Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: HARVEY RANDALL WICKES FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 472 PLAZA NORTH, 4800 FASHION SQ.   Room/suite

City or town, state, and ZIP code: SAGINAW MI 48604

A Employer identification number: 38-6061470

B Telephone number (see page 10 of the instructions): 989-799-1850

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 35,177,457

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	8,169	8,169		
	4	Dividends and interest from securities	1,201,830	1,064,653		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-73,497			
	b	Gross sales price for all assets on line 6a 6,239,044				
	7	Capital gain net income (from Part IV, line 2)		120,322		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	0	575		
	12	**Total.** Add lines 1 through 11	1,136,502	1,193,719	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	108,225	38,305		69,920
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 1	21,356	16,017		5,339
	c	Other professional fees (attach schedule) STMT 2	86,257	86,257		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 3	26,174	2,972		4,909
	19	Depreciation (attach schedule) and depletion STMT 4	374	374		
	20	Occupancy	7,960	2,786		5,174
	21	Travel, conferences, and meetings				
	22	Printing and publications	1,660	1,660		
	23	Other expenses (att sch) STMT 5	11,110	3,539		6,572
	24	**Total operating and administrative expenses.** Add lines 13 through 23	263,116	151,910		91,914
	25	Contributions, gifts, grants paid	1,768,248			1,768,248
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,031,364	151,910	0	1,860,162
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-894,862			
	b	**Net investment income** (if negative, enter -0-)		1,041,809		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	19,839	31,526	31,526
2	Savings and temporary cash investments	1,560,874	842,610	842,610
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (att schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule) SEE STMT 6	5,024,054	3,894,145	4,961,414
c	Investments—corporate bonds (attach schedule) SEE STMT 7	9,593,132	9,418,235	9,620,229
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule) SEE STATEMENT 8	24,065,524	25,220,199	19,721,061
14	Land, buildings, and equipment basis ▶ 1,185			
	Less accumulated depreciation (attach sch) ▶ STMT 9 568	991	617	617
15	Other assets (describe ▶ SEE STATEMENT 10)	36,858		
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	40,301,272	39,407,332	35,177,457
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶ SEE STATEMENT 11)		922	
23	**Total liabilities** (add lines 17 through 22)	0	922	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	40,301,272	39,406,410	
30	**Total net assets or fund balances** (see page 17 of the instructions)	40,301,272	39,406,410	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	40,301,272	39,407,332	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	40,301,272
2	Enter amount from Part I, line 27a	2	-894,862
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	39,406,410
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	39,406,410

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr)
1a	PUBLICALY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	FROM K-1 - BUCKEYE	P		
c	FROM K-1 - TC PIPELINES	P		
d	FROM K-1 - ENTERPRISE	P		
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,045,225		6,118,722	-73,497
b	6,839			6,839
c	44,550			44,550
d	142,430			142,430
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				-73,497
b				6,839
c				44,550
d				142,430
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — 120,322

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 — 3 — 120,322

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col (c))
2008	2,004,415	37,492,637	0.053462
2007	2,150,940	44,022,521	0.048860
2006	2,002,484	43,068,161	0.046496
2005	1,838,697	41,546,036	0.044257
2004	1,645,517	39,006,255	0.042186

2	**Total** of line 1, column (d)	2	0.235261
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047052
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	31,263,502
5	Multiply line 4 by line 3	5	1,471,010
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,418
7	Add lines 5 and 6	7	1,481,428
8	Enter qualifying distributions from Part XII, line 4	8	1,860,162

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ... (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	10,418
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	10,418
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	10,418
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 25,000		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	25,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	14,582
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 14,582 **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ____ **(2)** On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)		11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ▶ N/A				
14	The books are in care of ▶ HUGO E. BRAUN, JR. Telephone no. ▶ 989-799-1850 4800 FASHION SQUARE BLVD Located at ▶ SAGINAW, MI ZIP+4 ▶ 48604				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

DAA

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
HARTLAND & CO CLEVELAND 1100 SUPERIOR AVENUE, E SUITE 1616 OH 44114	INVESTMENT SVCS	54,638

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions. 3	
Total. Add lines 1 through 3 ▶	

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Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	31,026,038
b	Average of monthly cash balances	1b	694,786
c	Fair market value of all other assets (see page 24 of the instructions)	1c	18,772
d	**Total** (add lines 1a, b, and c)	1d	31,739,596
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	31,739,596
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	476,094
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	31,263,502
6	**Minimum investment return.** Enter 5% of line 5	6	1,563,175

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,563,175
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 10,418		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	10,418
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,552,757
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,552,757
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,552,757

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,860,162
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,860,162
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	10,418
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,849,744

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

DAA

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				1,552,757
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			1,851,441	
b	Total for prior years 20____ , 20____ , 20____				
3	Excess distributions carryover, if any, to 2009				
a	From 2004				
b	From 2005				
c	From 2006				
d	From 2007				
e	From 2008				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,860,162				
a	Applied to 2008, but not more than line 2a			1,851,441	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				8,721
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				1,544,036
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2005				
b	Excess from 2006				
c	Excess from 2007				
d	Excess from 2008				
e	Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon. a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

HUGO E. BRAUN, JR. 989-799-1850
4800 FASHION SQ. BLVD. SAGINAW MI 48604

b The form in which applications should be submitted and information and materials they should include:

SEE STATEMENT 13

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

SEE STATEMENT 14

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT				1,768,248
Total			▶ 3a	1,768,248
b Approved for future payment SEE STATEMENT				1,908,894
Total			▶ 3b	1,908,894

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	8,169	
4 Dividends and interest from securities			14	1,201,830	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	120,322	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SEE STATEMENT 15		2,932			
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		2,932		1,330,321	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,333,253

(See worksheet in line 13 instructions on page 28 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
N/A	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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 Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

[signature] 4/29/10 President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature: Laura M. Ebel	Date 4/26/10	Check if self-employed ☐ Preparer's identifying number (see **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code: ANDREWS HOOPER & PAVLIK P.L.C. 5300 GRATIOT RD SAGINAW, MI 48638-6035		EIN Phone no 989-497-5300

Form 990-PF, Part I, Line 11 - Other Income

Description	Book Income	Net Investment Income
BUCKEYE PARTNERS, LP - PTP		1,853
TEPPCO PARTNERS, LP - PTP		(2,657)
ONEOK PARTNERS, LP - PTP		1,184
TC PIPELINE, LP - PTP		(75)
ENTERPRISE PRODUCTS PARTNERS, LP - PTP		(341)
ENBRIDGE ENERGY PARTNERS, LP - PTP		611
	-	575

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
AUDIT AND 990PF PREP FEES	$ 21,356	$ 16,017	$	$ 5,339
TOTAL	$ 21,356	$ 16,017	$ 0	$ 5,339

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MERRILL LYNCH INVESTMENT FEES	$ 150	$ 150	$	$
WILLIAM BLAIR INVESTMENT FEES	19,152	19,152		
AGINCOURT CAPITAL INVESTMENT FEE	12,317	12,317		
HARTLAND & CO. INVESTMENT FEES	54,638	54,638		
TOTAL	$ 86,257	$ 86,257	$ 0	$ 0

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL TAXES	$ 18,300	$	$	$
FOREIGN TAXES	58	58		
PAYROLL TAXES	7,725	2,875		4,850
PROPERTY TAXES	91	39		59
TOTAL	$ 26,174	$ 2,972	$ 0	$ 4,909

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

Description / Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
4 DRAWER FILING CABINET 10/15/77	$ 263	$ 263	S/L	10	$	$	$
4 DRAWER FILING CABINET 2/15/81	316	316	S/L	10			
FILING CABINET 11/19/85	225	225	S/L	10			
OFFICE EQUIPMENT 1/05/89	606	606	S/L	10			
HIGH BACK CHAIR 2/28/95	750	750	S/L	5			
OFFICE FURNITURE 5/11/98	2,542	2,542	S/L	7			
(2) DICTATING MACHINES 11/02/98	1,198	1,198	S/L	5			
4-DRAWER FILING CABINET 8/22/02	1,449	942	S/L	10	145	145	
HP COMPUTER & MONITOR 6/16/04	1,948	1,753	S/L	5	195	195	
LATERAL FILE 6/18/07	340	51	S/L	10	34	34	
TOTAL	$ 9,637	$ 8,646			$ 374	$ 374	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
MISCELLANEOUS	4,701	1,296		2,406
OTHER INSURANCE	6,409	2,243		4,166
TOTAL	$ 11,110	$ 3,539	$ 0	$ 6,572

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE STATEMENT - CORPORATE STOCK	$ 5,024,054	$ 3,894,145	COST	$ 4,961,414
TOTAL	$ 5,024,054	$ 3,894,145		$ 4,961,414

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE STATEMENT - BONDS	$ 8,971,917	$ 9,134,047	COST	$ 9,287,907
SEE STMT - SHORT & MED-TERM SEC	621,215	284,188	COST	332,322
TOTAL	$ 9,593,132	$ 9,418,235		$ 9,620,229

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE STATEMENT - MUTUAL FUNDS	$ 21,565,524	$ 22,520,224	COST	$ 17,048,409
SEE STMT - ALTERNATIVE INVESTMENTS	2,500,000	2,699,975	COST	2,672,652
TOTAL	$ 24,065,524	$ 25,220,199		$ 19,721,061

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
BUILDINGS/EQUIPMENT	$ 991	$ 1,185	$ 568	$ 617
TOTAL	$ 991	$ 1,185	$ 568	$ 617

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
REFUNDABLE FEDERAL EXCISE TAX	$ 36,858	$	$
TOTAL	$ 36,858	$ 0	$ 0

Statement 11 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
FEDERAL EXCISE TAX PAYABLE	$	$ 922
TOTAL	$ 0	$ 922

Federal Statements

Statement 12 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
HUGO E. BRAUN, JR. 4800 FASHION SQ. BLVD. SAGINAW MI 48604	PRESIDENT	20.00	72,000	0	0
MARY LOU CASE 4800 FASHION SQ. BLVD. SAGINAW MI 48604	TRUSTEE	0.35	1,000	0	0
ELLEN E. CRANE 4800 FASHION SQ. BLVD. SAGINAW MI 48604	TRUSTEE	0.35	1,000	0	0
PETER EWEND 4800 FASHION SQ. BLVD SAGINAW MI 48604	TRUSTEE	0.35	750	0	0
WILLIAM A. HENDRICK 4800 FASHION SQ. BLVD. SAGINAW MI 48604	TREASURER	0.46	1,500	0	0
RICHARD HEUSCHELE 4800 FASHION SQ. BLVD. SAGINAW MI 48604	TRUSTEE	0.35	750	0	0
CRAIG W. HORN 4800 FASHION SQ. BLVD. SAGINAW MI 48604	VICE PRES.	0.69	1,500	0	0
RICHARD KATZ 4800 FASHION SQ. BLVD. SAGINAW MI 48604	TRUSTEE	0.35	750	0	0
MICHELE PAVLICEK 4800 FASHION SQ. BLVD. SAGINAW MI 48604	SECRETARY	24.00	28,975	0	0

Statement 13 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
REQUESTS FOR FUNDS SHOULD BE IN WRITTEN FORM INCLUDING SPECIFIC DETAILS AS TO THE INTENDED USE OF THE FUNDS.

Statement 14 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
CHARITABLE AND CIVIC ORGANIZATIONS LOCATED PRIMARILY IN THE SAGINAW, MICHIGAN AREA.

Statement 15 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

Description	Business Code	Unrelated Amount	Exclusion Code	Exclusion Amount	Related Income
TEPPCO PARTNERS LP - PTP	900001	$ -1,252		$	$
BUCKEYE PARTNERS LP - PTP	900001	9,139			
BUCKEYE - PTP - P/Y LOSS	900001	-4,955			
ENTERPRISE LP - PTP	900001	5,191			
ENTERPRISE LP - PTP- P/Y LO	900001	-5,191			
ENBRIDGE LP - PTP	900001	91			
ENBRIDGE LP - PTP - P/Y LOS	900001	-91			
TOTAL		$ 2,932		$ 0	$ 0

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part II, Line 10b - Corporate Stock Investments

	Number of Shares	December 31, 2009 Cost	Market Value
Corporate stocks (common unless otherwise noted)			
Activision Blizzard Inc.	3,270	$ 39,326	$ 36,330
Allergan Inc.	825	47,956	51,983
Amphenol Corp.	1,100	37,218	50,798
Apache Corp.	380	30,563	39,205
Apple Inc.	665	58,195	140,222
Baxter International Inc.	2,330	126,020	136,723
Broadcom Corp.	1,995	45,897	62,742
Buckeye Partners LP	6,200	175,983	337,590
Celgene Corp.	1,450	73,757	80,735
Citizens Republic Bancorp	9,000	108,009	6,210
CME Group Inc.	210	56,224	70,550
Cognizant Technology Solutions	1,070	36,671	48,471
Colgate Palmolive Co.	945	68,196	77,632
Comcast Corp. 7.0% Preferred Stock	4,000	100,000	100,160
CVS Caremark Corporation	745	21,585	23,996
Danaher Corp.	1,010	70,984	75,951
Discovery Communications Inc.	2,010	37,183	61,647
EMC Corp-Mass	3,890	66,408	67,958
Enbridge Energy Partners LP	4,700	214,331	252,343
Enterprise Products Partners LP	9,559	176,021	305,965
EOG Res Inc.	410	28,824	39,893
Freeport McMoran Copper & Gold Inc.	420	32,983	33,722
Ford Motor Co. Cap. Tr. II 6.5% Preferred Stock	4,000	157,890	159,680
Goldman Sachs Group Inc.	276	33,834	46,600
Goodrich Corporation	950	56,251	61,038
Google Inc. Class A	255	121,229	158,095
Hewlett Packard Co.	2,630	87,073	135,471
Invesco LTD	2,740	42,808	64,363
JB Hunt Transport Services Inc.	1,570	52,802	50,664
Johnson Controls Inc.	2,035	28,963	55,433

	Number of Shares	December 31, 2009 Cost	December 31, 2009 Market Value
Corporate stocks (common unless otherwise noted) (continued)			
Kohls Corp.	1,415	$ 61,631	$ 76,311
McAfee Inc.	1,540	64,920	62,478
McDonalds Corp.	1,145	65,138	71,494
Mead Johnson Nutrition Company	390	15,093	17,043
Medco Health Solutions Inc.	910	53,205	58,158
Microsoft Corp.	6,210	152,415	189,343
Oneok Partners LP	6,200	221,876	386,260
O'Reilly Automotive Inc.	1,085	41,014	41,360
Pepsico Inc.	1,670	97,673	101,536
Praxair Inc.	1,220	49,507	97,978
Qualcomm Inc.	2,905	112,383	134,385
Rockwell Automation Inc.	1,550	65,244	72,819
Roper Industries Inc.	1,060	59,443	55,512
Schlumberger LTD	1,265	66,621	82,339
Suncor Energy Inc.	1,795	49,142	63,381
TC Pipelines LP	8,000	176,026	294,720
Thermo Fisher Scientific Inc.	2,135	102,789	101,818
United Parcel Service Inc.	1,865	97,879	106,995
W. W. Grainger Inc.	660	56,300	63,908
YUM Brands Inc.	1,470	52,662	51,406
Total corporate stocks		$3,894,145	$4,961,414

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part II, Line 10c - Corporate Bond Investments

	Maturity Value	December 31, 2009 Cost	Market Value
Bonds			
Abbott Labs, 5.125% Notes, due 4/01/19	$ 5,000	$ 4,978	$ 5,240
Aetna, Incorporated, 6.75% Debentures, due 9/15/13	150,000	146,331	158,798
Aetna, Incorporated, 7.25% Debentures, due 8/15/23	150,000	143,917	150,197
Aetna, Incorporated, 7.625% Guarantee, due 8/15/26	200,000	208,689	193,864
Allstate Corp., 7.45% Notes, due 5/16/19	5,000	5,689	5,796
America Movil, 5.50% Notes, due 3/1/14	15,000	14,856	15,979
America Movil, 5.625% Company Guaranteed, due 11/5/17	5,000	4,982	5,200
Anadarko Petroleum Corp., 7.05% Debentures, due 5/15/18	159,000	154,150	167,273
AOL Time Warner, 7.70% Notes, due 5/1/32	5,000	5,355	5,842
Archer Daniels MI, 7.50% Debentures, due 3/15/27	5,000	5,644	5,919
Assoc Corp. NA, 6.95% Bonds, due 11/01/18	10,000	8,746	10,082
Astrazeneca PLC, 5.40% Notes, due 9/15/12	10,000	10,879	10,929
AT&T Inc., 6.70% Notes, due 11/15/13	30,000	32,749	33,940
AT&T Inc., 5.80% Bonds, due 2/15/19	5,000	4,984	5,353
AT&T Inc., 6.40% Notes, due 5/15/38	5,000	5,013	5,176
AT&T Wireless SVCS, Inc., 8.75% Senior Notes, due 3/01/31	200,000	209,206	258,462
Atmos Energy, 4.95% Notes, due 10/15/14	10,000	9,531	10,447
Bank of AM Corp., 4.75% Bonds, due 8/01/15	30,000	24,610	30,448
Bank of America, 7.375% Notes, due 5/15/14	5,000	5,151	5,670
Bank One Corp., 5.25% Subordinate Notes, due 1/30/13	10,000	9,740	10,584
Baxter Intl., 4.50% Notes, due 8/15/19	5,000	4,983	5,030
Bear Stearns Co., 6.40% Notes, due 10/02/17	15,000	13,568	16,501
Bear Stearns Co., 5.70% Notes, due 11/15/14	25,000	24,243	27,338
Beaver Valley Funding, 9.00% Debentures, due 6/1/17	25,000	23,151	27,324
Berkley WR Corp., 8.70% Debentures, due 1/1/22	186,000	190,564	196,057
BHP Billiton Fin., 5.40% Notes, due 3/29/17	10,000	9,598	10,688
Boeing, 8.625% Debentures, due 11/15/31	5,000	6,582	6,465
British Tel., 9.625%, due 12/15/30	10,000	12,964	12,815
Brunswick Corp., 7.125% Notes, due 8/1/27	100,000	92,279	70,000
Bunge Ltd. Fin CP, 8.50% Bonds, due 6/15/19	10,000	10,300	11,377
Burlington Resources, Inc., 6.875%, due 2/15/26	140,000	152,123	147,189
Canadian Natural Res., 5.70% Notes, due 5/15/17	10,000	9,790	10,658
Canadian Pacific., 7.25% Notes, due 5/15/19	10,000	10,140	11,318
Capital One FNCL, 4.80% Notes, due 2/21/12	20,000	19,071	20,777
Capital One FNCL, 6.15% Bonds, due 9/1/16	5,000	4,903	5,045
Champion Intl. Corp., 7.35% Debentures, due 11/1/25	190,000	184,208	181,496

	Maturity Value	December 31, 2009 Cost	Market Value
Bonds (continued)			
Citigroup Inc., 5.30% Notes, due 10/17/12	$ 10,000	$ 9,978	$ 10,456
Citigroup Inc., 5.125% Notes, due 5/05/14	10,000	8,874	10,054
CNA Financial, 6.95% Bonds, due 1/15/18	200,000	202,169	195,636
Coca Cola Enter, 7.00% Senior Notes, due 10/01/26	5,000	5,603	5,816
Coca Cola HBC, 5.125%, due 9/17/13	10,000	9,715	10,708
Commercial Mtg. A3, Variable Rate, due 12/10/49	25,000	25,342	23,545
Commercial Mtg. A4, Variable Rate, due 12/10/49	50,000	49,309	45,407
Conoco FDG Co., 7.25% Note, due 10/15/31	5,000	5,196	5,831
Conoco Inc., 6.95% Note, due 4/15/29	5,000	5,521	5,671
Countrywide HM, Variable Rate, due 10/25/34	75,000	26,686	17,571
CSX Corp., 7.90% Debentures, due 5/1/17	15,000	16,635	17,356
CSX Corp., 8.625% Debentures, due 5/15/22	140,000	154,786	169,536
CVS Care., 5.75% Bonds, due 6/1/17	5,000	4,985	5,266
CVS Corp., 4.875% Bonds, due 9/15/14	10,000	9,316	10,597
Daimler Chrysler, 7.75% Debentures, due 1/18/11	10,000	10,593	10,598
Dayton Hudson Corporation, 9.35% Notes, due 6/16/20	100,000	100,000	119,801
Delmarva Power & Light, 6.40% Bonds, due 12/1/13	15,000	15,035	16,606
Detroit Edison Co., 6.40% Senior Notes, due 10/1/13	20,000	21,738	21,871
Deutsche Teleko, 8.75% Company Guaranteed, due 6/15/30	15,000	17,808	19,449
Devon Energy, 6.30% Bonds, due 1/15/19	10,000	10,579	11,140
Diageo Cap PLC, 5.125%, due 1/30/12	10,000	10,219	10,625
Disney Walt Co., 6.00% Notes, due 7/17/17	5,000	5,006	5,450
Dominion Resource, 5.15% Bonds, due 7/15/15	7,000	6,700	7,408
Dominion Resource, 5.20% Notes, due 8/15/19	5,000	4,993	5,063
Dow Chemical Co., 8.55% Notes, due 5/15/19	15,000	14,940	17,887
DTE Energy, 6.35% Bonds, due 6/1/16	10,000	9,928	10,252
Duke Energy Field, 8.125% Bonds, due 8/16/30	50,000	49,121	56,136
Dun & Bradstreet, 5.50% Notes, due 3/15/11	5,000	4,997	5,184
Dun & Bradstreet, 6.00% Notes, due 4/01/13	5,000	5,106	5,172
Electronic Data, 6.00% Notes, due 8/01/13	15,000	16,108	16,655
Energy East Corp., 6.75% Notes, due 6/15/12	15,000	15,780	16,358
Entrprs. Pro Oper., 5.25% Notes, due 1/31/20	5,000	4,968	4,949
EQT Corp., 8.125% Bonds, due 6/01/19	5,000	4,983	5,840
Federal Express, 6.72%, due 1/15/22	20,000	13,960	14,496
Federal National Mtg., 1.75% Notes, due 8/10/12	95,000	95,032	95,139
Federal National Mtg., 5.00%, due 5/11/17	160,000	176,769	173,394

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

		December 31, 2009	
	Maturity Value	Cost	Market Value
Bonds (continued)			
FHLMC A7-6044, 5.50%, due 4/1/38	$ 35,000	$ 33,784	$ 31,513
FHLMC G0-2794, 6.00%, due 5/1/37	60,000	56,356	36,374
FHLMC G0-8062, 5.00%, due 6/1/35	125,000	93,548	77,771
FHLMC G1-1649, 4.50%, due 2/1/20	125,000	80,437	58,961
FHLMC G1-1879, 5.00%, due 10/1/20	150,000	107,447	77,489
FHLMC G1-3666, 4.50%, due 9/1/24	115,440	118,234	114,614
FHLMC 1H-1311, Variable Rate, due 2/1/36	190,000	150,151	124,859
FNMA PL 735502, 6.00%, due 4/1/35	170,000	85,653	63,230
FNMA PL 735503, 6.00%, due 4/1/35	225,000	116,480	87,279
FNMA PL 745355, 5.00%, due 3/1/36	135,000	108,291	90,680
FNMA PL 942987, 6.00%, due 9/1/37	40,000	39,087	25,018
FNMA PL 948156, 5.50%, due 11/1/22	39,780	38,180	20,962
FNMA PL 995023, 5.50%, due 8/1/37	410,000	397,187	355,843
France Telecom, 7.75% Notes, due 3/1/11	15,000	16,024	16,130
France Telecom, 8.50% Notes, due 3/1/31	5,000	6,413	6,643
GE Capital, 5.25% Notes, due 10/19/12	10,000	9,744	10,647
GE Capital, 5.625% Notes, due 9/15/17	15,000	14,949	15,089
General Elec. Cap., 5.90% Notes, due 5/13/14	10,000	9,989	10,896
Glaxosmithkline, 4.85% Notes, due 5/15/13	5,000	5,199	5,342
Glaxosmithkline, 5.65% Bonds, due 5/15/18	5,000	4,997	5,388
Goldman Sachs GP, 4.75% Global Bonds, due 7/15/13	100,000	96,093	104,624
Goldman Sachs GP, 6.25% Bonds, due 9/01/17	15,000	14,194	16,097
Goldman Sachs GP, 6.15% SR Notes, due 4/1/18	5,000	5,060	5,355
Goodrich Corp., 6.125% Notes, due 3/01/19	10,000	10,239	10,930
B.F. Goodrich, 7.00% Notes, due 4/15/38	75,000	77,488	79,915
Hewlett-Packard, 6.125% Notes, due 3/1/14	5,000	4,978	5,588
Household Financing Co., 7.00% Notes, due 5/15/12	10,000	8,943	10,875
Household Financing Co., 4.75% Notes, due 7/15/13	25,000	23,568	26,075
Household Financing Co., 7.625% Global Bonds, due 5/17/32	240,000	250,424	245,462
ICI Wilmington, 5.625%, due 12/1/13	15,000	14,919	15,661
Ingersoll-Rand GL, 6.00%, due 8/15/13	15,000	14,994	16,163
Ingersoll-Rand GL, 9.50% Notes, due 4/15/14	10,000	10,263	12,017
International Paper Co., 5.25% Bonds, due 4/1/16	5,000	4,771	5,044
Intuit Inc., 5.40% Bonds, due 3/15/12	5,000	4,928	5,318
ITT Hartford Group, Inc., 7.30% Debentures, due 11/1/15	100,000	101,083	103,208
JC Penney & Company, 7.65% Bonds, due 8/15/16	25,000	23,414	27,000

		December 31, 2009	
	Maturity Value	Cost	Market Value
Bonds (continued)			
John Deere Cap., 5.25% Notes, due 10/01/12	$ 20,000	$ 20,122	$ 21,513
JPMorgan Chase, 5.125% Subordinate Global Bonds, due 9/15/14	100,000	92,358	105,476
JPMorgan Chase, Variable Rate, due 6/12/41	25,000	23,526	25,168
JPMorgan Chase, Variable Rate, due 2/12/49	30,000	30,150	25,675
JPMorgan Chase, Variable Rate, due 6/15/49	40,000	40,216	36,691
JPMorgan Chase, Variable Rate, due 2/12/51	20,000	20,036	11,333
Kinder Morgan, 5.125% Notes, due 11/15/14	5,000	4,697	5,198
Kinder Morgan Eng., 5.95% Bonds, due 2/15/18	10,000	9,609	10,638
Kohls Corp., 6.25% Senior Unsecured, due 12/15/17	5,000	4,996	5,515
Kroger, 6.40% Notes, due 8/15/17	5,000	5,577	5,477
Kroger Co., 6.20% Senior Notes, due 6/15/12	10,000	10,095	10,889
Lakehead Pipeline LP, 7.125% Senior Notes, due 10/1/28	50,000	47,999	52,566
LB-UBS Comm Mtg., 4.547%, due 8/15/29	20,000	17,575	20,076
Lockheed Martin Corp., 7.65% Notes, due 5/1/16	50,000	51,574	59,454
Lowes Companies, 6.875% Debentures, due 2/15/28	79,000	73,716	88,794
MacMillan Bloedel LTD, 7.70% Debentures, due 2/15/26	65,000	64,069	58,684
Macy's Retail Holdings, Inc., 7.45%, due 7/15/17	100,000	101,431	103,500
Merrill Lynch, 5.00% Bonds, due 1/15/15	100,000	79,721	101,703
Merrill Lynch, 6.40% Senior Notes, due 8/28/17	5,000	4,993	5,235
Merrill Lynch, 6.50% Notes, due 7/15/18	5,000	4,932	5,154
Metlife, 7.717% Notes, due 2/15/19	5,000	5,018	5,855
Metlife Inc., 6.75% Notes, due 6/01/16	10,000	10,015	11,255
Midamer Eng. Hld., 6.125% Notes, due 4/1/36	15,000	14,513	15,274
Midland Bank PLC, 6.95% Yankee Sub Notes, due 3/15/11	200,000	199,408	208,600
Morgan Stanley, 5.375% Global Bonds, due 10/15/15	100,000	93,719	103,326
Motorola, Inc., 7.50% Debentures, due 5/15/25	120,000	119,176	114,822
Nabisco, Inc., 7.55% Debentures, due 6/15/15	130,000	131,233	149,413
National Rural Utils., 5.45% Notes, due 4/1/17	10,000	9,686	10,467
National Rural Utils., 10.375% Bonds, due 11/1/18	5,000	4,962	6,675
Nationwide Financial, 5.90% Senior Notes, due 7/01/12	15,000	14,981	15,572
New York Telephone Co., 6.125% Debentures, due 1/15/10	200,000	199,988	200,208
News America Inc., 6.20% Notes, due 12/15/34	10,000	9,562	9,955
Norfolk Southern, 7.70% Notes, due 5/15/17	10,000	11,389	11,723
Norsk Hydro, 7.75% Debentures, due 6/15/23	170,000	183,167	208,877
Norsk Hydro, 7.75% Debentures, due 6/15/23	15,000	17,360	18,757
Novartis Cap CP, 4.125% Notes, due 2/10/14	10,000	10,120	10,488

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

		December 31, 2009	
	Maturity Value	Cost	Market Value
Bonds (continued)			
Occidental Petroleum, 8.45% Notes, due 2/15/29	$ 175,000	$ 177,806	$ 222,409
Pacific Bell, 6.625% Debenture, due 10/15/34	5,000	3,925	5,023
Pacific Gas & Electric, 5.625% Notes, due 11/30/17	5,000	4,963	5,325
Pemex Finance, 9.15% Notes, due 11/15/18	15,000	17,531	17,604
Philip Morris, 4.875% Notes, due 5/16/13	15,000	14,800	15,950
Philip Morris, 6.875% Notes, due 3/17/14	10,000	9,951	11,376
Premcor Refining, 6.75% Bonds, due 5/1/14	20,000	20,326	20,121
Proctor & Gamble, 4.60% Notes, due 1/15/14	5,000	4,999	5,353
Progress Energy, 7.00% Senior Notes, due 10/30/31	5,000	5,512	5,452
Public Service of New Mexico, 7.50% Senior Notes, due 8/1/18	179,000	180,163	180,749
Pvngs II Funding, 8.00% Secured, due 12/30/15	62,000	63,311	66,846
Questar Market, 6.05% Senior Notes, due 9/1/16	10,000	9,918	10,200
Questar Market Res., 6.80% Notes, due 3/01/20	5,000	4,991	5,230
Regions Bank, 3.25% Notes, due 12/9/11	60,000	61,117	62,195
Rio Tinto Fin., 5.875% Company Guaranteed, due 7/15/13	30,000	30,168	32,412
Roper Industries, 6.25% Notes, due 9/01/19	5,000	5,069	5,208
Safeway Inc., 6.25% Notes, due 3/15/14	10,000	10,902	10,927
Sara Lee Corporation, 0%, due 9/22/14	700,000	572,743	641,060
Sempra Energy, 6.15% Notes, due 6/15/18	10,000	9,929	10,689
Shell International Finance, 4.00% Notes, due 3/21/14	10,000	10,215	10,459
Shell International Finance, 6.375% Notes, due 12/15/38	5,000	4,975	5,641
Southern Cal Gas, 5.50% Notes, due 3/15/14	5,000	5,300	5,486
TCI Commun. Inc., 8.75% Debentures, due 8/01/15	5,000	5,985	5,992
TCI, Inc., 7.875% Debentures, due 2/15/26	100,000	115,813	112,094
Tele Communication, 9.80% Debenture, due 2/01/12	25,000	26,930	28,363
Telefonica, 6.221% Company Guaranteed, due 7/3/17	15,000	14,858	16,543
Telefonica EMI, 5.877% Notes, due 7/15/19	5,000	5,000	5,355
Telefonica Euro, 7.75% US Note, due 9/15/10	10,000	10,479	10,468
Time Warner Cable, 7.50% Notes, due 4/01/14	5,000	4,977	5,763
Time Warner Cable, 5.85% Bonds, due 5/1/17	10,000	9,964	10,494
Time Warner Cable, 6.75% Bonds, due 7/1/18	5,000	4,996	5,514
Time Warner Cos., Inc., 9.125% Notes, due 1/15/13	146,000	160,173	169,408
TRW, Inc., 7.75% Debentures, due 6/1/29	70,000	67,654	83,355
United Tech., 6.125% Bonds, due 2/1/19	5,000	5,268	5,539
US Treasury Bond, 6.00%, due 2/15/26	55,000	67,146	64,376
US Treasury Note, 3.125%, due 10/31/16	180,000	182,813	177,834

		December 31, 2009	
	Maturity Value	Cost	Market Value
Bonds (continued)			
US Treasury Strip, 0.00%, due 11/15/20	$ 115,000	$ 70,370	$ 71,929
USX – Marathon Group, 8.50% Debentures, due 3/1/23	131,000	134,446	150,967
Verizon Communications, 5.55% Notes, due 2/15/16	10,000	9,767	10,702
Verizon Communications, 8.75% Notes, due 11/01/18	5,000	5,975	6,330
Verizon Global F., 7.75% Notes, due 12/1/30	5,000	5,554	5,910
Virginia Elec., 4.75% Senior Notes, due 3/1/13	10,000	9,863	10,528
Virginia Elec., 5.40% Senior Unsecured, due 4/30/18	5,000	4,989	5,244
Vodafone Group, 6.15% Unsecured, due 2/27/37	5,000	5,334	5,178
Vodafone Group PLC, 5.00% Notes, due 9/15/15	10,000	9,227	10,549
Wachovia Corp., 5.25% Notes, due 8/1/14	20,000	19,251	20,701
Wachovia CP, 5.50% Notes, due 5/01/13	35,000	34,011	37,421
Wal Mart, 5.875% Notes, due 4/5/27	5,000	4,838	5,390
Wal Mart Stores, 6.20% Senior Notes, due 4/15/38	5,000	4,985	5,549
Waste Management Inc., 7.375% Notes, due 3/11/19	5,000	5,047	5,812
Wellpoint Inc., 5.85% Notes, due 1/15/36	10,000	9,347	9,349
Wells Fargo Mtg., Variable Rate, due 3/25/36	40,000	33,411	20,214
Wyeth, 6.45% Bonds, due 2/01/24	5,000	5,479	5,590
Xerox Corp., 5.625% Bonds, due 12/15/19	10,000	10,139	9,993
XTO Energy, 6.50% Bonds, due 12/15/18	10,000	10,001	11,472
Total bonds	$9,679,220	$9,134,047	$9,287,907

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

	Maturity Value	December 31, 2009 Cost	December 31, 2009 Market Value
Short- and medium-term securities			
Atlantic Richfield, 8.37%, due 2/14/12	$ 92,000	$ 91,504	$103,287
JC Penney & Company, 6.875%, due 10/15/15	150,000	136,763	158,250
World Bank, 9.75%, due 10/8/18	50,000	55,921	70,785
Total short- and medium-term securities	$292,000	$284,188	$332,322

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part II, Line 13 - Other Investments

		December 31, 2009	
	Shares	Cost	Market Value
Mutual funds			
DFA International Value Port. Inst. Class	121,066	$ 3,195,695	$ 2,064,174
Schwab Equity Mutual Funds	385,438	16,462,189	12,315,428
William Blair Mutual Funds Intl. Grw. Fund Class I	93,112	1,974,365	1,764,468
William Blair Small Cap. Growth Fund Class I	43,815	887,975	904,339
Total mutual funds		$22,520,224	$17,048,409
Alternative investments			
PIMCO All Asset Fund	95,837	$ 1,199,975	$ 1,101,162
Weatherlow Offshore Fund I Ltd. Class II A	1,500	1,500,000	1,571,490
Total alternative investments		$ 2,699,975	$ 2,672,652

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part XV - Grants and Contributions Paid during the Year

Recipient Organization	Purpose	Foundation Status	Amount
Bridgeport Public Library	Wall murals, chairs, and benches	N/A	$ 25,000
Chesaning Area Emergency Relief	Food/consumables	N/A	5,000
Children's Christmas Store	Clothing and blankets	N/A	5,000
Citizens Research Council	Operations	N/A	5,000
City of Saginaw	Repurposing Anderson Water Park	N/A	50,000
City Rescue Mission of Saginaw	Food/consumables	N/A	5,000
Council of Michigan Foundations	Dues	Foundation	4,200
Council on Foundations	Dues	Foundation	4,570
Delta College	Medical simulation, wind turbine, and alternative energy	N/A	757,619
Downtown Saginaw Association	Riverside Saginaw Film Festival	N/A	2,000
East Side Soup Kitchen	Food/consumables	N/A	5,000
East Side Soup Kitchen	Van	N/A	8,000
Emmaus House	Food/consumables	N/A	2,500
Emmaus House	Repairs/maintenance to houses	N/A	10,000
First Ward Community Center	Food/consumables	N/A	5,000
Friends of the Rauchholz Memorial Library	Purchase of large print books/cd's	N/A	2,000
Health Delivery, Inc	Renovations for First Baptist Church	N/A	161,333
Hidden Harvest	Food/consumables	N/A	5,000
Hoyt Trust	Saginaw Public Libraries generator	N/A	25,000
Junior Achievement of Northeast Michigan	Operations	N/A	13,000
Legacy Center for Student Success	Jump into Kindergarten Program	Foundation	10,000
Michigan Colleges Foundation	Operations	Foundation	5,000
Mid-Michigan Children's Museum	Renovation/exhibits	N/A	200,000
Mid-Michigan Teen Challenge	Chairs, computer upgrade, and painting	N/A	14,300
Neighborhood House	Food/consumables	N/A	5,000
Old Town Soup Kitchen	Food/consumables	N/A	5,000
READ Association	Operations	Foundation	1,500
SVRC Industries	Westlund Bullying Program	N/A	5,000
Saginaw Area Fireworks, Inc.	4th of July display	N/A	2,000
Saginaw Art & Enrichment Commission	Youth Series	N/A	3,000
Saginaw Bay Symphony Orchestra	Operations	N/A	20,000
Saginaw Chamber Foundation	1,000 Leaders Initiative Program	Foundation	5,000
Saginaw Choral Society	Operations	N/A	6,000
Saginaw Community Foundation	Backpack Program	Foundation	5,000
Saginaw Community Foundation	Saginaw Township Soccer Complex	Foundation	83,334
Saginaw Community Foundation	Saginaw Valley African American Initiative	Foundation	6,667
Saginaw Community Foundation	Youth First After School Program	Foundation	30,000
Saginaw County Youth Protection Council	Food/consumables	N/A	2,500
Saginaw County Youth Protection Council	Teen parent services gap funding	N/A	30,000
Saginaw Habitat for Humanity	Facility and upgrade program	N/A	20,000
Saginaw Habitat for Humanity	Saginaw Arson Watch/Devil's Night Event	N/A	2,000
Saginaw Public Libraries	Mitch Album at the Temple Theatre	N/A	1,000
Saginaw Valley Concert Association	Operations	N/A	6,000
Saginaw Valley State University	Scholarships	Foundation	20,000
Salvation Army	Food/consumables	N/A	5,000
Toys for Tots	Toy purchases	N/A	1,000
Underground Railroad, Inc	Food/consumables	N/A	5,000
Underground Railroad, Inc	Renovations	N/A	33,333
Underground Railroad, Inc	Technology upgrades	N/A	15,000
United Way of Saginaw County	Campaign	N/A	50,000
United Way of Saginaw County	Collaborative Grant Writing Project	N/A	25,000
United Way of Saginaw County	Good Neighbors Mission	N/A	5,000

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part XV - Grants and Contributions Paid during the Year

Recipient Organization	Purpose	Foundation Status	Amount
United Way of Saginaw County	Operations/additional grant	N/A	10,000
United Way of Saginaw County	START program	N/A	25,000
Urban Youth Tennis Foundation	Equipment, balls, racquets	Foundation	5,392
			$ 1,768,248

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2009
Form 990-PF, Part XV - Grants and Contributions Approved for Future Payment

Recipient Organization	Purpose	Foundation Status	Amount
Boysville	Renovation of Queen of Angels Retreat building	N/A	$40,000
City of Saginaw	Repurposing Anderson Waterpark	N/A	50,000
Council on Foundations	Dues	Foundation	4,060
Emmaus House	Repairs and maintenance	N/A	34,500
Health Delivery, Inc.	Renovation of First Baptist Church	N/A	5,334
Saginaw Bay Symphony Orchestra	Operations	N/A	60,000
Saginaw Charter Township	Rail Trail	N/A	100,000
Saginaw Children's Zoo	Operations	N/A	25,000
Saginaw Community Foundation	Donor Advised Fund II/Wickes Special Grants	Foundation	637,000
Saginaw Valley African American Leadership	Operations	N/A	13,333
Saginaw County Chamber Foundation	1,000 Leaders Initiative	Foundation	5,000
Saginaw Township Soccer Association	Expansion of Wickes Soccer Complex	N/A	83,333
Saginaw Valley Concert Association	Operations	N/A	18,000
Temple Theatre Foundation	Temple Theatre facility	N/A	750,000
Underground Railroad	Renovations	N/A	33,334
Valley Library Consortium	Computer hardware and software	N/A	50,000
			$1,908,894