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Form **990-PF**

# Return of Private Foundation

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

OMB No 1545-0052

**2018**Department of the Treasury  
Internal Revenue Service

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▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

|                                                                                                                                                                                                                                                                                                                           |                                                                                                                                           |                                                                                                                                                                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>HARVEY RANDALL WICKES FOUNDATION</b>                                                                                                                                                                                                                                                             |                                                                                                                                           | A Employer identification number<br><b>38-6061470</b>                                                                                                                        |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>4301 FASHION SQUARE BLVD.</b>                                                                                                                                                                                                      | Room/suite                                                                                                                                | B Telephone number (see instructions)<br><b>989-799-1850</b>                                                                                                                 |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>SAGINAW MI 48603</b>                                                                                                                                                                                                                       |                                                                                                                                           | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                   |
| G Check all that apply<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return<br><input checked="" type="checkbox"/> Address change<br><input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Name change |                                                                                                                                           | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                                          |                                                                                                                                           | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>41,117,911</b>                                                                                                                                                                                                                  | J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                             |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) |                                                                                             | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                                            | 1 Contributions, gifts, grants, etc., received (attach schedule)                            |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 3 Interest on savings and temporary cash investments                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 4 Dividends and interest from securities                                                    | 1,009,510                          | 952,291                   |                         |                                                             |
|                                                                                                                                                                    | 5a Gross rents                                                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | b Net rental income or (loss)                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 6a Net gain or (loss) from sale of assets not on line 10                                    | 749,320                            |                           |                         |                                                             |
|                                                                                                                                                                    | b Gross sales price for all assets on line 6a                                               | 1,363,566                          |                           |                         |                                                             |
|                                                                                                                                                                    | 7 Capital gain net income (from Part IV, line 2)                                            |                                    | 707,051                   |                         |                                                             |
|                                                                                                                                                                    | 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                                                                                           | 65,949                             |                           |                         |                                                             |
| 12 Total. Add lines 1 through 11                                                                                                                                   | 1,758,830                                                                                   | 1,725,291                          | 0                         |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                              | 13 Compensation of officers, directors, trustees, etc                                       | 113,275                            | 40,945                    |                         | 72,330                                                      |
|                                                                                                                                                                    | 14 Other employee salaries and wages                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 15 Pension plans, employee benefits                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 16a Legal fees (attach schedule)                                                            |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | b Accounting fees (attach schedule) STMT 1                                                  | 24,325                             | 18,244                    |                         | 6,081                                                       |
|                                                                                                                                                                    | c Other professional fees (attach schedule) STMT 2                                          | 79,659                             | 79,659                    |                         |                                                             |
|                                                                                                                                                                    | 17 Interest                                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 18 Taxes (attach schedule) (see instructions) STMT 3                                        | 39,256                             | 3,108                     |                         | 5,148                                                       |
|                                                                                                                                                                    | 19 Depreciation (attach schedule) and depletion STMT 4                                      | 411                                | 411                       |                         |                                                             |
|                                                                                                                                                                    | 20 Occupancy                                                                                | 10,507                             | 3,677                     |                         | 6,830                                                       |
|                                                                                                                                                                    | 21 Travel, conferences, and meetings                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 22 Printing and publications                                                                | 15                                 | 15                        |                         |                                                             |
|                                                                                                                                                                    | 23 Other expenses (att sch) STMT 5                                                          | 13,524                             | 4,559                     |                         | 8,965                                                       |
|                                                                                                                                                                    | 24 Total operating and administrative expenses. Add lines 13 through 23                     | 280,972                            | 150,618                   | 0                       | 99,354                                                      |
| 25 Contributions, gifts, grants paid                                                                                                                               | 2,072,693                                                                                   |                                    |                           | 2,072,693               |                                                             |
| 26 Total expenses and disbursements. Add lines 24 and 25                                                                                                           | 2,353,665                                                                                   | 150,618                            | 0                         | 2,172,047               |                                                             |
| 27 Subtract line 26 from line 12                                                                                                                                   |                                                                                             |                                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                                                                                                | -594,835                                                                                    |                                    |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                                                                                   |                                                                                             | 1,574,673                          |                           |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                                     |                                                                                             |                                    | 0                         |                         |                                                             |

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2018)

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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                                                                                                  | End of year    |                       |
|                             |                                                                                                                                | (a) Book Value                                                                                                     | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1 Cash – non-interest-bearing                                                                                                  | 41,381                                                                                                             | 114,229        | 114,229               |
|                             | 2 Savings and temporary cash investments                                                                                       | 608,658                                                                                                            | 610,622        | 610,622               |
|                             | 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                                                                   | 107,970                                                                                                            | 107,970        | 25,270                |
|                             | c Investments – corporate bonds (attach schedule) SEE STMT 7                                                                   | 7,965,530                                                                                                          | 6,449,200      | 6,855,322             |
|                             | 11 Investments – land, buildings, and equipment basis ▶                                                                        |                                                                                                                    |                |                       |
| Liabilities                 | Less accumulated depreciation (attach sch) ▶                                                                                   |                                                                                                                    |                |                       |
|                             | 12 Investments – mortgage loans                                                                                                |                                                                                                                    |                |                       |
|                             | 13 Investments – other (attach schedule) SEE STATEMENT 8                                                                       | 27,168,120                                                                                                         | 28,001,141     | 33,510,931            |
|                             | 14 Land, buildings, and equipment basis ▶ 10,696                                                                               |                                                                                                                    |                |                       |
|                             | Less accumulated depreciation (attach sch) ▶ STMT 9 9,159                                                                      | 140                                                                                                                | 1,537          | 1,537                 |
|                             | 15 Other assets (describe ▶ )                                                                                                  |                                                                                                                    |                |                       |
|                             | 16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)                                | 35,891,799                                                                                                         | 35,284,699     | 41,117,911            |
|                             | 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 10 )                                                                            | 26,814                                                                                                             | 14,549         |                       |
|                             | 23 Total liabilities (add lines 17 through 22)                                                                                 | 26,814                                                                                                             | 14,549         |                       |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. ▶ <input type="checkbox"/> |                                                                                                                    |                |                       |
|                             | 24 Unrestricted                                                                                                                |                                                                                                                    |                |                       |
|                             | 25 Temporarily restricted                                                                                                      |                                                                                                                    |                |                       |
|                             | 26 Permanently restricted                                                                                                      |                                                                                                                    |                |                       |
|                             | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>    |                                                                                                                    |                |                       |
|                             | 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                                                            | 35,864,985                                                                                                         | 35,270,150     |                       |
|                             | 30 Total net assets or fund balances (see instructions)                                                                        | 35,864,985                                                                                                         | 35,270,150     |                       |
|                             | 31 Total liabilities and net assets/fund balances (see instructions)                                                           | 35,891,799                                                                                                         | 35,284,699     |                       |

**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 | 35,864,985 |
| 2 Enter amount from Part I, line 27a                                                                                                                         | 2 | -594,835   |
| 3 Other increases not included in line 2 (itemize) ▶                                                                                                         | 3 |            |
| 4 Add lines 1, 2, and 3                                                                                                                                      | 4 | 35,270,150 |
| 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 | 35,270,150 |

**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<br>P – Purchase<br>D – Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|-------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| <b>1a</b>                                                                                                                                 | <b>PUBLICLY TRADED SECURITIES</b> | <b>P</b>                                         | <b>VARIOUS</b>                       | <b>VARIOUS</b>                   |
| <b>b</b>                                                                                                                                  | <b>K-1'S</b>                      | <b>P</b>                                         | <b>VARIOUS</b>                       | <b>VARIOUS</b>                   |
| <b>c</b>                                                                                                                                  |                                   |                                                  |                                      |                                  |
| <b>d</b>                                                                                                                                  |                                   |                                                  |                                      |                                  |
| <b>e</b>                                                                                                                                  |                                   |                                                  |                                      |                                  |

  

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a</b> 1,363,566    |                                            | 614,246                                         | 749,320                                      |
| <b>b</b>              |                                            | 42,269                                          | -42,269                                      |
| <b>c</b>              |                                            |                                                 |                                              |
| <b>d</b>              |                                            |                                                 |                                              |
| <b>e</b>              |                                            |                                                 |                                              |

  

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

| (i) FMV as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any | (l) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
|------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| <b>a</b>               |                                      |                                               | 749,320                                                                                      |
| <b>b</b>               |                                      |                                               | -42,269                                                                                      |
| <b>c</b>               |                                      |                                               |                                                                                              |
| <b>d</b>               |                                      |                                               |                                                                                              |
| <b>e</b>               |                                      |                                               |                                                                                              |

  

|                                                                                                                                                                                                                                                                                                                                                                              |          |         |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------|
| <b>2</b> Capital gain net income or (net capital loss) <span style="border: 1px solid black; padding: 2px;">If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7</span>                                                                                                                                                                          | <b>2</b> | 707,051 |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 <span style="border: 1px solid black; padding: 2px;">If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8</span> | <b>3</b> | 707,051 |

**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)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| 2017                                                                 | 2,045,216                                | 44,325,929                                   | 0.046140                                                  |
| 2016                                                                 | 2,152,086                                | 41,240,572                                   | 0.052184                                                  |
| 2015                                                                 | 2,157,084                                | 43,501,021                                   | 0.049587                                                  |
| 2014                                                                 | 2,014,308                                | 44,413,696                                   | 0.045353                                                  |
| 2013                                                                 | 1,876,311                                | 41,232,010                                   | 0.045506                                                  |

  

|                                                                                                                                                                                                                            |          |            |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|------------|
| <b>2</b> Total of line 1, column (d)                                                                                                                                                                                       | <b>2</b> | 0.238770   |
| <b>3</b> 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                                    | <b>3</b> | 0.047754   |
| <b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5                                                                                                                                      | <b>4</b> | 45,408,357 |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                                                         | <b>5</b> | 2,168,431  |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                                                        | <b>6</b> | 15,747     |
| <b>7</b> Add lines 5 and 6                                                                                                                                                                                                 | <b>7</b> | 2,184,178  |
| <b>8</b> Enter qualifying distributions from Part XII, line 4<br>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 | <b>8</b> | 2,172,047  |

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)**

|           |                                                                                                                                                                                                                             |           |               |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter (attach copy of letter if necessary—see instructions) |           |               |
| <b>b</b>  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b                                                                             | <b>1</b>  | <b>31,493</b> |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)                                                                                                    |           |               |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)                                                                                                                  | <b>2</b>  | <b>0</b>      |
| <b>3</b>  | Add lines 1 and 2                                                                                                                                                                                                           | <b>3</b>  | <b>31,493</b> |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)                                                                                                                | <b>4</b>  | <b>0</b>      |
| <b>5</b>  | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                     | <b>5</b>  | <b>31,493</b> |
| <b>6</b>  | Credits/Payments                                                                                                                                                                                                            |           |               |
| <b>a</b>  | 2018 estimated tax payments and 2017 overpayment credited to 2018                                                                                                                                                           | <b>6a</b> | <b>16,000</b> |
| <b>b</b>  | Exempt foreign organizations – tax withheld at source                                                                                                                                                                       | <b>6b</b> |               |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                         | <b>6c</b> |               |
| <b>d</b>  | Backup withholding erroneously withheld                                                                                                                                                                                     | <b>6d</b> |               |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d                                                                                                                                                                         | <b>7</b>  | <b>16,000</b> |
| <b>8</b>  | Enter any penalty for underpayment of estimated tax. Check her <input checked="" type="checkbox"/> if Form 2220 is attached                                                                                                 | <b>8</b>  |               |
| <b>9</b>  | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                               | <b>9</b>  | <b>15,493</b> |
| <b>10</b> | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                   | <b>10</b> |               |
| <b>11</b> | Enter the amount of line 10 to be Credited to 2019 estimated tax Refunded                                                                                                                                                   | <b>11</b> |               |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                                                      | Yes      | No       |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|
| <b>1a</b> 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>X</b> |
| <b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition<br>If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities |          | <b>X</b> |
| <b>c</b> Did the foundation file Form 1120-POL for this year?                                                                                                                                                                                                                                                                                                        |          | <b>X</b> |
| <b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation. \$ (2) On foundation managers \$                                                                                                                                                                                                |          |          |
| <b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$                                                                                                                                                                                                                     |          |          |
| <b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>If "Yes," attach a detailed description of the activities                                                                                                                                                                                                |          | <b>X</b> |
| <b>3</b> 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                                                                                                                                  |          | <b>X</b> |
| <b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                                                                                                | <b>X</b> |          |
| <b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?                                                                                                                                                                                                                                                                                            | <b>X</b> |          |
| <b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If "Yes," attach the statement required by General Instruction T                                                                                                                                                                                          |          | <b>X</b> |
| <b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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?                           | <b>X</b> |          |
| <b>7</b> 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                                                                                                                                                                                                                           | <b>X</b> |          |
| <b>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions                                                                                                                                                                                                                                                          |          |          |
| <b>MI</b>                                                                                                                                                                                                                                                                                                                                                            |          |          |
| <b>b</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                                                                                                                                                 | <b>X</b> |          |
| <b>9</b> 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 taxable year beginning in 2018? See instructions for Part XIV. If "Yes," complete Part XIV                                                                                                         |          | <b>X</b> |
| <b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses                                                                                                                                                                                                                         |          | <b>X</b> |

**Part VII-A** Statements Regarding Activities (continued)

- 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions
- 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
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **N/A**

|    | Yes      | No       |
|----|----------|----------|
| 11 |          | <b>X</b> |
| 12 |          | <b>X</b> |
| 13 | <b>X</b> |          |

- 14 The books are in care of ► **CRAIG W. HORN**  
**4301 FASHION SQUARE BLVD**

Telephone no. ► **989-799-1850**Located at ► **SAGINAW**

MI

ZIP+4 ► **48603**

- 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**

- 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 ►

|    | Yes | No       |
|----|-----|----------|
| 16 |     | <b>X</b> |

**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.

- 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 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? ☐ 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 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.) **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 2018? **4b** **X**

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

|           |                                                                                                                                                                                                                       | Yes                                                          | No                                     |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|----------------------------------------|
| <b>5a</b> | During the year did the foundation pay or incur any amount to                                                                                                                                                         |                                                              |                                        |
| (1)       | Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?                                                                                                                                 | <input type="checkbox"/> Yes                                 | <input checked="" type="checkbox"/> No |
| (2)       | Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                                                                       | <input type="checkbox"/> Yes                                 | <input checked="" type="checkbox"/> No |
| (3)       | Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                        | <input type="checkbox"/> Yes                                 | <input checked="" type="checkbox"/> No |
| (4)       | Provide a grant to an organization other than a charitable, etc., organization described in section 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>b</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                                                          |                                        |
|           | Organizations relying on a current notice regarding disaster assistance, check here                                                                                                                                   | <input type="checkbox"/>                                     |                                        |
| <b>c</b>  | 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).                                                                                                                                          |                                                              |                                        |
| <b>6a</b> | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                       | <input type="checkbox"/> Yes                                 | <input checked="" type="checkbox"/> No |
| <b>b</b>  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                            |                                                              | <b>X</b>                               |
|           | If "Yes" to 6b, file Form 8870                                                                                                                                                                                        |                                                              |                                        |
| <b>7a</b> | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?                                                                                                                  | <input type="checkbox"/> Yes                                 | <input checked="" type="checkbox"/> No |
| <b>b</b>  | If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                             | N/A                                                          |                                        |
| <b>8</b>  | 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. 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 11     |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

**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

**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<br>1100 SUPERIOR AVENUE, E SUITE 1616 OH 44114             | INVESTMENT SVCS     | 67,924           |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
| 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

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

|          |                                                                                                            |           |            |
|----------|------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes |           |            |
| <b>a</b> | Average monthly fair market value of securities                                                            | <b>1a</b> | 46,039,410 |
| <b>b</b> | Average of monthly cash balances                                                                           | <b>1b</b> | 60,197     |
| <b>c</b> | Fair market value of all other assets (see instructions)                                                   | <b>1c</b> | 248        |
| <b>d</b> | Total (add lines 1a, b, and c)                                                                             | <b>1d</b> | 46,099,855 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)  | <b>1e</b> | 0          |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                       | <b>2</b>  | 0          |
| <b>3</b> | Subtract line 2 from line 1d                                                                               | <b>3</b>  | 46,099,855 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)     | <b>4</b>  | 691,498    |
| <b>5</b> | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4       | <b>5</b>  | 45,408,357 |
| <b>6</b> | Minimum investment return. Enter 5% of line 5                                                              | <b>6</b>  | 2,270,418  |

**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.)

|           |                                                                                                    |           |           |
|-----------|----------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6                                                      | <b>1</b>  | 2,270,418 |
| <b>2a</b> | Tax on investment income for 2018 from Part VI, line 5                                             | <b>2a</b> | 31,493    |
| <b>b</b>  | Income tax for 2018 (This does not include the tax from Part VI.)                                  | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b                                                                                | <b>2c</b> | 31,493    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                              | <b>3</b>  | 2,238,925 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions                                          | <b>4</b>  |           |
| <b>5</b>  | Add lines 3 and 4                                                                                  | <b>5</b>  | 2,238,925 |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                             | <b>6</b>  |           |
| <b>7</b>  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 2,238,925 |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                     |           |           |
|----------|-----------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                                           |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26                                                                       | <b>1a</b> | 2,172,047 |
| <b>b</b> | Program-related investments – total from Part IX-B                                                                                                  | <b>1b</b> |           |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                                           | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                 |           |           |
| <b>a</b> | Suitability test (prior IRS approval required)                                                                                                      | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                                               | <b>3b</b> |           |
| <b>4</b> | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                          | <b>4</b>  | 2,172,047 |
| <b>5</b> | 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 | <b>5</b>  | 0         |
| <b>6</b> | Adjusted qualifying distributions. Subtract line 5 from line 4                                                                                      | <b>6</b>  | 2,172,047 |

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)<br>Corpus | (b)<br>Years prior to 2017 | (c)<br>2017      | (d)<br>2018      |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|------------------|------------------|
| <b>1</b> Distributable amount for 2018 from Part XI, line 7                                                                                                                       |               |                            |                  | <b>2,238,925</b> |
| <b>2</b> Undistributed income, if any, as of the end of 2018                                                                                                                      |               |                            |                  |                  |
| <b>a</b> Enter amount for 2017 only                                                                                                                                               |               |                            | <b>2,166,560</b> |                  |
| <b>b</b> Total for prior years 20____, 20____, 20____                                                                                                                             |               |                            |                  |                  |
| <b>3</b> Excess distributions carryover, if any, to 2018                                                                                                                          |               |                            |                  |                  |
| <b>a</b> From 2013                                                                                                                                                                |               |                            |                  |                  |
| <b>b</b> From 2014                                                                                                                                                                |               |                            |                  |                  |
| <b>c</b> From 2015                                                                                                                                                                |               |                            |                  |                  |
| <b>d</b> From 2016                                                                                                                                                                |               |                            |                  |                  |
| <b>e</b> From 2017                                                                                                                                                                |               |                            |                  |                  |
| <b>f</b> Total of lines 3a through e                                                                                                                                              |               |                            |                  |                  |
| <b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <b>2,172,047</b>                                                                                            |               |                            |                  |                  |
| <b>a</b> Applied to 2017, but not more than line 2a                                                                                                                               |               |                            | <b>2,166,560</b> |                  |
| <b>b</b> Applied to undistributed income of prior years (Election required – see instructions)                                                                                    |               |                            |                  |                  |
| <b>c</b> Treated as distributions out of corpus (Election required – see instructions)                                                                                            |               |                            |                  |                  |
| <b>d</b> Applied to 2018 distributable amount                                                                                                                                     |               |                            |                  | <b>5,487</b>     |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                               |               |                            |                  |                  |
| <b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )                                        |               |                            |                  |                  |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                   |               |                            |                  |                  |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                          |               |                            |                  |                  |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b                                                                                                          |               |                            |                  |                  |
| <b>c</b> 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 |               |                            |                  |                  |
| <b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions                                                                                                          |               |                            |                  |                  |
| <b>e</b> Undistributed income for 2017. Subtract line 4a from line 2a Taxable amount – see instructions                                                                           |               |                            |                  |                  |
| <b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019                                                                |               |                            |                  | <b>2,233,438</b> |
| <b>7</b> 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)         |               |                            |                  |                  |
| <b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)                                                                              |               |                            |                  |                  |
| <b>9</b> Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a                                                                                              |               |                            |                  |                  |
| <b>10</b> Analysis of line 9                                                                                                                                                      |               |                            |                  |                  |
| <b>a</b> Excess from 2014                                                                                                                                                         |               |                            |                  |                  |
| <b>b</b> Excess from 2015                                                                                                                                                         |               |                            |                  |                  |
| <b>c</b> Excess from 2016                                                                                                                                                         |               |                            |                  |                  |
| <b>d</b> Excess from 2017                                                                                                                                                         |               |                            |                  |                  |
| <b>e</b> Excess from 2018                                                                                                                                                         |               |                            |                  |                  |

**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 2018, 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)

|                                                                                                                                                          | Prior 3 years |          |          |          | (e) Total |
|----------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------|----------|----------|-----------|
|                                                                                                                                                          | (a) 2018      | (b) 2017 | (c) 2016 | (d) 2015 |           |
| <b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed                      |               |          |          |          |           |
| <b>b</b> 85% of line 2a                                                                                                                                  |               |          |          |          |           |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed                                                                             |               |          |          |          |           |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities                                                           |               |          |          |          |           |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities                                                                  |               |          |          |          |           |
| Subtract line 2d from line 2c                                                                                                                            |               |          |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon                                                                                       |               |          |          |          |           |
| <b>a</b> "Assets" alternative test – enter                                                                                                               |               |          |          |          |           |
| <b>(1)</b> Value of all assets                                                                                                                           |               |          |          |          |           |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)                                                                                     |               |          |          |          |           |
| <b>b</b> "Endowment" alternative test – enter <b>2/3</b> of minimum investment return shown in Part X, line 6 for each year listed                       |               |          |          |          |           |
| <b>c</b> "Support" alternative test – enter                                                                                                              |               |          |          |          |           |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) |               |          |          |          |           |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)                                      |               |          |          |          |           |
| <b>(3)</b> Largest amount of support from an exempt organization                                                                                         |               |          |          |          |           |
| <b>(4)</b> 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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

**CRAIG W. HORN 989-799-1850**  
**4301 FASHION SQ. BLVD. SAGINAW MI 48603**

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

SEE STATEMENT 12

**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 13

**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<br>SEE ATTACHED STATEMENT        |  |                                                                                                           |                                |                                  | 2,072,693 |
| Total                                                   |  |                                                                                                           |                                |                                  | 2,072,693 |
| b Approved for future payment<br>SEE ATTACHED STATEMENT |  |                                                                                                           |                                |                                  | 2,887,500 |
| Total                                                   |  |                                                                                                           |                                |                                  | 2,887,500 |



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

- |          |                                                                                                                                                                                                                                                                                                                                                                                             | Yes          | No       |
|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|----------|
| <b>1</b> | 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?                                                                                                                                                     |              |          |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of                                                                                                                                                                                                                                                                                                           |              |          |
|          | (1) Cash                                                                                                                                                                                                                                                                                                                                                                                    | <b>1a(1)</b> | <b>X</b> |
|          | (2) Other assets                                                                                                                                                                                                                                                                                                                                                                            | <b>1a(2)</b> | <b>X</b> |
| <b>b</b> | Other transactions                                                                                                                                                                                                                                                                                                                                                                          |              |          |
|          | (1) Sales of assets to a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                                  | <b>1b(1)</b> | <b>X</b> |
|          | (2) Purchases of assets from a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                            | <b>1b(2)</b> | <b>X</b> |
|          | (3) Rental of facilities, equipment, or other assets                                                                                                                                                                                                                                                                                                                                        | <b>1b(3)</b> | <b>X</b> |
|          | (4) Reimbursement arrangements                                                                                                                                                                                                                                                                                                                                                              | <b>1b(4)</b> | <b>X</b> |
|          | (5) Loans or loan guarantees                                                                                                                                                                                                                                                                                                                                                                | <b>1b(5)</b> | <b>X</b> |
|          | (6) Performance of services or membership or fundraising solicitations                                                                                                                                                                                                                                                                                                                      | <b>1b(6)</b> | <b>X</b> |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees                                                                                                                                                                                                                                                                                                            | <b>1c</b>    | <b>X</b> |
| <b>d</b> | 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 |              |          |

[illegible]

- 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                      |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

|                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Sign<br/>Here</b> | <p>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.</p> <div style="display: flex; justify-content: space-between; align-items: flex-end; margin-top: 20px;"> <div style="width: 45%;">  <p>Signature of officer or trustee</p> </div> <div style="width: 15%; text-align: center;"> <p>5/1/19</p> <p>Date</p> </div> <div style="width: 40%; border: 1px solid black; padding: 5px; margin-top: 10px;"> <p>May the IRS discuss this return with the preparer shown below?<br/>See instructions <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> </div> </div> |
|                      | <p><b>PRESIDENT</b></p> <p>Title</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |

|                              |                            |                                                    |                      |  |              |                                                 |
|------------------------------|----------------------------|----------------------------------------------------|----------------------|--|--------------|-------------------------------------------------|
| Paid<br>Preparer<br>Use Only | Print/Type preparer's name |                                                    | Preparer's signature |  | Date         | Check <input type="checkbox"/> if self-employed |
|                              | LAURA M. EBEL              |                                                    | <i>Laura M. Ebel</i> |  | 4/29/19      |                                                 |
|                              | Firm's name ▶              | ANDREWS HOOPER PAVLIK PLC                          |                      |  | PTIN         | P00184232                                       |
|                              | Firm's address ▶           | 1601 MARQUETTE ST STE 4<br>BAY CITY, MI 48706-6392 |                      |  | Firm's EIN ▶ | 38-3133790                                      |
|                              |                            |                                                    |                      |  | Phone no     | 989-667-4900                                    |

## Federal Statements

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

| Description                  | Revenue per<br>Books | Net Investment<br>Income | Adjusted Net<br>Income |
|------------------------------|----------------------|--------------------------|------------------------|
| BUCKEYE PARTNERS LP - PTP    | \$                   | 5,387                    | \$                     |
| ALTERNATIVE INVESTMENTS INST |                      | 61,024                   |                        |
| TC PIPELINE LP - PTP         |                      | 5                        |                        |
| ENTERPRISE PRODUCTS LP - PTP |                      | 1,020                    |                        |
| ENBRIDGE ENERGY LP - PTP     |                      | -1,487                   |                        |
| TOTAL                        | \$ 0                 | \$ 65,949                | \$ 0                   |

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

| Description               | Total     | Net<br>Investment | Adjusted<br>Net | Charitable<br>Purpose |
|---------------------------|-----------|-------------------|-----------------|-----------------------|
| AUDIT AND 990PF PREP FEES | \$ 24,325 | \$ 18,244         | \$              | \$ 6,081              |
| TOTAL                     | \$ 24,325 | \$ 18,244         | \$ 0            | \$ 6,081              |

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

| Description                      | Total     | Net<br>Investment | Adjusted<br>Net | Charitable<br>Purpose |
|----------------------------------|-----------|-------------------|-----------------|-----------------------|
| MERRILL LYNCH INVESTMENT FEES    | \$ 150    | \$ 150            | \$              | \$                    |
| CHARLES SCHWAB INVESTMENT FEES   | 25        | 25                |                 |                       |
| AGINCOURT CAPITAL INVESTMENT FEE | 11,560    | 11,560            |                 |                       |
| HARTLAND & CO. INVESTMENT FEES   | 67,924    | 67,924            |                 |                       |
| TOTAL                            | \$ 79,659 | \$ 79,659         | \$ 0            | \$ 0                  |

## Federal Statements

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

| Description    | Total     | Net<br>Investment | Adjusted<br>Net | Charitable<br>Purpose |
|----------------|-----------|-------------------|-----------------|-----------------------|
| FEDERAL TAXES  | \$ 31,000 |                   | \$              |                       |
| PAYROLL TAXES  | 8,187     | 3,084             |                 | 5,103                 |
| PROPERTY TAXES | 69        | 24                |                 | 45                    |
| TOTAL          | \$ 39,256 | \$ 3,108          | \$ 0            | \$ 5,148              |

## Federal Statements

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

| Date                                   |               | Description                |     | Method | Life | Current Year<br>Depreciation | Net Investment<br>Income | Adjusted Net<br>Income |
|----------------------------------------|---------------|----------------------------|-----|--------|------|------------------------------|--------------------------|------------------------|
| Acquired                               | Cost<br>Basis | Prior Year<br>Depreciation |     |        |      |                              |                          |                        |
| 4 DRAWER FILING CABINET<br>10/15/77 \$ | 263 \$        | 263                        | S/L |        | 10   | \$                           | \$                       |                        |
| 4 DRAWER FILING CABINET<br>2/15/81     | 316           | 316                        | S/L |        | 10   |                              |                          |                        |
| FILING CABINET<br>11/19/85             | 225           | 225                        | S/L |        | 10   |                              |                          |                        |
| OFFICE EQUIPMENT<br>1/05/89            | 606           | 606                        | S/L |        | 10   |                              |                          |                        |
| HIGH BACK CHAIR<br>2/28/95             | 750           | 750                        | S/L |        | 5    |                              |                          |                        |
| OFFICE FURNITURE<br>5/11/98            | 2,542         | 2,542                      | S/L |        | 7    |                              |                          |                        |
| (2) DICTATING MACHINES<br>11/02/98     | 1,198         | 1,198                      | S/L |        | 5    |                              |                          |                        |
| 4-DRAWER FILING CABINET<br>8/22/02     | 1,449         | 1,449                      | S/L |        | 10   |                              |                          |                        |
| LATERAL FILE<br>6/18/07                | 340           | 340                        | S/L |        | 10   |                              |                          |                        |
| LENOVO THINKCENTRE COMPUTER<br>7/24/13 | 1,199         | 1,059                      | S/L |        | 5    | 140                          | 140                      |                        |
| COPIER/SCANNER<br>4/09/18              | 1,808         |                            | S/L |        | 5    | 271                          | 271                      |                        |
| TOTAL                                  | \$ 10,696     | \$ 8,748                   |     |        |      | \$ 411                       | \$ 411                   | \$ 0                   |

## Federal Statements

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

| Description               | Total         | Net Investment | Adjusted Net | Charitable Purpose |
|---------------------------|---------------|----------------|--------------|--------------------|
| EXPENSES                  |               |                | \$           | \$                 |
| MISCELLANEOUS             | 4,716         | 1,651          |              | 3,065              |
| OTHER INSURANCE           | 8,308         | 2,908          |              | 5,400              |
| COUNCIL OF MI FOUNDATIONS | 500           |                |              | 500                |
| TOTAL                     | <u>13,524</u> | <u>4,559</u>   | <u>0</u>     | <u>8,965</u>       |

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 | \$ 107,970        | \$ 107,970     | COST               | \$ 25,270         |
| TOTAL                           | <u>107,970</u>    | <u>107,970</u> |                    | <u>25,270</u>     |

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 | \$ 7,965,530      | \$ 6,449,200     | COST               | \$ 6,855,322      |
| TOTAL                 | <u>7,965,530</u>  | <u>6,449,200</u> |                    | <u>6,855,322</u>  |

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    | \$ 22,610,700     | \$ 23,543,062     | COST               | \$ 27,905,773     |
| SEE STATEMENT - ALT INVESTMENTS | 4,557,420         | 4,458,079         | COST               | 5,605,158         |
| TOTAL                           | <u>27,168,120</u> | <u>28,001,141</u> |                    | <u>33,510,931</u> |

## Federal Statements

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

| Description         | Beginning<br>Net Book | End<br>Cost / Basis | End Accumulated<br>Depreciation | Net<br>FMV |
|---------------------|-----------------------|---------------------|---------------------------------|------------|
| BUILDINGS/EQUIPMENT | \$ 140                | \$ 10,696           | \$ 9,159                        | \$ 1,537   |
| TOTAL               | \$ 140                | \$ 10,696           | \$ 9,159                        | \$ 1,537   |

**Federal Statements****Statement 10 - Form 990-PF, Part II, Line 22 - Other Liabilities**

| <u>Description</u>         | <u>Beginning<br/>of Year</u> | <u>End of<br/>Year</u> |
|----------------------------|------------------------------|------------------------|
| FEDERAL EXCISE TAX PAYABLE | \$ 26,814                    | \$ 13,397              |
| OTHER LIABILITIES          |                              | 1,152                  |
| TOTAL                      | \$ 26,814                    | \$ 14,549              |

## Federal Statements

## Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

| Name and Address                                                  | Title      | Average Hours | Compensation | Benefits | Expenses |
|-------------------------------------------------------------------|------------|---------------|--------------|----------|----------|
| MARY LOU CASE<br>4301 FASHION SQ. BLVD.<br>SAGINAW MI 48603       | TREASURER  | 0.69          | 1,250        | 0        | 0        |
| ELLEN E. CRANE<br>4301 FASHION SQ. BLVD.<br>SAGINAW MI 48603      | VICE PRES. | 0.69          | 1,500        | 0        | 0        |
| PETER EWEND<br>4301 FASHION SQ. BLVD<br>SAGINAW MI 48603          | TRUSTEE    | 0.35          | 1,000        | 0        | 0        |
| WILLIAM A. HENDRICK<br>4301 FASHION SQ. BLVD.<br>SAGINAW MI 48603 | TRUSTEE    | 0.08          | 250          | 0        | 0        |
| RICHARD HEUSCHELE<br>4301 FASHION SQ. BLVD.<br>SAGINAW MI 48603   | TRUSTEE    | 0.35          | 500          | 0        | 0        |
| CRAIG W. HORN<br>4301 FASHION SQ. BLVD.<br>SAGINAW MI 48603       | PRESIDENT  | 20.00         | 75,000       | 0        | 0        |
| RICHARD KATZ<br>4301 FASHION SQ. BLVD.<br>SAGINAW MI 48603        | TRUSTEE    | 0.35          | 1,000        | 0        | 0        |
| MICHELE PAVLICEK<br>4301 FASHION SQ. BLVD.<br>SAGINAW MI 48603    | SECRETARY  | 23.79         | 32,025       | 0        | 0        |
| JASON TUNNEY<br>4301 FASHION SQ. BLVD.<br>SAGINAW MI 48603        | TRUSTEE    | 0.35          | 750          | 0        | 0        |

**Federal Statements****Statement 12 - 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 13 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description

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

**Statement 14 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue**

| <u>Description</u>          | <u>Business<br/>Code</u> | <u>Unrelated<br/>Amount</u> | <u>Exclusion<br/>Code</u> | <u>Exclusion<br/>Amount</u> | <u>Related<br/>Income</u> |
|-----------------------------|--------------------------|-----------------------------|---------------------------|-----------------------------|---------------------------|
| BUCKEYE PARTNERS LP - PTP   |                          | \$                          | 14                        | \$ 5,387                    | \$                        |
| ALTERNATIVE INVESTMENTS INS |                          |                             | 14                        | 61,024                      |                           |
| TC PIPELINE LP - PTP        |                          |                             | 14                        | 5                           |                           |
| ENTERPRISE PRODUCTS LP - PT |                          |                             | 14                        | 1,020                       |                           |
| ENBRIDGE ENERGY LP - PTP    |                          |                             | 14                        | -1,487                      |                           |
| BUCKEYE PARTNERS LP - PTP   | 900001                   | 9,243                       |                           |                             |                           |
| ENTERPRISE PRODUCTS LP - PT | 900001                   | 27,020                      |                           |                             |                           |
| TC PIPELINES LP - PTP       | 900001                   | 31,561                      |                           |                             |                           |
| ENBRIDGE                    | 900001                   | -28,828                     |                           |                             |                           |
| TOTAL                       |                          | \$ 38,996                   |                           | \$ 65,949                   | \$ 0                      |

|                                                        |                                                                 |                                                     |
|--------------------------------------------------------|-----------------------------------------------------------------|-----------------------------------------------------|
| Form <b>990-PF</b>                                     | <b>Underdistribution and Excess Distributions for Part XIII</b> | <b>2018</b>                                         |
| For calendar year 2018, or tax year beginning , ending |                                                                 |                                                     |
| Name<br><br><b>HARVEY RANDALL WICKES FOUNDATION</b>    |                                                                 | Employer Identification Number<br><b>38-6061470</b> |

### Undistributed Income Carryovers

Form 990-PF, Part XIII

| Tax Year                     | Prior Undistributed Income     |                 |                | Current Year Decreases | Next Year Carryover            |                 |
|------------------------------|--------------------------------|-----------------|----------------|------------------------|--------------------------------|-----------------|
|                              | Nontaxable or Previously Taxed | Taxable in 2018 | Total per Year |                        | Nontaxable or Previously Taxed | Taxable in 2019 |
| Years prior                  |                                |                 |                |                        |                                |                 |
| 20 <b>14</b>                 |                                |                 |                |                        |                                |                 |
| 20 <b>15</b>                 |                                |                 |                |                        |                                |                 |
| 20 <b>16</b>                 |                                |                 |                |                        |                                |                 |
| 2017                         |                                | 2,166,560       | 2,166,560      | 2,166,560              |                                |                 |
| 2018                         |                                |                 | 2,238,925      | 5,487                  |                                | 2,233,438       |
| Total Carryover to Next Year |                                |                 |                |                        |                                | 2,233,438       |

\* Carryover amount includes 4942(a) amounts

### Excess Distribution Carryovers

Form 990-PF, Part XIII

| Preceding Tax Year Excess Distributions           | Current Year Decreases | Next Year Carryover |
|---------------------------------------------------|------------------------|---------------------|
| 2013                                              |                        |                     |
| 2014                                              |                        |                     |
| 2015                                              |                        |                     |
| 2016                                              |                        |                     |
| 2017                                              |                        |                     |
| Current Year Excess Distribution Generated (2018) |                        | 0                   |
| Total Carryover to Next Year                      |                        | 0                   |

Harvey Randall Wickes Foundation #38-6061470  
Year Ended December 31, 2018  
Form 990-PF, Part II, Line 10b - Corporate Stock Investments

| Shares | December 31, 2018 |              |
|--------|-------------------|--------------|
|        | Cost              | Market Value |

**Corporate stocks (common unless otherwise noted)**

Huntington Bancshares

Total corporate stocks

|       |    |         |    |        |
|-------|----|---------|----|--------|
| 2,120 | \$ | 107,970 | \$ | 25,270 |
|       | \$ | 107,970 | \$ | 25,270 |

**Bonds**

Abbott Laboratories, 2 90% Bonds, due 11/30/21  
Abbott Laboratories, 3 40% Bonds, due 11/30/23  
Abbott Laboratories, 3 75% Bonds, due 11/30/26  
Abbvie Inc, 2 90% Bonds, due 11/06/22  
Aetna, Incorporated, 7.25% Debentures, due 8/15/23

| <b>Maturity<br/>Value</b> | <b>December 31, 2018</b> |                         |
|---------------------------|--------------------------|-------------------------|
|                           | <b>Cost</b>              | <b>Market<br/>Value</b> |
| \$ 10,000                 | \$ 9,950                 | \$ 9,893                |
| 3,000                     | 3,002                    | 2,983                   |
| 7,000                     | 7,204                    | 6,912                   |
| 25,000                    | 24,140                   | 24,247                  |
| 150,000                   | 147,940                  | 170,877                 |

Harvey Randall Wickes Foundation #38-6061470  
Year Ended December 31, 2018  
Form 990-PF, Part II, Line 10c - Corporate Bond Investments

|                                                                    |                   | December 31, 2018 |                 |
|--------------------------------------------------------------------|-------------------|-------------------|-----------------|
|                                                                    | Maturity<br>Value | Cost              | Market<br>Value |
| <b>Bonds (continued)</b>                                           |                   |                   |                 |
| Aetna, Incorporated, 7.625% Guarantee, due 8/15/26                 | \$ 200,000        | \$ 207,350        | \$ 239,128      |
| America Movil, 6 375% Bonds, due 3/01/35                           | 10,000            | 12,080            | 11,619          |
| American Express, 2 70% Bonds, due 3/03/22                         | 10,000            | 9,985             | 9,754           |
| American Express, 2.50% Bonds, due 8/01/22                         | 25,000            | 24,443            | 24,110          |
| Ameriprise Financial, 5 30% Bonds, due 3/15/20                     | 25,000            | 26,051            | 25,609          |
| Ameriprise Financial, 4 00% Bonds, due 10/15/23                    | 5,000             | 5,266             | 5,121           |
| Ameriprise Financial, 3 70% Bonds, due 10/15/24                    | 10,000            | 10,289            | 9,935           |
| Amgen Incorporated, 3 125% Bonds, due 5/01/25                      | 15,000            | 15,129            | 14,373          |
| Analog Devices Inc , 3 90% Bonds, due 12/15/25                     | 15,000            | 15,065            | 14,602          |
| Anheuser-Busch Inc , 3 30% Bonds, due 2/01/23                      | 30,000            | 29,930            | 29,175          |
| Anheuser-Busch Inc , 3 65% Bonds, due 2/01/26                      | 5,000             | 5,106             | 4,717           |
| Anthem, Inc 3 70% Bonds, due 8/25/21                               | 10,000            | 10,125            | 10,065          |
| Anthem, Inc 3 125% Bonds, due 5/15/22                              | 10,000            | 10,057            | 9,817           |
| Anthem, Inc.3 30% Bonds, due 1/15/23                               | 15,000            | 14,793            | 14,762          |
| APTIV PLC, 3 15% Bonds, due 11/19/20                               | 20,000            | 20,329            | 19,895          |
| Atmos Energy Co , 4.125% Bonds, due 10/15/44                       | 5,000             | 5,264             | 4,886           |
| AT&T Inc , 3.80% Bonds, due 3/15/22                                | 10,000            | 10,077            | 10,030          |
| AT&T Inc , 4 45% Bonds, due 4/01/24                                | 15,000            | 15,661            | 15,239          |
| AT&T Inc , 5 35% Bonds, due 9/01/40                                | 10,000            | 10,032            | 9,748           |
| AT&T Wireless SVCS, Inc., 8 75% Senior Notes, due 3/01/31          | 200,000           | 208,528           | 263,876         |
| Avangrid, Inc., 6 75% Bonds, due 7/15/36                           | 10,000            | 11,428            | 11,883          |
| Bank of America, 3 30% Bonds, due 1/11/23                          | 25,000            | 25,006            | 24,627          |
| Bank of America, 3.875% Bonds, due 8/01/25                         | 15,000            | 15,451            | 14,851          |
| Berkley WR Corp., 8.70% Debentures, due 1/01/22                    | 186,000           | 188,250           | 209,618         |
| Berkshire Hathaway, 6 125% Bonds, due 4/01/36                      | 20,000            | 20,292            | 23,919          |
| BNSF, LLC, 3.00% Bonds, due 3/15/23                                | 15,000            | 15,360            | 14,814          |
| BP Capital MKT, 3.245% Bonds, due 5/06/22                          | 5,000             | 5,057             | 4,971           |
| BP Capital MKT, 3.814% Bonds, due 2/10/24                          | 10,000            | 10,478            | 10,022          |
| British Telecom, 9 625% Bonds, due 12/15/30                        | 15,000            | 22,353            | 20,421          |
| Brunswick Corp , 7 125% Bonds, due 8/01/27                         | 100,000           | 96,219            | 110,484         |
| Bunge Ltd Financial Corp , 3.25% Bonds, due 8/15/26                | 10,000            | 9,420             | 8,674           |
| Burlington Resources, Inc., 6.875% Company Guaranteed, due 2/15/26 | 140,000           | 147,837           | 161,741         |
| Canadian Natural Resources, 3 45% Bonds, due 11/15/21              | 15,000            | 15,237            | 14,907          |
| Canadian Natural Resources, 2 95% Bonds, due 1/15/23               | 15,000            | 15,065            | 14,360          |
| Canadian Natural Resources, 3.85% Bonds, due 6/01/27               | 5,000             | 4,995             | 4,722           |

|                                                        |                   | December 31, 2018 |                 |
|--------------------------------------------------------|-------------------|-------------------|-----------------|
|                                                        | Maturity<br>Value | Cost              | Market<br>Value |
| <b>Bonds (continued)</b>                               |                   |                   |                 |
| Canadian Pacific, 4 45% Bonds, due 3/15/23             | \$ 5,000          | \$ 5,386          | \$ 5,168        |
| Canadian Pacific, 2.90% Bonds, due 2/01/25             | 10,000            | 9,453             | 9,576           |
| Capital One Financial, 3.45% Bonds, due 4/30/21        | 5,000             | 4,996             | 4,999           |
| Capital One Financial, 4 75% Bonds, due 7/15/21        | 15,000            | 15,816            | 15,375          |
| Capital One Financial, 3 50% Bonds, due 6/15/23        | 15,000            | 15,146            | 14,719          |
| Champion Intl. Corp , 7 35% Debentures, due 11/01/25   | 190,000           | 187,403           | 220,396         |
| Chubb Corp., 2 30% Bonds, due 11/03/20                 | 30,000            | 29,760            | 29,465          |
| Chubb Corp , 3 15% Bonds, due 3/15/25                  | 5,000             | 4,930             | 4,874           |
| Citigroup Inc., 4.50% Bonds, due 1/14/22               | 50,000            | 52,582            | 51,190          |
| Citigroup Inc , 2 70% Bonds, due 4/25/22               | 10,000            | 9,639             | 9,684           |
| Citigroup Inc., 3.093% REMIC, due 4/12/46              | 10,000            | 9,946             | 9,924           |
| Coca Cola Company, 2.875% Bonds, due 10/27/25          | 15,000            | 15,018            | 14,448          |
| Collins Aerospace, 3.20% Bonds, due 2/10/24            | 10,000            | 9,925             | 9,506           |
| Collins Aerospace, 3 50% Bonds, due 3/15/27            | 5,000             | 5,117             | 4,645           |
| Comcast Corp , 3 95% Bonds, due 10/15/25               | 5,000             | 4,981             | 5,063           |
| Comcast Corp , 3.15% Bonds, due 3/01/26                | 5,000             | 5,067             | 4,769           |
| Comcast Corp., 3 90% Bonds, due 3/01/38                | 5,000             | 4,986             | 4,623           |
| Conoco Phillips, 6 50% Bonds, due 2/01/39              | 5,000             | 5,459             | 6,220           |
| Constellation Brands, 4 25% Bonds, due 5/01/23         | 5,000             | 5,270             | 5,051           |
| Constellation Brands, 4 75% Bonds, due 11/15/24        | 10,000            | 10,603            | 10,274          |
| Constellation Brands, 4 75% Bonds, due 12/01/25        | 10,000            | 10,753            | 10,191          |
| CSX Corp., 6 22% Bonds, due 4/30/40                    | 10,000            | 12,114            | 12,050          |
| CSX Corp , 8 625% Debentures, due 5/15/22              | 140,000           | 146,697           | 162,572         |
| CVS Health Corp., 4.125% Bonds, due 5/15/21            | 15,000            | 15,390            | 15,123          |
| CVS Health Corp., 2 75% Bonds, due 12/01/22            | 10,000            | 10,072            | 9,545           |
| CVS Health Corp . 3 70% Bonds, due 3/09/23             | 10,000            | 10,026            | 9,886           |
| CVS Health Corp., 4 30% Bonds, due 3/25/28             | 10,000            | 9,871             | 9,786           |
| Dayton Hudson Corporation, 9 35% Bonds, due 6/16/20    | 100,000           | 100,000           | 108,560         |
| Deutsche Mortgage, 3 612% REMIC, due 6/12/46           | 20,000            | 21,084            | 20,248          |
| Deutsche Mortgage, 4 046% REMIC, due 10/15/46          | 35,000            | 37,894            | 36,125          |
| Deutsche Teleko, 8 75% Company Guaranteed, due 6/15/30 | 15,000            | 18,146            | 19,602          |
| Devon Energy Corporation, 4 00% Bonds, due 7/15/21     | 20,000            | 20,594            | 20,024          |
| Devon Energy Corporation, 3 25% Bonds, due 5/15/22     | 15,000            | 14,850            | 14,617          |
| Devon Energy Corporation, 5 85% Bonds, due 12/15/25    | 5,000             | 5,712             | 5,279           |
| Diageo Capital PLC, 4.828% Bonds, due 7/15/20          | 10,000            | 10,443            | 10,257          |

|                                                | Maturity<br>Value | December 31, 2018 |                 |
|------------------------------------------------|-------------------|-------------------|-----------------|
|                                                |                   | Cost              | Market<br>Value |
| <b>Bonds (continued)</b>                       |                   |                   |                 |
| Digital Realty, 2 75% Bonds, due 2/01/23       | \$ 30,000         | \$ 29,606         | \$ 28,647       |
| Dominion Gas Hold, 3 6% Bonds, due 12/15/24    | 20,000            | 20,733            | 19,780          |
| DPH Holdings Corp., 4 15% Bonds, due 3/15/24   | 5,000             | 5,170             | 4,954           |
| Duke Energy Field, 8 125% Bonds, due 8/16/30   | 50,000            | 49,494            | 56,000          |
| Duke Energy Field, 6 00% Bonds, due 12/01/39   | 15,000            | 17,322            | 17,957          |
| Energy Transfer Corp, 4 95% Bonds, due 6/15/28 | 5,000             | 4,999             | 4,875           |
| Enterprise Products, 4 85% Bonds, due 3/15/44  | 10,000            | 10,088            | 9,760           |
| Equinor ASA, 5 10% Bonds, due 8/17/40          | 5,000             | 5,617             | 5,574           |
| FedEx Corp., 4.90% Bonds, due 1/15/34          | 10,000            | 10,422            | 10,140          |
| FHLMC C0-4444, 3 00%, due 1/01/43              | 65,000            | 36,914            | 36,201          |
| FHLMC C0-9022, 3 00%, due 1/01/43              | 90,000            | 52,672            | 50,455          |
| FHLMC C0-9035, 3 00%, due 4/01/43              | 35,000            | 20,297            | 19,921          |
| FHLMC E0-9015, 2 50%, due 12/01/27             | 30,000            | 11,711            | 11,060          |
| FHLMC G0-2794, 6 00%, due 5/01/37              | 60,000            | 1,082             | 1,252           |
| FHLMC G0-8528, 3 00%, due 4/01/43              | 50,000            | 28,190            | 28,430          |
| FHLMC G0-8640, 3 00%, due 5/01/45              | 50,000            | 34,843            | 34,097          |
| FHLMC G0-8653, 3.00%, due 7/01/45              | 115,000           | 83,444            | 80,636          |
| FHLMC G0-8710, 3 00%, due 6/01/46              | 115,000           | 89,983            | 90,131          |
| FHLMC G1-1879, 5.00%, due 10/01/20             | 150,000           | 1,013             | 1,347           |
| FHLMC G1-6164, 2 50%, due 1/01/30              | 40,000            | 29,383            | 28,704          |
| FHLMC G1-8246, 4.50%, due 4/01/23              | 454,528           | 11,581            | 11,150          |
| FHLMC G1-8461, 2 50%, due 4/01/28              | 85,000            | 35,599            | 34,861          |
| Fiserv Inc., 2 70% Bonds, due 6/01/20          | 10,000            | 10,066            | 9,920           |
| Fiserv Inc., 3 50% Bonds, due 10/01/22         | 5,000             | 4,994             | 4,962           |
| Fiserv Inc., 3.80% Bonds, due 10/01/23         | 5,000             | 5,008             | 4,996           |
| Fiserv Inc., 3.85% Bonds, due 6/01/25          | 10,000            | 10,007            | 9,918           |
| FNMA PL AB2092, 4.00%, due 1/01/41             | 105,000           | 44,472            | 45,556          |
| FNMA PL AB2172, 4 00%, due 2/01/41             | 40,000            | 15,765            | 15,497          |
| FNMA PL AH2366, 3 50%, due 1/01/26             | 105,000           | 18,764            | 18,913          |
| FNMA PL AH2659, 3.50%, due 1/01/26             | 105,000           | 14,761            | 14,437          |
| FNMA PL AH3394, 4 00%, due 1/01/41             | 155,000           | 36,164            | 34,758          |
| FNMA PL AL6290, 3.50%, due 12/01/27            | 25,000            | 10,425            | 9,958           |
| FNMA PL AL9105, 4.50%, due 10/01/46            | 25,000            | 16,015            | 15,456          |
| FNMA PL AS6520, 3.50%, due 1/01/46             | 50,000            | 35,551            | 35,421          |
| FNMA PL AS7112, 3 50%, due 5/01/46             | 50,000            | 37,130            | 35,224          |

|                                                           | Maturity<br>Value | December 31, 2018 |                 |
|-----------------------------------------------------------|-------------------|-------------------|-----------------|
|                                                           |                   | Cost              | Market<br>Value |
| <b>Bonds (continued)</b>                                  |                   |                   |                 |
| FNMA PL AS7343, 3.00%, due 6/01/46                        | \$ 65,000         | \$ 53,847         | \$ 51,004       |
| FNMA PL AS8573, 3.50%, due 12/01/46                       | 35,000            | 29,216            | 28,629          |
| FNMA PL BA0849, 3.50%, due 4/01/46                        | 25,000            | 17,428            | 16,593          |
| FNMA PL MA0533, 4.00%, due 10/01/40                       | 65,000            | 11,339            | 11,505          |
| FNMA PL MA2578, 3.50%, due 4/01/46                        | 50,000            | 34,705            | 33,372          |
| FNMA PL MA2705, 3.00%, due 8/01/46                        | 25,000            | 19,374            | 19,869          |
| FNMA PL MA2879, 4.00%, due 1/01/47                        | 40,000            | 30,868            | 30,251          |
| FNMA PL MA2956, 3.00%, due 4/01/47                        | 50,000            | 41,863            | 43,135          |
| FNMA PL MA3088, 4.00%, due 8/01/47                        | 25,000            | 22,545            | 22,004          |
| FNMA PL MA3120, 3.50%, due 12/01/47                       | 35,000            | 32,302            | 32,509          |
| FNMA PL 735502, 6.00%, due 4/01/35                        | 170,000           | 2,433             | 4,914           |
| FNMA PL 735503, 6.00%, due 4/01/35                        | 225,000           | 3,984             | 7,799           |
| FNMA PL 745275, 5.00%, due 2/01/36                        | 355,000           | 14,360            | 13,990          |
| FNMA PL 745355, 5.00%, due 3/01/36                        | 135,000           | 4,198             | 5,339           |
| FNMA PL 942987, 6.00%, due 9/01/37                        | 40,000            | 712               | 768             |
| FNMA PL 948156, 5.50%, due 11/01/22                       | 39,780            | 399               | 437             |
| FNMA PL 995023, 5.50%, due 8/01/37                        | 410,000           | 19,948            | 22,087          |
| General Motors Co., 4.20% Bonds, due 03/01/21             | 25,000            | 25,356            | 24,878          |
| Gilead Sciences, 3.65% Bonds, due 3/01/26                 | 5,000             | 5,223             | 4,905           |
| Gilead Sciences, 4.80% Bonds, due 4/01/44                 | 5,000             | 5,700             | 5,041           |
| GlaxoSmithKline, 3.375% Bonds, due 5/15/23                | 20,000            | 19,863            | 20,046          |
| GNMA PL MA0783M, 3.50%, due 2/20/43                       | 305,000           | 112,156           | 108,448         |
| GNMA PL MA1012M, 3.50%, due 5/20/43                       | 45,000            | 17,693            | 17,741          |
| GNMA PL MA1157M, 3.50%, due 7/20/43                       | 85,000            | 34,582            | 33,395          |
| GNMA PL MA3662M, 3.50%, due 5/20/46                       | 25,000            | 16,828            | 17,373          |
| GNMA PL MA4837M, 3.50%, due 11/20/47                      | 45,000            | 42,063            | 42,093          |
| Goldman Sachs, 5.75% GR Bonds, due 1/24/22                | 35,000            | 37,587            | 36,692          |
| Goodrich (B.F.), 7.00% Bonds, due 4/15/38                 | 75,000            | 77,685            | 91,283          |
| Healthcare Trust, 3.70% Bonds, due 4/15/23                | 5,000             | 4,928             | 4,924           |
| Home Depot Inc., 5.40% Bonds, due 9/15/40                 | 10,000            | 11,437            | 11,488          |
| Household Financing Co., 7.625% Global Bonds, due 5/17/32 | 240,000           | 249,840           | 301,090         |
| HSBC Holdings PLC, 5.10% Bonds, due 4/05/21               | 5,000             | 5,277             | 5,161           |
| International Paper Co., 6.00% Bonds, due 11/15/41        | 10,000            | 10,628            | 10,431          |
| Interpublic Group, 4.00% Bonds, due 3/15/22               | 5,000             | 5,140             | 5,005           |
| Interpublic Group, 4.20% Bonds, due 4/15/24               | 10,000            | 10,505            | 9,921           |

|                                                         |                   | December 31, 2018 |                 |
|---------------------------------------------------------|-------------------|-------------------|-----------------|
|                                                         | Maturity<br>Value | Cost              | Market<br>Value |
| <b>Bonds (continued)</b>                                |                   |                   |                 |
| Johnson & Johnson, 4 375% Bonds, due 12/05/33           | \$ 5,000          | \$ 5,399          | \$ 5,327        |
| JPMorgan Chase, 2.55% Bonds, due 3/01/21                | 15,000            | 15,062            | 14,774          |
| JPMorgan Chase, 4.35% Bonds, due 8/15/21                | 45,000            | 47,289            | 46,019          |
| JPMorgan Chase, 4 50% Bonds, due 1/24/22                | 5,000             | 5,231             | 5,151           |
| JPMorgan Chase, 3 625% Bonds, due 5/13/24               | 5,000             | 5,135             | 4,962           |
| Kroger Company, 3 30% Bonds, due 1/15/21                | 15,000            | 15,078            | 14,924          |
| Lakehead Pipeline LP, 7 125% Senior Notes, due 10/01/28 | 50,000            | 48,924            | 56,091          |
| Lincoln National Corp , 4.85% Bonds, due 6/24/21        | 10,000            | 10,404            | 10,251          |
| Lincoln National Corp., 3.625% Bonds, due 12/12/26      | 10,000            | 10,006            | 9,616           |
| Lockheed Martin Corp., 2 90% Bonds, due 3/01/25         | 5,000             | 5,008             | 4,790           |
| Lockheed Martin Corp , 4 5% Bonds, due 5/15/36          | 5,000             | 5,401             | 5,113           |
| Lowes Companies, 6 875% Debentures, due 2/15/28         | 79,000            | 76,245            | 91,972          |
| LYB International, 4.00% Bonds, due 7/15/23             | 20,000            | 20,181            | 20,011          |
| LYB International, 3 50% Bonds, due 3/02/27             | 5,000             | 4,928             | 4,550           |
| MacMillan Bloedel LTD, 7.70% Debentures, due 2/15/26    | 65,000            | 64,573            | 77,087          |
| Martin Marietta, 4.25% Bonds, due 7/02/24               | 20,000            | 20,497            | 19,910          |
| Medtronic Inc., 4 375% Bonds, due 3/15/35               | 5,000             | 5,241             | 5,129           |
| Microsoft Corp , 4 20% Bonds, due 11/03/35              | 10,000            | 10,113            | 10,426          |
| Morgan Stanley, 2.625% Bonds, due 11/17/21              | 20,000            | 19,497            | 19,484          |
| Morgan Stanley, 3.125% Bonds, due 1/23/23               | 10,000            | 9,795             | 9,773           |
| Motorola, Inc , 7 50% Debentures, due 5/15/25           | 120,000           | 119,656           | 132,983         |
| National Rural Utilities, 2 95% Bonds, due 2/07/24      | 15,000            | 15,205            | 14,751          |
| National Rural Utilities, 3.40% Bonds, due 2/07/28      | 5,000             | 4,995             | 4,908           |
| NBC Universal, 5 15% Bonds, due 4/30/20                 | 15,000            | 15,564            | 15,423          |
| Norsk Hydro, 7 75% Company Guaranteed, due 6/15/23      | 170,000           | 177,743           | 201,035         |
| Norsk Hydro, 7 75% Debentures, due 6/15/23              | 15,000            | 15,975            | 17,641          |
| Nucor Corp., 4 125% Bonds, due 9/15/22                  | 15,000            | 15,669            | 15,391          |
| Nucor Corp , 5.20% Bonds, due 8/01/43                   | 5,000             | 5,193             | 5,344           |
| Nvidia Corp , 3.20% Bonds, due 9/16/26                  | 20,000            | 19,488            | 18,953          |
| Occidental Petroleum, 8 45% Bonds, due 2/15/29          | 175,000           | 177,639           | 230,288         |
| Oracle Corp , 5 375% Bonds, due 7/15/40                 | 10,000            | 11,375            | 11,090          |
| Orange S A , 9% Bonds, due 3/01/31                      | 15,000            | 20,202            | 20,775          |
| Petroleos Mexico, 6 375% Bonds, due 2/04/21             | 10,000            | 10,718            | 10,132          |
| Province De Quebec, 7 125% Debenture, due 2/09/24       | 35,000            | 42,140            | 41,568          |
| Province of Ontario 4 4% Debentrure due 3/15/20         | 15,000            | 15,468            | 15,324          |

|                                                         |                   | December 31, 2018 |                 |
|---------------------------------------------------------|-------------------|-------------------|-----------------|
|                                                         | Maturity<br>Value | Cost              | Market<br>Value |
| <b>Bonds (continued)</b>                                |                   |                   |                 |
| Prudential Financial, 3 878% Bonds, due 3/27/28         | \$ 5,000          | \$ 4,927          | \$ 5,035        |
| Prudential Financial, 6 625% Bonds, due 6/21/40         | 5,000             | 6,633             | 6,127           |
| RBS Commercial, 3 678% REMIC, due 8/16/47               | 10,000            | 10,021            | 10,143          |
| Relx Capital, 3 125% Bonds, due 10/15/22                | 15,000            | 14,771            | 14,730          |
| Relx Capital, 3.50% Bonds, due 03/16/23                 | 5,000             | 5,007             | 4,944           |
| Rio Tinto Financial, 3 75% Bonds, due 6/15/25           | 5,000             | 4,905             | 5,010           |
| Roper Technology, 3 125% Bonds, due 11/15/22            | 5,000             | 4,913             | 4,894           |
| Roper Technology, 3 85% Bonds, due 12/15/25             | 15,000            | 15,592            | 14,976          |
| Ryder System Inc., 2.25% Bonds, due 09/01/21            | 10,000            | 9,802             | 9,641           |
| Ryder System Inc., 3 45% Bonds, due 11/15/21            | 5,000             | 5,004             | 4,995           |
| Ryder System Inc., 2 80% Bonds due 03/01/22             | 20,000            | 20,133            | 19,515          |
| San Diego Gas & Electric, 6.00% Bonds, due 6/01/39      | 5,000             | 6,830             | 6,016           |
| Shell International Finance, 6 375% Bonds, due 12/15/38 | 10,000            | 12,994            | 12,696          |
| Sherwin Williams, 2 75% Bonds, due 6/01/22              | 5,000             | 4,860             | 4,842           |
| Sherwin Williams, 3 125% Bonds, due 6/01/24             | 25,000            | 25,053            | 23,877          |
| Southern California Gas, 2.45% Bonds, due 10/01/23      | 10,000            | 9,726             | 9,366           |
| Southern California Gas, 3 25% Bonds, due 6/15/26       | 5,000             | 4,781             | 4,706           |
| Southwest Airlines, 2.65% Bonds, due 11/05/20           | 10,000            | 9,980             | 9,906           |
| Southwest Airlines, 3 00% Bonds, due 11/15/26           | 10,000            | 9,675             | 9,327           |
| Southwest Airlines, 6 15% REMIC, due 2/01/24            | 10,000            | 5,880             | 5,331           |
| Sunoco Logistics, 4.65% Bonds, due 2/15/22              | 15,000            | 15,572            | 15,231          |
| Sunoco Logistics, 3 45% Bonds, due 1/15/23              | 15,000            | 14,727            | 14,581          |
| Suntrust Banks, 2 90% Bonds, due 3/03/21                | 10,000            | 10,133            | 9,919           |
| Suntrust Banks, 2.45% Bonds, due 8/01/22                | 5,000             | 5,001             | 4,816           |
| TC Pipelines LP, 4 65% Bonds, due 6/15/21               | 30,000            | 30,344            | 30,535          |
| TCI Communications, 7 875% Bonds, due 2/15/26           | 5,000             | 6,105             | 6,077           |
| TCI, Inc., 7.875% Debentures, due 2/15/26               | 100,000           | 110,294           | 121,491         |
| Telefonica EMI, 5.134% Bonds, due 4/27/20               | 5,000             | 5,144             | 5,101           |
| Telefonica EMI, 7 045% Bonds, due 6/20/36               | 10,000            | 12,780            | 11,450          |
| Thermo Fisher, 3.60% Bonds, due 8/15/21                 | 15,000            | 15,416            | 14,985          |
| Thermo Fisher, 3.00% Bonds, due 4/15/23                 | 5,000             | 4,945             | 4,838           |
| Thermo Fisher, 4.15% Bonds, due 2/01/24                 | 10,000            | 10,399            | 10,106          |
| Toyota Auto, 3 30% Bonds, due 1/12/22                   | 19,000            | 19,184            | 19,058          |
| Transcanada Corp., 4 25% Bonds, due 5/15/28             | 15,000            | 14,998            | 14,860          |
| TRW, Inc., 7.75% Debentures, due 6/01/29                | 70,000            | 68,739            | 88,127          |

|                                                   | December 31, 2018 |              |                 |
|---------------------------------------------------|-------------------|--------------|-----------------|
|                                                   | Maturity<br>Value | Cost         | Market<br>Value |
| <b>Bonds (continued)</b>                          |                   |              |                 |
| Twenty First Century, 3 00% Bonds, due 9/15/22    | \$ 10,000         | \$ 9,778     | \$ 9,890        |
| Twenty First Century, 6 20% Bonds, due 12/15/34   | 15,000            | 15,858       | 18,361          |
| UBS-Barclays Co , 3 091% REMIC, due 8/12/49       | 20,000            | 20,436       | 19,944          |
| United Health, 4 625% Bonds, due 11/15/41         | 10,000            | 10,135       | 10,502          |
| US Treasury, 4 50% Bonds, due 8/15/39             | 130,000           | 161,169      | 162,175         |
| US Treasury, 0% Notes due 5/15/39                 | 120,000           | 65,823       | 66,281          |
| USX-Marathon Group, 8 50% Bonds, due 3/01/23      | 131,000           | 133,107      | 144,036         |
| Valero Energy, 6 625% Bonds, due 6/15/37          | 10,000            | 11,086       | 11,107          |
| Ventas Realty, 3.50% Bonds, due 2/01/25           | 10,000            | 9,745        | 9,604           |
| Verizon Communications, 3 125% Bonds, due 3/16/22 | 10,000            | 10,141       | 9,930           |
| Verizon Communications, 5 15% Bonds, due 9/15/23  | 5,000             | 5,322        | 5,326           |
| Verizon Communications, 4 4% Bonds, due 11/01/34  | 15,000            | 14,402       | 14,467          |
| Virginia Electric, 2 95% Bonds, due 1/15/22       | 20,000            | 20,133       | 19,784          |
| Virginia Electric, 4 65% Bonds, due 8/15/43       | 5,000             | 5,340        | 5,224           |
| Vodafone Group, 3 85% Bonds, due 5/30/25          | 5,000             | 4,990        | 4,933           |
| Vodafone Group, 6 15% Unsecured, due 2/27/37      | 10,000            | 11,359       | 10,457          |
| Waste Management Inc., 4 75% Bonds, due 6/30/20   | 10,000            | 10,325       | 10,223          |
| Waste Management Inc , 3 125% Bonds, due 3/01/25  | 10,000            | 10,015       | 9,682           |
| Wells Fargo Bank, 4.60% Bonds, due 4/01/21        | 10,000            | 10,443       | 10,238          |
| Wells Fargo Bank, 3 625% Bonds, due 7/22/22       | 10,000            | 9,665        | 9,628           |
| Wells Fargo Bank, 3 00% Bonds, due 2/19/25        | 20,000            | 19,531       | 18,883          |
| Wells Fargo Bank, 3 001% REMIC, due 8/17/45       | 45,000            | 45,518       | 44,695          |
| Westrock Co , 3 50% Bonds, due 3/01/20            | 25,000            | 25,150       | 24,943          |
| XTO Energy Inc., 6 75% Bonds, due 8/01/37         | 5,000             | 6,754        | 6,502           |
| Total bonds                                       | \$ 9,409,308      | \$ 6,449,200 | \$ 6,855,322    |

|                                         | December 31, 2018 |                      |                      |
|-----------------------------------------|-------------------|----------------------|----------------------|
|                                         | Shares            | Cost                 | Market Value         |
| <b>Mutual funds</b>                     |                   |                      |                      |
| AQR Long Short Equity Fund              | 53,493            | \$ 750,054           | \$ 585,750           |
| Credit Suisse Floating Bond Fund        | 227,145           | 1,549,308            | 1,487,798            |
| Diamond Hill Long Short                 | 28,541            | 750,054              | 665,573              |
| Harbor Cap Appreciation Fund            | 26,483            | 1,268,896            | 1,640,860            |
| Oppenheimer Developing Markets          | 48,023            | 1,574,142            | 1,804,699            |
| Transamerica International Equity       | 203,626           | 3,602,036            | 3,166,389            |
| Vanguard Mid Cap Index Fund             | 12,055            | 1,145,808            | 2,061,914            |
| Vanguard Value Index                    | 61,325            | 2,209,724            | 2,340,765            |
| Vanguard 500 Index Fund                 | 31,794            | 4,342,595            | 7,358,302            |
| Virtus Quality Small Cap Fund           | 66,871            | 844,562              | 1,039,169            |
| Wells Fargo Advantage Absolute Return   | 151,423           | 1,660,900            | 1,579,346            |
| William Blair International Growth Fund | 127,652           | 2,669,324            | 3,007,479            |
| William Blair Small Cap Growth Fund     | 44,929            | 1,175,659            | 1,167,729            |
| Total mutual funds                      |                   | <u>\$ 23,543,062</u> | <u>\$ 27,905,773</u> |
| <b>Alternative investments</b>          |                   |                      |                      |
| Black Diamond Arbitrage, Ltd            | 16,000            | \$ 1,600,000         | \$ 1,627,000         |
| Buckeye Partners LP                     | 6,200             | 175,983              | 179,738              |
| Enbridge Energy Partners LP             | 2,345             | 73,598               | 72,883               |
| Enterprise Products Partners LP         | 19,482            | 150,890              | 479,063              |
| Oneok Inc (Oklahoma)                    | 6,304             | 309,901              | 340,101              |
| TC Pipelines LP                         | 6,300             | 147,707              | 202,356              |
| Weatherlow Offshore Fund I Ltd Class IA | 1,841             | 2,000,000            | 2,704,017            |
| Total alternative investments           |                   | <u>\$ 4,458,079</u>  | <u>\$ 5,605,158</u>  |

Harvey Randall Wickes Foundation #38-6061470  
Year Ended December 31, 2018  
Form 990-PF, Part XV - Grants and Contributions Paid during the Year

| Recipient Organization                       | Purpose                                         | Foundation Status | Amount              |
|----------------------------------------------|-------------------------------------------------|-------------------|---------------------|
| Buena Vista Charter Township                 | Pool Columns                                    | GOV               | 12,500              |
| Central Michigan University                  | Pediatric Mannequin                             | PC                | 61,250              |
| Chesaning Area Emergency Relief              | Food/Consumables                                | PC                | 5,000               |
| Child & Family Services of Saginaw           | Security Updates                                | PC                | 18,355              |
| Children's Christmas Store                   | Purchase Blankets, Clothing, and Paper Products | PC                | 5,000               |
| Citizens Research Council of MI              | Operations                                      | PC                | 5,000               |
| City Rescue Mission of Saginaw               | Food/Consumables                                | PC                | 5,000               |
| Community Caring Closet                      | Garden                                          | PC                | 20,000              |
| Council on Michigan Foundations              | Dues                                            | PC                | 6,900               |
| Covenant Academies Foundation                | Saginaw Covenant Academy                        | PC                | 50,000              |
| Delta College Foundation                     | Scholarships                                    | PC                | 20,000              |
| Diaper Alliance                              | Distribution of Diapers                         | PC                | 4,000               |
| East Side Soup Kitchen                       | Food/Consumables                                | PC                | 5,000               |
| Emmaus House                                 | Food/Consumables                                | PC                | 5,000               |
| First Ward Community Services                | Food/Consumables                                | PC                | 5,000               |
| Hidden Harvest                               | Food/Consumables                                | PC                | 5,000               |
| Holy Cross Childrens' Services               | Fire Suspension Sprinkler System                | PC                | 75,000              |
| Hospital Hospitality House of Saginaw        | Bedsprads                                       | PC                | 10,476              |
| Junior Achievement of North Central Michigan | Operations                                      | PC                | 13,000              |
| Lifeline Community Resources                 | Renovations                                     | PC                | 88,000              |
| Major Chords for Minors                      | Operations                                      | PC                | 5,000               |
| Michigan Colleges Alliance                   | Operations                                      | PC                | 5,000               |
| Mid-Michigan Teen Challenge                  | Furniture, Paint, and Air Conditioner           | PC                | 11,795              |
| Old Town Soup Kitchen                        | Food/Consumables and Building                   | PC                | 45,000              |
| READ Association                             | Operations                                      | PC                | 2,250               |
| Riverside Saginaw Film Festival              | 12th Annual Festival                            | PC                | 2,000               |
| Saginaw Area Fireworks                       | 2018 Fireworks Display                          | PC                | 2,000               |
| Saginaw Arts & Enrichment Commission         | Youth Series                                    | PC                | 6,000               |
| Saginaw Bay Symphony Orchestra               | Operations                                      | PC                | 20,000              |
| Saginaw Choral Society                       | Music Purchase                                  | PC                | 6,000               |
| Saginaw Community Foundation                 | Backpack Program, TEGA, Scholarship, SVPCA      | PC                | 44,500              |
| Saginaw County Chamber Foundation            | Gateway Sign Project                            | PC                | 10,000              |
| Saginaw County Community Action Committee    | Food/Consumables                                | PC                | 4,000               |
| Saginaw County Youth Protection Council      | Food/Consumables and Homeless Service Needs     | PC                | 9,000               |
| Saginaw Future, Inc                          | Economic Development                            | PC                | 100,000             |
| Saginaw - Shiawassee Habitat for Humanity    | Parking Lot and LED Digital Sign                | PC                | 40,000              |
| Saginaw Valley State University              | Zahnaw Library Renovations                      | GOV               | 300,000             |
| Saginaw Valley State University Foundation   | Scholarships                                    | PC                | 20,000              |
| Salvation Army                               | Food/Consumables                                | PC                | 4,000               |
| Samaritus                                    | Food/Consumables                                | PC                | 5,000               |
| St. Charles District Library                 | Shelving                                        | GOV               | 10,000              |
| SVRC Industries Inc                          | Farmers Market Pavilion                         | PC                | 100,000             |
| Temple Theatre Foundation                    | Capital Improvements                            | POF               | 100,000             |
| Toys for Tots                                | Toys                                            | PC                | 1,000               |
| Underground Railroad, Inc                    | Food/consumables and Renovations                | PC                | 80,000              |
| United Way of Saginaw                        | Annual Campaign                                 | PC                | 50,000              |
| Women of Colors                              | Food/Consumables                                | PC                | 4,000               |
| YMCA of Saginaw & Boys & Girls Club of GLBR  | KidsCampUs Capital Campaign                     | PC                | 666,667             |
|                                              |                                                 |                   | <u>\$ 2,072,693</u> |

Harvey Randall Wickes Foundation #38-6061470

Year Ended December 31, 2018

Form 990-PF, Part XV - Grants and Contributions Approved for Future Payment

| Recipient Organization                     | Purpose                                   | Foundation Status | Amount              |
|--------------------------------------------|-------------------------------------------|-------------------|---------------------|
| City Rescue Mission of Saginaw             | Community Village                         | PC                | 125,000             |
| Hoyt Public Library                        | Building Renovations                      | GOV               | 750,000             |
| Michigan Colleges Alliance                 | Operations                                | PC                | 15,000              |
| READ Association                           | Operations                                | PC                | 7,500               |
| Saginaw Arts & Enrichment Commission       | Youth Series                              | PC                | 12,000              |
| Saginaw Bay Symphony Orchestra             | Operations                                | PC                | 60,000              |
| Saginaw Choral Society                     | Music/Operations                          | PC                | 18,000              |
| Saginaw Valley State University Foundation | College of Business and Management Center | PC                | 1,500,000           |
| Samaritas                                  | Community Center                          | PC                | 300,000             |
| SME Foundation                             | Prime Program                             | PC                | 100,000             |
|                                            |                                           |                   | <u>\$ 2,887,500</u> |