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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052









2013

Open to Public Inspection



For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation THE STEPHEN L HICKMAN FAMILY FOUND		A Employer identification number 38-3349206	
Number and street (or P O box number if mail is not delivered to street address) 2711 E MAUMEE STREET		B Telephone number (see instructions) (517) 263-5055	
City or town, state or province, country, and ZIP or foreign postal code ADRIAN, MI 49221		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 3,361,318		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	17,350	17,350		
	4 Dividends and interest from securities.	54,283	54,283		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	159,042			
	b Gross sales price for all assets on line 6a 791,708				
	7 Capital gain net income (from Part IV, line 2) . . .		159,042		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	4,977	4,977		
	12 Total. Add lines 1 through 11	235,652	235,652		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	999	999		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	34,493	34,493		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	35,492	35,492		0
	25 Contributions, gifts, grants paid	443,623			443,623
	26 Total expenses and disbursements. Add lines 24 and 25	479,115	35,492		443,623
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-243,463			
	b Net investment income (if negative, enter -0-)		200,160		
	c Adjusted net income (if negative, enter -0-)				

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	594,414	195,275	195,275
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ <u>3,336</u>			
		Less allowance for doubtful accounts ▶ _____	10,934	3,336	3,336
	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 instructions)			
	7	Other notes and loans receivable (attach 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)	144,272	 51,344	55,406
	b	Investments—corporate stock (attach schedule)	1,469,882	 1,806,974	2,203,919
	c	Investments—corporate bonds (attach schedule).	315,971	 209,802	201,277
	11	Investments—land, buildings, and equipment basis ▶ _____			
Liabilities		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	480,780	 476,433	619,196
	14	Land, buildings, and equipment basis ▶ <u>4,155</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>4,155</u>			
	15	Other assets (describe ▶ _____)		 84,643	 82,909
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,016,253	2,827,807	3,361,318
	17	Accounts payable and accrued expenses	33,124		
	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 ▶ _____)	 2,070	 23,121	
	23	Total liabilities (add lines 17 through 22)	35,194	23,121	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
		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 ▶ <input checked="" type="checkbox"/>			
		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	2,981,059	2,804,686	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,981,059	2,804,686	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,016,253	2,827,807	

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	2,981,059
2	Enter amount from Part I, line 27a	2	-243,463
3	Other increases not included in line 2 (itemize) ▶ 	3	67,288
4	Add lines 1, 2, and 3	4	2,804,884
5	Decreases not included in line 2 (itemize) ▶ 	5	198
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,804,686

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	See Additional Data Table			
b				
c				
d				
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
b			
c			
d			
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	159,042
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 instructions) If (loss), enter -0- in Part I, line 8		3	7,753

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))
2012	424,613	3,293,705	0 128917
2011	424,753	3,633,238	0 116908
2010	581,983	3,870,098	0 150379
2009	143,502	3,631,913	0 039511
2008	222,512	4,016,053	0 055406

2	Total of line 1, column (d).	2	0 491121
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 098224
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	3,428,498
5	Multiply line 4 by line 3.	5	336,761
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,002
7	Add lines 5 and 6.	7	338,763
8	Enter qualifying distributions from Part XII, line 4. 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	8	443,623

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,002
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	
3 Add lines 1 and 2.	3	2,002
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,002
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,069
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	3,069
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,067
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,067 Refunded	11	

Part VII-A Statements Regarding Activities			
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	Yes	No
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)? <i>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.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____			
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? <i>If "No," attach explanation.</i>	8b	Yes	
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

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 instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶NA				
14	The books are in care of ▶SALLY D HICKMAN Telephone no ▶(517) 263-5055			
	Located at ▶2711 E MAUMEE STREET ADRIAN MI ZIP +4 ▶49221			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶			

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
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 2013?.	1c		
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions).	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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2013?	4b		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 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
TRACY L HICKMAN	PRESIDENT	0	0	0
1046 W KINZIE STREET SUITE 102 CHICAGO,IL 60642	0 00			
STEPHANIE L HICKMAN-BOYSE	SECRETARY	0	0	0
3743 BIRNWICK DRIVE ADRIAN,MI 49221	0 00			
SALLY D HICKMAN	VICE PRES/TR	0	0	0
2791 LENAWEE HILLS ADRIAN,MI 49221	0 00			
STEPHEN L HICKMAN	TRUSTEE	0	0	0
2791 LENAWEE HILLS ADRIAN,MI 49221	0 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see 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.				

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 instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see 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.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	3,058,840
b	Average of monthly cash balances.	1b	421,869
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,480,709
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	3,480,709
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	52,211
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,428,498
6	Minimum investment return. Enter 5% of line 5.	6	171,425

Part XI

Distributable Amount (see 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	171,425
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,002
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,002
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	169,423
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	169,423
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	169,423

Part XII

Qualifying Distributions (see 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	443,623
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	443,623
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 instructions).	5	2,002
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	441,621
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			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				169,423
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.	26,445			
b From 2009.				
c From 2010.	389,514			
d From 2011.	244,587			
e From 2012.	262,710			
f Total of lines 3a through e.	923,256			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 443,623				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				169,423
e Remaining amount distributed out of corpus	274,200			
5 Excess distributions carryover applied to 2013 (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	1,197,456			
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 instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	26,445			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,171,011			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .	389,514			
c Excess from 2011. . . .	244,587			
d Excess from 2012. . . .	262,710			
e Excess from 2013. . . .	274,200			

Part XIV

Private Operating Foundations (see 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 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 organization had \$5,000 or more in assets at any time during the year—see 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))

See Additional Data Table

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

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

SALLY D HICKMAN
2711 E MAUMEE STREET
ADRIAN, MI 49221
(571) 263-5055

b

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

ALL APPLICATIONS MUST BE IN WRITING AND INCLUDE A DETAILED DESCRIPTION AS TO THE PURPOSE OF THE REQUEST

c

Any submission deadlines

ALL APPLICATIONS MUST BE RECEIVED AT THE FOUNDATION'S BUSINESS OFFICE NO LATER THAN OCTOBER 1 OF EAC

d

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

ALL APPLICATANTS MUST BE 501(C)(3) ORGANIZATIONS

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	443,623
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MORGAN STANLEY - 8479	P	2012-08-13	2013-07-03
MORGAN STANLEY - 8044	P	2013-12-01	2013-12-31
MORGAN STANLEY - 8044	P	2012-01-01	2013-12-31
FROM K-1 RECF 2008	P	2013-12-01	2013-12-31
FROM K-1 RECF 2008	P	2012-01-01	2012-12-31
FROM K-1 PECP 2008	P	2013-12-01	2013-12-31
FROM K-1 PECP 2008	P	2012-01-01	2012-12-31
FROM K-1 ENERGY TRANSFER PARTNERS	P	2012-01-01	2013-12-31
FORM K-1 RECF 2008	P	2011-01-01	2013-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
88,974		89,830	-856
49,570		46,846	2,724
633,501		495,990	137,511
558			558
2,121			2,121
256			256
2,950			2,950
903			903
12,855			12,855


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-856
			2,724
			137,511
			558
			2,121
			256
			2,950
			903
			12,855

Form 990PF Part XV Line 1a - 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).

SALLY D HICKMAN
STEPHEN L HICKMAN

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
BIXBY COMMUNITY HEALTH FO 818 RIVERSIDE AVE ADRIAN, MI 49221	NONE	501(C)(3)	OPERATING	10,000
HOSPICE OF LENAWEE 415 MILL ROAD SUITE 4 ADRIAN, MI 49221	NONE	501(C)(3)	OPERATING	50,000
LENAWEE UNITED WAY 1354 NORTH MAIN ST ADRIAN, MI 49221	NONE	501(C)(3)	OPERATING	11,000
LINCOLN PARK ZOO 2001 NORTH CLARK STREET CHICAGO, IL 60614	NONE	501(C)(3)	OPERATING	50,000
FRIENDS PB CONSERVANCY 1 VILLAGE PARK SQUARE BLUFFTON, SC 29910	NON	501(C)(3)	OPERATING	1,000
BIRDIES FOR CHARITY 1 VILLAGE PARK SQUARE BLUFFTON, SC 29910	NONE	503(C)(3)	OPERATING	10,000
ADRIAN SCHOOLS EDUCATION FOUNDATION 785 RIVERSIDE AVENUE SUITE 2 ADRIAN, MI 49221	NONE	503(C)(3)	OPERATING	9,118
SIENNA HEIGHTS UNIVERSITY 1247 E SIENA HEIGHTS DR ADRAIN, MI 49221	NONE	503(C)(3)	OPERATING	250,000
BOYS GIRLS CLUB OF LENAWEE P O BOX 423 TECUMSEH, MI 49286	NONE	503(C)(3)	OPERATING	50,000
ART-A-LECIOUS P O BOX 685 ADRIAN, MI 49221	NONE	503(C)(3)	OPERATING	2,500
K-1 PECP 2008 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS, OH 44122	NONE	503(C)(3)	OPERATING	1
K- RECF 2008 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS, OH 44122	NONE	503(C)(3)	OPERATING	4
Total  3a				443,623

TY 2013 Compensation Explanation**Name:** THE STEPHEN L HICKMAN FAMILY FOUND**EIN:** 38-3349206

Person Name	Explanation
TRACY L HICKMAN	
STEPHANIE L HICKMAN-BOYSE	
SALLY D HICKMAN	
STEPHEN L HICKMAN	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: THE STEPHEN L HICKMAN FAMILY FOUND

EIN: 38-3349206

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
		PURCHASE								

**TY 2013 Investments Corporate
Bonds Schedule****Name:** THE STEPHEN L HICKMAN FAMILY FOUND**EIN:** 38-3349206

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ABERDEEN ASIA-PACIFIC INCOME FUND	48,095	46,080
ABERDEEN GLOBAL INCOME FUND	59,779	49,400
CAPITAL ONE NA VA CD	95,000	98,869
GE CAPITAL FINANCIAL INCOME CD	3,647	3,647
GE MONEY BANK CD	3,281	3,281
PROGRESSIVE CORP NOTES		
SOUTHWEST BANK OF ST. LOUIS CD		

TY 2013 Investments Corporate
Stock Schedule

Name: THE STEPHEN L HICKMAN FAMILY FOUND
EIN: 38-3349206

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3D SYSTEMS CORP	12,499	23,233
ABBOTT LABS	9,879	16,290
ABBVIE INC	10,713	22,444
AT&T	15,472	24,612
AUTOMATIC DATA PROCESSING		
AVON PRODUCTS INC		
BERKSHIRE HATHAWAY INC.	24,522	35,568
CISCO SYSTEMS	22,743	22,430
CLOROX COMPANY	38,196	55,656
APPLE INC.	33,328	42,077
CONOCOPHILLIPS	28,758	35,325
DOVER CORP.	28,724	57,924
DUKE ENERGY CORP.	35,517	44,857
EXXON MOBIL CORPORATION	42,281	48,070
FIRST POTOMAC REALTY TRUST	24,413	18,608
GILEAD SCIENCES	14,159	56,325
GOOGLE INC-CL A	13,930	44,828
IBM	22,563	46,893
INTEL	41,253	45,421
JOHNSON & JOHNSON	30,587	43,505
MCDONALDS	23,836	41,238
MERCK & CO	42,021	60,060
MICROSOFT	40,471	46,762
NATIONAL OILWELL VARCO INC.	16,455	17,894
NEOGEN	17,216	54,840
PEPSICO	11,090	12,441
PHILIP MORRIS INTL INC.	42,581	47,922
PHILLIPS 66	10,167	19,283
PROCTER & GAMBLE	34,900	42,740
REALTY INCOME CORP.	29,439	27,064

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHLUMBERGER	18,905	24,780
TJX COMPANIES INC.	15,113	63,730
VERIFONE SYSTEMS, INC.	40,179	45,594
VERIZON COMMUNICATIONS	26,098	39,312
WP CAREY, INC.		
WALGREEN	15,651	22,976
WALMART	18,654	31,476
BARRICK GOLD CORP	11,456	12,341
CENTRAL FUND CANADA CL A	18,426	15,900
GOLDCORP, INC.	66,242	20,045
ISHARES SILVER TRUST	43,661	48,178
MARKET VECTORS GOLD MINERS EF	13,488	11,644
NEWMONT MINING CORP.	24,773	14,970
SPDR GOLD TRUST (STREETTRACKS)		
FIRST DEFIANCE FINANCIAL CORP	122,452	28,177
NOVARTIS	37,594	56,266
CIMATRON	9,925	14,448
MARKET VECTORS AGRIBUSINESS EFT		
GABELLI 4783	452,527	507,197
NESTLE	29,364	33,041
STONE HARBOR EMERGING MARKET	41,998	38,020
STREETTRACKS GOLD TRUST	49,396	81,284
ENTERPRISE PRODUCTS PARTNERS		
UNILEVER N V NEW YORK SHS	33,359	40,230
EATON VANCE TAX-MGD GLOBAL		
HEWLETT-PACKARD		
KENNEDY-WILSON HOLDINGS		
VANGUARD SHORT TERM CORPORATE BOND		
WASTE MANAGEMENT		

TY 2013 Investments Government Obligations Schedule

Name: THE STEPHEN L HICKMAN FAMILY FOUND

EIN: 38-3349206

**US Government Securities - End of
Year Book Value:**

51,344

**US Government Securities - End of
Year Fair Market Value:**

55,406

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Investments - Other Schedule**Name:** THE STEPHEN L HICKMAN FAMILY FOUND**EIN:** 38-3349206

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
KINDER MORGAN ENERGY PARTNERS LP	FMV		
ENTERPRISE PRODUCTS PARTNERS L.P.	FMV	1,849	66,300
ENERGY TRANSFER PARTNERS LP	FMV	10,422	57,250
WP CAREY & CO	FMV	23,851	47,546
CHESAPEAKE GRANITE WASH TRUST	FMV	30,879	21,200
PENN VIRGINIA RESOURCE PARTNERS, LP	FMV	28,143	45,611
PRIVATE EQUITY CAPITAL PARTNERS 2008	FMV	155,901	155,901
REAL ESTATE CAPITAL FUND 2008	FMV	225,388	225,388

TY 2013 Other Assets Schedule

Name: THE STEPHEN L HICKMAN FAMILY FOUND

EIN: 38-3349206

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ORGANIZATION COSTS			
EATON VANCE TAX-MGD GLOBAL		54,363	53,240
FT NASDAQ MULTI ASSET DIV INC		30,280	29,669

TY 2013 Other Decreases Schedule

Name: THE STEPHEN L HICKMAN FAMILY FOUND

EIN: 38-3349206

Description	Amount
FROM K-1S - NONDEDUCTIBLE EXPENSES	198

TY 2013 Other Expenses Schedule

Name: THE STEPHEN L HICKMAN FAMILY FOUND
EIN: 38-3349206

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
TAX RETURN PREPARATION	5,000	5,000		
DEDUCTIONS- ROYALTY INCOME K	-477	-477		
FROM K-1 SECTION 59 EXPENDIT	209	209		
FROM K-1 ALLOWABLE DEPLETION	2,404	2,404		
SCHEDULE K-1 REAL ESTATE CAPI				
GABELLI MANAGEMENT FEES	3,686	3,686		
FILING FEES (MICHIGAN)	20	20		
FROM K-1 PECP 08 (ORDINARY LO				
FROM K-1 RECF 08 (ORDINARY LO	4,644	4,644		
FROM K-1 ENTERPRISE PRODUCTS	142	142		
FROM K-1 ENERGY TRANSFER (ORD	1,101	1,101		
FROM K-1 KINDER MORGAN (ORDIN	1,130	1,130		
FROM K-1 PVR PARTNERS (ORDINA	2,549	2,549		
FROM K-1 CHESAPEAKE PORTFOLIO	33	33		
FROM K-1 PECP 08 (PORTFOLIO D	802	802		
FROM K-1 RECF 08 (PORTFOLIO D	1,057	1,057		
FROM K-1 PECP 08 (INVESTMENT	140	140		
FROM K-1 RECF 08 (INVESTMENT	92	92		
FROM K-1 ENERGY TRANSFER (INV	126	126		
FROM K-1 KINDER MORGAN (INVES	19	19		
FROM K-1 RECF 08 (RENTAL INCO	3,035	3,035		
FROM K-1 PECP 08 (RENTAL INCO				
MANAGEMENT FEES PRIVATE HARBO	7,228	7,228		
FROM K-1 PECP 08(OTHER PORT D	895	895		
FROM K-1 RECF 08(OTHER PORT D	2	2		
FROM K-1 PVR PARTNERS(RENTAL				
SMITH BARNEY 8044 (INVESTMEN	81	81		
FROM K-1 RECF 2008 (DEDUCTION	63	63		
FROM K-1 PECP 08 (DEDUCTIONS)	76	76		
BANK FEES	155	155		
FROM K-1 ALLOWABLE DEPLETION				
TAXABLE CASH RECEIPTS	281	281		

TY 2013 Other Income Schedule**Name:** THE STEPHEN L HICKMAN FAMILY FOUND**EIN:** 38-3349206

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SCHEDUEL K-1 RECF 08-PORTFOLI	101	101	
SCHEDULE K-1 PECP 08-PORTFOLI	41	41	
PECP 08 CANCELLATION OF DEBT	11	11	
SCHEDULE K-1 PECP 08- OTHER I	1	1	
SCHEDULE K-1 CHESAPEAKE GRANI	-80	-80	
MORGAN STANLEY 8479	18	18	
SCHEDULE K-1 ENTERPRISE PRODU	7	7	
SCHEDULE K-1 RECF 08-OTHER IN	1,266	1,266	
SCHEDULE K-1 PENN VIRGINIA	132	132	
SCHEDULE K-1 PECF 2008	104	104	
SCHEDULE K1 - PENN VIRGINIA R	179	179	
SCHEDULE K-1 CHESAPEAKE GRANI	3,177	3,177	
SCHEDULE K-1 KINDER MORGAN EN	20	20	

TY 2013 Other Increases Schedule**Name:** THE STEPHEN L HICKMAN FAMILY FOUND**EIN:** 38-3349206

Description	Amount
NONTAXABLE DISTRIBUTIONS	139
BOOK/TAX DIFFERENCES	66,811
TAX EXEMPT INCOME- RECF 2008	338

TY 2013 Other Liabilities Schedule**Name:** THE STEPHEN L HICKMAN FAMILY FOUND**EIN:** 38-3349206

Description	Beginning of Year - Book Value	End of Year - Book Value
KINDER MORGAN	2,070	4,980
MARKET VECTORS AGRIBUSINESS EFT		13,428
SPDR GOLD TR		4,713

TY 2013 Taxes Schedule

Name: THE STEPHEN L HICKMAN FAMILY FOUND

EIN: 38-3349206

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	999	999		