

EXTENDED TO NOVEMBER 15, 2019

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.
► Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation

THE S. L. HICKMAN FAMILY FOUNDATION

STEP

Number and street (or P O box number if mail is not delivered to street address)

C/O 3401 TUTTLE ROAD

Room/suite
290

City or town, state or province, country, and ZIP or foreign postal code

SHAKER HEIGHTS, OH 44122

G Check all that apply.

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method: Cash Accrual
 Other (specify) _____

► \$ 26,985,990. (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))

		(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	20,000,000.		N/A	
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,422.	1,422.		STATEMENT 1
	4 Dividends and interest from securities	179,002.	178,078.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	304,355.			
	b Gross sales price for all assets on line 6a	2,248,609.			
	7 Capital gain net income (from Part IV, line 2)		304,355.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	11,874.	11,874.		STATEMENT 3
	12 Total. Add lines 1 through 11	20,496,653.	495,729.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees	STMT 4	26,051.	26,051.	0.
	17 Interest		33,981.	33,981.	0.
	18 Taxes	STMT 5	8,228.	5,535.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6	49,999.	49,999.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		118,259.	115,566.	0.
	25 Contributions, gifts, grants paid		1,147,256.		1,147,256.
	26 Total expenses and disbursements. Add lines 24 and 25		1,265,515.	115,566.	1,147,256.
	27 Subtract line 26 from line 12.		19,231,138.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		380,163.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year
			(a) Book Value	(b) Book Value
			(c) Fair Market Value	
1	Cash - non-interest-bearing			-2.
2	Savings and temporary cash investments		1,166,567.	20,083,235.
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			
7	Other notes and loans receivable ►			
	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			
b	Investments - corporate stock	STMT 8	3,671,088.	3,564,270.
c	Investments - corporate bonds	STMT 9	634,638.	672,068.
11	Investments - land, buildings, and equipment basis	►		
	Less accumulated depreciation	►		
12	Investments - mortgage loans			
13	Investments - other	STMT 10	2,266,290.	2,657,136.
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation	►		
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		7,738,583.	26,976,707.
				26,985,990.
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			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0.	0.
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		0.	0.
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.
29	Retained earnings, accumulated income, endowment, or other funds		7,738,583.	26,976,707.
30	Total net assets or fund balances		7,738,583.	26,976,707.
31	Total liabilities and net assets/fund balances		7,738,583.	26,976,707.

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	7,738,583.
2	Enter amount from Part I, line 27a	2	19,231,138.
3	Other increases not included in line 2 (itemize) ►	3	44,903.
4	Add lines 1, 2, and 3	4	27,014,624.
5	Decreases not included in line 2 (itemize) ► K-1 ACTIVITY NON DEDUCTIBLE EXPENSE	5	37,917.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,976,707.

Form 990-PF (2018)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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					
b	SEE ATTACHED STATEMENT				
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					
b					
c					
d					
e	2,248,609.	1,944,254.	304,355.		
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			304,355.		
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	304,355.	
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) If (loss), enter -0- in Part I, line 8			3	N/A	

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 doesn't 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))
2017	1,144,541.	7,372,255.	.155250
2016	280,506.	6,019,550.	.046599
2015	377,524.	4,669,767.	.080844
2014	420,606.	3,384,233.	.124284
2013	443,623.	3,428,498.	.129393

2 Total of line 1, column (d)

2 .536370

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years

3 .107274

4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5

4 8,898,195.

5 Multiply line 4 by line 3

5 954,545.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 3,802.

7 Add lines 5 and 6

7 958,347.

8 Enter qualifying distributions from Part XII, line 4

8 1,147,256.

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.

THE S. L. HICKMAN FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV
38-3349206 PAGE 1 OF 1

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.)
a GABELLI 4783 - LT			01/01/17	12/31/18
b GABELLI 4783 - ST			01/01/18	12/31/18
c K-1 1231		P	01/01/17	12/31/18
d K-1 L/T		P	01/01/17	12/31/18
e K-1 S/T			01/01/18	12/31/18
f K-1 SEC 1256 - ST		P	01/01/18	12/31/18
g K-1 SEC 1256 - LT		P	01/01/17	12/31/18
h SCHWAB 5236 - LT			01/01/17	12/31/18
i SCHWAB 5236 - LT DISTRIBUTION			01/01/17	12/31/18
j SCHWAB 5236 - ST			01/01/18	12/31/18
k SCHWAB 7300 - LT			01/01/17	12/31/18
l SCHWAB 7300 - ST			01/01/18	12/31/18
m SCHWAB 5236 - ST DISTRIBUTION			01/01/18	12/31/18
n				
o				
(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 102,688.		81,544.	21,144.	
b 10,249.		9,520.	729.	
c 8,310.			8,310.	
d 99,007.			99,007.	
e		2,387.	-2,387.	
f 2,543.			2,543.	
g 3,815.			3,815.	
h 250,875.		229,224.	21,651.	
i 99,687.			99,687.	
j 1,101,970.		1,100,173.	1,797.	
k 285,031.		241,345.	43,686.	
l 281,564.		280,061.	1,503.	
m 2,870.			2,870.	
n				
o				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")	
(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			21,144.	
b			729.	
c			8,310.	
d			99,007.	
e			-2,387.	
f			2,543.	
g			3,815.	
h			21,651.	
i			99,687.	
j			1,797.	
k			43,686.	
l			1,503.	
m			2,870.	
n				
o				
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	304,355.
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). If (loss), enter "-0-" in Part I, line 8	}		3	N/A

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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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments.

a 2018 estimated tax payments and 2017 overpayment credited to 2018

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a	6,961.
6b	0.
6c	8,000.
6d	0.

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2019 estimated tax ►

11,159. | Refunded ► 11 0.

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition 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?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

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.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by *General Instruction T*

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?

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

8a Enter the states to which the foundation reports or with which it is registered. See instructions. ►

MIb 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

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 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8b	X	
9		X
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? Website address ► N/A	13	X
14 The books are in care of ► CHRISTINE L. JEMISON Telephone no. ► 216-491-3990 Located at ► 3401 TUTTLE RD., STE #290, SHAKER HEIGHTS, OH ZIP+4 ► 44122		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16 At any time during calendar year 2018, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes
		No

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

	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	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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	X 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	X 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	N/A	
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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?	<input type="checkbox"/> Yes	X No
If "Yes," list the years ► _____, _____, _____, _____, _____		
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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____, _____, _____, _____, _____		
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	X No
b If "Yes," did it have excess business holdings in 2018 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 2018.)	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 2018?	4b	X

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

5a During the year, did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Yes	No
(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 4945(d)(4)(A)? 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 Organizations relying on a current notice regarding disaster assistance, check here	N/A ► <input type="checkbox"/>	5b	
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 <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	6b	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
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	N/A	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation.**

(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 C/O PARAGON ADVISORS 3401 TUTTLE RD. SHAKER HTS., OH 44122	PRESIDENT 0.00	0.	0.	0.
STEPHANIE L HICKMAN-BOYSE C/O PARAGON ADVISORS 3401 TUTTLE RD. SHAKER HTS., OH 44122	SECRETARY 0.00	0.	0.	0.
SALLY D HICKMAN C/O PARAGON ADVISORS 3401 TUTTLE RD. SHAKER HTS., OH 44122	VICE PRES/TREASURER 0.00	0.	0.	0.
STEPHEN L HICKMAN C/O PARAGON ADVISORS 3401 TUTTLE RD. SHAKER HTS., OH 44122	TRUSTEE 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2018)

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

3 Five highest-paid independent contractors for professional services. 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 ► 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**

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 ► 0.

Form 990-PF (2018)

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 5,394,209.
b	Average of monthly cash balances	1b 1,072,974.
c	Fair market value of all other assets	1c 2,566,518.
d	Total (add lines 1a, b, and c)	1d 9,033,701.
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 9,033,701.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 135,506.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 8,898,195.
6	Minimum investment return. Enter 5% of line 5	6 444,910.

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	1 444,910.
2a	Tax on investment income for 2018 from Part VI, line 5	2a 3,802.
b	Income tax for 2018. (This does not include the tax from Part VI)	2b 1,510.
c	Add lines 2a and 2b	2c 5,312.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 439,598.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 439,598.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 439,598.

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 1,147,256.
b	Program-related investments - total from Part IX-B	1b 0.
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 1,147,256.
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	5 3,802.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 1,143,454.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				439,598.
2 Undistributed income, if any, as of the end of 2018			0.	
a Enter amount for 2017 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2018.				
a From 2013	274,200.			
b From 2014	258,548.			
c From 2015	151,244.			
d From 2016				
e From 2017	785,526.			
f Total of lines 3a through e	1,469,518.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 1,147,256.			0.	
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount	707,658.			439,598.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	2,177,176.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	274,200.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	1,902,976.			
10 Analysis of line 9.				
a Excess from 2014	258,548.			
b Excess from 2015	151,244.			
c Excess from 2016				
d Excess from 2017	785,526.			
e Excess from 2018	707,658.			

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

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).)

SEE STATEMENT 11

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.

NONE

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

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

SEE STATEMENT 12

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

c Any submission deadlines:

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

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				
BOYS AND GIRLS CLUB OF BLUFFTON PO BOX 1908 BLUFFTON, SC 29910	NONE	501(C)(3)	OPERATING	5,000.
BOYS AND GIRLS CLUB OF LENAWEE 340 E CHURCH ST. SUITE A ADRIAN, MI 49221	NONE	501(C)(3)	OPERATING	20,000.
BOYS AND GIRLS CLUB OF THE LOWCOUNTRY - JASPER P.O. BOX 1421 RIDGELAND, SC 29936	NONE	501(C)(3)	OPERATING	5,000.
CHARLES CROSWELL SOCIETY 129 E. MAUMEE ST. ADRIAN, MI 49221	NONE	501(C)(3)	OPERATING	10,000.
CITY OF ADRIAN (DECORATION PROJECT) 135 E. MAUMEE ST. ADRAIN, MI 49221	NONE	501(C)(3)	OPERATING	10,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 1,147,256.
b Approved for future payment				
NONE				
Total				► 3b 0.

THE S. L. HICKMAN FAMILY FOUNDATION

38-3349206

Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

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
FESTIVAL OF TREES 1407 EUCLID AVE CLEVELAND, OH 44115	NONE	501(C)(3)	OPERATING	250.
FRIENDS OF PALMETTO BLUFF CONSERVANCY 1 VILLAGE PARK SQUARE BLUFFTON, SC 29910	NONE	501(C)(3)	OPERATING	1,000.
HICKMAN CANCER CENTER 5300 HARROUN ROAD SUITE 010 SYLVANIA, OH 43560	NONE	501(C)(3)	OPERATING	10,000.
HOSPICE OF LENAWEE 1903 WOLF CREEK HWY ADRIAN, MI 49221	NONE	501(C)(3)	OPERATING	200.
K-1 ACTIVITY 3401 TUTTLE RD. STE 290 SHAKER HEIGHTS, OH 44122	NONE	503(C)(3)	OPERATING	6.
LENAWEE COMMUNITY FOUNDATION 606 N. EVANS ST TECUMSEH, MI 49286	NONE	501(C)(3)	OPERATING	15,500.
LENAWEE COUNCIL FOR THE VISUAL ARTS 2300 NORTH ADRIAN HWY ADRIAN, MI 49221	NONE	501(C)(3)	OPERATING	500.
PROMEDICA 2142 N COVE BLVD TOLEDO, OH 43606	NONE	501(C)(3)	OPERATING	1,000,000.
SHARE THE WARMTH 427 W. MAUMEE STREET ADRIAN, MI 49221	NONE	501(C)(3)	OPERATING	50,000.
SIENNA HEIGHTS UNIVERSITY 1247 E. SIENA HEIGHTS DR. ADRAIN, MI 49221	NONE	503(C)(3)	OPERATING	10,000.
Total from continuation sheets				1,097,256.

823631
04-01-18

THE S. L. HICKMAN FAMILY FOUNDATION

38-3349206

Part XV: Supplementary Information

3 : Grants and Contributions Paid During the Year (Continuation)

823631
04-01-18

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,422.	
4 Dividends and interest from securities			14	179,002.	
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			14	11,848.	
8 Gain or (loss) from sales of assets other than inventory			18	304,355.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SECURITY LITIGATION			18	26.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		496,653.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		496,653.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

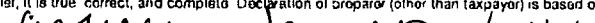
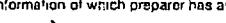
Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
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		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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 taxpayor) is based on all information of which preparer has any knowledge				
	 Signature of officer or trustee		Date	 Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed
	TERENCE C SULLIVAN		 T C Sullivan	11/11/19	PIN P00446316
	Firm's name ► PARAGON ADVISORS, INC.			Firm's EIN ► 34-1844573	
	Firm's address ► 3401 TUTTLE ROAD, SUITE 290 SHAKER HTS., OH 44122			Phone no. (216)491-3990	

Schedule B

(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

- Attach to Form 990, Form 990-EZ, or Form 990-PF.
- Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2018

Name of the organization

THE S. L. HICKMAN FAMILY FOUNDATION

Employer identification number

38-3349206

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

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

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

Name of organization

Employer identification number

THE S. L. HICKMAN FAMILY FOUNDATION

38-3349206

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEPHEN L HICKMAN C/O PARAGON ADVISORS, 3401 TUTTLE RD. SHAKER HEIGHTS, OH 44122	\$ 20,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE S. L. HICKMAN FAMILY FOUNDATION

38-3349206

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

THE S. L. HICKMAN FAMILY FOUNDATION

38-3349206

Part III

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SCHWAB 5236	545.	545.	
SCHWAB 7300	877.	877.	
TOTAL TO PART I, LINE 3	1,422.	1,422.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
G-RESEARCH	16,103.	0.	16,103.	16,103.	
K-1 DIVIDENDS	15,387.	0.	15,387.	15,387.	
K-1 INTEREST	52,807.	0.	52,807.	52,807.	
K-1 TAX EXEMPT					
INTEREST	924.	0.	924.	0.	
OLD NATIONAL	899.	0.	899.	899.	
SCHWAB 5236	77,552.	0.	77,552.	77,552.	
SCHWAB 7300	13,414.	0.	13,414.	13,414.	
SUN LIFE	1,916.	0.	1,916.	1,916.	
TO PART I, LINE 4	179,002.	0.	179,002.	178,078.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 ACTIVITY ROYALTY INCOME	102.	102.	
K-1 ACTIVITY OTHER INCOME	140.	140.	
K-1 CANCELLATION OF DEBT	45.	45.	
K-1 OTHER RENTAL INCOME	39.	39.	
K-1 OTHER PORTFOLIO INCOME	10,370.	10,370.	
K-1 SUBPART F	1,152.	1,152.	
SECURITY LITIGATION	26.	26.	
TOTAL TO FORM 990-PF, PART I, LINE 11	11,874.	11,874.	

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GABELLI ADVISORY FEES	10,015.	10,015.		0.
PARAGON FEES	7,500.	7,500.		0.
ADR FEES	3.	3.		0.
SCHWAB MANAGEMENT FEES	8,533.	8,533.		0.
TO FORM 990-PF, PG 1, LN 16C	26,051.	26,051.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES GABELLI 4783	19.	19.		0.
FOREIGN TAXES SCHWAB 5236	3,862.	3,862.		0.
FOREIGN TAXES K-1 ACTIVITY	1,175.	1,175.		0.
K-1 BACKUP WITHHOLDING	90.	0.		0.
FEDERAL TAX PAYMENTS	2,603.	0.		0.
FOREIGN TAXES SUN LIFE	479.	479.		0.
TO FORM 990-PF, PG 1, LN 18	8,228.	5,535.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K-1 ACTIVITY OTHER DEDUCTIONS	10,555.	10,555.		0.
K-1 ACTIVITY OTHER PORTFOLIO DEDUCTIONS	8,954.	8,954.		0.
K-1 ACTIVITY SEC 59(E)	646.	646.		0.
K-1 ACTIVITY ROYALTY EXPENSE	30.	30.		0.
K-1 ACTIVITY PORTFOLIO DEDUCTIONS	719.	719.		0.
K-1 RENTAL INCOME	26,393.	26,393.		0.
BANK FEES	40.	40.		0.
K-1 ORDINARY LOSS	2,653.	2,653.		0.
K-1 179 DEDUCTIONS	9.	9.		0.
TO FORM 990-PF, PG 1, LN 23	49,999.	49,999.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
BOOK GAIN/LOSS	44,520.
NON DIVIDEND DISTRIBUTIONS	383.
TOTAL TO FORM 990-PF, PART III, LINE 3	44,903.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ADVANCE AUTO PARTS	36,229.	41,255.
ALLERGAN PLC	56,371.	36,757.
AON PLC	38,013.	49,568.
APPLE INC.	11,195.	15,616.
BAIDU	20,345.	16,970.
BERKSHIRE HATHAWAY INC.	29,510.	42,061.
BOOKING HOLDINGS	16,406.	18,947.
CERNER CORP	27,191.	24,752.
COGNIZANT TECH SOLU	37,043.	39,802.
COMCAST CORPORATION	36,426.	37,319.
COMPASS GROUP	20,650.	21,989.
CVS HEALTH CORP	39,761.	30,401.
DOLLAR TREE INC	45,298.	46,063.
GABELLI #4783	766,762.	835,767.
GENTEX CORP	22,371.	23,545.
HEINEKEN	40,763.	40,110.
MCKESSON CORPORATION	33,834.	23,309.
MICROSOFT	31,066.	55,153.
MOTOROLA SOLUTIONS	11,775.	18,176.
NOVARTIS	20,639.	23,426.
ORACLE CORPORATION	35,270.	40,906.
SHERWIN WILLIAMS CO	15,453.	20,066.
STARBUCKS	30,452.	35,420.
WALGREENS BOOTS ALLI	40,364.	35,600.
WELLS FARGO BANK	22,092.	19,077.
HARDING LOEVNER EMERGING	256,137.	266,393.
INVESCO EUROPEAN GROWTH FUND	205,965.	197,537.
MATTHEWS ASIA DIVIDEND	406,752.	390,264.
OAKMARK INTERNATIONAL FUND	508,688.	488,550.
GABELLI SMALL CAP GROWTH	185,047.	164,331.
PRIMECAP ODYSSEY AGGR	292,416.	310,268.
CDK GLOBAL INC	47,406.	32,606.
HERSEY COMPANY	39,761.	42,015.
KANSAS CITY SOUTHERN	39,026.	36,653.
LIBERTY BROADBAND	21,894.	20,024.

THE S. L. HICKMAN FAMILY FOUNDATION

38-3349206

SUN LIFE STOCK	47,494.	47,494.
OLD NATIONAL BANK STOCK	28,405.	28,405.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,564,270.	3,616,595.

FORM 990-PF	CORPORATE BONDS	STATEMENT 9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY FLOATING RATE	210,682.	204,569.
INVESCO CONV. SECURITIES	411,739.	374,720.
US TREASURY BILL	29,799.	29,888.
US TREASURY BILL	19,848.	19,849.
TOTAL TO FORM 990-PF, PART II, LINE 10C	672,068.	629,026.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ENERGY TRANSFER LP	FMV	2,077.	2,077.
PRIVATE EQUITY CAPITAL PARTNERS	FMV	90,629.	90,629.
2008		40,897.	40,897.
REAL ESTATE CAPITAL FUND 2008	FMV	259,935.	259,935.
ADVISORS HEDGE FUND	FMV	575,564.	575,564.
HEDGE STRATEGY FUND	FMV	382,885.	382,885.
INTERNATIONAL STRATEGIES FUND	FMV	252,263.	252,263.
TOWER EAST MAVERICK FUND	FMV	512,175.	512,175.
VENTURE CAPITAL INVESTMENT PARTNERS	FMV	143,843.	143,843.
2014		11,905.	11,905.
PRIVATE EQUITY CAPITAL PARTNERS	FMV	174,864.	174,864.
2016		147,437.	147,437.
PRIVATE EQUITY CAPITAL PARTNERS	FMV	62,662.	62,662.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,657,136.	2,657,136.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGER

SALLY D HICKMAN
STEPHEN L HICKMAN

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SALLY D HICKMAN
C/O PARAGON ADVISORS, 3401 TUTTLE RD., SUITE #290
SHAKER HEIGHTS, OH 44122

TELEPHONE NUMBER

571-263-5055

FORM AND CONTENT OF APPLICATIONS

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

ANY SUBMISSION DEADLINES

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

RESTRICTIONS AND LIMITATIONS ON AWARDS

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