

By-Laws of the Indian Motorcycle Riders Group Foxboro - Chapter 1909

NOTE: These revised By-Laws to be introduced and voted upon at a IMRG FOXBORO - Chapter 1909 Member Meeting.

ARTICLE 1: ORGANIZATION NAME

This organization, the Indian Motorcycle Riders Group Foxboro – Chapter 1909 shall herein be referred to as the “IMRG FOXBORO” or “IMRG Foxboro - Chapter 1909” and is hereby designated as a non-profit membership organization, exempt from federal income taxation as defined under IRC 501(c)(7).

ARTICLE 2: MISSION

1. To further the enjoyment of the sport and interest of motorcycling for both family and individuals.
2. To promote safe and responsible motorcycling within and beyond the local community.
3. To educate the general public and members in the recreational and beneficial aspects of safe, responsible and proper motorcycling.
4. To develop friendships through the mutual interest of motorcycling.
5. To encourage riders to adhere to established Massachusetts-RMV laws governing the ownership and operation of Motorcycles as well as to all policies put forth by the National IMR™ Charter.
6. To establish rapport between Indian Franchises, IMR™ and public officials to provide the necessary liaison for the continued maintenance and endurance of the sport & best interest of motorcycling.
7. To exchange motorcycling information across similar organizations.
8. To perform all desirable and lawful functions for the successful operation of this Chapter and in the general public interest.

ARTICLE 3: OFFICERS

1. The elected leadership of the IMRG FOXBORO shall consist of eleven (11) Directors and 3 Trustees as follows: four (4) executive officers: President, Vice President, Secretary, Treasurer, and (7) Directors: Membership Director, Safety Officer, Road Director, Activities Director, Photographer, Web Director, Marketing Director.
2. The IMRG FOXBORO elected leadership shall serve as the Board of Directors, and shall be elected by the Group.
3. The President shall preside over meetings, direct Chapter functions, and shall serve as group leader and primary spokesperson.
4. The Vice President shall preside in the President’s absence.
5. Any member nominated as an Officer must be a member in good standing.
6. No member shall at one time, be a candidate for, or hold more than one (1) office named in Article 4.
7. Directors’ terms of office shall be one (1) year, and shall commence at the adjournment of the IMRG FOXBORO September Member meeting, and shall continue until the next officer election. Incumbent officers may run for re-election without term limitations.
8. In case of death, resignation, or inability of officers (other than President) to fulfill one’s executive duties, and upon the vacation of that position, the Board of Directors shall elect another member to fill that vacancy for the remainder of the official term. Other than death or resignation, removal of the President must be by impeachment for non-performance of duties or poor leadership.
9. Any officer may be removed from office for just cause by a two-thirds majority vote of the Board of Directors.

ARTICLE 4: DUTIES OF THE EXECUTIVE OFFICERS

A) President:

1. The President shall work with the sponsoring dealer to uphold Chapter operating policies, conduct meetings, and adhere to IMRG™ policies and protocols.
2. The President shall preside over all meetings of the IMRG FOXBORO and its Board of Directors.
3. The President shall appoint all committees approved by the Board of Directors, and shall be an ex-officio member of all committees.
4. The President may call Special Meetings of the Board of Directors.
5. The President shall ensure that all pertinent information from County, State and National organizations come to the attention of the Chapter.
6. The President, or their appointed representative, shall represent the Chapter at meetings and public hearings concerning motorcycling that have material effect on the Chapter.

B) Vice-President:

1. The Vice-President shall assist the President in the discharge of their duties, and in the President's absence, shall be responsible to discharge same in the President's absence.
2. The Vice President shall assist the President at all meetings and Chapter functions.
3. The Vice President shall assume the duties of the office of President in the event of the President's death, resignation, or removal from office until the next election.

C) Secretary:

1. The Secretary shall be responsible for maintaining accurate written records of all regular and special meetings of the Chapter, obtaining, filing and maintaining all insurance records and injury forms.
2. The Secretary, at monthly meetings, shall take and report on the minutes of the previous meeting(s).
3. The Secretary shall keep a permanent file of all documents, records, reports, correspondences and communications connected with this Chapter and to the National IMR™ Office.
4. Duties of the Secretary shall include sending out notices to members, oversight of a monthly newsletter informing membership of meetings, activities, etc.
5. The Secretary shall maintain pertinent information for all chapter members.
6. The Secretary shall maintain a list of standing and special committees, including the names of all members serving.
7. The Secretary shall ensure amendments to the By-Laws are officially recorded in the meeting minutes, referencing the date(s) when amendments were ratified.
8. Members may assist with Secretary's duties when warranted (i.e.: Membership & Newsletter).

D) Treasurer:

1. The Treasurer shall maintain all financial accounts of the Chapter as its fiduciary.
2. The Treasurer shall deposit all chapter monies received in adequately insured commercial bank accounts, as may be designated by the Board of Directors.
3. The Treasurer shall pay approved invoices and service chapter debts, and shall reimburse chapter members for properly documented and approved purchases, and shall distribute monies approved by the Board of Directors and/or by vote of the Chapter.
4. The Treasurer shall prepare and read a report of all receipts, expenditures, and balances of all accounts at every monthly meeting.
5. The Treasurer shall maintain updated and complete records, including all charitable contributions and distributions, which shall be available for inspection by the general membership upon reasonable request.

6. The Treasurer is responsible for preparing financials for external audit by a qualified accounting firm selected by the Board of Directors, and upon a change in office, the submission of a financial statement to the National IMR™ Office.
7. The Treasurer shall file timely returns with the Internal Revenue Service and Massachusetts Department of Revenue as required by law.

E) Membership Director

The Membership Director shall welcome and interact with new and current members at chapter meetings and events, as well as keep updated waivers and records of names, addresses, phone numbers, e-mail addresses, and submit copies to the Secretary.

F) Safety Officer

The Safety Officer shall work closely with the Road Director to promote safely routed and easily navigable trip plans for all Riders & Passengers, as well as bringing pertinent observed laws and regulations to the Chapter's attention at regularly scheduled membership meetings. The Safety Officer shall apprise members of changes made by the Dealer/Sponsor and/or National IMR™. The Safety Officer is authorized by the IMRG FOXBORO to disqualify any riders or guests from participating in Chapter sponsored rides and events for unsafe equipment or personal conduct which could endanger the Group, or others.

G) Road Director

The Road Director shall plan ride routes working closely with the Group's Safety Officer for all chapter events, as well as guide IMRG FOXBORO chapter rides, keeping the Group informed of all safety requirements.

H) Activities Director

The Activities Director shall oversee the administration, planning, and logistics of Chapter activities, events, and other duties, working closely with the Safety Officer and Road Director.

I) Marketing Director

The Marketing Director shall advertise events and ensure that all communications and chapter business is being communicated to the membership. The Marketing Director shall order marketing materials and apparel as directed by the board, and in accordance with the brand integrity and standards of Indian MotorcycleSM. The Marketing Director shall assist the Activities Director with the planning and execution of chapter events.

J) Shared Duties of Directors

Directors may assist the roles and responsibilities of any of the Directors as may be needed from time to time.

ARTICLE 5: THE BOARD OF DIRECTORS

1. The Board of Directors shall consist of eleven (11) elected Directors and two (2) Trustees. Two (2) Trustees shall be elected from the Group's general membership to serve a two year term. The Immediate-Past President shall serve as a third Trustee on the Board of Directors for a one (1) year term immediately following their term of office as President.
2. For election eligibility as a Director or a Trustee, a member must be an active member (minimum of one (1) year), and in good standing prior to the date of election, and must agree to be a candidate.
3. A Director may resign at any time by giving written notice to the Board or the President. Resignation shall take effect upon receipt of notice.
4. In case of death, resignation, or inability to fulfill one's executive, the Board of Directors may elect another member to fill that vacancy for the remainder of the official term.

5. Directors may be removed from office by a two-thirds majority vote of the entire Board of Directors.
6. A majority of the elected Directors shall constitute a quorum of the Board for the transaction of business, or of any specified item of business, excluding actions such as removal from office.
7. Governance issues not defined in these by-laws, shall be decided by the Board of Directors.
8. The Board of Directors shall ensure IMRG FOXBORO By-Laws are followed by all members and guests.

ARTICLE 6: DUTIES OF THE EXECUTIVE OFFICERS AND TRUSTEES

1. The Executive Officers shall lead all Directors and Trustees to ensure that the business of the IMRG FOXBORO is properly performed.
2. The Trustees shall review the Chapter's financial statements and taxes annually at the conclusion of the March and the September chapter member meetings.
3. The Trustees may audit chapter financials, including but not limited to, revenue and expenditures, upon change in the office of Treasurer, or as needed.

ARTICLE 7: MEMBERSHIP

1. Any person applying for membership in the IMRG must be eighteen (18) years of age or older, and if an operator, must have a valid motorcycle driver's license, a legally registered, fully insured motorcycle. All members, including passengers (non-riders), must complete an IMRG FOXBORO waiver and application form annually. All applications are subject to review, and the Board of Directors has sole discretion to deny any applicant.
2. All members shall abide by the provisions of the IMRG FOXBORO By-Laws.
3. Upon termination of Chapter membership, any previously paid dues or fees will revert to the Chapter.
4. Termination of memberships initiated by the Chapter shall require a majority vote of the Board of Directors.
5. Benefits and privileges of IMRG FOXBORO members in good standing include, but are not limited to:
 - a. Chapter communications
 - b. Participation in all Chapter activities
 - c. Attendance and participation in all Chapter meetings
 - d. Nominating & voting in all Chapter elections and on Chapter matters
 - e. Holding office in the Chapter when eligible and duly elected
 - f. Receiving official IMRG™ awards, pins and patches when eligible
 - g. Propose amendments to these IMRG FOXBORO By-Laws
6. Membership in IMRG FOXBORO shall be contingent upon timely payment of annual membership dues.
7. The membership year begins on October 1st and ends on September 30th annually.
8. Any membership can be canceled at the direction of the dealership "Indian Motorcycle of Foxboro" at any time if they feel a member is not representing them in a positive way.
9. IMRG FOXBORO strictly prohibits any form of bullying, discrimination, or harassment based on race, politics, sexual orientation, or other controversial topics. All discussions and criticisms must be conducted respectfully and constructively. Personal attacks, hate speech, or offensive language will not be tolerated. We encourage open dialogue that promotes understanding, but participants are expected to express their opinions in a manner that respects diverse perspectives. Any violation of this policy may result in appropriate disciplinary action, including warnings, suspension, or termination of membership by the Board of Directors. Our commitment is to maintain a safe, inclusive, and respectful environment for all participants.

ARTICLE 8: DUES AND FEES

1. IMRG FOXBORO annual dues are determined by the Board of Directors, and may be revised at any time, subject to approval by a majority vote of members present at the monthly meeting in which it's presented.
2. Chapter renewals are due starting October 1st, and must be received by November 30th to remain in good standing. Renewals paid after November 30th will incur a late fee.
3. Members that join IMRG FOXBORO after April 1st will have their membership extended to include the following membership year that starts October 1st.

ARTICLE 9: MEETINGS

1. A minimum of ten regular IMRG FOXBORO Membership Meetings shall be held each year, October through September leaving two (2) months for inclement winter weather cancellations as necessary and a minimum of one (1) Board of Directors meeting shall be held each year. The Board of Directors or President may call Special Meetings of this Chapter as necessary. Any Membership Meeting and Special Meeting may be held in-person or virtually via tele-conference.
2. All IMRG FOXBORO Chapter Meetings shall be presided over by a member of the Executive Committee, or their designee.
3. Regular Membership Meetings shall be held on the first Thursday of each month, but may be rescheduled by a majority of the Board of Directors. Special Meetings shall be posted electronically (eg: email, Facebook) not less than 48 hours prior to the meeting time. The Board of Directors reserves the right to call Emergency Meetings or Special Meetings at their discretion. Emergency Meetings shall not require advance notice.
4. The Board of Directors shall schedule all Special Meetings and Board Meetings as needed.
5. All decisions of the Board of Directors in Executive Session are final unless overridden by a two-thirds majority vote of the members present at the next regularly scheduled Chapter Membership meeting.
6. Membership attendance of 10% of the total membership at any Regular Meeting or Special Meeting shall constitute a quorum for the purpose of conducting Chapter business. Only members in good standing are entitled to vote. No one (1) member shall have more than one vote.
7. Meetings shall be conducted according to Roberts Rules of Order. Protocols and procedures not covered by Roberts Rules of Order, or these Chapter By-Laws shall be determined by the Board of Directors.
8. All IMRG FOXBORO Chapter meeting agendas shall be as follows, but is not limited to:
 - a. Call meeting to order (President, or designee)
 - b. Pledge of Allegiance
 - c. Opening Remarks and Meeting Agenda (President, or designee)
 - d. Secretary's Report
 - e. Treasurer's Report
 - f. Membership Director's Report
 - g. Safety Officer's Report
 - h. Road Director's Report
 - i. Activities Director's Report
 - j. Marketing Director's Report
 - k. Committee Reports
 - l. Old Business
 - m. New Business

- n. Miscellaneous Business
- o. Announcements
- p. Adjournment

ARTICLE 10: ELECTIONS

1. All elections shall be held at the September IMRG FOXBORO Member Meeting. Election results shall take effect at the conclusion of the meeting. A Nominating Committee shall be established at the July Chapter meeting. The Committee shall present a slate of candidates at the August Chapter Member Meeting. Nominations shall close at the end of the August Member Meeting, and the proposed slate of candidates shall be disseminated to the membership electronically (eg: email, Facebook). If any positions are contested, the Nominating Committee shall conduct a secret ballot election at the September Chapter Member Meeting. If uncontested, a single ballot shall be presented for simple majority membership vote.
2. Should an elected position resign from their position during the year, the Board of Directors shall meet and may appoint a replacement to fill the vacant position until the next election. If an elected member has unexcused absences for three (3) consecutive meetings, The Board of Directors may remove them from the position and appoint a replacement until the next election.
3. Directors & Officers shall be elected annually as stipulated in Article 3.7. Two (2) Trustees shall be elected from the Group's general membership to serve a two year term. The Immediate-Past President shall serve as a third Trustee on the Board of Directors for a one (1) year term immediately following their term of office as President.

ARTICLE 11: COMMITTEES

1. Committees shall be established by the President subject to Board of Director approval.
2. All committees must inform the Board of Directors of scheduled meetings prior to the meeting.
3. Committee meetings may be scheduled by the Chair of that committee, or by the President.
4. The Committee shall have the authority to name the Chair. The President shall be an ex-officio member of all committees, except the Nominating Committee.
5. The standing committees of the Foxboro IRMG shall be:
 - a. Nominating Committee
 - b. Event Committee
 - c. Fundraising Committee
 - d. Facebook, Website & Photography Committee

ARTICLE 12: MEMBERSHIP- GENERAL RESPONSIBILITIES

1. All members and guests must sign an IMRG Foxboro Waiver to participate in any IMRG FOXBORO activity. IMRG FOXBORO Members shall indemnify the Chapter for any damages due to bodily injury and/or property damage.
2. All members are required to act responsibly. Any irresponsible act by any member may result in the expulsion of the member(s) in violation. Irresponsible actions include, but are not limited to: unlawful conduct; impaired operation; hostile/threatening behavior, or any prohibited actions as defined in Article 7.9.
3. The Safety Officer, Road Captain, or the "Sweep" shall come to the aid of a motorcyclist in need of assistance during IMRG FOXBORO sponsored events or rides, for the Group's safety.

4. Each member is responsible for the safe operation of their motorcycle and following the Safety Officer's or Road Captain's instructions provided before and during each ride or event.
5. Any and all complaints regarding IMRG Foxboro members' behavior(s) must be reported to the President, or another Director of IMRG FOXBORO.
6. The IMRG FOXBORO's membership database information is deemed personal and confidential and shall not be shared with any third parties. The Chapter's database information may be shared for the expressed purpose of maintaining Group liability insurance for IMRG Foxboro.

ARTICLE 13: BY-LAW AMENDMENTS

1. These IMRG FOXBORO By-Laws may be amended at any meeting if the notice of the proposed amendment is presented to the Secretary, in written form at least one (1) month prior to the next scheduled Chapter meeting and the proposed amendment is accepted by a two-thirds majority vote of the membership attending the meeting.
2. All amendments to these By-Laws shall become effective immediately, upon ratification.

ARTICLE 14: GROUP DISSOLUTION

In the event of dissolution of IMRG FOXBORO, whether voluntary or involuntary, all assets of IMRG FOXBORO shall be first used to pay off any outstanding debts, obligations, and all expenses related to dissolution of the Chapter. No distributions of any kind shall be made to any individual(s), directors, or members of the Chapter. Any remaining assets shall be distributed and/or donated to qualified non-profit organizations of the Chapter's choosing, designated by a majority vote of the IMRG FOXBORO Board of Directors.

President: _____ Date: _____

Vice President: _____ Date: _____

Secretary: _____ Date: _____

Treasurer: _____ Date: _____