



RUGBY FOOTBALL LEAGUE GOVERNANCE STATEMENT

The purpose of this document is for the Rugby Football League to report on its governance arrangements and performance during 2021.

The Rugby Football League is committed to good corporate governance and considers the publication of this statement to be an important part of its commitment to good governance.

This statement was approved by the RFL Board on 16 February 2022 and is up to date at that date.

1. SUMMARY OF KEY MATTERS

The key governance changes and matters for the Rugby Football League during 2021 were:

- The RFL published its strategy for 2022 to 2030.
- The RFL and Super League (Europe) Limited commenced discussions regarding the realignment of the governance of the Sport.
- The RFL was subject to an audit by Sport England's assurance partner (BDO) and received a 'good' rating for both Governance and Finance.
- Clare Balding OBE's term as President was extended to the Council meeting in December 2022.
- The term of office of Chris Hurst was extended to the AGM in 2024.
- The Clinical Advisory Group was made a formal sub-committee of the RFL Board.

2. GOVERNANCE FRAMEWORK

2.1 Introduction

The Vision of the RFL is to be a united sport that delivers entertainment, drives commercial value, and improves the lives of our communities. The Rugby Football League is a values driven organisation with its Values being United, Respect, Excellence and Professional.

The strategy of the RFL can be found [here](#)

The current governance structure for the sport is contained within the Articles of Association of both RFL (Governing Body) Limited and SLE, and the RFL Operational Rules. Whilst each of these documents is independent of the other, they confirm an inter-related governance structure that defines and protects the rights and responsibilities of each component part of the sport.

[RFL ARTICLES OF ASSOCIATION](#)
[RFL OPERATIONAL RULES](#)
[SLE ARTICLES OF ASSOCIATION](#)

The sport of Rugby League and the Rugby Football League have evolved over the past one and half decades so that the organisation has become one of the most respected National Governing Bodies in the United Kingdom. Throughout this period, the sport has built a positive reputation for good governance based upon the two fundamental ideals of an independent board and a unified structure for the whole of the sport.

The governance structure of SLE changed in 2017 / 2018 and the relationship between the RFL and SLE has gone through a period of transition; however, the RFL and SLE are now in discussions regarding realigning the governance of the sport.

2.2 RFL Council

The RFL Council is made up of all UK based professional clubs and 7 representatives of the Community Game (British Amateur Rugby League Association (BARLA));



Combined Services Rugby League and representatives from Education rugby league settings; Higher Education rugby league settings; Tier Four Leagues; Tier Five and Tier Six Adult Leagues; and Tier Five Youth and Junior Leagues).

Each Member is entitled to attend and vote at all meetings of the Council and, in the case of Clubs, share in the profits of the RFL or any distribution of its funds and participate in RFL competitions.

Council Meetings must be held at least twice a year, with the Annual Council Meeting approving the accounts of the RFL, appointing/approving auditors and electing a Vice President and President. Changes to the Articles of Association of the RFL can only be made upon a Special Resolution approved by 75% of voting Members.

The Articles contain provisions such that, irrespective of the number of Clubs in the Super League, the Championship and League 1, the votes of the Super League Clubs (on the one hand) and the votes of the Championship and League 1 Clubs (on the other hand) carry equal weight. In addition, any resolution must be passed by at least 4 Super League Members and at least 4 Championship or League 1 Members.

Below are links to the Council Agendas for the 2021 Council meetings and the presentations delivered at those meeting.

[2021 COUNCIL AGENDAS / PRESENTATIONS](#)

2.3 RFL Board

The Board is the ultimate decision-making body and exercises the powers of the organisation. The Board is responsible for:

- setting the strategy of the organisation;
- approving the long-term financial plan and annual budget;
- monitoring delivery of the strategic plan and objectives;
- periodic review of the financial plan and performance against annual budget;
- periodic review of major risks;
- discussion of, and engagement with, stakeholder proposals and concerns.

Day to day management of the RFL is delegated by the Board to the management team under the leadership of the Chief Executive. Financial authorities are in place for each level of the Executive structure.

2.4 SLE

Super League (Europe) Limited (“**SLE**”) is a separate legally entity.

As part of a wider suite of agreements between SLE and RFL, in October 2019, the SLE Articles were amended such that the SLE Board consists of the SLE Chief Executive, nominated representatives from each Super League Club and a nominated representative of the RFL. The RFL’s nominated director is Simon Johnson.

The Articles of Association of SLE specify which matters are determined by the Clubs, which matters are determined by the RFL and which are joint decisions.

During the course of 2018 and 2019, the RFL and SLE agreed a revised deal between the parties relating to funding to the end of the current broadcast agreement (end of 2021); funding beyond 2021; competition structure and a number of other matters including the structure of the SLE Board.



The RFL and SLE are now in discussions regarding a revised and aligned governance structure for the sport. Key objectives being to:

- Maximise the value of and revenues from the Sport by aggregating all commercial, events and broadcast rights enabling rights across the Sport to be offered to potential partners;
- Maximise distributable profits and therefore returns to the RFL and SLE and, in turn, Clubs; and
- Create efficiencies and avoiding duplication of function.

2.5 Championship and League 1

The Championship and League 1 competitions are owned, managed and operated by the Rugby Football League: there is no separate entity responsible for any aspect of the same.

The Championship and League 1 Chief Executives or Chairman meet at least 3 times a year. These meetings are chaired by an RFL Director. In addition, there are also a number of business area meetings held throughout the year.

2.6 Community Game

The game competitions are a mixture of Affiliate Leagues (leagues run by separate legal entities – bound by the operational rules, with the provision of services by the RFL) and Member Leagues (leagues owned, managed and operated by the Rugby Football League).

The Community Board (a sub-committee of the Board) is accountable to the Board for the management and development of all aspects of the community, grassroots and amateur game of rugby league (see Section 5.5 below).

3. RFL BOARD

3.1 Current Directors

The current Non-Executive Directors of the RFL are Simon Johnson (Chair), Chris Brindley, Chris Hurst, Sandy Lindsay and Rimla Akhtar. The current Executive Directors are Ralph Rimmer and Karen Moorhouse.

Their biographies can be found [here](#)

Changes during 2021 were:

- Chris Hurst's term of office as an NED was extended to the AGM in 2024.

3.2 Composition

The Articles of Association of the RFL provide that:

- the number of Directors shall be not less than three and not more than nine;
- the Directors shall be a minimum of two and a maximum of 4 Executive Directors and a maximum of five Non-Executive Directors;
- the majority of the Directors will be Non-Executive Directors.

3.3 Non-Executive Directors (including Chair and Senior Independent Director)



At the December 2020 Council Meeting, the Articles of Association were amended to provide that each Non-Executive Director (including the Chair) serves for a two, three or four-year term from the Annual Council Meeting at which he/she is elected or re-elected to the Annual Council Meeting in the last year of that term, provided that the maximum cumulative term of office shall be nine years.

Prior to this the Articles provided that NEDs served for a maximum of 3 three-year terms. The rationale for the change was to reduce the sports' exposure to multiple NEDs all having terms finishing at the same Council meeting.

The only exceptions to the above are that:

- in exceptional circumstances (for example to assist succession planning) a Non-Executive Director may hold office for a further year; and
- An existing Non-Executive Director may hold office for up to 12 years (i.e. 4 three-year terms) if he/she is appointed as chair of the RFL or as a director of the RLIF.

The Chair of the Board is now Simon Johnson. Whilst the role specification is different, the Chair is appointed in the same manner as all other Non-Executive Directors.

In accordance with the Sports Governance Code, a further Non-Executive Director is appointed as the Senior Independent Director (usually the longest serving of the other Non-Executive Directors). The additional responsibilities of the Senior Independent Director include:

- Providing a sounding board for the Chair;
- Serving as an intermediary for the other directors when necessary;
- Acting as an alternative contact for stakeholders to share any concerns if the normal channels of the Chair or the organisation's management fail to resolve the matter or in cases where such contact is inappropriate; and
- Leading on the process to appraise the Chair's performance.

The Senior Independent Director is Chris Brindley.

At all times all of the Non-Executive Directors were 'independent' as defined in the RFL Articles of Association and the Code for Sports Governance.

3.4 Executive Directors

The Executive Directors are appointed by the Non-Executive Directors (by a simple majority vote). The NEDs have agreed that the Executive Directors should usually be the Chief Executive and Company Secretary.

3.5 Secretary

The Secretary is appointed by the Board for such term, at such remuneration and upon such conditions as they may think fit and may be removed by the Board.

The current Secretary is Karen Moorhouse.

3.6 Code of Conduct

Each director is required to sign a Code of Conduct. In addition to setting out required standards of behaviour, it also details the mechanism which will be followed in relation to any breach. A copy of the Code of Conduct can be found [here](#).



4. BOARD MEETINGS

The Articles of Association provide that the Board must meet at least 4 times in a year and the quorum for meetings is 3 directors. During 2021 there were 7 formal Board Meetings. There was 100% attendance at these meetings by all directors (save for one director missing one meeting due to being on paternity leave).

In addition, there was a significant number of Board meetings held virtually and further decisions made in writing. The significant number reflected the impact of Coronavirus on the sport and the number of decisions that consequentially had to be made.

Papers are circulated 7 days' in advance of all formal Board Meetings to ensure the Board have time to fully review them.

Below are links to the Board Agendas for the 2021 meetings.

[RFL BOARD AGENDAS](#)

5. BOARD SUB COMMITTEES

5.1 General

The Articles of Association provide that the Board may delegate any of their powers to any sub-committee consisting of such of other number and such other persons as they think fit. The current formal sub-committees and their current members are set out below. The Terms of Reference for each of the Sub-Committees (which include the structure and purpose of the Committee) can be found [here](#).

5.2 Audit and Risk

The purpose of the Audit and Risk Committee is to: (a) consider the appointment of the external auditors and their independence; (b) consider the appointment of the internal auditors and review the RFL's internal audit programme; (c) review the Group's financial statements; and (d) review the effectiveness of the internal control systems of the RFL including the process for managing risk.

The Audit and Risk Committee consists of at least 4 members, 2 of whom have to be Non-Executive Directors and one of whom has to be the RFL Executive who is the chief risk officer for the RFL (currently the Chief Operating Officer – Tony Sutton).

The Audit and Risk Committee is chaired by Non-Executive Director Rimla Akhtar and its director members are Rimla Akhtar and Chris Hurst.

The Audit and Risk Committee met on four occasions in 2021 and its members had the following attendance.

- Rimla Akhtar (Chair) – (4)
- Chris Hurst (4)
- Tony Sutton – (4)
- Ian Roberts – (3)
- Rachel Hunt – (2) Rachel left the RFL and therefore resigned membership of the Committee part way through 2021
- Richard Donlon – (0) Richard resigned his membership of the Committee in 2021
- Jeremy Carr – (3)

5.3 Remuneration

The purpose of the Remuneration Committee is to: (a) ensure that there is a formal and transparent policy on Board and Senior Executive remuneration; and (b) determine the remuneration packages of the Chairman, other directors and senior executives.



In 2021 the director members were Chris Brindley (Chair), Chris Hurst, Rimla Akhtar and Sandy Lindsay.

The Remuneration Committee met on four occasions in 2021 and all members had 100% attendance.

5.4 Nominations

The purpose of the Nominations Committee is to: (a) ensure that there is a formal and transparent procedure for appointing new directors, re-appointing directors to the Board of Directors and appointing senior executives (being the Chief Executive Officer and any executive it is envisaged will have a basic salary of £100,000 or more); and (b) keep under review the composition of the Board and Board sub-committees and make recommendations to the Board in relation to the same.

In 2021 the director members were Simon Johnson, Chris Brindley, Chris Hurst, Rimla Akhtar and Sandy Lindsay.

During 2021 there were no appointments to roles that fall within the remit of the Nominations Committee; however, it still met two times.

5.5 Community Board

By virtue of Article 79 of the Articles of Association, the Board has established a Community Board. This Board is accountable to the RFL Board for the management and development of all aspects of the community, grassroots and amateur game of Rugby League. The role of the Community Board is to assist in the organisation and management structure of the RFL, and to bring together all areas of the British Rugby League community, grassroots and amateur game under the governance of the RFL.

The Community Board is made up of representatives of the various sectors of the community game being BARLA; Combined Services Rugby League; Education rugby league settings; Higher Education rugby league settings; Tier Four Leagues; Tier Five and Tier Six Adult Leagues; Tier Five Youth and Junior Leagues and Foundations. The RFL nominates 1 Director to act as Chair, a person to represent Active Participants and 2 other Independent representatives. The current Chair is Sandy Lindsay (who assumed the Chair in September 2020).

In 2021, Lee Mitchell was appointed as the Foundations representative replacing Neil Kelly.

The Community Board met on four occasions during 2021 and members had the following attendance:

- Sandy Lindsay (Chair) – 4
- Trevor Hunt (Tier 4 Adult) – 4
- Stuart Prior (Tier 5 Adult) – 4
- Jan Robinson (Tier 5 Y&J) – 3
- Sue Taylor (BARLA) – 4
- Damian Clayton (Armed Forces) – 3
- Neil Ashton (Schools) – 3
- Steve Curtis (Universities) – 4
- Lois Forsell (Participants) – 1
- Neil Kelly (Foundations) – 1
- Lee Mitchell (Foundations) - 3
- Peter Moran (Independent) – 4
- Fred Baker (Independent) – 3

<https://www.rugby-league.com/governance/about-the-rfl/community-board>



5.6 Laws Committee

The purpose of the Laws Committee is to review the current laws of the game whilst also fully considering the potential impact of the introduction of new laws based on criteria such as; game spectacle, player safety and also the international landscape.

Its membership is made up of representatives of all different stakeholders and is chaired by the RFL CEO.

The Committee met three times in 2021.

5.7 Whole Game Board (formerly Professional Game Board)

The purpose of the Whole Game Board is to consider and make non-binding recommendations to the Board in relation to the regulation and operation of the Game on matters that directly or indirectly have impact on rugby league clubs who play in: (i) the Super League; and (ii) the Championship and League 1 and which may have a whole game impact (including potentially on the Community Game). The overriding aim being to drive the Game's objectives.

Its membership is made up of representatives of the RFL, the Super League Clubs, the Championship and League 1 Clubs and the Community Game.

The Committee met twice in 2021.

5.8 Inclusion and Diversity Board

In November 2020 the Inclusion and Diversity Advisory Group was formally made a Board sub-committee.

Its purpose is to provide guidance on all equality matters and to monitor the delivery of the RFL's Rugby League versus Discrimination Tackle It Action Plan (the plan). In addition, the Inclusion Board will provide support to the Executive in delivering programmes within the plan and seek to promote a culture of respect for Inclusion, Equality and Anti-Discrimination across Rugby League.

Its present composition is nine external and one internal member, and it is chaired by Rimla Akhtar.

The committee met 4 times in 2021.

5.9 Clinical Advisory Group

In February 2021, the Clinical Advisory Group was formally made a Board sub-committee.

Its purpose is to make recommendations to the Board; and provide guidance to the Game, on all medical issues impacting the Game.

The core membership drawn from all clinical roles in the Game and levels within the Game (Community and Professional Game). The CMO and Covid Medical Officer are members of the Committee.

The committee met 8 times in 2021.



6. CODE OF SPORTS GOVERNANCE

In December 2017 Sport England confirmed that the RFL complies with the then Code of Sports Governance. The RFL carries out regular reviews of its compliance with the Code (at least twice a year) and believes that it remains fully compliant.

The RFL is in the process of carrying out a review against the new Code of Sports Governance and is committed to full compliance.

7. INCLUSION AND DIVERSITY

The RFL is committed to Inclusion and Diversity throughout the organisation and the sport. Progress against TACKLE IT action plan objectives is regularly reviewed by RFL I&D working group members and overseen by the Inclusion Board, whose members also provide strategic direction to the working group. The RFL I&D Action Plan Tackle It: Rugby League versus Discrimination is published on the RFL website [here](#). I&D is a formal Board agenda item at least twice a year.

8. BOARD EVALUATION

In line with the Sports Governance Code the Board is committed to having the Board externally evaluated at least every 4 years. In October 2018 Value Alpha carried out an external evaluation of the RFL Board. This was completed in early 2019 and the report circulated to all Members and published on the RFL Website [RFL Board Evaluation](#)

In line with the Code of Sports Governance, in addition to individual evaluations, the Board undertakes an internal evaluation of its collective skills and performance each year.

In 2021 the RFL was audited by Sport England's assurance partner (BDO). The RFL was rated as good across both governance and finance. Each of the recommendations made by BDO has been actioned.

9. BOARD INDUCTION AND TRAINING

Any new Director is subject to a comprehensive induction process meeting with the existing Board, Executives and stakeholders. In addition, all Board members have access to a Board Induction Pack.

10. RISK

The RFL has a comprehensive departmental Risk Register which is updated regularly by each Risk Register owner and reported to the Audit and Risk Committee and in turn to the RFL Board. Each risk is rated (based on probability and severity) and mitigation and/or appropriate actions are logged and reported.

The Board report on its Internal Control frameworks or systems annually via the Directors Report contained in the company's Financial Statements. A link to the report can be found [here](#)

As part of its annual work plan the Audit and Risk Committee review the annual draft Financial Statements and meet with the external auditors with and without the Executive present, to discuss the annual audit and its results. Those results cover the findings of the external auditors work on both financial and internal control matters. The external auditor is reappointed at each Annual General Meeting following the discussions held by the Audit and Risk Committee which cover the effectiveness of the external audit process.

The external auditors are selected periodically by holding a tender process, the last tender was held to cover the provision of external audit services for 2019 year end onwards. Garbutt and Elliott were successful in this tender.



The current external auditors also provide taxation compliance services. This service is provided by a completely separate department than audit services with separate management structures and reporting staff members.

The Board also runs an internal audit programme which reports to the Audit and Risk Committee with a rolling programme of internal audit work based on three areas of focus each year as recommended by the external provider of internal audit services.

11. INTERNATIONAL RUGBY LEAGUE

11.1 IRL (FORMERLY RLIF)

The RFL was a founding member of the Rugby League International Federation (“RLIF” and now renamed International Rugby League), the international governing body of the sport. Along with the Australian Rugby League Commission (“ARLC”) and the New Zealand Rugby League (“NZRL”) it is currently entitled to appoint two directors to the Board of the RLIF.

IRL controls the broadcast and commercial rights to the Rugby League World Cup. It has traditionally used the commercial revenues generated by this tournament, with levies on gate receipts at other international matches, to fund its activities (including grants to developing nations).

11.2 RLEF

The RFL was also a founding member of the Rugby League European Foundation (“RLEF”). The RLEF is the governing body for Rugby League in Europe and the Northern Hemisphere. It oversees and co-ordinates the development of the sport in all its Member and affiliated countries and territories, as well as neighbouring organisations that choose to link to the RLEF. The RLEF is an Associate Member of the RLIF and is therefore entitled to appoint two directors to the Board of the RLIF.

11.3 Rugby League World Cup (2021) Limited

RLWC21 is a wholly owned subsidiary of the RFL which is responsible for arranging and running the 2021 Rugby League World Cup (due to Covid, now scheduled to be held in 2022). The Board of RLWC is made up of:

- A Chairman nominated by the RFL;
- 3 independent directors appointed by an open recruitment process;
- 5 nominated directors appointed by each of HM Government, UK Sport, the RFL, RLIF and RLWC21.

Since July 2019, the RFL nominated directors have been Chris Brindley (Chair) and Karen Moorhouse.

12. RUGBY LEAGUE CHARITIES

12.1 GENERAL

The RFL works closely with a number of Rugby League Charities.

12.2 RUGBY LEAGUE CARES

RL Cares mission is to enhance and enrich people’s lives through the power and positive influence of Rugby League. The charity seek to ensure the sport’s most important stakeholders, its playing community, get the most out of their involvement in the game, both during their careers and post-retirement.

Karen Moorhouse is the RFL’s nominated trustee.



12.3 RFL BENEVOLENT FUND

The RL Benevolent Fund is a charity that provides assistance to players and the families of players who have suffered life-changing injuries playing Rugby League.

Karen Moorhouse is the RFL's nominated trustee.

12.4 RFL FACILITIES TRUST

The RFL Facilities Trust is a charity whose principal activity is to provide such financial and other assistance as the Trustees shall deem fit for the provision, establishment, development and improvement of facilities for the playing of Rugby League or Rugby League in conjunction with other sports.

Tony Sutton and Kelly Barrett are the RFL's nominated trustees with Robert Hicks nominated to join the Trustee Board in the first meeting of 2022 and Robert Graham is the secretary.