ArentFox Schiff LLP
Attorneys

Sarah A. W. Fitts

PARTNER, ENERGY & CLEANTECH INDUSTRY GROUP CO-LEADER, INTERNATIONAL GROUP CO-LEADER AND JAPAN DESK LEADER

Sarah is a corporate, M&A, energy, and infrastructure lawyer who represents U.S. and Japanese companies, utilities, developers, investors, and boards in complex transactions and strategic matters. With more than three decades of experience, Sarah counsels clients on complex transactions, investments, project development, and corporate governance matters.



Industries

Consumer Products
Energy & Cleantech
— Energy Transactional
Public Finance
— Infrastructure
Automotive & Transportation
— Automotive
— Energy Regulatory
Sports
Family Office
Nonprofits & Associations

Practices

Corporate & Securities
— International Transactions
— Mergers & Acquisitions
Environmental, Social & Governance (ESG)
Finance
Environmental
— Land Use & Infrastructure Litigation

International

Japan

Languages

Japanese

Education

Harvard Law School, JD, cum laude, 1990

University of Pennsylvania, MA, 1987

University of Pennsylvania, BA, magna cum laude, 1987

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Sarah represents companies investing and operating in the United States, including transactions involving U.S. power generation, energy storage, hydrogen, renewable fuels, data centers, and energy infrastructure. She leads AFS's Japan Desk and co-leads the firm's Energy & Cleantech Industry Group and International Group. She is also a leader of AFS's Data Center Task Force.

Her relationship with Japan began as a high school exchange student and continued through college and graduate study of Japan and East Asia. Early in her legal career, Sarah returned to Japan and practiced law in Tokyo for several years. Today, she draws on that longstanding personal, academic, and professional experience when advising Japanese management teams and working with their in-house and outside counsel on U.S. matters. Sarah reads and speaks Japanese and is a member of the U.S.-Japan Council and the Council on Foreign Relations.

Chambers USA has ranked Sarah in Energy: Electricity (Transactional) for 17 years, recognizing her experience in the acquisition, sale, and financing of power assets and her particular focus on the Japanese power market.

Power, Energy & Infrastructure Transactions

Sarah represents clients throughout the life cycle of energy and infrastructure investments, from acquisition and project development through financing, operation, strategic investment, and disposition. Her work includes Energy & Cleantech transactions involving power generation, energy storage, hydrogen, renewable fuels, infrastructure, and data centers.

Her experience spans conventional and renewable power generation, distributed energy, energy storage, hydrogen, renewable fuels, and emerging energy technologies. She advises utilities, developers, strategic investors, financial investors, and other market participants on both individual projects and broader investment strategies.

Representative energy and infrastructure transactions include:

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Representing Toyota Tsusho Corporation, a Japanese trading company, in the sale of its portfolio of U.S. gas-fired electricity generation assets.

- Advising the Southern California Public Power Authority (SCPPA), a California joint powers authority serving municipal utilities, in negotiating a power purchase agreement for a 400 MW solar project developed by an EDF affiliate to supply renewable electricity to SCPPA member Los Angeles Department of Water and Power.
- Representing Chugoku Electric Power America, the U.S. affiliate of a Japanese electric utility, in multiple investments in U.S. power-generation assets, including the acquisition of a 10% interest in South Field Energy Partners, owner of a 1,182 MW generation facility in Ohio, and its acquisition from Ares EIF of a 16.2% interest in Kleen Energy Systems, a 620 MW combined-cycle power-generation facility in Connecticut.
- Advising Footprint Power in the redevelopment of the former Salem Harbor coal- and oil-fired generating site in Massachusetts, including acquisition and operation of the existing facility, demolition, development and financing of its replacement combined-cycle power-generation facility, and the subsequent infrastructure investment and sale process. The project received a PFI Deal of the Year award.
- Advising purchasers in the acquisition of a 16.67% interest in the 485 MW Birdsboro natural-gas-fired power plant in Pennsylvania.
- Advising BioLPG LLC on its agreement with Green LG Energy supporting further development and commercialization of renewable-sourced LPG technology for clean fuels and energy-transition markets.
- Representing Black Owners of Solar Services (BOSS), an organization supporting Black-owned solar companies, in connection with a $6.3 million cooperative agreement awarded by the U.S. Department of Energy.

Japan / U.S. Japan M&A & Cross-Border Transactions

Sarah represents Japanese companies making acquisitions, investments, and other cross-border transactions in the United States. She has advised Japanese businesses on U.S.-Japan M&A, strategic investments, joint ventures, financings, and operations throughout much of her career, with experience in the energy, power generation, infrastructure, industrial, and data center sectors.

Sarah regularly works with Japanese management teams, in-house lawyers, and Japanese outside counsel on U.S. mergers and acquisitions, strategic investments, joint ventures, financings, governance arrangements, and commercial matters.

Her experience studying, living, and practicing law in Japan helps her bridge differences not only between U.S. and Japanese legal systems but also in transaction processes, corporate decision-making, communication, and business expectations.

Japanese and Japan-linked clients Sarah has represented include Toyota Tsusho Corporation, Toyota Motor, Chugoku Electric Power America, Hitachi Metals, and JA Mitsui in matters involving U.S.-Japan M&A, energy and infrastructure investment, automotive and hydrogen infrastructure, industrial manufacturing, leasing, and finance.

Representative U.S.-Japan and cross-border transactions include:

- Serving as U.S. M&A counsel to Tachi-S Co., Ltd. in its acquisition of Toyo H&I Group’s automotive seat and interior operations.
- Serving as U.S. M&A counsel to Hitachi Metals Ltd. (now known as Proterial), a Japanese advanced materials and industrial manufacturing company, in its approximately $3.5 billion sale to a consortium led by Bain Capital.
- Representing JA Mitsui, a Japanese leasing and finance company, in its acquisition of Katsumi Global through its subsidiary JA Mitsui Leasing Capital Corporation.
- Representing Toyota Tsusho Corporation in U.S. energy transactions involving power-generation assets and energy infrastructure investment.
- Representing Chugoku Electric Power America in multiple U.S. power-generation investments, including interests in natural gas-fired and combined-cycle generation facilities.
- Advising Toyota Motor in connection with the development of hydrogen-fueling infrastructure in the United States for mobility, transportation, and clean-energy applications.

Corporate, M&A & Outside General Counsel

Beyond the energy sector, Sarah advises public and private companies, investors, entrepreneurs, and boards on mergers and acquisitions, strategic investments, joint ventures, financings, restructurings, corporate governance, and significant commercial matters.

Her clients have operated across industries including energy and infrastructure, automotive, publishing and media, biotechnology, medical devices, and emerging technologies.

Sarah also serves as outside general counsel to companies that do not maintain large internal legal departments. In that role, she works directly with senior management and boards to identify and prioritize legal issues, structure transactions, coordinate specialist counsel, address governance matters, and translate legal risk into practical business decisions.

Data Centers & Power Infrastructure

Sarah is a leader of AFS's Data Center Task Force, which brings together lawyers across the firm to address the multidisciplinary issues associated with data center investment and development.

Data centers sit at the intersection of many areas central to Sarah's practice, including electricity supply, power generation, energy storage, transmission, hydrogen and renewable fuels strategies, infrastructure investment, project development, financing, corporate transactions, and emerging technologies.

Working with colleagues across AFS, Sarah helps clients identify and coordinate the energy, infrastructure, real estate, construction, environmental, regulatory, financing, and corporate issues that can arise in data center projects and investments.

International Energy & Business Leadership

Sarah has held leadership positions in the International Bar Association (IBA) for more than a decade, including roles in the IBA Power Law Committee and the Section on Energy, Environment, Natural Resources and Infrastructure Law (SEERIL). These international roles connect her practice with global energy, infrastructure, natural resources, ESG, and cross-border investment communities.

Sarah regularly chairs and participates in international programs addressing energy and infrastructure investment, M&A, renewable fuels, energy storage, artificial intelligence, ESG, and other emerging legal and business issues. Her recent international programs have included conferences in Tokyo, Europe, and North America.

Earlier in her career, Sarah chaired the New York City Bar Association's Asian Affairs Committee. During her tenure, she participated in the City Bar's 2009 mission to China examining the legal profession, independence of lawyers and the judiciary, and rule-of-law issues. She contributed to the resulting report published in the *Columbia Journal of Transnational Law*.

Publications, Presentations, Recognitions

Recent Publications

- "Clean Energy Opportunities in Bolivian Lithium," *WorldSmart* (Aug. 3, 2023)
- "Legal issues associated with renewable fuels: Journal of Energy & Natural Resources Law," *Taylor & Francis Online* (Sept. 6, 2022)
- "Will We Take the Risk?: The Future of Renewable Energy," *Energy & Cleantech Podcast* (Jul. 22, 2022)
- "When is Infrastructure Real Estate?" *P3 Bulletin magazine* (Apr. 21, 2021)
- "Distributed Generation Law: A Guide to Regulations, Policies, and Programs," co-editor, *American Bar Association Section of Environment, Energy and Resources* (Aug. 25, 2020)
- "New York City Needs Design-Build; The Governor's Signature Can Deliver It," co-author, *Gotham Gazette* (Dec. 27, 2019)

Recent Presentations

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"AI Adoption and Implementation: A Roadmap to Modernizing Your Practice Through AI Tools [Without Being Technology Savvy!]," ABA International Law Section's Annual Conference, Washington, DC (May 12, 2026)

- "Rescue or Raid: Investment Opportunities and Strategies Abound for Distressed Assets?," IBA Asia Pacific Mergers & Acquisitions Conference, Tokyo, Japan (Apr. 10, 2026)
- "Artificial Intelligence: Legal Issues in Energy, Environment, Natural Resources and Infrastructure," IBA Annual Conference Toronto 2025 (Nov. 4, 2025)
- "ESG: the Brussels Effect at a crossroads," IBA's ESG Conference (June 18, 2025)
- "Global ESG Trends and Hot Takes: The Brussels Effect, the Backlash, the View from Africa, and More," IBA ESG Conference, New York City (Feb. 28–29, 2024)
- "A Year of High Finance: What Are the Results for Power?," IBA Annual Conference Paris 2023 (Nov. 2, 2023)
- "The balancing act: ESG in the energy and extractive industries – managing diverse stakeholder interests while keeping the lights on," The North American Regional Forum and the Energy, Environment, Natural Resources and Infrastructure Law Section (Feb. 28, 2023)
- "Sustainability Focus: Balancing renewable electricity: energy storage," IBA Annual Conference Miami 2022 (Nov. 4, 2022)
- "Sustainability Focus: LPD Showcase: The Intersection of Climate Change, Sustainability, Corporate Governance, and the Role of Lawyers: Advising Clients Through Transformative Times," IBA Annual Conference Miami 2022 (Nov. 1, 2022)
- "Energy in Cryptocurrency," Young Professionals in Energy NYC, Conference (Sept. 22, 2022)
- "When Every Company Is an Energy Company: What In-House Counsel Need to Know About Distributed Generation," Association of Corporate Counsel, Webinar (Jul. 20, 2022)
- "Energy Storage: Current Economic and Regulatory Challenges and Opportunities," ABA, Webinar (Apr. 28, 2022)
- "ESG: Environmental, Social and Corporate Governance," Practising Law Institute: Understanding Financial Products 2022, New York, NY (Jan. 19, 2022)
- "How Risk-Management Pros Trade Contractual Risk," World Commerce & Contracting, Webinar (Jun. 24, 2021)
- "Distributed Generation: The New Paradigm for Energy and Why It Matters to You," Harvard Law School Women's Alliance, Webinar (May 18, 2021)
- "Electronic Vehicles: Regulatory Challenges," International Bar Association, Webinar (Apr. 22, 2021)
- "New York's Changing Energy Industry: Legal & Regulatory Impacts," (panelist) New York State Bar Association, Webinar (Jan. 15, 2021)
- "Women's Networking Roundtable," Infrastructure Investor New York Summit, Webinar (Dec. 3, 2020)
- "Energy Justice," co-host, OurEnergyPolicy's Energy Leaders Webinar Series, Webinar (Oct. 28, 2020)
- "The Effects of the Pandemic on Renewable Energy Projects," International Bar Association Power Law Committee of the Energy, Environment, Natural Resources and Infrastructure Law Section, Webinar (Jun. 12, 2020)

Recognitions

- *Chambers Global* – Energy: Electricity (Transactional), USA (2014–2026)
- *Chambers USA* – Energy: Electricity (Transactional), Nationwide (2014–2026)
- *The Legal 500 United States* – Energy Transactions: Conventional Power (2017–2023)
- *New York Metro Super Lawyers*, Thomson Reuters (2021–2026)
- The Best Lawyers in America, *Best Lawyers* (2019–2023)
- Fellow, Energy Security Fellows Program, Securing America's Future Energy (SAFE) (2017–2018)
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Lawyers Who Lead by Example, *New York Law Journal* (2016) – recognized for service in pro bono, civic engagement, and mentoring young lawyers.

- Energy Trailblazer, *National Law Journal* (2016) – recognized for work in novel projects during her career.
- Celine Marcus Community Service Award, Neighborhood Coalition for Shelter, Inc. (2010)

Boards, Memberships & Certifications

- Regional Plan Association, Vice Chair and Chair, Nominating and Governance Committee, Member of Executive Committee (2021–present); Board (2018–present)
- Women's Infrastructure Network, New York Chapter Board Member (2016–2025) and Secretary (2018–2025). WIN is a global professional organization for women working in infrastructure.
- Our Energy Policy Foundation, Board Member (2021–2025)
- *Law360* Energy Editorial Advisory Board (2020)
- Council on Foreign Relations, Member (1998–present)
- Scenic Hudson, Inc., and Scenic Hudson Land Trust Board Member (2010–2018). Scenic Hudson and Scenic Hudson Land Trust are leading regional environmental advocacy and conservation organizations, often credited with launching the modern grassroots environmental movement.
- Neighborhood Coalition for Shelter, Inc. Board Member (1999-2010). NCS was founded by residents of the Upper East Side of Manhattan to address the emerging homeless crisis in the 1980s and continues to provide services and support to New Yorkers in need

Professional Activities

- International Bar Association, Section on Environment, Energy Resources and Infrastructure Law (SEERIL) Council (2023–present); IBA ESG Conference, Co-Chair (2022–2025); Power Law Committee, Co-Chair (2021–2023); various Vice Chair roles (2015–2020); Organizing Committee, SEERIL Biennial (2025)
- Life Fellow of the American Bar Foundation (2017–present)
- American Bar Association, Renewable Alternative Distributed Energy Resources Committee, Chair (2014–2017); various Vice Chair roles (2008–2021)
- New York City Bar Association, Asian Affairs Committee, Chair (2007–2010)

Pro Bono & Public Service

Public service has been a longstanding part of Sarah's practice and professional life. Her pro bono work has included organizations focused on access to cleaner energy, economic opportunity, conservation, and civic institutions.

Representative pro bono clients and civic organizations include clean energy, renewable fuels, conservation, public-space, and community-service organizations:

- Black Owners of Solar Services
- Global LPG Partnership
- Four Freedoms Park Conservancy
- Scenic Hudson
- Scenic Hudson Land Trust

Sarah received the New York Law Journal's Lawyers Who Lead by Example – Public Service recognition for her work in pro bono service, civic engagement, and mentoring.

Clerkships

U.S. Court of Appeals for the First Circuit, Staff Attorney, 1990–1991

Bar Admissions

New York