Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: HARVEY RANDALL WICKES FOUNDATION

A Employer identification number: 38-6061470

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

Room/suite:

B Telephone number (see instructions): 989-799-1850

City or town, state or province, country, and ZIP or foreign postal code: SAGINAW MI 48604

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 44,124,116

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

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

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))

	Line	Description	(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 ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,160,683	1,061,543		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,279,779			
	b	Gross sales price for all assets on line 6a 2,804,400				
	7	Capital gain net income (from Part IV, line 2)		1,279,758		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	0	17,174		
	12	**Total.** Add lines 1 through 11	2,440,462	2,358,475	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	109,668	37,834		71,834
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 1	21,210	15,908		5,303
	c	Other professional fees (attach schedule) STMT 2	70,098	70,098		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 3	56,555	2,876		5,079
	19	Depreciation (attach schedule) and depletion STMT 4	134	134		
	20	Occupancy	8,403	2,941		5,462
	21	Travel, conferences, and meetings				
	22	Printing and publications	743	743		
	23	Other expenses (att sch) STMT 5	15,414	5,045		9,369
	24	**Total operating and administrative expenses.** Add lines 13 through 23	282,225	135,579	0	97,047
	25	Contributions, gifts, grants paid	1,779,264			1,779,264
	26	**Total expenses and disbursements** Add lines 24 and 25	2,061,489	135,579	0	1,876,311
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	378,973			
	b	**Net investment income** (if negative, enter -0-)		2,222,896		
	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	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing	21,102	167,727	167,727
	2	Savings and temporary cash investments	189,828	384,948	384,948
	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 instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	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	311,371	108,008	27,410
	c	Investments – corporate bonds (attach schedule) SEE STMT 7	8,083,628	7,608,285	8,409,636
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) SEE STATEMENT 8	28,186,944	28,888,394	35,126,523
	14	Land, buildings, and equipment basis ▶ 8,888			
		Less accumulated depreciation (attach sch) ▶ STMT 9 7,670	153	1,218	1,218
	15	Other assets (describe ▶ SEE STATEMENT 10)		6,654	6,654
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	36,793,026	37,165,234	44,124,116
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)	6,765		
	23	**Total liabilities** (add lines 17 through 22)	6,765	0	
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	36,786,261	37,165,234	
	30	**Total net assets or fund balances** (see instructions)	36,786,261	37,165,234	
	31	**Total liabilities and net assets/fund balances** (see instructions)	36,793,026	37,165,234	

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	36,786,261
2	Enter amount from Part I, line 27a	2	378,973
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	37,165,234
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	37,165,234

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	LOSSES FROM K-1'S	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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			22	-22
b	2,804,400		1,524,620	1,279,780
c				
d				
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				-22
b				1,279,780
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	1,279,758
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	1,279,758

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 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	1,885,920	38,297,932	0.049243
2011	1,751,257	37,893,260	0.046216
2010	1,554,168	35,381,399	0.043926
2009	1,849,744	31,263,502	0.059166
2008	2,004,415	37,492,637	0.053462

2	**Total** of line 1, column (d)	2	0.252013
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	0.050403
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	41,232,010
5	Multiply line 4 by line 3	5	2,078,217
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	22,229
7	Add lines 5 and 6	7	2,100,446
8	Enter qualifying distributions from Part XII, line 4	8	1,876,311

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

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see 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	44,458
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	44,458
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	44,458
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	53,500		
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	53,500
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	9,042
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 9,042 **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 Instructions for the 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 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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? 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 instructions)	11		X
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		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

			Yes	No
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		X
	See the 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? ☐ 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 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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ 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 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 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) 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 2013?	4b		X

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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 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 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 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 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 ▶ 0

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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
HARTLAND & CO CLEVELAND 1100 SUPERIOR AVENUE, E SUITE 1616 OH 44114	INVESTMENT SVCS	62,215

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 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 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 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	41,749,150
b	Average of monthly cash balances	1b	110,560
c	Fair market value of all other assets (see instructions)	1c	199
d	**Total** (add lines 1a, b, and c)	1d	41,859,909
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	41,859,909
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	627,899
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	41,232,010
6	**Minimum investment return.** Enter 5% of line 5	6	2,061,601

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	2,061,601
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 44,458		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	44,458
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,017,143
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,017,143
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	2,017,143

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	1,876,311
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	1,876,311
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,876,311

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				2,017,143
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			1,866,387	
b	Total for prior years 20____ , 20____ , 20____				
3	Excess distributions carryover, if any, to 2013				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,876,311				
a	Applied to 2012, but not more than line 2a			1,866,387	
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				9,924
e	Remaining amount distributed out of corpus				
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				
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				2,007,219
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)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012				
e	Excess from 2013				

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(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 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 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:

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 ATTACHED STATEMENT				1,779,264
Total			▶ 3a	1,779,264
b Approved for future payment SEE ATTACHED STATEMENT				1,205,363
Total			▶ 3b	1,205,363

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 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					
4 Dividends and interest from securities			14	1,061,543	
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	1,279,758	
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		24,757		17,174	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		24,757		2,358,475	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,383,232

(See worksheet in line 13 instructions 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 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) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

[signature] 5/12/14 President

Signature of officer or trustee — Date — Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
LAURA M. EBEL	Laura M. Ebel	5/12/14	
Firm's name ▶ ANDREWS HOOPER PAVLIK PLC		PTIN	P00184232
Firm's address ▶ 5300 GRATIOT RD SAGINAW, MI 48638-6035		Firm's EIN ▶ 38-3133790	Phone no 989-497-5300

DAA

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	$ 21,210	$ 15,908	$	$ 5,303
TOTAL	$ 21,210	$ 15,908	$ 0	$ 5,303

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	$	$
AGINCOURT CAPITAL INVESTMENT FEE	8,033	8,033		
HARTLAND & CO. INVESTMENT FEES	62,215	62,215		
TOTAL	$ 70,098	$ 70,098	$ 0	$ 0

Federal Statements

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL TAXES	$ 48,600	$	$	$
PAYROLL TAXES	7,854	2,841		5,013
PROPERTY TAXES	101	35		66
TOTAL	$ 56,555	$ 2,876	$ 0	$ 5,079

Federal Statements

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	1,449	S/L	10			
HP COMPUTER & MONITOR 6/16/04	1,948	1,948	S/L	5			
LATERAL FILE 6/18/07	340	187	S/L	10	34	34	
LENOVO THINKCENTRE COMPUTER 7/24/13	1,199		S/L	5	100	100	
TOTAL	$ 10,836	$ 9,484			$ 134	$ 134	$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
MISCELLANEOUS	7,389	2,236		4,153
OTHER INSURANCE	8,025	2,809		5,216
TOTAL	$ 15,414	$ 5,045	$ 0	$ 9,369

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	$ 311,371	$ 108,008	COST	$ 27,410
TOTAL	$ 311,371	$ 108,008		$ 27,410

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	$ 8,083,628	$ 7,608,285	COST	$ 8,409,636
TOTAL	$ 8,083,628	$ 7,608,285		$ 8,409,636

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	$ 22,679,882	$ 23,839,427	COST	$ 28,183,764
SEE STMT - ALTERNATIVE INVESTMENTS	5,507,062	5,048,967	COST	6,942,759
TOTAL	$ 28,186,944	$ 28,888,394		$ 35,126,523

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	$ 153	$ 8,888	$ 7,670	$ 1,218
TOTAL	$ 153	$ 8,888	$ 7,670	$ 1,218

Federal Statements

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

Description	Beginning of Year	End of Year	Fair Market Value
FEDERAL EXCISE TAX RECEIVABLE	$	$ 6,654	$ 6,654
TOTAL	$ 0	$ 6,654	$ 6,654

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

Description	Beginning of Year	End of Year
FEDERAL EXCISE TAX PAYABLE	$ 6,765	$ 0
TOTAL	$ 6,765	$ 0

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	75,000	0	0
MARY LOU CASE 4800 FASHION SQ. BLVD. SAGINAW MI 48604	TREASURER	0.69	1,250	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	TRUSTEE	0.35	1,000	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	21.77	27,668	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
VARIOUS PARTNERSHIPS		$	14	$ 17,174	$
BUCKEYE PARTNERS BP - PTP	900001	24,757			
ENTERPRISE	900001	6,994			
ENTERPRISE - P/Y LOSS	900001	-6,994			
TC PIPELINES - PTP - P/Y LO	900001	-4,935			
TC PIPELINES LP - PTP	900001	4,935			
TOTAL		$ 24,757		$ 17,174	$ 0

38-6061470 **Federal Statements**

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

Description	Book Income	Net Investment Income
BUCKEYE PARTNERS, LP - PTP		(748)
ALTERNATIVE INVESTMENTS INSTITUTIONAL, LP		17,621
ONEOK PARTNERS, LP - PTP		(70)
TC PIPELINE, LP - PTP		(169)
ENTERPRISE PRODUCTS PARTNERS, LP - PTP		867
ENBRIDGE ENERGY PARTNERS, LP - PTP		(327)
	-	17,174

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part II, Line 10b - Corporate Stock Investments

		December 31, 2013	
	Shares	Cost	Market Value
Corporate stocks (common unless otherwise noted)			
FirstMerit Corp	1,233	$ 108,008	$ 27,410
Total corporate stocks		$ 108,008	$ 27,410

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part II, Line 10c - Corporate Bond Investments

	Maturity Value	December 31, 2013 Cost	December 31, 2013 Market Value
Bonds			
Abbott Laborato. 5 125% Bonds, due 4/01/19	$ 10,000	$ 11,782	$ 11,356
Abbvie Inc, 2 90% Bonds, due 11/06/22	10,000	9,446	9,351
Aetna. Incorporated, 7 25% Debentures. due 8/15/23	150,000	145,711	177,324
Aetna. Incorporated, 7 625% Guarantee. due 8/15/26	200,000	210,455	248,550
America Movil. 5 50% Notes. due 3/01/14	15,000	14,881	15,130

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

	Maturity Value	December 31, 2013 Cost	Market Value
Bonds (continued)			
America Movil, 5.75% Bonds, due 1/15/15	$ 5,000	$ 5,171	$ 5,235
America Movil, 5 625% Company Guaranteed, due 11/15/17	5,000	5,003	5,629
American Express, 7 00% Bonds, due 3/19/18	20,000	24,219	23,892
American Express, 7 25% Notes, due 5/20/14	30,000	30,671	30,758
Ameriprise Financial, 5 30% Bonds, due 3/15/20	10,000	10,273	11,200
Anadarko Petroleum Corp , 7 05% Debentures, due 5/15/18	159,000	156,393	178,338
Archer Daniels, 7 00% Notes, due 2/01/31	10,000	12,620	11,951
AT&T Inc , 6.40% Notes, due 5/15/38	2,000	2,148	2,233
AT&T Wireless SVCS, Inc., 8.75% Senior Notes, due 3/01/31	200,000	210,232	282,948
Atmos Energy, 4 95% Notes, due 10/15/14	10,000	9,941	10,325
Bank of America, 6 50% Notes, due 8/01/16	40,000	41,880	45,093
Bank of America, 5 65% Notes, due 5/01/18	20,000	22,644	22,716
Baxter Intl , 4 50% Notes, due 8/15/19	5,000	5,005	5,480
Bear Stearns Co , 6 40% Notes, due 10/02/17	45,000	48,114	52,546
Bear Stearns Co , 4.735% REMIC, due 9/11/42	65,000	510	504
Bear Stearns Coml, 5 70% REMIC, due 6/11/50	25,000	29,388	28,007
Beaver Valley Funding, 9 00% Debentures, due 6/01/17	4,000	3,896	4,023
Berkley WR Corp , 8 70% Debentures, due 1/01/22	186,000	190,976	226,023
Boeing, 8 625% Debentures, due 11/15/31	5,000	6,377	7,002
BP Capital MKTS, 3 20% Notes, due 3/11/16	25,000	25,061	26,258
British Tel , 9 625% Notes, due 12/15/30	15,000	20,159	22,361
Brunswick Corp , 7 125% Notes, due 8/01/27	100,000	94,017	104,750
Bunge Ltd Fin CP, 8 50% Bonds, due 6/15/19	15,000	16,439	18,508
Burlington North, 5 75% Bonds, due 3/15/18	15,000	16,239	17,197
Burlington Resources, Inc , 6 875% Company Guaranteed, due 2/15/26	140,000	151,692	163,549
Canadian Natural Res , 5 70% Notes, due 5/15/17	20,000	21,170	22,493
Canadian Pacific, 7 25% Notes, due 5/15/19	15,000	15,841	18,247
Capital One FNCL, 6 15% Notes, due 9/1/16	5,000	4,928	5,570
Capital One FNCL, 6 75% Bonds, due 9/15/17	15,000	17,598	17,484
Celanese US Hld, 6 75% Bonds, due 9/01/16	10,000	10,732	10,675
Champion Intl Corp , 7 35% Debentures, due 11/01/25	190,000	185,503	214,833
Citigroup Inc , 4 50% Notes, due 1/14/22	10,000	10,838	10,529
Citigroup Inc., 6.125% Notes, due 11/21/17	20,000	21,504	23,048
CNA Financial, 6 95% Bonds, due 1/15/18	200,000	201,735	227,872
Comcast Corp, 3 125% Guaranteed Note, due 7/15/22	10,000	10,195	9,554

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

	Maturity Value	December 31, 2013 Cost	Market Value
Bonds (continued)			
Comcast Corp, 5 15% Guaranteed Note, due 3/01/20	$ 10.000	$ 11,202	$ 11,164
Comm 2007-C9M, RAE3 , 5 7997% REMIC, due 12/10/49	25,000	26.194	28.223
Comm 2007-C9M, RAC7, 5 7997% REMIC, due 12/10/49	25,000	25.368	25.414
Conoco FDG Co , 7 25% Note, due 10/15/31	5.000	5,198	6.543
Conoco Phillips, 6 95% Note, due 4/15/29	5,000	5,472	6,301
Constellation BR, 7 25% Notes, due 5/15/17	15,000	17.419	17.400
CSX Corp , 7 9% Notes, due 5/1/17	20,000	21.302	23.876
CSX Corp , 6 25% Notes, due 3/15/18	5.000	5.459	5.788
CSX Corp , 8 625% Debentures, due 5/15/22	140.000	154,163	174,168
CVS Caremark, 4 125% Bonds, due 5/15/21	15,000	15,815	15,623
Dayton Hudson Corporation, 9 35% Notes, due 6/16/20	100,000	100.000	130.453
Deutsche Teleko, 8 75% Company Guaranteed, due 6/15/30	10.000	11,613	14,206
Devon Fing Corp, 7 875% Debentures, due 9/30/31	10,000	12,989	12,862
Diago Cap PLC, 4 828% Notes, due 7/15/20	10,000	11,272	10.995
Dominion Resource, 8 875% Notes, due 1/15/19	30,000	38,976	38.267
Dow Chemical Co , 8 55% Bonds, due 5/15/19	25.000	32,609	32,370
DTE Energy, 6 35% Bonds, due 6/01/16	10.000	9,987	11,197
Duke Capital Corp , 6 20% Bonds, due 4/15/18	15,000	17.811	16.914
Duke Energy Field, 8 125% Bonds, due 8/16/30	50.000	49.277	60.806
Ecolab Inc , 4 35% Bonds, due 12/08/21	15.000	15.786	15,549
Entrpis Pro Oper , 5 25% Notes, due 1/31/20	10.000	10,069	11,144
EQT Corp , 8 125% Bonds, due 6/01/19	10,000	10.676	12.145
FedEx Corp , 6 72% REMIC, due 7/15/23	20,000	7.736	12.726
FHLMC A7-6044, 5 50%, due 4/01/38	35.000	8,074	9,213
FHLMC A9-1538, 4 50%, due 3/01/40	75.000	26,781	27,498
FHLMC C0-4444, 3 00%, due 1/01/43	125,000	120.651	112,284
FHLMC C0-9022, 3 00%, due 1/01/43	65.000	64.158	58.426
FHLMC E0-9015, 2 50%, due 12/01/27	30,000	27,640	26,285
FHLMC G0-2794, 6 00%, due 5/01/37	60,000	4,688	5,550
FHLMC G0-8062, 5 00%, due 6/01/35	125,000	12.331	16.889
FHLMC G1-1649, 4 50%, due 2/01/20	125.000	8.526	13,406
FHLMC G1-1879, 5.00%, due 10/01/20	150,000	13,168	18,184
FHLMC G1-8246, 4 50%, due 4/01/23	454,528	61,606	62.277
FHLMC H1-1311, Variable Rate, due 2/01/36	190,000	14.312	15.840
Florida Power, 6 40% Notes, due 6/15/38	5.000	5.858	6.174

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

	Maturity Value	December 31, 2013 Cost	Market Value
Bonds (continued)			
FNMA PL AB2092, 4 00%, due 1/01/41	$ 105,000	$ 78,839	$ 81,287
FNMA PL. AB2172, 4 00%, due 2/01/41	40,000	31,031	30,609
FNMA PL AH2366, 3 50%, due 1/01/26	105,000	58,173	60,580
FNMA PL AH2659, 3 50%, due 1/01/26	30,000	13,564	14,214
FNMA PL MA0533, 4 00%, due 10/01/40	65,000	27,053	27,540
FNMA PL 735502, 6 00%, due 4/01/35	170,000	8,319	17,349
FNMA PL 735503, 6 00%, due 4/01/35	225,000	12,451	25,331
FNMA PL 745275, 5 00%, due 2/01/36	355,000	51,411	51,493
FNMA PL 745355, 5.00%, due 3/01/36	135,000	14,916	19,505
FNMA PL 942987, 6 00%, due 9/01/37	40,000	3,227	3,610
FNMA PL 948156, 5.50%, due 11/01/22	39,780	3,917	4,342
FNMA PL 995023, 5 50%, due 8/01/37	410,000	71,564	81,505
France Telecom, 8 75% Bonds, due 3/01/31	10,000	13,675	13,682
Gen Elec. Cap CP, 5 40% Med TRM NT, due 2/15/17	45,000	48,239	50,029
Gen Elec Cap CP, 6 00% Bonds, due 8/07/19	5,000	5,968	5,869
Glaxosmithkline, 5 65% Bonds, due 5/15/18	10,000	11,509	11,501
GNMA PL MA0783M, 3 50%, due 2/20/43	235,000	227,237	219,263
Goldman Sachs GP, 6 15% SR Notes, due 4/01/18	20,000	21,963	22,945
Goodrich (B F), 7 00% Notes, due 4/15/38	75,000	77,980	93,915
Govt of Ontario, 4 4% Notes, due 4/14/20	10,000	11,516	10,929
HCP Inc , 6 70% Bonds, due 1/30/18	25,000	28,080	28,980
Hewlett Packard 4 30% Bonds, due 6/01/21	10,000	10,057	10,056
Hewlett Packard, 4 375% Notes, due 9/15/21	5,000	5,030	5,083
Hewlett Packard, 6.125% Notes, due 3/01/14	35,000	35,336	35,302
HSBC Fin Corp, 5 00% Notes, due 6/30/15	15,000	15,858	15,866
Household Financing Co , 7 625% Global Bonds, due 5/17/32	240,000	251,711	288,317
Iberdrola USA, 6 75% Notes, due 7/15/36	5,000	5,466	5,444
International BK Recon & Develop , 9 75% Note SER MTNC, due 10/08/18	50,000	55,449	67,910
International Paper Co , 7 95% Bonds, due 6/15/18	15,000	17,037	18,329
Interpublic Group, 6 25% Notes, due 11/15/14	10,000	10,304	10,475
Intuit Inc , 5 75% Bonds, due 3/15/17	10,000	10,624	11,277
ITT Hartford Group, Inc , 7 30% Debentures, due 11/01/15	100,000	100,556	111,121
JPMorgan Chase, 3 1491% REMIC, due 8/15/46	10,000	10,125	10,427
JPMorgan Chase, 4 625% REMIC, due 3/15/46	100,000	4,975	4,872
JPMorgan Chase, 5 434% REMIC, due 1/15/49	20,000	14,379	14,820
JPMorgan Chase, 5 125% Subordinate Global Bonds, due 9/15/14	100 000	98,802	103,027
JPMorgan Chase, Variable Rate REMIC, due 6/12/41	25,000	20,508	22,141
JPMorgan Chase, Variable Rate REMIC, due 2/12/49	15,000	15,088	16,605
JPMorgan Chase, Variable Rate REMIC, due 6/15/49	40,000	40,241	41,081
Kellogg Co , 3 125% Notes, due 5/17/22	10,000	9,938	9,478

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

	Maturity Value	December 31, 2013 Cost	Market Value
Bonds (continued)			
Kinder Morgan Eng , 5 95% Bonds, due 2/15/18	$ 20,000	$ 22,992	$ 22,748
Kohls Corp , 6 25% Senior Unsecured, due 12/15/17	10,000	10,644	11,487
Kohls Corp , 4 00% Senior Unsecured, due 11/01/21	10,000	10,020	9,913
Kroger, 6 40% Notes, due 8/15/17	10,000	10,748	11,482
Kroger, 3 85% Notes, dues 8/01/23	10,000	10,009	9,819
Lakehead Pipeline LP, 7 125% Senior Notes, due 10/01/28	50,000	48,372	57,110
Life Technologies, 4 40% Notes, due 3/01/15	10,000	10,298	10,414
Lincoln National Corp , 4 30% Notes, due 6/15/15	15,000	15,238	15,714
Lincoln National Corp , 4 85% Notes, due 6/24/21	5,000	5,564	5,335
Lincoln National Corp., 8 75% Notes, due 7/01/19	10,000	13,016	12,858
Lockheed Martin Corp , 7 65% Notes, due 5/01/16	50,000	50,976	57,675
Lowes Companies, 6 875% Debentures, due 2/15/28	79,000	74,736	97,265
LYB International, 4.00% Bones, due 7/15/23	10,000	9,831	9,860
MacMillan Bloedel LTD, 7 70% Debentures, due 2/15/26	65,000	64,273	76,222
Macy's Retail Holdings, Inc , 7 45% Company Guaranteed, due 7/15/17	100,000	101,112	116,949
Merrill Lynch, 5 00% Bonds, due 1/15/15	100,000	95,634	104,193
Merrill Lynch, 6 40% Notes, due 8/28/17	5,000	5,025	5,766
MetLife Inc , 7 717% Notes, due 2/15/19	20,000	24,901	24,797
Midamer Eng Hld , 6 125% Notes, due 4/01/36	15,000	14,538	17,021
Morgan Stanley, 5 375% Global Bonds, due 10/15/15	100,000	97,987	107,557
Motorola, Inc , 7 50% Debentures, due 5/15/25	120,000	119,386	142,362
Nabisco, Inc , 7 55% Debentures, due 6/15/15	130,000	130,578	142,358
National Rural, 10 375% Bonds, due 11/01/18	10,000	11,411	13,482
National Rural Utils., 5 45% Notes, due 4/01/17	10,000	9,885	11,163
News America Inc , 6 20% Notes, due 12/15/34	15,000	14,821	16,707
Norfolk Southern, 7 80% Notes, due 5/15/27	5,000	6,428	6,363
Norsk Hydro, 7 75% Debentures, due 6/15/23	15,000	16,783	19,277
Norsk Hydro, 7 75% Debentures, due 6/15/23	170,000	184,156	218,578
Norsk Hydro, 6 70% Notes, due 1/15/18	5,000	5,569	5,880
Novartis Secs , 5 125% Notes, due 2/10/19	10,000	10,739	11,298
Occidental Petroleum, 8 45% Notes, due 2/15/29	175,000	178,333	226,560
Owens & Minor, 6 35% Notes, due 4/15/16	15,000	15,518	16,421
Pacific Gas & Electric, 8.25% Notes, due 10/15/18	10,000	12,610	12,538
Pemex Project, 5.75% Notes, due 3/1/18	20,000	21,372	22,289
Philip Morris, 5.65% Notes, due 5/16/18	15,000	17,236	17,253

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

	Maturity Value	December 31, 2013 Cost	Market Value
Bonds (continued)			
Progress Energy Inc . 6 00% Notes, due 12/01/39	$ 5,000	$ 4,967	$ 5,585
Province De Quebec, 7 125% Debenture, due 2/09/24	15,000	20,326	18,747
Prudential Financial, 7 375% Bonds, due 6/15/19	10,000	11,965	12,236
Prudential Financial, 3 00% Notes, due 5/12/16	20,000	19,990	20,815
Public Service of New Mexico, 7 50% Senior Notes, due 8/01/18	179,000	179,996	208,327
Pugent Sound Energy, 5 197% Notes, due 10/01/15	5,000	5,241	5,372
Pugent Sound Energy, 5.764% Notes, due 7/15/40	5,000	5,024	5,691
Pvngs II Funding, 8 00% Secured, due 12/30/15	26,000	26,310	27,430
Reed Els Cap . 8.625% Notes, due 1/15/19	15,000	17,913	18,816
Rio Tinto Fin , 3 50% Notes, due 11/02/20	15,000	14,785	15,154
Rock Tenn Co . 4 45% Notes, due 3/01/19	5,000	5,297	5,276
Roper Industries, 6 25% Notes, due 9/01/19	20,000	21,778	23,001
Safeway Inc , 6 35% Senior Notes, due 8/15/17	5,000	5,541	5,615
Sempra Energy, 6 15% Notes, due 6/15/18	10,000	9,968	11,509
Shell International Finance, 6 375% Notes, due 12/15/38	5,000	5,000	6,202
Southern CA Gas, 5 50% Notes, due 3/15/14	5,000	5,014	5,047
Southern CA Gas, 5 45% Notes, due 4/15/18	20,000	21,460	22,799
Symantec Corp, 2 75% Notes, due 9/15/15	25,000	25,081	25,754
Symantec Corp, 2 75% Notes, due 6/15/17	5,000	5,126	5,088
TC Pipelines LP, 4 65% Notes, due 6/15/21	20,000	20,389	20,276
TCI. Inc . 7 875% Debentures, due 2/15/26	100,000	115,304	129,548
TCI Commun Inc , 8 75% Debentures, due 8/01/15	15,000	16,152	16,838
Telefonica EMI, 6 221% Notes, due 7/3/17	20,000	20,767	22,533
TimeWarner Cable, 6 75% Bonds, due 7/01/18	5,000	5,526	5,651
TimeWarner Inc . 7 70% Bonds, due 5/01/32	10,000	12,187	12,771
Time Warner Entertainment, 8 375% Debenture, due 3/15/23	10,000	12,360	11,445
Toyota Motor Credit, 3.30% Notes, due 1/12/22	15,000	15,928	14,864
TRW. Inc . 7 75% Debentures, due 6/01/29	70,000	68,134	83,500
United Health GR, 6 875% Bonds, due 2/15/38	10,000	11,310	12,343
United Tech . 6 125% Bonds, due 2/01/19	10,000	11,107	11,812
United Tech , 6 125% Bonds, due 7/15/38	5,000	6,084	5,954
US Treasury Bond, 2% Bonds, due 2/15/22	10,000	10,079	9,472
US Treasury Bond, 4 50% Bonds, due 8/15/39	90,000	114,580	99,267
US Treasury Note, 2 625% Notes, due 8/15/20	390,000	404,280	397,495
USX-Marathon Group, 8 5% Bonds, due 3/1/13	131,000	134,874	163,743

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part II, Line 10c - Corporate Bond Investments (Continued)

	Maturity Value	December 31, 2013 Cost	Market Value
Bonds (continued)			
Valero Energy. 6 625% Notes, due 6/15/37	$ 5,000	$ 5,378	$ 5.683
Verizon Communications. 4 50% Notes, due 9/15/20	25,000	26.267	26.741
Verizon Communications. 6.40% Notes, due 2/15/38	5.000	5.542	5.623
Verizon Communications, 7 75% Notes. due 12/01/30	5.000	5,496	6,347
Vodafone Group, 6 15% Unsecured. due 2/27/37	5,000	5.334	5,399
Wachovia Bank. Variable Rate REMIC. due 6/15/49	60,000	16.400	16.330
Wachovia Bank. 5 215% REMIC. due 1/15/41	20.000	11,749	11,911
Wal Mart Stores. 6 20% Senior Notes. due 4/15/38	10.000	11,661	12,085
Walt Disney Co . 6 00% Notes. due 7/17/17	5,000	5,013	5,774
Waste Management Inc , 7 375% Notes, due 3/11/19	15,000	17.213	18.105
Wellpoint. 4 35% Notes, due 8/15/20	10.000	10.510	10,552
Wellpoint Inc . 4 625% Notes. due 5/15/42	5.000	5,177	4,601
Wells Fargo Bank. 4 6% Notes. due 4/01/21	5,000	5.516	5.402
Wells Fargo Bank, 5 25% Notes, due 8/01/14	10,000	9.964	10.266
Wells Fargo Bank, 5 75% Notes, due 2/01/18	30,000	33.204	34,545
Xerox Corp . 6 40% Senior Notes. due 3/15/16	20,000	21,063	22.144
YUM Brands. 6 25% Bonds. due 3/15/18	4,000	4.527	4.627
Total bonds	$ 9.989,308	$ 7,608.285	$ 8.409.636

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 900-PF, Part II, Line 13 - Other Investments

		December 31, 2013	
	Shares	Cost	Market Value
Mutual funds			
DFA International Value Port. Inst. Class	183,095	$ 4,136,415	$ 3,630,767
Harbor Cap Appreciation Fund	53,527	2,567,329	3,034,466
Oppenheimer Developing Markets	37,421	1,196,848	1,405,531
Vanguard Mid Cap Index	52,506	1,537,445	2,256,721
Vanguard Windsor II Fund	44,737	2,718,083	2,918,637
Vanguard 500 Index	46,449	5,012,421	6,536,300
Virtus Quality Small Cap	65,183	753,078	1,139,395
Wells Fargo Advantage Absolute	191,348	2,100,075	2,137,355
William Blair International	147,468	2,924,225	3,968,367
William Blair Small Cap	36,578	893,508	1,156,225
Total mutual funds		$ 23,839,427	$ 28,183,764
Alternative investments			
Alternative Investment Group	N/A	$ 1,000,000	$ 1,271,725
Buckeye Partners LP	6,200	175,984	440,262
Enbridge Energy Partners LP	7,000	159,287	209,090
Enterprise Products Partners LP	9,741	176,022	645 828
Oneok Partners LP	6,400	123,650	336,960
PIMCO All Asset Instl Class	143,421	1,766,317	1,732,525
TC Pipelines LP	6,300	147,707	305,109
Weatherlow Offshore Fund I Ltd Class I A	1,500	1,500,000	2,001,260
Total alternative investments		$ 5,048,967	$ 6,942,759

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part XV - Grants and Contributions Paid during the Year

Recipient Organization	Purpose	Foundation Status	Amount
Big Brothers Big Sisters of GLBR	Operations	N/A	$ 25,000
Carrollton Public Schools	After School Program	N/A	25,000
Central Michigan University	College of Medicine	N/A	187 500
Chesaning Area Emergency Relief	Food/consumables	N/A	5 000
Child & Family Services	Server, computer & telephone replacement	N/A	37,983
Children's Christmas Store	Blankets paper products & toiletry items	N/A	5 000
Citizens Research Council of MI	Operations	N/A	5 000
City Rescue Mission of Saginaw	Men's Emergency Shelter Renovations	N/A	50,000
City Rescue Mission of Saginaw	Food/consumables	N/A	5,000
Council on Foundations	Dues	Foundation	3 530
Council on Michigan Foundations	Dues	Foundation	4 900
Covenant Healthcare Foundation	Cancer Care Center	Foundation	25,000
Delta College	Scholarships	N/A	20 000
Downtown Saginaw Association	Riverside Saginaw Film Festival	N/A	2 000
East Side Soup Kitchen	Food/consumables	N/A	5,000
Emmaus House	Maintenance on Homes	N/A	10 000
Emmaus House	Food/consumables	N/A	5 000
First Ward Community Center	Lacer Program	N/A	71,000
First Ward Community Center	Food/consumables	N/A	5,000
Health Delivery Inc	Digital Mammography Unit	N/A	96 000
Hidden Harvest	Refrigerated Truck	N/A	7,500
Hidden Harvest	Food/consumables	N/A	5,000
Holy Cross Children's Services	Building Improvements to Fayette & Queen of Angels	N/A	50 000
Japanese Cultural Center & Tea House	Lawn Irrigation System for Gardens	N/A	7 500
Junior Achievement of Northeast Michigan	Operations	N/A	13,000
Michigan Colleges Foundation	Operations	Foundation	5,000
Mid-Michigan Teen Challenge	Automobile/Washer/Dryer	N/A	15 000
Neighborhood House	Food/consumables	N/A	5,000
Old Town Christian Outreach Center	Clothing facility to sort and intake	N/A	15,000
Old Town Soup Kitchen	Food/consumables	N/A	5 000
Operation Reach	After school program	N/A	3,750
Pit & Balcony Community Theatre	Operations and Programs	N/A	20,000
READ Association	Drop Everything and Read & Books for Breakfast Events	N/A	750
READ Association	Drop Everything and Read & Books for Breakfast Events	N/A	1,500
Rock the Island	Concert on Ojibway Island	N/A	5,000
Saginaw Area Fireworks	4th of July display	N/A	2 000
Saginaw Arts & Enrichment Commission	Youth Series	N/A	6,000
Saginaw Art Museum	Operations	N/A	40,000
Saginaw Art Museum	Renovations	N/A	116 667
Saginaw Bay Symphony Orchestra	Operations	N/A	20,000
Saginaw Choral Society	Purchase of Music	N/A	6,000
Saginaw Community Foundation	Backpack Program	Foundation	10,000
Saginaw Community Foundation	College Advisor Program	Foundation	30,000
Saginaw Community Foundation	Saginaw Building Authority/Pavilion	Foundation	75,000
Saginaw Community Foundation	Sag County Building Authority/Pavilion	Foundation	75 000
Saginaw County Parks & Recreation	Improvements to Wickes Park	N/A	3 000
Saginaw County Sports Hall of Fame	Sports History Display At Castle Museum	N/A	15,000
Saginaw County Youth Protection Council	Food/consumables	N/A	5 000
Saginaw Future Inc	Economic Initiatives	N/A	50 000
Saginaw Valley Concert Association	Operations	N/A	6,000
Saginaw Valley State University	Endowed Chair in Nursing	N/A	400,000
Saginaw Valley State University Foundation	Scholarships	Foundation	20 000
Salvation Army	Food/consumables	N/A	5,000
Toys for Tots	2013 Campaign	N/A	1,000
Underground Railroad, Inc	Food/consumables	N/A	5 000
United Way of Saginaw	Annual Campaign 2013	N/A	50 000
United Way of Saginaw	AmeriCorps Substance Abuse Program	N/A	25,000
United Way of Saginaw	AmeriCorps Healthy Kids	N/A	21 730
United Way of Saginaw	Best Practices Fall Invoice #NP1001	N/A	7,544
United Way of Saginaw	Best Practices May & June Invoice #147	N/A	7,410
YMCA	Teen & Family Action Agenda	N/A	25,000
			$ 1,779,264

Harvey Randall Wickes Foundation #38-6061470
Year Ended December 31, 2013
Form 990-PF, Part XV - Grants and Contributions Approved for Future Payment

Recipient Organization	Purpose	Foundation Status	Amount
Child Abuse & Neglect Council	Operations	N/A	350.000
Citizens Research Council	Operations	N/A	10,000
City Rescue Mission of Saginaw	Shelter Renovations	N/A	50,000
Council on Foundations	Dues	Foundation	3,530
Covenant Healthcare Foundation	Cancer Care Center	Foundation	25.000
Delta College	Scholarships	N/A	20.000
Holy Cross Children's Services	Building Improvements	N/A	100,000
Junior Achievement of Saginaw	Operations	N/A	26,000
Michigan Colleges Foundation	Operations	Foundation	10.000
READ Association	Operations	N/A	4,500
Saginaw Arts & Enrichment Commission	Operations	N/A	6.000
Saginaw Art Museum	Operations	N/A	50,000
Saginaw Art Museum	Renovations	N/A	233,333
Saginaw Bay Symphony Orchestra	Operations	N/A	40,000
Saginaw Choral Society	Purchase of Music	N/A	12.000
Saginaw County Youth Protection Council	Operations	N/A	20,000
Saginaw Future, Inc	Economic Initiatives	N/A	150,000
Saginaw Valley Concert Association	Operations	N/A	12,000
Saginaw Valley State University Foundation	Scholarships	Foundation	20.000
United Way of Saginaw	SOCI	N/A	63.000
			$ 1,205,363