

TAX RETURN FILING INSTRUCTIONS

PUBLIC INSPECTION COPY

Prepared by	Grant Thornton LLP 2010 Corporate Ridge, Suite 400 McLean, VA 22102
Special Instructions	Returns should be signed and dated by the appropriate officer(s). Exempt organizations are required to provide copies of their most recent Forms 990, and their Application for Recognition of Exemption (Form 1023 or 1024) for public inspection upon request. Charities must also make available Forms 990-T filed after August 17, 2006. Schedules, attachments, and supporting documents filed with Form 990-T that do not relate to the imposition of unrelated business income tax are not required to be made available for public inspection and copying (e.g. Form 5471, <i>Information Return of U.S. Persons With Respect to Certain Foreign Corporations</i> and Form 8886, <i>Reportable Transaction Disclosure Statement</i>). Forms 990 and 990-T must be made available for the three-year period beginning on the last day prescribed for filing such return (determined with regard to any extension of time for filing). The names of any contributors should not be disclosed, so we have deleted them.
Application for Recognition of Exemption	The copy of the Application for Recognition of Exemption must include any papers submitted in support of such application and any letter or other document issued by the Internal Revenue Service with respect to such application. An organization that submitted its Form 1023 or 1024 on or before July 15, 1987 must make this form available for public inspection only if they had a copy of the Application on July 15, 1987.
Requests made in person	In the request is made in person, the organization must respond by the end of the business day.
Requests made in writing	If the request is made in writing, the organization must respond within 30 days.
Fees charged for copies	The organization can make a reasonable charge for copying and posting. The regulations limit the copying charge to that charged by the IRS for providing copies, currently \$0.20 for each page.
What if we post Form 990 on our website?	The requirement to provide copies can be eliminated if the organization posts the relevant documents on its website. The public must be able to download the documents and print them in the exact form they were filed with the IRS (except for disclosing contributors). The download must be free and use software that is available without charge. Even if the documents are posted on the web, the organization must still have a copy available for inspection at its offices.
What if we fail to comply with requests?	The IRS may impose significant monetary penalties on an organization that does not adhere to the disclosure requirements.

Cumulative e-File History 2014

Federal

Locator:	19883Z
Taxpayer Name:	Aircraft Owners & Pilots Association
Return Type:	990, 990 & 990T (Corp)
Submitted Date:	08/06/2015 09:42:10
Acknowledgement Date:	08/06/2015 09:56:26
Status:	Accepted
Submission ID:	54681420152185000001

Form **8879-EO**

IRS e-file Signature Authorization for an Exempt Organization

OMB No 1545-1878

For calendar year 2014, or fiscal year beginning _____, 2014, and ending _____

▶ Do not send to the IRS. Keep for your records.

▶ Information about Form 8879-EO and its instructions is at www.irs.gov/form8879eo.

2014

Department of the Treasury
Internal Revenue Service

Name of exempt organization

AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number

52-0636210

Name and title of officer

ERICA SACCOIA, SVP - FINANCE

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a, below, and the amount on that line for the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than 1 line in Part I.

1a	Form 990 check here ▶	<input checked="" type="checkbox"/>	b	Total revenue, if any (Form 990, Part VIII, column (A), line 12) . . .	1b	<u>38769296.</u>
2a	Form 990-EZ check here ▶	<input type="checkbox"/>	b	Total revenue, if any (Form 990-EZ, line 9)	2b	_____
3a	Form 1120-POL check here ▶	<input type="checkbox"/>	b	Total tax (Form 1120-POL, line 22)	3b	_____
4a	Form 990-PF check here ▶	<input type="checkbox"/>	b	Tax based on investment income (Form 990-PF, Part VI, line 5).	4b	_____
5a	Form 8868 check here ▶	<input type="checkbox"/>	b	Balance Due (Form 8868, Part I, line 3c or Part II, line 8c)	5b	_____

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2014 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

I authorize GRANT THORNTON to enter my PIN

1	4	2	3	6
---	---	---	---	---

 as my signature
ERO firm name Enter five numbers, but do not enter all zeros

on the organization's tax year 2014 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2014 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature ▶ Erica Saccoia

Date ▶ 8-6-15

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

5	4	6	8	1	4	3	6	6	0	5
---	---	---	---	---	---	---	---	---	---	---

do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2014 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ Mary O Tourette

Date ▶ 8/6/15

**ERO Must Retain This Form - See instructions
Do Not Submit This Form To the IRS Unless Requested To Do So**

For Paperwork Reduction Act Notices, see back of form.

Form 8879-EO (2014)

Return of Organization Exempt From Income Tax

2014

Form 990

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Department of the Treasury Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public. Information about Form 990 and its instructions is at www.irs.gov/form990.

Open to Public Inspection

A For the 2014 calendar year, or tax year beginning 2014, and ending 2014, and ending 20

Form 990 header section containing organization name (AIRCRAFT OWNERS & PILOTS ASSOCIATION), EIN (52-0636210), principal officer (MARK BAKER), and other identifying information.

Part I Summary

Summary table with columns for Activities & Governance, Revenue, Expenses, and Net Assets or Fund Balances. Includes rows for mission statement, membership counts, revenue (1,868,238), and expenses (42,032,632).

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete.

Signature block for Erica Saccoia, SVP - FINANCE, dated 8-6-15.

Preparer information for Mary Torretta, dated 08/06/2015, representing GRANT THORNTON.

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes [] No

For Paperwork Reduction Act Notice, see the separate instructions. Form 990 (2014)

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box **X**
 - If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns. Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number (EIN) or 52-0636210
	Number, street, and room or suite no. If a P.O. box, see instructions 421 AVIATION WAY	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions FREDERICK, MD 21701	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ▶ ERICA SACCOIA, SVP-FINANCE, 421 AVIATION WAY FREDERICK, MD 21701

Telephone No. ▶ 301 695-2000 FAX No. ▶ 301 695-2202

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year 2014 or
 ▶ tax year beginning _____, 20____, and ending _____, 20____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFIPS (Electronic Federal Tax Payment System). See instructions.	3c \$	0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III Yes No

1 Briefly describe the organization's mission:

SEE SCHEDULE O.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 37,371,798. including grants of \$ 97,900.) (Revenue \$ 15,442,998.)
SEE SCHEDULE O

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 37,371,798.

Part IV Checklist of Required Schedules

Table with 3 columns: Question, Yes, No. Rows 1-20b detailing various organizational requirements and their completion status.

Part IV Checklist of Required Schedules (continued)

		Yes	No
21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II.</i>		X
22	Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III.</i>	X	
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J.</i>	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a.</i>		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I.</i>		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I.</i>		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II.</i>		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III.</i>		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV.</i>	X	
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M.</i>	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M.</i>		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I.</i>		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II.</i>		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I.</i>		X
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1.</i>	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2.</i>	X	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI.</i>		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V X

Table with columns for question numbers (1a-14b), Yes/No checkboxes, and a column for 'X' indicating Schedule O responses. Includes questions about Form 1099, Form W-2G, Form W-3, Form 990-T, Form 8886-T, Form 8899, Form 1098-C, Form 4947(a)(1), Form 720, and Form 709.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a Enter the number of voting members of the governing body at the end of the tax year; 1b Enter the number of voting members included in line 1a, above, who are independent; 2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?; 3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?; 4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?; 5 Did the organization become aware during the year of a significant diversion of the organization's assets?; 6 Did the organization have members or stockholders?; 7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?; 7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?; 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: a The governing body? b Each committee with authority to act on behalf of the governing body?; 9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a Did the organization have local chapters, branches, or affiliates?; 10b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?; 11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?; 11b Describe in Schedule O the process, if any, used by the organization to review this Form 990; 12a Did the organization have a written conflict of interest policy? If "No," go to line 13; 12b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?; 12c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done; 13 Did the organization have a written whistleblower policy?; 14 Did the organization have a written document retention and destruction policy?; 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?; 15a The organization's CEO, Executive Director, or top management official; 15b Other officers or key employees of the organization; 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?; 16b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed ATTACHMENT 2
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
[X] Own website [] Another's website [X] Upon request [] Other (explain in Schedule O)
19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, address, and telephone number of the person who possesses the organization's books and records:▶

ERICA SACCOIA, SVP-FINANCE 421 AVIATION WAY FREDERICK, MD 21701 301-695-2000

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII. X

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's current key employees, if any. See instructions for definition of "key employee."
- List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's former officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) WILLIAM C. TRIMBLE III CHAIRMAN	1.00	X		X			0	0	0	
(2) PAUL C. HEINTZ TRUSTEE	1.00	X					0	0	0	
(3) HERMAN NEEL HIPPI, JR. TRUSTEE	1.00	X					0	0	0	
(4) MATTHEW J. DESCH TRUSTEE	1.00	X					0	0	0	
(5) BURGESS H. HAMLET III TRUSTEE	1.00	X					0	0	0	
(6) DARRELL W. CRATE VICE CHAIRMAN	1.00	X		X			0	0	0	
(7) LAWRENCE D. BUHL III TRUSTEE	1.00	X					0	0	0	
(8) JAMES G. TUTHILL, JR. TRUSTEE	1.00	X					0	0	0	
(9) MARK BAKER PRESIDENT/CEO	40.00 10.00	X		X			742,002.	0	40,700.	
(10) AMANDA C. FARNSWORTH TRUSTEE	1.00	X					0	0	0	
(11) JAMES N. HAUSLEIN TREASURER	1.00	X		X			0	0	0	
(12) KENNETH M. MEAD EVP/GENERAL COUNSEL	40.00 10.00			X			489,719.	0	22,152.	
(13) ERICA J. SACCOIA SVP-FINANCE	40.00 10.00			X			225,028.	0	17,222.	
(14) TIMOTHY J. FORTUNE CHIEF ADMINISTRATIVE OFFICER	40.00 10.00			X			293,994.	0	29,916.	

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) MELISSA K. RUDINGER VP GOVERNMENT AFFAIRS	40.00					X	216,486.	0	29,307.	
(16) THOMAS HAINES SVP - MEDIA	40.00					X	248,407.	0	32,076.	
(17) DOUGLAS N. SHORTER VP-I&T/CIO	40.00					X	231,913.	0	31,313.	
(18) JAMES COON SVP-GOVERNMENT AFFAIRS	40.00					X	355,687.	0	22,114.	
(19) CRAIG SPENCE VP-OPERATIONS/INTN'L AFFAIRS	40.00					X	197,516.	0	28,797.	
(20) CRAIG L. FULLER FORMER PRESIDENT	0					X	469,401.	0	0	
1b Sub-total							1,750,743.	0	109,990.	
c Total from continuation sheets to Part VII, Section A							1,719,410.	0	143,607.	
d Total (add lines 1b and 1c)							3,470,153.	0	253,597.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ▶ 36

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	X	
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ATTACHMENT 3		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ▶ 19

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII.

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d	1,505,000.				
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	363,238.				
	g	Noncash contributions included in lines 1a-1f: \$		67,000.				
	h	Total. Add lines 1a-1f		1,868,238.				
Program Service Revenue	2a	MEMBERSHIP DUES	Business Code 900099	15,001,188.	15,001,188.			
	b	AIRPORT DIRECTORY	900099	170,000.	170,000.			
	c	AOPA FLY-IN'S	900099	266,741.	266,741.			
	d	MAGAZINE ARTICLE SALES	900099	5,069.	5,069.			
	e							
	f	All other program service revenue						
	g	Total. Add lines 2a-2f		15,442,998.				
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		927,725.			927,725.	
	4	Income from investment of tax-exempt bond proceeds		0				
	5	Royalties		5,105,737.			5,105,737.	
	6a	Gross rents	(i) Real					
			(ii) Personal					
				599,342.				
	b	Less: rental expenses		396,676.				
	c	Rental income or (loss)		202,666.				
	d	Net rental income or (loss)		202,666.			202,666.	
	7a	Gross amount from sales of assets other than inventory	(i) Securities					
			(ii) Other					
				9,985,072.	1,844,155.			
	b	Less: cost or other basis and sales expenses		9,185,129.	1,730,127.			
c	Gain or (loss)		799,943.	114,028.				
d	Net gain or (loss)		913,971.			913,971.		
8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a						
b	Less: direct expenses	b						
c	Net income or (loss) from fundraising events		0					
9a	Gross income from gaming activities. See Part IV, line 19	a						
b	Less: direct expenses	b						
c	Net income or (loss) from gaming activities		0					
10a	Gross sales of inventory, less returns and allowances	a	527.					
b	Less: cost of goods sold	b						
c	Net income or (loss) from sales of inventory		527.			527.		
Miscellaneous Revenue				Business Code				
11a	AD&D STABILIZATION RESERVE DISTRIBUTION	900099	9,947.			9,947.		
b	COST SHARING	900099	3,656,427.			3,656,427.		
c	ADVERTISING INCOME	511190	9,702,166.		9,702,166.			
d	All other revenue	900099	938,894.			938,894.		
e	Total. Add lines 11a-11d		14,307,434.					
12	Total revenue. See instructions		38,769,296.	15,442,998.	9,702,693.	11,755,367.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX X

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	0			
2 Grants and other assistance to domestic individuals. See Part IV, line 22	97,900.	97,900.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	3,254,319.	3,157,615.	96,704.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	11,840,953.	10,380,095.	1,460,338.	520.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	1,178,076.	1,178,076.		
9 Other employee benefits	631,971.	617,477.	14,494.	
10 Payroll taxes	1,673,382.	1,294,212.	379,089.	81.
11 Fees for services (non-employees):				
a Management	0			
b Legal	713,255.	649,562.	63,693.	
c Accounting	327,402.	306,642.	20,760.	
d Lobbying	167,446.	167,446.		
e Professional fundraising services. See Part IV, line 17.	44,001.			44,001.
f Investment management fees	138,955.	138,955.		
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	2,480,488.	2,323,226.	155,762.	1,500.
12 Advertising and promotion	242,006.	242,006.		
13 Office expenses	119,141.	72,898.	46,243.	
14 Information technology	0			
15 Royalties	0			
16 Occupancy	924,530.	171,592.	752,938.	
17 Travel	2,032,753.	1,988,320.	44,433.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	727,973.	726,010.	1,963.	
20 Interest	130,498.	118,792.	11,706.	
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	1,882,161.	1,398,844.	483,317.	
23 Insurance	349,135.	321,815.	27,320.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>PRINT/MAIL/POSTAGE/PREMIUM</u>	4,199,134.	4,116,329.	18,373.	64,432.
b <u>MAGAZINE PRODUCTION</u>	1,653,570.	1,653,570.		
c <u>RENTALS</u>	1,383,400.	1,257,695.	125,705.	
d <u>BANK & CREDIT CARD FEES</u>	370,056.	367,470.	2,586.	
e All other expenses <u>ATCH 4</u>	5,470,127.	4,625,251.	844,876.	
25 Total functional expenses. Add lines 1 through 24e	42,032,632.	37,371,798.	4,550,300.	110,534.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)	0			

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing	838,209.	1 3,012,475.
	2	Savings and temporary cash investments	0	2 0
	3	Pledges and grants receivable, net	0	3 0
	4	Accounts receivable, net	2,090,153.	4 2,096,580.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5 0
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L	0	6 0
	7	Notes and loans receivable, net	0	7 0
	8	Inventories for sale or use	0	8 0
	9	Prepaid expenses and deferred charges	1,340,782.	9 1,497,787.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 22,922,698.	
	10b	Less: accumulated depreciation	10b 12,213,489.	10c 10,709,209.
	11	Investments - publicly traded securities	51,135,902.	11 45,945,630.
	12	Investments - other securities. See Part IV, line 11	21,779,270.	12 23,318,188.
	13	Investments - program-related. See Part IV, line 11	0	13 0
	14	Intangible assets	5,280,835.	14 5,280,835.
	15	Other assets. See Part IV, line 11	7,566,920.	15 9,362,987.
16	Total assets. Add lines 1 through 15 (must equal line 34)	100,731,042.	16 101,223,691.	
Liabilities	17	Accounts payable and accrued expenses	3,358,748.	17 3,648,767.
	18	Grants payable	0	18 0
	19	Deferred revenue	11,099,839.	19 13,593,259.
	20	Tax-exempt bond liabilities	0	20 0
	21	Escrow or custodial account liability. Complete Part IV of Schedule D	0	21 0
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0	22 0
	23	Secured mortgages and notes payable to unrelated third parties	4,868,197.	23 3,261,948.
	24	Unsecured notes and loans payable to unrelated third parties	0	24 0
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	1,343,953.	25 2,010,493.
	26	Total liabilities. Add lines 17 through 25	20,670,737.	26 22,514,467.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27	Unrestricted net assets	80,060,305.	27 78,709,224.
	28	Temporarily restricted net assets	0	28 0
	29	Permanently restricted net assets	0	29 0
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30
	31	Paid-in or capital surplus, or land, building, or equipment fund		31
	32	Retained earnings, endowment, accumulated income, or other funds		32
33	Total net assets or fund balances	80,060,305.	33 78,709,224.	
34	Total liabilities and net assets/fund balances	100,731,042.	34 101,223,691.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	38,769,296.
2	Total expenses (must equal Part IX, column (A), line 25)	2	42,032,632.
3	Revenue less expenses. Subtract line 2 from line 1	3	-3,263,336.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	80,060,305.
5	Net unrealized gains (losses) on investments	5	1,912,255.
6	Donated services and use of facilities	6	0
7	Investment expenses	7	0
8	Prior period adjustments	8	0
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	78,709,224.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b	

Schedule of Contributors

2014

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number 52-0636210
--	--

Organization type (check one):

Filers of:

Section:

- Form 990 or 990-EZ 501(c)(4) (enter number) organization
- 4947(a)(1) nonexempt charitable trust not treated as a private foundation
- 527 political organization
- Form 990-PF 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number
52-0636210

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	----- ----- ----- -----	\$ 1,505,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	----- ----- ----- -----	\$ 67,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number

52-0636210

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	REDBIRD FLIGHT SIMULATOR	\$ 67,000.	10/03/2014
---	-----	\$ -----	-----
---	-----	\$ -----	-----
---	-----	\$ -----	-----
---	-----	\$ -----	-----
---	-----	\$ -----	-----

Name of organization AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number
52-0636210

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2014

Open to Public Inspection

For Organizations Exempt From Income Tax Under section 501(c) and section 527

Department of the Treasury
Internal Revenue Service

▶ Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.
▶ Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number 52-0636210
---	---

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ▶ \$ _____
- 3 Volunteer hours _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955. ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 . . . ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities. ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities. ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file Form 1120-POL for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule C (Form 990 or 990-EZ) 2014

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)														
b	Total lobbying expenditures to influence a legislative body (direct lobbying)														
c	Total lobbying expenditures (add lines 1a and 1b)														
d	Other exempt purpose expenditures														
e	Total exempt purpose expenditures (add lines 1c and 1d)														
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.														
<table border="1"> <thead> <tr> <th>If the amount on line 1e, column (a) or (b) is:</th> <th>The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)														
h	Subtract line 1g from line 1a. If zero or less, enter -0-														
i	Subtract line 1f from line 1c. If zero or less, enter -0-														
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) Total
2a	Lobbying nontaxable amount				
b	Lobbying ceiling amount (150% of line 2a, column (e))				
c	Total lobbying expenditures				
d	Grassroots nontaxable amount				
e	Grassroots ceiling amount (150% of line 2d, column (e))				
f	Grassroots lobbying expenditures				

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

Table with 3 main columns: (a) Yes/No, (b) Amount. Rows include: 1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation...; 2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?; 2b If "Yes," enter the amount of any tax incurred under section 4912; 2c If "Yes," enter the amount of any tax incurred by organization managers under section 4912; 2d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

Table with 3 columns: Question, Yes, No. Rows include: 1 Were substantially all (90% or more) dues received nondeductible by members?; 2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?; 3 Did the organization agree to carry over lobbying and political expenditures from the prior year?

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

Table with 2 columns: Question, Amount. Rows include: 1 Dues, assessments and similar amounts from members; 2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid); 2a Current year; 2b Carryover from last year; 2c Total; 3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues; 4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?; 5 Taxable amount of lobbying and political expenditures (see instructions)

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

Multiple horizontal lines provided for entering supplemental information.

Part IV Supplemental Information *(continued)*

SCHEDULE D (Form 990)

Supplemental Financial Statements

Complete if the organization answered "Yes" to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

Attach to Form 990.

Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Name of the organization

AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number

52-0636210

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.

Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

Table with 3 columns: Line number, Description, (a) Donor advised funds, (b) Funds and other accounts. Includes questions 1-6 regarding donor advised funds.

Part II Conservation Easements.

Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

Table with 3 columns: Line number, Description, Held at the End of the Tax Year. Includes questions 1-9 regarding conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

Table with 3 columns: Line number, Description, Amount. Includes questions 1a, 1b, 2, 2a, 2b regarding art and historical treasures.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
b Scholarly research
c Preservation for future generations
d Loan or exchange programs
e Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

b If "Yes," explain the arrangement in Part XIII and complete the following table:

Table with columns for Amount and rows for 1c Beginning balance, 1d Additions during the year, 1e Distributions during the year, 1f Ending balance.

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

Table with columns (a) Current year, (b) Prior year, (c) Two years back, (d) Three years back, (e) Four years back and rows for 1a-1g: Beginning of year balance, Contributions, Net investment earnings, gains, and losses, Grants or scholarships, Other expenditures for facilities and programs, Administrative expenses, End of year balance.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment %
b Permanent endowment %
c Temporarily restricted endowment %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
(ii) related organizations
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Table with columns (a) Cost or other basis (investment), (b) Cost or other basis (other), (c) Accumulated depreciation, (d) Book value and rows for 1a Land, 1b Buildings, 1c Leasehold improvements, 1d Equipment, 1e Other, Total.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) ALTERNATIVE INVESTMENTS	23,318,188.	FMV
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶	23,318,188.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) INVESTMENT IN SUB (NET)	5,779,755.
(2) REAL ESTATE INVESTMENT	21,806.
(3) DEFERRED TAXES	6,688.
(4) REAL ESTATE-HELD FOR SALE	3,554,738.
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	9,362,987.

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) AIRCRAFT RESERVES	342,521.
(3) BUILDING RESERVES/MAINTENANCE	53,104.
(4) DEFERRED RENT LIABILITY	187,918.
(5) LIFETIME MEMBERSHIP LIABILITY	1,426,950.
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	2,010,493.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XIII Supplemental Information *(continued)*

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

OMB No. 1545-0047

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.
- ▶ Attach to Form 990.
- ▶ Information about Schedule F (Form 990) and its instructions is at www.irs.gov/form990.

2014

**Open to Public
Inspection**

Name of the organization

AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number

52-0636210

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1) CENTRAL AMERICA/CARIBBEAN			INVESTMENTS		13,598,803.
(2) EUROPE			INVESTMENTS		6,312,297.
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total.					19,911,100.
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)					19,911,100.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2014

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)									
(2)									
(3)									
(4)									
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter. ▶

3 Enter total number of other organizations or entities ▶

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 16.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; do not file with Form 990)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships (see Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713; do not file with Form 990)* Yes No

Part V **Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Open to Public
Inspection

Name of the organization

AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number

52-0636210

Part I

Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

- 2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No
- b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 ALLEGIANCE CREATIVE GROUP	ADVISOR		X		44,001.	
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total					44,001.	

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

AL, AK, AZ, AR, CA, CO, CT, DC, FL, GA, HI, IL,
KS, KY, ME, MD, MA, MN, MS, MO, NH, NJ, NY, NC, ND, OH,
OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI,

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		(event type)	(event type)	(total number)	(add col. (a) through col. (c))
Revenue	1	Gross receipts			
	2	Less: Contributions			
	3	Gross income (line 1 minus line 2).			
Direct Expenses	4	Cash prizes			
	5	Noncash prizes			
	6	Rent/facility costs			
	7	Food and beverages			
	8	Entertainment			
	9	Other direct expenses			
	10	Direct expense summary. Add lines 4 through 9 in column (d) ▶			
11	Net income summary. Subtract line 10 from line 3, column (d) ▶				

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1	Gross revenue			
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7	Direct expense summary. Add lines 2 through 5 in column (d) ▶				
8	Net gaming income summary. Subtract line 7 from line 1, column (d) ▶				

9 Enter the state(s) in which the organization conducts gaming activities: _____
 a Is the organization licensed to conduct gaming activities in each of these states? Yes No

b If "No," explain: _____

10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If "Yes," explain: _____

11 Does the organization conduct gaming activities with nonmembers? Yes No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No

13 Indicate the percentage of gaming activity conducted in:
a The organization's facility 13a %
b An outside facility 13b %

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ -----

Address ▶ -----

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ ----- and the amount of gaming revenue retained by the third party ▶ \$ -----

c If "Yes," enter name and address of the third party:

Name ▶ -----

Address ▶ -----

16 Gaming manager information:

Name ▶ -----

Gaming manager compensation ▶ \$ -----

Description of services provided ▶ -----

Director/officer Employee Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ -----

Part IV Supplemental Information. Provide the explanation required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information (see instructions).

PART I, LINE 2(B)(1) ALLEGIANCE CREATIVE GROUP
ALLEGIANCE CREATIVE GROUP WAS NOT A FUNDRAISER FOR AOPA. ALLEGIANCE CREATIVE GROUP WAS HIRED TO PROVIDE CONSULTING ADVICE PERTAINING TO AOPA MEMBERSHIP NOTICES.

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

OMB No. 1545-0047

2014

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

Employer identification number

AIRCRAFT OWNERS & PILOTS ASSOCIATION

52-0636210

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2014)

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1 FLIGHT TRAINING SCHOLARSHIPS	12	75,000.			
2 AVAPS SCHOLARSHIPS	8	22,900.			
3					
4					
5					
6					
7					

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PART I, LINE 2

FLIGHT TRAINING SCHOLARSHIPS:

THE SCHOLARSHIP RULES REQUIRE THE RECIPIENT(S) TO BE:

- (A) U.S. CITIZEN
- (B) AT LEAST 16 YEARS OF AGE
- (C) CURRENT AOPA MEMBER
- (D) HOLD A CURRENT FAA STUDENT PILOT CERTIFICATE AND NOT HAVE COMPLETED THE FAA PRACTICAL TEST/CHECKRIDE.

THE MONEY IS TO BE USED FOR FLIGHT TRAINING EXPENSES AND IF THE MONEY IS NOT USED FOR THAT PURPOSE TO BE RETURNED TO AOPA.

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

AV8RS SCHOLARSHIPS:

THE APPLICANTS MUST MEET THE FOLLOWING CRITERIA:

- 1) BE CURRENT AOPA AV8R MEMBER
- 2) U.S. CITIZEN
- 3) PARENT APPROVAL IF UNDER 18 YEARS OF AGE
- 4) STUDENTS BE IN GOOD STANDING WITH THEIR RESPECTIVE SCHOOLS
- 5) ALL AWARDS WILL BE SENT DIRECTLY TO APPROVED SCHOOLS
- 6) ALL CURRENT MEMBERS OF AOPA AV8RS PURSUING AN AVIATION RELATED GOAL

INCLUDING:

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

- A. PRIMARY PILOT'S CERTIFICATE
- B. STUDY IN AN AVIATION/AEROSPACE FIELD THROUGH AN ACCREDITED AVIATION PROGRAM AT A COLLEGE/UNIVERSITY, TECHNICAL SCHOOL OR AVIATION ACADEMY.
- C. ATTENDANCE AT AN AVIATION OR AEROSPACE CAMP.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

2014

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization

Employer identification number

AIRCRAFT OWNERS & PILOTS ASSOCIATION

52-0636210

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|---|--|
| <input checked="" type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input checked="" type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input checked="" type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5–9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b	X	
2	X	
4a		X
4b	X	
4c		X
5a		X
5b		X
6a		X
6b		X
7	X	
8	X	
9	X	

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2014

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 KENNETH M. MEAD EVP/GENERAL COUNSEL	(i)	378,283.	97,912.	13,524.	19,630.	2,522.	511,871.	0
	(ii)	0	0	0	0	0	0	0
2 CRAIG L. FULLER FORMER PRESIDENT	(i)	71,556.	0	397,845.	0	0	469,401.	397,845.
	(ii)	0	0	0	0	0	0	0
3 ERICA J. SACCOIA SVP-FINANCE	(i)	194,415.	27,216.	3,397.	15,699.	1,523.	242,250.	0
	(ii)	0	0	0	0	0	0	0
4 MELISSA K. RUDINGER VP GOVERNMENT AFFAIRS	(i)	178,251.	35,368.	2,867.	15,033.	14,274.	245,793.	0
	(ii)	0	0	0	0	0	0	0
5 TIMOTHY J. FORTUNE CHIEF ADMINISTRATIVE OFFICER	(i)	243,550.	46,135.	4,309.	19,101.	10,815.	323,910.	0
	(ii)	0	0	0	0	0	0	0
6 THOMAS HAINES SVP - MEDIA	(i)	211,326.	33,967.	3,114.	17,499.	14,577.	280,483.	0
	(ii)	0	0	0	0	0	0	0
7 MARK BAKER PRESIDENT/CEO	(i)	608,480.	108,000.	25,522.	19,630.	21,070.	782,702.	0
	(ii)	0	0	0	0	0	0	0
8 DOUGLAS N. SHORTER VP-ILT/CIO	(i)	208,844.	20,462.	2,607.	17,067.	14,246.	263,226.	0
	(ii)	0	0	0	0	0	0	0
9 JAMES COON SVP-GOVERNMENT AFFAIRS	(i)	321,050.	30,000.	4,637.	19,630.	2,484.	377,801.	0
	(ii)	0	0	0	0	0	0	0
10 CRAIG SPENCE VP-OPERATIONS/INTN'L AFFAIRS	(i)	180,576.	14,136.	2,804.	14,398.	14,399.	226,313.	0
	(ii)	0	0	0	0	0	0	0
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

Schedule J (Form 990) 2014

Page 3

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 1A

CERTAIN DIRECTORS AND OFFICERS RECEIVED FIRST CLASS AIR TRAVEL, TRAVEL FOR COMPANIONS AS WELL AS TAX INDEMNIFICATION PAYMENTS. IT IS THE ORGANIZATION'S POLICY TO TREAT THE ABOVE ITEMS AS TAXABLE COMPENSATION AND REPORT THE APPLICABLE AMOUNTS TO THE IRS ON FORM W-2 OR FORM 1099-MISC. FOR THE APPLICABLE TAX YEAR.

PART I, LINE 3

THE COMPENSATION LEVELS AND SALARY RANGES FOR OFFICERS AND CERTAIN EMPLOYEES OF THE ORGANIZATION ARE ESTABLISHED BASED ON COMPETITIVE MARKET DATA OBTAINED THROUGH PERIODIC SALARY SURVEYS PERFORMED BY OUTSIDE COMPENSATION EXPERTS ENGAGED BY THE ORGANIZATION. THESE SURVEYS PROVIDE GUIDANCE FOR ESTABLISHING REASONABLE COMPENSATION RATES AS COMPARED TO COMPENSATION PAID BY SIMILARLY SITUATED ORGANIZATIONS FOR POSITIONS OF SIMILAR SCOPE OF RESPONSIBILITY. ALL POSITIONS ARE EVALUATED AND PLACED IN THE APPROPRIATE GRADES/SALARY RANGES. AN INDIVIDUAL EMPLOYEE'S SALARY, WITHIN THEIR ASSIGNED RANGE, VARIES DEPENDING PRIMARILY UPON EXPERIENCE AND PERFORMANCE. THE ORGANIZATION HAS ADOPTED A "PAY FOR PERFORMANCE" PHILOSOPHY ALLOWING MANAGERS TO AWARD MERIT INCREASES BASED ON AN

Schedule J (Form 990) 2014

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

INDIVIDUAL'S PERFORMANCE AGAINST PRE-ESTABLISHED GOALS. THE ORGANIZATION'S ANNUAL MERIT INCREASE BUDGET IS APPROVED BY THE BOARD OF TRUSTEES BASED ON MARKET SURVEYS. OFFICERS AND CERTAIN EMPLOYEES ALSO PARTICIPATE IN THE ORGANIZATION'S INCENTIVE PAY PROGRAM.

PART I, LINE 7

TARGET INCENTIVE AMOUNTS, AS A PERCENTAGE OF BASE SALARY, ARE ESTABLISHED BASED ON THE PARTICIPANT'S POSITION. THE ACTUAL BONUS PAID IS PROPOSED BY THE EXECUTIVE MANAGEMENT TEAM AND THE PRESIDENT BASED ON THEIR ASSESSMENT OF THE PARTICIPANT'S INDIVIDUAL PERFORMANCE AND THAT OF THE ORGANIZATION AGAINST PRE-ESTABLISHED GOALS. THE BOARD OF TRUSTEES AND COMPENSATION COMMITTEE REVIEW AND MAKE A FINAL DETERMINATION AS TO THE ACTUAL BONUS AMOUNT PAID TO PARTICIPANTS. NONE OF THE PERSONS MENTIONED ABOVE PARTICIPATE IN THE DELIBERATION OF THEIR COMPENSATION ARRANGEMENT. THE DELIBERATIONS AND DECISIONS OF THESE COMPENSATION ARRANGEMENTS ARE MAINTAINED IN CONTEMPORANEOUS DOCUMENTATION WITH OUR HUMAN RESOURCES DEPARTMENT.

Part III Supplemental information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 8

THE PRESIDENT/CEO IS PAID PURSUANT TO A BOARD APPROVED EMPLOYMENT CONTRACT THAT WAS BASED ON COMPETITIVE MARKET DATA FROM OUTSIDE COMPENSATION EXPERTS.

PART II

THERE WERE SEVERAL INDIVIDUALS LISTED ON SCHEDULE J, PART II WHOSE COMPENSATION AND/OR BENEFITS CHANGED DUE TO THE FOLLOWING:

- CRAIG FULLER, FORMER PRESIDENT RECEIVED A PAYOUT OF HIS PREVIOUSLY EARNED ACCRUED LEAVE OF \$71,556 AND HAD A BOARD APPROVED CONSULTING AGREEMENT TO ASSIST IN THE TRANSITION OF \$397,845 WHICH WAS ACCRUED IN 2013 AND PAID IN 2014 AND IS INCLUDED IN THE \$469,401. LINE 4B, IS ANSWERED YES DUE TO CRAIG FULLER RECEIVED A DISTRIBUTION FROM HIS 457B PLAN.
- MARK BAKER RECEIVED A FULL YEAR OF COMPENSATION IN 2014 COMPARED TO PARTIAL YEAR IN 2013.
- KENNETH MEAD RECEIVED BONUS IN 2014 AND NONE IN 2013.

SCHEDULE L
(Form 990 or 990-EZ)

Transactions With Interested Persons

OMB No. 1545-0047

Department of the Treasury
Internal Revenue Service

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule L (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

2014

Open To Public
Inspection

Name of the organization: **AIRCRAFT OWNERS & PILOTS ASSOCIATION**
Employer identification number: **52-0636210**

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only).
Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Correct?	
				Yes	No
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 ▶ \$ _____
3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$ _____

Part II Loans to and/or From Interested Persons.
Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

1	(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
				To	From			Yes	No	Yes	No	Yes	No
				(1)									
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
Total ▶							\$						

Part III Grants or Assistance Benefiting Interested Persons.
Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

1	(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

For Paperwork Reduction Act Notice, see the instructions for Form 990 or 990-EZ.

Schedule L (Form 990 or 990-EZ) 2014

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) MARK BAKER (BAKER PLANES LLC)	PRESIDENT/AIRCRAFT RENTAL	107,958.	AIRCRAFT RENTAL		X
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions).

PART IV - EMPLOYEE OWNED AIRCRAFT

WHEN APPROPRIATE, AOPA UTILIZES EMPLOYEE-OWNED AIRCRAFT FOR BUSINESS PURPOSES. REIMBURSEMENT FOR FUEL & OPERATING COSTS ARE BASED ON INDUSTRY DETERMINED RATES DEPENDENT ON TYPE OF AIRCRAFT. THESE TYPES OF ARRANGEMENTS ARE DOCUMENTED ON CONTRACTS AND HELP MINIMIZE THE ON-GOING COSTS OF MAINTAINING A ORGANIZATION OWNED FLEET.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No 1545-0047

2014

**Open To Public
Inspection**

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization: **AIRCRAFT OWNERS & PILOTS ASSOCIATION** Employer identification number: **52-0636210**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (<u>ATCH 1</u>)		1.	67,000.	
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

ATTACHMENT 1

SCHEDULE M, PART I - OTHER NONCASH CONTRIBUTIONS

<u>DESCRIPTION</u>	<u>(A) CHECK</u>	<u>(B) NUMBER OF CONTRIBUTIONS</u>	<u>(C) REVENUES REPORTED</u>	<u>(D) METHOD OF DETERMINING</u>
FLIGHT SIMULATOR EQUIP.	X	1.	67,000.	FMV
TOTALS		<u>1.</u>	<u>67,000.</u>	

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No. 1545-0047

2014

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

**Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.**

Name of the organization

Employer identification number

AIRCRAFT OWNERS & PILOTS ASSOCIATION

52-0636210

PART III, LINE 1

AIRCRAFT OWNERS & PILOTS ASSOCIATION (AOPA), A NOT-FOR-PROFIT INDIVIDUAL MEMBERSHIP ORGANIZATION, EFFECTIVELY SERVES THE INTERESTS AND NEEDS OF ITS MEMBERS AND ESTABLISHES, MAINTAINS, AND ARTICULATES POSITION OF LEADERSHIP TO PROMOTE THE ECONOMY, SAFETY, UTILITY AND POPULARITY OF FLIGHT IN GENERAL AVIATION AIRCRAFT. AOPA PRESERVES THE FREEDOM TO FLY BY ADVOCATING ON BEHALF OF OUR MEMBERS; EDUCATING PILOTS, NONPILOTS, AND POLICY MAKERS ALIKE; SUPPORTING ACTIVITIES THAT ENSURE THE LONG-TERM HEALTH OF GENERAL AVIATION; FIGHTING TO KEEP GENERAL AVIATION ACCESSIBLE TO ALL; AND SECURING SUFFICIENT RESOURCES TO ENSURE OUR SUCCESS.

PART III, LINE 4A

GENERAL AVIATION PILOTS THROUGHOUT THE UNITED STATES RELY ON THE AIRCRAFT OWNERS AND PILOTS ASSOCIATION (AOPA) TO PROTECT THEIR FREEDOM TO FLY. AS THE WORLD'S LARGEST AVIATION MEMBER ASSOCIATION, AOPA ADVOCATES FOR THE INTERESTS OF GENERAL AVIATION PILOTS AT ALL LEVELS OF GOVERNMENT, PROVIDES THE INFORMATION PILOTS NEED TO GET THE MOST FROM THEIR FLYING, AND DELIVERS THE TOOLS TO HELP KEEP GENERAL AVIATION SAFE, FUN, AND AFFORDABLE. AOPA ALSO REACHES BEYOND THE FLYING COMMUNITY TO HELP EDUCATE DECISION MAKERS AND THE PUBLIC ABOUT THE VALUE AND UTILITY OF GENERAL AVIATION.

AOPA'S WORK BENEFITS NOT ONLY OUR MEMBERS, BUT ALSO THE ENTIRE GENERAL AVIATION COMMUNITY BY HELPING TO ENSURE THAT GA REMAINS A VIBRANT AND

Name of the organization AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number 52-0636210
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VIABLE FORM OF TRANSPORTATION AND RECREATION FOR GENERATIONS TO COME. AT THE SAME TIME, AOPA PROVIDES ITS MEMBERS WITH AN EXTENSIVE PORTFOLIO OF BENEFITS THAT CAN BE LOOSELY GROUPED INTO FIVE AREAS: ADVOCACY, PILOT COMMUNITY DEVELOPMENT, EDUCATION, EVENTS, AND PRODUCTS AND SERVICES.

ADVOCACY

IN ORDER TO EFFECTIVELY MANAGE THE MANY ISSUES THAT AFFECT GENERAL AVIATION, AOPA'S ADVOCACY ARM IS DIVIDED INTO GROUPS RESPONSIBLE FOR LEGISLATIVE AFFAIRS, REGULATORY AFFAIRS, OPERATIONS AND INTERNATIONAL AFFAIRS, AND AIRPORTS AND STATE ADVOCACY. EACH OF THESE GROUPS WORKS WITHIN ITS OWN AREA OF EXPERTISE WHILE COORDINATING ACROSS THE ENTIRE ADVOCACY TEAM TO SUPPORT AOPA MEMBER INTERESTS.

AOPA'S LEGISLATIVE AFFAIRS STAFF IS LOCATED IN OFFICES IN WASHINGTON, D.C. THIS EXPERIENCED TEAM WORKS TO DEVELOP RELATIONSHIPS WITH MEMBERS OF CONGRESS IN ORDER TO ADVANCE LEGISLATION THAT SUPPORTS GENERAL AVIATION WHILE FIGHTING TO PREVENT THE IMPOSITION OF MANDATES THAT MAKE FLYING MORE COSTLY, COMPLICATED, OR RESTRICTIVE. THE GROUP ALSO WORKS TO DRAW ATTENTION TO ISSUES OF IMPORTANCE TO THE GENERAL AVIATION COMMUNITY AS A WHOLE.

AOPA'S REGULATORY EXPERTS DELIVER THE GENERAL AVIATION PERSPECTIVE TO FEDERAL AGENCIES SUCH AS THE FEDERAL AVIATION ADMINISTRATION (FAA), TRANSPORTATION SECURITY ADMINISTRATION (TSA), NATIONAL TRANSPORTATION

Name of the organization AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number 52-0636210
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SECURITY BOARD (NTSB) AND OTHERS WHOSE DECISIONS AND POLICIES AFFECT AVIATION.

AOPA'S OPERATIONS AND INTERNATIONAL AFFAIRS TEAM FOCUSES ON ISSUES RELATED TO AIR TRAFFIC SERVICES AND ADVOCATES FOR POLICIES AND PROCEDURES THAT ENSURE GENERAL AVIATION USERS ENJOY ACCESS TO AIRSPACE AND AIRPORTS, OPERATIONAL FLEXIBILITY, AND SAFETY. THIS GROUP ALSO HELPS KEEP MEMBERS INFORMED ABOUT THE EVER-CHANGING AIRSPACE ENVIRONMENT AND THEY ALSO ADDRESS SECURITY MATTERS AND ADVOCATE FOR REASONABLE AND APPROPRIATE SECURITY MEASURES THAT RECOGNIZE THE UNIQUE NATURE OF GENERAL AVIATION. TO HELP ORGANIZE AND DISTRIBUTE INFORMATION ABOUT AOPA'S ADVOCACY EFFORTS TO MEMBERS, DECISION MAKERS, AND OTHERS, AOPA ROUTINELY PRODUCES HUNDREDS OF ONLINE AND PRINT STORIES, VIDEO SEGMENTS AND PRESS RELEASES ANNUALLY.

AOPA'S TOP FEDERAL LEGISLATIVE ISSUES IN 2014 INCLUDED THIRD CLASS MEDICAL REFORM, UNLAWFUL STOPS AND SEARCHES BY CUSTOMS AND BORDER PROTECTION, EQUIPAGE OF AUTOMATIC DEPENDENT SURVEILLANCE - BROADCAST TECHNOLOGY, INTEGRATION OF UNMANNED AERIAL SYSTEMS INTO THE NATIONAL AIRSPACE SYSTEM, TRANSITION TO AN UNLEADED AVIATION GASOLINE AND LIGHT AIRCRAFT CERTIFICATION REFORM.

IN ADDITION TO AOPA'S EFFORTS ON THE FEDERAL LEVEL, THE ASSOCIATION ALSO HAS A NETWORK OF 7 REGIONAL MANAGERS AND OVER 2,300 AIRPORT SUPPORT NETWORK VOLUNTEERS WHO HELP KEEP AOPA INFORMED ABOUT THE ISSUES AFFECTING GENERAL AVIATION IN THEIR COMMUNITIES. WORKING THROUGH OUR VOLUNTEERS,

Name of the organization AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number 52-0636210
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REGIONAL MANAGERS, AND HEADQUARTERS-BASED STAFF, AOPA PROMOTES, PROTECTS, AND DEFENDS COMMUNITY AIRPORTS; ADVOCATES TO MAINTAIN SUFFICIENT STATE AND LOCAL FUNDING FOR GA AIRPORTS AND INFRASTRUCTURE; WORKS TO PREVENT EXCESS STATE TAXATION ON FLYING; AND PROTECTS GENERAL AVIATION PILOTS FROM UNNECESSARY OR INAPPROPRIATE STATE AND LOCAL REGULATION.

THROUGHOUT 2014, AOPA ADDRESSED MORE THAN 470 SEPARATE STATE LEGISLATIVE ISSUES ACROSS THE NATION. AMONGST THEM WERE A NUMBER OF SIGNIFICANT VICTORIES FOR OUR MEMBERS, INCLUDING ADOPTION OF A SALES TAX EXEMPTION FOR AIRCRAFT PARTS AND MAINTENANCE IN WISCONSIN, MISSOURI, AND NEW MEXICO, AND AN EXPANSION OF A SIMILAR EXEMPTION IN INDIANA. WE ALSO ELIMINATED A DOUBLE AIRCRAFT SALES TAX FOR HOME BUILT AIRPLANES IN SOUTH DAKOTA AND KANSAS, AND DEFEATED ATTEMPTS TO REPEAL THE MAINTENANCE AND SALES TAX EXEMPTIONS IN MASSACHUSETTS AND INCREASE OF PROPERTY TAX ON AIRCRAFT IN PENNSYLVANIA.

AOPA LEAD THE WAY IN CREATING THE WASHINGTON STATE AVIATION CAUCUS AS A BICAMERAL, BIPARTISAN GROUP FOR STATE LEGISLATORS. THE ASSOCIATION ALSO PASSED AMENDMENTS TO STATE RECREATIONAL USE STATUTES IN WISCONSIN THAT EXTEND LIABILITY PROTECTIONS TO AVIATION USES. FINALLY, AOPA EFFORTS IN 2014 ENSURES METEOROLOGICAL TOWERS IN WASHINGTON AND COLORADO WILL NOW BE PROPERLY MARKED, MAKING LOW LEVEL FLYING SAFER FOR PILOTS.

PILOTS WHO WANT TO DO EVEN MORE TO HELP SUPPORT GA AND THEIR LOCAL AIRPORTS CAN JOIN THE AOPA AIRPORT SUPPORT NETWORK. IN 2014, THE NETWORK

Name of the organization AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number 52-0636210
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CONTINUED STRONG WITH OVER 2,300 VOLUNTEERS IN PLACE AT AIRPORTS NATIONWIDE. VOLUNTEERS TAKE A LEADERSHIP ROLE AT THEIR AIRPORTS, HELPING TO PROMOTE THEIR AIRPORTS, KEEP AOPA INFORMED ABOUT POTENTIAL THREATS, WORK WITH COMMUNITY LEADERS AND NEIGHBORS, AND ENCOURAGE PILOTS TO RESPOND APPROPRIATELY TO CONCERNS ABOUT THE AIRPORT.

PILOT COMMUNITY

AOPA IS ALSO WORKING TO ENSURE THE FUTURE VIABILITY OF GENERAL AVIATION BY DEVELOPING AND SUPPORTING EFFORTS TO GROW AND SUPPORT THE PILOT POPULATION THROUGH THE PILOT COMMUNITY DEVELOPMENT (PCD) DEPARTMENT.

THE PCD STAFF OVERSEES AOPA'S INITIATIVES TO INCREASE AND STRENGTHEN THE PILOT COMMUNITY THROUGH A VARIETY OF COMMUNICATION AND OUTREACH CHANNELS INCLUDING GRASS-ROOTS AND NATIONAL PROGRAMS AND THROUGH PARTICIPATION IN AIR SHOWS AND AVIATION EVENTS. PILOT COMMUNITY DEVELOPMENT'S MAIN PROGRAMS INCLUDE THE FLYING CLUB INITIATIVE, THE FLIGHT TRAINING INITIATIVE AND THE RUSTY PILOTS PROGRAM.

EXTENSIVE RESEARCH HAS SHOWN THAT FLYING CLUBS ARE A VALUABLE PART OF THE AVIATION LANDSCAPE. PILOTS INVOLVED WITH THE MOST EFFECTIVE CLUBS FIND AVIATION MORE AFFORDABLE AND MORE ACCESSIBLE, AND FLYING CLUBS CREATE THE TYPE OF SUPPORTIVE COMMUNITY THAT KEEPS PILOTS ACTIVE AND ENGAGED. AT THE END OF 2014, THERE WERE 580 FLYING CLUBS IN THE AOPA FLYING CLUB NETWORK, OVER 1,100 FLYING CLUBS LISTED ONLINE IN THE FLYING CLUB FINDER AND "THE

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CLUB CONNECTOR" MONTHLY NEWSLETTER CURRENTLY EXCEEDED 5,100 SUBSCRIBERS (UP FROM 3,496 AT THE BEGINNING OF 2014).

AOPA ALSO CONTINUED THE WORK THAT BEGAN SEVERAL YEARS AGO WITH THE FLIGHT TRAINING STUDENT RETENTION INITIATIVE. THE FLIGHT TRAINING POLL WAS DESIGNED TO MEASURE THE OVERALL PERFORMANCE OF A FLIGHT SCHOOL OR FLIGHT INSTRUCTOR THROUGH THE EYES OF THEIR CUSTOMERS. THE POLL ALLOWS AOPA TO IDENTIFY THE HIGHEST LEVELS OF ACHIEVEMENT IN THE FLIGHT TRAINING COMMUNITY, WITH THE GOAL OF ENCOURAGING OTHERS TO ADOPT SIMILAR CHARACTERISTICS OF SUCCESS. THE TOP SCORING SCHOOLS AND INSTRUCTORS WERE PROFILED IN THE FLIGHT SCHOOL BUSINESS NEWSLETTER AND FLIGHT TRAINING MAGAZINE IN ORDER TO SHARE IDEAS AND ACTIONS THAT OTHER PROFESSIONALS CAN APPLY TO ENHANCE THEIR OWN SCHOOLS AND TEACHING.

THE POLL WAS CONDUCTED USING AN ONLINE SURVEY PROCESS BASED ON AOPA'S 2011 RESEARCH INTO THE OPTIMAL FLIGHT TRAINING EXPERIENCE. EACH INDIVIDUAL COULD NOMINATE UP TO ONE FLIGHT SCHOOL AND ONE FLIGHT INSTRUCTOR PER YEAR. NEARLY 3,600 INDIVIDUALS COMPLETED THE POLL IN 2014, YIELDING EVALUATION OF 1,447 DIFFERENT FLIGHT SCHOOLS AND 1,500 INDIVIDUAL INSTRUCTORS (COMPARED TO 508 FLIGHT SCHOOLS AND 956 FLIGHT INSTRUCTORS IN 2013).

UNDER THE "FLIGHT SCHOOL BUSINESS" BRAND, AN ELECTRONIC NEWSLETTER WAS SENT ON A MONTHLY BASIS AND SEVERAL WEBINARS WERE HELD. IN 2014, "FLIGHT SCHOOL BUSINESS" HELD FOUR WEBINARS, WITH A TOTAL ATTENDANCE OF 607.

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SUBSCRIPTIONS TO THE NEWSLETTER INCREASED BY ALMOST 30% IN 2014 TO 4,600.

PCD'S NEWEST PROGRAM, ANNOUNCED IN SPRING OF 2014, WAS THE RUSTY PILOTS INITIATIVE. DATABASE ANALYSIS SHOWED THERE ARE SEVERAL HUNDRED THOUSAND LAPSED PILOTS IN THE USA; OVER 100,000 ARE CURRENTLY ON AOPA'S MEMBERSHIP ROSTER. WHILE SOME CAN NO LONGER FLY FOR MEDICAL REASONS, AGE, FAMILY, EXPENSE, ETC., THE VAST MAJORITY THE RESPONDENTS TO THE LAPSED PILOT STUDY RETAIN AN INTEREST IN ONE DAY RETURNING TO AVIATION. HOWEVER, AOPA FOUND THAT INACTIVE PILOTS HAVE LARGE MISCONCEPTIONS ABOUT WHAT IS ACTUALLY INVOLVED IN RETURNING TO THE SKIES,

AS A RESULT, AOPA LOOKED CLOSELY AT A SATURDAY MORNING SEMINAR CALLED "RUSTY PILOTS" THAT WAS DEVELOPED BY AVIATION ADVENTURES, AN AOPA EXCELLENCE AWARD WINNING FLIGHT SCHOOL WITH THREE LOCATIONS IN VIRGINIA. INACTIVE PILOTS ARE SENT A DIRECT MAIL/EMAIL PROMOTION INVITING THEM TO ATTEND A HALF DAY SEMINAR. THE SEMINAR PROVIDES A SAFE UPBEAT RE-INTRODUCTION TO AVIATION, SHOWS HOW EASY THE PATH BACK IS, AND COVERS THE GROUND PORTION OF THE FLIGHT REVIEW SO ATTENDEES ARE ALREADY ON THEIR WAY BACK INTO THE AIR AFTER ONE AFTERNOON AT THE AIRPORT.

IN 2014, AOPA LAUNCHED ITS OWN VERSION OF THAT PROGRAM WHERE THE ASSOCIATION WORKS WITH FLIGHT SCHOOLS AROUND THE COUNTRY TO HOST A HALF-DAY SESSION WITH AOPA-PRODUCED CONTENT. THE BIGGEST VALUE FROM AOPA TO THE FLIGHT SCHOOL IS OUR COMMITMENT TO MARKETING SUPPORT IN ORDER TO

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ENCOURAGE LAPSED PILOTS TO ATTEND A SEMINAR.

IN 2014, THE AOPA RUSTY PILOTS PROGRAM FAR EXCEEDED ITS FIRST YEAR GOALS. THE PROGRAM HAD MORE THAN 2,600 PARTICIPANTS AND CONDUCTED 68 TOTAL PRESENTATIONS. THIS FAR OUT-NUMBERED OUR ORIGINAL GOAL OF 27 TOTAL EVENTS FOR 2014 AND THE NUMBER OF ACTUAL ATTENDEES WAS NEARLY TRIPLE OUR 2014 GOAL.

THE FEEDBACK RECEIVED FROM FLIGHT SCHOOLS AND FLYING CLUBS THAT PRESENTED THE PROGRAMS WAS OVERWHELMINGLY POSITIVE. PRESENTERS (HOST FLIGHT SCHOOLS AND FLYING CLUBS) RATED AOPA 5.7 OUT OF 6 ON THE EXPERIENCE AND 96 PERCENT SAID IT WAS A GOOD USE OF THEIR TIME.

ATTENDEES ALSO GAVE VERY POSITIVE REVIEWS - 94 PERCENT SAID THE PROGRAM MET THEIR EXPECTATIONS AND 93 PERCENT SAID THAT PARTICIPATING IN THE PROGRAM MADE THEM MORE COMMITTED TO BEGIN FLYING AGAIN.

EDUCATION

EDUCATING OUR MEMBERS ABOUT THE ISSUES THAT AFFECT THEIR FLYING HAS ALWAYS BEEN AT THE HEART OF AOPA'S MISSION. TODAY, AOPA PRODUCES TWO MONTHLY MAGAZINES, NUMEROUS ELECTRONIC NEWSLETTERS, A WEEKLY VIDEO NEWS PROGRAM, STREAMING VIDEO, MULTIPLE WEB SITES, MEETINGS, AND EVENTS-ALL WITH THE GOAL OF EDUCATING AND INFORMING OUR MEMBERS, THE LARGER AVIATION COMMUNITY, AND THE PUBLIC.

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AOPA PILOT IS AOPA'S FLAGSHIP MAGAZINE, AND THE MOST WIDELY READ AVIATION MAGAZINE IN THE WORLD. WRITTEN BY PILOTS FOR PILOTS, EACH ISSUE BRINGS READERS THE LATEST NEWS AFFECTING GENERAL AVIATION, INCLUDING COVERAGE OF GOVERNMENTAL AND REGULATORY ISSUES, UPDATES ON AOPA'S ADVOCACY EFFORTS, NEWS FROM AIRCRAFT AND AVIONICS MANUFACTURERS, AND MORE. READERS ARE ALSO TREATED TO BEAUTIFULLY DESIGNED FEATURE STORIES ABOUT THE BEST FLYING DESTINATIONS FOR GENERAL AVIATION PILOTS, PILOTING TECHNIQUES, AIRCRAFT OWNERSHIP, COCKPIT TECHNOLOGY AND, OF COURSE, AIRCRAFT NEW AND OLD. REGULAR COLUMNS ADDRESS AIRCRAFT MAINTENANCE, LEGAL ISSUES, MEDICAL CONSIDERATIONS, AND OTHER SUBJECTS OF DIRECT CONCERN TO PILOTS AND AIRCRAFT OWNERS. MORE THAN 3.3 MILLION COPIES OF AOPA PILOT WERE PRODUCED IN 2014.

A SECOND MONTHLY MAGAZINE, FLIGHT TRAINING, IS DESIGNED SPECIFICALLY TO MEET THE NEEDS OF THE FLIGHT TRAINING COMMUNITY, INCLUDING STUDENT PILOTS, THOSE WHO ARE RETURNING TO FLYING AFTER A HIATUS, AND FLIGHT INSTRUCTORS. WITH THE TAG LINE "A GOOD PILOT IS ALWAYS LEARNING," THE MAGAZINE PLACES A HEAVY EMPHASIS ON BUILDING AND ENHANCING THE FUNDAMENTAL SKILLS AND KNOWLEDGE EVERY PILOT MUST MASTER. FLIGHT TRAINING PRESENTS PRACTICAL INFORMATION, TIPS, AND TOOLS IN A FORMAT THAT IS CLEAR, UNDERSTANDABLE, AND ENJOYABLE TO READ. WITH THE HELP OF DETAILED, ACCURATE ILLUSTRATIONS AND BEAUTIFUL PHOTOGRAPHY, FLIGHT TRAINING MAKES THE COMPLEX CONCEPTS BEHIND SUCCESSFUL PILOTING EASY TO UNDERSTAND AND ABSORB. IN 2014, AOPA PRODUCED MORE THAN 950,000 COPIES OF THE

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MAGAZINE.

AOPA ALSO MAINTAINS A WEB SITE, [HTTP://FLIGHTTRAINING.AOPA.ORG/MAGAZINE](http://FLIGHTTRAINING.AOPA.ORG/MAGAZINE), TO ACT AS A COMPANION TO THE MAGAZINE. THE SITE ENHANCES AND SUPPLEMENTS THE MAGAZINE'S EDITORIAL CONTENT AND PROVIDES PRACTICAL INFORMATION ABOUT LEARNING TO FLY FOR PROSPECTIVE AND STUDENT PILOTS.

IN ADDITION, BOTH AOPA PILOT MAGAZINE AND FLIGHT TRAINING MAGAZINE ARE DISTRIBUTED DIGITALLY. BETWEEN THE TWO MAGAZINES, MORE THAN 51,000 COPIES OF THE DIGITAL EDITION ARE DISTRIBUTED EACH MONTH.

MANY AOPA MEMBERS WANT MORE NEWS, MORE OFTEN THAN MONTHLY MAGAZINES CAN SUPPLY. FOR THOSE MEMBERS, AOPA PRODUCES SEVERAL DIFFERENT ELECTRONIC NEWSLETTERS, WHICH ARE AVAILABLE FREE OF CHARGE TO ALL MEMBERS. AOPA EPILOT IS A WEEKLY E-MAIL NEWSLETTER THAT PROVIDES THE LATEST GENERAL AVIATION AND AOPA NEWS. EPILOT DELIVERS INFORMATION PERTINENT TO THE READER'S GEOGRAPHIC LOCATION. IN ADDITION, EPILOT SUBSCRIBERS RECEIVE INSTANT AIRSPACE ALERTS WHEN SPECIAL CIRCUMSTANCES, SUCH AS TEMPORARY AIRSPACE RESTRICTIONS, AFFECT THEIR REGION. AT THE END OF 2014, 237,780 USERS WERE SUBSCRIBED TO EPILOT

MEMBERS WITH AN INTEREST IN TRAINING MAY ALSO CHOOSE TO RECEIVE THE FLIGHT TRAINING EDITION OF AOPA EPILOT. THIS NEWSLETTER ALSO PROVIDES THE LATEST NEWS, BUT ADDS SPECIALIZED TRAINING-RELATED TIPS AND TECHNIQUES EACH WEEK. AT THE END OF 2014, 83,598 READERS WERE SUBSCRIBED TO THIS

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SPECIAL EDITION.

AOPA'S NEWEST ELECTRONIC NEWSLETTER, AVIATION EBRIEF, DELIVERS AVIATION-RELATED NEWS TO READERS EACH WEEKDAY. BY BRINGING TOGETHER AVIATION NEWS FROM A VARIETY OF MEDIA OUTLETS, AVIATION EBRIEF PROVIDES READERS WITH A BIG-PICTURE OVERVIEW OF WHAT IS HAPPENING IN THE AVIATION WORLD. AVIATION EBRIEF IS AVAILABLE FREE OF CHARGE TO BOTH AOPA MEMBERS AND NON-MEMBERS WHO HAVE AN INTEREST IN THE ISSUES AFFECTING GENERAL AVIATION. AT THE END OF 2014, 182,724 INDIVIDUALS SUBSCRIBED TO AVIATION EBRIEF.

THROUGH AOPA LIVE, THE ASSOCIATION'S ONLINE STREAMING MEDIA OUTLET, MEMBERS AND OTHERS CAN WATCH INTERVIEWS WITH THE MOST INFLUENTIAL AND DYNAMIC FIGURES IN AVIATION. WITH CONTINUING COVERAGE OF IMPORTANT ISSUES AND AVIATION EVENTS, AOPA LIVE FEATURES A GROWING LIBRARY OF INTERVIEWS WITH A VARIETY OF AVIATION LEADERS AND INSPIRATIONAL FIGURES, INCLUDING THE FAA ADMINISTRATOR, CONGRESSMEN, AIRSHOW PERFORMERS, CEOS OF MAJOR AVIATION COMPANIES, ASSOCIATION LEADERS FROM ACROSS THE AVIATION SPECTRUM, AND DOZENS OF OTHERS. IN 2014, AOPA LIVE VIDEOS WERE VIEWED OR PRESENTED 2 MILLION TIMES FOR 192,000 HOURS OF PLAY TIME.

AOPA LIVE THIS WEEK WAS LAUNCHED IN MAY 2012 AS A WEEKLY TV-NEWS-MAGAZINE STYLE WEBCAST TO INFORM, EDUCATE, AND ENTERTAIN GENERAL AVIATION PILOTS. THE SHOW, WITH ITS HIGH PRODUCTION QUALITIES AND REPORTING BY GENERAL AVIATION'S MOST EXPERIENCED REPORTERS, QUICKLY GREW TO BE THE LARGEST

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SUCH WEEKLY SHOW ABOUT AVIATION. THE TEAM REPORTED ON EVERYTHING FROM NEW AIRCRAFT LAUNCHES TO SAFETY AND PROFICIENCY TECHNIQUES TO THE LATEST AOPA POLICY POSITIONS. VIEWERS TELL AOPA THE SHOW HELPS BRING IMPORTANT ADVOCACY ISSUES TO LIFE, HELPING THEM BETTER UNDERSTAND COMPLEX SUBJECTS. VIDEO HAS PROVEN TO BE A POWERFUL MEANS OF COMMUNICATING WITH THE GENERAL AVIATION COMMUNITY AND AN ALSO IMPORTANT WAY TO ALERT THE AUDIENCE TO NEW AOPA AIR SAFETY INSTITUTE ONLINE COURSES AND PROGRAMS.

AOPA ALSO COMMUNICATES WITH AND EDUCATES ITS MEMBERS BY PROVIDING BOTH UNPARALLELED BREADTH AND DEPTH OF ONLINE RESOURCES-RESOURCES THAT ARE CONTINUOUSLY BEING UPDATED TO IMPROVE THEIR COMPATIBILITY WITH SMART PHONES AND MOBILE DEVICES ACROSS MULTIPLE PLATFORMS. AOPA ONLINE GIVES MEMBERS ROUND-THE-CLOCK ACCESS TO NEWS, INFORMATION, FLIGHT PLANNING RESOURCES, AIRCRAFT OWNERSHIP TOOLS, AND MORE. IN 2014 ALONE, MORE THAN 4.9 MILLION UNIQUE VISITORS VIEWED MORE THAN 93 THOUSAND PAGES OF INFORMATION THROUGH AOPA.ORG MORE THAN 31 MILLION TIMES.

AOPA LAUNCHED AN UPDATED VERSION OF ITS POPULAR WEBSITE, AOPA.ORG, IN 2013 FEATURING AN EASIER-TO-USE DESIGN AND INTERACTION FORMAT.

THE WEBSITE FEATURES QUICK LINKS TO AOPA'S POPULAR FLIGHT PLANNING AND WEATHER TOOLS, A DEDICATED NEWS PAGE AND AN ADVOCACY ALERT SECTION TO KEEP READERS INFORMED OF THE ASSOCIATION'S EFFORTS TO PROTECT THE FREEDOM TO FLY ON THE LOCAL, STATE AND FEDERAL LEVELS.

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WHILE SOME FEATURES OF THE AOPA.ORG WEBSITE ARE AVAILABLE PUBLICLY, MEMBERS ENJOY ACCESS TO THE SITE'S MOST POPULAR FEATURES, INCLUDING AOPA'S FLYQ WEB FLIGHT PLANNING AND WEATHER DATA TOOLS WHERE MEMBERS CAN QUICKLY AND ACCURATELY PREPARE AND FILE A FLIGHT PLAN ANYWHERE THEY HAVE INTERNET ACCESS. MEMBERS CAN ALSO FIND AVIATION WEATHER REPORTS, FUEL PRICES, THE LATEST SECURITY AND AIRSPACE INFORMATION, AND OTHER TOOLS TO HELP THEM PLAN FLIGHTS THAT ARE EFFICIENT, SAFE, AND ENJOYABLE.

WITH AOPA AIRPORTS, ALSO ACCESSIBLE THROUGH AOPA ONLINE, MEMBERS CAN FIND EVERYTHING THEY NEED TO KNOW ABOUT POTENTIAL DESTINATIONS AND FUEL STOPS. UPDATED DAILY, THE DIRECTORY IS THE MOST COMPREHENSIVE OF ITS KIND, BRINGING TOGETHER AIRPORT INFORMATION, RUNWAY DIAGRAMS, INSTRUMENT APPROACH PLATES, MAINTENANCE INFORMATION, RADIO FREQUENCIES, FLIGHT SERVICE STATION TELEPHONE NUMBERS, AND MORE. THE DIRECTORY ALSO PROVIDES PRACTICAL TOOLS TO HELP MEMBERS GET THE MOST OUT OF A VISIT TO ANY AIRPORT, INCLUDING CONTACT INFORMATION FOR ON-AIRPORT BUSINESSES SUCH AS FIXED-BASE OPERATORS, FLIGHT SCHOOLS, AND REPAIR FACILITIES AS WELL AS INFORMATION ABOUT LOCAL RESTAURANTS, HOTELS, CAR RENTALS, AND ATTRACTIONS.

OTHER RESOURCES AVAILABLE ONLINE INCLUDE ASSISTANCE WITH VALUING AND PURCHASING AN AIRCRAFT, AVIATION MEDICAL INFORMATION AND TOOLS TO HELP PILOTS PREPARE FOR THEIR NEXT MEDICAL EXAM, GUIDELINES FOR INTERNATIONAL FLYING, REGULATORY AND AIRWORTHINESS INFORMATION, AVIATION CLASSIFIEDS, AND AIRCRAFT AND AVIONICS REVIEWS.

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ONLINE VISITORS CAN ALSO STAY UP TO DATE WITH AOPA'S ADVOCACY EFFORTS AT THE FEDERAL, STATE, AND LOCAL LEVELS. PILOTS CAN USE THE SITE TO FIND THEIR LOCAL AOPA AIRPORT SUPPORT NETWORK VOLUNTEER OR BECOME VOLUNTEERS THEMSELVES. AOPA MEMBERS CAN ALSO LEARN MORE ABOUT THE WORK OF AOPA'S POLITICAL ACTION COMMITTEE AND ITS SUPPORT FOR CANDIDATES WHO REPRESENT THE INTERESTS AND CONCERNS OF AOPA'S MEMBERS AND THE GENERAL AVIATION COMMUNITY AS A WHOLE.

FOR NEWCOMERS TO FLYING, AOPA ONLINE OFFERS DETAILED INFORMATION ABOUT THE PROCESS AND REQUIREMENTS FOR LEARNING TO FLY, HELP FINDING A FLIGHT INSTRUCTOR AND AVIATION MEDICAL EXAMINER, AN IN-DEPTH GUIDE TO CHOOSING A TRAINING AIRCRAFT, AND INFORMATION ABOUT AVIATION CAREERS.

PILOTS WITH MORE EXPERIENCE MAY WANT TO TAKE ADVANTAGE OF INFORMATION ABOUT EARNING ADVANCED RATINGS AND CERTIFICATES AS WELL AS TRANSITIONING TO HIGH PERFORMANCE AIRCRAFT, TURBOPROPS, AND JETS. FOR CHILDREN, AOPA ONLINE OFFERS A COLLECTION OF YOUTH EDUCATION RESOURCES THAT LINK AVIATION TO MATH, SCIENCE, PHYSICS, HISTORY, AND TECHNOLOGY. IN ADDITION TO THE ONLINE PRODUCTS, PRINTED MATERIALS ARE AVAILABLE TO TEACHERS AND PILOTS AT NO CHARGE.

EVENTS

IN 2014, AOPA LAUNCHED ITS NEW REGIONAL FLY-IN SERIES. SIX REGIONAL

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FLY-INS AND ONE HOMECOMING FLY-IN AT AOPA HEADQUARTERS BROUGHT AOPA MEMBERS, PILOTS, AND AVIATION ENTHUSIASTS TOGETHER AT LOCAL AIRPORTS FOR A DAY OF COMMUNITY BUILDING, AVIATION FOCUS, SAFETY TRAINING AND EDUCATION, AND INSPIRATION.

AOPA DEVELOPED THIS NEW EVENT PROGRAM TO "MEET OUR MEMBERS WHERE THEY FLY", AND TO CREATE A NEW EVENT MODEL TO REPLACE THE ANNUAL AVIATION SUMMIT WHERE MEMBERS WERE ONLY ABLE TO ACCESS AOPA EVENT PROGRAMMING AT A SINGLE DESTINATION, AND AT MUCH HIGHER EXPENSE. THE NEW FREE, ONE-DAY WEEKEND FLY-INS OFFER EASY ACCESS TO PILOTS AND MEMBERS ALL OVER THE COUNTRY IN LOCALES CLOSER TO HOME, NOT REQUIRING EXPENSIVE OVERNIGHT TRAVEL, AND AVAILABLE OUTSIDE OF NORMAL WORK HOURS.

THE FIRST YEAR OF FLY-INS WAS WIDELY ATTENDED AND HIGHLY SUCCESSFUL. MORE THAN 16,200 PEOPLE ATTENDED AOPA'S SEVEN FLY-INS IN 2014 AND NEARLY 3,000 AIRCRAFT FLEW IN. MEMBER SATISFACTION SURVEYS FOR THE REGIONAL FLY-INS DEMONSTRATED HIGH LEVELS OF SATISFACTION, REACHING WELL INTO THE NINETIETH PERCENTILE.

AOPA ALSO EXPANDED ITS PRESENCE AT THE TWO MAJOR GA AIR SHOWS HELD EACH YEAR - SUN 'N FUN IN LAKELAND, FLORIDA AND AIRVENTURE IN OSHKOSH, WISCONSIN. IN 2014, THE ASSOCIATION ADDED AN ACTIVITY TENT WHERE MEMBERS AND NON-MEMBERS CAN ENJOY QUALITY EDUCATION AND FUN GATHERINGS, AND WHERE THE AOPA FOUNDATION AND VARIOUS AOPA DEPARTMENTS CAN MORE COST-EFFECTIVELY HOLD MEETINGS, SEMINARS, BREAKFASTS, SOCIALS, AND OTHER

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SPECIAL EVENTS.

DURING THE FIRST YEAR OF THIS EXPANDED MODEL AT SUN 'N FUN AND AIRVENTURE, AOPA SAW A COMBINED 30,000 ATTENDEES ENGAGE WITH AOPA IN OUR MAIN TENT FEATURING THE VARIOUS AOPA PRODUCT OFFERINGS, AND OVER 5,000 ATTENDEES INVEST SIGNIFICANT TIME IN ENGAGEMENT OF SPECIAL ACTIVITIES, PROGRAMS, AND EDUCATIONAL OFFERINGS.

PRODUCTS AND SERVICES

AOPA MEMBERS HAVE ACCESS TO A WIDE RANGE OF SERVICES AND PRODUCTS FROM AOPA AND AOPA PARTNERS. WITH A TEAM OF DEDICATED SERVICE SPECIALISTS, AOPA HAS THE RESOURCES TO ANSWER VIRTUALLY ANY AVIATION-RELATED QUESTION MEMBERS MAY HAVE.

IN ADDITION TO HAVING ONLINE ACCESS TO THEIR MEMBER INFORMATION, AOPA MEMBERS CAN CALL AOPA'S MEMBER SERVICE REPRESENTATIVES TO RENEW OR UPDATE THEIR MEMBERSHIPS, CHANGE THEIR PREFERENCES, ENROLL IN OR CANCEL SERVICES, AND GET INFORMATION ON AOPA'S MEMBER PRODUCTS. IN 2014, THIS TEAM OF SERVICE PROFESSIONALS HANDLED MORE THAN 129,212 CONTACTS, CONNECTING MEMBERS TO EXACTLY THE PEOPLE AND INFORMATION THEY NEED, WHETHER THE CONTACT IS MADE THROUGH E-MAIL, THE WEB, OR OVER THE PHONE. THEY ALSO TOUCHED 62,550 MEMBERS THROUGH NON-FINANCIAL UPDATES-INCLUDING SEMINAR REGISTRATION, FT FREE ENROLLMENTS, DEMOGRAPHIC UPDATES, BENEFICIARY ENTRIES & PROXY UPDATES. THIS TEAM STRIVES TO RESOLVE ANY

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AND ALL MEMBER ISSUES IN THE FIRST CONTACT—GIVING MEMBERS THE SATISFACTION OF KNOWING THAT THEIR CONCERNS AND QUESTIONS WILL BE ADDRESSED CORRECTLY THE FIRST TIME.

WHEN AN AOPA MEMBER HAS AN AVIATION-RELATED QUESTION, THEY CAN CALL THE AOPA PILOT INFORMATION CENTER TO GET FAST AND ACCURATE ANSWERS. WITH A TEAM OF FLIGHT INSTRUCTORS, AIRLINE TRANSPORT RATED PILOTS, AVIATION MECHANICS, AIRPORT MANAGERS, AVIATION MEDICAL SPECIALISTS, AND OTHER AVIATION EXPERTS ON CALL, THE PILOT INFORMATION CENTER TAKES PRIDE IN BEING ABLE TO ASSIST AOPA MEMBERS WITH ANY QUERY. DURING 2014, THE CENTER RESPONDED TO MORE THAN 140,000 CONTACTS COVERING ISSUES AS DIVERSE AS INTERNATIONAL FLIGHT PLANNING, AIRCRAFT OWNERSHIP, FLIGHT TRAINING FOR PRIMARY AND ADVANCED PILOTS, AIRCRAFT MAINTENANCE, REGULATORY INTERPRETATIONS, AIRSPACE, AIR TRAFFIC CONTROL, AND MORE.

THE MEDICAL STAFF RESPONDS TO MEMBER QUESTIONS COVERING A SPECTRUM OF MEDICAL CONDITIONS FROM QUESTIONS ABOUT COLOR VISION AND HIGH BLOOD PRESSURE TO KIDNEY STONES AND HEART DISEASE. THE MEDICAL STAFF'S UNIQUE LEVEL OF AERO-MEDICAL EXPERTISE HAS ENABLED THEM TO WORK CLOSELY WITH THE FAA AERO-MEDICAL DIVISION IN OKLAHOMA CITY AND WASHINGTON, D.C., TO ENSURE THAT THE INFORMATION PROVIDED TO MEMBERS IS ACCURATE AND COMPREHENSIVE, AND THAT OUR ADVOCACY EFFORTS RESULT IN THE BEST POSSIBLE OUTCOME FOR THE MEMBER. OUR CLOSE WORKING RELATIONSHIP WITH FAA AEROMEDICAL AFFORDS AOPA MEMBERS THE INDUSTRY'S FOREMOST EXPERTISE AND ASSISTANCE IN OBTAINING SPECIAL ISSUANCE MEDICAL CERTIFICATES.

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PART VI, SECTION A, LINE 2

THERE ARE TWO TRUSTEES (MR. TRIMBLE AND MR. CRATE) WHO HAVE A BUSINESS RELATIONSHIP OUTSIDE OF AOPA. THESE TWO TRUSTEES ARE PARTNERS IN THE SAME COMPANY.

PART VI, SECTION A, LINES 6 AND 7A

AT THE ANNUAL MEETING OF MEMBERS, AOPA MEMBERS IN GOOD STANDING ARE ENTITLED TO VOTE FOR THE AOPA BOARD OF TRUSTEES. AOPA MEMBERS ARE ENTITLED TO ONE VOTE. EACH MEMBER ENTITLED TO VOTE MAY DO SO EITHER IN PERSON OR BY PROXY.

PART VI, SECTION B, LINES 11A AND 11B

IN CONJUNCTION WITH GRANT THORNTON LLP TAX SPECIALISTS, AOPA MANAGEMENT REVIEWS THE FORM 990 WITH THE AUDIT COMMITTEE PRIOR TO PRESENTING THE RETURN TO OUR BOARD OF TRUSTEES FOR REVIEW.

PART VI, SECTION B, LINE 12C

THE AIRCRAFT OWNERS & PILOTS ASSOCIATION'S BOARD IS PROVIDED A WRITTEN "CODE OF ETHICS, CONFLICT OF INTEREST QUESTIONNAIRE AND DISCLOSURE FORM" ("FORM"). THE FORM REQUIRES PERSONS COVERED (OFFICERS, DIRECTORS, TRUSTEES AND KEY EMPLOYEES) TO ANNUALLY DISCLOSE AND UPDATE THE FORM AND PROVIDE TO LEGAL COUNSEL INTERESTS THAT COULD GIVE RISE TO CONFLICT(S). LEGAL COUNSEL REVIEWS THE ANNUAL DISCLOSURES BY ALL COVERED PERSONS. DISCLOSURES ARE REGULARLY MONITORED BY COUNSEL, ANY POTENTIALLY CONFLICTING OR OTHERWISE QUESTIONABLE RESPONSES ARE FLAGGED AND THE ETHICS POLICY IS ENFORCED.

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PART VI, SECTION B, LINES 15A AND 15B

THE COMPENSATION FOR THE PRESIDENT IS SET BY THE BOARD OF TRUSTEES AND COMPENSATION COMMITTEE AND CONTRACTUALLY CONFIRMED THROUGH AN EMPLOYMENT AGREEMENT BETWEEN THE BOARD AND THE INCUMBENT. THE BASE SALARY FOR THIS POSITION MAY BE ADJUSTED BY THE BOARD FROM TIME TO TIME AT ITS SOLE DISCRETION. THE PRESIDENT IS ALSO CONSIDERED ANNUALLY BY THE BOARD FOR AN INCENTIVE BONUS WHICH IS A PERCENT OF BASE SALARY. THE ACTUAL BONUS PAID IS DETERMINED BY THE BOARD BASED ON ITS ASSESSMENT OF THE PRESIDENT'S PERFORMANCE AND THAT OF THE ORGANIZATION AGAINST APPROPRIATE GOALS SET BY THE COMPENSATION COMMITTEE AND THE PRESIDENT. PERIODIC INDEPENDENT REVIEWS OF THE PRESIDENT'S COMPENSATION ARE CONDUCTED BY OUTSIDE COMPENSATION EXPERTS TO ENSURE THAT THE COMPENSATION PAID IS REASONABLE BASED ON APPROPRIATE DATA AS TO COMPARABILITY OF COMPENSATION PAID BY SIMILAR ORGANIZATIONS FOR POSITIONS OF SIMILAR SCOPE OF RESPONSIBILITY. THE COMPENSATION LEVELS AND SALARY RANGES FOR OFFICERS AND CERTAIN EMPLOYEES OF THE ORGANIZATION ARE ESTABLISHED BASED ON COMPETITIVE MARKET DATA OBTAINED THROUGH PERIODIC SALARY SURVEYS PERFORMED BY OUTSIDE COMPENSATION EXPERTS ENGAGED BY THE ORGANIZATION. THESE SURVEYS PROVIDE GUIDANCE FOR ESTABLISHING REASONABLE COMPENSATION RATES AS COMPARED TO COMPENSATION PAID BY SIMILARLY SITUATED ORGANIZATIONS FOR POSITIONS OF SIMILAR SCOPE OF RESPONSIBILITY. ALL POSITIONS ARE EVALUATED AND PLACED IN THE APPROPRIATE GRADES/SALARY RANGES. AN INDIVIDUAL EMPLOYEE'S SALARY, WITHIN THEIR ASSIGNED RANGE, VARIES DEPENDING PRIMARILY UPON EXPERIENCE AND PERFORMANCE. THE ORGANIZATION HAS ADOPTED A "PAY FOR PERFORMANCE" PHILOSOPHY ALLOWING MANAGERS TO AWARD MERIT INCREASES BASED ON AN INDIVIDUAL'S PERFORMANCE AGAINST PRE-ESTABLISHED GOALS. THE

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ORGANIZATION'S ANNUAL MERIT INCREASE BUDGET IS APPROVED BY THE BOARD OF TRUSTEES BASED ON MARKET SURVEYS. OFFICERS AND CERTAIN EMPLOYEES ALSO PARTICIPATE IN THE ORGANIZATION'S INCENTIVE PAY PROGRAM. TARGET INCENTIVE AMOUNTS, AS A PERCENTAGE OF BASE SALARY, ARE ESTABLISHED BASED ON THE PARTICIPANT'S POSITION. THE ACTUAL BONUS PAID IS PROPOSED BY THE EXECUTIVE MANAGEMENT TEAM AND THE PRESIDENT BASED ON THEIR ASSESSMENT OF THE PARTICIPANT'S INDIVIDUAL PERFORMANCE AND THAT OF THE ORGANIZATION AGAINST PRE-ESTABLISHED GOALS. THE BOARD OF TRUSTEES AND COMPENSATION COMMITTEE REVIEW AND MAKE A FINAL DETERMINATION AS TO THE ACTUAL BONUS AMOUNT PAID TO PARTICIPANTS. NONE OF THE PERSONS MENTIONED ABOVE PARTICIPATE IN THE DELIBERATION OF THEIR COMPENSATION ARRANGEMENT. THE DELIBERATIONS AND DECISIONS OF THESE COMPENSATION ARRANGEMENTS ARE MAINTAINED IN CONTEMPORANEOUS DOCUMENTATION WITH OUR HUMAN RESOURCES DEPARTMENT.

PART VI, SECTION B, LINE 16B

THE ORGANIZATION DOES HAVE A WRITTEN MANAGEMENT POLICY TO EVALUATE ALL CONTRACTS & AGREEMENTS, TO ENSURE THAT ALL CONTRACT AND JOINT VENTURE ARRANGEMENTS ARE IN ACCORDANCE WITH FEDERAL, STATE AND LOCAL LAWS AND RELATED REGULATIONS. IN ADDITION, ALL JOINT VENTURE AGREEMENTS ARE REQUIRED TO BE REVIEWED BY THE ORGANIZATION'S GENERAL COUNSEL.

PART VI, SECTION C, LINES 18 AND 19

THE ORGANIZATION DOES MAKE AVAILABLE ITS CONFLICT OF INTEREST POLICY, FINANCIAL STATEMENTS, FORM 990 RETURNS, AND FORM 1024 TO THE GENERAL PUBLIC. THE ORGANIZATION MAKES AVAILABLE ITS GOVERNING DOCUMENTS TO THE

Name of the organization

AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number

52-0636210

EXTENT REQUIRED BY LAW. THE PUBLIC CAN RECEIVE COPIES BY CONTACTING THE ORGANIZATION'S HEADQUARTERS. COPIES OF THE RETURNS CAN BE OBTAINED AT WWW.AOPA.ORG/ABOUT-AOPA/GOVERNANCE AND WWW.GUIDESTAR.ORG.

PART VII HOURS WORKED FOR THE AOPA FOUNDATION, INC.
MARK BAKER, KENNETH MEAD, ERICA SACCOIA AND TIMOTHY FORTUNE ARE FULL-TIME EMPLOYEES OF AIRCRAFT OWNERS & PILOTS ASSOCIATION (AOPA), ALTHOUGH THEY DEVOTE APPROXIMATELY TEN HOURS PER WEEK TO THE RELATED 501(C)(3) PUBLIC CHARITY ORGANIZATION: THE AOPA FOUNDATION, INC.

SCHEDULE G

ALLEGIANCE CREATIVE GROUP WAS PAID A TOTAL OF \$133,664 FOR SERVICES DURING THE YEAR FOR VARIOUS SERVICES. SERVICES FOR OUR MEMBERSHIP MARKETING TOTALED \$89,664 AND ADVISOR SERVICES FOR OUR FUNDRAISING TOTALED \$44,000.

ATTACHMENT 1FORM 990, PART V, LINE 4B - FOREIGN COUNTRIES

BAHAMAS

BERMUDA

CAYMAN ISLANDS

IRELAND

ATTACHMENT 2FORM 990, PART VI, LINE 17 - STATES

AL, AK, AZ, AR, CA, CO, CT,

DC, FL, GA, HI, IL, KS, KY, ME, MD, MA,

MN, MS, MO, NH, NJ, NY, NC, ND, OH, OK, OR, PA,

RI, SC, TN, UT, VA, WA, WV, WI,

Name of the organization AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number 52-0636210
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ATTACHMENT 3

990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

NAME AND ADDRESS	DESCRIPTION OF SERVICES	COMPENSATION
BULKLEY DUNTON PUBLISHING GROUP PO BOX 644520 PITTSBURG, PA 15264	MAGAZINE PAPER	788,679.
MACH2 MGT INC 160 SCHOOL STREET VICTOR, NY 14564	EVENT MANAGEMENT	459,619.
QUAD GRAPHICS, INC. 75 REMITTANCE DRIVE CHICAGO, IL 60675	MAGAZINE PRINTING	1,077,944.
ORISON CURPIER CO 73 MAIN STREET COOPERSTOWN, NY 13326	AD COMMISSIONS	1,277,574.
VALTIM INCORPORATED PO BOX 114 FOREST, VA 24551	FULFILLMENT	639,155.

ATTACHMENT 4

FORM 990, PART IX - OTHER EXPENSES

DESCRIPTION	(A) TOTAL EXPENSES	(B) PROGRAM SERVICE EXP.	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING EXPENSES
DUES, LICENSES & SUBSCRIPTIONS	1,951,251.	1,334,012.	617,239.	
INCOME & PROPERTY TAXES	148,418.	17,107.	131,311.	
NON-CAP PURCHASES	130,731.	57,641.	73,090.	
CONTRIBUTIONS/EVENTS	422,996.	416,375.	6,621.	
REPAIRS & MAINTENANCE	395,529.	391,572.	3,957.	
RESEARCH & SURVEY	110,032.	104,050.	5,982.	
MISCELLANEOUS	-69,508.	-63,207.	-6,301.	
COMMISSIONS	2,286,271.	2,286,271.		
RECRUITMENT	94,407.	81,430.	12,977.	

Name of the organization AIRCRAFT OWNERS & PILOTS ASSOCIATION	Employer identification number 52-0636210
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ATTACHMENT 4 (CONT'D)

FORM 990, PART IX - OTHER EXPENSES

<u>DESCRIPTION</u>	(A) <u>TOTAL EXPENSES</u>	(B) <u>PROGRAM SERVICE EXP.</u>	(C) <u>MANAGEMENT AND GENERAL</u>	(D) <u>FUNDRAISING EXPENSES</u>
TOTALS	<u>5,470,127.</u>	<u>4,625,251.</u>	<u>844,876.</u>	

AIRCRAFT OWNERS & PILOTS ASSOCIATION

52-0636210

SCHEDULE R (Form 990)

Related Organizations and Unrelated Partnerships

OMB No. 1545-0047

2014

Open to Public Inspection

Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

Attach to Form 990.

Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

Department of the Treasury Internal Revenue Service

Name of the organization

AIRCRAFT OWNERS & PILOTS ASSOCIATION

Employer identification number

52-0636210

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

Table with 6 columns: (a) Name, address, and EIN of disregarded entity; (b) Primary activity; (c) Legal domicile; (d) Total income; (e) End-of-year assets; (f) Direct controlling entity. Rows 1-6 are empty.

Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

Table with 7 columns: (a) Name, address, and EIN of related organization; (b) Primary activity; (c) Legal domicile; (d) Exempt Code section; (e) Public charity status; (f) Direct controlling entity; (g) Section 512(b)(13) controlled entity (Yes/No). Includes entries for THE AOPA FOUNDATION, INC. and AOPA POLITICAL ACTION COMMITTEE.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2014

JSA 4E1307 1 000

19883Z 649C

Part III Identification of Related Organizations Taxable as a Partnership Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1)												
(2)												
(3)												
(4)												
(5)												
(6)												
(7)												

Part IV Identification of Related Organizations Taxable as a Corporation or Trust Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(1) AOPA INSURANCE AGENCY 1995 MIDFIELD ROAD WICHITA, KS 67209 52-1813554	INSURANCE	MD	N/A	C CORP	7,335,603.	8,324,663.	100.0000	X	
(2) AOPA FLIGHT TECHNOLOGIES INC 421 AVIATION WAY FREDERICK, MD 21701 45-4565150	AVIATION PROD	DE	N/A	C CORP	109,479.	315,808.	100.0000	X	
(3) AOPA HOLDINGS CORPORATION 421 AVIATION WAY FREDERICK, MD 21701 46-1036265	HOLDINGS COMP	DE	N/A	C CORP	5,051,461.	9,750,162.	100.0000	X	
(4)									
(5)									
(6)									
(7)									

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

	Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)	X	
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	X	
o Sharing of paid employees with related organization(s)	X	
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses	X	
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)	X	

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) THE AOPA FOUNDATION, INC	C	1,505,000.	FMV
(2) AOPA HOLDINGS CORPORATION	R	4,246,094.	FMV
(3) THE AOPA FOUNDATION, INC	N, O, Q	4,642,923.	FMV
(4) AOPA INSURANCE AGENCY	Q	3,857,850.	FMV
(5) THE AOPA FOUNDATION, INC	R	831,223.	FMV
(6) AOPA HOLDINGS CORPORATION	N, O, Q	2,752,144.	FMV

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

	Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity	1a	
b Gift, grant, or capital contribution to related organization(s)	1b	
c Gift, grant, or capital contribution from related organization(s)	1c	
d Loans or loan guarantees to or for related organization(s)	1d	
e Loans or loan guarantees by related organization(s)	1e	
f Dividends from related organization(s)	1f	
g Sale of assets to related organization(s)	1g	
h Purchase of assets from related organization(s)	1h	
i Exchange of assets with related organization(s)	1i	
j Lease of facilities, equipment, or other assets to related organization(s)	1j	
k Lease of facilities, equipment, or other assets from related organization(s)	1k	
l Performance of services or membership or fundraising solicitations for related organization(s)	1l	
m Performance of services or membership or fundraising solicitations by related organization(s)	1m	
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n	
o Sharing of paid employees with related organization(s)	1o	
p Reimbursement paid to related organization(s) for expenses	1p	
q Reimbursement paid by related organization(s) for expenses	1q	
r Other transfer of cash or property to related organization(s)	1r	
s Other transfer of cash or property from related organization(s)	1s	

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) AOPA FLIGHT TECHNOLOGIES INC	N, O, Q	237,698.	FMV
(2)			
(3)			
(4)			
(5)			
(6)			

Part VI Unrelated Organizations Taxable as a Partnership Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V - UBI amount in box 20 of Schedule K-1 (Form 1085)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
(11)													
(12)													
(13)													
(14)													
(15)													
(16)													

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).
