



A woman with long brown hair in a ponytail, wearing a patterned sweater, is sitting at a desk in a modern office. She is looking at a laptop screen. A desk lamp is on the desk, and there are some papers and glasses nearby. The background shows office windows and plants.

# Missing Contract-Related Time Periods

# Offers Made Using RPA Expire

- ▶ Paragraph 31, offer is deemed revoked unless:
  - ▶ Seller signs AND
  - ▶ Personally received by Buyer (or designee) no later than 5 PM on third day after the offer was signed by Buyer or on other specified date
- ▶ Late acceptance is not binding!

**31. EXPIRATION OF OFFER:** This offer shall be deemed revoked and the deposit, if any, shall be returned to Buyer unless the offer is Signed by Seller and a Copy of the Signed offer is personally received by Buyer, or by \_\_\_\_\_ who is authorized to receive it, by 5:00 PM on the third Day after this offer is signed by Buyer (or by \_\_\_\_\_ AM/ \_\_\_\_\_ PM, on \_\_\_\_\_ (date)).


☐ One or more Buyers is signing this Agreement in a representative capacity and not for him/herself as an individual. See attached Representative Capacity Signature Disclosure (C.A.R. Form RCSD-B) for additional terms.

Date \_\_\_\_\_ BUYER \_\_\_\_\_  
(Print name) \_\_\_\_\_

Date \_\_\_\_\_ BUYER \_\_\_\_\_  
(Print name) \_\_\_\_\_

☐ Additional Signature Addendum attached (C.A.R. Form ASA).

Seller's Initials (\_\_\_\_) (\_\_\_\_)



**RPA-CA REVISED 12/15 (PAGE 9 OF 10)**  
**CALIFORNIA RESIDENTIAL PURCHASE AGREEMENT (RPA-CA PAGE 9 OF 10)**

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## Parties Can Agree After Expiration


- ▶ If both parties agree, late acceptance can be binding:
  - ▶ In writing, extend date and time of expiration of offer OR
  - ▶ Waive expiration of offer by conduct
- ▶ Conduct that may be considered a waiver and intent to be bound:

- 1 Buyer making deposit
- 2 Buyer paying for inspections,
- 3 Seller providing disclosures and reports
- 4 Buyer and seller negotiating over repairs



# Counter Offer = Rejection of the Offer

- ▶ Counter offer is a rejection of the offer and a new offer
- ▶ Counter offer is not an acceptance subject to modified terms
- ▶ Counter offer is a new offer based upon the original RPA terms plus or substituting terms



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**SELLER COUNTER OFFER No. 1**  
**May not be used as a multiple counter offer.**  
 (C.A.R. Form SCO, 11/14)

Date \_\_\_\_\_

This is a counter offer to the: ☐ Purchase Agreement, ☐ Buyer Counter Offer No. \_\_\_\_\_, or ☐ Other \_\_\_\_\_ ("Offer"),  
 dated \_\_\_\_\_, on property known as \_\_\_\_\_ ("Property"),  
 between \_\_\_\_\_ ("Buyer")  
 and \_\_\_\_\_ ("Seller").

1. **TERMS:** The terms and conditions of the above referenced document are accepted subject to the following:

A. Paragraphs in the Offer that require initials by all parties, but are not initialed by all parties, are excluded from the final agreement unless specifically referenced for inclusion in paragraph 1C of this or another Counter Offer or an addendum.

B. Unless otherwise agreed in writing, down payment and loan amount(s) will be adjusted in the same proportion as in the original Offer.

C. **OTHER TERMS:** \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_


D. The following attached addenda are incorporated into this Seller Counter offer: ☐ Addendum No. \_\_\_\_\_  
☐ \_\_\_\_\_ ☐ \_\_\_\_\_

Expressly extend time to accept RPA until the date and time of seller's signature on the seller's counter offer in Section C of the Counter Offer

C. OTHER TERMS: RPA Paragraph 31, Expiration of Offer, shall be extended until [insert date of seller's signature].

# The RR and RRRR Forms Don't Expire

The Request for Repair forms are proposals that do not expire. They can be signed anytime prior to cancellation of the contract or closing the transaction.

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**REQUEST FOR REPAIR No.** \_\_\_\_\_  
(Or other Corrective Action)  
(C.A.R. Form RR, Revised 12/15)

Date Prepared: \_\_\_\_\_

In accordance with the terms and conditions of the: Purchase Agreement or ☐ Other \_\_\_\_\_  
("Agreement"), dated \_\_\_\_\_, on property known as \_\_\_\_\_  
between \_\_\_\_\_ ("Property"),  
and \_\_\_\_\_ ("Buyer"),  
and \_\_\_\_\_ ("Seller").

**BUYER REQUEST:**

1. (a) ☐ Buyer requests that Seller, prior to final verification of condition, repair or take the other specified action for each item listed below or ☐ on the attached list dated \_\_\_\_\_:

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**SELLER RESPONSE AND BUYER REPLY TO REQUEST FOR REPAIR No.** \_\_\_\_\_  
(Or other Corrective Action)  
(C.A.R. Form RRRR, Revised 12/15)

In accordance with the terms and conditions of the: Request For Repair No. \_\_\_\_\_ dated \_\_\_\_\_, on property known as \_\_\_\_\_  
between \_\_\_\_\_ ("Property"),  
and \_\_\_\_\_ ("Buyer"),  
and \_\_\_\_\_ ("Seller").

**SELLER RESPONSE TO BUYER REQUESTS:**

1. Seller agrees: (Check all that apply).  
A. ☐ To all of Buyer's requests in Request for Repair No. \_\_\_\_\_, except: \_\_\_\_\_

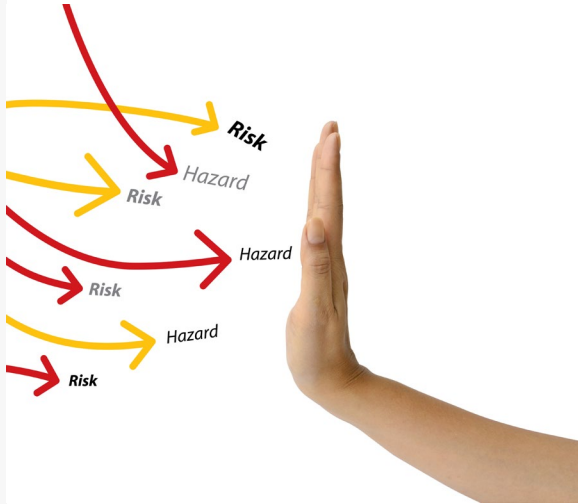


# An Amendment of Existing Agreement Terms (Form AEA) Expires

- ▶ An AEA automatically expires at 5 PM on the 3rd day after the offer is made
- ▶ Late acceptance is subject to the same terms as the RPA
- ▶ AEA has less risk of waiver since Buyer will have generally already made a deposit, opened escrow, performed inspections and possibly negotiated repairs



## When Seller Will Not Sign RPA Timely



- ▶ Do not sign the RPA for the Seller. Period...even with verbal authorization
- ▶ Do not have client back date signature
- ▶ Do not have one client sign for another without a Power of Attorney
- ▶ Do not give a verbal acceptance or promise your client will sign



# Additional Resources



## Quick Guide

### Legal Effect of Missing Contract-Related Time Periods