Email from Grant Morris, Solent Area Secretary, dated November 4, 2025

Just had a useful discussion with Kate Appleby of the RYA Legal Dept.

In short, her advice was to explore what we can do to mitigate members' risks as we are before considering any form of incorporation. She agreed that incorporation would largely solve our concerns over liability but she was equally clear that we could easily find that we inherit a whole load of new problems with incorporation that would call into question the wisdom of doing so in the first place.

Her definitive advice was that we should first of all examine our current rules, constitution etc and see whether they are fit for purpose and have moved with the times. She mentioned risk assessments and whether (a) do we have any; (b) if so, are they comprehensive enough to cover the event in question; (c) do we have adequate insurance to cover ourselves; (d) if we undertake assessments can we demonstrate that we have taken all reasonable measures to mitigate the risks identified; (e) do we have model contracts with our suppliers even if it is one side of A4. Put all that lot in place and she couldn't have been clearly that we couldn't do more.

She said that she belongs to a large sailing club that has premises, boats etc yet it remains un-incorporated. In her eyes that is perfectly acceptable as they have revised their club rules, overhauled their Directors and Officers insurance and put in place a thorough risk assessment regime. Her only concern with any organisation such as hers or the OGA is one of personal injury. If the event or venue has been suitably assessed, clauses inserted where necessary when members are booking.....in other words all reasonable steps have been taken then that is perfectly adequate and, if properly done, incorporation would have no added benefits.

If we were to go down the incorporated route she suggests a company limited by guarantee. Needless to say she thinks it is an awful lot of effort for little gain.

Incorporation: Risks and Alternatives

Kate explained that incorporation is not always necessary and depends on the organisation's specific circumstances. She noted that while incorporation can provide some liability protection, individuals could still be personally liable in certain cases. Kate recommended considering other measures, such as directors' and officers' liability insurance, before deciding on incorporation. The group discussed the potential risks and benefits of incorporation, with Kate emphasizing that it is not a "catch-all" solution and should be considered alongside other risk management strategies.

Legal Considerations for Unincorporated Associations

Kate explained the legal considerations for unincorporated associations versus incorporated entities, noting that while incorporation provides limited liability, it also imposes statutory duties on directors. She advised that well-organised unincorporated associations with good policies, insurance, and risk assessments could manage liability risks effectively. Peter shared examples of sailing clubs with significant property holdings that remained unincorporated, while Kate acknowledged the potential for litigation against both organisations and individual directors, emphasizing the importance of comprehensive insurance coverage.

Sailing Association Liability and Insurance

The group discussed insurance coverage and liability concerns for their sailing association. Kate advised that while incorporation offers legal protection, the association already has comprehensive insurance through Gallagher that covers both the organisation and individual members' negligence. She recommended reviewing the constitution every five years and maintaining clear documentation of risk assessments and shared operating procedures, particularly when using yacht clubs for events. The discussion clarified that liability is typically limited to one year's membership fees when properly documented in the constitution, though this could be challenged in extreme circumstances without proper insurance coverage.

Sailing Event Risk Management Planning

The group discussed legal and risk management considerations for organising sailing events, with Kate providing guidance on documentation, risk assessments, and liability. They explored approaches to handling event registrations, catering arrangements, and health-related concerns, with David suggesting members should contact caterers directly about allergies. The discussion concluded with plans for an upcoming meeting on the 18th November to discuss incorporation options, where Colin will propose a three-point agenda focusing on risk assessments and transparency rather than immediately addressing incorporation.