

## Resolution

### Conflict of Interest for HKMCA Board Members

A director shall not vote at any board meeting on any issue in which the director has a conflict of interest. A director who has a conflict of interest on any issue before the Board shall disclose the nature of the conflict of interest prior to a vote on that issue at the Board meeting, and the minutes of the meeting shall record the fact that a disclosure was made.

A conflict of interest transaction is a transaction with the association in which a director or an immediate family member has a direct or indirect interest.

Similarly, a Board member is prohibited from entering into any transaction with the Association from which he/she would derive financial gain, either directly or indirectly.