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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 Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0047 2021 Open to Public Inspection

For calendar year 2021, or tax year beginning 01-01-2021, and ending 12-31-2021

Name of foundation: BEREN SEA FOUNDATION. A Employer identification number: 46-0800568. B Telephone number: (316) 265-3311. C If exemption application is pending, check here. D 1. Foreign organizations, check here. D 2. Foreign organizations meeting the 85% test, check here and attach computation. E If private foundation status was terminated under section 507(b)(1)(A), check here. F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. G Check all that apply: Initial return, Final return, Address change, etc. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$11,777,837. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-22).

Op	23	Other expenses (attach schedule) . . . . .	53,303	36,360	3,982
	24	<b>Total operating and administrative expenses.</b>			
		Add lines 13 through 23 . . . . .	820,827	37,256	771,744
	25	Contributions, gifts, grants paid . . . . .	2,683,491		2,683,491
	26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	3,504,318	37,256	3,455,235
	27	Subtract line 26 from line 12:			
	<b>a Excess of revenue over expenses and disbursements</b>	1,029,359			
	<b>b Net investment income</b> (if negative, enter -0-)		1,496,421		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	194,040	821,372	821,372
	2	Savings and temporary cash investments . . . . .	545,282	3,062,112	3,062,112
	3	Accounts receivable <input type="checkbox"/> _____ 115			
		Less: allowance for doubtful accounts <input type="checkbox"/> _____	1	115	115
	4	Pledges receivable <input type="checkbox"/> _____			
		Less: allowance for doubtful accounts <input type="checkbox"/> _____			
	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) <input type="checkbox"/> _____			
		Less: allowance for doubtful accounts <input type="checkbox"/> _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U.S. and state government obligations (attach schedule)			
		<b>b</b> Investments—corporate stock (attach schedule) . . . . .	1,944,305 <input type="checkbox"/>	2,196,397	4,357,140
		<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment: basis <input type="checkbox"/> _____			
	Less: accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . .	4,343,625 <input type="checkbox"/>	1,908,913	3,532,696	
14	Land, buildings, and equipment: basis <input type="checkbox"/> _____ 11,544				
	Less: accumulated depreciation (attach schedule) <input type="checkbox"/> _____ 7,142	5,171 <input type="checkbox"/>	4,402	4,402	
15	Other assets (describe <input type="checkbox"/> _____)				
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	7,032,424	7,993,311	11,777,837	
Liabilities	17	Accounts payable and accrued expenses . . . . .	68,472		
	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 <input type="checkbox"/> _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	68,472	0	
Assets or Fund Balances	<b>Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29 and 30.</b>				
	24	Net assets without donor restrictions . . . . .			
	25	Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.</b>				
	26	Capital stock, trust principal, or current funds . . . . .	0	0	
27	Paid-in or capital surplus, or land, bldg., and equipment fund	0	0		

<b>Net A:</b>	<b>28</b>	Retained earnings, accumulated income, endowment, or other funds	6,963,952	7,993,311
	<b>29</b>	<b>Total net assets or fund balances</b> (see instructions)	6,963,952	7,993,311
	<b>30</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions)	7,032,424	7,993,311

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	<b>1</b>	6,963,952
<b>2</b>	Enter amount from Part I, line 27a	<b>2</b>	1,029,359
<b>3</b>	Other increases not included in line 2 (itemize) ▶	<b>3</b>	0
<b>4</b>	Add lines 1, 2, and 3	<b>4</b>	7,993,311
<b>5</b>	Decreases not included in line 2 (itemize) ▶	<b>5</b>	0
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	<b>6</b>	7,993,311

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**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.)
<b>1 a</b> KAYNE PARTNERS	P		2021-12-31
<b>b</b> KAYNE PARTNERS	P		2021-12-31
<b>c</b> BROOKFIELD PPTY REIT INC	P	2021-06-30	2021-06-30
<b>d</b> BROOKFIELD PPTY REIT INC	P	2021-06-30	2021-06-30
<b>e</b> CANADA GOOSE HLDGS	P	2020-03-12	2021-02-04
ENTERGRIS INC COM	P	2020-03-18	2021-01-15
VIMEO INC COM	P	2020-08-11	2021-05-26
LYONDELLBASELL INDUS TRIES N V ORD	P	2018-10-10	2021-05-17
LYONDELLBASELL INDUS TRIES N V ORD	P	2017-05-25	2021-09-01
LYONDELLBASELL INDUS TRIES N V ORD	P	2018-10-10	2021-09-01
ENANTA PHARMACEUTICA LS INC	P	2017-11-15	2021-01-11
ENANTA PHARMACEUTICA LS INC	P	2017-11-21	2021-01-11
EXTENDED STAY AMERICA INC	P	2017-11-14	2021-06-18
EXTENDED STAY AMERICA INC	P	2019-08-05	2021-06-18
EXTENDED STAY AMERICA INC	P	2019-12-18	2021-06-18
NASPERS LTD	P	2018-07-17	2021-12-14
PROSUS N V ADR	P	2019-09-19	2021-12-15
PROSUS N V ADR	P	2019-12-18	2021-12-15
VANGUARD S&P 500 ETF	P	2019-04-30	2021-02-03
VANGUARD S&P 500 ETF	P	2019-04-30	2021-02-19
VANGUARD S&P 500 ETF	P	2017-11-27	2021-03-23
VANGUARD S&P 500 ETF	P	2018-02-05	2021-03-23
VANGUARD S&P 500 ETF	P	2018-07-09	2021-03-23
VANGUARD S&P 500 ETF	P	2019-04-30	2021-03-23
VANGUARD S&P 500 ETF	P	2020-03-12	2021-03-23
VANGUARD SHORT-TERM CORPORATE BOND	P		2021-01-20
EXTENDED STAY AMERICA INC	P		2021-03-26
EXTENDED STAY AMERICA INC	P		2021-12-29

(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)
<b>a</b>	37,535		37,535
<b>b</b>	285,960		285,960
<b>c</b>	1,677	1,706	-29
<b>d</b>	53	50	3
<b>e</b>	107,512	43,813	63,699
	96,288	37,656	58,632
	1		1
	45,613	39,844	5,769
	29,139	24,185	4,954
	9,713	9,961	-248
	13,869	14,364	-495
	9,246	9,285	-39
	61,875	56,296	5,579
	60,000	48,851	11,149
	28,125	22,799	5,326

33,538		56,848	-23,310
16,930		17,584	-654
73,875		70,853	3,022
21,123		16,117	5,006
251,915		188,028	63,887
726,202		480,772	245,430
343,230		238,986	104,244
214,970		151,844	63,126
1,318,725		980,430	338,295
541,942		343,459	198,483
688			688
544			544
140			140

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l)
(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	Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
a			37,535
b			285,960
c			-29
d			3
e			63,699
			58,632
			1
			5,769
			4,954
			-248
			-495
			-39
			5,579
			11,149
			5,326
			-23,310
			-654
			3,022
			5,006
			63,887
			245,430
			104,244
			63,126
			338,295
			198,483
			688
			544
			140

Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,476,697
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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**Part V**

**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.	Bracket for line 1a
1a	Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	

All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)

<b>b</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>2</b>			0
	Add lines 1 and 2. . . . .	<b>3</b>	
<b>3</b>			20,800
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
			0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	
			20,800
<b>6</b>	Credits/Payments:		
<b>a</b>	2021 estimated tax payments and 2020 overpayment credited to 2021	<b>6a</b>	17,823
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	0
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	0
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	17,823
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached. 🗑️	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . ▶	<b>9</b>	2,977
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . ▶	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2022 estimated tax</b> ▶ <b>Refunded</b> ▶	<b>11</b>	

**Part VI-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? . . . . .		No
<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. . . . . <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>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?. . . . .		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation. ▶ \$ <u>0</u> <b>(2)</b> On foundation managers. ▶ \$ <u>0</u>		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0</u>		
<b>2</b> 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>		No
<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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?. . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		No
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: round bullet By language in the governing instrument, or round bullet 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? . . . . .	Yes	
<b>7</b> 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 XIV.</i> . . . . .	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>KS</u>		
<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? <i>If "No," attach explanation</i> . . . . .	Yes	
<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 2021 or the taxable year beginning in 2021? See the instructions for Part XIII. <i>If "Yes," complete Part XIII</i> . . . . .		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .		No

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<b>11</b> 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. . . . .	<b>11</b>		<b>No</b>
<b>12</b> 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 . . . . .	<b>12</b>		<b>No</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>BERENSEAFOUNDATION.ORG</u>	<b>13</b>	<b>Yes</b>	
<b>14</b> The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>(316) 265-3311</u>			
Located at ► <u>2020 N BRAMBLEWOOD ST WICHITA KS</u> ZIP+4 ► <u>67206</u>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . .			<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year . . . . .	<b>15</b>		
<b>16</b> At any time during calendar year 2021, 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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

**Part VI-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.**

<b>1a</b> During the year did the foundation (either directly or indirectly):		<b>Yes</b>	<b>No</b>
<b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<b>1a(2)</b>		<b>No</b>
<b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<b>1a(3)</b>		<b>No</b>
<b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<b>1a(4)</b>		<b>No</b>
<b>(5)</b> Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<b>1a(5)</b>		<b>No</b>
<b>(6)</b> Agree to pay money or property to a government official? ( <b>Exception.</b> 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.) . . . . .	<b>1a(6)</b>		<b>No</b>
<b>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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. . . . .	<b>1b</b>		
<b>c</b> Organizations relying on a current notice regarding disaster assistance check here. . . . .			<input type="checkbox"/>
<b>d</b> 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 2021? . . . . .	<b>1d</b>		<b>No</b>
<b>2</b> 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)):			
<b>a</b> At the end of tax year 2021, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2021? . . . . .	<b>2a</b>		<b>No</b>
If "Yes," list the years ► 20____, 20____, 20____, 20____			
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions.) . . . . .	<b>2b</b>		
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____			
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<b>3a</b>		<b>No</b>
<b>b</b> If "Yes," did it have excess business holdings in 2021 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969; <b>(2)</b> 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 <b>(3)</b> the lapse of the 10-, 15-, or 20-year first phase holding period?(Use <i>Schedule C, Form 4720</i> , to determine if the foundation had excess business holdings in 2021.) . . . . .	<b>3b</b>		
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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 2021? . . . . .	<b>4b</b>		<b>No</b>

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

<b>5a</b> During the year did the foundation pay or incur any amount to:		<b>Yes</b>	<b>No</b>
<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .	<b>5a(1)</b>		<b>No</b>
<b>(2)</b> Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . .	<b>5a(2)</b>		<b>No</b>
<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? . . . . .	<b>5a(3)</b>		<b>No</b>

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions. **5a(4)**  **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? **5a(5)**  **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**

**c** Organizations relying on a current notice regarding disaster assistance check

**d** 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? **5d**   
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? **6a**  **No**

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  **No**  
If "Yes" to 6b, file Form 8870.

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

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

**8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year? **8**  **No**

**Part VII 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
ADAM E BEREN 2020 N BRAMBLEWOOD WICHITA, KS 67206	PRESIDENT 1.00	0	0	0
ADAM E BEREN 2020 N BRAMBLEWOOD WICHITA, KS 67206	SECRETARY 1.00	0	0	0
ELLEN BEREN 1739 DUCK CROSS COVE WICHITA, KS 67206	TREASURER 1.00	0	0	0

**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**

Form **990-PF** (2021)

**Part VII 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
STRATEGIC PHILANTHROPIC SERVICES 680 BEACON STREET NEWTON, MA 02459	CONSULTING SERVICES	702,487

<b>Total</b> number of others receiving over \$50,000 for professional services. . . . .	▶	0

**Part VIII-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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part VIII-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
<b>1</b>	
<b>2</b>	
<b>3</b> All other program-related investments. See instructions.	
<b>Total.</b> Add lines 1 through 3 . . . . .	▶
	0

Form **990-PF** (2021)

Form 990-PF (2021)

Page **8**

**Part IX 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>	7,758,865
<b>b</b> Average of monthly cash balances. . . . .	<b>1b</b>	3,004,526
<b>c</b> Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	10,763,391
<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>	10,763,391
<b>4</b> Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	161,451
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. . . . .	<b>5</b>	10,601,940
<b>6 Minimum investment return.</b> Enter 5% (0.05) of line 5. . . . .	<b>6</b>	530,097

**Part X 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 IX, line 6. . . . .	<b>1</b>	530,097
<b>2a</b> Tax on investment income for 2021 from Part V, line 5. . . . .	<b>2a</b>	20,800
<b>b</b> Income tax for 2021. (This does not include the tax from Part V.). . . . .	<b>2b</b>	
<b>c</b> Add lines 2a and 2b. . . . .	<b>2c</b>	20,800
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	509,297
<b>4</b> Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b> Add lines 3 and 4. . . . .	<b>5</b>	509,297
<b>6</b> Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7 Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1. . . . .	<b>7</b>	509,297

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



Part XI Qualifying Distributions (see instructions)

Table with 4 main rows and sub-rows (a, b, 3a, 3b) for Qualifying Distributions. Total amount is 3,455,235.

Form 990-PF (2021)

Part XII Undistributed Income (see instructions)

Table with 4 columns: (a) Corpus, (b) Years prior to 2020, (c) 2020, (d) 2021. Rows include Distributable amount, Excess distributions carryover, and Undistributed income for 2021.

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Part XIII Private Operating Foundations (see instructions and Part VI-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 2021, enter the date of the ruling . . . . . ▶
- b Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2021	(b) 2020	(c) 2019	(d) 2018	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed . . . . .					
b 85% (0.85) of line 2a . . . . .					
c Qualifying distributions from Part XI, 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 IX, 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 XIV 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).)
 

ADAM E BEREN

ADAM E BEREN

ELLEN BEREN

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

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. 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:
- 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 XIV 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
<b>a Paid during the year</b>				
COMBAT HATE FOUNDATION 2146 ARROWHEAD ROAD MOUNDRIDGE, KS 67107	NONE	PUBLIC	GENERAL	1,500,000
HADASSAH THE WOMEN'S ZIONIST ORGANIZATION PO BOX 1100 NEW YORK, NY 10268	NONE	PUBLIC	GENERAL	25,000
ABAVATH ACHIM CONGREGATION 1850 N WOODLAWN WICHITA, KS 67208	NONE	PUBLIC	GENERAL	9,574
HILLEL AT THE UNIVERSITY OF PENNSYLVANIA 215 S 39TH STREET PHILADELPHIA, PA 19104	NONE	PUBLIC	PENN HILLEL BEREN FELLOWS	75,000
MID-KANSAS JEWISH FEDERATION 400 N WOODLAWN SUITE 8 WICHITA, KS 67208	NONE	PUBLIC	2019 PLEDGE & CONTRIBUTION SUBSCRIPTIONS	57,417
PEF ISRAEL ENDOWMENT FUNDS INC 317 MADISON AVE NEW YORK, NY 10017	NONE	PUBLIC	BEREN-GALILA INITIATIVE	1,016,500
<b>Total</b> . . . . . ▶ <b>3a</b>				<b>2,683,491</b>
<b>b Approved for future payment</b>				
<b>Total</b> . . . . . ▶ <b>3b</b>				<b>0</b>





Schedule B

Schedule of Contributors

OMB No. 1545-0047

(Form 990) Department of the Treasury Internal Revenue Service

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

2021

Name of the organization BEREN SEA FOUNDATION

Employer identification number 46-0800568

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 foundation

Check 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 other 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...
For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor...
For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor...

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 990PF, 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 BEREN SEA FOUNDATION	Employer identification number 46-0800568
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**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	ISRAEL HENRY BEREN CHARITABLE FOUNDATION INC 2020 N BRAMBLEWOOD ST WICHITA, KS 67206	\$ 500,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
2	ROBERT M BEREN FOUNDATION 2020 N BRAMBLEWOOD ST WICHITA, KS 67206	\$ 2,500,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>

Schedule B (Form 990) (2021)

Name of organization BEREN SEA FOUNDATION	Employer identification number 46-0800568
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**Part II** **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

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

Schedule B (Form 990) (2021)

**efile Public Visual Render** | ObjectId: 202223089349100307 - Submission: 2022-11-04 | **TIN: 46-0800568**

**TY 2021 IRS 990 e-File Render**

**Name:** BEREN SEA FOUNDATION

**EIN:** 46-0800568

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes

**efile Public Visual Render** | ObjectId: 202223089349100307 - Submission: 2022-11-04 | **TIN: 46-0800568**

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

**TY 2021 IRS 990 e-File Render**

**Name:** BEREN SEA FOUNDATION

**EIN:** 46-0800568

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
ORGANIZATIONAL COSTS	2012-08-01	7,985	4,478	180.000000000000	532	0		5,010
ORGANIZATIONAL COSTS	2013-01-01	3,559	1,895	180.000000000000	237	0		2,132

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



<b>eFile Public Visual Render</b>	<b>ObjectID: 202223089349100307 - Submission: 2022-11-04</b>	<b>TIN: 46-0800568</b>
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### TY 2021 IRS 990 e-File Render

**Name:** BEREN SEA FOUNDATION

**EIN:** 46-0800568

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALIBABA GROUP	166,392	78,440
ALPHABET INC	28,136	101,362
AMAZON COM	205,962	206,729
APPLE INC	62,092	213,084
ARROWHEAD PHARMA	12,948	56,355
BOOKING HLDGS INC	29,047	47,985
BROOKFIELD ASSET MGT	92,253	297,371
ENTEGRIS INC	97,309	114,328
GILEAD SCIENCES INC	57,430	50,827
GODADDY INC	132,411	161,234
IAC INTERACTIVE CORP	135,862	213,711
KEYSIGHT TECHNOLOGIES	94,753	206,510
KKR & CO INC	99,370	320,350
LIBERTY SIRIUS GROUP	90,069	116,853
MATCH GROUP	8,486	48,007
MICROSOFT CORP	29,287	235,424
NESTLE SA	10,718	63,167
NIKE INC	53,196	100,002
PAYPAL HLDGS INC	121,044	94,290
TENCENT HLDGS LTD	139,636	110,637
UNITED HEALTH GROUP INC	130,115	225,963
VISA INC	65,906	86,684
VIMEO INC	130,370	106,952
ALPHABET INC	203,605	1,100,875

<b>eFile Public Visual Render</b>	<b>ObjectID: 202223089349100307 - Submission: 2022-11-04</b>	<b>TIN: 46-0800568</b>
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### TY 2021 IRS 990 e-File Render

**Name:** BEREN SEA FOUNDATION

**EIN:** 46-0800568

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
KAYNE PARTNERSHIP	AT COST	717,625	1,269,543
ISHARES US MEDICAL DEVICES ETF	AT COST	474,547	993,677
ISHARES NORTH AMERICAN TECH SOFT ETF	AT COST	416,624	962,313
VANGUARD SHORT TERM CORP BOND ETF	AT COST	300,117	307,163

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**TY 2021 IRS 990 e-File Render**

**Name:** BEREN SEA FOUNDATION

**EIN:** 46-0800568

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
ORGANIZATIONAL COSTS	7,985	5,010	2,975	
ORGANIZATIONAL COSTS	3,559	2,132	1,427	

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**TY 2021 IRS 990 e-File Render**

**Name:** BEREN SEA FOUNDATION

**EIN:** 46-0800568

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER DEDUCTIONS - KAYNE	12,133	634		1,005
OTHER PORTFOLIO FEES - KAYNE	137	137		0
INVESTMENT EXPENSE - KAYNE	298	298		0
BUSINESS MEALS	4,677	0		4,677
INVESTMENT FEES	11,153	11,153		0
OTHER PORTFOLIO FEES	43	43		0
ORDINARY LOSS - KAYNE PARTNERS	24,095	24,095		0
AMORTIZATION	769	0		0

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**TY 2021 IRS 990 e-File Render**

**Name:** BEREN SEA FOUNDATION

**EIN:** 46-0800568

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER TAX EXEMPT INCOME - KAYNE	1,657	1,657	1,657

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**TY 2021 IRS 990 e-File Render**

**Name:** BEREN SEA FOUNDATION

**EIN:** 46-0800568

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING	726,687	0		726,687

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<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FRANCHISE TAXES	40	0		40
FOREIGN TAXES PAID ON INVESTMENT INCOME	896	896		0
STATE TAXES	564	0		0