

**Amended By-Laws of the King Farm Swim Team
(A Maryland Corporation)**

Article I

OFFICES

The King Farm Swim Team's (KFST) principal office shall be located at 300 Saddle Ridge Circle, in the City of Rockville, County of Montgomery, and State of Maryland. The KFST may also have such offices at such other places within the State and County as the Board may from time to time determine.

Article II

ORGANIZATIONAL STRUCTURE

The KFST is currently a for profit non-stock corporation within the State of Maryland. It is the intent of KFST to pursue and obtain status as a 501(c)(7) social club. The KFST does not intend to make or distribute profits.

The KFST is a distinct legal entity from the King Farm Citizens' Assembly, the King Farm Citizens' Assembly Board of Trustees, King Farm Civic Association, any management company retained to handle the affairs of the King Farm neighborhood in Rockville, Maryland.

Article III

PURPOSE

The purpose of the KFST is to encourage informal, friendly swim team competition at the neighborhood pool level and to provide young people with the opportunity to participate in team competition during the summer within a fair and wholesome environment, in order to develop athletic skills, encourage sportsmanship and teamwork, develop water safety skills, and make neighborhood friends. The goals is to help the young people feel good about themselves, grow as individuals, and learn to effectively work with coaches and teammates in an environment where every participant is a valued member of the team. The primary purpose of the competitive swim program is for the children to have fun while they grow and develop.

Article IV

OBJECTIVES

To organize, manage, and promote the KFST. The KFST participates in the Montgomery County Swim League (MCSL) and abides by the rules and regulations of the MCSL. The KFST maintains an "A Team" that participates in the MCSL; a "B Team"; and a "Pre-Team".

To organize parent volunteers and work with MCSL to train parent volunteers to officiate the KFST meets.

To manage and distribute funds obtained from membership fees, sponsors (business and/or individual), and the King Farm Citizens' Assembly. Such funds are used to pay salaries of coaches; for activities designed to promote spirit and fellowship among swim team members; to fund the purchase of trophies and other awards to recognize the achievements of KFST swimmers; and to purchase equipment for the swim team.

Article V

MEMBERSHIP

The membership of the KFST is limited to family households who (1) have at least one swimmer participating in the KFST's A, B, or Pre-Team swimming activities; (2) pay the costs and fees as set by the Board; and (3) pay King Farm Citizens' Assembly dues or reside in a rental for which another entity pays King Farm Citizens' Assembly dues OR, in the case of a family that does not maintain full-time residence in King Farm, complete appropriate registration through the Citizens' Assembly as a guest of a full-time residential household in accordance with the Citizens' Assembly guidelines for such pool registrations, and verify this guest registration with the KFST Board. Family households meeting these criteria are "qualified family households."

The responsibilities of the members are to support the goals of the KFST, as defined by the Board and the head coach. These responsibilities include, but are not limited to, attending swim practices and meets, volunteering at swim meets and spirit activities, providing an e-mail address to receive team communications, and abiding by the rules of the MCSL.

The KFST does not insure any swimmers or KFST parents (with the exception of the Board in accordance with Article XI). Therefore, it is mandatory that swimmers, parents, and guardians be self-insured, conduct themselves in a sportsmanlike manner, and follow the directions of the coaches and lifeguards at all pools where KFST practices or participates in meets and other functions. The KFST is not responsible for the conduct and behavior of swimmers and parents and guardians. Swimmers may be suspended or expelled from the team at the discretion of a majority of the Board.

The membership year is from May 1 to April 30.

The membership fees and all other costs and fees associated with the KFST program shall be set by the Board, and the Board may, at its discretion, provide scholarships to swimmers who apply for them by means of waiving all or part of the membership fees.

The annual meeting of the members shall be held, in conjunction with the KFST season-end awards banquet, in the third quarter of each calendar year on such date and at such time and place as may be designated by the Board. Notice of the time and place of the annual meeting shall be accomplished by e-mail. Each qualified family household is responsible for providing at

least one current e-mail address to the Board at registration and notifying the Board of any changes during the membership year.

Special meetings of the membership of the KFST may be called by the President or a majority of the Board members. Notice of the time and place of special meetings shall be accomplished by e-mail.

Article VI

VOTING PRIVILEGES OF MEMBERS

Parents and guardians of swimmers in qualified family households, who are registered members of the KFST in the membership year inclusive of the KFST year-end awards banquet are eligible to vote for the officers at the annual meeting to be held in the third quarter of that calendar year.

VOTING PRIVILEGES OF THE BOARD

The elected officers and non-elected discretionary Board members are eligible to vote on all matters before the Board.

Article VII

ELIGIBLE SWIMMERS

Swimmers on the KFST A Team must be children of qualified family households and meet the competitor eligibility requirements of the MCSL as defined in its handbook.

Swimmers on the B Team must be children of qualified family households, meet the age requirements of the MCSL, and swim a combined stroke (kicking while moving their arms) for one length of the competition-size pool.

Swimmers on the Pre-Team must be children of qualified family households and swim a combined stroke (kicking while moving their arms) for five yards, submerge for 5 – 10 seconds, and do a front float.

Decisions about placement of swimmers on one of the three KFST teams is at the discretion of the head coach.

All swimmers of any race, color, national origin, religion, disability, sex, and familial status are welcome and encouraged to swim with the KFST. Reasonable accommodations will be offered to swimmers with disabilities consistent with the policies of the MCSL.

Article VII

BOARD

The KFST Board consists of elected officers and non-elected discretionary Board members (also referred to as “At-Large Board Members”).

The elected officers shall be President, Vice-President, Secretary, Treasurer, A-Team Representative, and B-Team Representative. Candidates for President must have served on the Board prior to election for President.

The elected officers have the discretion to ask parents or guardians in qualified family households to serve on the Board (At-Large Board Members).

Board members’ periods of service are defined as a “term”. A term runs from one annual third quarter election date to the next annual third quarter election date.

The positions of all elected members of the Board 2-year terms, with 2 exceptions for the purpose of creating a staggered expiration date of Board officers and to adjust to a change in these bylaws that affect terms of officers. The officers elected on January 22, 2009 or assigned a position by the Board in the subsequent season directly following these elections, will serve a term expiring at the election in the third quarter of 2009. At the elections in the third quarter of 2009, the positions of President, Treasurer, and A-Team Representative will be elected for 2-year terms and will thereafter be up for election every other year. At the elections in the third quarter of 2009, the positions of Vice-President, Secretary, and B-Team Representative will be elected for a 1-year term. Beginning with the 2010 elections, the positions of Vice-President, Secretary, and B-Team Representative will be elected for 2-year terms and will thereafter be up for election every other year. There are no limitations on re-elections or requests to continue to serve. Nominations for each officer shall be solicited before the annual meeting and accepted from the floor at the annual meeting that will be open to all parents and guardians in qualified family households. The officers shall be elected by a majority of the parents and guardians in qualified family households who are present and voting at the annual meeting. All Board members must meet membership qualifications as outlined in Article V at the time they are nominated and elected.

If no one runs for office, the Board is authorized to recruit and select persons to serve in vacant positions until the next election at the annual meeting.

No Board member or parent or guardian shall receive compensation for any service rendered to the KFST. However, Board members may be reimbursed for actual expenses incurred in the performance of such officer’s duties. Parents and guardians may be reimbursed for actual expenses authorized in advance by the Board.

Each Board member shall hold office until the expiration of his or her term. A Board member may resign at any time by giving written notice to any elected officer of the Board. Unless otherwise specified in the notice, the resignation shall take effect upon receipt. In the event of a resignation or inability of a Board member to complete the remainder of his or her term, the Board is authorized to recruit and select eligible persons to serve in any vacant positions until the next election at the annual meeting.

Board members are authorized to propose policy and procedural changes.

All Board members are responsible for encouraging parents and guardians to volunteer for a variety of activities to support the KFST and fund-raising for the KFST.

A quorum for the purpose of conducting business at Board meetings shall be a simple majority.

Article IX

DUTIES OF ELECTED OFFICERS

President:

- Coordinates team needs with any management company hired by the King Farm Citizens' Assembly Board of Trustees, the King Farm Citizens' Assembly, and other King Farm entities.
- Leads Board meetings
- Coordinates overall needs with the Team Representatives and other members of the Board.
- Has signatory authority for all contracts entered into by the KFST.
- Recruits, hires, manages, and oversees the coaching staff.

Vice-President:

- Serves as back-up to President, Secretary, Treasurer and Team Representatives and may execute any of their duties and responsibilities in their absence.
- Coordinates team registration.
- Coordinates volunteer and non-elected discretionary Board member activities.

Treasurer:

- Works with Board and volunteers to project annual income and expense and coordinate team budget.
- Pays bills, signs the checks, and maintains checking account.
- Provides periodic reports as needed by the Board.

- Serves as back-up to Vice-President and may execute any of their duties and responsibilities in their absence.

Secretary:

- Maintains meeting notes for all executive Board meetings.
- Prepares correspondence and publications of swim team.
- Coordinates correspondence with and gifts to sponsors, team supporters, and volunteers.

A Team Representative:

- Manages all A Team swim meet scheduling and meets with the MCSL.
- Attends regularly scheduled meetings of the MCSL Representatives as dictated by the MCSL.
- Recruits, prepares and coordinates all volunteers and officials for “A” meets.
- Serves as back-up to the B Team Representative.
- Maintains the Team Calendar.

B Team Representative:

- Manages all B Team swim meet scheduling and meetings.
- Recruits, prepares and coordinates all volunteers and officials for “B” meets.
- Serves as back-up to the A Team Representative.

Article X

DUTIES AND TERMS OF NON-ELECTED DISCRETIONARY BOARD (AT-LARGE) MEMBERS

The elected Board has the discretion to recruit and select At-Large Board members to assist in the KFST. The duties and number of At-Large Board members are determined by the Board. At-Large Board members must be approved by a simple majority of the Board members.

At-Large Board member positions expire annually when elections are held in the third quarter of the calendar year. At-Large Board Members voted into office prior to the third quarter election of 2009 will serve for only the partial year term that ends with the annual meeting in 2009 due to the adjustment in bylaws that affect terms of officers. There are no limitations on Board’s ability to request At-Large Board members to continue to serve.

Article XI

INDEMNIFICATION

The KFST shall indemnify, protect and defend, to the full extent permitted by law and budgetary constraints, any elected Board member, non-elected discretionary Board member, or coach in any threatened, pending or completed action, suit or proceeding for the exercise or failure to exercise their duties on behalf of the KFST. The KFST may, to the full extent permitted by law, purchase and maintain insurance on behalf of these persons and parent and guardian volunteers.

This indemnification does not apply to any conduct that is in bad faith, self-dealing, gross negligence, or wanton and willful disregard of applicable laws, rules and regulations.

Article XII

FISCAL YEAR

This fiscal year of the KFST shall begin on January 1 and end on December 31.

Article XIII

PARLIMENTARY AUTHORITY

Robert's Rules of ORDER Revised shall govern the KFST in all cases in which they are applicable and in which they are not in conflict with these by-laws.

Article XIV

AMENDMENTS

These by-laws may be amended at any meeting of the Board by a two-thirds vote of the members present and voting.

IN WITNESS WHEREOF, we, being all of the elected officers of the King Farm Swim Team, have hereunto set our hands this 1st day of June 2009.

WITNESSES:

Ruth Kresloff, President

Vice President, Marla Shapiro

Joan Bejean, Treasurer

Secretary, Veronica Foley

Glenda Ashkin –A Team Representative

B Team Representative (VACANT)

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected President of the KFST, a Maryland non-stock corporation, and,

THAT the foregoing Bylaws constitute the amended Bylaws of said KING FARM SWIM TEAM, as duly adopted at a meeting of the Board of Directors hereof, held on the 12th day of March 2009.

IN WITNESS WHEREOF, I have hereunto subscribed my name

Ruth Kresloff, President