



Handbook

March 2018

Officers
Directors
Past Presidents
Rules
Bylaws
Membership Classifications

700 Key Royale Drive
Holmes Beach, Florida 34217
941-778-3055
www.keyroyaleclub.com

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A: OFFICERS – DIRECTORS – PAST PRESIDENTS**Officers**

President – Scott Mitchell
 Vice-President – Lori Waggoner
 Treasurer – Debra Richardson
 Corporate Secretary – Tony Niewijk

Directors

Finance – Debra Richardson
 Golf – Bill MacMillam
 Greens – Blake Ress
 House – Scott Mitchell
 Building & Maintenance – Marty Hicks
 Membership & Marketing – Gary Alvord

Past Presidents

1965	Howard S. Adams*	1994	John H. Williamson*
1966	Frank D. Smalley *	1995	Alvin W. Morgan*
1967	F. Luis Valdez*	1996	Lewis A. Winegarden*
1968	Walter E. Test*	1997	Lewis A. Winegarden*
1969	Francis E. Abraham*	1998	Elizabeth F. Hill
1970	Charles L. Moss*	1998	Rev. James M. Meena*
1971	Dr. Roy W. Gunther*	1999	Robert R. Reppenhagen*
1972	Col. Robert W. Elliott	2000	James D. Thornton
1973	Leonard O. DeCardy*	2001	Doris J. Lukow
1974	George I. Zupanic*	2002	Robert E. Kral*
1975	Col. Carlton J. Martin*	2003	Robert E. Kral*
1976	Kenneth E. Van Antwerp*	2004	James D. Thornton
1977	Elmo J. White*	2005	Terry Griffin
1978	Robert Alexander*	2006	Larry A. Fowler
1979	Dr. John C. Specker*	2007	Norman Mansour*
1980	John L. Johnson*	2008	Chuck Jambe
1981	Herbert A. Cochrane*	2009	Mike Selby
1982	Mrs. Robert T. Hathaway*	2010	Terry Schaefer
1983	Ray H. Chamberlain*	2011	Craig Humphreys
1984	Robert E. Jewell*	2012	Craig Humphreys
1985	John A. Sweeney	2013	Rich Papini*
1986	Dr. Herbert F. Harms*	2014	Rich Papini*
1987	Joseph B. Beard	2015	Gary Duncan
1988	John A. Liddell*	2016	Mike Gillie
1989	James F. Bell*	2017	Mike Gillie
1990	James F. Bell*	2018	Scott Mitchell
1991	Eugene R. Lambert*		*Deceased
1992	Eugene R. Lambert*		
1993	Wayne H. Marquis*		

1.1 RULES REGARDING THE OPERATION OF THE CLUB AND MEMBERSHIP

1. Key Royale Club, Inc. is a private club and the use of the Club's facilities is restricted exclusively to Members and guests.
2. The Board of Directors, through its officers, shall make the rules and regulations applicable to the use of all Club facilities. A current set of rules and regulations shall be furnished to each member in good standing.
3. The Board of Directors, through its officers shall establish classes of membership and qualifications for the various classes of membership. Membership in the Club shall be granted only upon approval of the Board of Directors.
4. Two members in good standing shall recommend all applicants for Club membership. Membership information is available from the Chairman of the Membership Committee.
5. Any person whose membership has been terminated and who desires to be reinstated to membership shall make application to any subsequent Board of Directors for consideration.
6. Members may apply for Honorary Membership by written request to the Membership Committee Chairperson, no later than December 1st of the year of their 85th birthday. Honorary memberships become effective January 1st of the year following the applicant's 85th birthday.
7. A Golf Member may, on a one-time basis, convert to a Social Membership. The Member may only re-convert to a Golf Membership upon the expiration of one full year as a Social Member, and in such an instance the Member will be placed at the bottom of the applicant wait list.
8. The Club maintains corporate records, which, upon written request to the Corporate Secretary, shall be available for inspection during regular business hours at the Club.
9. All changes of permanent address, both local and other, must be provided by written notice to the Corporate Secretary. The Club does not accept notices for seasonal changes of address.
10. Any member choosing to resign must correspond said decision in writing and deliver their request along with the stock certificate to the Club business office no later than December 1st. Requests received after December 1st will be processed with the capital stock reimbursement applied to any outstanding balance due, including dues.
11. Once annual dues have been paid, there will be no refund of dues (pro-rated or otherwise) to any member(s) because of illness, resignation or death.
12. A letter of resignation must accompany stock certificate repayment requests from the Club with the exception of Honorary Members. Refunds to resigned members will be done as new equity members join KRC, based on a priority list with the year of resignation first and the date they joined KRC second.
13. Members cannot reclassify an equity membership to a non-equity membership without first resigning from the Club, being placed on the waiting list for stock redemption, and then re-joining as a non-equity member(s), and pay the appropriate initiation fee.

1.2 MEMBERSHIP CATEGORIES- REVISED MARCH 1, 2018

The following describes the categories of membership available at KRC.

Golf Categories

Regular A Regular golfing member is an individual or couple whose application has been

given final approval by the Board of Directors, who has purchased a single share of stock and paid all the required fees established by the BODs. The number of Regular Golfing members shall be limited to 470. If a two-person household, the significant other must maintain a Social Member membership status, at a minimum.

- Introductory** Provides a full golf membership and may be used for any six (6) consecutive months of the year. A twelve (12) consecutive month option is also available. It will allow full use of the Club House and all social amenities. All applications must be sponsored by two (2) individual Club members and be approved by the Board of Directors. This is a non-equity, non-voting membership. The Introductory membership is available one time. All rules and regulations as written in the Key Royale Directory and Handbook must be followed.
- Corporate** The stockholder/member shall be a business entity, having a Federal Tax identification number. Applicants must be sponsored by two (2) individual Club members and be approved by the Board of Directors. The entity and its principal(s) shall be responsible for all expenses incurred by the named principals of the entity and/or its guest(s). The initiation fee, dues and privileges shall be the same as those of a Regular two (2) Golfer Household membership. The initiation fee and refundable stock payment shall be the same amount as a two (2) Golfer Household membership. The member may assign and later re-assign its Club privileges to an individual of its choice with a transfer fee of \$150.00, payable to Key Royale Club, Inc., upon re-assignment. Up to two (2) members of the Corporation can be added to the Corporate Membership. The additional members can be a Social of Golf Member.
- Honorary** This membership category is no longer offered to members joining after March 1, 2018.
- Junior** Available for unmarried children of Regular Golfing members between the ages of 14 through 18 and extended to age 23 if single and attending an institution of higher learning on a full time basis. There is no limit on the number of Junior Golfing members.
- Summer** A Summer Golf membership entitles the member to play golf on a month-to-month basis during the period from May 1 to October 31 with full use of the Club House and all social amenities. All applications must be sponsored by two (2) individual Club members and be approved by the Board of Directors. This is a non-equity, non-voting membership. All rules and regulations as written in the Key Royale Directory and Handbook must be followed. Dress code is in effect in the Club House and on the course.

Social Categories

- Social** Social members may use the Club House, but to use the golf course, must comply with guest rules and pay applicable fees. Social members may not participate in Club golfing events and have limited guest privileges. Social membership is available to any Regular Golfing member, any person on the Regular Golfing waiting list, and any other individual sponsored by two Club members and approved by the Board of Directors. The limit on the number of Social members shall be established by the Board of Directors. Social members do not purchase a share of stock, but they must pay all the required fees established by the Board of Directors as a condition of membership. They will be exempt from all golfing related special assessments.

Honorary Social This membership category is no longer offered to members joining after March 1, 2018

1.3 GENERAL RULES OF THE CLUB

1. Members are requested to observe all Club rules and regulations. Violations are to be reported to the appropriate committee chairman and may result in loss of Club privileges.
2. Members shall acquaint guests with the rules of the Club, and shall be responsible for the conduct and actions of their guests at all times.
3. Junior Golf members may bring guest(s) after attaining the age of 15 years with guest(s) paying the appropriate green fees and may charge food and beverage (which will roll over to the parent(s) account). There will be no food/beverage minimum requirement for this membership. Junior members are not eligible to participate in any championship golf events.
4. Members shall be responsible to the Club for any debts, damages or breakage caused by them or their guests.
5. Members who make reservations for any paid golf or social event are responsible for the charges unless the reservation is cancelled within the time limit established by the committee sponsoring the event.
6. Members shall not give orders to, nor reprimand any employee of the Club. Suggestions and complaints should be made in writing to the Board of Directors or the appropriate committee chairman.
7. Any person other than a representative so authorized by the Board of Directors thereof may not dispense publicity relative to the Club or any activity.
8. The Club is not responsible for valuables or other items left on Club property.
9. If married or living with significant other, both individuals must be members of the Club. Consideration will be given by the Board on a case-by-case basis for allowing spouses with long-term health issues (i.e. requiring nursing home care, etc.) to be exempt from the membership requirement.

1.4 HOUSE RULES

1. Club facilities including the Club House and cart room will be open for use by Members daily from 8:00 AM to 6:00 PM. Notice of closings for holidays or other changes shall be posted in the Club House and announced in the monthly newsletter when possible.
2. A Member must accompany Clubhouse guests during the period November 1st - April 30th. From May 1st through October 31st a Member need not accompany a guest if they are pre-registered.
3. The serving and consumption of alcoholic beverages on Club property shall be in accordance with local, state and federal regulations, laws and ordinances, and as permitted by the Club.
4. Social functions of the Club shall be restricted to Members and House Guests as defined herein when accompanied by a Member. A guest may always accompany single Members.
5. No Member, other than the Club President or the Chairman of the House Committee, shall give instructions or direct Club House staff.
6. No Member, other than the Club President or the Chairman of the House Committee, shall have access to the kitchen except for maintenance.
7. No dogs or other pets shall be permitted in the Club House or on the grounds.
8. Shirts and shoes must be worn in the Club House at all times. No bathing attire, short shorts, tank tops, cut-offs, or mesh shirts are permitted. The lengths of the shorts must be no more than four inches above the top of the knee. Only dress or designer jeans are permitted.
9. All food and social events shall be coordinated through the Dining Room Manager. Only the chairman of the event shall deal directly with the staff concerning details of the event.

10. Members may arrange for use of the Club House by request to the House Chairman or the Dining Room Manager. There will be a charge for the use of the Club House and the Chairman of the House Committee will quote other costs in advance.
11. A Member reserving the Club House for a private party must be in attendance. The Member shall be responsible for the protection of all Club property during the period of use, and shall also be responsible for the cleanup of the premises, so that the Club House, furniture, fixtures and equipment will be returned to their original condition by the following morning.
12. At the option of the President, the House Chairman of the Board of Directors, the Club House facilities may be made available to outside clubs or organizations, providing a Member shall sponsor the meeting or party. The sponsoring member shall be responsible for damage to Club House, furniture, fixtures and equipment in the same manner as if it were the member’s private party. The sponsoring member shall also assume liability for actions or damages by those in attendance. A fee may be charged for such functions at the discretion of the Board of Directors.
- 13. Planning and approval of events must be through the process defined in the KRC Event Planning Packet, which is available through the office staff.**

1.5 GOLF RULES – AUTHORIZED USE OF THE COURSE

1. Members may use the golf course in accordance with the Club Golf Rules.
2. Members shall be responsible for their guests including: sign in at the Club House; payment of green fees before commencing play; acquainting the guest with Club Golf Rules; accompanying their guest on the course (except as provided in 3 below); and being responsible for the guest’s proper conduct and dress.
3. Members may pre-register guests during the period of May 1st through October 31st by completing a guest registration card and placing it on file in the Club House. Pre-registered guests do not need to be accompanied by a Member.
4. The exhibit below details the rules for course use by children:

Age	10 & under	10 - 12	13	14 & older
Conditions	After 4:00 With Member	With Member	With Member	Unaccompanied
Green Fees	No	No	Yes	Yes

1.6 GOLF RULES – PLAYING THE COURSE

1. If making the turn alternate with players waiting to tee off.
2. No starting on #3
3. Repair divots/ball marks & rake traps.
4. Repetitive shots and on-course practice are prohibited.
5. Cell-phones permitted - on vibrate - don’t disturb others.
6. Allow faster walking groups to play through.
7. Riding carts do not have any priorities over walkers

1.7 GOLF RULES – LOCAL RULES

With the exception of the following all play is governed by USGA’s rules.

1. Play from the light brown coquina shell, mulch, and other landscaped areas are “play as it lies” areas - no free drop.
2. An unplayable lie in or close to bushes, trees, etc., entails a drop no closer to the hole with a 1-stroke penalty.

3. Club grounding is permitted in waste bunkers.
4. All water hazards are lateral.
5. Balls in water hazards behind greens are placed on green side of the hazard with a 1-stroke penalty, no closer to the hole.
6. Relief from ground under repair (marked and/or obvious), fabricated items (sheds, benches, water cooler stands and tree supports), drainage ditches, cart paths, equipment and storage/trash areas entails a free drop within 1-club-length of nearest point-of-relief, no nearer the hole.
7. Ball may be moved on green to avoid sand areas, no closer to the hole.
8. Roads bordering the course and the parking lot are out-of-bounds.

1.8 GOLF RULES – STARTING & MAKING THE TURN

1. In the absence of a starter a ball rack is used to regulate the order of starting.
2. All members of a group must be present before entering the queue by placing a ball in the rack.
3. Groups completing nine holes of play and intending to make the turn shall alternate use of the 1st and 10th tee with any waiting groups.
4. If a group making the turn relinquishes its place for any reason, it shall re-enter the queue upon reappearance when groups are awaiting play.

1.9 GOLF RULES – CARE AND PROPER USE

1. All players will repair ball marks on the greens, rake sand traps, replace rakes in holders after play in the hazard and add sand to divots both on the fairway and in the rough from tee to green.
2. A tee must be used for initial shots made from the teeing ground.
3. No manual, powered or riding cart shall be taken on the tees, greens, or green’s fringes.
4. All riding carts shall keep a minimum distance of 30 feet from the fringe of the green and sand traps and must be parked at the side of the green closest to the next tee.
5. Course abuse, such as repetitive shots (chipping, putting, hitting to green, etc.) is prohibited. The practice green is for putting only; no chipping to the green allowed.
6. No player shall be allowed on the golf course or in the practice areas, when the Greens Chairperson or the Club’s greens keeper has designated the course as unplayable.
7. Dogs or other pets are not permitted on the golf course at any time.
8. Fishing is not permitted on Club property.

1.10 GOLF RULES – AVAILABILITY

1. Unless reserved for BOD sanctioned Organized Play or Special Events, the golf course will be available on an “open play” basis during regularly scheduled hours as detailed below.

KRC Golf Course Schedule		Open	Reserved
Monday	7-10:30 Men’s 9 Hole	12:30-3 Mixed 9 Hole Stableford	
Tuesday	8:30-12 Women’s 9 Hole		
Wednesday	See Note #1 Below		
Thursday		12:30-3 Mixed 9 Hole Scramble	
Friday	8-11 Mixed 9 Hole		
Saturday			
Sunday			
Open & sanctioned event play must start & complete within established timeframes			
Note #1: Primary period for tournament play - restricted play announced in advance			

2. Tournament Play chairpersons are responsible for posting a “Closed for Tournament” sign
3. Players following tournament participants are not allowed to play through those players.
4. The first tee shall be reserved for the following officially Sanctioned Special Events:

KRC Sanctioned Events	
<ul style="list-style-type: none"> • Fall Stag Day • Fall Doe Day • Men's 18 Hole Handicap Championship • Men's 18-hole Club Championship • Men's President's Cup • Spring Stag Day 	<ul style="list-style-type: none"> • Spring Doe Day • Men's 9-Hole Handicap Championship (75+) • Women's 18-hole Club Championship • Women's 9-Hole Championship • Women's President's Cup
<p>Notes</p> <ul style="list-style-type: none"> • Dates for Special Events will be included in the KRC Annual Calendar of Events. • Participation in all sanctioned special events shall be limited to adult Golf Members <ul style="list-style-type: none"> ○ Except in the instance of a specifically authorized member/guest Tournament • The Board of Directors may approve and reserve the golf course for use by non-member groups as requested <p>However, such use may only be allowed between April 1st and October 31st.</p>	

1.11 GOLF RULES – GUESTS & GOLF PRIVILEGES

1. Guests of Members shall be categorized into four categories for purpose of determining golf privileges as follows:
 - a. Local Guests are persons who visit or reside in Manatee or Sarasota Counties for 30 days or longer. Social Members are considered Local Guests for purposes of determining golf privileges.
 - b. House Guests are visitors from outside of Manatee and Sarasota Counties who stay with a Member or at accommodations provided by a Member for less than
 - c. 30 days.
 - d. Non-local Guests are persons from outside of Manatee or Sarasota Counties who remain in the area for less than 30 days, but are not House Guests.
 - e. Applicant Guests are persons who have applied for Club Membership and are on the current Membership Waiting List.
2. Upon payment of greens fees, golf privileges for guests during the period November 1st through April 30th shall be allowed as follows:
 - a. Local Guests may play one day per month.
 - b. House Guests may play daily for the duration of the guest's house visit, not to exceed 14 days.
 - c. Non-local Guests may play one day per month with each registering Member.
 - d. Applicant Guests may play one day per week.
3. Upon payment of green fees, golf privileges for guests during the period May 1st through October 31st shall be allowed as follows:
 - a. Local Guests may play one day per week.
 - b. House Guests may play daily for the duration of the guest's house visit, not to exceed 14 days.
 - c. Non-local Guests may play no more than one day per month with each registering Member.
 - d. Applicant Guests may play daily with no limitation.
4. Guests may not invite other non-members to play the golf course.

1.12 GOLF RULES – RIDING CART POLCY & AUTHORIZATION FORM

1. No golf cart shall be permitted on the golf course unless it is registered with the Club and operated by a Member so authorized by the Golf Chairman.
2. A Member requesting approval to use a riding cart must complete and submit this request form

to the Office Staff for approval by the Board of Directors.

3. The approval request form must be accompanied by insurance documentation for the following coverage requirements and be updated annually thereafter.

MEMBER OWNED RIDING CART INSURANCE REQUIREMENTS

COVERAGE: Member shall obtain and, at all times hereafter, keep in force Liability Insurance in the amounts of not less than one hundred thousand dollars (\$100,000.00) for each claim with respect to any one death or bodily injury, three hundred thousand dollars (\$300,000.00) with respect to any one occurrence, and fifty thousand dollars (\$50,000.00) for all claims for property damage with respect to any one occurrence and a combined single limit of three hundred thousand dollars (\$300,000.00) to include bodily injury & property damage protection.

ADDITIONAL INSURED: The Club must be included on the Member's policy as an "additional insured".

4. Member does hereby accept and assume all responsibility for liability connected with ownership and/or operation of his/her golf cart. Member hereby expressly indemnifies and agrees to hold harmless the Club, Management while on KRC property, their officers, directors, agents, and employees (collectively the "Proprietor"), from all liability of any kind or nature arising, directly or indirectly, from the operation, use, or storage of the Cart, and Member hereby assumes full responsibility for and risk of bodily injury, death, or property damage that may be sustained by Member, and other person using the Cart, and by any person who may be struck or otherwise come into contact with the Cart incident to the operation, use, or storage of the Cart while on KRC property.
5. Member also agrees to indemnify and hold harmless the Proprietor from any and all claims, liabilities, demands, causes of action, or expenses, including attorneys' fees and litigation costs, arising, by through, or under Member storage or use, or use by any other person of the Cart, whether same arises in whole or in part from the ordinary negligence of the Proprietor or the ordinary negligence, gross negligence, and willful misconduct of any third party, and whether such is the sole or concurring cause of the bodily injury, death, or property damage while on KRC property.
6. The Club assumes no liability or responsibility with respect to a Member's use or operation of a riding cart on Club property.
7. All riding golf carts must be conventional, battery powered golf carts weighing no more than 1,100 gross pounds with turf-rated tires.
8. Once the request is completed the Golf Chairman may authorize the use of the registered riding cart on Club property by a Member following payment of the trail fee per the schedule at Exhibit 1 below.
9. Authorized Members intending to use a riding cart must display Club designated identification on the registered vehicle while on the golf course.
10. Minors shall not be allowed to operate a riding golf cart on Club property.
11. Failure to abide by all Club rules and policies pertaining to the operation and use of a riding cart may result in suspension or revocation of this privilege at the sole discretion of the Board of Directors.

EXHIBIT 1

MEMBER OWNED RIDING CART TRAIL FEE POLICY

Trail fees are per Membership Unit (equates to an F1, F2 or F3 membership category)

Each Membership Unit owning a riding cart that has been authorized for use by KRC will be billed the full trail fee on the annual statement.

Members in separate Membership Units jointly using a single cart must each be authorized and insured to use the approved cart and will each be charged the full annual trail fee.

For a first-time authorization request approved during the year the trail fee will be prorated and billed on the next monthly statement - no other partial-year trail fee is available.

Rules & Restrictions for Riding Golf Carts

1. When not in use on the golf course, carts may be parked only in designated areas.
2. Carts will not be allowed on the golf course when the Greens Chairperson or the Club’s greens keeper determine that conditions so warrant.
3. Carts must be parked only on the side and reasonably away from teeing areas.
4. Carts must be operated in varied patterns and when possible driven in the rough utilizing the “90” degree rule.”
5. Cart may not be driven on sprinkler heads.
6. Carts must use culverts when crossing drainage areas.
7. Carts must remain a minimum distance of thirty feet from the approach to the green and be parked on the side of the green nearest to the next tee, not in front of the green.
8. The Club does not provide storage facilities for riding golf carts, and Members must arrange for offsite storage.
9. Carts may not be driven through standing water at any time.
10. No more than 1 cart per twosome or more than 2 carts per threesome or foursome.

Member Name _____

1. I have read, accept and will abide the forgoing policy, rules, and restrictions regarding usage of member owned riding carts.
2. Select and initial –
 _____ I intend to operate my own riding golf cart and have included with this request the required specification information and insurance coverage documentation.
 _____ I intend to use a registered riding cart owned by another member. The owner of the cart has listed me as an “additional insured” on the related insurance policy as evidenced by the attached insurance documentation.

Member Signature _____ **Date** _____

Member Signature, if Joint Membership _____ **Date** _____

Assigned Tag No. _____

Golf Chairman Approval _____

1.13 GOLF RULES – STORAGE FACILITIES FOR PULL OR PUSH CARTS

1. The Club provides storage facilities for manual and battery powered pull carts, and / or golf bags for the convenience of Golf Members.
2. All policy matters relating to cart room storage are the responsibility of the Golf Committee. These include procedures for the use of the facilities, and assignment and reassignment of cart spaces.
3. The Cart Room Sub-Committee Chair and Office Administrator will administer the cart storage program, to include distribution and receipt of request forms, maintenance of records, distribution of Club identification tags and the assignment of spaces in accordance with this rule.
4. Each Member is entitled to a designated cart space in the Club's cart rooms on a space available basis upon payment of an annual fee due coincidentally with the Member's annual dues, or upon pre-payment of a pro-rated fee due at the time of assignment of a cart space.
5. The amount of the annual fee for cart storage shall be established by the Golf Committee and approved by the Board of Directors.
6. A Member requesting a cart space or re-assignment of a cart space shall complete and submit a request form to the house staff. Names will be placed on a waiting list for the next available space on a first come/first serve basis.
7. All pull carts and/or golf bags stored in the cart rooms must be folded, able to stand upright without additional support of any type and must fit entirely within the assigned space.
8. Only one pull cart and/or one golf bag may be stored in any designated space.
9. Each stored pull cart must display a tag issued by the Club indicating the number of the space assigned and the Member's golf bag must also display a Club identification tag.
10. Cart spaces are not transferable between one Member and another.
11. Stored pull carts and/or golf bags must be removed immediately by the Member upon non-renewal or non-payment of the annual fee for the assigned cart space. Un-removed pull carts/and or golf bags including contents will be moved to a designated area, and will become subject to disposal at the discretion of the Golf Committee, if not claimed within 90 days.
12. Issues, questions or concerns relating to this policy should be submitted in writing to the Cart Room Subcommittee.

1.14 GOLF RULES – DRESS CODE

1. Proper golf attire, as defined below, is required at all times by Members and guests when utilizing the golf course and practice facilities (appropriate dress in the Clubhouse is defined under those rules).

Permitted	
Women <ul style="list-style-type: none"> • Proper shorts and skirts • Sleeveless and collarless shirts and blouses 	Men <ul style="list-style-type: none"> • Collared as well as collarless shirts designed for golf
Protective Sun Attire	
Not Permitted	
Plain T-shirts, denim jeans, bathing suits, cutoffs, halter tops and sheer or revealing clothing	

1.15 GOLF RULES – SCORING

1. All scores must be entered in the Club's GHIN System for a Member to have a fair and valid handicap. Failure to enter scores may result in reduction of the Member's handicap.

- Scores should be adjusted in accordance with the “Equitable Stroke Control Chart” posted at the computer prior to entering the score.

1.16 GOLF RULES - QUESTIONS, SUGGESTIONS & VIOLATION REPORTING

- Members requiring additional information or clarification of these rules should first consult Golf Rules in Brief or the USGA Rules of Golf. If further assistance is required, contact the Club Professional or a member of the Golf Committee.
- Suggestions relative to rules, golf facilities, course set-up, etc. should be made in writing to the Golf Committee. Members may report violations of golf related rules to the Golf Committee in writing for appropriate action. In the event of an unsatisfactory resolution of the complaint, the Member may then notify the Board of Directors.

1.17 GOLF RULES – GUEST CATEGORIES & PRIVILEGES

- Guests of Members shall be categorized as follows for purposes of determining golf privileges.

Category	Definition	Golf Privileges	
		11/1 - 4/30	5/1 - 10/31
Local	Resides \geq 30 days in Manatee or Sarasota Counties	1 Day/Month	1 Day/Week
House	From outside Manatee & Sarasota Counties residing in member provided accommodations < 30 days	Daily Not-to-exceed 14 days	
Non-Local	From outside Manatee & Sarasota Counties residing in their own accommodations < 30 days	1 Day/Month	1 Day/Week
Applicants	Applied for KRC Membership and on waiting list	1 Day/Week	Daily
Notes	<ul style="list-style-type: none"> Guests may not invite other non-members for golf at KRC Social member golf privileges are the same as for local guests 		

1.18 BYLAWS OF KEY ROYALE CLUB, INC.

February 15, 2005

Amended February 19, 2013; Amended February 18, 2014; Amended February 16, 2016

ARTICLE I NAME

Section 1. The name of this corporation shall be Key Royale Club, Inc.

ARTICLE II OBJECT AND MEMBERSHIPS

Section 1. The object of Key Royale Club, Inc. shall be to provide a private club, owned by the shareholders, for social and golfing purposes, through the maintenance of a Club House and a 9-hole challenging executive golf course. The use of the Club's facilities shall be restricted exclusively to members and guests.

Section 2. Membership in the Club shall be Regular Golfing, Summer Golfing, Seasonal, Corporate Golfing, Honorary Golfing, Junior Golfing, Social and Honorary Social. All applications for membership must be sponsored by two (2) individual Club members and be approved the Board of Directors.

Section 3. A deposit must accompany an application for membership. Upon approval of the application by the Board of Directors, the applicant(s)'s name(s) shall be granted a membership upon completion of the following requirements: (1) Final approval by the Board of Directors; (2) Purchase of one (1) share of Key Royale Club, Inc. stock, for Equity Golfing Membership; and (3) payment of all the required fees established by the Board of Directors.

ARTICLE III CERTIFICATES OF STOCK

Section 1. The capital stock of Key Royale Club, Inc. shall be divided into four hundred (400) shares of a par value as determined by the Board of Directors.

Section 2. The President shall sign all certificates of stock and Secretary and the corporate seal shall be attached thereto. The form of certificate shall be the conventional form.

Section 3. A single share of stock shall be issued, upon payment of its par value, and all the required fees established by the Board of Directors, to each new Regular Golfing Member or couple. Upon the shareholder's death, resignation or expulsion, the Club for its actual par value shall redeem said shareholder's stock. If, after 120 days, said shareholder(s), or their legal representative, fails, neglects or refuses to return the stock for redemption, it shall be null and void and considered as if it were redeemed by the Club. Upon redemption it shall become unissued treasury stock.

Section 4. The Corporation shall keep at its office in the State of Florida a book to be known as the Stock Book containing names, alphabetically arranged and the address of each shareholder.

Section 5. Each certificate of stock shall have written or printed thereon the following; "No sale or transfer of this stock shall be effective without full compliance with the Bylaws of the Corporation. All holders and assignees of this certificate agree to be bound by the terms and conditions of the Bylaws."

ARTICLE IV MEETING OF SHAREHOLDERS

Section 1: There shall be an annual meeting of the shareholders of this Corporation held on the third (3rd) Tuesday in March of each year at 7:30 p.m. at the Key Royale Club House. Should such meeting day fall on a legal holiday, the meeting shall be held on the next succeeding business day at the same hour and place.

Section 2: Special meetings of the shareholders may be called by the President or any three directors, or by the shareholders owning twenty-five percent of stock issued, by filing with the Corporate Secretary a written call for such meeting, stating the time and object therefore. A meeting requested by shareholders shall be called for a date not less than twenty one (21) days nor more than thirty (30) days after the request is made. No other business other than that for which the special meeting was called shall be transacted at such meeting.

Section 3: The Corporate Secretary shall mail to each shareholder at the address, as it appears on the records of the Corporation a written or printed notice of the time and place of holding every annual or special shareholder's meeting. Such notice shall be mailed not less the twenty-one (21) days or more than thirty (30) days before the time at which such meeting is to be held. The notice shall state the purpose of the meeting, and shall be sufficient for that meeting or any adjournment thereof.

Section 4: At all meetings of the shareholders each shareholder in good standing shall be entitled to cast one (1) vote for each share of stock recorded in his/her name on the book of the Corporation on the day of the meeting. He/she may vote by ballot: pursuant to the applicable rules of the Board of Directors. Such ballot must be submitted and received by Key Royale Club Corporate Secretary prior to the close of the polls at the Annual Meeting or any special meeting. Shares of stock owned by the Corporation may not be voted directly or indirectly. Twenty-five percent of the shareholders present in person or by ballot shall constitute a quorum.

Section 5: The shareholders shall, at each annual meeting, elect shareholders of this Corporation as directors thereof in the manner described in Article V hereof, and such directors so elected shall hold office until their successors are elected and qualified.

Section 6: The President and Corporate Secretary shall act as President and Corporate Secretary of each shareholder's meeting unless the meeting shall elect some other shareholders to act in their place and stead.

Section 7: The order of business of the Annual Meeting shall be as follows:

- (a) Call to order by the presiding officer
- (b) Corporate Secretary's certification of quorum being present
- (c) Reading and approving of minutes
- (d) Reports of officers and committees
- (e) Unfinished business
- (f) New business
- (g) Report of the Nominating Committee
- (h) Annual election of Board of Directors
- (i) Recess for election of officers
- (j) Adjournment

Section 8: All meetings of the shareholders shall be conducted in accordance with accepted parliamentary procedures. Robert's Rules of Order shall be the accepted guide when not inconsistent with these Bylaws. The Secretary's minutes shall include all actions, motions, ruling and voting which are required to establish the legality of decisions reached, and shall at all reasonable times be available for inspection by any shareholder.

ARTICLE V POWERS, DUTIES & MEETINGS OF DIRECTORS

Section 1. Except as specially limited by the powers reserved to the shareholders of said Corporation as set forth herein or in the Articles of Incorporation, the affairs of the Corporation shall be managed and governed by a board of nine (9) directors. Three (3) new directors shall be elected at each annual meeting, for three (3) year terms each. A director, who has served a full three (3) year term, may be

eligible to be elected for an additional consecutive three (3) year term. A director, who has then served two (2) consecutive terms, shall not be eligible for election as a director for another three (3) year term, for at least one year after the expiration of the said full term. A director re-elected to a second, three (3) year term, having served as President or Treasurer in the final year of the first term, may not serve in the same capacity for at least one (1) year following re-election. Any director who shall have served for more than half a three-year term shall be deemed to have served a full term.

Section 2. Whenever a vacancy shall occur on the Board of Directors, the remaining Directors shall fill such vacancy by the appointment of a member to serve for the remainder of the current year; the balance of the unexpired term of the replaced Director shall be filled by the nomination and election of a replacement at the next Annual Meeting.

Section 3. No person shall be eligible for the office of Director who is not a shareholder in good standing in the Corporation. A transfer by a director of all his/her stock in the Corporation shall operate as a resignation of his/her office. No director shall receive any salary or compensation for his/her services to the Corporation as a director or officer.

Section 4. A regular meeting of the newly elected Board of Directors shall be held during a recess at the annual meeting of the shareholders. The first order of business at this Director's meeting, under the chairmanship of the out-going President, shall be the election of a President, a Vice President, a Secretary and a Treasurer from their membership to serve as Club officers for a (1) year term or until their successors are elected and qualified. The President must have served one year as a director and may not serve two consecutive years as President without a 2/3 vote of the Board in office at the Annual Meeting that would start his/her second year. Once elected the new President shall conduct the meeting.

Section 5. The Board of Directors, through its officers, shall have the full responsibility for the operation of the Corporation and shall have the power to establish prices for all services such as dues, entrance fees, etc., and to set forth rules and regulations for the use of the Club for its various facilities by the individual members.

Section 6. At all regular or special meetings of the Board of Directors, a simple majority of directors shall constitute a quorum for the transaction of business.

Section 7. A special meeting may be called by the President or by request to the President by any two (2) other directors. No special meeting shall be held without the receipt of 72 hours advance phone or written notice by all directors at their last known address, E- mail address, or phone. Such notice shall state the purpose, time and place of such special meeting. No other business, other than that for which the special meeting was called shall be transacted at such meeting. If, after due notice, it is not practical to have a meeting of a quorum of the Board, the President, may conduct a telephone poll of the Board. The minutes of that meeting shall reflect each Board member's vote on the issue in question.

Section 8. The Board of Directors may not spend more than Fifty Thousand Dollars (\$50,000.00) in any one calendar year for capital improvements without the consent of the shareholders. Expenditures necessary for repairs and/or replacement of equipment are excluded from this limitation. Nor does this limitation apply to any emergency that would close the Club pending consent of the shareholders.

Section 9. At each regular annual meeting of the shareholders, the Board of Directors shall present a general statement or report of the business of the preceding year along with a statement of the financial condition of the Corporation.

Section 10. The Board of Directors shall have the power:

- (a) To suspend any member for violating any of the Bylaws or rules of the Club, or acting in a manner improper or prejudicial to its interest;
- (b) To expel any member violating any of the Bylaws, rules or regulations of the Club, or acting in a manner improper or prejudicial to its interest, provided that due notice in writing of the proposed action of the Board of Directors shall be served upon such member at least five (5) days before the meeting at which such action may be taken, together with a copy of the charges and complaints against him/her, and at said meeting he/she shall be afforded an opportunity to defend himself/herself against the charges preferred.

ARTICLE VI OFFICERS AND DIRECTORS

Section 1. The officers of the Key Royale Club, Inc. shall be a President, a Vice President, a Secretary and a Treasurer.

Section 2. The duties of the officers of this Corporation shall be as follows:

- (a) **President:** The President shall be the chief executive officer of the Corporation and preside at all meetings of shareholders and directors. He/she shall sign all certificates of stock and all contracts and other instruments in writing; provided, however, that such duties may be delegated to the Vice President.
- (b) **Vice President:** In the absence or disability of the President, the Vice President designated by the President, shall perform all duties which should be performed by the President were he/she present. Should the President be unable to make such designation, the Board of Directors shall make it.
- (c) **Secretary:** It shall be the duty of the Secretary to keep the corporate record of the proceedings of the Board of Directors and shareholders. A Recording Secretary may be appointed by the President or the Board of Directors to record minutes of the Board of Directors' and Shareholders' meetings. The Secretary shall sign all certificates of stock along with the President. The Secretary shall keep the corporate seal of the Corporation and affix the same to any certificate of stock, which may be legally issued, and make the corresponding entries in the Stock Book kept for such purposes. The Secretary shall also serve all notices required to be made either by law or by these Bylaws.
- (d) **Treasurer:** It shall be the duty of the Treasurer to receive all funds of the Corporation and to make disbursements upon proper authorization of those individuals designated to approve expenditure of funds. The Treasurer has the responsibility to control the finances within the budget.

Section 3. In the event of absence, inability or refusal to act of any of the officers or directors of this Corporation, the Board of Directors may appoint someone of their number to perform the duties of such officer or director.

ARTICLE VII COMMITTEES

Section 1. **Nominating Committee:** There shall be a Nominating Committee composed of five (5) members. Three of the members shall be the last three (3) available Past Presidents of the Club. The Past President most recently retired from the Board shall be the Chairperson. The remaining two (2) members, neither of whom shall then be serving as a member of the Board, and neither of whom shall have served on the Nominating Committee at any time during the preceding three (3) years, shall be appointed by the President with the advice and consent of the Board. The Nominating Committee shall nominate at least three (3) persons to serve as Directors for a term of three years, plus a person to fill each, if any, unexpired term. At least sixty (60) days prior to the Annual Meeting, the Nominating Committee shall file with the Secretary of the Corporation the names of the said nominees. The names of the nominees shall be furnished to any shareholder upon request. A member of the Nominating

Committee shall not be precluded from becoming a nominee for Director.

In addition to those nominated by the Nominating Committee, any two or more shareholders may submit the name or names of any qualified member or members for the office of Director, provided notification thereof is received by the Secretary of the Corporation by February 15 immediately prior to the Annual Meeting.

Section 2. Committee membership will be open to all members. A chairperson of each standing committee, who shall be a member of the Board of Directors, will be appointed by the President by no later than April 15 of each year for a one year term, subject to approval by a majority of the Board. The President of the Club shall be an ex-officio member of all committees except the Nominating Committee. The chairperson of each committee shall appoint respective committee members subject to approval by the Board of Directors.

Section 3. Certain standing committees are established as follows: Long Range Planning, Finance, Membership, Golf, Greens, House and Building and Maintenance. Other Committees may be established by the Board as deemed necessary for the management and operation of the affairs of the Club.

Section 4. Duties

- (a) Long Range Planning Committee: A Long Range Planning Committee shall have the responsibility, subject to direction and approval of the Board of Directors and in cooperation with the Finance Committee, of preparing long-range plans for major improvements to all Club property, including projects assigned to the Committee by the Board of Directors.
- (b) Finance Committee: The Finance Committee shall prepare an annual Capital Budget and an annual Operating Budget of the Club's income and expenditures for presentation to the Board of Directors and shall advise and assist in the activities of the Treasurer in the handling of Club finances.
- (c) Membership Committee: The Membership Committee shall be responsible for maintaining a roster of members, shall properly process all applications for membership, and shall keep the Board advised as to all matters concerning membership in the Club.
- (d) Golf Committee: The Golf Committee, which shall include the Golf Chairperson of the Women's Association, shall be responsible for coordinating all organized golf activities and tournaments of the Club.
- (e) Greens Committee: The Greens Committee, subject to the control of the Board of Directors and in cooperation with the Greens Superintendent, shall be responsible for the maintenance of the golf course and grounds, and shall, in cooperation with the Long Range Planning Committee, be responsible for long range plans for improving the golf course. The Greens Committee, with the consent of the Board, shall be responsible for the hiring, evaluating, and terminating of the Greens Superintendent. The Greens Superintendent, with the consent of the Greens Committee Chair, shall be responsible for the hiring, terminating and supervising of the grounds employees. All such decisions shall be reported to the Board of Directors at the next regularly scheduled meeting.
- (f) House Committee: The House Committee shall be responsible for all operations of the Club House. The House Committee, with the consent of the Board, shall be responsible for the hiring, evaluating, and terminating of the Club House Manager. The Club House Manager, with the consent of the House Committee Chair, shall be responsible for the hiring, terminating and supervising of the kitchen/Club House employees and the pricing of all items sold at the Club House. All such decisions shall be reported to the Board of Directors at the next regularly scheduled meeting.
- (g) Building and Maintenance Committee: The Building and Maintenance Committee shall have the responsibility, subject to the prior approval of the Board of Directors, and, where re-

quired by the Bylaws, the prior approval of Shareholders, of obtaining bids for all construction and major maintenance work at the Club, also awarding appropriate contracts, supervising the performance of such contracts and reporting to the Board at its regular meetings of the status of each building and major maintenance project.

ARTICLE VIII AMENDMENTS

Section 1. These Bylaws may be altered, amended or repealed by the shareholders entitled to vote thereon.

(a) Two-thirds (2/3) majority of the ballots cast required amending.

Section 2. Methods for proposing changes in the Bylaws are as follows:

(a) The Board of Directors may propose changes in the Bylaws by approval of a two-thirds (2/3) majority of the Board of Directors in office.

(b) Any forty (40) shareholders eligible to vote may propose changes in the Bylaws under this Section by filing the same with the Secretary of the Board of Directors for shareholder consideration at the next Annual Meeting or at any meeting at which Bylaws amendments are presented.

Section 3. When a proposed Bylaw amendment is to be submitted at an Annual or Special Meeting, notice thereof shall be given to all shareholders in the manner prescribed herein for notice to shareholders of any shareholder meeting.

Section 4. The adoption of any proposal to change the object of the Club, or to sell the real estate, requires 80% of the shareholders voting in favor, by written ballot. This special requirement shall ALSO APPLY to any proposal to change this section of the Bylaws, notwithstanding the provisions of Section I of this Article VIII regarding changes to other provisions of these Bylaws.

ARTICLE IX INDEMNIFICATION OF DIRECTORS, OFFICERS & EMPLOYEES

The Club shall indemnify any person who is or was a director, officer, employee or agent of the Club for their authorized actions on behalf of the Club pursuant to Florida Statutes 617.0831, 607.0831 and 607.0850.

1.19 MEMBERSHIP CLASSIFICATIONS

F1 Two Golfers

F2 One Golfer

F3 One Golfer, One Social

F4 Two Socials

F5 One Social

IN1M6* Introductory 6-month Two Golfers

IN2M6* Introductory 6-month One Golfer

IN3M6* Introductory 6-month One Golfer, One Social

IN1M12* Introductory 12-month Two Golfers

IN2M12* introductory 12-month One Golfer

IN3M12* Introductory 12-month One Golfer, One Social

CORP1 Two Golfers

CORP1G* Two Golfers plus 1 golfer add-on

CORP1GG* Two Golfers plus 2 golfer add-on

CORP1GS* Two Golfers plus 1 golfer and one social add-on

CORP1S* Two Golfers plus 1 social add-on

CORP1SS* Two Golfers plus 2 social add-on

*New

Legacy Membership Classifications

<u>SN1</u>	<u>New Single Social</u>
<u>SN2</u>	<u>New Couple Social</u>
<u>SNL1</u>	<u>Seasonal Two Golfers – Non-Equity</u>
<u>SNL2</u>	<u>Seasonal One Golfer – Non-Equity</u>
<u>SNL3</u>	<u>Seasonal One Golfer, One Social – Non-Equity</u>
<u>SNL4</u>	<u>Seasonal One Social – Non-Equity</u>
<u>HG</u>	<u>Honorary Golf Member – Exempt from Dues</u>
<u>HS</u>	<u>Honorary Social Member – Exempt from Dues</u>
<u>HGN</u>	<u>Honorary Golf Member – Non-Stock Holder Exempt from Dues</u>
<u>HSN</u>	<u>Honorary Social Member – Non-Stock Holder Exempt from Dues</u>
<u>HGB</u>	<u>Honorary Golf Member – Non-Stock Holder 25% of Regular Golf Dues</u>
<u>HSB</u>	<u>Honorary Social Member – Non-Stock Holder 25% of Regular Social Dues</u>
<u>CORP3</u>	<u>One Golfer One Social</u>