

To: All Federation Chairmen
All Federation Treasurers
All Federation Secretaries
All WI Secretaries

Cc: NFWI Board of Trustees
NFWI Senior Staff

11 September 2020



Dear Member,

You will be aware that in July 2020 the NFWI Board of Trustees had to make the difficult decision to propose the closure of Denman College and sale of the Denman estate. As many will already know, Denman College trust is a separate charitable entity (charity registration number 803793-1) of which NFWI is corporate trustee. Denman College trust owns the Denman estate in Marcham Oxfordshire – which has been used to deliver the charity's educational objects as a venue for residential and non-residential courses.

Sadly Denman College has experienced over 10 years of financial difficulty, leaving it without sufficient reserves and a cash position based on future bookings. This left Denman College vulnerable to the significant financial challenges of the lockdown period. The Denman estate is expensive to maintain and unfortunately the income from the provision of courses is not sufficient to cover the costs of maintaining a historic stately home. NFWI was in the advanced stages of implementing a new strategy for income generation that would have enabled the estate to be used as an events venue (e.g. for weddings and conferences) to generate funds to support the charity's educational activities. However, as a result of the COVID-19 lockdown, Denman College had to suspend all physical courses and operations held at the Denman estate. This not only stopped the rescue plan in its tracks, it also cut off the income that was coming in from charitable activities delivered there. This has resulted in the college's financial position quickly becoming unsustainable and there being no option but to close. A staff consultation period has now concluded and sadly no alternative options were identified. As a result the majority of the Denman staff have formally been made redundant. This has been a difficult period for all those concerned and we thank you for your consideration and support during this period.

With the college closed and no viable alternative financial model identified, the NFWI Board are proposing that the Denman estate is sold as it can no longer be used to deliver the educational objects of the Denman College trust. Whilst the closure and sale of the estate is regrettable, NFWI is also aware that lifestyles and learning needs of members are changing and that only an average of 3% of members attended courses and events at Denman each year.

This sale will ensure that the Denman College trust will be able to deliver an alternative educational model, accessible to members, using the proceeds from the sale. Given the geographical spread of NFWI members, this is likely to be through the type of courses we have already started providing online via Denman at Home as well as looking at regional and more localised face-to face learning opportunities. As part of the process for designing the new offer we will continue to work with our members to explore the best way of providing educational activities to the widest number of beneficiaries.

As outlined in previous communications, the proceeds of the sale of the Denman estate will be 'restricted' and therefore can only be used by the Denman College trust to deliver its educational charitable objects.

We are liaising with the Charity Commission about amending the scheme of the Denman College trust, to facilitate the changes outlined above and we therefore need to consult with you and give you the opportunity to feedback on the proposals. The suggested amended objects follow the current wording but remove the reference to the college:

“THE PROMOTION OF THE EDUCATION OF MEMBERS OF WOMEN'S INSTITUTES IN ACCORDANCE WITH THE OBJECTS OF THE BODY CORPORATE CALLED THE NATIONAL FEDERATION OF WOMEN'S INSTITUTES OF ENGLAND, WALES, JERSEY, GUERNSEY AND THE ISLE OF MAN”

At the same time, we also need to notify you for the purposes of Section 121(2) of The Charities Act 2011 of the proposed sale and give you the opportunity to make representations to the Board of Trustees regarding the proposed sale.

We therefore invite you and the members of your federations and WIs to make formal representations on the following items:

- i) the proposed sale of the Denman estate
- ii) the suggested revised charitable objects (outlined above) for the Denman College trust

Formal representations must be made in writing (via email or hard copy letter), to be received by NFWI as corporate trustee of Denman College trust (charity registration number 803793-1) by **0900, Friday 30 October 2020**. The correspondence received by this date will then be collated and shared with the NFWI Board of Trustees.

We would ask members to note that it may be that given the urgency of the financial situation, and based on professional advice, the estate may be formally marketed for sale in advance of the completion of this process.

Letters should be addressed to the **NFWI Board of Trustees (Denman Representations), 104, New King's Road, London, SW6 4LY**. Emails should be sent to representations@nfwl.org.uk. Unfortunately we won't be able to respond to individual communications, but please rest assured that the Board will discuss all representations received at a formal Board meeting and a full copy of these representations will be shared with the Charity Commission following that meeting.

We would appreciate it if you would share this with your WIs/members to ensure that the information and opportunity to make representations is offered to all those who are interested.

Yours sincerely



Melissa Green
General Secretary
Sent on behalf of the NFWI Board of Trustees