

Durham Castle Society and University College Durham Trust
Proposal for the Future – Discussion Paper for Members. July 2026

Summary

1. This paper sets out a proposal for a restructure of the two primary parts of the Castle alumni community, the Durham Castle Society (the Society) and the University College Durham Trust (the Trust). It is intended to initiate discussion with the membership of the Society beginning at its AGM on 18 July. While the current structure has served the College and alumni well for some 35 years, the Society Executive Committee and Trust trustees are increasingly concerned that this is no longer the case, and that a new approach which reduces overheads and maximises income and efficiency in the changing circumstances of the mid-2020s would be desirable.

Proposal

2. The Society Executive Committee and Trust trustees have therefore been considering potential options for the future, from no change, changing existing structures, or replacing them entirely with something new. We have looked at the merits of different approaches and taken legal advice on their deliverability. It is proposed, first, that the Trust would continue to exist as an unincorporated association registered with the Charity Commission. Second, it is proposed that the Society should be merged into the existing Trust as a proportionate response to issues outlined in this paper. If, under this model, the Society were to become a “Standing Committee” of the Trust it would remain responsible for activities similar to those that it currently undertakes. Importantly, members of the Society would retain their influence on the Society’s current activities through the continuation of an AGM which allows the Society’s key decisions to be discussed and ratified. Importantly, the Society will still have representation as Trustees.
3. The high-level changes to the structure of the Castle community, and of a merged body, are set out in the diagrams at the end of this document.

Background to current structure and situation

4. The Society was created in 1947 as an unincorporated alumni association for the College. The Society is currently run on behalf of its members by an Executive Committee, with members electing postholders and voting on key issues in accordance with its constitution. In 1990 members of the Society established the Trust as an unincorporated charity, registered with the Charity Commission. This change was made to enable alumni donations to attract Gift Aid and be managed by trustees appointed by the Society, and to build up an endowment fund to generate income for the benefit of the College. The Trust is managed separately by eleven alumni Trustees and the College Principal. Four nominative Trustees are elected by the Society at the AGM and the Society’s Secretary serves as an ex-officio Trustee.
5. Traditionally, the Society has had two income streams – firstly *Castellum* subscriptions, and secondly, prior to 2021 a lifetime membership fee levied on all new undergraduates. With the increasing financial pressures on today’s students, lifetime membership became an opt-in decision, which has seen this revenue stream essentially disappear.
6. Historically the Society budget was used to fund various small-scale projects, including alumni activities, grants for College disbursement to students, contributions to support the Lowe library, and the support of JCR societies. The distribution of these funds has been agreed by Society members at

each AGM. Because of the revenue change noted, funds are now static and have not increased in the past few years. Currently, *Castellum* subscriptions are the only income and cover the magazine printing/postage. Together with modest, limited alumni donations made specifically to the Society, these enable the Society's running costs to be met, but no further allocations can be made to support the College or its common rooms.

7. As things stand, alumni donations to enhance the student experience are currently made through a variety of means: primarily to the Trust or the Society directly, and occasionally to the University for distribution to the College. Donations to the Trust attract gift aid, those to the Society do not. Society spending on the College has traditionally focused on relatively small awards to JCR clubs and societies; whereas the Trust has focused on capital projects such as the West Courtyard and Fellows' Garden, a number of student scholarships, funding the Alumni and Development Manager's role, and increasing its long-term financial sustainability through a professionally managed investment portfolio.

The case for change

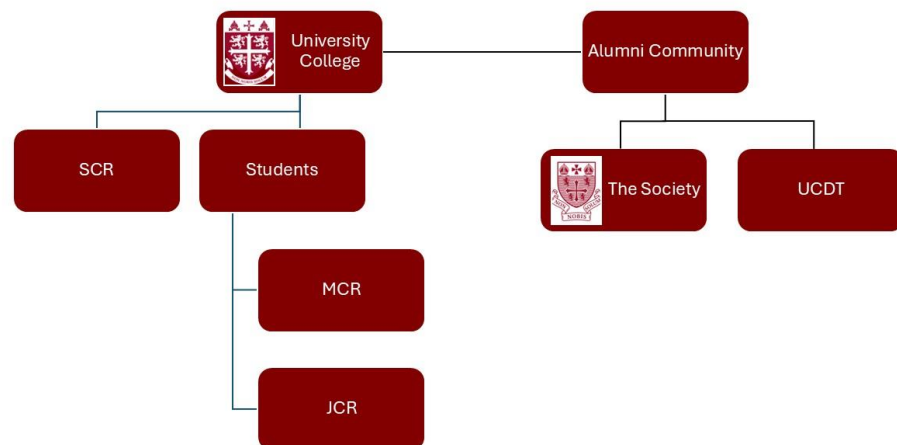
8. The Society Exec and trustees propose the change in structure for five key reasons:
 - **Consistency.** The proposed approach makes best use of existing structures. The Society would continue to operate much as it does now, focusing on the same things, and with continued input from its membership including an AGM. At the same time, it would be part of the Trust, thereby addressing some of the challenges that this proposal seeks to address.
 - **Legality.** Following legal advice, it is clear that the Society and Trust's objectives are sufficiently closely aligned for a single body to be compliant with the "charitable purposes" and "public benefits" requirements of the Charities Act 2011. Thus, there is no legal impediment to the Society and Trust coming together.
 - **Income.** Incorporation of the current Society under the umbrella of the Trust would enable Gift Aid to be claimed on a proportion of Society income, increasing the amount of money available to the Trust to be used for the benefit of students and the College.
 - **Simplicity.** The routes through which donations may be made via either body are confusing to potential donors and adds complexity to the tracking necessary for effective stewardship. It would be easier for alumni to understand how best to donate if there was a single route for doing so.
 - **Efficiency.** Resources are tighter than ever in Higher Education and will become more so. Staffing in the College Office is unfortunately but unavoidably reduced. Supporting two alumni organisations adds unnecessary bureaucracy, duplicating some tasks, when limited staff resources must be directed at fundraising and alumni activities. Additionally, the Trust has a data sharing agreement with Durham University which enables alumni and donor contact information to be shared, but the Society does not. As an unincorporated association not registered with the Charity Commission, a data sharing agreement with the University is not possible thus inhibiting contact information sharing and increasing communication inefficiencies.
9. Other options for change to achieve the same outcomes have been considered. For instance, it is possible to create an entirely new incorporated body in the form of either a Charitable Incorporated Organisation (CIO) or Company Limited by Guarantee (CLG). These options would be considerably more complex, slow, and expensive to deliver. They would require both the Society and Trust to be

wound up entirely and replaced. A new body would need to be registered with the Charity Commission, Information Commissioner, and – in the case of a CIC – Companies House. It has taken two years just to agree a data sharing agreement between the Trust and University, and four years to modernise the Trust's banking arrangements. The current estimated cost of setting up a new CIC or CLG is significantly higher than the proposed course of action. While incorporation could provide increased personal liability protection for the Trust's trustees, the steps necessary to achieve this seem disproportionate to our aims of increased simplicity, income, simplicity and legality.

Next Steps

10. Both the Society Executive Committee and Trustees recognise that change can be unsettling. It is important that Society members are given the opportunity to contribute fully to this conversation. It is therefore proposed that:
 - This issue should be discussed at the Society AGM on 18 July, with a period for further reflection and consultation to follow before the proposal is finalised.
 - The constitution of the Society should be amended through democratic means at the upcoming AGM to enable a vote on the proposal to be taken at a virtual EGM in a few months' time.
 - If agreed by members in principle, the Society and Trust would work to clarify the operation of a Standing Committee, including Restricted Matters and Terms of Reference defining the interaction between the two parties. This would lead to the drafting amendments to the Trust Deed and Society Constitution.
 - We would also confirm with the University that the existing data sharing agreement between the University and Trust would remain valid.
 - Before any final decision, information about the proposed merger and associated constitutional updates would be circulated to alumni, a final discussion would be held at an EGM, and an online vote would be facilitated with the full membership.

CURRENT MODEL



PROPOSED MODEL

