

## MINUTES

### RFL BOARD OF DIRECTORS MEETING

**Location** RFL HQ, House of Sport, Gate 13, Rowsley Street, Manchester, M11 3FF **Date & Time** Wednesday 24 May 2023, 10.00-14.00

<b>Present</b>	Simon Johnson, Sandy Lindsay MBE, Rimla Akhtar OBE, Cherrie Daley	<b>Chair</b>	Simon Johnson
<b>In attendance</b>	Ed Mallaburn – IMG Observer Jamie Jones Buchanan – RFL Board Observer Tony Sutton - RFL CEO Robert Hicks – RFL Company Secretary Rhodri Jones – RL Commercial MD (Items 6 & 7)		Laura Fairbank – RFL (Item 12) Prof. Ben Jones – RFL (Item 12) Rob Graham – RFL (Item 4) Victoria Sinacola – RFL (Item 8) Ashleigh Seddon – RFL (Item 9) Richard Munson – Solutions Through Sport (Item 9) Michelle Maple (minutes)

Item No	Agenda Item	Who
1.0	<b>WELCOME AND APOLOGIES</b>  The Chair welcomed Jamie Jones Buchanan to his first Board meeting following his appointment as Board Observer.  No apologies for absence were noted.	
2.0	<b>DECLARATIONS OF INTEREST</b>  Declarations of interest were noted as follows: <ul style="list-style-type: none"> <li>SJ – director of RL Commercial Ltd, director of RFL Investments 2020 Ltd and director of IRL Ltd. Chair of SIS, who has Betfred as a shareholder.</li> <li>RA – member of the Government Loan Committee.</li> <li>EM – director of RL Commercial Ltd</li> <li>TS – director of RFLI Ltd and of RLWC2021 Ltd.</li> <li>JJB – director of Leeds Cricket, Football &amp; Athletics Ltd, trustee of Leeds Rhinos Foundation, trustee of Leeds 2023, patron of Inspire North, pundit at Sky TV .</li> </ul> The Board noted the declarations and it was agreed that JJB would leave the meeting for the discussion relation to broadcast negotiations.	
3.0	<b>MINUTES FROM THE PREVIOUS MEETING &amp; ACTION TRACKER</b>  3.1 <b>Minutes</b> The minutes from the meeting held on 29 <sup>th</sup> March 2023 were accepted as a true and accurate record, subject to the following amendments: <ul style="list-style-type: none"> <li>Page 8, Item 11 – RA requested that it be noted that the Chair supported her comments on the language around inclusion rugby league. It was also noted</li> </ul>	

		<p>that community game inclusion data should be reported to the Board on a regular basis.</p> <ul style="list-style-type: none"> <li>Page 2, Item 3 – CD requested that her comments on the previous minutes read as follows: “CD also felt there was currently a gap between the sport’s strategic objectives and the actual outcome <u>measures</u> and suggested a performance subcommittee be explored’.</li> </ul> <p>The minutes of the meeting held on 29<sup>th</sup> March to be published on the RFL website were approved.</p>	
	3.2	<p><b>Matters Arising</b></p> <p>Progress against the action tracker was noted, with the following points discussed in further detail:</p> <p><u>Item 1 - Long form agreement</u> The final draft of the agreement was being reviewed by IMG but was due to be finalised imminently. No substantial issues were expected.</p> <p><u>Item 12 – Rugby League Cares</u> It was agreed that Rugby League Cares should be invited to attend the Board meeting on 27<sup>th</sup> July for a strategic discussion.</p> <p>Additional matters arising were discussed as follows:</p> <p><u>Commercial Sponsorship</u> RA felt that the prospect of ringfencing sponsorship income for specific areas of the sport required further discussion. TS confirmed that requests by sponsors could be accommodated by agreeing an activation budget for a specific area (e.g., Wheelchair Rugby League), with these funds managed by the RFL if appropriate. However, all commercial leads should be channelled through Rugby League Commercial in the first instance.</p> <p><u>Minutes</u> SL suggested that a faster process was required for approval of minutes from both the RFL Board and RL Commercial Board, enabling the minutes to be shared with each board before any issues became outdated. RH agreed to consider a more efficient process.</p>	<p>TS</p> <p>RH</p>
4.0		<b>FINANCIAL MATTERS</b>	
	4.1	<p><b>2023 Management Accounts and Outturn</b></p> <p>The meeting was joined by RG, who presented the management accounts for the period to 31<sup>st</sup> March 2023 together with and the 2023 financial outturn.</p> <p>A variance against budget was noted on the management accounts, which was attributed to the timing of income received from OurLeague Active and some expenditure timing fluctuations across central cost departments, neither of which were expected to affect the year-end figure.</p> <p>The 2023 forecast was discussed and analysed.</p> <p>The England performance budget was reviewed and it was noted that there were more player debut appearances at the mid-season international than had been budgeted at the start of the year.</p>	

4.2	<p><b>2022 Financial Statements</b></p> <p>RA reported that the 2022 financial statements were reviewed at length by the Audit &amp; Risk Committee. Overall, a clean report was received from Azets, and two points were discussed in detail as follows:</p> <ul style="list-style-type: none"> <li>• Directors Remuneration</li> <li>• RLWC2021 Ltd Accounts</li> </ul> <p>RA felt it was important to clarify to the RFL Council the reasons behind the budgeted profit now resulting in a loss and that this was not a result of any financial mismanagement.</p> <p>RA also provided a brief summary of feedback received from Azets on the audit process. This was considered positive overall, with no major adjustments. The RFL had been advised to confirm the repurposing of the funds allocated for the Our League Life project, to ensure the valuation of Odsal was accurate, and to confirm the rental costs for Odsal from 1<sup>st</sup> October onwards Azets also set out comments on the contractual position with RL Commercial.</p> <p>The Board was satisfied with the status of the 2022 financial statements and delegated authority to the Audit &amp; Risk Committee Chair to finalise the accounts prior to their presentation to the RFL Council.</p>	
5.0	<p><b>JOINT BOARD WORKING</b></p>	
	<p>TS presented a series of amendments to the joint board working framework document for approval, as follows:</p> <ul style="list-style-type: none"> <li>• Our League Life had been removed from the grassroots section given the estates project was placed on hold.</li> <li>• Our League Life was added into the digital section and had been broken down into Our League Active (participant membership) and Our League, taking the form of an education programme rather than an estates project.</li> <li>• Communication flow in the Charter section – the need for CEO or MD involvement in communications with the relevant executive had been removed, to reflect a new period of the relationship between the Board and the Executive.</li> </ul> <p>The Board discussed some further amendments to the document, including:</p> <ul style="list-style-type: none"> <li>• Further clarification to distinguish between Our League Life, Our League Active and Our League (the app).</li> <li>• Charter communication flow to be rephrased in a more positive context, to indicate the requirement for proactive, positive communication between both boards.</li> <li>• 'Redacted Board minutes' to be changed to 'summarised Board minutes'.</li> <li>• 'Delivery of competitions' to be expanded to 'more and better competitions'.</li> <li>• International calendar rating to be amended to 'Consulted', removing 'Informed'.</li> <li>• Responsibility and accountability for EDI to also sit with RL Commercial.</li> </ul> <p>It was agreed that the relevant amendments would be made prior to the document's discussion at the RL Commercial Board meeting on 2<sup>nd</sup> June.</p>	TS
6.0	<p><b>BROADCAST</b></p>	
	<p><i>The meeting was joined by RJ. JJB left the meeting for this item.</i></p>	

		<p>RJ provided a summary of the latest position on negotiations for a new broadcast deal. A working group had been established with IMG Media and had been meeting regularly, however, the overall process had been slowed by the EFL broadcast deal negotiations, which concluded in April.</p> <p>Discussions took place about possible bids and their implications.</p> <p>The Board noted the update and asked to be kept updated in the coming weeks.</p> <p><i>JJB re-joined the meeting.</i></p>	
7.0		<p><b>RL COMMERCIAL MD REPORT</b></p> <p>The report circulated to the Board was taken as read, and RJ highlighted the following key issues:</p> <ul style="list-style-type: none"> <li>• <b>Calendar</b> – Discussions on the 2024 calendar were ongoing with IMG. This would be subject to outcome of the broadcast deal. Super League clubs were seeking clarity on the length of the season, the proposed new event and Challenge Cup structure, and a draft calendar would be issued once the new deal was confirmed. JJB suggested it would be helpful to provide broadcasters with some talking points around the new calendar in the coming weeks.</li> <li>• <b>Commercial</b> – Commercially sensitive updates were given.</li> </ul> <p><b>International</b> – The autumn internationals had been announced for the England men's team against Tonga. This would also include a double header for the England women's team against Wales at Headingley. The prospect of a wheelchair fixture on the same weekend was also being explored. The BBC had committed to covering the three men's fixtures including the double header, and a wheelchair fixture on the Sunday. It was recognised that the women's fixture may be one-sided in England's favour, but it was felt it was more important to ensure the double header covering both England teams was broadcast.</p> <p>The Board was disappointed to note France's withdrawal from hosting the Rugby League World Cup in 2025, following confirmation from the French government that they would be unable to financially back the tournament. The IRL had formed a strategy group to discuss how best to take this forward, and whether to push the tournament back to 2026. New Zealand had expressed an interest in hosting, and representatives from South Africa and Qatar had also expressed initial interest. This would be discussed further at the IRL Board meeting in July and would likely require a tender process to assess bids and ensure these were accompanied by a coherent strategy.</p> <p>A discussion took place on contingencies for all England teams depending on the outcome of the IRL process.</p> <p>RJ explained the recent donation to the MND Association (as opposed to Rugby League Cares). RJ stated that kit sales were significantly higher from fans wishing to support Rob Burrow, enabling more money to be raised for the MND Association than could have been achieved in normal circumstances.</p>	
8.0		<p><b>PEOPLE UPDATE</b></p> <p>The meeting was joined by VS, who outlined the results from the 2023 RFL annual Staff Survey, the 2023 Gender Pay Gap report and an update on the 2023 People Plan.</p>	

	<p>In terms of the staff survey, the lowest scores were received in values and culture, with many staff members giving a neutral score in relation to feeling appreciated. A large proportion of staff had also not completed the survey. The People team had commenced one to one meetings with staff to explore their feelings around culture, behaviours, and values at the RFL, and further insight would be obtained at the forthcoming staff forum.</p> <p>The Gender Pay Gap report indicated an average pay gap of 14.4% in favour of male staff members, a decrease of 2.6% since last year. This was attributed to a large number of female staff leaving the RFL and being replaced by male colleagues. In addition, 13 male staff received a pay increase compared to one female, and six males were promoted compared to two females. Some of this was attributed to long standing contracts for male members of staff.</p> <p>To address these issues, each department was assessing their gender pay rates to ensure a balance, potential pay increases/bonus/promotions would be assessed by the People team going forward to ensure due consideration has been given by line managers, and training would be delivered to the Executive Board members on unconscious bias.</p> <p>Quarterly progress against the People Plan was noted, with the focus in quarter two on the recruitment of women, and training for line managers on all People policies.</p>	
9.0	<p><b>NEW CHARITABLE FOUNDATION</b></p> <p>AS and RM joined the meeting to present a proposal to create a new charitable entity to drive sustainability, increase income streams within the RFL and support the growth of the sport's wider Foundation network.</p> <p>The Board was asked to approve progressing with a full business plan, which would be presented to the Executive and Board in late summer with a view to the new charity being launched in early 2024.</p> <p>The Board supported the proposal in principle and agreed that a full business plan incorporating implementation step should be developed.</p>	TS
10.0	<p><b>SALARY CAP REGULATIONS</b></p> <p>The Board received an update on proposals relating to the Salary Cap Regulations for 2024 onwards.</p> <p>RH reported that IMG considered investment on the field and retaining talent to be imperative to the sport's overall growth, together with creating more high-profile players. To address this issue, it was felt that clubs that were able to invest in on-field talent should be able to do so, whilst ensuring that the overall financial sustainability of clubs was maintained.</p> <p>Following discussion at Club Regulatory meetings, the Board was asked to approve a suite of recommendations, as follows:</p> <ul style="list-style-type: none"> <li>• All clubs to be assessed against the Financial Sustainability Regulations to set a financial Sustainability Cap for each club for 2024.</li> <li>• Working group be set up to review the Regulations for 2025, including three Super League representatives, one representative from RL Commercial, the RFL Director of Finance, Facilities &amp; Central Services, one representative from IMG and to be chaired by Robert Hicks. Group to review the Finite Cap and looking at all ways to ensure sustainable investment and to protect the overall financial sustainability of the professional game.</li> </ul>	

		<ul style="list-style-type: none"> <li>• An increase in the number of Marquee Players to three. If this increase is allowed, then any club wanting to use the third spot must use one spot for a Federation Trained Marquee Player.</li> <li>• Allowances for Marquee Players to be amended to allow clubs who invest in youth to benefit more under the scheme and to also allow other clubs to take talent from other Federation Trained Players at a lower allowance thereby keeping talent within the competition. The allowances proposed are: <ul style="list-style-type: none"> <li>○ £50k for Club Trained (reduced from £75k);</li> <li>○ £100k for Federation Trained (new allowance); and</li> <li>○ £150k for Non-Federation Trained (no change).</li> </ul> </li> <li>• Further, in order to better make use of players, any Marquee Player should have to comply with reasonable requests from RL Commercial for media, broadcast and other commercial opportunities to enhance events, increase profile and improve the commerciality of the sport and its athletes, with exact details to be worked out with RL Commercial.</li> <li>• An increase in the Player Welfare Allowance from £15k per annum to £50k per annum.</li> <li>• An increase in the wage limit for Players eligible to play in under 21 level competitions to count toward a Club's Salary Cap to £30k per annum from £25k.</li> </ul> <p>The Board discussed the assessment of clubs against the Financial Sustainability Regulations. RA suggested that a solid commitment must be obtained to ensure that any club wishing to appoint additional Marquee Players would meet their DCMS loan payments and were financially sustainable.</p> <p>RH confirmed that all clubs would be assessed on an individual basis, and approval would be required from the RFL to appoint additional Marquee Players, who would assess whether this was affordable for each club.</p> <p>It was recognised that further clarity was required on the outcome of the broadcast deal.</p> <p>Subject to confirmation of broadcast income, the Board approved the recommendations above.</p>	RH
11.0		<p><b>ANTI DOPING UPDATE</b></p> <p>The Board received an update on Anti-Doping in line with the Assurance Framework, the latest numbers of positive cases in the sport, and discussed opportunities for further awareness and education.</p> <p>A series of steps were supported by the Board to ensure the sport complied with its Assurance Framework, including:</p> <ul style="list-style-type: none"> <li>• Directing communication resources into the Community Game via Foundation activity and through social media channels.</li> <li>• Seeking support from the Development team to assist in delivering recreational drug support through communication groups and agencies that already use existing Community Hub Clubs.</li> <li>• Ensuring RL Commercial understand the importance of communication provided in this area, with a work place and calendar produced to increase awareness.</li> <li>• Extending research into understanding the causes of doping in Rugby League and addressing behavioural change to reduce the number of cases.</li> </ul>	



12.0		<p><b>CONCUSSIVE &amp; SUBCONCUSSIVE IMPACTS</b></p> <p>The meeting was joined by LF and BJ, who presented an update on the ongoing work on concussion and head acceleration event research projects and recent discussions with NRL medical teams on this issue.</p> <p>The first meeting of the Head Impact subcommittee was scheduled for 26<sup>th</sup> May 2023 to review the ongoing law trials, NRL visit findings and discuss the following changes for 2024:</p> <ul style="list-style-type: none"> <li>Reducing the legal height of the tackle to the armpit at the community and age-grade levels to reduce concussion.</li> <li>Reducing the legal height of the tackle to the armpit at the elite senior levels to reduce concussion, following observations in other levels, which could be achieved by a more stringent enforcement of the current laws of the game and harsher sanctions.</li> </ul> <p>LF reported that the research findings on tackle height had been discussed with the NRL's CMO and research leads.</p> <p>JJB felt that reducing the legal height of the tackle to the armpit would force a better technique from players, particularly if this was introduced to young players in the community game.</p> <p>The Chair requested that a framework be produced for the next Board meeting outlining a clear set of recommendations for implementation after the trials, enabling the Board to decide whether the changes should apply for the elite level of the sport.</p>	LF/BJ
13.0		<p><b>CHIEF EXECUTIVE OFFICER'S REPORT</b></p> <p>The report from TS was taken as read.</p>	
14.0		<p><b>OPERATIONS &amp; LEGAL REPORT</b></p> <p>The report from RH was taken as read.</p>	
15.0		<p><b>OPERATIONAL PLAN &amp; INSIGHT REPORT</b></p> <p>The report from AOB was noted.</p>	
16.0		<p><b>FINANCE &amp; CENTRAL SERVICES REPORT</b></p> <p>The report from RG was noted.</p>	
17.0		<p><b>PERFORMANCE, DEVELOPMENT &amp; MATCH OFFICIALS REPORT</b></p> <p>The report from DR and ML was noted.</p>	
18.0		<p><b>PEOPLE &amp; CULTURE REPORT</b></p> <p>The paper by VS was noted.</p>	
19.0		<p><b>LITIGATION</b></p> <p>The paper was noted.</p>	

20.0		<b>RISKS</b>  No risks arising from the meeting were noted.	
21.0		<b>AOB</b>  21.1 <b>HR Provision -Redacted for GDPR purposes</b>  21.2 <b>Commercially sensitive matter</b>  21.3 <b>Internal Auditors</b> RA advised on the process for appointing the Auditors. She also suggested that the Board schedule some time to discuss the risk management framework and the Board's responsibilities on this issue.	
22.0		<b>DATE OF NEXT MEETING</b>  The date of the next meeting was noted as 27 July 2023 (Dinner on 26 July).  <b>There being no further business, the meeting closed at 14.35.</b>	