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E. A. Farnsworth, 76, Legal Scholar, Dies

By JENNIFER BAYOT

E. Allan Farnsworth, a legal scholar whose writings on contract disputes have become a standard reference in courtrooms and law schools, died on Jan. 31 at his home in Englewood, N.J. He was 76.

The cause was prostate cancer, said his wife, Patricia.

A professor at Columbia Law School, Mr. Farnsworth was considered the country's foremost legal authority on contracts, an area of law that often lacks the guidance of specific statutes and relies on court precedent.

He spent more than 50 years studying and explaining the legal underpinnings of contracts, whether written or oral, commercial or private.

"You went to Allan's work to find out what the answer is, rather than what a particular theory or spin might be," said Randy Barnett, a professor at Boston University School of Law. "He stood above the crowd."

In 1971, the American Law Institute asked Mr. Farnsworth to take the lead in writing a definitive guide to contract law. The project, which took 10 years, required him to digest court decisions around the country, offer an analysis and assemble drafts for public comment.

"It required a professor who knew everything about contract law and was very balanced and very progressive and very forward-looking," said Lance Liebman, director of the American Law Institute.

The three-volume work, known as the Restatement (Second) of Contracts, was published in 1981. It frames what the law is and should be, describing, among other things, which agreements must be in writing, what breaches are grounds for legal action, and how damages should be determined. Considered lucid, comprehensive and fair, the Restatement remains widely used almost 25 years later.

"He just had a complete grasp of the entire subject, both in depth and across the board," said Melvin A. Eisenberg, a law professor at the University of California, Berkeley.

Mr. Farnsworth wrote the leading contract law casebook, and his "Farnsworth on Contracts" is among the most frequently used reference works on contract law.

"You cite 'Farnsworth on Contracts,' and the judge says, 'That must be right,' " said Rayner Hamilton, a retired partner at White & Case and former head of its international arbitration practice. "Farnsworth was just the epitome of credibility."

Mr. Farnsworth represented the United States at diplomatic conferences on trade and on the United Nations Commission on International Trade Law. When trade disputes arose between companies from different countries, he was often asked to arbitrate or to explain United States contract law to the tribunal. Colleagues considered him among the most active international arbitrators in the world.

Edward Allan Farnsworth was born on June 30, 1928, in Providence, R.I., where his father was a professor of physics at Brown University. He received a degree in mathematics from the University of Michigan in 1948; a master's degree in physics from Yale in 1949; and a law degree from Columbia in 1952.

In 1954 he joined the Columbia faculty, becoming the youngest member of the law school's faculty, his wife said. Over the years he was also a visiting professor at the Universities of Paris and Istanbul and taught at American law programs in Austria, China, France, Greece and the Netherlands.

In recent years his work branched out into more general questions on the nature of one's obligations. In "Changing Your Mind: The Law of Regretted Decisions" (Yale University Press, 1998), he cites the examples of Rousseau, Martin Luther and Shirley MacLaine, among others.

In addition to his wife, Mr. Farnsworth is survived by three daughters, Pamela Ann Wilkinson and Jeanne Scott Farnsworth, both of Boca Raton, Fla.; and Karen Einsidler of Tenafly, N.J.; and five grandchildren. His son, Edward Allan Farnsworth Jr., died in 1993.