

BAREIS EXHIBIT C

DEFINITIONS

“Active” means a listing status in which a valid listing contract exists and the Seller is accepting offers to Sell, Lease, or Exchange the property.

“Administrative User” has the meaning set forth in Regulation 5.4

“Affiliate Member” means an individual or business entity who or which is neither a Real Estate Licensee nor a real estate appraiser, who or which can demonstrate a legitimate need for the information, and who or which may qualify, upon approval of the Board, to receive MLS Data, on such terms and conditions as may be determined by the Board.

“Appraiser” means a Member who is an Appraiser Participant or Appraiser Subscriber, without distinction.

“Appraiser Participant” has the meaning set forth in Regulation 5.2.2.

“Appraiser Subscriber” has the meaning set forth in Regulation 5.3.2.

“Auction Listing” means a listing in which the list price may or may not represent the price that the Seller is willing to accept even if an offer at the price submitted to the Seller satisfies all other terms of the listing; and if the listed property is not sold by the expiration date specified in the listing, the property will be offered for sale by the Seller at an auction pursuant to a bidding procedure specified by the Seller.

“BAREIS” has the meaning set forth in the Notice.

“BAREIS MLS®” has the meaning set forth in Regulation 2.

“Board” has the meaning set forth in Regulation 1.

“BRE” means the California Bureau of Real Estate as set forth in Regulation 7.2.

“BREA” means the California Bureau of Real Estate Appraisers as set forth in Regulation 7.2.

“Broker Participant” has the meaning set forth in Regulation 5.2.1.

“Business Day” means Monday through Friday, excepting California and federal holidays.

“Buyer” means a purchaser, lessee, or exchangee of real property.

“Bylaws” has the meaning set forth in Regulation 1.

“CDOM” has the meaning set forth in Regulation 9.22.4.

“Certificate of Non-use” has the meaning set forth in Regulation 7.4.

“Certification of Non-use” has the meaning set forth in Regulation 6.1.6.

“Client” refers to a “Buyer” or a “Seller” in a real property transaction.

“Closed Sale” has the meaning set forth in Regulation 9.19.4.

“Co-Listing Broker” means a Broker Participant who, in conjunction with another Listing Broker, has obtained a written listing agreement by which such Broker has been authorized to act as an agent to sell, lease or exchange real property or to find or obtain a Buyer, lessee or exchangee pursuant to California Civil Code § 1086. Whenever these Regulations refer to a “Co-Listing Broker,” the term shall include any Subscriber acting for the Co-Listing Broker, but the Co-Listing Broker shall be responsible for such Subscriber’s acts or such Subscriber’s conforming to these Regulations.

“Comparable MLS Data” means that portion of the MLS Database that includes the Off-Market MLS Data and “Sold” information regarding properties that are not currently for sale, as well as all indexes and other information relating to “Sold” listings.

“Comparable Sale” and “Comparable Listing” mean a listing with an accepted offer or Sold during an exclusion period or prior to the on-market date.

“Confidential Information” has the meaning set forth in Regulation 12.2.1.

“Confidential Remarks” has the meaning set forth in Regulation 9.16.2.

“Contingent” has the meaning set forth in Regulation 9.19.1.

“Cooperating Broker or Selling Broker” means a Broker Participant who acts in cooperation with a Listing Broker to accept an offer of compensation to find or obtain a Buyer, lessee or exchangee for property pursuant to California Civil Code § 1086. Whenever these Regulations refer to a “Cooperating Broker” or “Selling Broker,” the term shall include the Subscriber acting for such Cooperating Broker or Selling Broker, but shall not relieve such Cooperating Broker or Selling Broker of responsibility for the act or Regulation specified.

“Duplicate Listings” are MLS listings for the same property with the same broker in an additional property category, area or list price. (Rev. 09-19-16)

“Expulsion” means Termination of (i) BAREIS membership rights, preferences and privileges, including voting rights, and (ii) MLS Privileges, for a period of not less than one, but not more than three years, with reinstatement to membership only by application as a new member after the end of the period of Expulsion, with the application considered by BAREIS on its merits.

“Filed with BAREIS” means any listing, change to a listing, information entered directly into the MLS Database by the Listing Broker, or listing information submitted for input to the MLS Database on a listing input form (or listing change form) to be input by BAREIS staff if directed to do so by the Listing Broker. BAREIS does not retain a hard copy of the listing input form.

“IDX” means “Internet Data Exchange,” which is a Broker-to-Broker cooperative Internet advertising agreement that includes IDX Internet Data and IDX Enhanced Internet Data as referenced in Regulation 14.4.

"IDX Internet Data" and "IDX Listings" mean Active and Contingent listing data approved under Section 14.4 of the Regulations for Internet Data Exchange (IDX) in which the "Pass to the Internet" flag is set to "Yes"

"IDX Enhanced Internet Data" and "IDX Enhanced Listings" means IDX Internet Data plus Pending, certain other approved Off-Market MLS Data, and 180 days of Sold listing data approved under Section 14.4 of the Regulations for Internet Data Exchange (IDX) in which the "Pass to the Internet" flag is set to "Yes."

"Keypad" means either an electronic device or software provided through BAREIS that functions with the lockbox system as an electronic key.

"Listing Broker" means a Broker Participant who has obtained a written listing agreement by which such Broker has been authorized to act as an agent to sell, lease or exchange real property or to find or obtain a Buyer, lessee or exchangee pursuant to California Civil Code § 1086. Whenever these Regulations refer to a "Listing Broker," the term shall include any Subscriber acting for the Listing Broker, but shall not relieve the Listing Broker of responsibility for the act or for conforming to the Regulation specified.

"Media" has the meaning set forth in Regulation 9.16.4(d).

"Member" means a Member, as defined in the Bylaws, and, for purposes of these Regulations, includes a Broker Participant, an Appraiser Participant, a Real Estate Subscriber, an Appraiser Subscriber or Affiliate Member, if any.

"MLS" has the meaning set forth in Regulation 2.

"MLS Data" includes the MLS Database, all data and Media submitted by Members to BAREIS, all membership contact information, and all copyrighted BAREIS publications, instructions, training materials and similar matter, whether in print or electronic form.

"MLS Database" means BAREIS' copyrighted BAREIS MLS® database and computer software, whether in tangible or electronic form, in whole or in part, including all copyrighted Media in such database.

"MLS Privileges" means all privileges and services provided by the MLS to any of its Participants or Subscribers, including access to the MLS Database, lockbox privileges and technical support, and the ability to submit new listings or extensions of current listings.

"Multiple Listing Service" has the meaning set forth in Regulation 13.7.

"Off-Market MLS Data" means that section of the MLS Database that includes listings of real property that are not currently listed for sale, as well as all indexes and other information relating to the historical listing inventory.

"On-Market MLS Data" means that section of the MLS Database that includes listings of real property that are currently for sale, as well as all indexes and other information relating to the current listing inventory.

"Participant" has the meaning set forth in Regulation 5.2.

“Pending” has the meaning set forth in Regulation 9.19.2.

“Person” or “person” means any individual, partnership, corporation, association, joint stock company, limited liability company, trust, joint venture, unincorporated organization or governmental entity (or any department, agency, or political subdivision thereof).

“Primary Service Area” refers to the following counties: Marin, Mendocino, Napa, Solano and Sonoma. BAREIS accepts listings from all counties in the State of California.

“Real Estate Broker” or “Broker” has the meaning set forth in Regulation 5.2.1.

“Real Estate Licensee” means an individual who holds a valid California Bureau of Real Estate salesperson’s license.

“Real Estate Subscriber” has the meaning set forth in Regulation 5.3.1.

“Regulations” has the meaning set forth in the Notice.

“Remediable Violation” means a violation that can be corrected by the Member, such as completion of mandatory training, nonpayment of fees, or other curable violations.

“Sale” shall also refer to a lease or exchange of real property.

“Seller” means a principal or owner, lessor, or exchanger of real property.

“Selling Broker” see definition for “Cooperating Broker.”

“Sold” has the meaning set forth in Regulation 9.19.4.

“Sold off MLS” a Sold listing entered to the MLS as a Comparable Sale.

“Subscriber” has the meaning set forth in Regulation 5.3.

“Suspension of Membership” or “Suspension” means suspension of (i) BAREIS membership rights, preferences and privileges, including voting rights, and (ii) MLS Privileges, on terms and conditions stated for a period of time of not more than one year as determined by the applicable committee or person authorized by the Board. In the event the Suspension is for a Remediable Violation, the Suspension shall be in effect for the period that the violation remains uncorrected. At the end of the applicable Suspension period, reinstatement of a suspended Member’s membership and MLS Privileges shall be automatic, provided that the Member is current on all amounts owed to BAREIS and has kept all fees current during the period of Suspension.

"Syndication" means a process by which a Member hires a vendor (the "Syndicator") to transmit the Member’s listings only to various internet sites approved by the Member to receive the Member’s data pursuant to rule 14.1.

“Temporarily Off-Market” has the meaning set forth in Regulation 10.3.

“Termination” means termination of (i) BAREIS membership rights, preferences and privileges, including voting rights, and (ii) MLS Privileges, for an indefinite period of time without reinstatement to membership except by application as a new Member, with the application considered by BAREIS on its merits.

“Third Party” has the meaning set forth in Regulation 14.6.

“VOW” has the meaning set forth in Regulation 14.5.

CERTAIN TERMS:

Unless the context otherwise requires, in these Regulations: (i) words importing the singular number only shall include the plural and vice versa, and words importing the masculine gender shall include the feminine and neuter genders and vice versa; and (ii) the word “or” may be conjunctive or disjunctive similar to the term “and/or.” The use herein of the word “including,” “include” or “includes,” when following any general statement, term or matter, shall not be construed to limit such statement, term or matter to the specific items or matters set forth immediately following such word or to similar items or matters, whether or not nonlimiting language (such as “without limitation,” or “but not limited to,” or words of similar import) is used with reference thereto, but rather shall be deemed to refer to all other items or matters that could reasonably fall within the broadest possible scope of such general statement, term or matter. Reference to any agreement, indenture or other instrument in writing, including these Regulations, means such agreement, indenture or other instrument in writing as amended, modified, replaced or supplemented from time to time. Reference to any statute shall be deemed to be a reference to such statute as amended, reenacted or replaced from time to time. Time periods within which a payment is to be made or any other action is to be taken hereunder shall be calculated excluding the day on which the period commences and including the day on which the period ends, and whenever any payment to be made or action to be taken hereunder is required to be made or taken on a day other than a business day, such payment shall be made or action taken on the next following business day. The words “hereof,” “herein,” “hereunder” and similar terms in these Regulations refer to these Regulations as a whole and not to any particular provision of these Regulations. Unless otherwise stated, any reference contained in these Regulations to a “Section” refers to the provisions of these Regulations and any reference contained in these Regulations to an “Exhibit” refers to an exhibit hereto that is hereby incorporated into these Regulations. (Rev. 06-17-16)