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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. 1545-0052 2020 Open to Public Inspection

For calendar year 2020, or tax year beginning 01-01-2020, and ending 12-31-2020

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: \$10,486,125. 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 Administrative Expenses (13-22).

Op	23	Other expenses (attach schedule) . . . . .	270,008	20,724	1,812
	24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	1,034,327	21,197	765,338
	25	Contributions, gifts, grants paid . . . . .	3,098,798		3,098,798
	26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	4,133,125	21,197	3,864,136
	27	Subtract line 26 from line 12:			
	a	<b>Excess of revenue over expenses and disbursements</b>	-431,881		
	b	<b>Net investment income</b> (if negative, enter -0-)		418,689	
	c	<b>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 . . . . .	97,879	194,040	194,040
	2	Savings and temporary cash investments . . . . .	1,175,173	545,282	545,282
	3	Accounts receivable <input type="checkbox"/> _____ 1 Less: allowance for doubtful accounts <input type="checkbox"/> _____	895	1	1
	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	Investments—corporate stock (attach schedule) . . . . .	5,615,718 <input type="checkbox"/>	5,535,228	8,598,850
	c	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) . . . . .	589,617 <input type="checkbox"/>	752,702	1,142,781
	14	Land, buildings, and equipment: basis <input type="checkbox"/> _____ 11,544 Less: accumulated depreciation (attach schedule) <input type="checkbox"/> _____ 6,373	5,940 <input type="checkbox"/>	5,171	5,171
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)	7,485,222	7,032,424	10,486,125	
Liabilities	17	Accounts payable and accrued expenses . . . . .	89,389	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)	89,389	68,472	
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	7,395,833	6,963,952
	<b>29</b>	<b>Total net assets or fund balances</b> (see instructions)	7,395,833	6,963,952
	<b>30</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions)	7,485,222	7,032,424

**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>	7,395,833
<b>2</b>	Enter amount from Part I, line 27a	<b>2</b>	-431,881
<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>	6,963,952
<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>	6,963,952

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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> CAPITAL ONE FINL CORP		2020-02-25	2020-04-16
<b>b</b> CAPITAL ONE FINL CORP		2020-02-25	2020-04-17
<b>c</b> CHUBB LTD		2016-01-15	2020-04-14
<b>d</b> BRIXMOR PPTY GROUP INC		2017-05-18	2020-06-08
<b>e</b> BRIXMOR PPTY GROUP INC		2017-09-25	2020-06-08
BRIXMOR PPTY GROUP INC		2017-05-18	2020-11-09
BRIXMOR PPTY GROUP INC		2017-10-31	2020-11-09
BRIXMOR PPTY GROUP INC		2017-10-31	2020-11-24
BROOKFIELD PPTY REIT INC		2018-08-30	2020-01-06
LENNAR CORP		2018-07-16	2020-01-06
MATCH GROUP INC		2017-04-03	2020-07-01
MATCH GROUP INC		2017-04-03	2020-07-02
MATCH GROUP INC		2017-04-03	2020-07-02
MATCH GROUP INC		2017-04-03	2020-07-06
MICROSOFT CORP		2015-04-10	2020-08-04
SIMON PPTY GROUP INC		2017-09-25	2020-01-06
SIMON PPTY GROUP INC		2017-10-31	2020-01-06
WABCO HLDGS INC		2018-09-26	2020-03-02
WELLS FARGO & CO		2018-12-14	2020-02-03
VANGUARD FTSE EMERGING MARKETS ETF		2017-11-27	2020-03-10
VANGUARD FTSE EMERGING MARKETS ETF		2018-02-05	2020-03-10
VANGUARD FTSE EMERGING MARKETS ETF		2018-07-09	2020-03-10
VANGUARD S&P 500 ETF		2019-04-30	2020-05-05
RECKITT BENCKISER		2003-03-10	2020-01-22
WABCO HLDGS INC		2009-05-15	2020-03-02
WABCO HLDGS INC		2009-05-15	2020-03-02
WELLS FARGO & CO		2010-08-23	2020-02-03

(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>	19,579	38,117	-18,538
<b>b</b>	21,334	38,117	-16,783
<b>c</b>	25,227	23,315	1,912
<b>d</b>	1,571	1,752	-181
<b>e</b>	21,994	26,278	-4,284
	20,732	26,286	-5,554
	2,764	3,470	-706
	30,319	31,233	-914
	22,277	25,110	-2,833
	22,780	22,033	747
	19,740	4,673	15,067
	37	8	29
	19,501	4,673	14,828
	9,537	2,337	7,200
	169,431	33,471	135,960
	57,805	61,576	-6,681

37,039		37,039	0,001
21,711		23,472	-1,761
40,337		35,396	4,941
13,970		14,383	-413
133,585		158,583	-24,998
63,177		80,178	-17,001
150,521		170,037	-19,516
501,312		507,676	-6,364
52,980		10,188	42,792
53,782		6,067	47,715
205,044		23,091	181,953
23,283		12,135	11,148

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-18,538
b			-16,783
c			1,912
d			-181
e			-4,284
			-5,554
			-706
			-914
			-2,833
			747
			15,067
			29
			14,828
			7,200
			135,960
			-6,681
			-1,761
			4,941
			-413
			-24,998
			-17,001
			-19,516
			-6,364
			42,792
			47,715
			181,953
			11,148

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	337,765
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	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**  
**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved			2
3 Reserved			3
4 Reserved			4
5 Reserved			5
6 Reserved			6
7 Reserved			-

7	Reserved	
8	Reserved	

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)		
b	Reserved		1	5,820
c		All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3	Add lines 1 and 2.		3	5,820
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	5,820
6		Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	23,709	
b	Exempt foreign organizations—tax withheld at source	6b	0	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0	
d	Backup withholding erroneously withheld	6d	0	
7	Total credits and payments. Add lines 6a through 6d.		7	23,709
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.		8	0
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>		9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>		10	17,889
11	Enter the amount of line 10 to be: <b>Credited to 2021 estimated tax</b> 17,889 <b>Refunded</b>		11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a		No
b		No
c		No
d		
e		
2		No
3		No
4a		No
4b		
5		No
6	Yes	
7	Yes	
8a		
8b	Yes	
9		No
10		

and addresses.

10

No

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address BERENSEAFOUNDATION.ORG
14 The books are in care of THE FOUNDATION Telephone no. (316) 265-3311
Located at 2020 N BRAMBLEWOOD ST WICHITA KS ZIP+4 67206
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2020, 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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2020?
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 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2020 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 2020.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2020?

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**Part VII-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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(3)</b>	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(4)</b>	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(5)</b>	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>	<b>5b</b>	
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		<b>6b</b>	<b>No</b>
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>	
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

**1 List all officers, directors, trustees, 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				
<b>Total</b> number of other employees paid over \$50,000.				0

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
STRATEGIC PHILANTHROPIC SERVICES 680 BFACON STRFFT	CONSULTING SERVICES	519,146

NEWTON, MA 02459		
JOINT PHILANTHROPIC ADVISORY	CONSULTING SERVICES	180,364
1221 N PIERCE ST APT 201		
ARLINGTON, VA 22209		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . .		<b>0</b>

**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
<b>1</b>		
<b>2</b>		
<b>3</b>		
<b>4</b>		

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	8,253,875
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	1,980,786
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	10,234,661
<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>	10,234,661
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	153,520
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	10,081,141
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	504,057

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

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	504,057
<b>2a</b>	Tax on investment income for 2020 from Part VI, line 5. . . . .	<b>2a</b>	5,820
<b>b</b>	Income tax for 2020 (This does not include the tax from Part VI). . . . .	<b>2b</b>	



2	Income tax for 2020 (this does not include the tax from Part IV)		
3	Add lines 2a and 2b.	2c	5,820
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	498,237
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	498,237
6	Deduction from distributable amount (see instructions).	6	0
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	498,237

**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	3,864,136
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,864,136
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	6	3,864,136

**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.

Form **990-PF** (2020)

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2019	(c) 2019	(d) 2020
1	Distributable amount for 2020 from Part XI, line 7			498,237
2	Undistributed income, if any, as of the end of 2020:			
a	Enter amount for 2019 only.		0	
b	Total for prior years: 20___, 20___, 20___		0	
3	Excess distributions carryover, if any, to 2020:			
a	From 2015. <span style="float:right">968,338</span>			
b	From 2016. <span style="float:right">1,132,747</span>			
c	From 2017. <span style="float:right">1,579,382</span>			
d	From 2018. <span style="float:right">1,907,045</span>			
e	From 2019. <span style="float:right">2,459,629</span>			
f	<b>Total</b> of lines 3a through e. <span style="float:right">8,047,141</span>			
4	Qualifying distributions for 2020 from Part XII, line 4: <span style="float:right">\$ 3,864,136</span>			
a	Applied to 2019, but not more than line 2a		0	
b	Applied to undistributed income of prior years (Election required—see instructions).		0	
c	Treated as distributions out of corpus (Election required—see instructions).	0		
d	Applied to 2020 distributable amount. <span style="float:right">498,237</span>			
e	Remaining amount distributed out of corpus <span style="float:right">3,365,899</span>			
5	Excess distributions carryover applied to 2020. <span style="float:right">0</span> <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>			0
6	<b>Enter the net total of each column as indicated below:</b>			
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 <span style="float:right">11,413,040</span>			
b	Prior years' undistributed income. Subtract line 4b from line 2b. <span style="float:right">0</span>			
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. <span style="float:right">0</span>			
d	Subtract line 6c from line 6b. Taxable amount—see instructions. <span style="float:right">0</span>			
e	Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions. <span style="float:right">0</span>			
f	Undistributed income for 2020. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2021. <span style="float:right">0</span>			
7	Amounts treated as distributions out of			

corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .		0		
<b>8</b> Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions) . . . . .		968,338		
<b>9 Excess distributions carryover to 2021.</b> Subtract lines 7 and 8 from line 6a . . . . .		10,444,702		
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2016. . . . .	1,132,747			
<b>b</b> Excess from 2017. . . . .	1,579,382			
<b>c</b> Excess from 2018. . . . .	1,907,045			
<b>d</b> Excess from 2019. . . . .	2,459,629			
<b>e</b> Excess from 2020. . . . .	3,365,899			

Form **990-PF** (2020)

Form 990-PF (2020)

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, 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		Prior 3 years		(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test—enter:					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

**1 Information Regarding Foundation Managers:**

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



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:

Form **990-PF** (2020)

Form 990-PF (2020)

**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
<b>a</b> <i>Paid during the year</i> AMERICAN ISRAEL EDUCATION FOUNDATION 25 H STREET NW WASHINGTON, DC 20001	NONE	PUBLIC	GENERAL	75,000
CAMP RAMAH 385 FAIRVIEW RD OJAI, CA 93023	NONE	PUBLIC	2019 NEW EDAH PROPERTY PLEDGE & GRANT MATCHING FUND COMMITMENT	60,000
HEBREW CONGREGATION 1850 N WOODLAWN WICHITA, KS 67208	NONE	PUBLIC	GENERAL	200,000
HILLEL AT THE UNIVERSITY OF PENNSYLVANIA 215 S 39TH STREET PHILADELPHIA, PA 19104	NONE	PUBLIC	PENN HILLEL BEREN FELLOWS	50,000
KANSAS UNIVERSITY - HILLEL 722 NEW HAMPSHIRE LAWRENCE, KS 66044	NONE	PUBLIC	GENERAL	14,175
MID-KANSAS JEWISH FEDERATION 400 N WOODLAWN SUITE 8 WICHITA, KS 67208	NONE	PUBLIC	2019 PLEDGE & CONTRIBUTION SUBSCRIPTIONS	76,873
PEF ISRAEL ENDOWMENT FUNDS INC 317 MADISON AVE NEW YORK, NY 10017	NONE	PUBLIC	BEREN-GALILA INITIATIVE	597,750
HADASSAH THE WOMEN'S ZIONIST ORGANIZATION PO BOX 1100 NEW YORK, NY 10268	NONE	PUBLIC	GENERAL	25,000
COMBAT HATE FOUNDATION 2146 ARROWHEAD ROAD MOUNDRIDGE, KS 67107	NONE	PUBLIC	GENERAL	2,000,000
<b>Total</b> . . . . .			<b>3a</b>	<b>3,098,798</b>
<b>b</b> <i>Approved for future payment</i>				



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

Table with 3 columns: Question, Yes, No. Contains questions 1, a, b, c regarding transfers and transactions with noncharitable exempt organizations.

Table with 4 columns: (a) Line No., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? [ ] Yes [x] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: \_\_\_\_\_ Date: 2022-02-22 Title: \_\_\_\_\_

May the IRS discuss this return with the preparer shown below? See instructions. [x] Yes [ ] No

Table for Preparer Information: Print/Type preparer's name (BRIAN A WILKINSON CPA), Preparer's Signature, Date, Check if self-employed, PTIN (P00744871), Firm's name (GJ & COMPANY LLC), Firm's address (345 N RIVERVIEW SUITE 520 WICHITA, KS 67203), Firm's EIN (48-0970195), Phone no. ((316) 267-9211).

Additional Data

Return to Form

Software ID:
Software Version:

Form 990PF - Special Condition Description:

efile Public Visual Render ObjectID: 202210539349100201 - Submission: 2022-02-22 TIN: 46-0800568

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2020

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 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 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).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Cat. No. 30613X

Schedule B (Form 990, 990-EZ, or 990-PF) (2020)

Schedule B (Form 990, 990-EZ, or 990-PF) (2020)

Page 2

Name of organization  
BEREN SEA FOUNDATION

Employer identification number  
46-0800568

**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	ADAM & ELLEN BEREN 1729 DUCK CROSS COVE WICHITA, KS 67206	\$ 206,912	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
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 (Complete Part II for noncash contributions.)
3	ISRAEL HENRY BEREN FOUNDATION 2020 N BRAMBLEWOOD ST WICHITA, KS 67206	\$ 500,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
4	NAJA COMPANY 2020 N BRAMBLEWOOD ST WICHITA, KS 67206	\$ 54,446	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Schedule B (Form 990, 990-EZ, or 990-PF) (2020)

Page 3

Name of organization BEREN SEA FOUNDATION	Employer identification number 46-0800568
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<b>Part II Noncash Property</b> (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
1	STOCKS	\$ 206,912	2020-01-02
4	STOCKS	\$ 54,446	2020-01-16
-	_____	\$ _____	_____
-	_____	\$ _____	_____
-	_____	\$ _____	_____
-	_____	\$ _____	_____

Schedule B (Form 990, 990-EZ, or 990-PF) (2020)

Page 4

Name of organization BEREN SEA FOUNDATION	Employer identification number 46-0800568
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**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
-	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	



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

Schedule B (Form 990, 990-EZ, or 990-PF) (2020)

**Additional Data**

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**TY 2020 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: 202210539349100201 - Submission: 2022-02-22 | TIN: 46-0800568

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

**TY 2020 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	3,946	180.000000000000	532	0		4,478
ORGANIZATIONAL COSTS	2013-01-01	3,559	1,658	180.000000000000	237	0		1,895

<b>efile Public Visual Render</b>	<b>ObjectID: 202210539349100201 - Submission: 2022-02-22</b>	<b>TIN: 46-0800568</b>
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## TY 2020 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	106,566	94,400
ALPHABET INC	28,136	61,335
APPLE INC	62,092	159,228
ARROWHEAD PHARMA	12,948	65,221
BOOKING HLDGS INC	29,047	44,545
BROOKFIELD ASSET MGT	92,253	203,255
CANADA GOOSE HOLDINGS	43,813	74,425
ENANTA PHARMACEUTICALS	23,649	21,050
ENTEGRIS INC	37,656	86,490
EXTENDED STAY AMERICA	127,947	118,480
GILEAD SCIENCES INC	57,430	40,782
GODADDY INC	132,411	157,605
IAC INTERACTIVECORP	108,772	233,847
KEYSIGHT TECHNOLOGIES	94,753	132,090
KKR & CO INC	99,370	174,107
LIBERTY SIRIUS GROUP	90,069	99,986
LYONDELLBASELL INDUSTRIES	73,991	73,328
MATCH GROUP	8,486	54,882
MICROSOFT CORP	29,287	155,694
NASPERS	56,848	44,704
NESTLE SA	10,718	53,010
NIKE INC	53,196	84,882
PROSUS N V	88,436	127,971
TENCENT HLDGS LTD	76,805	78,439
UNITEDHEALTH GROUP INC	130,115	157,806
VISA INC	65,906	87,492
ALPHABET INC	203,605	666,003
ISHARES US MEDICAL DEVICES ETF	474,547	823,160
ISHARES NORTH AMERICAN TECH SOFT. ETF	416,624	856,922
VANGUARD S&P 500 ETF	2,399,635	3,253,026
VANGUARD SHORT-TERM CORP BOND ETF	300,117	314,685

**efile Public Visual Render** | ObjectId: 202210539349100201 - Submission: 2022-02-22 | **TIN: 46-0800568**

### TY 2020 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	752,702	1,142,781

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### TY 2020 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	4,478	3,507	
ORGANIZATIONAL COSTS	3,559	1,895	1,664	

**efile Public Visual Render** | ObjectId: 202210539349100201 - Submission: 2022-02-22 | **TIN: 46-0800568**

### TY 2020 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
FMV OVER BASIS OF STOCKS CONTRIBUTED	228,078	0		0
OTHER NONDEDUCTIBLE EXPENSES - KAYNE	1,556	0		0
OTHER DEDUCTIONS - KAYNE	17,896	922		1,088
INVESTMENT EXPENSE - KAYNE	951	951		0
OTHER NONDEDUCTIBLE EXPENSES	1,188	0		0
INVESTMENT FEES	15,005	15,005		0
OTHER PORTFOLIO FEES	39	39		0
LICENSE & FEES	719	0		724
ORDINARY LOSS - KAYNE PARTNERS	3,807	3,807		0
AMORTIZATION	769	0		0

**efile Public Visual Render** | ObjectId: 202210539349100201 - Submission: 2022-02-22 | **TIN: 46-0800568**

### TY 2020 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	699,510	0		699,510

**efile Public Visual Render** | **ObjectID: 202210539349100201 - Submission: 2022-02-22** | **TIN: 46-0800568****TY 2020 IRS 990 e-File Render****Name:** BEREN SEA FOUNDATION**EIN:** 46-0800568

<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	473	473		0
STATE TAXES	320	0		0