

Construction Laws and Customs: Rhode Island

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A Q&A guide to construction projects in Rhode Island. This Q&A addresses state law and custom relating to public and private construction projects, including prompt payment laws, retainage, project delivery systems, contract forms and commonly negotiated terms, warranties, and licensing requirements for construction professionals. It also addresses payment and performance bonds, including any applicable “Little Miller Act” statutes, construction statutes of limitation and repose, pleading requirements, and the enforceability of specific clauses such as liquidated damages, limitations of liability, and no-damages-for-delay. Answers to questions can be compared across a number of jurisdictions (see [Construction Laws and Customs: State Q&A Tool](#)).

Prompt Payment Acts and Retainage

1. Does your state have any statutes governing the timing of payments to contractors or subcontractors on publicly owned or financed construction projects? If so, what do those statutes require regarding:

- Payments by owners to prime contractors?
- Payments by prime contractors to subcontractors?
- Penalties for failure to comply with requirements of the statute?
- A contractor’s right to stop work for failure to receive payment?

The Rhode Island Prompt Payment Act (R.I. Gen. Laws §§ 42-11.1-1 to 42-11.1-16) governs times for payments on publicly owned or financed construction projects. The Prompt Payment Act applies to bills incurred by any department in the executive, legislative, or judicial branches of state government with limited exceptions (R.I. Gen. Laws §§ 42-11.1-2(10) and 42-11.1-14(a)).

Rhode Island’s Prompt Payment Act does not apply to:

- Contracts that involve payment from third parties.
- Entities that receive state funds from any intermediary organization other than a state agency.

(R.I. Gen. Laws § 42-11.1-14(a)(4), (a)(5).)

Payments by Owners

Any state agency that awards a contract for construction must pay the prime contractor within 30 calendar days after receiving a proper invoice unless the contract otherwise dictates the dates for periodic payments (R.I. Gen. Laws § 42-11.1-3(a)).

These requirements do not apply to contracts awarded by the Rhode Island Department of Transportation (RIDOT) unless the subcontractor provides a payment and performance bond equal to the subcontract amount (R.I. Gen. Laws § 42-11.1-3(c)).

Payment by Prime Contractors

In any construction contract with a state agency, prime contractors must pay subcontractors within seven days of receipt of payment from the state agency. The prime contractor may setoff this payment by:

- The amount of any outstanding, legally enforceable, unpaid debts owed by the subcontractor to the prime contractor.
- Any amount the contractor is entitled to withhold under the terms of the contract.
- An amount the contractor or subcontractor had previous knowledge or notice of, or reason to believe is owed by the subcontractor to the contractor under:
 - a statutory obligation; or
 - an enforceable lien.

(R.I. Gen. Laws § 42-11.1-3(b).)

These requirements do not apply to contracts awarded by the RIDOT unless the subcontractor provides a payment and performance bond equal to the subcontract amount (R.I. Gen. Laws § 42-11.1-3(c)).

Penalties for Failure to Comply

If a Rhode Island agency does not make a required payment to a contractor within 30 days of receipt of the prime contractor's invoice, then the agency must pay interest to the prime contractor (R.I. Gen. Laws § 42-11.1-5(a), (b)). Interest accrues:

- For the term:
 - beginning on the date after the required payment date; and
 - ending on the day a proper invoice was approved for payment by the controller's office.

(R.I. Gen. Laws § 42-11.1-6(a).)

- At a rate equal to the prime interest rate as reported by the Wall Street Journal (R.I. Gen. Laws § 42-11.1-6(d)).
- Compounding every month that the required payment is due and unpaid (R.I. Gen. Laws § 42-11.1-6(e)).

Acceptance of payment by a prime contractor does not waive any interest owed by the Rhode Island agency to the prime contractor (R.I. Gen. Laws § 42-11.1-10).

Interest is payable unless:

- The Rhode Island controller determines there is reasonable cause to believe payment may not properly be due.
- Under specific statutory or contractual provisions, payment must be preceded by an inspection or audit to determine the resources applied or used by the prime contractor.

- The necessary budgetary appropriation required to authorize payment is yet to be enacted.
- The balance of the payment fund is insufficient to finance the payment.
- The federal government must, under the circumstances, review the invoice before payment.
- The deliverables and services have not been rendered in compliance with the terms of the contract.
- The payment date was modified by the agency within five days of receiving the invoice when notifying the prime contractor of defects in the work.

(R.I. Gen. Laws § 42-11.1-5(b).)

Right to Stop Work

The Rhode Island Prompt Payment Act does not provide a statutory right for the prime contractor or subcontractors to stop work.

For more information, see [Prompt Payment Acts \(Private Projects\): State Comparison Chart](#) and [Prompt Payment Acts \(Public Projects\): State Comparison Chart](#).

2. Does your state have any statutes governing the timing of payments to contractors or subcontractors on privately owned construction projects? If so, what do those statutes require regarding:

- Payments by owners to prime contractors?
- Payments by prime contractors to subcontractors?
- Penalties for failure to comply with the requirements of the statute?
- A contractor's right to stop work for failure to receive payment?

Rhode Island does not have a statute governing the timing of payments to contractors or subcontractors on privately owned construction projects.

For more information, see [Prompt Payment Acts \(Private Projects\): State Comparison Chart](#) and [Prompt Payment Acts \(Public Projects\): State Comparison Chart](#).

3. If your state does not have a prompt payment act, what is the custom and practice regarding:

- Timing of payments by owners to prime contractors?
- Timing of payment by prime contractors to subcontractors?
- Payment of interest on late payments?
- A contractor's right to stop work for failure to receive a payment?

Payments by Owners

The timing of payments by owners to prime contractors is governed by the parties' contract.

Payment by Prime Contractors

The timing of payments by prime contractors to subcontractors is governed by the parties' contract.

Penalties

Penalties, such as the right to interest on late payments, are governed by the parties' contract.

Right to Stop Work

Rhode Island does not provide prime contractors or subcontractors with a statutory right to suspend work due to nonpayment, but under certain circumstances, Rhode Island courts have held that an owner's failure to make required payments constituted a material breach that excused the contractor's further performance (see, e.g. *Premier Land Development, LLC v. Kishfy*, 287 A.3d 19 (R.I. 2023)). Accordingly, a contractor's right to suspend or stop work for nonpayment is generally governed by the terms of the parties' contract.

4. If your state does not regulate the timing of payments to subcontractors, are there any statutory or common law restrictions on the flow down of payments to subcontractors, such as prohibiting "pay-if-paid" or "pay-when-paid" clauses?

The Rhode Island Prompt Payment Act regulates the timing of payments to subcontractors for public construction contracts (see Question 1: Payment by Prime Contractors). Rhode Island does not regulate the timing of payments to subcontractors in private construction contracts.

Rhode Island common law does not ban "pay-if-paid" or "pay-when-paid" clauses.

At least one Rhode Island court has held that a "pay-when-paid" clause represents an affirmative defense that a defendant must set out in the pleadings stage of any litigation, under Rule 9(c) of the Rules of Civil Procedure (*Advantage Glass Co. v. SBER Royal Mills Cotton Shed LLC*, 2010 WL 1830497, *1 (R.I. Super. Ct. May 4, 2010)).

Examples of the application of pay-when-paid clauses include:

- *United States ex rel. J.H. Lynch & Sons v. Travelers Cas. & Surety Co. of Am.*, 783 F. Supp. 2d 294, 299 (D. R.I. 2011) where, in a dispute arising in a federally funded construction project, a Rhode Island District Court held that subcontractors can proceed with Miller Act claims against a general contractor or surety despite a "pay-when-paid" clause in the relevant contract, if the parties have not initiated any pre-established administrative process for resolution of the claim.
- *Allstate Interiors & Exteriors, Inc. v. Stonestreet Constr., LLC*, 907 F. Supp. 2d 216 (D. R.I. 2012), where, in a dispute arising in a privately funded construction project governed by a Guaranteed Maximum Price (GMP) contract, a Rhode Island District Court held that a pay-when-paid clause did not shield an owner from additional obligations to the general contractor above the GMP under approved change orders that had been satisfactorily performed, although the owner directly paid the relevant subcontractors a reduced amount to obtain lien waivers (907 F. Supp. 2d at 250).
- *Northeast Drilling v. Inner Space Servs.*, 243 F.3d 25 (1st Cir. 2001), where the First Circuit, quoting from Williston on Contracts, nullified a "pay-when-paid" clause where the general contractor failed to submit the subcontractor's change order requests to the owner for six months after the work was completed (243 F.3d at 40 (quoting 13 Richard A. Lord, Williston on Contracts § 39:4 (4th ed. 2000))).

5. Does your state have a statute related to withholding retainage on a publicly owned or financed construction project? If so, does the statute:

- Regulate the amount of retainage that can be withheld from a contractor or subcontractor?
- Require a partial release of or reduction in retainage at any point during the project?
- Govern when and how final retainage must be released?
- Impose any penalties for failure to comply with the statute?

Section 37-12-10.1 of the Rhode Island General Laws regulates the withholding of retainage for construction projects with public entities.

Amount of Retainage

Under Rhode Island law, contracts for publicly owned or financed construction projects cannot include retainage that exceeds 5% of any progress payment (R.I. Gen. Laws § 37-12-10.1(a)).

An awarding authority may retain 5% of the contract price for contracts of less than \$500,000 to secure satisfactory performance of the contractual work for:

- The construction, reconstruction, alteration, remodeling, repair, or improvement of sewers and water mains.
- Any public works project defined in R.I. Gen. Laws § 37-13-1.

(R.I. Gen. Laws § 37-12-10(a).)

The Department of Transportation is exempt from these retainage requirements and may deduct from payments an amount not to exceed 5% of the contract price to secure satisfactory performance (R.I. Gen. Laws § 37-12-10.1(m)).

Partial Release of Retainage

There is no statutory guidance on partial release of retainage.

Final Release of Retainage

To obtain final release of retainage, the prime contractor must submit a notice of substantial completion in the statutory form to the project owner within 14 days after substantial completion. The notice must state the date the project was substantially completed. (R.I. Gen. Laws § 37-12-10.1(b).)

Within 14 days of receiving the notice, the project owner must either accept or reject the notice. Acceptance is indicated if the project owner either:

- Signs the notice of substantial completion and returns it to the prime contractor within the 14-day period.
- Fails to deliver any notice to the prime contractor within the 14-day period.

(R.I. Gen. Laws § 37-12-10.1(c).)

Acceptance is binding on the project owner and its successors and assignees (R.I. Gen. Laws § 37-12-10.1(c)).

If the project owner rejects the notice of substantial completion, the project owner must:

- Notify the prime contractor in writing within the 14-day period.
- Provide:
 - the factual and contractual basis for the rejection; and
 - a certification that the rejection is made in good faith.

(R.I. Gen. Laws § 37-12-10.1(c).)

If the notice of substantial completion is rejected, the project owner must, within 14 days of a final determination:

- Submit to the prime contractor a written list describing all incomplete or defective work items and deliverables required under the prime contractor's contract.
- Certify that this list was made in good faith.

(R.I. Gen. Laws § 37-12-10.1(d).)

Within 21 days of acceptance or a final determination in the case of a dispute, the prime contractor must:

- Submit a list of all incomplete or defective work and deliverables required to any person from whom the contractor is withholding retainage that may include additional items beyond those in the project owner's list.
- Certify that this list was made in good faith.

(R.I. Gen. Laws § 37-12-10.1(d).)

A person may submit a written application for payment of retainage in the form required by the contract for construction:

- 60 days after:
 - the substantial completion date; or
 - final and binding resolution of any dispute.
- After the time called for in the construction contract.

(R.I. Gen. Laws § 37-12-10.1(e).)

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The application must be accompanied by a written update to the list of incomplete or defective work items and deliverables that identifies the work the person has completed and repaired, and items delivered. Payment then must be sent either:

- Within 30 days following submission of the application.
- On the next payment cycle under the established state revolving fund payment schedule.

(R.I. Gen. Laws § 37-12-10.1(e).)

The time for payment for each tier of contract below the owner may be extended seven days longer than the time period applicable to the tier above that person (R.I. Gen. Laws § 37-12-10.1(e)).

A project owner or contractor may withhold no more than the following amounts from the payment of retainage:

- 0.5% for up to one year following the date of substantial completion for unknown or foreseeable defects that may arise within a year after substantial completion.
- For any incomplete, incorrect, or missing deliverables, either:
 - the amount mutually agreed on in writing by the contracting parties; or
 - if the parties cannot agree, the reasonable value of the incomplete, incorrect, or missing deliverables in an amount not to exceed 2.5% of the total adjusted contract price.
- 150% of the reasonable cost to complete or correct incomplete or defective work items.
- If permitted in the contract for construction, the reasonable value of claims and any costs, expenses, and attorneys' fees incurred resulting from the claims, provided the person seeking payment has received a writing before the date payment is due that is certified as made in good faith, containing:
 - a written description of the incomplete or defective work items and incomplete, incorrect, or missing deliverables;
 - the factual and contractual bases for the claims; and
 - the value attributable to each work item, deliverable, and claim.

(R.I. Gen. Laws § 37-12-10.1(f).)

For contracts that exceed 12 months of duration, subcontractors who are substantially complete within the first third of the project may request release of retainage (R.I. Gen. Laws § 37-12-10.1(l)).

The [Rhode Island Department of Transportation](#) (RIDOT) is exempt from the retainage provisions above. RIDOT may deduct an amount:

- Reasonably sufficient to secure satisfactory performance from any payments required under the construction contract.
- Not exceeding 5% of the contract price.

(R.I. Gen. Laws § 37-12-10.1(m).)

Penalties

No penalties are explicitly provided for in the statute.

6. Does your state have a statute related to withholding retainage on a privately owned or financed construction project? If so, does the statute:

- Regulate the amount of retainage that can be withheld from a contractor or subcontractor?
- Require a partial release of or reduction in retainage at any point during the project?
- Govern when and how final retainage must be released?
- Impose any penalties for failure to comply with the statute?

Amount of Retainage

Rhode Island General Laws § 37-12-10.1 imposes a 5% retainage limit on both private construction projects and public projects, despite being codified in the Public Works chapter of the General Laws.

Partial Release of Retainage

Rhode Island law does not address any partial release of, or reduction in, retainage.

Final Release of Retainage

Section 37-12-10.1(e) controls final release of retainage on private construction projects (See Question 5: Final Release of Retainage).

Penalties

The statute does not provide for penalties.

7. If your state does not regulate retainage on privately owned construction projects, what is the custom and practice regarding:

- The amount of retainage withheld from each payment requisition? Does it differ for labor or material?
- Partial or early release of retainage upon achieving any project milestone or for early completion subcontractors?
- Requirements for the final release of retainage, including hold backs for incomplete work or disputed amounts?

Rhode Island has a statute regulating the amount of retainage and release of final retainage on privately owned construction projects (see Question 6).

Project Delivery Systems and Contract Forms

8. What forms of project delivery systems are most commonly used in your state? Do they differ by the nature of the construction project?

Design-bid-build is the most common project delivery system in Rhode Island, although design-build continues to grow in popularity against the design-bid-build system.

Guaranteed maximum price, or similar construction manager at risk models are also popular, as tightening budgets, return on investment (ROI) constraints, and a robust body of contractors seeking work often tilt the balance of economic power from the contractor toward the owner.

9. Does your state have any statutes specifically related to design-build or construction management? If so, do they apply to:

- Publicly owned or financed construction projects?
- Privately owned or financed construction projects?

The following Rhode Island statutes and regulations specifically relate to construction management:

- 220-RICR-30-00-8.11 (specifically identifying the construction-management methods Rhode Island may use for public projects and the criteria to be used in selecting them). This regulation authorizes use of the

following construction management methods:

- general contractor method;
- multiple prime contractors;
- design-build;
- construction-manager-at-risk (CMAR); and
- owner's program manager (OPM).
- R.I. Gen. Laws §§ 37-2-27.2 to 37-2-27.4 (addressing Rhode Island's requirements for procurement of CMAR services).
- R.I. Gen. Laws § 37-2-7(30) (containing the relevant statutory definitions for the CMAR procurement statutes).

10. Are industry standard forms of documents customarily used in private construction projects? If so:

- Do they vary by delivery system or type of project?
- Which forms are most widely used?

Depending on the dollar value, nature, and complexity of the project, parties in Rhode Island may use an industry standard form of agreement that is modified to reflect the specific terms of the transaction or a manuscript agreement drafted specifically for that transaction.

The American Institute of Architects (AIA) forms, available for purchase from the AIA's [website](#), remain highly popular in Rhode Island.

For more information on industry form agreements, see [Practice Note, Standard Construction Industry Documents: Overview](#).

11. What terms are customarily most heavily negotiated in construction contracts? Do they vary by delivery system or type of project?

The most commonly negotiated terms in all Rhode Island construction contracts are:

- Price.
- Performance.
- Timing.
- Change orders.
- Pay-when-paid.

- No-damages-for-delay.
- Additional compensation versus extra time for performance.
- Dispute notice and resolution.
- Continued performance after notice of dispute.
- Liquidated damages.
- Other risk-related issues.

Also, because labor unions maintain a strong presence in Rhode Island, construction contracts frequently involve labor-related provisions.

Licensing

12. Does your state license construction professionals? If so:

- Which construction professionals are licensed (general contractors, specialty contractors, construction managers, design professionals)?
- Which departments oversee the licensing and regulation of these construction professionals?

Rhode Island requires the following construction professionals to be licensed or registered:

- Architects (R.I. Gen. Laws §§ 5-1-1 to 5-1-16; 415-RICR-00-00-1.1 to 415-RICR-00-00-1.13; see Architects).
- Engineers (R.I. Gen. Laws §§ 5-8-1 to 5-8-25; 430-RICR-00-00-1.1 to 430-RICR-00-00-1.10; see Engineers).
- Landscape architects (R.I. Gen. Laws §§ 5-51-1 to 5-51-18; 420-RICR-00-00-1.1 to 420-RICR-00-00-1.13; see Landscape Architects).
- Land surveyors (R.I. Gen. Laws §§ 5-8.1-1 to 5-8.1-20; 435-RICR-00-00-1.1 to 435-RICR-00-00-1.11; see Land Surveyors).
- General contractors (R.I. Gen. Laws §§ 5-65-1 to 5-65-27; 440-RICR-10-00-2.1 to 440-RICR-10-00-2.24; see General Contractors).

Other construction trades in Rhode Island require registration and licensing, including:

- [Commercial Roofers](#) (R.I. Gen. Laws §§ 5-73-1 to 5-73-5; 440-RICR-10-00-4.1 to 440-RICR-10-00-4.24).
- [Electricians](#) (R.I. Gen. Laws §§ 5-6-1 to 5-6-34; 260-RICR-30-15-7.1 to 260-RICR-30-15-7.14).
- [Hoisting Engineers](#) (R.I. Gen. Laws §§ 28-26-1 to 28-26-16; 260-RICR-30-15-8.1 to 260-RICR-30-15-8.10).

- [Home Inspectors](#) (R.I. Gen. Laws §§ 5-65.1-1 to 5-65.1-14; 440-RICR-10-00-5.1 to 440-RICR-10-00-5.24).
- [Pipe Fitters, Refrigeration Technicians, Fire Protection Sprinkler Fitters, and Sheet Metal Workers](#) (R.I. Gen. Laws §§ 28-27-1 to 28-27-34; 260-RICR-30-15-2.1 to 260-RICR-30-15-2.22).
- [Plumbers and Irrigation Contractors](#) (R.I. Gen. Laws §§ 5-20-1 to 5-20-40; 260-RICR-30-15-9.1 to 260-RICR-30-15-9.4).
- [Sewage Disposal System Installers](#) (R.I. Gen. Laws §§ 5-56-1 to 5-56-8; 250-RICR-150-10-6.1 to 250-RICR-150-10-6.58).
- [Telecommunication System Contractors and Installers](#) (R.I. Gen. Laws §§ 5-70-1 to 5-70-22; 260-RICR-30-15-11.1 to 260-RICR-30-15-11.8).
- [Underground Utility Contractors](#) (R.I. Gen. Laws §§ 5-65.3-1 to 5-65.3-25; 440-RICR-10-00-3.1 to 440-RICR-10-00-3.24).
- [Well-Drillers, Pump Installers, and Water-Filtration Contractors](#) (R.I. Gen. Laws §§ 5-65.2-1 to 5-65.2-5; 440-RICR-10-00-6.1 to 440-RICR-10-00-6.24).

Architects

A license is required to practice architecture in Rhode Island. The practice of architecture is defined as rendering or offering to render services, including but not limited to:

- The design and construction, enlargement, or alteration of a building or group of buildings and the space within and surrounding the buildings, which have as their principal purpose human occupancy or habitation.
- Planning, providing preliminary studies, designs, drawings, specifications, and other technical submissions.
- The administration of construction contracts.
- The coordination of any elements of technical submissions prepared by others including, without limitation, consulting engineers and landscape architects.
- Incidental engineering work.

(R.I. Gen. Laws § 5-1-2(7).)

Architects must obtain a certificate of registration from the [Board of Examination and Registration for Architects](#) before engaging in practice in Rhode Island (R.I. Gen. Laws § 5-1-1). The board consists of five architects appointed by the governor, with the advice and consent of the senate (R.I. Gen. Laws § 5-1-3).

Engineers

A license is required to practice engineering in Rhode Island. The practice of engineering is defined as the performance of any service or creative work which, to be performed properly, requires:

- An engineering education and training.
- Experience in the application of special knowledge of the sciences to services or creative work including:
 - consultation;
 - investigation;
 - expert technical testimony;
 - evaluation surveys; and
 - the planning and design of engineering systems.
- The supervision of construction to assure compliance with specifications in connection with any:
 - public or private utilities;
 - structures;
 - buildings;
 - machines;
 - equipment;
 - processes;
 - work; or
 - projects in which the public welfare or the safeguarding of life, health, or property is concerned.

(R.I. Gen. Laws § 5-8-2(h)(1); 430-RICR-00-00-1.2.)

Engineers must obtain a certificate of registration from the [Board of Registration for Professional Engineers](#) before engaging in practice in Rhode Island (R.I. Gen. Laws §§ 5-8-1 and 5-8-2). The board consists of five professional engineers appointed by the governor (R.I. Gen. Laws §§ 5-8-3 and 5-8-4).

Landscape Architects

A professional landscape architect is a person performing professional services planning and designing the use, allocation, and arrangement of land and water resources using the creative application of biological, physical, mathematical, and social processes. These include, but are not limited to:

- Consultation, research, analysis and assessment, selection, and allocation of land and water resources.
- Formulation of graphic and written criteria to govern the

planning and design of land construction development programs including:

- the preparation, review, and analysis of master and site plans; and
- reconnaissance, planning, design, preparation of drawings, construction documents, and specifications, and responsible construction observation.
- Design coordination and review of technical plans and construction documents prepared by other professionals working under the direction of the landscape architect.
- Land preservation, restoration, conservation, reclamation, rehabilitation, management, and development.
- Feasibility studies and site selection for developments.
- Integration, site analysis, and determination of settings for grounds and locations of:
 - buildings;
 - structures;
 - transportation systems; and
 - environmental systems.
- Analysis and design of grading and drainage, storm water management, and irrigation systems for:
 - erosion and sediment controls;
 - planting plans;
 - lighting; and
 - ground cover.
- Feasibility studies, cost estimates, and reports for development.

(R.I. Gen. Laws § 5-51-1(6)(i).) Landscape architecture does not include the preparation of decorative planting plans (R.I. Gen. Laws § 5-51-1(6)(ii)).

All landscape architects must obtain a certificate of registration from the [Board of Examiners of Landscape Architects](#) before engaging in practice in Rhode Island (R.I. Gen. Laws § 5-51-3). The board consists of seven members appointed by the governor, including four professional landscape architects (R.I. Gen. Laws § 5-51-2(a)).

Land Surveyors

The practice of land surveying is defined as any service or work involving the application of special principles of mathematics, related physical and applied sciences, and the relevant requirements of law to:

- Perform the act of measuring and locating lines, angles, elevations, natural, and manmade features in the air, on

the surface of the earth, within underground workings, and on the beds of bodies of water for the purpose of determining areas and volumes.

- Monument property boundaries.
- Plat and layout lands and their subdivisions.

(R.I. Gen. Laws § 5-8.1-2(13).)

All land surveyors must obtain a certificate of registration from the [Board of Registration for Professional Land Surveyors](#) before engaging in practice in Rhode Island (R.I. Gen. Laws §§ 5-8.1-1 and 5-8.1-4). The board consists of five professional land surveyors appointed by the governor (R.I. Gen. Laws § 5-8.1-5).

General Contractors

A contractor is any person or entity who undertakes, offers to undertake, or submits a bid to do work as a contractor on a structure, or arranges to have work done on a structure (R.I. Gen. Laws § 5-65-1(7)).

Rhode Island requires all contractors, remodelers, and most subcontractors engaged in the business of building or repairing residential or commercial structures to register with the [Contractors' Registration and Licensing Board](#) (R.I. Gen. Laws § 5-63-3 and 440-RICR-10-00-2.2). The board consists of 17 members appointed by the governor, at least ten of whom must be registered contractors (R.I. Gen. Laws § 5-65-14(a)).

13. What are the licensing requirements for each licensed construction professional in Question 12? Are there any continuing education requirements for those licensed construction professionals?

Architects

Licensing Requirements

An applicant may apply for a certificate of registration from the [Rhode Island Board of Examination and Registration of Architects](#) provided they are at least 21 years of age and:

- Submit evidence that they:
 - hold a professional degree in architecture from an accredited school; and
 - have had the requisite practical experience.
- Apply for the certificate (see [Certificate of Authorization Amended Application](#)).

- Pass the examination administered by the [National Council of Architectural Registration Boards \(NCARB\)](#).
- Disclose any disciplinary actions taken by NCARB or another jurisdiction.
- Pay the required fee, currently \$60.
- Appear for a personal interview, if requested.

(R.I. Gen. Laws §§ 5-1-8 and 5-1-11(a); 415-RICR-00-00-1.5.)

Reciprocity requirements for non-resident, licensed architects are provided in R.I. Gen. Laws § 5-1-9 and a [separate application](#) form is provided.

A certificate of registration is valid for two years. All certificates expire on the last day of December of each odd-numbered year following its issuance. The renewal fee for a certificate of registration is currently \$60. (R.I. Gen. Laws §§ 5-1-10(b) and 5-1-11.)

Continuing Education Requirements

An architect must complete a minimum of 12 continuing education hours in health, safety, and welfare subjects each calendar year or be exempt from these continuing education requirements. Excess credits earned during a calendar year cannot be credited to a future calendar year. (415-RICR-00-00-1.8(B), (F).)

If an architect's first licensing period is for less than a full year, continuing education requirements are measured at the rate of one continuing education hour per month of registration (415-RICR-00-00-1.8(H)).

Exemptions from the continuing education requirements are available for architects:

- With emeritus status.
- Suffering from a serious medical condition or other hardship.
- On active military duty.

(415-RICR-00-00-1.8(G).)

Engineers

Licensing Requirements

Applicants for registration as a professional engineer must:

- File the [required application](#) establishing that they are of good character and reputation.
- Submit five references, three of which must be registered engineers having personal knowledge of their engineering experience, submitted on [the appropriate form](#).
- Satisfy the education and experience requirements in R.I. Gen. Laws § 5-8-11.

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- Pass the applicable examinations.

(R.I. Gen. Laws §§ 5-8-11(a) and 5-8-12(a); 430-RICR-00-00-1.3.)

- Provide payment of the appropriate application fee ([currently \\$100](#)) and examination fees (R.I. Gen. Laws § 5-8-12).
- Include any additional, requested documentation.

The evidence of training and experience required to accompany the application varies with the experience of the applicant. For example:

- **Endorsement (no further examination).** Individuals licensed to engage in the practice of engineering in another jurisdiction with comparable licensing and examination requirements may [apply for registration](#) without further examination (R.I. Gen. Laws Ann. § 5-8-11(a)(2)(i); 430-RICR-00-00-1.3).
- **Graduation from an accredited program, experience, and examination.** A graduate from an accredited engineering or engineering technology curriculum accredited by the [Engineering Accreditation Commission of the Accreditation Board for Engineering and Technology, Inc. \(ABET-EAC\)](#) or the Engineering Technology Accreditation Commission of the Accreditation Board for Engineering and Technology, Inc. (ABET-ETAC) of four or more years, who has passed the National Council of Examiners for Engineering and Surveying (NCEES) examination in the fundamentals of engineering, and obtained a specific record of a minimum of four years (for graduates of an engineering curriculum) or eight years (for graduates of an engineering technology curriculum) of experience in engineering work of a grade and character that indicates to the board that the applicant is competent to practice engineering, may be admitted upon application, to a NCEES examination in the principles and practice of engineering. A graduate of an ABET-EAC accredited engineering curriculum who has 12 years or more of appropriate experience in engineering work, the applicant will be admitted to an NCEES examination in the principles and practice of engineering. (R.I. Gen. Laws § 5-8-11(a)(3) to (4)(i); 430-RICR-00-00-1.3.)
- **Graduation from a nonaccredited program, experience, and examination.** A graduate of an engineering curriculum of four years or more that is not accredited by ABET-EAC, who has passed a NCEES examination in the fundamentals of engineering, and obtained a minimum of six years of experience in engineering work of a grade and character that indicates to the board that the applicant may be competent to practice engineering, may be admitted, upon application, to a NCEES examination in the principles and practice of engineering. Upon passing

these examinations, the applicant will be granted a certificate of registration to practice engineering. (R.I. Gen. Laws § 5-8-11(a)(5); 430-RICR-00-00-1.3).

- **Teaching.** Engineering teaching in a college or university offering an ABET-EAC accredited engineering curriculum of four years or more may be considered experience in engineering (R.I. Gen. Laws § 5-8-11(a)(6)).

Professional engineers must declare their engineering discipline of competence and confine their practice to their area of expertise in one of the following disciplines:

- Agricultural and Biological Engineering.
- Architectural Engineering.
- Chemical.
- Civil.
- Control Systems.
- Electrical and Computer.
- Environmental.
- Fire Protection.
- Industrial and Systems.
- Mechanical.
- Metallurgical and Materials.
- Mining and Mining Processing.
- Naval Architecture and Marine.
- Nuclear.
- Petroleum.
- Structural.

(430-RICR-00-00-1.3(D)(2).)

If applying for registration as an engineer-in-training, the applicant must:

- Be of good character and reputation.
- Submit three character references, one of which must be from a registered professional engineer.
- Satisfy one of the following education, experience, and exam requirements:
 - have graduated from an ABET-EAC or an ABET-ETAC accredited program of four years or more and passed a NCEES examination in the fundamentals of engineering; or
 - have graduated from a nonaccredited engineering curriculum of at least four years, passed a NCEES examination in the fundamentals of engineering, and

have two years of engineering experience approved by the board.

(R.I. Gen. Laws Ann. § 5-8-11(b)(2), (3)).

A certificate of registration is valid for two years and expires on the last day of June in the odd year following its issuance. An engineer may renew their certification by submitting the appropriate fee, [currently \\$300](#). (430-RICR-00-00-1.3(F); 430-RICR-00-00-1.10(A).)

An engineer-in-training certification does not expire and does not need to be renewed (R.I. Gen. Laws § 5-8-11(b)(4).)

Continuing Education Requirements

There are no continuing education requirements for engineers reflected either in the Rhode Island General Laws or the Rhode Island Code of Regulations.

Landscape Architects

Licensing Requirements

An applicant for a landscape architect's license must first pass the Landscape Architecture Registration Examination (LARE) (420-RICR-00-00-1.6(A)).

On successful completion of the LARE, the applicant must pay the appropriate fees and submit the appropriate application form with:

- Evidence that the applicant has either:
 - completed a course of study approved by the board and graduated; or
 - at least six years of satisfactory, practical experience in landscape architectural work, some of which may be satisfied by approved college study.
- Evidence that the applicant has either:
 - a minimum of two years' experience in landscape architectural work satisfactory to the board under the direct supervision of a registered landscape architect; or
 - at least one year of experience in landscape architectural work satisfactory to the board under the direct supervision of a registered landscape architect and one year of experience in related work under the direct supervision of an allied registered professional, of a grade and character satisfactory to the board.
- Proof of passing the LARE from CLARB.

(R.I. Gen. Laws § 5-51-4(a); 420-RICR-00-00-1.6(A)(3)(a).)

An applicant that has met similar licensing requirements in another jurisdiction may be eligible for [registration by reciprocity](#) (420-RICR-00-00-1.6(B)).

Every application must include proof of the statements made in the application, enough to show that the applicant's eligibility under the law, by attaching:

- Documentary evidence.
- Affidavits.
- Registrars' statements.
- Diplomas.
- Published data.
- Photographs.
- Photostats.
- Any other sworn evidence.

(R.I. Gen. Laws § 5-51-4(b).)

A landscape architect's registration is valid for two years and expires on the last day of June in the odd year following its issuance. A landscape architect may renew their certification by submitting the appropriate fee, currently \$80. (R.I. Gen. Laws § 5-51-9(a); 420-RICR-00-00-1.6(C) and 420-RICR-00-00-1.13).

Continuing Education Requirements

Under R.I. Gen. Laws § 5-51-9 the board can establish continuing education requirements for landscape architects. The laws and regulations currently do not contain any requirements.

Land Surveyors

Licensing Requirements

Applicants for certificate of authorization as a [professional land surveyor](#) must complete the application form provided by the board of registration under oath (R.I. Gen. Laws § 5-8.1-9(a)).

The application requires the applicant to provide:

- Evidence of good character and reputation, substantiated by:
 - five [references](#), three of which must be from registered professional land surveyors having personal knowledge of their land surveying experience; and
 - completion of a surveyor-in-training program, which includes an interview with the board of registration, three character references, and passing an examination in the fundamentals of land surveying. Information on the applicant's [education](#) and [technical and professional experience](#).
- The appropriate fee, currently \$100 for residents, \$150 for

nonresidents (see R.I. Dept. of Bus. Reg., [PLA Application Instructions](#)).

(R.I. Gen. Laws § 5-8.1-9.)

Requirements for application for a professional land surveyor license vary with the education and experience of the applicant:

- **Graduation from a four-year survey degree program, experience, and examination.** Individuals that have graduated from a four-year survey degree program must:

- have a record of at least four years of acceptable experience in land surveying under the direct supervision of a registered professional land surveyor with appropriate time spent working in specific areas of the discipline; and
- take and pass an examination in the principles and practice of land surveying and a portion on Rhode Island law.

(R.I. Gen. Laws § 5-8.1-9(e)(i); 435 RICR 00-00-1.4.)

- **Graduation from a four-year degree program, experience, and examination.** Individuals that have graduated from a four-year degree program (without a concentration in surveying) must:

- have fulfilled the core curriculum;
- have five years of specific, satisfactory experience in land surveying, verified under the direct supervision of a registered professional land surveyor; and
- take and pass an examination in the principles and practice of land surveying and a portion on Rhode Island law.

(R.I. Gen. Laws § 5-8.1-9(e)(ii); 435 RICR 00-00-1.4.)

- **Graduation from a two-year survey degree program.** Individuals that have graduated from a two-year survey degree program must:

- have a specific record of a minimum five years of experience in land surveying under the direct supervision of a registered professional land surveyor with appropriate time spent working in specific areas of the discipline; and
- receive a passing score on an examination in the principles and practice of land surveying and an additional Rhode Island legal portion.

(R.I. Gen. Laws § 5-8.1-9(e)(iii); 435-RICR-00-00-1.4.)

- **Graduation from a two-year degree program.** Individuals that have graduated from a two-year degree program (without a concentration in surveying) must:

- have fulfilled the core curriculum;
- have a minimum of five years of verified experience in land surveying under the direct supervision of a registered professional land surveyor with appropriate time spent working in specific areas of the discipline; and
- receive a passing grade on an examination in the principles and practice of land surveying.

(R.I. Gen. Laws § 5-8.1-9(e)(iv); 435-RICR-00-00-1.4.)

- **Experience and examination.** Individuals with a minimum of seven years verified experience must:

- have fulfilled the core curriculum;
- have seven years of verified experience in land surveying under the direct supervision of a registered professional land surveyor; and
- pass an examination in the principles and practice of land surveying and an additional Rhode Island legal portion.

(R.I. Gen. Laws § 5-8.1-9(e)(v); 435-RICR-00-00-1.4.)

- **Registration by comity or endorsement.** Individuals holding a current certificate of registration to engage in the practice of land surveying from another state, territory, or possession of the US, with licensing requirements similar to Rhode Island's, having passed a written examination in the fundamentals of land surveying and the principles and practice of land surveying may obtain a certificate of registration by:

- completing an application for admission by reciprocity; and
- taking and passing the Rhode Island legal portion.

(R.I. Gen. Laws § 5-8.1-9(e)(vii); 435-RICR-00-00-1.4.)

Teaching of advanced land surveying subjects in a college or university offering an approved land surveying curriculum may be treated as land surveying experience satisfactory to the board (R.I. Gen. Laws § 5-8.1-9(e)(vi)).

A land surveyor's registration is valid for two years and expires on the last day of June in the odd year following its issuance. A land surveyor may renew their certification by submitting the appropriate fee, [currently \\$250](#). (R.I. Gen. Laws § 5-8.1-10.)

Continuing Education Requirements

A land surveyor must complete 20 professional development hours during the two years preceding renewal, with ten of those hours from activities that do not include correspondence courses, internet courses, or courses

available from online sources (435-RICR-00-00-1.7(c)).

General Contractors

Licensing Requirements

Any applicant at least 18 years of age that wants to register as a contractor must apply on a form prescribed by the board. The application must include, as applicable, the applicant's:

Workers' compensation insurance account number, or company name if a number has not yet been obtained.

- Unemployment insurance account number.
- State withholding tax account number.
- Federal employer identification number, or if self-employed and participating in a retirement plan.
- The name, business address, and residential address of:
 - each partner or venturer, if the applicant is a partnership or joint venture;
 - the owner, if the applicant is an individual proprietorship;
 - the corporation officers and a copy of the articles of incorporation filed with the Rhode Island secretary of state's office, if the applicant is a corporation; and
 - the members and managers and a copy of the articles of organization filed with the Rhode Island secretary of state's office if the applicant is a limited liability company.
- Prior registration, if any, or whether the applicant is or was an officer, partner, or venturer of an applicant previously having applied for registration and if so, the name of the corporation, partnership, or venture.
- Valid insurance certificate for the type of work being performed.
- A legible copy of a valid government-issued identification.
- Satisfactory proof evidencing the completion of five hours of education units.

(R.I. Gen. Laws § 5-65-5(a), (e).) Additional requirements apply if the applicant is a corporation, partnership or joint venture, or sole proprietorship.

Each applicant must also pay a registration fee of \$150 (R.I. Gen. Laws § 5-65-9(a)).

Registration is not required for a person:

- Constructing, altering, improving, or repairing:
 - their own personal property; or

- a structure located within the boundaries of any site or reservation under the jurisdiction of the federal government.
- Furnishing materials, supplies, equipment, or products but not using them in the performance of the work of a contractor.
- Performing work of a casual, minor, or inconsequential nature on a project under one or more contracts with a price of \$500, unless the person advertises or holds themselves out as a contractor.
- Constructing a structure for later sale.
- Performing work on a single-dwelling unit that person owns, regardless of whether that person occupies it unless the work is performed in the pursuit of an independent business, with the intent of offering the structure for sale at completion.
- Working as an employee of a contractor.
- Considered a mobile home manufacturer.
- Involved in the movement of:
 - modular buildings or structures, that are not mobile homes and are not more than 14 feet in width; or
 - structures not more than 16 feet in width when they are being moved by their owner if the owner is not a contractor.
- Employing specific licensed tradespersons and working within the purview of the license issued by the governing agency.

(R.I. Gen. Laws § 5-65-2(a).)

As a condition of initial registration, each applicant for a contractor's registration must provide the Board with proof of satisfactory completion of five credit hours of education, which must have been completed:

- Within the 24 months prior to applying for a registration.
- In-person, not online.

(440-RICR-10-00-2.8(B)(1).)

The education hours must include one credit hour covering:

- Construction codes and standards.
- Contracts.
- Workplace safety.
- Business principles and practices.
- Construction or another topic related to the applicant's business. For example:

- land use;
- development;
- planning and zoning;
- resource conservation; or
- estimating.

(440-RICR-10-00-2.8(B)(1), (2).)

- If the applicant has graduated from an accredited technical or vocational high school or college within 24 months before applying for licensing, evidence of the courses completed as part of those programs may be enough to satisfy the pre-registration education requirements. The applicant must submit:
- The applicant's original transcript listing construction-related courses completed.
- Details regarding the school's accreditation information.
- Contact information for the registrar.

(440-RICR-10-00-2.8(B)(3).)

A contractor's registration is valid for one year. The law permits the Department of Business Registration to stagger the renewal of contractor licenses. A contractor may renew their certification by submitting the appropriate fee, currently \$150. (R.I. Gen. Laws Ann. §§ 5-65-8(a) and 5-65-9(a); 440-RICR-10-00-1.7; [Contractors' Registration and Licensing Board](#).)

Continuing Education Requirements

Rhode Island imposes a continuing education requirement on registered contractors of 2.5 hours of approved continuing education courses in a year. The courses must be related to the practices of construction or other topics related to the nature of the registrant's business. (R.I. Gen. Laws Ann. § 5-65-5(f); [Continuing Education for General Contractors](#).)

Contractors that engage only in commercial contracting work are exempt from the continuing education requirements (440-RICR-10-00-2.8(D)).

14. What is the best way to confirm that a construction professional is duly licensed? Are there any consequences if a construction professional is not properly licensed?

License Confirmation

The Rhode Island Department of Business Regulation maintains a [license lookup webpage](#) where the public can search licensing information for any of the following license holders:

- Architects.
- Engineers.
- Landscape architects.
- Land surveyors.

The public can search general contractor registrants and licensees on the [Contractors' Registration and Licensing Board webpage](#).

The Department of Labor and Training maintains a [License Search webpage](#) where the public can search licensing information for any of the following specialty license holders:

- Alarm agent.
- Alarm company.
- Electrician (individual and corporation).
- Hoisting engineer.
- Irrigator.
- Mechanical engineer.
- Plumber.
- Sprinkler fitter.
- Telecommunications system contractor (individual and corporation).
- Water filtration systems installer.

Consequences of Violation

Any person, firm, or corporation not being duly authorized who engages in business as one of the following licensed professionals may be subject to criminal prosecution, imprisonment, fines, or all three:

- Architects (R.I. Gen. Laws § 5-1-7(c)).
- Engineers (R.I. Gen. Laws § 5-8-20(c); 430-RICR-00-00-1.6(C)).
- Landscape architects (R.I. Gen. Laws § 5-51-16(c), (d)).
- Land surveyors (R.I. Gen. Laws § 5-81-17(d), (e)).
- General contractors (R.I. Gen. Laws § 5-65-19(a), (e)).

Warranties

15. Does your state recognize any implied warranties related to construction projects, whether established by statute or case law?

Rhode Island recognizes the implied warranty of workmanlike quality in construction contracts. The implied warranty of workmanlike quality does not force the builder to act as an insurer. (*Nichols v. R.R. Beaufort & Assocs.*, 727 A.2d 174, 181 (R.I. 1999).)

The implied warranty liability extends to home buyers not in privity with the builder only for latent defects existing when the home was originally sold that were:

- Not known to or reasonably discoverable by the buyer when they purchased the house.
- Manifest after the subsequent owner's purchase and not discoverable on a reasonable inspection of the structure before the purchase.

(*Nichols*, 727 A.2d at 181.)

In a commercial setting, absent privity of contract with the general contractor, the subsequent purchaser of a commercial building cannot recover economic damages that are proximately caused by the negligence of a general contractor (see *Boston Inv. Prop. # 1 State v. E.W. Burman, Inc.*, 658 A.2d 515, 517 (R.I. 1995)).

16. What types of warranties are customarily included in construction contracts? What are the customary warranty periods?

In Rhode Island, it is uncommon for construction contracts to contain warranties other than those found within the Uniform Commercial Code, absent elements of the construction project that might merit another specific warranty.

17. Does your state have any statutes governing warranties for new residential construction? If so:

- What building structures and systems are warranted?
- When is each warranty in effect?
- Are there any restrictions on filing claims under the warranty?

Rhode Island has no statute governing warranties for new residential construction.

For more information on residential construction warranties, see [Quick Compare Chart, Statutory Residential Construction Warranties - Select States](#).

Payment and Performance Bonds

18. Does your state have a “Little Miller Act” requiring contractors to provide security in connection with performing public improvement contracts? If so:

- What are the minimum requirements to trigger the law?
- What types of security can be posted?
- Where is the security posted?

Rhode Island has a Little Miller Act codified in R.I. Gen. Laws §§ 37-12-1 to 37-12-11.

Minimum Requirements

Rhode Island's Little Miller Act governs all public works contracts as a joint enterprise with the department of transportation or department of administration for a contract of at least \$150,000 for the following:

- Construction, improvement, completion, or repair of any public building, road, or bridge.
- A portion of the construction, improvement, completion, or repair of any public building, road, or bridge.

(R.I. Gen. Laws § 37-12-1.)

Security

Before being awarded a contract as a general contractor, construction or project manager, or prime contractor for a contract awarded by either the department of transportation or the department of administration, a party must furnish an acceptable bond:

- In an amount of between 50% and 100% of the contract price.
- That provides that the contractor will:
 - perform the covenants, conditions, and agreements in the contract, and any modifications when and in the manner specified;
 - indemnify and hold harmless Rhode Island, the respective department, and all of its officers, agents, and employees; and
 - promptly pay (or arrange for payment) for all labor performed or furnished and penalties assessed and for all materials and equipment furnished for use in the contract work.

(R.I. Gen. Laws § 37-12-1.)

On application and for good cause, the chief purchasing officer of the state may waive the bonding requirement for a state of Rhode Island Division of Equity, Diversity and Inclusion certified minority business enterprise (MBE) or MBE program prime contractor or subcontractor on a public works project for up to \$250,000 (R.I. Gen. Laws § 37-12-1).

19. What is the mechanism for making a claim or filing a lawsuit against the security? Specifically:

- Are there any statutory notices for making claims against the security?
- What is the statute of limitations for making a claim against the security? For filing a lawsuit?
- Are there any other requirements associated with collection of funds against the security?

Statutory Notices

In Rhode Island, in a case where a payment bond has been obtained and the person providing labor, material, or equipment has not received payment before the expiration of 90 days after the date the last labor was performed or the material or equipment furnished, the person performing the labor, or furnishing or supplying labor, material, or equipment under the contract, has the right to sue on the payment bond for the amount due (R.I. Gen. Laws § 37-12-2).

A person having a direct contractual relationship with a subcontractor but no contractual relationship, express or implied, with the contractor furnishing the payment bond has a right of action on the payment bond by giving written notice to the contractor:

- Before 90 days after the date the person furnished or performed the last of the labor or furnished or supplied the last of the material or equipment for which the claim is made.
- Stating with substantial accuracy:
 - the amount claimed; and
 - the name of the party to whom the labor was furnished or performed, or the material or equipment was furnished or supplied.
- Served by certified mail, postage prepaid, in an envelope addressed to the contractor at any place they maintain an office or conduct business, or their residence.

(R.I. Gen. Laws § 37-12-2.)

Statute of Limitations

No suit under R.I. Gen. Laws § 37-12-2 to collect on the bond may be begun after the longer of:

- Two years.
- The maximum time limit contained in any labor or material payment bond.

(R.I. Gen. Laws § 37-12-5.)

The time is calculated beginning on the day on which:

- The last of the labor was furnished or performed.
- The material or equipment was furnished or supplied.

(R.I. Gen. Laws § 37-12-5.)

20. Do private owners generally require payment or performance bonds or other types of security? Does the security vary by project type or dollar value of the construction? What types of security can be posted?

The ability of a private owner to require a performance bond in Rhode Island typically depends on the size and desirability of the work at issue. The security is generally in the form of a bond.

Litigation Concerns

21. What are the applicable statutes of limitation for filing a lawsuit or commencing arbitration in connection with a construction project for:

- Breach of contract?
- Breach of warranty?
- Negligence resulting in bodily injury or property damage?
- Professional malpractice by a design professional?
- Latent defects in design or construction?

The following statutes of limitations apply to claims in Rhode Island:

- **Breach of contract.** The statute of limitations is ten years from the date of breach (R.I. Gen. Laws § 9-1-13(a)).

- **Breach of express warranty.** The statute of limitations for an action for breach of warranty arising out of the alleged design, inspection, testing, or manufacturing defect, or other alleged defect in a product, is ten years after the date the product was first purchased for use or consumption (R.I. Gen. Laws § 6A-2-725(5)).
- **Breach of implied warranty.** The statute of limitations for an action for breach of implied warranties arising out of an alleged design, inspection, listing, or manufacturing defect is ten years (R.I. Gen. Laws § 9-1-13(b)).
- **Product liability.** The statute of limitations for an action for the recovery of damages of personal injury, death, or damage to real or personal property is ten years (R.I. Gen. Laws § 9-1-13(a)).
- **Negligence resulting in personal injury.** The statute of limitations for an action for negligence resulting in bodily injury is three years (R.I. Gen. Laws § 9-1-14(b)).
- **Negligence resulting in property damage.** The statute of limitations for an action for negligence resulting in property damage is ten years (R.I. Gen. Laws § 9-1-13(b)).
- **Professional malpractice by a design professional.** The statute of limitations for an action for professional malpractice by a design professional is ten years (R.I. Gen. Laws § 9-1-29).
- **Latent defects in design or construction.** The statute of limitations for an action for latent defects in design or construction is ten years from discovery (R.I. Gen. Laws § 9-1-29).
- **Actions against state on highway and public works contracts.** The statute of limitations for actions against Rhode Island on highway and public works contracts is one year from the date of acceptance of the work (R.I. Gen. Laws § 37-13.1-1(a)).
- **Actions or claims in tort against the state or any political subdivision thereof or any city or town.** The statute of limitations is three years for actions or claims in tort against Rhode Island or any political subdivision thereof, or any city or town (R.I. Gen. Laws § 9-1-25).
- **To confirm arbitrator's award in public works arbitration.** The statute of limitations for actions to confirm arbitrator's award in public works arbitration is one year (R.I. Gen. Laws § 37-16-17).

Rhode Island statutes provide that a cause of action is not deemed to have accrued against the person liable until the time when the injured party first discovers its existence where the responsible person has concealed the existence of the action by either:

- Fraud.
- Actual misrepresentation.

(R. I. Gen. Laws § 9-1-20.)

22. Are there any special requirements for filing a construction-related lawsuit? For example:

- Is an affidavit of merit required for filing a professional malpractice claim against a design professional?
- Must a party required to be licensed allege or attach proof of licensure?
- Are there any special requirements for lawsuits alleging damages resulting from latent design or construction defects?

Affidavit of Merit

No affidavit of merit is required for filing a professional malpractice claim against a design professional in Rhode Island.

Proof of Licensure

Rhode Island does not require a licensed party to allege or attach proof of licensure.

Special Requirements

There are no special requirements for lawsuits alleging latent design or construction defects.

23. Does your state have a statute of repose? If so:

- What is the applicable period of limitations?
- What types of claims fall under the statute?
- Are there any special notice requirements or conditions precedent to filing a lawsuit?

Period of Repose

Rhode Island has a statute of repose of ten years after the substantial completion of the project (R.I. Gen. Laws § 9-1-29).

Types of Claims Allowed

The statute of repose applies to all actions in tort, contract, or otherwise:

- For the recovery of damages on account of:
 - any deficiency in the design, planning, supervision, or observation of construction;
 - construction of any improvements or in the materials furnished for the improvements; or
 - injury to property, real or personal; to the person or for wrongful death arising out of any deficiency; or for contribution or indemnity for damages sustained on account of any injury.
- Against any:
 - architect or professional engineer designing, planning, or supervising to any extent the construction of improvements to real property;
 - contractor or subcontractor constructing the improvements to real property; or
 - material suppliers furnishing materials for the construction of the improvements.

(R.I. Gen. Laws § 9-1-29.)

Notice or Conditions Precedent

No notice is required to file a lawsuit.

24. Are the following contractual provisions enforceable in your state:

- Liquidated damages?
- Limitations on liability?
- No-damages-for-delay clause?
- Choice of law or forum?

Liquidated Damages

Rhode Island courts distinguish contractual penalties from liquidated damages. Courts are unlikely to enforce penalty provisions as a matter of public policy. However, liquidated damages clauses may be enforced if both:

- The harm caused by the breach is difficult to estimate.
- The amount fixed is a reasonable forecast of actual harm.

(*Wai Feng Trading Co. v. Quick Fitting, Inc.*, 2018 WL 6605927, at *13 (D. R.I. 2018) (collecting cases).

Limitations of Liability

Exculpatory contractual provisions, for example limitation-of-liability clauses, that are clear and unambiguous expressions of the intent of commercial parties with equal bargaining power:

- Do not violate public policy.
- Are enforceable as written.

(*Rhode Island Hosp. Trust Nat'l Bank v. Dudley Serv. Corp.*, 605 A.2d 1325, 1328 (R.I. 1992).)

Any provision in a design professional or construction contract is void if it purports to indemnify a party for liability caused by or resulting from its own or its independent contractors', agents', employees', or indemnitees' negligence. This does not affect the validity of any insurance contract, workers' compensation agreement, or agreement issued by an insurer, or prohibit buying insurance for self-protection or a construction bond. (R.I. Gen. Laws § 6-34-1.)

For more information, see [Construction Anti-Indemnity Statutes: State Comparison Chart](#).

No-Damages-for-Delay Clause

A no-damages-for-delay clause (or any similar provision) contained in a contract between an owner and a general contractor will not bind a subcontractor unless also contained in the subcontract, even if the subcontract contains a "flow down" provision stating that all terms of the general contract apply to the subcontract (*A.F. Lusi Constr., Inc. v. Peerless Ins. Co.*, 847 A.2d 254, 261-62 (R.I. 2004)).

Choice of Law or Forum

Any provision in a contract that is principally for the construction or repair of improvements to Rhode Island real property is voidable by the party obligated by the contract to perform the construction or repair if the provision:

- Makes the contract or any conflict arising under it subject to the law of another state.
- Requires litigation or arbitration in another state.

(R.I. Gen. Laws § 6-34:1-1(a)).

For more information, see [Choice of Law and Forum Selection in Construction Contracts: State Comparison Chart](#).

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