of construction, and then continued as lead arbitration counsel for 8+ weeks of hearings in London. The

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arbitration was administered by the LCIA, and was conducted using the LCIA International Arbitration Rules.

Represented the EPC contractor (a subsidiary of Fluor Enterprises) in prosecuting claims against General Electric and the project owner (Hovensa LLC) for wrongful termination and numerous extra work claims. The project involved the construction of a power recovery train at the Hovensa Refinery in St. Croix, USVI. The EPC Contract was divided into “onshore” (construction) and “offshore” (engineering & procurement) components. This arbitration was conducted as a “baseball arbitration” using the ICDR international rules. After five weeks of hearings and a bifurcated proceeding, Wendy had the termination declared wrongful and obtained a multimillion-dollar award in favor of the EPC Contractor, which was subsequently confirmed by the U.S. District Court for the Southern District of New York.

Represented the EPC contractor in prosecuting \$700 million in claims against a project owner (a joint venture of PdVSA and two international oil companies) for differing site conditions, extra work, force majeure, delays, and disruptions arising out of the construction of a \$1+ billion crude oil upgrader in Venezuela. Wendy was retained near the start of construction as project counsel, then served as an arbitration advocate through multiple arbitration hearings seated in New York and conducted under the ICC international arbitration rules. The project was the last upgrader to be built in the area during the Chavez regime, the contractor encountered numerous labor issues, force majeure events, and then a National Strike that shut down the country for more than two months. The case settled very favorably after seven weeks of hearings. The arbitration was conducted under the ICC International Arbitration Rules and was administered by the ICC, applying Venezuelan law.

Obtained a full defense verdict, plus fees and costs, and pursued counterclaims for an EPCM contractor facing £250 million in claims by the project owner (a quasi-governmental entity in Lithuania) for fraud, negligence, and breach of contract for cost overruns and delays arising out of the construction of an oil terminal in the Baltic Sea, off the coast of Lithuania. The oil terminal was strategically important because Lithuania had (then) recently gained its independence from the USSR and did not want to be dependent upon Russian oil, but the fledgling government lacked the financing to begin construction. The arbitration was conducted under the ICC International Arbitration Rules and was administered by the ICC, applying English law. The decision was confirmed by the full ICC Court of International Arbitration.

Represented Suffolk Construction Company in claims against the project owner arising out of the construction of the Frost Museum of Science in Miami. Suffolk had been terminated for convenience by the owner, who refused to pay the termination for convenience payment (valued at approximately \$5 million). The owner counterclaimed for liquidated damages, incomplete work, and cost overruns that it attributed to Suffolk. The dispute settled prior to the start of arbitration hearings.

Represented Suffolk in a lawsuit filed against the owner’s design team, including the lead architect, the conceptual architect, and various design consultants who had developed the design and construction documents for the Frost Museum of Science in Miami. The matter was settled favorably for Suffolk in the month before the trial hearings were scheduled to begin. The matter required numerous depositions, extensive document discovery, and significant pleading/motion practice.

Defended Yale University against claims by a construction manager arising out of the renovation of a historical residential college on the campus. The CM alleged entitlement to extensive cost overruns on the project allegedly incurred due to unanticipated conditions in the 100+ year old building. The dispute involved approximately \$9 million in claims and \$5 million in counterclaims.

Defended an EPC contractor against \$8 million in claims asserted by a mechanical subcontractor for extra work, delays, and disruptions incurred in the construction of a mercury removal system at an

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existing coal-fired power plant in Bridgeport, Conn. The dispute involved more than 300 individual change order requests, as well as claims for delays and disruptions caused by the alleged late supply of design documents.

Defended a project owner (a utility company) against claims by a contractor arising out the refurbishment of a 1912 hydroelectric power plant in Millers Falls, Mass., on the Connecticut River. The contractor sought payment for extra work and delays, and the project owner counterclaimed for defects in the refurbished turbine installation. The case involved highly technical vibration analysis and other technical issues and lasted approximately two years (including seven weeks of hearings) before a AAA panel. The matter settled after hearings concluded but before an award was issued.

Represented a curtainwall contractor in pursuing \$5 million in claims against the OCIP professional liability carrier arising out of the construction of the Goldman Sachs Building in Jersey City, NJ. The contractor's design was defective in that it allowed the exterior decorative railwork to detach and fall hundreds of feet to the ground. The OCIP professional liability carrier denied coverage on the grounds that the professional liability policy was not intended to cover the contractor's claims and could only be triggered by a claim by the owner. Wendy also pursued separate claims for insurance coverage from the contractor's own professional liability carrier in U.S. District Court in New Jersey. That carrier had denied coverage on the grounds that "other insurance" was available to the insured.

Defended an EPC contractor (Shaw Group) against wrongful termination, non-payment, extra work, and delay and disruption claims asserted by the mechanical and electrical subcontractors arising out of the construction of a Power Plant built within the confines of the Sunoco Refinery Complex in Marcus Hook, Pa. That case settled prior to trial.

Obtained a multimillion-dollar decision in favor of an EPC contractor defending against breach of contract and breach of warranty claims, and pursuing claims for extra work, arising out of an Alliances Agreement to relocate and construct chemical facilities throughout the Southeastern United States. The dispute centered on the interpretation of the warranty provisions of the contract, CCIP program credits and the interpretation of design documents.

Counseled an Australian telecommunications contractor regarding its disputes with the MBTA arising out of the planned installation of wifi on the Massachusetts Commuter Rail. The disputes involved lease agreements and compliance with public bidding laws.

Counseled an Italian contractor regarding disputes with a public authority arising out of the installation of Positive Train Control (PTC) in the Northeast transit corridor.

Represented a design-build contractor in the preparation and prosecution of claims against the U.S. Army Corps of Engineers, and the defense of subcontractor claims, arising out of the construction of a decentralized boiler plant at an existing VA hospital facility. (U.S. Court of Federal Claims).

Represented a design-build contractor in the defense and prosecution of claims against various subcontractors arising out of the construction of an Army Reserve facility in Puerto Rico. All claims were resolved prior to commencement of arbitration hearings. (AAA Arbitrations, Connecticut).

Served as project counsel to a utility regarding claims and disputes arising from the construction of an LNG plant in Connecticut; all claims resolved favorably and without the need for litigation or arbitration.

Served as project counsel to a utility regarding claims and disputes arising from the construction of an LNG plant in Connecticut; all claims resolved favorably and without the need for litigation or arbitration.

Defended a contractor against professional liability and liquidated damages claims, and prosecuted builders risk insurance coverage claims, arising out of an HRSG collapse on a power project in the

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Northeast United States. (Conn. Superior Court).

Defended a Design-Build contractor against breach of contract claims initiated by a subcontractor arising from a federal prison project in Brooklyn, New York. The claims were tried before a jury in the U.S. District Court for the Eastern District of New York. (U.S. District Court, EDNY).

Represented an EPC contractor in the prosecution of indemnity and force majeure claims against the owner of an LNG terminal in Texas. The matter settled prior to the commencement of hearings. (AAA Arbitration, Houston, TX).

Represented a Canadian contractor in the prosecution of breach of contract and delay/disruption claims arising from the construction of a power plant in China. The matter settled favorably prior to trial. (U.S. District Court, D. N.J.).

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