

LARRY T. GARVIN

Work:
Ohio State University
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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- Lawrence D. Stanley Professor of Law, Michael E. Moritz College of Law, The Ohio State University, Columbus, OH. (Associate Professor, 2003-2005; Professor, 2005-2008.) Courses taught: Contracts I, Contracts II, Sales, Small Business and Entrepreneurial Finance, Secured Transactions, Deals (Advanced Contracts), Remedies. Also lecture on Contracts as part of Summer Law Program for Foreign Lawyers.
- 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 (now Goodwin Procter), 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 (inactive); 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; National Conference of Commissioners on Uniform State Laws; State Council of Uniform State Laws.

PUBLICATIONS:

Published or In Press:

Books or Supplements:

CASES AND MATERIALS ON CONTRACTS (with the late E. Allan Farnsworth, Carol Sanger, Richard Brooks, and Neil Cohen (Foundation Press: 10th ed., 2023) (including teaching manual).

CASES AND MATERIALS ON CONTRACTS (with the late E. Allan Farnsworth, Carol Sanger, Richard Brooks, and Neil Cohen (Foundation Press: 9th ed., 2019) (including teaching manual).

HAWKLAND'S UNIFORM COMMERCIAL CODE SERIES, vols 1 & 2 on U.C.C. Article 2 (2017) (with the late William D. Hawkland and Linda J. Rusch) (approx. 1,500 pages) (2017, 2018 (2), 2019 (2), 2020 (2), 2021 (2), 2022 (1), 2023(1), and 2024(1)).

CASES AND MATERIALS ON CONTRACTS (with the late E. Allan Farnsworth, Carol Sanger, Richard Brooks, and Neil Cohen (Foundation Press: 8th ed., 2013) (including teaching manual).

SELECTIONS FOR CONTRACTS (with the late E. Allan Farnsworth, Carol Sanger, Richard Brooks, and Neil Cohen (Foundation Press 2013, 2015, 2018, 2019; 2021, 2023, forthcoming 2025).

E. ALLAN FARNSWORTH & LARRY T. GARVIN, FARNSWORTH ON CONTRACTS (3d ed. Supp. Aspen 2009, 2010 (two), 2011 (two), 2012 (two), 2013 (two) (2013-2 ed. 1,100 pages).

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

Book Chapter:

Larry T. Garvin, *Contract Theory and Contract Law*, in JURISPRUDENCE (Bin Liang & Hong Lu eds., Renmin Daxue Chubanshen [Renmin University of China Press] 2012), pp. 220-257 (in Chinese).

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 1559 (2007) (with Keith A. Rowley et al.) (contributed portion on title).

“*Globe Refining Co. v. Landa Cotton Oil Co.* and the Dark Side of Reputation,” 12 Nevada Law Journal 659-690 (2012) (symposium contribution).

“*Kingston v. Preston* (and *Goodisson v. Nunn*, sort of), in collection, *The Best and Worst Contracts Cases Ever* (Val D. Ricks, ed.) 45 Florida State University Law Review 887, 912-918 (2018).

“Scapegoats and the Common Law: *Pinnel’s Case*, *Cumber v. Wane*, and the Legal Duty Rule,” in collection, *The Best and Worst Contracts Cases Ever* (Val D. Ricks, ed.) 45 Florida State University Law Review 887, 974-981 (2018).

Comment on Snyder, *Contracting for Process*, in Symposium Issue, *Contracts in Crisis*, 85 Law and Contemporary Problems 277-279 (2022).

"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:

E. ALLAN FARNSWORTH & LARRY T. GARVIN, FARNSWORTH ON CONTRACTS (Aspen Publishers, 5th ed.) (revision and updating of leading hornbook on contracts; expected publication date Spring 2026).

LARRY T. GARVIN, GARVIN ON CONTRACTS (Aspen Publishers) (approximate publication date 2029)

Future Projects/Works in Progress:

“The Restatement (Third) of Contracts?” (work in progress)

“The Article 2 Statute of Limitations: A Neo-Classical and Behavioral Analysis” (work in progress).

“What is Commercial Law—And Why We Should Care” (work in progress).

“Formalism and Functionalism in Sales Law: The Case of Mixed Contracts for the Sale of Goods and Services” (work in progress).

“The Implied Warranty of Fitness: A Derelict on the Waters of the Law” (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).

“Path Dependence and Pathology in Uniform Law-Making: The Case of Article Two,” originally prepared for a symposium on the failure of Revised/Amended Article Two of the Uniform Commercial Code (using the literature of path-dependence to show how decisions made early in the process of revising Article Two doomed the project).

Editorial Work:

Editor, Ohio State University Moritz College of Law Electronic Working Paper Series, Social Science Research Network, 2004-2009.

Manuscript reviewer, *Journal of Empirical Legal Studies*, Oxford University Press, Aspen Publishing, and Lexis/Nexis Publishing.

LECTURES, TALKS, AND PANELS:

“The 2022 Amendments to the Uniform Commercial Code,” Ohio Bar Association CLE, February 2023.

“Roundtable on New Scholarship in Contract Law & Theory,” Association of American Law Schools Annual Meeting, January 2023 (commented on paper by Jonathan Harris, forthcoming in the *California Law Review*).

“The Restatement (Third) of Contracts?,” Symposium, *Commercial Law Harmonization: Past as Prologue*, Brooklyn Law School, May 2022.

“Developments in Commercial and Consumer Law,” CLE course sponsored by the Moot Court team, Michael E. Moritz College of Law, December 2021.

“Comments on David Snyder’s *Contracting for Process*,” Symposium, Contracts in Crisis, Temple Law School (virtual symposium), July 2021.

“The Common Law of Contracts and the Civil Law of Obligations,” LL.M. students, Ohio State University, Michael E. Moritz College of Law, September 2014; also September 2015, September 2016, August 2017, August 2018, August 2019.

Panelist, “The Contributions of Linda Rusch to Contracts and Commercial Law,” Plenary Session, Ninth International Conference on Contracts, St. Thomas University Law School, February 2014.

Co-Chair, “The Future of Consumer Law,” Association of American Law Schools, Joint Session of Sections of Contract Law and Commercial and Related Consumer Law, January 2014.

Panelist, “Contracting in the Digital Age,” Federalist Society, Ohio State University, Michael E. Moritz College of Law, February 2012 (responding to Professor David Snyder (American University)).

“*Globe Refining Co. v. Landa Cotton Oil Co.* and the Dark Side of Reputation,” Ohio State University, Michael E. Moritz College of Law, January 2012.

“Contract as Status, Contract as Thing,” Symposium on Commercial Contract Law: Transatlantic Perspectives, University of Sheffield, Sheffield, UK, October 2011.

“Principles of Effective Commercial Contract Drafting,” CLE Program (organized by Porter Wright, mainly for Cardinal Health in-house counsel), June 2011.

“Path Dependence and the Doomed Amendments to Article Two,” Symposium on Amended Article Two of the Uniform Commercial Code, South Texas School of Law, April 2011.

“The Implied Warranty of Fitness: ‘A Derelict on the Waters of the Law’?,” Sixth International Conference on Contracts, Stetson University Law School, February 2011.

“The Implied Warranty of Fitness: ‘A Derelict on the Waters of the Law,’” Florida State University College of Law, October 2010.

“The Uniform Prudent Management of Institutional Funds Act,” Clinton County Bar Association, Wilmington, OH, October 2009.

“Feminist Issues in Contract Law,” Panelist, “Feminist Issues in the First-Year Curriculum,” Women’s Law Society, Moritz College of Law, April 2009.

“Warranties and their Breach,” CLE Program, Ohio State Bar Association, March 2009.

“Academic Commercial Law in Canada and the U.S.: Life, Death, or Something In-Between?,” Keynote Address, 38th Annual Conference on Commercial and Consumer Law, University of Manitoba, Winnipeg, Manitoba, October 2008.

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

“Misrepresentation and Non-Disclosure in Jewish and American Law,” Congregation Beth Jacob, 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 Committees: Appointments (2005-06, 2006-07, 2007-08 (co-chair, Summer 2007)); Administration (2004-05 (chair), 2015-16, 2016-17, 2022-23, 2023-24); Academic Affairs (2003-04, 2008-09 (chair), 2009-10, Fall 2010, 2011-12, 2013 (spring)) ; Promotion and Tenure (2014-15, 2019-20); Colloquium (2004-06); Long-Range Planning (2017-18, 2018-2019); Search Committee for Entrepreneurial Business Law Clinic (2011, 2017); Advisory Committee, Center for Interdisciplinary Legal and Policy Studies (2004-2010); Graduate Programs (2020-21, 2021-22, 2025 (spring)). University: Reviewer, Graduate Fellowship Awards, 2023; Member, Faculty Hearing Committee, 2023-present; Chair, Honorary

Degrees Committee, 2024-present; Member, Senate Cabinet, 2024-present; Member, Commencement Speaker Committee, 2025-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

A. National

Association of American Law Schools:

Section on Remedies: Member, Executive Committee, 2001-2003

Section on Commercial and Related Consumer Law: Member of Executive Committee, 2002-2006; Chair-Elect, 2004; Chair, 2005.

Section on Contracts: Member, Executive Committee, 2010-2015; Secretary, 2012; Chair-Elect, 2013; Chair, 2014.

Member, Committee on Sections, 2015-2016.

American Law Institute:

Member, 2006-present

Advisor for the Restatement of Consumer Contracts, 2012-2024

Members Consultative Groups for Restatement (Third) of Restitution and Unjust Enrichment, Principles of the Law of Software Contracts, Restatement (Third) of Employment Law, Restatement (Third) of Torts: Remedies, and Principles of Liability Insurance

Uniform Law Commission:

Member, 2005-present

Member, Drafting Committee on Implementing the United Nations Convention on Electronic Commerce (work complete)

Member, Drafting Committee on Management of Funds Raised Through Crowdfunding Activities (work complete)

Member, Study Committee on Garnishment of Wages in Bank Accounts (work complete)

Member, Study Committee on Default Judgments in Debt Collection Cases (work complete)
Member, Study Committee on Special Deposits (work complete)
Member, Committee on Academic Partnerships (committee dissolved)
Member, Committee on the Uniform Commercial Code
Member, Joint ULC/ALI Committee on the Uniform Commercial Code and Emerging Technologies
Member, Drafting Committee on Restrictive Covenants in Deeds (work complete)
Member, Study Committee on the Use of Tokens or Other Similar Products in Real Property Transactions (selected by ULC president to serve as “devil’s advocate”) (work complete)
Member, Study Committee on Commercial Financing Disclosure (work complete)
Member, Drafting Committee on Commercial Financing Disclosure
Vice-Chair, Study Committee on Mental Privacy, Cognitive Biometrics, and Neural Data
Observer, Uniform Commercial Code Article 2 Drafting Committee, 1996-2003

American Bar Association:

Member, Task Force on Article 2, Section on Business Law, 1995-2003

B. State

Ohio:

Member, Commission on Certification of Attorneys as Specialists, Supreme Court of Ohio, 2005-2008

Member, State Council of Uniform State Law, State of Ohio, 2005-present

–in that capacity, testified before committees of the Ohio Legislature in support of enacting the Uniform Prudent Management of Institutional Funds Act and the Uniform Electronic Materials Act, and co-chaired a meeting of stakeholders on the Uniform Anatomical Gifts Act

Florida:

Member, Florida Bar Study Committee on Article 9 of the Uniform Commercial Code, 1997-1999

C. Community

Member, Finance Committee, Columbus Torah Academy, 2015-present; 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-present.

Pro bono work: Advising in areas of contracts, copyright, tax, corporate, and general law for, among others, Congregation Agudas Achim (Bexley, OH), Congregation Torat Emet (Bexley, OH), Columbus Torah Academy, 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.