



BOARD MEETING SUMMARY (1)

Meeting summary of the Rugby League World Cup 2021 Board Meeting on Friday 22nd September 2017 at 11am held at Quay West, Trafford Wharf Road, Manchester.

Board members present: Nigel Wood (Chairman), Brian Barwick (Director), Andrew Honeyman (Director), Stuart Cain (Director), Jane Allen (Director), Stacey Knight (Director), Jon Dutton (Company Secretary)

In attendance: Esther Britten (Observer), David Collier (Observer), Michelle Gibson (Minutes)

Apologies: Mike Perls (Director)

Item number	Agenda item
1.0	<p>Welcome NW welcomed everyone to the inaugural meeting of the board of directors of Rugby League World Cup 2021 Ltd.</p> <p>Apologies for absence were received from MP. It was noted that EB and DC were attending in an observer capacity.</p>
2.0	<p>Board Induction The Board noted the comprehensive induction pack circulated in advance of the meeting. This would be maintained as a live document going forward.</p>
2.1	<p>Tournament Vision JD advised that a draft strategic plan would be produced ahead of the next Board meeting, incorporating the company's vision, mission, values and corporate objectives.</p> <p>The Board put forward points for consideration as part of the overall vision for the tournament.</p>
2.2	<p>Company Set Up It was noted that RLWC2021 Ltd had been established as a wholly-owned subsidiary of RFL Ltd and registered at Companies House pursuant to the Companies Act 2006.</p> <p>JD reported that positions on the Board for both the RLIF and RLWC2021 had yet to be filled.</p>
2.3	<p>Government Role It was noted that the transfer of funds from DCMS to UK Sport had yet to be finalised.</p>
2.4	<p>Directors Role & Responsibilities The obligations of directors contained within section D of the induction pack were noted.</p>
3.0	<p>Governance</p> <p>3.1 Appointment of Chairman In accordance with Article 21.1, it was agreed to appoint NW as Chairman of RLWC2021 Ltd.</p> <p>3.2 Appointment of Senior Independent Director In accordance with Article 21.2, it was agreed to appoint SC as SID.</p> <p>3.3 Company Registration & Registered Office It was noted that the company's registration number was 7592215 and the registered address was Red Hall, Red Hall Lane, Leeds, LS18 8NB.</p> <p>3.4 Share Capital & Register of Members</p>

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<p>3.5 Directors' Disclosures</p> <p>3.6 Sub-Committees</p>	<p>Details of the company's share capital and register of members were noted as per the Member definition in the Articles of Association.</p> <p>In accordance with Article 17, no disclosures of interests were recorded in the contracts of the company by any member of the Board.</p> <p>It was proposed and agreed that the Audit and Risk Sub-Committees should be combined. Representation on each was agreed as follows:</p> <ul style="list-style-type: none"> • Audit & Risk – NW, MP, AH, JD + RLIF representative • Remuneration – SC, JA + 1 • Nominations – BB, SK, JD
<p>3.7 Appointment of Company Bankers</p> <p>3.8 Accounting Reference Dates</p> <p>3.9 Company Financial Controls & Authorisation Limits</p> <p>3.10 Appointment of Company Auditors</p> <p>3.11 Appointment of Insurance Brokers</p> <p>3.12 VAT & Payroll Registration</p> <p>3.13 Rate Card</p> <p>3.14 Company Secretary</p> <p>3.15 Articles of Association</p>	<p>It was resolved to formally appoint NatWest as the company's bankers.</p> <p>It was resolved that the fiscal year of 1st January to 31st December would be adopted as the company's accounting reference dates.</p> <p>Expenditure authorisation limits were approved</p> <p>It was proposed and agreed that KPMG would act as auditors for the first year only.</p> <p>It was resolved to appoint Bartlett Insurance Brokers Group Ltd as the company's insurance brokers, with this arrangement to be reviewed after a year.</p> <p>The company's VAT and payroll registration was noted.</p> <p>It was agreed to adopt the rate card circulated to the Board, with a SLA to be provided at a later date.</p> <p>It was noted that JD was acting as Company Secretary on an interim basis. An alternative appointment would be made in due course.</p> <p>A copy of Memorandum and Articles of Association were placed before the Board. It was resolved to adopt the same and register them with the Registrar of Companies House.</p>
<p>4.0</p>	<p>Budget</p> <p>The Board was asked to approve a series of variations to the Bid budget to enable transition to a more up to date Event budget. The budget would be reviewed at each meeting going forward and accompanied by a summary of highlights for ease of reference.</p>



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	The Board approved the transition from the Bid budget to an Event budget.
5.0	<p>Host Process</p> <p>JD reported that discussions were underway with 30 prospective towns and cities. In respect of timelines, it was noted that the application stage would take place early in 2018, with announcements scheduled for 2019.</p>
6.0	<p>Programme</p> <p>Forthcoming meeting dates at Quay West were noted.</p> <p>JA tendered apologies for the meeting on 15th December.</p>
7.0	<p>Any Other Business</p>
7.1	<p>Commercial</p> <p>It was noted that the company had signed its first partnership agreement with Eversheds Sutherland to be the tournament's official legal partner.</p> <p>JD reported that a draft commercial strategy would be brought to the meeting in December.</p>
7.2	<p>Risk</p> <p>It was agreed that risk management would feature as a standing item at every Board meeting and that the Audit & Risk Committee would convene, either in person or via conference call.</p>
7.3	<p>Super League Grand Final</p> <p>The Board was reminded that RLWC2021 would be hosting 150 prospective hosts and partners at the Super League Grand Final, to which the Board members were invited.</p>
	There being no further business, the meeting closed at 14.00.