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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

| | | | | | | | | |
|---|--|---|--|---------------------------------------|---|---|--------------------------------------|--|
| Name of foundation SCA Community Service Foundation | | A Employer identification number 27-2096838 | | | | | | |
| Number and street (or P O box number if mail is not delivered to street address) | Room/suite | B Telephone number (see instructions) (205) 545-2734 | | | | | | |
| 569 Brookwood Village, Suite 901 | | | | | | | | |
| City or town, state or province, country, and ZIP or foreign postal code Birmingham, AL 35209 | | | | | | | | |
| G Check all that apply: <table border="0"><tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr><tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr><tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr></table> | | <input type="checkbox"/> Initial return | <input type="checkbox"/> Initial return of a former public charity | <input type="checkbox"/> Final return | <input type="checkbox"/> Amended return | <input type="checkbox"/> Address change | <input type="checkbox"/> Name change | C If exemption application is pending, check here. <input type="checkbox"/> |
| <input type="checkbox"/> Initial return | <input type="checkbox"/> Initial return of a former public charity | | | | | | | |
| <input type="checkbox"/> Final return | <input type="checkbox"/> Amended return | | | | | | | |
| <input type="checkbox"/> Address change | <input type="checkbox"/> Name change | | | | | | | |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | D 1. Foreign organizations, check here. <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/> | | | | | | |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 56,563.00 (Part I, column (d) must be on cash basis) | | E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/> | | | | | | |
| J Accounting method. <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | | | | | | | | |

| 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) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| 1 | Contributions, gifts, grants, etc., received (attach schedule) | 53,947.00 | | | |
| 2 | Check <input type="checkbox"/> if the foundation is not required to attach Sch. B. | | | | |
| 3 | Interest on savings and temporary cash investments | | | | |
| 4 | Dividends and interest from securities | | | | |
| 5a | Gross rents | | | | |
| b | Net rental income or (loss) | | | | |
| 6a | Net gain or (loss) from sale of assets not on line 10 | | | | |
| b | Gross sales price for all assets on line 6a | | | | |
| 7 | Capital gain net income (from Part IV, line 2) | | | | |
| 8 | Net short-term capital gain | | | | |
| 9 | Income modifications | | | | |
| 10a | Gross sales less returns and allowances | | | | |
| b | Less Cost of goods sold | | | | |
| c | Gross profit or (loss) (attach schedule) | | | | |
| 11 | Other income (attach schedule) | | | | |
| 12 | Total. Add lines 1 through 11 | 53,947.00 | | | |
| 13 | Compensation of officers, directors, trustees, etc. | | | | |
| 14 | Other employee salaries and wages | | | | |
| 15 | Pension plans, employee benefits | | | | |
| 16a | Legal fees (attach schedule) | | | | |
| b | Accounting fees (attach schedule) | | | | |
| c | Other professional fees (attach schedule) | | | | |
| 17 | Interest | | | | |
| 18 | Taxes (attach schedule) (see instructions) | | | | |
| 19 | Depreciation (attach schedule) and depletion | | | | |
| 20 | Occupancy | | | | |
| 21 | Travel, conferences, and meetings | | | | |
| 22 | Printing and publications | | | | |
| 23 | Other expenses (attach schedule) | | | | |
| 24 | Total operating and administrative expenses. Add lines 13 through 23. | | | | |
| 25 | Contributions, gifts, grants paid | 26,288.00 | | | 26,288.00 |
| 26 | Total expenses and disbursements. Add lines 24 and 25 | 26,288.00 | | | 26,288.00 |
| 27 | Subtract line 26 from line 12 | | | | |
| a | Excess of revenue over expenses and disbursements | 27,659.00 | | | |
| b | Net investment income (if negative, enter -0-) | | | | |
| c | Adjusted net income (if negative, enter -0-) | | | | |

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | Beginning of year | End of year | |
|------------------------------------|-----|--|-------------------|----------------|-----------------------|
| | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash - non-interest-bearing | 28,904.00 | 56,563.00 | 56,563.00 |
| | 2 | Savings and temporary cash investments | | | |
| | 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 (attach schedule) ▶ | | | |
| | | Less: allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use. | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10a | Investments - U S and state government obligations (attach schedule). . | | | |
| | b | Investments - corporate stock (attach schedule) | | | |
| | c | Investments - corporate bonds (attach schedule). | | | |
| | 11 | Investments - land, buildings, and equipment basis ▶ | | | |
| | | Less: accumulated depreciation ▶ (attach schedule) | | | |
| Liabilities | 12 | Investments - mortgage loans | | | |
| | 13 | Investments - other (attach schedule) | | | |
| | 14 | Land, buildings, and equipment basis ▶ | | | |
| | | Less: accumulated depreciation ▶ (attach schedule) | | | |
| | 15 | Other assets (describe ▶) | | | |
| | 16 | Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) | 28,904.00 | 56,563.00 | 56,563.00 |
| | 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 ▶) | | | |
| | 23 | Total liabilities (add lines 17 through 22) | | | |
| Net Assets or Fund Balances | | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | | Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> check here and complete lines 27 through 31. | | | |
| | 27 | Capital stock, trust principal, or current funds | 29,868.00 | 57,527.00 | |
| | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund. | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds . . | -964.00 | -964.00 | |
| | 30 | Total net assets or fund balances (see instructions) | 28,904.00 | 56,563.00 | |
| | 31 | Total liabilities and net assets/fund balances (see instructions) | 28,904.00 | 56,563.00 | |

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 | 28,904.00 |
| 2 | Enter amount from Part I, line 27a. | 2 | 27,659.00 |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 56,563.00 |
| 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 | 56,563.00 |

Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (e.g., real estate,
2-story brick warehouse; or common stock, 200 shs. MLC Co.)(b) How
acquired
P - Purchase
D - Donation(c) Date acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)

| | | | |
|------------|--|--|--|
| 1 a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

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

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

| | | | |
|---|--|----------|--|
| 2 Capital gain net income or (net capital loss) | { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | 2 | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 | { If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 } | 3 | |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2015 | 32,514.00 | 29,781.00 | 1.0918 |
| 2014 | 14,992.00 | 27,470.00 | 0.5458 |
| 2013 | 29,969.00 | 13,572.00 | 2.2081 |
| 2012 | 27,395.00 | 13,309.00 | 2.0584 |
| 2011 | 22,357.00 | 18,679.00 | 1.1969 |

| | | |
|---|----------|-----------|
| 2 Total of line 1, column (d) | 2 | 7.1010 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years. | 3 | 1.4202 |
| 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 | 4 | 30,594.00 |
| 5 Multiply line 4 by line 3. | 5 | 43,449.60 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b). | 6 | |
| 7 Add lines 5 and 6. | 7 | 43,449.60 |
| 8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions. | 8 | 26,288.00 |

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

| | | |
|--|----|---|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions) | | 1 |
| 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 | | |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | 2 |
| 3 Add lines 1 and 2 | | 3 |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | 4 |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 5 |
| 6 Credits/Payments: | | |
| a 2016 estimated tax payments and 2015 overpayment credited to 2016 | 6a | |
| b Exempt foreign organizations - tax withheld at source | 6b | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | |
| d Backup withholding erroneously withheld | 6d | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | |
| 11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 11 | |

Part VII-A **Statements Regarding Activities**

| | Yes | No |
|---|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i> | | X |
| c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i> | | X |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | X | |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>Alabama</u> | | |
| 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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i> | X | |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> | | X |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> | X | |

Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|--|----|-----|----|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). | 11 | Yes | No |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions). | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address None | 13 | X | |
| 14 | The books are in care of Lisa Byrd Telephone no. (205) 545-2734 Located at 569 Brookwood Village, Suite 901, Birmingham, AL ZIP+4 35209 | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. 15 | | | |
| 16 | At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country 16 | 16 | Yes | No |
| | | | | X |

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): | | Yes | No |
| (1) | Engage in the sale or exchange, or leasing of property with a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| (5) | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| (6) | Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | |
| b | If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> | 1b | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? | 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years 2a | | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b | | | |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 2c | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b | If "Yes," did it have excess business holdings in 2016 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 2016.) 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 2016? 4b | | | X |

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**

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

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

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

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

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

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

Total number of other employees paid over \$50,000. ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| None | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

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

Part IX-A Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|--|----------|
| 1 Trumbull High School Marching Band Donation toward equipment truck | 3,750.00 |
| 2 Neighbor to Neighbor Bedding for homeless family shelter | 3,750.00 |
| 3 Michael Botte Foundation Donation to organization that provides technology for K-12 teachers | 3,750.00 |
| 4 Simsbury ABC House Donation toward equipment shed for underprivileged boys home | 2,680.00 |

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 None | |
| 2 | |
| All other program-related investments. See instructions | |
| 3 | |
| Total. Add lines 1 through 3 ▶ | |

Form **990-PF** (2016)

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

| | | | |
|----------|---|-----------|-----------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities | 1a | |
| b | Average of monthly cash balances | 1b | 31,060.00 |
| c | Fair market value of all other assets (see instructions). | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 31,060.00 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 31,060.00 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions). | 4 | 466.00 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 30,594.00 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 1,530.00 |

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

| | | | |
|-----------|---|-----------|----------|
| 1 | Minimum investment return from Part X, line 6 | 1 | 1,530.00 |
| 2a | Tax on investment income for 2016 from Part VI, line 5 | 2a | |
| b | Income tax for 2016 (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 1,530.00 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 1,530.00 |
| 6 | Deduction from distributable amount (see instructions). | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1. | 7 | 1,530.00 |

Part XII Qualifying Distributions (see instructions)

| | | | |
|----------|--|-----------|-----------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes | | |
| a | Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 | 1a | 26,288.00 |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 26,288.00 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 26,288.00 |

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

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2015 | (c) 2015 | (d) 2016 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2016 from Part XI, line 7 | | | | 1,530.00 |
| 2 Undistributed income, if any, as of the end of 2016 | | | | |
| a Enter amount for 2015 only. | | | | |
| b Total for prior years 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2016: | | | | |
| a From 2011 21,411.00 | | | | |
| b From 2012 26,730.00 | | | | |
| c From 2013 29,290.00 | | | | |
| d From 2014 13,618.00 | | | | |
| e From 2015 31,025.00 | | | | |
| f Total of lines 3a through e | 122,074.00 | | | |
| 4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 26,288.00 | | | | |
| a Applied to 2015, but not more than line 2a . . . | | | | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | | | |
| c Treated as distributions out of corpus (Election required - see instructions) | | | | |
| d Applied to 2016 distributable amount. | | | | 1,530.00 |
| e Remaining amount distributed out of corpus. . . | 24,758.00 | | | |
| 5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a).) | | | | |
| 6 Enter the net total of each column as indicated below: | 146,832.00 | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b. | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b Taxable amount - see instructions | | | | |
| e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions | | | | |
| f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017. | | | | |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) | | | | |
| 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . | 21,411.00 | | | |
| 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a | 125,421.00 | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2012 . . . 26,730.00 | | | | |
| b Excess from 2013 . . . 29,290.00 | | | | |
| c Excess from 2014 . . . 13,618.00 | | | | |
| d Excess from 2015 . . . 31,025.00 | | | | |
| e Excess from 2016 . . . 24,758.00 | | | | |

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

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

| | Tax year | Prior 3 years | | | (e) Total |
|--|----------|---------------|----------|----------|-----------|
| | (a) 2016 | (b) 2015 | (c) 2014 | (d) 2013 | |
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test - enter | | | | | |
| (1) Value of all assets. | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c "Support" alternative test - enter | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|--|-----------|
| a Paid during the year | | | | |
| Trumbull HS Marching Band 72 Strobels Rd, Trumbull, CT | | | Donation toward equipment truck | 3,750.00 |
| Neighbor to Neighbor 248 E Putnam Ave, Greenwich, CT | | | Bedding for homeless family shelter | 3,750.00 |
| Michael Botte Foundation 310 Tahiti Way, Marina del Rey, CA | | | Provides technology to K-12 teachers | 3,750.00 |
| Simsbury ABC House 835 Hopmeadow St, Simsbury, CT | | | Equipment shed for undrprvlged boys home | 2,680.00 |
| Alton Family Food Pantry 2305 Old Alton Road, Birmingham, AL | | | Refrigerator and freezer to store food | 2,625.00 |
| The Caridad Center 8645 W Boynton Beach Blvd, Boynton Beach, FL | | | Ultrasound table for clinic for underinsured | 2,581.00 |
| Young Life Center PO Box 3865, Salem, OR | | | Send 5 girls to teen mother camp | 2,250.00 |
| Dare2Share 421 W Smith St, Greensboro, NC | | | Winter coat giveaway | 2,222.00 |
| Genesis Community Health Clinic 215 W 35th St, Garden City, ID | | | Donation for software for free medical clinic | 1,680.00 |
| Stop Hunger Now 615 Hillsborough Ste, Raleigh, NC | | | Food packaging sent to 73 countries | 1,000.00 |
| Total | | | 3a | 26,288.00 |
| b Approved for future payment | | | | |
| Total | | | 3b | |

Enter gross amounts unless otherwise indicated

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

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

[illegible]

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

OMB No 1545-0047

2016

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

Employer identification number

SCA Community Service Foundation

27-2096838

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

| | |
|---|---|
| Name of organization SCA Community Service Foundation | Employer identification number 27-2096838 |
|---|---|

Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|---|----------------------------|---|
| 1 | Surgical Care Affiliates, LLC 569 Brookwood Village, Suite 901 Birmingham, AL 35209 | \$ 30,000.00 | Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 2 | Hayek Family Foundation 569 Brookwood Village, Suite 901 Birmingham, AL 35209 | \$ 23,947.00 | Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |

Name of organization

SCA Community Service Foundation

Employer identification number

27-2096838

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

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

Name of organization

SCA Community Service Foundation

Employer identification number

27-2096838

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

Use duplicate copies of Part III if additional space is needed.

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

SCA Community Service Foundation
EIN: 27-2096838
Statement Attached to Form 990-PF
Return of Private Foundation
Tax Year Ended December 31, 2016

Part I – Analysis of Revenue and Expenses

Line 1 – Contributions:

| | |
|---|-----------------|
| Substantial contributors (see Schedule B) | \$53,947 |
| All other contributors | <u>-</u> |
| Total | <u>\$53,947</u> |

Schedule B – Schedule of Contributors

Part I – Contributions:

| | |
|--|----------|
| No. 1 – Surgical Care Affiliates, LLC | \$30,000 |
| No. 2 – Hayek Family Foundation (See Note 1) | \$23,947 |

Note 1: SCA Community Service Foundation received \$23,947 from Hayek Family Foundation upon the liquidation and dissolution of the Hayek Family Foundation, effective December 31, 2016. See attached Hayek Family Foundation liquidation, dissolution and distribution of assets documents.

SCA Community Service Foundation
EIN: 27-2096838
Statement Attached to Form 990-PF
Attachment for Part VII-A, Line 10
Tax Year Ended December 31, 2016

Substantial Contributors:

Surgical Care Affiliates, LLC
569 Brookwood Village, Suite 901
Birmingham, AL 35209

Hayek Family Foundation
569 Brookwood Village, Suite 901
Birmingham, AL 35209

SCA Community Service Foundation

EIN: 27-2096838

Statement Attached to Form 990-PF

Attachment for Part VIII, Section 1

Tax Year Ended December 31, 2016

List of Officers, Directors, Trustees, Foundation Managers:

| Name & Address | Title, and average hours per week devoted to position | Compensation (if not paid, enter -0-) | Contributions to employee benefit plans and deferred compensation | Expense account, other allowances |
|---|--|--|--|--|
| Nicole A. Hayek 569 Brookwood Village, Suite 901 Birmingham, AL 35209 | Director/Treasurer .5 Hours | 0 | 0 | 0 |
| Lisa Byrd 569 Brookwood Village, Suite 901 Birmingham, AL 35209 | Director/Secretary .5 Hours | 0 | 0 | 0 |
| Ann Dugan 569 Brookwood Village, Suite 901 Birmingham, AL 35209 | Director .5 Hours | 0 | 0 | 0 |
| Michael Lucey 569 Brookwood Village, Suite 901 Birmingham, AL 35209 | Director .5 Hours | 0 | 0 | 0 |
| Meg Stagliano 569 Brookwood Village, Suite 901 Birmingham, AL 35209 | Director .5 Hours | 0 | 0 | 0 |
| Kris Kroeger 569 Brookwood Village, Suite 901 Birmingham, AL 35209 | Director .5 Hours | 0 | 0 | 0 |

**JOINT UNANIMOUS WRITTEN CONSENT
OF
THE MEMBERS AND DIRECTORS
OF
HAYEK FAMILY FOUNDATION**

December 31, 2016

As permitted by Section 10A-3-2.14 of the Alabama Nonprofit Corporation Law, as amended, the undersigned, constituting all of the members and directors of Hayek Family Foundation, an Alabama nonprofit corporation, hereby make the following recitals and adopt the following resolutions without a meeting of the members or board of directors and consent that the following shall be effective as of the date of this Unanimous Written Consent as fully as if the same had been adopted at a duly called meetings of the members and board of directors held on such date:

WHEREAS, Hayek Family Foundation (the "Foundation") was incorporated as an Alabama nonprofit corporation on March 10, 2010 by filing its Articles of Incorporation with the Office of the Judge of Probate of Jefferson County, Alabama on said date;

WHEREAS, the board of directors of the Foundation has determined that the purposes for which the Foundation was organized have been realized, that the Foundation should commence winding up its business and affairs, and that the Foundation should be dissolved and its assets liquidated after payment of its existing liabilities and obligations; and

WHEREAS, the members agree with the foregoing determination by the board of directors of the Foundation and wish to proceed with the dissolution and liquidation of the Foundation;

NOW, THEREFORE, BE IT RESOLVED, that pursuant to Section 10A-3-7.01 of the Alabama Nonprofit Corporation Law, the board of directors of the Foundation hereby recommends to the members that the Foundation be dissolved, and directs that the question of such dissolution be submitted for a vote of the members;

RESOLVED FURTHER, that the members hereby waive any notice(s) pertaining to the dissolution of the Foundation required to be given to the members by Section 10A-3-7.01 of the Alabama Nonprofit Corporation Law;

RESOLVED FURTHER, that the members hereby accept the recommendation of the board of directors that the Foundation be dissolved and approve such dissolution;

RESOLVED FURTHER, that pursuant to Section 10A-3-7.03 of the Alabama Nonprofit Corporation Law, the board of directors of the Foundation hereby recommends to the members the Plan of Distribution of Assets attached hereto as Exhibit A (the "Plan of Distribution") providing for the distribution of the assets of the Foundation remaining after payment of its liabilities and obligations, and directs that the Plan of Distribution be submitted for a vote of the members;

RESOLVED FURTHER, that the members hereby waive any notice(s) pertaining to the Plan of Distribution required to be given to the members by Section 10A-3-7.03 of the Alabama Nonprofit Corporation Law;

RESOLVED FURTHER, that the members hereby approve, ratify and adopt the Plan of Distribution;

RESOLVED FURTHER, that the members and directors hereby approve, ratify and adopt the Agreement and Plan of Liquidation, by and between the Foundation and SCA Community Service Foundation ("SCA Foundation"), attached hereto as Exhibit B (the "Plan of Liquidation"), and the transactions contemplated therein;

RESOLVED FURTHER, that the members and directors hereby approve, ratify and adopt the Statement of Intent to Dissolve and the Articles of Dissolution attached hereto as Exhibit C and Exhibit D, respectively;

RESOLVED FURTHER, by the members and directors, that the Foundation shall commence the winding up of its business and affairs, that the Foundation shall pay all known existing liabilities and obligations or establish and fund reserves for the future payment thereof, that the Foundation shall distribute any remaining assets of the Foundation to SCA Foundation in accordance with the Plan of Distribution and the Plan of Liquidation, and that the Foundation be dissolved, all in accordance with applicable provisions of the Alabama Nonprofit Corporation Law and Section 507(b)(2) of the Internal Revenue Code of 1986, as amended, and the Regulations promulgated thereunder;

RESOLVED FURTHER, that pursuant to Section 10A-3-4.01 of the Alabama Nonprofit Corporation Law, the board of directors of the Foundation has determined that the Articles of Incorporation of the Foundation should be amended as set forth in the Articles of Amendment to Articles of Incorporation of Hayek Family Foundation attached hereto as Exhibit E (the "Articles of Amendment"), and directs that the Articles of Amendment be submitted for a vote of the members;

RESOLVED FURTHER, that the members hereby waive any notice(s) pertaining to the Articles of Amendment required to be given to the members by Section 10A-3-4.01 of the Alabama Nonprofit Corporation Law;

RESOLVED FURTHER, that the members hereby approve, ratify and adopt the Articles of Amendment;

RESOLVED FURTHER, that the officers of the Foundation are hereby authorized and directed, for and on behalf and in the name of the Foundation, (a) to execute and deliver the Plan of Liquidation, (b) to execute, verify and file with the Office of the Judge of Probate of Jefferson County, Alabama the Articles of Amendment, the Statement of Intent to Dissolve and the Articles of Dissolution, and (c) to cause the Foundation to pay all of its known liabilities and obligations and to distribute its remaining assets to SCA Foundation in accordance with the Plan of Distribution and the Plan of Liquidation; and

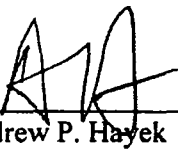
RESOLVED FURTHER, that the officers of the Foundation are hereby authorized and directed to take such other and further actions, and to execute, verify, certify, deliver and file such other and further statements, certificates, agreements and other documents, as such officer(s) deem necessary or advisable to wind up the business and affairs of the Foundation, pay all known liabilities and obligations of the Foundation, and distribute the remaining assets of the Foundation in accordance with the Plan of Distribution, the Plan of Liquidation, and applicable provisions of the Alabama Nonprofit Corporation Law.

IN WITNESS WHEREOF, the undersigned members and directors have executed this Joint Unanimous Written Consent as of the date first written above.

MEMBERS:



Nicole A. Hayek




Andrew P. Hayek

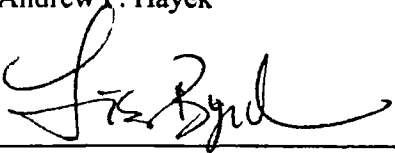
DIRECTORS:



Nicole A. Hayek



Andrew P. Hayek



Lisa Byrd

EXHIBIT A

Plan of Distribution of Assets

See attached

**PLAN OF DISTRIBUTION OF ASSETS
OF
HAYEK FAMILY FOUNDATION**

This Plan of Distribution of Assets (this "Plan") of Hayek Family Foundation (the "Foundation"), an Alabama nonprofit corporation, was unanimously approved, ratified and adopted by the board of directors and the members of the Foundation, acting by written consent in lieu of holding a meeting of the board of directors and the members (the "Written Consent"), pursuant to Section 10A-3-7.03 of the Alabama Nonprofit Corporation Law.

In connection with the dissolution of the Foundation and the winding up of its business and affairs, the assets of the Foundation shall be applied and distributed as follows:

Section 1. Payment of Liabilities and Obligations. All liabilities and obligations of the Foundation shall be paid, satisfied and discharged, or adequate provision shall be made therefore, before any of the Foundation's assets are applied or distributed for any other purposes.

Section 2. Assets Held Under Conditions. Any assets of the Foundation received and held under any condition requiring return, transfer or conveyance, which condition occurs or matures by reason of the dissolution of the Foundation, shall be returned, transferred or conveyed in accordance with such condition.

Section 3. Distribution of Assets to SCA Community Service Foundation. All assets of the Foundation remaining after the payment of any liabilities and obligations of the Foundation, or the creation of any reserves for the payment of any such liabilities and obligations, pursuant to Section 1 above, and after the return, transfer or conveyance of any assets pursuant to Section 2 above, shall be transferred and distributed to SCA Community Service Foundation, an Alabama nonprofit corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Section 4. Authority of Foundation Officers. Each officer of the Foundation is authorized and directed to take such actions, and execute and deliver such agreements, documents and instruments, as such officer deems necessary or advisable to cause the Foundation to apply and distribute the assets of the Foundation in accordance with the provisions of this Plan and applicable provisions of the Alabama Nonprofit Corporation Law.

Section 5. Effective Date. This Plan shall be effective as of the date of the Written Consent.

EXHIBIT B

Agreement and Plan of Liquidation

See attached

AGREEMENT AND PLAN OF LIQUIDATION

This Agreement and Plan of Liquidation (this "Agreement"), effective as of the 31st day of December, 2016 (the "Effective Date"), is entered into by and between Hayek Family Foundation (EIN: 27-2096883), an Alabama nonprofit corporation ("Hayek Foundation"), and SCA Community Service Foundation (EIN: 27-2096838), an Alabama nonprofit corporation ("SCA Foundation").

RECITALS:

WHEREAS, the board of directors of Hayek Foundation has determined that it is in the best interests of the Foundation to cease its grant making activities, dissolve and distribute its remaining assets to SCA Foundation (hereinafter referred to as the "Liquidation"); and

WHEREAS, the board of directors of Hayek Foundation has determined and consents that the distribution of the Foundation's remaining assets to SCA Foundation shall be pursuant to Section 507(b)(2) of the Internal Revenue Code of 1986, as amended (the "Code"), and the regulations thereunder (the "Regulations"); and

WHEREAS, SCA Foundation will succeed to certain tax attributes and will be subject to certain transferee liability as a transferee of assets from Hayek Foundation in connection with the Liquidation;

NOW, THEREFORE, in consideration of the agreements and covenants of the parties set forth herein, and for other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

Section 1. Hayek Foundation Asset Transfers. On the Effective Date, or as soon as practicable thereafter, Hayek Foundation will transfer to SCA Foundation, in cash, other forms of immediately available funds, marketable securities or other investment assets held by Hayek Foundation, or some combination thereof as determined by the board of directors of Hayek Foundation, all of the cash and investments held by Hayek Foundation on the Effective Date after payment of any obligations and liabilities of Hayek Foundation and less any amounts used to establish a reserve for any contingent or anticipated obligations or liabilities of Hayek Foundation as of the Effective Date.

Section 2. Federal Tax Treatment of Hayek Foundation Asset Transfers. The parties hereby agree and consent that the transfer of assets by Hayek Foundation to SCA Foundation described in Section 1 hereof shall be treated as a transfer of assets described in Section 507(b)(2) of the Code pursuant to the liquidation of Hayek Foundation. Hayek Foundation and SCA Foundation hereby agree to report such transfer of assets for federal tax purposes in a manner that is consistent with its characterization as a Section 507(b)(2) transfer. SCA Foundation hereby acknowledges and confirms that under Section 507(b)(2) of the Code and Section 1.507-3(a) of the Regulations it will succeed to certain tax attributes and characteristics of Hayek Foundation with respect to the transferred assets.

Section 3. Section 4940 Excise Taxes. Hayek Foundation is liable for the excise tax imposed by Section 4940 of the Code on the Foundation's net investment income earned during the taxable period January 1, 2016 through December 31, 2016 (the "Taxable Period"). Hayek Foundation has remitted estimated payments of its Section 4940 excise tax liability for the Taxable Period (the "Estimated Excise Tax Payments") based on Hayek Foundation's excise tax liability for the taxable year ending on December 31, 2015. If the amount of the Estimated Excise Tax Payments exceeds the amount of Hayek Foundation's actual Section 4940 excise tax liability for the Taxable Period, as reported on returns filed by Hayek Foundation including the Taxable Period, Hayek Foundation shall make a further distribution to SCA Foundation of such excess. If the amount of the Estimated Excise Tax Payments is insufficient to satisfy Hayek Foundation's Section 4940 excise tax liability for the Taxable Period, as reported on returns filed by Hayek Foundation, Hayek Foundation may give written notice of such shortfall to SCA Foundation and SCA Foundation shall return to Hayek Foundation an amount equal to the shortfall.

Section 4. Section 4942 Minimum Distributions (2013 Tax Year). SCA Foundation hereby acknowledges that as a transferee of assets from Hayek Foundation it will be required to make qualifying distributions (within the meaning of Section 4942(g) of the Code) during the 2017 taxable year based on the aggregate fair market value of such transferred assets during the 2016 taxable year. SCA Foundation hereby covenants and agrees to make such minimum distributions and to indemnify Hayek Foundation from and against any liability, excise tax, penalty, expense or other cost incurred by Hayek Foundation on account of the failure by SCA Foundation to make such required qualifying distributions. Notwithstanding the foregoing, SCA Foundation, to the extent permitted by Section 4942 of the Code, shall be permitted to reduce the amount of its qualifying distributions for 2017 and subsequent taxable years with respect to the transferred assets by the amount of any excess qualifying distributions resulting from grants paid by Hayek Foundation to public charities during the Taxable Period or any prior taxable period.

Section 5. Section 501(c)(3) Status of SCA Foundation. SCA Foundation hereby represents and warrants that it is duly organized as a nonprofit corporation under Alabama law, that it is organized and will at all times be operated exclusively for any one or more of the charitable purposes described in Section 501(c)(3) of the Code, and that it has received a "determination letter" from the IRS confirming that SCA Foundation is recognized as an organization exempt from federal income tax under Section 501(c)(3) of the Code.

Section 6. Entire Agreement. This Agreement contains the entire agreement between the parties hereto pertaining to the subject matter hereof and supersedes all prior and contemporaneous agreements, except those contemplated hereunder or not inconsistent herewith.

Section 7. Choice of Law. This Agreement shall be governed by and construed under the laws of the State of Alabama and applicable provisions of the Code and Regulations applicable to the transactions contemplated by this Agreement.

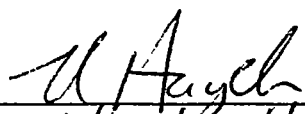
Section 8. Further Assurances. The parties agree to execute and deliver to each other such other documents and to do such other acts and things, all as the other party may reasonably request for the purpose of carrying out the intent of this Agreement and the transactions contemplated thereby.

Section 9. Counterparts. This Agreement may be signed in multiple counterparts, each counterpart shall be deemed an original, and all so signed and executed shall be deemed one Agreement. A signature on a counterpart may be by facsimile or an electronically transmitted signature, and such signature shall have the same force and effect as an original signature.

[The remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the undersigned have caused their duly authorized representatives to execute this Agreement as of the date first above written.

**HAYEK FAMILY
FOUNDATION**

By 
Name Nicole Hayek
Its _____

**SCA COMMUNITY SERVICE
FOUNDATION**

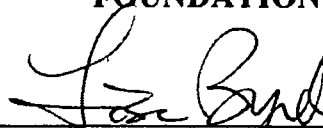
By 
Name Lisa Byrd
Its _____

EXHIBIT C

Statement of Intent to Dissolve

See attached

**STATEMENT OF INTENT TO DISSOLVE
OF
HAYEK FAMILY FOUNDATION
(an Alabama nonprofit corporation)**

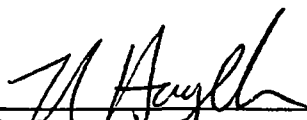
This Statement of Intent to Dissolve is made in accordance with Section 10A-3-7.01 of the Alabama Nonprofit Corporation Law, as amended, and, pursuant thereto, the undersigned hereby states as follows:

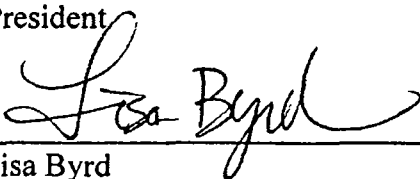
1. The name of the nonprofit corporation is Hayek Family Foundation (the "Foundation").
2. The names and respective addresses of the officers of the Foundation are set forth on Exhibit A attached hereto and made a part hereof.
3. The names and respective addresses of the directors of the Foundation are set forth on Exhibit B attached hereto and made a part hereof.
4. The resolution to dissolve the Foundation was adopted by a consent in writing signed by all of the members entitled to vote on the resolution.
5. This Statement of Intent to Dissolve shall be filed with the Office of the Judge of Probate of Jefferson County, Alabama on December 31, 2016.

[Signature Page Follows]

IN WITNESS WHEREOF, Hayek Family Foundation has caused this Statement of Intent to Dissolve to be executed and verified by its duly authorized officers on this 31st day of December, 2016.

HAYEK FAMILY FOUNDATION

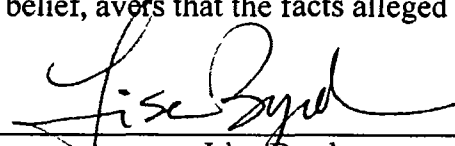
By: 
Name: Nicole A. Hayek
Title: President

By: 
Name: Lisa Byrd
Title: Secretary

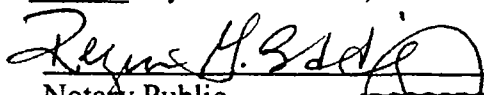
VERIFICATION

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

Before me, a Notary Public in and for said county in said state, personally appeared Lisa Byrd, who, being by me first duly sworn, and as Secretary of Hayek Family Foundation, deposes and says that she has read the foregoing Statement of Intent to Dissolve and is informed and believes and, upon the basis of such information and belief, avers that the facts alleged therein are true and correct.


Lisa Byrd

Subscribed and sworn to before me this 31st day of December, 2016.


Notary Public
My commission expires

[NOTARIAL SEAL]

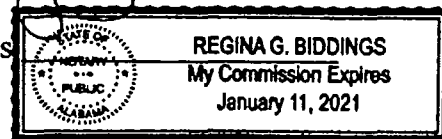


EXHIBIT A

Name and Addresses of the Officers

| <u>Name and Address</u> | <u>Office</u> |
|---|---------------|
| Nicole A. Hayek 510 Lake Cook Road Suite 400 Deerfield, Illinois 60015 | President |
| Andrew P. Hayek 510 Lake Cook Road Suite 400 Deerfield, Illinois 60015 | Treasurer |
| Lisa Byrd 569 Brookwood Village Suite 901 Birmingham, Alabama 35209 | Secretary |

EXHIBIT B

Name and Addresses of the Directors

Nicole A. Hayek
510 Lake Cook Road
Suite 400
Deerfield, Illinois 60015

Andrew P. Hayek
510 Lake Cook Road
Suite 400
Deerfield, Illinois 60015

Lisa Byrd
569 Brookwood Village
Suite 901
Birmingham, Alabama 35209

EXHIBIT D

Articles of Dissolution

See attached

**ARTICLES OF DISSOLUTION
OF
HAYEK FAMILY FOUNDATION**


Pursuant to the provisions of Section 10A-3-7.05 of the Alabama Nonprofit Corporation Law, Hayek Family Foundation, an Alabama nonprofit corporation, does hereby execute, verify and adopt these Articles of Dissolution and states as follows:

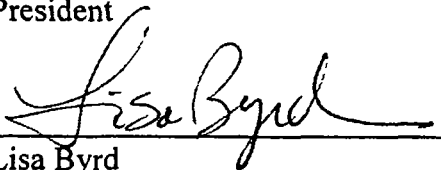
1. The name of the nonprofit corporation is Hayek Family Foundation (the "Foundation").
2. A statement of intent to dissolve the Foundation will be filed immediately prior to the filing of these Articles of Dissolution on December 31, 2016.
3. All debts, obligations and liabilities of the Foundation have been paid and discharged or adequate provision has been made therefor.
4. A copy of the Plan of Distribution adopted by the Foundation is attached as Exhibit A to these Articles of Dissolution.
5. All remaining property and assets of the Foundation have been transferred, conveyed or distributed in accordance with the Plan of Distribution and applicable provisions of the Alabama Nonprofit Corporation Law.
6. There are no suits pending against the Foundation in any court.
7. These Articles of Dissolutions shall be filed with the Office of the Judge of Probate of Jefferson County, Alabama on December 31, 2016 and be effective as of 11:59 p.m. on such filing date.

[Signature Page Follows]

IN WITNESS WHEREOF, Hayek Family Foundation has caused these Articles of Dissolution to be executed and verified by its duly authorized officers on this 31st day of December, 2016.

HAYEK FAMILY FOUNDATION

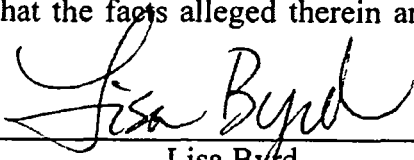
By: 
Name: Nicole A. Hayek
Title: President

By: 
Name: Lisa Byrd
Title: Secretary

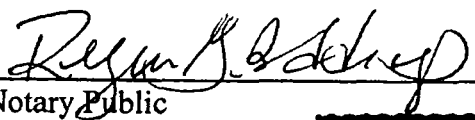
VERIFICATION

STATE OF ALABAMA)
 :
COUNTY OF JEFFERSON)

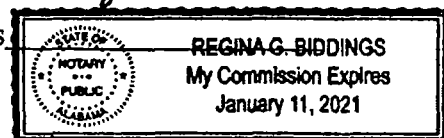
Before me, a Notary Public in and for said county in said state, personally appeared Lisa Byrd, who, being by me first duly sworn, and as Secretary of Hayek Family Foundation, deposes and says that she has read the foregoing Articles of Dissolution and is informed and believes and, upon the basis of such information and belief, avers that the facts alleged therein are true and correct.


Lisa Byrd

Subscribed and sworn to before me this 31st day of December, 2016.


Notary Public
My Commission expires

[NOTARIAL SEAL]



This instrument prepared by:

K. Wood Herren
Bradley Arant Boult Cummings LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, AL 35203-2104

EXHIBIT E

Articles of Amendment

See attached

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HAYEK FAMILY FOUNDATION
(an Alabama nonprofit corporation)**

In accordance with applicable provisions of the Alabama Business and Nonprofit Entity Code (§ 10A-1-1.01 et seq., Code of Alabama (1975)) and the Alabama Nonprofit Corporation Law (§ 10A-3-1.01 et seq., Code of Alabama (1975)) (together, the "Nonprofit Corporation Law"), the undersigned corporation executes the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the filing entity is Hayek Family Foundation.

SECOND: The filing entity is a nonprofit corporation.

THIRD: The Articles of Incorporation of the filing entity were filed on March 10, 2010 with the Office of the Judge of Probate of Jefferson County, Alabama. There have been no amendments to the Articles of Incorporation of the filing entity.

FOURTH: ARTICLE XII shall be deleted in its entirety and the following shall be inserted in lieu thereof:

"ARTICLE XII

Upon the dissolution of the Foundation and the winding up of its affairs, the assets of the Foundation remaining after payment of all costs and expenses of such dissolution shall be distributed to one or more other organizations described in Section 501(c)(3) of the Code. The identity of such organization or organizations shall be determined by the board of directors of the Foundation and approved by the members prior to any distributions of Foundation assets. No assets of the Foundation shall be distributed to any officer or director of the Foundation or to any private individual."

FIFTH: The foregoing amendment has been approved in the manner required by the Nonprofit Corporation Law and the governing documents of the filing entity.

SIXTH: The foregoing amendment was adopted by a consent in writing signed by all of the members entitled to vote on the amendment.

IN WITNESS WHEREOF, Hayek Family Foundation has caused these Articles of Amendment to Articles of Incorporation to be executed and verified by its duly authorized officers on this 31st day of December, 2016.

HAYEK FAMILY FOUNDATION

By: [Signature]
Name: Nicole A. Hayek
Title: President

By: [Signature]
Name: Lisa Byrd
Title: Secretary

VERIFICATION

STATE OF ALABAMA)
 :
COUNTY OF JEFFERSON)

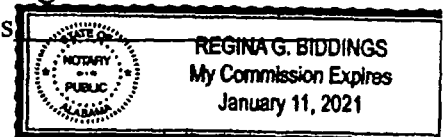
Before me, a Notary Public in and for said county in said state, personally appeared Lisa Byrd, who, being by me first duly sworn, and as Secretary of Hayek Family Foundation, deposes and says that she has read the foregoing Articles of Amendment to Articles of Incorporation and is informed and believes and, upon the basis of such information and belief, avers that the facts alleged therein are true and correct.

[Signature]
Lisa Byrd

Subscribed and sworn to before me this 31st day of December, 2016.

[Signature]
Notary Public
My Commission expires

[NOTARIAL SEAL]



This instrument prepared by:

K. Wood Herren, Esq.
Bradley Arant Boult Cummings LLP
1819 Fifth Avenue North
Birmingham, Alabama 35203-2104
(205) 521-8000