



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 2024.

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 4 February 2025 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 2024 were:

- Adam Hills was appointed as President for 2025 & 2026.
- Danika Priim and Stephen Wild were appointed as Vice President's from December 2024 to the Council meeting in December 2026.
- Julia Newton was elected as a Non-Executive Director for the period to the Council meeting in Summer 2027.

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 RFL (Governing Body) Limited, RL Commercial Limited and Super League (Europe) Limited; a suite of realignment agreements, 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](#)

[RL Commercial Articles of Association](#)

 [SLE ArticlesofAssociation.pdf](#)



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 nominating 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 2024 Council meetings and the presentations delivered at those meeting.

In 2024 there were 4 Council meetings. It has been agreed to hold 4 such meetings per annum going forward.

RFL Council Meeting documents can be found [here](#).

2.5 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.

The RFL and RL Commercial Board agreed to share summarised minutes with each other and with stakeholders. These minutes are also shared on the RFL website here [RFL](#) and [RLC](#).

2.6 RL Commercial Limited

RL Commercial holds and is responsible for exploiting all commercial rights across the Sport.

The shares in RL Commercial are held equally by the RFL and SLE.

The Board of RL Commercial is responsible for overseeing the revenue generation within RL Commercial. The board is made up of:



- a Chair jointly appointed by the RFL and SLE (currently Frank Slevin)
- 2 directors appointed by the RFL (currently Simon Johnson and since Anna Chanduvi's resignation, at the time of writing we have a vacancy)
- 2 directors appointed by SLE (currently Eamonn McManus and Paul Lakin – following the removal of the requirement to be independent)
- a director nominated by IMG (currently Ed Mallaburn).
- an independent director (currently Peter Hutton)

The RFL and SLE worked collaboratively in relation to the appointment of the Board to ensure it had an appropriate range of skills and experience.

During 2024, the Non-Executive Directors of RL Commercial were:

- Frank Slevin (Chair)
- Simon Johnson
- Anna Chanduvi
- Peter Hutton
- Jonathan Murphy (resigned in the year)
- Eamonn McManus (appointed in the year)
- Paul Lakin (appointed in the year)
- Ed Mallaburn

The Managing Director of RL Commercial was Rhodri Jones and the Company Secretary was Robert Hicks.

The biographies of the current Board can be found [here](#)

RL Commercial has Board sub-committees for Audit & Risk, Remuneration and Nominations and a working group for finance that includes stakeholders.

2.7 Men's Super League

Super League (Europe) Limited ("**SLE**") is a separate legal entity which holds the commercial rights in the Men's Super League.

As part of the Governance Realignment in 2022, all SLE commercial rights have been exclusively licenced to RL Commercial with limited reserved rights to shareholders; the SLE Board structure has changed to being 2 independent directors.

2.8 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 4 times a year. In addition, there are also a number of business area meetings held throughout the year.

2.9 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

During 2024, the Non-Executive Directors of the RFL are/were:

- 2.7.1 Simon Johnson (Chair)
- 2.7.2 Sandy Lindsay
- 2.7.3 Cherrie Daley
- 2.7.4 Julia Newton (appointed during the year)

During 2024, the Executive Director was Tony Sutton and the Company Secretary was Robert Hicks.

The Board also has two observers, Ed Mallaburn and Jamie Jones-Buchanan.

The biographies of the current directors can be found [here](#)

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 one 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)

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.

The combination of possible terms reduces 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 IRL.

The Chair is 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 Sandy Lindsay.



In accordance with the Sports Governance Code, a further Non-Executive Director is appointed as the Welfare and Safety Lead. That is currently Cherrie Daley.

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 Director should usually be the Chief Executive.

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.

During 2024 the Secretary was Robert Hicks.

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 2024 there were 6 formal Board Meetings. There was 100% attendance at these meetings by all directors.

In addition, there was a number of Board meetings held virtually and further decisions made in writing.

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 2024 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 principal purpose of the Committee is to consider the appointment of the external auditors and their independence; consider the appointment of the internal auditors and review the RFL's internal audit programme and to review the Group's financial statements as well as to review the effectiveness of the internal control systems of the RFL including the process for managing risk.

In 2024 the director members were Julia Newton and Tony Sutton.

The Audit & Risk Committee met four times in 2024.



5.3 Remuneration

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

In 2024 the director members were Cherrie Daley and Sandy Lindsay, who was Chair for part of the year, followed by Ed Airey, an independent Chair recruited via an open selection process.

The Remuneration Committee met on two occasions in 2024.

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 2024 the director members were Simon Johnson, Julia Newton, Cherrie Daley and Sandy Lindsay.

During 2024 the Nominations Committee led on the appointment of the new RFL NED.

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 game. 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.

During 2024 a revised Terms of Reference was approved by the Committee which took account of the evolving nature and various different formats of the sport which now exist and the need to see more balanced representation.

The Community Board is made up of people with skills, knowledge, and experience from across the Community Game including but not limited to:

Running community clubs, managing competitions, playing, officiating, coaching, and/or volunteering in disability sport and other settings of the Community Game and education settings. The RFL nominates a Director to act as Chair and Independent representatives. The current Chair is Sandy Lindsay (who assumed the Chair in September 2020).

The Community Board met on four occasions during 2024.

The biographies of the Community Board Members can be found [here](#)

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 Chief Executive Officer.

The Committee met twice in 2024.

5.7 Inclusion Board

The main purpose of Inclusion Board members is to provide guidance on all Inclusion and Equality matters in Rugby League and to monitor the delivery of Tackle It.

Members are drawn from wide-ranging backgrounds and provide support to the Executive in delivering specific programmes within individual areas of expertise.

Its present composition is nine independent members, chaired by Jamie Jones-Buchanan.

The committee met three times in 2024.

5.8 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 Deputy Chief Medical Officer are members of the Committee.

The committee met 3 times in 2024.

5.9 Brain Health Subcommittee

In March 2023, the RFL Board formed a Brain Health Subcommittee

Its purpose is to specifically review the sport's response to concussive and sub-concussive impacts. Its members agreed to the following objectives:

- Reduce rates of concussion by 30% over the next 5 years, where concussion rates are measurable.
- Reduce modifiable concussion risk factors, where concussion rates are not measurable.
- Reduce absolute sub-concussive exposure by 30% over next the next 5 years.

The Committee is chaired by the RFL Chief Executive Officer.

Members are drawn from across the sport including coaches, players, match officials, community game volunteers, medics, scientists, RL Cares, administrators and members of the Clinical Advisory Group and Audit and Risk Committee.

The Committee met four times in 2024.

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.

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 executive



team and overseen by the Inclusion Board, details of whose membership can be found here <https://www.rugby-league.com/governance/inclusion-&-diversity/inclusion-and-diversity-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. ENVIRONMENTAL SUSTAINABILITY

The RFL is committed to Environmental Sustainability in the organisation and the wider sport. The environmental sustainability action plan is regularly reviewed by RFL via the RFL Sustainability working group. The RFL and RL Commercial joint strategy will be launched in March 2025 to drive our Environment Sustainability commitments and responsibilities throughout the game. 2025 will also see the RFL sign up to the UN climate charter.

9. 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.

An externally facilitated Board evaluation exercise is planned for early 2025.

10. 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.

11. 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 reports on its Internal Control frameworks or systems annually via the Directors Report contained in the company's Financial Statements.

As part of its annual work plan the Audit and Risk Committee reviews 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 2023 year-end onwards. Saffery LLP were successful in this tender. However, following the completion of the 2023 Audit, Saffery LLP were unable to honour their 3-year fixed price commitment. This was considered by the Executive and the Audit and Risk Committee in November 2024 and the decision was made to appoint Hurst LLP who had come second in the 2023 Audit tender process.



The current external auditors also provide taxation compliance and accounts preparation services. These services are provided by a completely separate department to audit team 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. In 2023, the Executive ran a tender process for the Internal Audit Services from 2024 onwards. Mazars LLP were successful in winning the tender, and their work has commenced in 2024.

12. INTERNATIONAL RUGBY LEAGUE

12.1 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. It is currently entitled to appoint one director to the Board of the IRL. Another RFL director is appointed to the Board of the IRL via one of the three European Rugby League “ERL” Board seats.
- 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).

12.2 ERL (FORMERLY RLEF)

- The RFL was also a founding member of the Rugby League European Foundation (“ERL”). The ERL 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 ERL. The ERL is an Associate Member of the IRL and is therefore entitled to appoint two directors to the Board of the IRL.

13. RUGBY LEAGUE CHARITIES

- 13.1 **GENERAL** - The RFL works closely with a number of Rugby League charities.
- 13.2 **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.
- 13.3 **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.
- 13.4 **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, Robert Graham and Robert Hicks are the RFL’s nominated trustees with Alison O’Brien the secretary.