

## LARRY T. GARVIN

Work: Ohio State University  
Moritz College of Law  
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### EDUCATION:

- 1986-1989 J.D., Yale Law School. Managing Editor, The Yale Law Journal. Article Editor, Yale Journal on Regulation. Research assistant, Professor Alan Schwartz (projects on Uniform Commercial Code, general contract and commercial law).
- 1983-1986 M.S., Neurosciences, The University of Michigan (A.B.D.). Research areas: second messenger regulation (phosphoinositides), glycolytic regulation of cerebral protein kinase activity.
- 1979-1983 B.A., History, and B.S., Physiology and Biochemistry, Michigan State University, both with honors in the Honors College. Phi Beta Kappa, Phi Kappa Phi, Phi Alpha Theta, Mortar Board. Alumni Distinguished Scholar.

### TEACHING EXPERIENCE:

- 2003- Professor, Michael E. Moritz College of Law, The Ohio State University, Columbus, OH. (Associate Professor, 2003-2005.) Courses taught: Contracts, Sales and Leases, Small Business and Entrepreneurial Finance, Secured Transactions, Deals (Advanced Contracts).
- 2002-2003 Visiting Associate Professor, University of Texas Law School, Austin, TX. Courses taught: Contracts, Entrepreneurial and Small Business Finance.
- 2000-2001 Associate Dean for Academic Affairs, Florida State University College of Law.
- 1998-1999 Visiting Associate Professor, Washington University School of Law, St. Louis, MO. Courses taught: Sales, Secured Transactions, Seminar on Contract and Commercial Law Theory.
- 1998-2003 Associate Professor (with tenure), Florida State University College of Law, Tallahassee, FL. Courses taught: Contracts I & II, Environmental & Toxic Torts Litigation, Sales and Leases, Secured Transactions, International Sales. Nominee,

Distinguished Teaching Award, 1997. Participant, George Mason University Law and Economics Center Law and Economics Workshop for Law Teachers, 1994.

1993-1998 Assistant Professor, Florida State University College of Law, Tallahassee, FL.

1985-1986 Teaching Assistant, University of Michigan Division of Biological Science, Ann Arbor, MI. Courses taught: introductory biology laboratory and cellular and molecular biology laboratory.

#### LEGAL EXPERIENCE:

1990-1993 Associate, Shea & Gardner, Washington, D.C. Areas of activity include general litigation (commercial, employment, construction, insurance), environmental (toxic torts, CERCLA, endangered species, littoral and riparian rights), antitrust, bankruptcy, corporate, tax, constitutional, and administrative law, at agency, trial, and appellate levels.

1989-90 Law Clerk, Judge Edward N. Cahn, United States District Judge for the Eastern District of Pennsylvania, Philadelphia, PA.

1989 Summer associate, Shea & Gardner, Washington, D.C.

1989 Summer associate, Covington & Burling, Washington, D.C.

1988 Summer associate, Dickstein, Shapiro & Morin, Washington, D.C.

1987 Summer law clerk, City of Chicago Corporation Counsel, Appeals Division, Chicago, Ill.

#### MEMBERSHIPS:

Bars of the District of Columbia Court of Appeals; United States Court of Appeals for the District of Columbia Circuit; United States District Court for the District of Columbia. American Bar Association (Section of Business Law, Committee on the Uniform Commercial Code); Ohio Bar (affiliate member); American Law Institute; American Law and Economics Association.

#### PUBLICATIONS:

Published or In Press:

Book:

SECURED TRANSACTIONS AND PAYMENT SYSTEMS: PROBLEMS AND ANSWERS (with John F. Dolan et al.) (2d ed. Aspen 2003).

Articles:

"Credit, Information, and Trust in the Law of Sales: The Credit Seller's Right of Reclamation," 44 UCLA Law Review 247-360 (1996).

"Adequate Assurance of Performance: Of Risk, Duress, and Cognition," 69 University of Colorado Law Review 69-173 (1998).

"Disproportionality and the Law of Consequential Damages: Default Theory and Cognitive Reality," 59 Ohio State Law Journal 339-428 (1998).

"The Changed (and Changing?) Uniform Commercial Code," 26 Florida State University Law Review 285-360 (1999) (invited article for symposium).

"Uniform Commercial Code Survey: Sales," 55 Business Lawyer 1951-1973 (2000) (with John D. Wladis et al.) (contributed portion on remedies).

"Uniform Commercial Code Survey: Sales," 56 Business Lawyer 1747-1774 (2001) (with John D. Wladis et al.) (contributed portion on remedies).

"Uniform Commercial Code Survey: Sales," 57 Business Lawyer 1669-1694 (2002) (with Robyn Meadows et al.) (contributed portion on remedies).

"Uncertainty and Error in the Law of Sales: The Article Two Statute of Limitations," 83 Boston University Law Review 345-399 (2003).

"Uniform Commercial Code Survey: Sales," 58 Business Lawyer 1545-1565 (2003) (with Robyn Meadows et al.) (contributed portion on remedies).

"Uniform Commercial Code Survey: Sales," 59 Business Lawyer 1557-1579 (2004) (with Robyn Meadows et al.) (contributed portion on warranties, formation, and Statute of Frauds).

"Small Business and the False Dichotomies of Contract Law," 40 Wake Forest Law Review 295-388 (2005).

"Uniform Commercial Code Survey: Sales," 60 Business Lawyer 1639-1658 (2005) (with Robyn Meadows et al.) (contributed portion on remedies).

“Uniform Commercial Code Survey: Sales,” 61 Business Lawyer 1545-1560 (2006) (with Keith A. Rowley et al.) (contributed portion on remedies).

“Commercial Calamities: An Introduction and Sermon,” 68 Ohio State Law Journal 1-9 (2007) (introduction to symposium).

“The Strange Death of Academic Commercial Law,” 68 Ohio State Law Journal 403-434 (2007) (symposium contribution).

“Uniform Commercial Code Survey: Sales,” 62 Business Lawyer (forthcoming 2007) (with Keith A. Rowley et al.) (contributed portion on title).

"Constitutional Limits on the Regulation of Laboratory Animal Research," 98 Yale Law Journal 369-388 (1988) (student note).

Other:

E. Allan Farnsworth, *Comparative Contract Law*, in OXFORD HANDBOOK OF COMPARATIVE LAW 899-935 (Mathias Reimann & Reinhard Zimmerman eds., 2006) (revised and edited for publication).

“Theory and Anti-Theory in the Work of Allan Farnsworth,” 13 Texas Wesleyan Law Review 1-30 (2006). Moderator of panel.

"Transcript of the Florida Tobacco Litigation Symposium: Fact, Law, Policy, and Significance," 25 Florida State University Law Review 737-890 (1998). Panelist on "Litigation in the Larger Context: The Legal and Policy Lessons of the Lawsuit and Its Resolution."

Under Contract:

THE LAW OF ENTREPRENEURIAL FINANCE (with D. Gordon Smith) (forthcoming Aspen 2008) (casebook).

E. ALLAN FARNSWORTH & LARRY T. GARVIN, FARNSWORTH ON CONTRACTS (3d ed. Supp. forthcoming Aspen 2007).

BLACK LETTER OUTLINE: SALES AND LEASES OF GOODS (forthcoming West 2007 or 2008).

Future Projects/Works in Progress:

“The Article 2 Statute of Limitations: A Neo-Classical and Behavioral Analysis” (work in progress; to be submitted for publication Summer 2007).

“Formalism and Functionalism in International Sales Law: The Case of Mixed Contracts for the Sale of Goods and Services” (work in progress; to be submitted for publication Fall 2007 or Spring 2008)

“Making Lapdogs out of Pit Bulls: Causes and Cures for CEO Hubris” (critiquing current behavioral theories of CEO overreaching as simplistic and ahistorical, and thus yielding unrealistic proposals for reform)

“The Unwanted Warranty of Fitness” (showing that (a) the implied warranty of fitness for the particular purpose is properly subsumed by the modern concept of express warranty and (b) the fitness warranty, for economic and cognitive reasons, should be treated like the express warranty – particularly for the purpose of disclaimer)

“The Real Law of Liquidated Damages” (proposing that a good many anomalous liquidated damages cases can be explained if we add two factors to the modern test – (1) the degree of fault of the breaching party and (2) the likelihood that the liquidated damages clause was not the result of free bargaining – and that these additions make sense, for doctrinal, economic, and psychological reasons)

“An Economic and Cognitive Approach to Statutes of Limitations” (suggesting that statutes of limitations in general may be explained by looking at cost reduction and risk allocation, taking into account departures from neo-classical economic assumptions) (partial draft completed)

“Puffing and Consumer Psychology” (a critical look at the puffing defense for advertisers in light of recent studies in consumer behavior showing that statements normally considered puffing are considered by many consumers to constitute warranties and in light of general cognitive biases)

“Consumer Psychology and Consumer Disclosure” (suggesting that laws mandating information disclosure as a cure for poor consumer decisions often fail to take into account consumer behavior and the teachings of cognitive psychology, and that it may even be desirable to reduce disclosure requirements to improve consumer decision-making)

#### Editorial Work:

Editor, Ohio State University Moritz College of Law Electronic Working Paper Series, Social Science Research Network, 2004-present.

Manuscript reviewer, Oxford University Press, Aspen Publishing and Lexis/Nexis Publishing.

#### LECTURES, TALKS, AND PANELS:

“The Disintegration of Commercial Law,” Panelist, Section on Commercial and Related Consumer Law, Association of American Law Schools Annual Meeting, January 2008.

“Mixed Transactions in Goods and Services,” Conference on Legal Dimensions of International Sales and Services, Center for International Legal Studies, Salzburg, Austria, October 2006.

“Consumer Warranties and Consumer Psychology,” Sales Subcommittee, American Bar Association Section on Business Law Spring Meeting, March 2006.

Moderator, Panel on the Legacy of E. Allan Farnsworth, International Contracts Symposium, Texas Wesleyan School of Law, February 2006.

Moderator, “Commercial Calamities,” Section on Commercial and Related Consumer Law, Association of American Law Schools Annual Meeting, January 2006.

“Consumer Disclosure and Consumer Psychology,” Ohio State University Moritz College of Law, July 2005.

Panelist, “Theatre and the Law: The Legacy of Lawrence and Lee,” Wexner Center for the Arts, Ohio State University, May 2005.

“Small Business and the False Dichotomies of Contract Law,” University of Cincinnati College of Law, January 2005.

“Who’s the Consumer?,” Section on Commercial and Related Consumer Law, Association of American Law Schools Annual Meeting, January 2004.

“Small Business and the False Dichotomies of Contract Law,” Ohio State University Moritz College of Law, January 2003.

“Small Business and the False Dichotomies of Contract Law,” Indiana University-Bloomington School of Law, Harris Lecture Series, October 2002.

“Small Business and the False Dichotomies of Contract Law,” Symposium on Small and Emerging Business Law, Lewis & Clark Law School, October 2002.

“Reciprocal Altruism and the Evolution of Contract Enforcement,” Society for Evolutionary Analysis of Law Annual Meeting, April 2002.

“The Statute of Limitations for the Sale of Goods: Economic and Cognitive Perspectives,” University of Florida School of Law, February 2002.

“Two Cheers for the New Business Rule,” Florida State University College of Law, January 2002.

“Secured Credit, Credit Rationing, and the Plight of Small Business,” Central States Law School Association Annual Conference, October 2001.

“The Statute of Limitations for the Sale of Goods: Economic and Cognitive Perspectives,” Brooklyn Law School, November 2000.

“The Statute of Limitations for the Sale of Goods: Economic and Cognitive Perspectives,” University of Missouri-Columbia School of Law, March 1999.

Discussant, “A Cognitive Science Perspective on Legal Incentives,” Washington University Law School, February 1999.

"Reliance, Risk, and Relation," Southeastern Conference, Association of American Law Schools, July 1998.

"Careers in Law for Neuroscientists," Florida State University Neuroscience Seminar Series, March 1998.

Panelist, "The Florida Tobacco Litigation Symposium: Fact, Law, Policy, and Significance," FSU College of Law, November 1997.

Panel discussion on bankruptcy and commercial law for visiting Macedonian and Croatian judges and lawyers, June 1996.

Chaired panel, "Environmental Litigation," Annual Meeting of the National Association of Environmental Law Societies, January 1996.

"Consumer Law," Senior Academy, November 1995.

Panelist on Florida tobacco litigation for "Florida Face-to-Face," WCTV, April 1995

## SERVICE:

### College and University

Ohio State: Law School Appointments Committee, 2005-06, 2006-07, 2007-08 (co-chair, 2007); Chair, Law School Administration Committee, 2004-05; Law School Academic Affairs Committee, 2003-04; Law School Colloquium Committee, 2004-2006; Advisory Committee, Center for Interdisciplinary Legal and Policy Studies, 2004-present. Florida State: Faculty Senate, 1998-2000; University Library Committee, 2001-2002. Law School Committees: Admissions (1994-95, 1995-96, 1996-97, 1997-98, 1999-2000 (chair)), Academic Enrichment (1996-97, 1997-98, 2000-01), Appointments (1993-94, 2001), Curriculum (2001), Legal Writing (2001, 2002), Long-Range Planning (1995-96).

## Professional

Observer, Uniform Commercial Code Article 2 Drafting Committee, National Conference of Commissioners on Uniform State Laws, 1996-2003; Member, Task Force on Article 2, American Bar Association Section on Business Law, 1995-2003; Member, Florida Bar Study Committee on Article 9 of the Uniform Commercial Code, 1997-1999; Member, Executive Committee, Section on Remedies, Association of American Law Schools, 2001-2003; Chair-Elect, Section on Commercial and Related Consumer Law, Association of American Law Schools, 2004; Chair, Section on Commercial and Related Consumer Law, Association of American Law Schools, 2005; Member, Commission on Certification of Attorneys as Specialists, Supreme Court of Ohio, 2005-present; Member, State Council of Uniform State Law, State of Ohio, 2005-present (and thus member of National Conference of Commissioners on Uniform State Law); Member, American Law Institute, 2006-present (Members Consultative Groups for Restatement (Third) of Restitution and Unjust Enrichment and Principles of the Law of Software Contracts).

## Community

Corresponding Secretary and Member, Board of Directors, Tallahassee Community Chorus, 1996-1998; Legal Counsel, Tallahassee Community Chorus, 2001-2002; President, Victorian Lyric Opera Company, 1992-93; Member of Board of Directors, Victorian Lyric Opera Company, 1991-93. Music director, conductor, performer, and accompanist, various operetta groups and festivals, 1979-date.

*Pro bono* work: Advising in areas of contracts, copyright, tax, corporate, and general law for, among others, Tallahassee Coalition for the Homeless, Tallahassee Community Chorus, Victorian Lyric Opera Company, The Other Opera Company, Friends of the University of Michigan Gilbert & Sullivan Society, Yale Gilbert & Sullivan Society, and Georgetown Law School Gilbert & Sullivan Society.