

AIRCRAFT OWNERS AND PILOTS ASSOCIATION

Annual Meeting of Members
September 7, 2017



The Annual Meeting of the members of the Aircraft Owners and Pilots Association was held, pursuant to due notice, on Thursday, September 7, 2017, at 9:00 AM Eastern at the headquarters of the Association, at 421 Aviation Way, Frederick, Maryland 21701.

The members noted on the attached Attendance List were present in person. In addition, there were 61,917 members represented by proxies. Chairman of the Board William Trimble III presided. Kenneth Mead served as Secretary.

The Secretary reported that he had examined the register of attendees and the proxies submitted and reported that there were present in person, or represented by valid and legal proxies, not less than 61,917 members. He presented a certified computerized list of members entitled to vote, including a tabulation of proxies submitted. He also presented a copy of the notice of the meeting as published in the July and August, and September 2017 issues of the AOPA Pilot and Flight Training magazines, which are official publications of the Association. He reported that a notice of the meeting was also published on the Association website, and that notices were timely mailed to those members who have opted not to receive the Association's magazines.

The Chairman then declared that there were present in person or by proxy a sufficient number of members to constitute a quorum, and that this was a properly convened meeting of the members of the Aircraft Owners and Pilots Association. He directed that a copy of the notices of the annual meeting, the register of attendees, the certificate of the computerized list of members entitled to vote, and the proxy tabulation be filed with the minutes of the meeting. He stated that the complete computerized membership list and proxy tabulation, in searchable form, is available and would be kept open during the meeting for inspection by any member.

On motion duly made and seconded, a reading of the minutes of the last Annual Meeting, being the minutes of September 9, 2016, was waived, and the minutes as drafted were approved.

The Chairman announced that the first item of business scheduled to come before the meeting was the election of Trustees to serve until the next annual meeting of members and until their successors have been duly elected and qualified. The Chairman appointed Kenneth Mead, a member and not a candidate for the Board of Trustees of the Association, as the Judge

of Election. The Chairman announced that pursuant to the authority contained in the By-laws, a Nominating Committee had been appointed, and that this Committee submitted its nominations to the Secretary.

The Secretary then read the report of the Nominating Committee, a copy of which is appended to these minutes. It was the recommendation of the Nominating Committee that the following persons be elected as Trustees of the Association:

Mark R. Baker
Lawrence D. Buhl III
Darrell W. Crate
Matthew J. Desch
Amanda C. Farnsworth
Burgess H. Hamlet III
James N. Hauslein
H. Neel Hipp
William C. Trimble III
James G. Tuthill, Jr.
Luke R. Wippler

The Chairman then declared the polls open for the election of Trustees. He asked Mr. Mead to distribute ballots to any member desiring to vote in person and, when the voting had been completed, to collect and tabulate the ballots.

While the vote for the election of trustees was being tabulated, the Chairman invited Mark Baker, President and CEO of the Association, to deliver his report on the affairs of the Association. Mr. Baker first expressed the Association's deep gratitude for the support of the members in AOPA's critical advocacy efforts. That support makes all the difference. President Baker provided highlights of the Association's advocacy work, noting in particular AOPA's full court press to keep control of the Air Traffic Control (ATC) System out of the hands of the airlines and defeat a proposal to "privatize" the ATC System. Among other advocacy efforts, he reported on implementation of BasicMed and AOPA's egregious FBO pricing initiative. Regarding the You Can Fly (YCF) program, Mr. Baker updated members on the four central elements of the Program: Rusty Pilots, Flying Clubs, Flight Training, and development of the High School aviation curriculum. He noted as well the Association's participation in the hurricane relief efforts and reported on the continued success and impressive member attendance at engagement events such as the Regional Fly-Ins. Finally, he made note of the work of the Air Safety Institute and the continuing decline of the GA accident and fatality rates.

Following President Baker's report, the Judge of Elections then presented his report on the results of the balloting. Each nominee received the unanimous vote of the members present in person and by proxy. The Chairman declared that the eleven nominees for the Board of

Trustees had been duly elected for the ensuing year and until their successors shall have been elected. He directed that a Certificate of the Judge of Elections be prepared and filed with the minutes of this meeting.

The next item of business was a proposal to approve all actions of the Board of Trustees and officers taken since the last annual meeting. Upon motion duly made and seconded, it was unanimously

RESOLVED, that all purchases, contracts, acts, proceedings, elections and appointments of the Board of Trustees or any committee thereof or the officers since the last annual meeting of members be and they hereby are ratified, approved and confirmed by the members of this Association

Chairman Trimble asked if there was further business. Mr. Daniel Cross, who has been a member of AOPA for 31 years and a pilot since 1980, asked to be recognized. Mr. Cross wished to discuss two issues and provided a written submission, which is incorporated by reference.


First, Mr. Cross requested that President Baker make AOPA's Frederick Municipal Airport ramp available to AOPA members for overnight parking and for transient operations generally. Mr. Cross noted AOPA's concerns about inordinate FBO fees and explained that if the ramp were made available Members could avoid "Signature's 'pay to play' ramp." Mr. Baker responded that a Member having business at AOPA, including just visiting Headquarters or having an inquiry, may use the AOPA ramp, although an advance call to AOPA's Flight Operations Center would be appreciated. If there are other reasons a Member desires to use the ramp, the Member should call ahead and the request will be considered case-by-case.

Second, Mr. Cross, as owner of Cross & Company, LLC, a commercial real estate development business in Frederick, Maryland, submitted a response on September 1, 2017 to the City of Frederick's Request for Proposal (RFP) to construct and operate up to 120 new General Aviation hangars. Mr. Cross said he understands that AOPA also submitted a response to the same RFP and does not like the idea of having to compete with an association of which he is a member. Mr. Cross wanted to know the justification under AOPA's charter for submitting a response, and, further, the justification for the expenditure of AOPA funds if the City of Frederick were to award the contract to AOPA.

Responding to Mr. Cross' questions and points, Chairman Trimble said that AOPA did submit a response for consideration by the City of Frederick and went on to note that the Association By-Laws provide that AOPA was formed to, among other things, "promote the

pursuit of flying, promote the economy, safety, and popularity of flight.” AOPA’s primary goal in pursuing this project is to develop a proto-type public/private partnership for it to use to demonstrate to airports and members nation-wide the viability of this type of hangar development solution. Adequate and affordable hangar space for a broad range of GA aircraft is essential to the pursuit of flying, but the increasing cost of airport development has become a significant obstacle to airports desiring to provide hangar capacity for GA pilots and their aircraft. Mr. Trimble said that AOPA’s response reflects a desire by AOPA to do its part in inspiring general aviation growth and creating a showcase for what is possible at other airports.

Chairman Trimble thanked Mr. Cross for his submission and asked if there was any further business. There being no further business to come before the meeting, the meeting, upon motion duly made and seconded, was adjourned.

A handwritten signature in black ink, appearing to read "Kenneth M. Mead". The signature is written in a cursive style with a horizontal line underneath the name.

Kenneth M. Mead, Secretary

Daniel C. Cross

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06 September 2017

AOPA Board of Trustees:

My membership number is 00909148. I obtained my private pilot license in 1980. I am a thirty-one-year member of the association, an aircraft owner since 2003, and past employee of AOPA under then President John Baker and Government Affairs head John Sheehan.

The following questions are respectfully submitted for discussion and response during the "New Business" agenda period at the Annual Meeting of the Members of AOPA on Thursday, September 7, 2017. I ask that the questions and responses please be entered into the minutes of the meeting and thenceforth be available to the membership.

- 1) Current AOPA President Baker has said that general aviation pilots and their passengers need to transit aprons and ramps "just to get to the parking lot" without paying inordinate fees to FBO operators. To that end, I ask that the AOPA transient ramp here in front of headquarters, a ramp on private property and not on Frederick Municipal Airport property, please be opened for that purpose. It is currently signed "must be doing business at AOPA." Please allow dues paying current members to utilize the ramp for transient ops and one-night parking, instead of forcing them onto Signature's "pay to play" ramp.
- 2) As Board President Bill Tremble and General Counsel Ken Mead are aware, I now find myself in the unusual position of being a business competitor with my own association. As I don't operate a national trade association, this is somewhat puzzling to me. Upon my retirement from thirty years of Navy service in the Fall of 2016, I returned to my civilian business in real estate development here in Frederick, Maryland. Last Friday, September 1, 2017, Cross & Company, LLC submitted a response to the City of Frederick's Request for Proposal 17-R for a "Land Lease for Northeast Hangar Development", a project to construct and operate up to one hundred and twenty new general aviation hangars here at Frederick. Tim Fortune, AOPA's Chief Administrative Officer, submitted AOPA's proposal at the same moment.

Q: Would the Board please share with the members where specifically in Article Two of the Bylaws "Purposes", the association is meant to engage in Real Estate Development and the for-profit operation of Hangars?

Q: What explanation does the Board offer to AOPA members in the other forty-nine states and hundreds of other designated general aviation reliever airports around the country that AOPA resources, human capital and money were spent here in preparing the response, and if AOPA is awarded the contract will require the further expenditure of millions of dollars here, rather than alleviating their hangar shortages at their airports?

Q: I asked this question directly to Mr. Fortune on Friday and he responded "we have a plan." Would you please now tell the members about that plan?

Thank you.



Daniel C. Cross