

**Draft resolution of Kensington and Chelsea College
in respect of the proposed merger with Ealing, Hammersmith and West London College**

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The Corporation of Kensington and Chelsea College publish the following draft resolutions in respect of the proposed merger of Kensington and Chelsea College with Ealing, Hammersmith and West London College (“**EHWLC**”) in accordance with the requirements of Article 23(2) of Kensington and Chelsea College’s Articles of Government.

The Corporation confirm that it is proposed that the final dissolution resolutions be tabled and, if thought fit, approved and passed, at the final meeting of the Corporation of Kensington and Chelsea College prior to the dissolution of Kensington and Chelsea College, and its merger with EHWLC, on 2 January 2018.

Having considered and approved:

- *the publication of the results of a statutory consultation exercise undertaken by the Corporation of Kensington and Chelsea College in relation to Kensington and Chelsea College’s proposed merger with EHWLC ((as required under The Further Education Corporations (Publication of Proposals) (England) Regulations 2012));*
- *the results and recommendations of legal and financial due diligence exercises in respect of EHWLC to ascertain EHWLC’s suitability to continue the business of Kensington and Chelsea College;*
- *the publication of the draft resolutions of Kensington and Chelsea College to dissolve and provide for the transfer of its assets, rights and liabilities (as required under Article 23(2) of Kensington and Chelsea College’s Articles of Government); and*
- *the interests of Kensington and Chelsea College’s students, staff and wider community,*

*and subject to the passing of a resolution by the Corporation of EHWLC to acquire all the property, rights and liabilities of Kensington and Chelsea College, such acquisition to take effect at 00:01 on 2 January 2018, the Corporation of Kensington and Chelsea College **HEREBY RESOLVES:***

- i) to approve the transfer of all of Kensington and Chelsea College’s undertakings, property, rights, assets and liabilities to EHWLC in accordance with Section 27B of the Further and Higher Education Act 1992 (“**FHEA**”), such transfer to take effect at 00:01 on 2 January 2018 (“**Transfer Date**”); and*
- ii) to approve the dissolution of Kensington and Chelsea College in accordance with Article 23 of its Articles of Government and the powers in section 27A of the FHEA immediately following the transfer of all of the undertakings, property, rights, assets and liabilities of Kensington and Chelsea College on the Transfer Date; and*
- iii) to notify the Secretary of State for Education of these resolutions and the dissolution date as soon as is reasonably practicable after the Transfer Date in accordance with section 27A(3) of the FHEA.*