NOTICE OF SPECIAL ANNUAL MEETING OF THE BOARD OF DIRECTORS OF BARDEEN PARTNERS, INC.

To: Steve LaMar, Karen McLaughlin, Doug Reinhart, and Peer Swan – Members of the Board of Directors of Bardeen Partners, Inc.

Pursuant to the call of the President of Bardeen Partners, Inc., notice is hereby given that a Special Annual Meeting of the Board of Directors of Bardeen Partners, Inc. has been called and will be held on Monday, March 11, 2024 at the hour of 5:00 p.m. The meeting is called for the purposes set forth in Exhibit "A" attached hereto and by this reference made a part hereof.

This notice is given in accordance with the bylaws of Bardeen Partners, Inc. and Section 54956 of the California Government Code and Corporation Code Section 5211.

Joh B. Wither

John Withers President

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Exhibit "A"

AGENDA

BOARD OF DIRECTORS OF BARDEEN PARTNERS, INC. SPECIAL ANNUAL MEETING

March 11, 2024

CALL TO ORDER 5:00 p.m.

ROLL CALL Directors Reinhart, Swan, LaMar, McLaughlin and President Withers

PUBLIC COMMENT NOTICE

If you wish to address the Board of Directors on any item, please submit a request to speak. Remarks are limited to three minutes per speaker on each subject. You may also submit a public comment in advance of the meeting by emailing comments@irwd.com before 12:00 p.m. on Monday, March 11, 2024.

Bardeen Partners, Inc. was formed in March 1991 to act on behalf of IRWD in matching its real estate investments, and to segregate such investments from other activities of IRWD.

1. <u>ANNUAL MEETING</u>

Recommendation: Deem this meeting of March 11, 2024 to be the annual meeting of the Board of Directors for 2024 only in lieu of the annual meeting normally held on the second Monday in June pursuant to Resolution No. 2018-1.

2. <u>APPROVAL OF MINUTES</u>

Recommendation: Approve the minutes of the June 26, 2023 Special Meeting.

3. <u>ELECTION OF OFFICERS</u>

Section 22 of the Bylaws state the officers of the Board shall be elected annually. Current officers are John Withers as President and Steve LaMar as Vice President.

Recommendation: Elect a President and Vice President.

4. <u>ADDITIONAL OFFICER APPOINTMENTS</u>

Recommendation: That the Board adopt Resolution 2024-1 appointing additional officers.

Bardeen Partners, Inc. Special Annual Board Meeting March 11, 2024 Page 3

5. STATE AND FEDERAL EXEMPT ORGANIZATION TAX FILING

Due to tax reporting requirements, it is necessary to approve both the State and Federal forms for fiscal year beginning July 1, 2022 and ending June 30, 2023. This requirement is also noted in Schedule "O" in Form 990.

Recommendation: Approve both the State and Federal Exempt Organizational Filings for the Bardeen Partners, Inc. for the Fiscal Year 2022-23.

6. ORAL COMMUNICATIONS

7. <u>ADJOURNMENT</u>

Availability of agenda materials: Agenda exhibits and other writings that are disclosable public records distributed to all or a majority of the members of the above-named Board in connection with a matter subject to discussion or consideration at an open meeting of the Board are available for public inspection in the District's office, 15600 Sand Canyon Avenue, Irvine, California ("District Office"). If such writings are distributed to members of the Board less than 72 hours prior to the meeting, they will be available from the District Secretary of the District Office at the same time as they are distributed to Board Members, except that if such writings are distributed one hour prior to, or during, the meeting, they will be available electronically. Upon request, the District will provide for written agenda materials in appropriate alternative formats, and reasonable disability-related modification or accommodation to enable individuals with disabilities to participate in and provide comments at public meetings. Please submit a request, including your name, phone number and/or email address, and a description of the modification, accommodation, or alternative format requested at least two days before the meeting. Requests should be emailed to comments@irwd.com. Requests made by mail must be received at least two days before the meeting. Requests will be granted whenever possible and resolved in favor of accessibility.

March 11, 2024 Prepared and submitted by: L. Bonkowski Approved by: Paul A. Cook

BARDEEN PARTNERS, INC.

BOARD MEETING MINUTES

SUMMARY:

Provided are the minutes of the June 26, 2023 Special Board meeting for approval.

FISCAL IMPACTS:

None.

ENVIRONMENTAL COMPLIANCE:

Not applicable.

COMMITTEE STATUS:

Not applicable.

RECOMMENDATION:

THAT THE MINUTES OF THE JUNE 26, 2023 SPECIAL BOARD MEETING BE APPROVED AS PRESENTED.

LIST OF EXHIBITS:

Exhibit "A" – June 26, 2023 Special Meeting Minutes

Note: This page is intentionally left blank.

Exhibit "A" MINUTES OF SPECIAL MEETING OF BARDEEN PARTNERS, INC.

JUNE 26, 2023

The special meeting of the Board of Directors of Bardeen Partners, Inc. was called to order by President Withers at 5:40 p.m.

Directors Present:	McLaughlin, LaMar, Swan, Reinhart, and Withers
Directors Absent:	None
Also Present:	Legal Counsel Collins, and member of the IRWD, staff and public

APPROVAL OF MINUTES

On <u>MOTION</u> by Swan, seconded by Reinhart and unanimously carried, THE MINUTES OF THE MARCH 13, 2023 ANNUAL MEETING WAS APPROVED.

230 COMMENCE LEASE EXTENSION AND EXPANSION

On <u>MOTION</u> by Swan, seconded by Reinhart and unanimously carried, THE BOARD APPROVED THE LEASE RATE AND TERMS FOR THE EXTENSION OF THE LEASE WITH OPTIMUM PROFESSIONAL MANAGEMENT, INC. AT THE 230 COMMERCE OFFICE PROPERTY AND AUTHORIZED THE GENERAL MANAGER TO EXECUTE THE NECESSARY LEASE EXTENSION AND EXPANSION DOCUMENTS.

COMMUNICATIONS: None.

<u>ADJOURNMENT</u>

There being no further business, President Withers adjourned the meeting at 5:43 p.m.

APPROVED and SIGNED this 11th day of March, 2024.

John Withers President, Bardeen Partners, Inc.

Leslie Bonkowski, Secretary, Bardeen Partners, Inc.

APPROVED AS TO FORM:

Legal Counsel, Bardeen Partners, Inc.

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March 11, 2024 Prepared and submitted by: L. Bonkowski Approved by: Paul A. Cook

BARDEEN PARTNERS, INC.

ELECTION OF OFFICERS FOR 2024

SUMMARY:

Section 22 of the Bylaws of the Bardeen Partners, Inc. provide that the President and Vice President shall be elected by the Board from among its members. The term of office of the President and Vice President is one year, or until the election and qualification of their successors. On March 13, 2023, John Withers was elected president, and Steve LaMar was elected Vice President for 2023.

FISCAL IMPACTS:

None.

ENVIRONMENTAL COMPLIANCE:

Not applicable.

COMMITTEE STATUS:

Not applicable.

RECOMMENDATION:

THAT AN ELECTION BE CONDUCTED OF THE PRESIDENT AND VICE PRESIDENT OF THE BOARD OF DIRECTORS FOR THE BARDEEN PARTNERS, INC. FOR 2024.

LIST OF EXHIBITS:

None.

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March 11, 2024 Prepared and submitted by: C. Compton Approved by: Paul A. Cook

BARDEEN PARTNERS, INC.

ADDITIONAL OFFICER APPOINTMENTS

SUMMARY:

Staff recommends that the Board adopt Resolution No. 2024-1 appointing the Assistant Secretaries and Assistant Treasurers of Irvine Ranch Water Districts to the offices of Assistant Secretaries and Assistant Treasurers for Bardeen Partners, Inc.

BACKGROUND:

The bylaws for Bardeen Partners, Inc. provide that the offices of Secretary and Treasurer of the corporation shall be filled by the Secretary and Treasurer, respectively, of Irvine Ranch Water District. The bylaws also provide that Bardeen Partners, Inc. may also have, at the discretion of the Board of Directors, one or more Assistant Secretaries and one or more Assistant Treasurers.

To ensure that the corporation has appointed assistant secretaries and assistant treasurers to carry out its business, staff recommends that the Board adopt Resolution 2024-1 appointing the Assistant Secretaries and the Assistant Treasurers of IRWD, the Assistant Secretaries and the Assistant Treasurers of Bardeen Partners, Inc. A copy of the proposed resolution is attached as Exhibit "A".

FISCAL IMPACTS:

None

ENVIRONMENTAL COMPLIANCE:

This item is not a project as defined in the California Environmental Quality Act Code of Regulations, Title 14, Chapter 3 Section 15378.

RECOMMENDATION:

That the Board adopt the following Resolutions by Title:

RESOLUTION NO. 2024-1

RESOLUTION OF THE BOARD OF DIRECTORS OF BARDEEN PARTNERS, INC. APPOINTING ADDITIONAL OFFICERS

LIST OF EXHIBITS:

Exhibit "A" – Resolution Appointing Additional Officers

Note: This page is intentionally left blank.

Exhibit "A"

RESOLUTION NO. 2024-1

RESOLUTION OF THE BOARD OF DIRECTORS OF BARDEEN PARTNERS, INC. APPOINTING ADDITIONAL OFFICERS

A. Bardeen Partners, Inc., a California non-profit public benefit corporation (the **"Corporation**") was duly established on March 20, 1991.

B. Section 21 of the Corporation's Bylaws provides that the offices of Secretary and Treasurer of the Corporation shall be filled, ex officio, by the Secretary and Treasurer, respectively, of Irvine Ranch Water District (the "**District**").

C. Section 21 of the Corporation's Bylaws also provides that the Corporation may have, at the discretion of the Board of Directors, one or more Assistant Secretaries and one or more Assistant Treasurers.

D. Section 23 of the Corporation's Bylaws provides for the Board of Directors to authorize the appointment of other officers of the Corporation, to hold office for such period of time as authorized by the Board of Directors.

E. The Corporation intends by this Resolution to authorize the appointment one or more Assistant Secretaries and one or more Assistant Treasurers in an ex officio capacity.

The Board of Directors of Bardeen Partners, Inc. therefore resolves as follows:

1. Any Assistant Secretary and any Assistant Treasurer of the District is hereby appointed as an Assistant Secretary or Assistant Treasurer, respectively, of the Corporation and shall retain that position concurrently with their role with the District. If any individual serving in one of the appointed positions ceases to hold that position for any reason, their successor in that position at the District will automatically succeed to become an officer with the Corporation without any further action needed by the Corporation's Board of Directors.

2. This resolution will take effect immediately upon its adoption.

ADOPTED, SIGNED AND APPROVED this 11th day of March, 2024.

President, BARDEEN PARTNERS, INC. and the Board of Directors thereof

Secretary, BARDEEN PARTNERS, INC. and the Board of Directors thereof APPROVED AS TO FORM:

Claire Hervey Collins, General Counsel Hanson Bridgett LLP

March 11, 2024 Prepared and submitted by: E. Lin Approved by: Paul A. Cook

BARDEEN PARTNERS, INC.

STATE AND FEDERAL EXEMPT ORANGIZATION TAX FILING

SUMMARY:

Due to tax reporting requirements, it is necessary to approve both the State and Federal forms for fiscal year beginning July 1, 2022 and ending June 30, 2023. This requirement is also noted in Schedule "O" in Form 990.

FISCAL IMPACTS:

As outlined in Exhibit "A".

ENVIRONMENTAL COMPLIANCE:

Not applicable.

COMMITTEE STATUS:

Not applicable.

RECOMMENDATION:

THAT THE BOARD APPROVE BOTH THE STATE AND FEDERAL EXEMPT ORGANIZATIONAL FILINGS FOR THE BARDEEN PARTNERS, INC. FOR THE FISCAL YEAR 2022-23.

LIST OF EXHIBITS:

Exhibit "A" – Form 990 2022 Return of Organization Exempt From Income Tax

Note: This page is intentionally left blank.

			Exhibit "A" Return of Organization Exempt From	Income Tax	OMB No. 1545-0047
Form 990 Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)					^{ns)} 2022
Depa	rtment	of the Treasury	Do not enter social security numbers on this form as it may Go to www.irs.gov/Form990 for instructions and the lates		Open to Public Inspection
-		enue Service		JUN 30, 2023	Inspection
Bc	heck if	C Name o	organization	D Employer identifi	cation number
a	pplicab				
	Addre chang	ge BARD	EEN PARTNERS, INC.		
	Name chang Initial	ge Doing b	usiness as	33-04653	58
	Final	Number	and street (or P.O. box if mail is not delivered to street address) Room/su BOX 57000	ite E Telephone numbe (949) 45	
	termi ated	ⁿ⁻ City or t	own, state or province, country, and ZIP or foreign postal code	G Gross receipts \$	15,382,616.
	Amer returr		NE, CA 92619	H(a) Is this a group re	
	Appli tion	F Name a	nd address of principal officer: KENT MORRIS	for subordinates	? Yes 🔀 No
	pend		AS C ABOVE	H(b) Are all subordinates in	ncluded? Yes No
		empt status:	501(c)(3) 🚺 501(c) (4) (insert no.) 4947(a)(1) or 🗄		list. See instructions
	Vebs			H(c) Group exemptio	
	orm o I rt I	f organization: [Summary	X Corporation Trust Association Other L Y	ear of formation: 1991 N	State of legal domicile: CA
Fa		-	e the organization's mission or most significant activities: SEE SCHEI		
e	1	Brieffy describ	e the organization's mission of most significant activities.		
Activities & Governance	2	Check this bo	x if the organization discontinued its operations or disposed of me	ore than 25% of its net as	
verr	2		ing members of the governing body (Part VI, line 1a)		5
Ğ	4		ependent voting members of the governing body (Part VI, line 1b)		0
s	5		of individuals employed in calendar year 2022 (Part V, line 2a)		0
itie	6		of volunteers (estimate if necessary)		0
ctiv	7 a		d business revenue from Part VIII, column (C), line 12		0.
•	b	Net unrelated	business taxable income from Form 990-T, Part I, line 11		0.
				Prior Year	Current Year
e	8	Contributions	and grants (Part VIII, line 1h)	0.	0.
nue	9	Program servi	ce revenue (Part VIII, line 2g)	0.	0.
Revenue	10	Investment in	come (Part VIII, column (A), lines 3, 4, and 7d)	540,214.	540,540.
Ē	11	Other revenue	(Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	7,951,777.	8,760,997.
	12		- add lines 8 through 11 (must equal Part VIII, column (A), line 12)	8,491,991.	9,301,537.
	13		nilar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
		-	to or for members (Part IX, column (A), line 4)	0.	0.
es	15		r compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
ens	16a		undraising fees (Part IX, column (A), line 11e)	0.	0.
Expenses	b		ng expenses (Part IX, column (D), line 25) 0 •	9 1 2 2 6 4 0	0 620 002
	17		es (Part IX, column (A), lines 11a-11d, 11f-24e)	8,122,640. 8,122,640.	8,629,993. 8,629,993.
			s. Add lines 13-17 (must equal Part IX, column (A), line 25)	369,351.	671,544.
- s	19	Revenue less	expenses. Subtract line 18 from line 12	Beginning of Current Year	End of Year
ts or unces		Tatal assats //		221,953,090.	229,094,998.
Assets (Balanc	20 21	Total assets (F		784,272.	601,918.
_Net A Fund	21 22		(Part X, line 26) fund balances. Subtract line 21 from line 20	221,168,818.	228,493,080.
	rt II			221,100,010.	
		0	I declare that I have examined this return, including accompanying schedules and stat	ements, and to the best of my	/ knowledge and belief, it is
		· · · · · · · · · · · · · · · · · · ·	,		

true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign	Signature of officer			Date	
-	KENT MORRIS, TREASURER				
	Type or print name and title				
	Print/Type preparer's name	Preparer's signature	Date	Check	PTIN
Paid	TRITIA FOSTER			self-employed	P02164134
Preparer	Firm's name DAVIS FARR LLP			Firm's EIN 47-	3535842
Use Only	Firm's address 18201 VON KARMAN	AVE, SUITE 1100			
	IRVINE, CA 92612			Phone no. 949 -	474-2020
May the IF	RS discuss this return with the preparer shown abo	ve? See instructions			X Yes No
232001 12-1	3-22 LHA For Paperwork Reduction Act Notic	e, see the separate instructions.			Form 990 (2022)
		A-1			

Λ		
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	m 990 (2022) BARDEEN PARTNERS, INC. 33-0465358	Page 2
Ра	art III Statement of Program Service Accomplishments	
	Check if Schedule O contains a response or note to any line in this Part III	X
1	Briefly describe the organization's mission:	
	THE MISSION OF THE ORGANIZATION IS TO PROMOTE THE COMMON GOOD AND THE COMMON GOOD AND THE DECIDENTED PROPERTY OF THE DECIDENTED AND CHARACTERS AND CHARACTER	18
	GENERAL WELFARE OF THE RESIDENTS, PROPERTY OWNERS AND CUSTOMERS WHO	
	RESIDE WITHIN THE BOUNDARIES OF THE IRVINE RANCH WATER DISTRICT AND THE GOVERNMENTAL ENTERPRISES IN THE DISTRICT AND THE SURROUNDING AR	770
2	Did the organization undertake any significant program services during the year which were not listed on the	242
2		s X No
	prior Form 990 or 990-EZ?	
3		s X No
U	If "Yes," describe these changes on Schedule O.	
4	Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses	
	Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses,	
	revenue, if any, for each program service reported.	
4a		,536.)
	BARDEEN PARTNERS WAS FORMED FOR THE PURPOSE OF ACCOUNTING FOR THE	<u>, </u>
	FINANCIAL DATA AND TRANSACTIONS FOR CERTAIN IRVINE RANCH WATER DIST	RICT
	REAL ESTATE INVESTMENTS, INCLUDING THE INVESTMENTS IN WOOD CANYON	
	VILLAS, SYCAMORE CANYON APARTMENTS, AND IRVINE TECHNOLOGY CENTER.	
	BARDEEN PARTNERS IS GOVERNED BY A BOARD OF DIRECTORS CONSISTING OF	THE
	FIVE MEMBERS OF IRVINE RANCH WATER DISTRICT'S BOARD OF DIRECTORS.	
	BARDEEN PARTNERS DOES NOT ISSUE SEPARATE FINANCIAL STATEMENTS.	
4b	(Code:) (Expenses \$ including grants of \$) (Revenue \$))
4c	(Code:) (Expenses \$ including grants of \$) (Revenue \$)
	Other program services (Describe on Schedule O.)	
4d		
	(Expenses \$ including grants of \$) (Revenue \$)	
4d 4e	Total program service expenses 8,629,993.	000 /22
4e	Total program service expenses 8,629,993.	990 (2022)

2022.05040 BARDEEN PARTNERS, INC. 65358Q_1

Form	aan	(2022)
FUIII	330	(2022)

 Form 990 (2022)
 BARDEEN PARTNERS, INC.

 Part IV
 Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)?			
	If "Yes," complete Schedule A	1		X
2	Is the organization required to complete Schedule B, Schedule of Contributors? See instructions	2		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for			
	public office? If "Yes," complete Schedule C, Part I	3		X
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect			
	during the tax year? If "Yes," complete Schedule C, Part II	4		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or			
	similar amounts as defined in Rev. Proc. 98-19? If "Yes," complete Schedule C, Part III	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to			
	provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space,			
	the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete			
	Schedule D, Part III	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for			
	amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services?			
	If "Yes," complete Schedule D, Part IV	9	Х	
10	Did the organization, directly or through a related organization, hold assets in donor-restricted endowments			
	or in quasi endowments? If "Yes," complete Schedule D, Part V	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VII, IX, or X,			
	as applicable.			
а	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D,			
	Part VI	11a		X
b	Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total			
	assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII	11b	Х	
с	Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total			
	assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII	11c		X
d	Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in			
	Part X, line 16? If "Yes," complete Schedule D, Part IX	11d		X
е	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	11e		Х
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses			
	the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete			
	Schedule D, Parts XI and XII	12a		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year?			
	If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional	12b	Х	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business,			
	investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000			
	or more? If "Yes," complete Schedule F, Parts I and IV	14b		X
	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any			
	foreign organization? If "Yes," complete Schedule F, Parts II and IV	15		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to			
	or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV	16		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX,			
	column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I. See instructions	17		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines			
	1c and 8a? If "Yes," complete Schedule G, Part II	18		_X_
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes,"			
	complete Schedule G, Part III	19		X
	Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a		X
	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or			
	domestic government on Part IX, column (A), line 1? If "Yes," complete Schedule I. Parts I and II	21	0000	X
232003	12-13-22 A-3	Form	990	(2022)

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232003 12-13-22

2022.05040 BARDEEN PARTNERS, INC. 65358Q_1

Form	990	(2022)
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 Form 990 (2022)
 BARDEEN PARTNERS, INC.
 33-0465358
 Page 4

 Part IV
 Checklist of Required Schedules (continued)
 Page 4

			Yes	No
22	Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on			
	Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5, about compensation of the organization's current			
	and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete			
	Schedule J	23	Х	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the			
	last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete			
	Schedule K. If "No," go to line 25a	24a		_X_
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
с	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease			
	any tax-exempt bonds?	24c		
	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit			77
	transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a		<u> </u>
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and			
	that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete	0.51		v
00	Schedule L, Part I	25b		<u> </u>
26	Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current			
	or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? <i>If</i> "Yes," <i>complete Schedule L, Part II</i>	26		x
27	Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee,	20		- 23
21	creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled			
	entity (including an employee thereof) or family member of any of these persons? If "Yes," complete Schedule L, Part III	27		х
28	Was the organization a party to a business transaction with one of the following parties (see the Schedule L, Part IV,			
20	instructions for applicable filing thresholds, conditions, and exceptions):			
а	A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? <i>If</i>			
	"Yes," complete Schedule L, Part IV	28a		х
b	A family member of any individual described in line 28a? If "Yes," complete Schedule L, Part IV	28b		Х
	A 35% controlled entity of one or more individuals and/or organizations described in line 28a or 28b? If			
	"Yes," complete Schedule L, Part IV	28c		X
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	29		Х
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation			
	contributions? If "Yes," complete Schedule M	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete			
	Schedule N, Part II	32		<u> </u>
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations			
	sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I	33		_X_
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and		37	
	Part V, line 1	34	Х	v
	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity	0.51		
26	within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	35b		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization?	36		
37	If "Yes," complete Schedule R, Part V, line 2 Did the organization conduct more than 5% of its activities through an entity that is not a related organization	30		
37	and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI	37	х	
38	Did the organization complete Schedule O and provide explanations on Schedule O for Part VI, lines 11b and 19?			
	• • • • •	38	х	
Par				
	Check if Schedule O contains a response or note to any line in this Part V			
			Yes	No
1a	Enter the number reported in box 3 of Form 1096. Enter -0- if not applicable			
b	Enter the number of Forms W-2G included on line 1a. Enter -0- if not applicable 1b			
с	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming			
	(gambling) winnings to prize winners?	1c		
232004	¹²⁻¹³⁻²² A ₄ -4	Form	990	(2022)
	4			

2022.05040 BARDEEN PARTNERS, INC. 65358Q_1

Form	990 (2022) BARDEEN PARTNERS, INC. t V Statements Regarding Other IRS Filings and Tax Compliance (continued)	33-0465	358	P	age 5
				Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements,				
	filed for the calendar year ending with or within the year covered by this return	2a 0			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax return	ıs?	2b		<u> </u>
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		3a		X
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation on Schedule	0	3b		<u> </u>
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other a	uthority over, a			
	financial account in a foreign country (such as a bank account, securities account, or other financial a	ccount)?	4a		X
b	If "Yes," enter the name of the foreign country				
_	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Ac	. ,	_		v
	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transac		5b 5c		
	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		50		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the any contributions that were not tax deductible as charitable contributions?		6a		х
h	any contributions that were not tax deductible as charitable contributions? If "Yes," did the organization include with every solicitation an express statement that such contribution		00		
D.	were not tax deductible?		6b		
7	Organizations that may receive deductible contributions under section 170(c).				
	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and service and the second ser	vices provided to the pavor?	7a		х
			7b		
	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it wa		1.0		
-	to file Form 8282?	•	7c		х
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit co	•	7e		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contra		7f		
g	If the organization received a contribution of qualified intellectual property, did the organization file For		7g		
	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organizat		7h		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained	by the			
	sponsoring organization have excess business holdings at any time during the year?		8		
9	Sponsoring organizations maintaining donor advised funds.				
а	Did the sponsoring organization make any taxable distributions under section 4966?		9a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		9b		<u> </u>
10	Section 501(c)(7) organizations. Enter:				
а	Initiation fees and capital contributions included on Part VIII, line 12	10a	-		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	-		
11	Section 501(c)(12) organizations. Enter:				
	Gross income from members or shareholders	11a	-		
b	Gross income from other sources. (Do not net amounts due or paid to other sources against				
	amounts due or received from them.)	11b			
	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form		12a		
	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	-		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		120		
а	Is the organization licensed to issue qualified health plans in more than one state?		<u>13a</u>		
h	Enter the amount of reserves the organization is required to maintain by the states in which the				
D.	organization is licensed to issue qualified health plans	13b			
с	Enter the amount of reserves on hand	13c			
			14a		X
	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation on Schedul		14b		
15 15	Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuner				
-	excess parachute payment(s) during the year?		15		х
	If "Yes," see the instructions and file Form 4720, Schedule N.				
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment	income?	16		Х
	If "Yes," complete Form 4720, Schedule O.				
17	Section 501(c)(21) organizations. Did the trust, or any disqualified or other person engage in any act	ivities			
	that would result in the imposition of an excise tax under section 4951, 4952 or 4953?		17		
	If "Yes," complete Form 6069.				
232005	12-13-22 A-5		Form	990	(2022)

Form 990	(2022)
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BARDEEN	PARTNERS,	INC
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Form 990 (33-0465358	Page b
Part VI	Governance, Management, and Disclosure. For each "Yes" response to lines 2 throug	gh 7b below, and for a "No" res	sponse
	to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See		
	Check if Schedule O contains a response or note to any line in this Part VI		X

Check if Schedule O contains a response or note to any line in this Part VI	
Section A. Governing Body and Management	

					Yes	i No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a		5		
	If there are material differences in voting rights among members of the governing body, or if the governing					
	body delegated broad authority to an executive committee or similar committee, explain on Schedule 0.					
b	Enter the number of voting members included on line 1a, above, who are independent	1b		0		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship officer, director, trustee, or key employee?			2		X
3	Did the organization delegate control over management duties customarily performed by or under the					+
3				3		x
1	Did the organization make any significant changes to its governing documents since the prior Form 99		filed?			X
+ 5	Did the organization become aware during the year of a significant diversion of the organization's asso			·····		X
, ;						X
, 7a	Did the organization have members or stockholders? Did the organization have members, stockholders, or other persons who had the power to elect or ap					+
u	more members of the governing body?			7a		x
h	Are any governance decisions of the organization reserved to (or subject to approval by) members, st			14		+
5	persons other than the governing body?			7b		x
3	Did the organization contemporaneously document the meetings held or written actions undertaken during the yea			10		1.
a	The governing body?		0	8a	X	
a b	Each committee with authority to act on behalf of the governing body?				X	+
,	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be read				1	1
, ,	organization's mailing address? If "Yes." provide the names and addresses on Schedule O			9		x
ec	tion B. Policies (This Section B requests information about policies not required by the Internal Re-					
	This Section B requests mornation about policies not required by the internal He	<i>lenue</i>	C00e.)		Yes	No
a	Did the organization have local chapters, branches, or affiliates?			10a		
	If "Yes," did the organization have written policies and procedures governing the activities of such ch				1	1
		-	, uninateo,	106	x	
а	Has the organization provided a complete copy of this Form 990 to all members of its governing body					
b		001011	o ning the form			
a				12a	X	_
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise					
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? $If "\gamma$					
Ū	on Schedule O how this was done	,		120	x	
3	Did the organization have a written whistleblower policy?					x
ļ	Did the organization have a written document retention and destruction policy?					X
5	Did the process for determining compensation of the following persons include a review and approval					
-	persons, comparability data, and contemporaneous substantiation of the deliberation and decision?	~)				
а	The organization's CEO, Executive Director, or top management official			15a		X
	Other officers or key employees of the organization			15b		X
~	If "Yes" to line 15a or 15b, describe the process on Schedule O. See instructions.					
àa	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangem	nent wi	th a			
-	taxable entity during the year?			16a	X	
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluat					
	in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organ	•	•			
	exempt status with respect to such arrangements?			16b		x
ec	tion C. Disclosure					
,	List the states with which a copy of this Form 990 is required to be filed					
3	Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, an	d 990-	T (section 501(c)(3)s onlv	availa	able
	for public inspection. Indicate how you made these available. Check all that apply.		(,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		-
	Own website Another's website X Upon request Other (explain	on Sc	hedule ()			
)	Describe on Schedule O whether (and if so, how) the organization made its governing documents, co		,	, and final	ncial	
	statements available to the public during the tax year.			,		
)	State the name, address, and telephone number of the person who possesses the organization's boo	ks and	l records			
	$\frac{\text{NEVEEN ADLY} - 949 - 453 - 5300}{15600 \text{ CANP CANYON AVENUE TRUTHE CA 92618 2102}$					
	15600 SAND CANYON AVENUE, IRVINE, CA 92618-3102			_	000) /==:
000	A=6			For	m 99() (202)
)1	30 149072 65358Q 2022.05040 BARDEEN	יאמ	NERS TI	NC -	6	535
. 1		1	, т		0.	

Form 990 (2022	BARDEEN PARTNERS, INC.	33-0465358 Page 7
Part VII Co	mpensation of Officers, Directors, Trustees, Key Employees, Hig	hest Compensated
Em	nployees, and Independent Contractors	
Che	eck if Schedule O contains a response or note to any line in this Part VII	
Section A. Of	ficers, Directors, Trustees, Key Employees, and Highest Compensated Employee	s
 List all of 	nis table for all persons required to be listed. Report compensation for the calendar yea the organization's current officers, directors, trustees (whether individuals or organiza mns (D), (E), and (F) if no compensation was paid.	v v <i>y</i>

• List all of the organization's current key employees, if any. See the instructions for definition of "key employee."

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (box 5 of Form W-2, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) of more than \$100,000 from the organization and any related organizations.

• List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

• List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

See the instructions for the order in which to list the persons above.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A)	(B)			(0	C)			(D)	(E)	(F)						
Name and title	Average	Position (do not check more tha						Reportable	Reportable	Estimated						
	hours per	box			box, unless		box, unless		ox, unless p		box, unless person is both an		an	compensation	compensation	amount of
	week	ek officer and a		id a d	Irecto	or/trus	ee)	from	from related	other						
	(list any	recto						the	organizations	compensation						
	hours for related	e or di	tee			sated		organization (W-2/1099-MISC/	(W-2/1099-MISC/ 1099-NEC)	from the organization						
	organizations	rustee	l trus		ee,	npen		1099-NEC)	1099-NEC)	and related						
	below	dual t	utiona		nploy	st cor	L.	1000 (120)		organizations						
	line)	Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former									
(1) PAUL COOK	1.00															
GENERAL MANAGER	40.00			Х				0.	410,282.	49,997.						
(2) KEVIN BURTON	0.00															
EXECUTIVE DIRECTOR, TECHNI	40.00					X		0.	329,901.	48,579.						
(3) PAUL WEGHORST	0.00															
EXECUTIVE DIRECTOR, WATER	40.00					X		0.	301,128.	50,970.						
(4) CHERYL CLARY	0.00															
EXECUTIVE DIRECTOR OF FINANCE AND AD	40.00					X		0.	290,089.	34,840.						
(5) WENDY CHAMBERS	0.00															
EXECUTIVE DIRECTOR, OPERAT	40.00					X		0.	269,338.	47,461.						
(6) ROBERT JACOBSON	0.00															
TREASURER	40.00					X		0.	266,193.	41,326.						
(7) JENNIFER DAVIS	1.00															
ASST. TREASURER	40.00			Х				0.	174,009.	35,453.						
(8) LESLIE BONKOWSKI	1.00															
SECRETARY	40.00			Х				0.	167,997.	22,840.						
(9) JOHN WITHERS	1.00															
PRESIDENT	1.00	Х		X				0.	32,851.	23,101.						
(10) PEER SWAN	1.00															
VICE PRESIDENT	2.00	Х		X				0.	32,034.	23,390.						
(11) DOUG REINHART	1.00															
DIRECTOR	1.00	Х						0.	34,552.	19,915.						
(12) STEVEN LAMAR	1.00															
DIRECTOR	1.00	Х						0.	32,703.	19,915.						
(13) KAREN MCLAUGHLIN	1.00															
DIRECTOR	2.00	Х						0.	21,015.	1,940.						
(14) KENT MORRIS	1.00															
TREASURER	40.00			X				0.	0.	0.						
(15) CLAIRE HERVEY COLLINS	1.00															
ATTORNEY	3.00			X				0.	0.	0.						
232007 12-13-22	1	I		· · ·	7			l	L	Form 990 (2022)						

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Form 990 (2022) BARDEEN PARTNERS, INC. 33-046										46535	8 F	Page 8	
Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)													
(A)(B)(C)Name and titleAverage hours per weekPosition (do not check more than one box, unless person is both an officer and a director/trustee)								(D) Reportable compensation from	(E) Reportable compensatio from related	n	(F) Estimated amount of other		
(list any hours for related organizations below line) House trees below line) House trees below line) House trees below line) House trees tr											mpens from tl rganiza and rela ganizat	ne tion ted	
1b Subtotal c Total from continuation sheets to Part VII, Section A								0.	2,362,09	0.	19,7 19,7	0.	
 d Total (add lines 1b and 1c) 2 Total number of individuals (including but n compensation from the organization) wh	o re				<u> </u>	0	
3 Did the organization list any former officer			-	•	-		Ũ		-		Yes	No X	
 line 1a? If "Yes," complete Schedule J for s For any individual listed on line 1a, is the su and related organizations greater than \$150 	um of reportabl	e co	mpe	ensat	tion	and	oth		he organization				
5 Did any person listed on line 1a receive or a rendered to the organization? <i>If</i> "Yes." <i>con</i> Section B. Independent Contractors										5		x	
1 Complete this table for your five highest co	mpensated ind	ере	nder	nt co	ontra	actor	s th	nat received more than \$	100,000 of comp	ensation	from		
the organization. Report compensation for (A)		ear e	endir	ig wi	ith c	or wi	thin	(B)			(C)		
Name and business address VINCO CONSTRUCTION CORPORATION, 4544 E. EISENHOWER CIRCLE, ANAHEIM, CA 92807								Description of s CONSTRUCTION SERVICES	ervices				
RELIABLE RENOVATION								RENOVATION S	ERVICES	<u>1,014,838.</u> 657,717.			
MCKAY ROOFING COMPANY, INC							E	ROOFING SERV	ICES	498,274.		74.	
SOUTH ANAHEIM BLVD, ANAHE DMS FACILITY SERVICES LLC	EIM, CA	92	80	3	2	<u> </u>	Ţ	UTILITY SERV	ICES	284,283.			
DRIVE, CALLER SERVICE #20 2 Total number of independent contractors (in 100,000 of commencing from the commencing	ncluding but no			d to t	thos a	e lis		FACILITY SER above) who received mo		2	76,3	09.	
\$100,000 of compensation from the organization 8								E		(0000)			

232008 12-13-22

		(2022) BARDEEN PART	NERS, INC	•		33-0465	358 Page
Pai	rt VI	II Statement of Revenue					
		Check if Schedule O contains a response	e or note to any lir				
				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 51
v v	1 a	a Federated campaigns 1a					
n	k			-			
5 E	c			-			
ar A	c						
2 ili c	e						
Ű,	f	All other contributions, gifts, grants, and					
the		similar amounts not included above 1f					
contributions, Girts, Grants and Other Similar Amounts	ç	Noncash contributions included in lines 1a-1f					
anc	ł	Total. Add lines 1a-1f					
			Business Code				
9	2 8	i					
e K	k						
en de	c						
eve	c	1					
Program service Revenue	e						
ב	f	All other program service revenue					
	ç						
	3	Investment income (including dividends, inter	rest, and				
		other similar amounts)		540,540.	540,540.		
	4	Income from investment of tax-exempt bond					
	5	Royalties					
		(i) Real	(ii) Personal				
	6 8						
	k						
	C		•	8,234,273.	8,234,273.		
	7 .	 Net rental income or (loss) Gross amount from sales of (i) Securities 	(ii) Other	0,234,273.	0,234,273.		
	1 2			-			
	L	assets other than inventory 7a D Less: cost or other basis					
e	K	and sales expenses 7b					
evenue		Gain or (loss)		Ť			
		I Net gain or (loss)					
Other R		Gross income from fundraising events (not					
Ē		including \$ of					
Ŭ		contributions reported on line 1c). See					
		Part IV, line 18	a				
	k		b				
	c						
	9 a	Gross income from gaming activities. See					
		Part IV, line 19	a				
	k	D Less: direct expenses	b				
	c	Net income or (loss) from gaming activities	<u></u>				
	10 a	a Gross sales of inventory, less returns					
		and allowances 10					
	k	D Less: cost of goods sold 10)b				
_	C	Net income or (loss) from sales of inventory					
s			Business Code				
miscellaneous Revenue	11 a	REAL ESTATE MISC INCOME	531390	526,724.	526,724.		
enu	k)					
Sev 1	c						
MIS	C	All other revenue					
	e	• Total. Add lines 11a-11d		526,724.		-	-
	12	Total revenue. See instructions		9,301,537.	9,301,537.	0.	0 Form 990 (2022

Form 990 (2022)

BARDEEN PARTNERS, INC. Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response or note to any line in this Part IX (B) (C) (D) (A) Do not include amounts reported on lines 6b, Total expenses Management and general expenses Program service Fundraising 7b, 8b, 9b, and 10b of Part VIII. expenses expenses Grants and other assistance to domestic organizations 1 and domestic governments. See Part IV, line 21 2 Grants and other assistance to domestic individuals. See Part IV, line 22 3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16 Benefits paid to or for members 4 Compensation of current officers, directors, 5 trustees, and key employees Compensation not included above to disqualified 6 persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Other salaries and wages 7 8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) Other employee benefits 9 10 Payroll taxes Fees for services (nonemployees): 11 Management а b Legal С Accounting d Lobbying Professional fundraising services. See Part IV, line 17 е Investment management fees f Other. (If line 11g amount exceeds 10% of line 25, g column (A), amount, list line 11g expenses on Sch 0.) 12 Advertising and promotion 13 Office expenses Information technology 14 Royalties 15 16 Occupancy 17 Travel 18 Payments of travel or entertainment expenses for any federal, state, or local public officials Conferences, conventions, and meetings 19 20 Interest 8,507,881. Payments to affiliates 8,507,881. 21 22 Depreciation, depletion, and amortization 23 Insurance Other expenses. Itemize expenses not covered 24 above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule 0.) 122,112. 122,112. MISCELLANEOUS EXPENSE а b С d All other expenses е 8,629,993. 8,629,993. 0 0. Total functional expenses. Add lines 1 through 24e 25 26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here if following SOP 98-2 (ASC 958-720)

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232010 12-13-22

orm 990 (Part X	BARDEEN PARTNERS, INC.		33-	0465358 Page 11
	l - Okashi K Oshadala Okashi a sasaran sasarah ka sasili sa ishkis Badi V			
		(A) Beginning of year		(B) End of year
1	Cash - non-interest-bearing	1,177,744.	1	723,354
2	Savings and temporary cash investments		2	
3	Pledges and grants receivable, net		3	
4	Accounts receivable, net	22,109.	4	12,307
5	Loans and other receivables from any current or former officer, director,			
	trustee, key employee, creator or founder, substantial contributor, or 35%			
	controlled entity or family member of any of these persons		5	
6	Loans and other receivables from other disqualified persons (as defined			
	under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
σ 7	Notes and loans receivable, net		7	
Assets	Inventories for sale or use		8	
8 9	Prepaid expenses and deferred charges	68,778.	9	83,395
10a	Land, buildings, and equipment: cost or other			
	basis. Complete Part VI of Schedule D 10a			
b	Less: accumulated depreciation 10b		10c	
11	Investments - publicly traded securities		11	
12	Investments - other securities. See Part IV, line 11	220,684,459.	12	228,275,942
13	Investments - program-related. See Part IV, line 11		13	
14	Intangible assets		14	
15	Other assets. See Part IV, line 11		15	
16	Total assets. Add lines 1 through 15 (must equal line 33)	221,953,090.	16	229,094,998
17	Accounts payable and accrued expenses	68,685.	17	74,627
18	Grants payable		18	
19	Deferred revenue		19	
20	Tax-exempt bond liabilities		20	
21	Escrow or custodial account liability. Complete Part IV of Schedule D	715,587.	21	527,291
v 22	Loans and other payables to any current or former officer, director,			
litie	trustee, key employee, creator or founder, substantial contributor, or 35%			
Liabilities	controlled entity or family member of any of these persons		22	
23	Secured mortgages and notes payable to unrelated third parties		23	
24	Unsecured notes and loans payable to unrelated third parties		24	
25	Other liabilities (including federal income tax, payables to related third			
	parties, and other liabilities not included on lines 17-24). Complete Part X			
	of Schedule D		25	
26	Total liabilities. Add lines 17 through 25	784,272.	26	601,918
	Organizations that follow FASB ASC 958, check here			
Ces	and complete lines 27, 28, 32, and 33.			
<u>ŭ</u> 27	Net assets without donor restrictions		27	
8 28	Net assets with donor restrictions		28	
pur	Organizations that do not follow FASB ASC 958, check here X			
Net Assets or Fund Balances 5 1 0 6 8 25 8 25	and complete lines 29 through 33.			
ອ 29	Capital stock or trust principal, or current funds	0.	29	0
96 g	Paid-in or capital surplus, or land, building, or equipment fund	0.	30	0
¥ 31	Retained earnings, endowment, accumulated income, or other funds	221,168,818.	31	228,493,080
F 32	Total net assets or fund balances	221,168,818.	32	228,493,080
33	Total liabilities and net assets/fund balances	221,953,090.	33	229,094,998
				Form 990 (20

Form	1990 (2022) BARDEEN PARTNERS, INC.	33-	04653	58	Pag	_{ge} 12
Pa	rt XI Reconciliation of Net Assets					
	Check if Schedule O contains a response or note to any line in this Part XI		<u></u>			
1	Total revenue (must equal Part VIII, column (A), line 12)	1				37.
2	Total expenses (must equal Part IX, column (A), line 25)	2				93.
3	Revenue less expenses. Subtract line 2 from line 1	3				44.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	221,			
5	Net unrealized gains (losses) on investments	5	6,	652	2 , 7:	18.
6	Donated services and use of facilities	6				
7	Investment expenses	7				
8	Prior period adjustments	8				
9	Other changes in net assets or fund balances (explain on Schedule O)	9				0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32,					
	column (B))	10	228,	493	3,0	80.
Pa	rt XII Financial Statements and Reporting					
	Check if Schedule O contains a response or note to any line in this Part XII					
			_		Yes	No
1	Accounting method used to prepare the Form 990: Cash X Accrual Other		_			
	If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule	0.				
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?			2a		X
	If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed	on a				
	separate basis, consolidated basis, or both:					
	Separate basis Consolidated basis Both consolidated and separate basis					
b	Were the organization's financial statements audited by an independent accountant?		L	2b	Х	
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate	basis,				
	consolidated basis, or both:					
	Separate basis X Consolidated basis Both consolidated and separate basis					
С	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the	audit,				
	review, or compilation of its financial statements and selection of an independent accountant?		L	2c	Х	<u> </u>
	If the organization changed either its oversight process or selection process during the tax year, explain on Sche	edule O				
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the					
	Uniform Guidance, 2 C.F.R. Part 200, Subpart F?		L	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required					
	or audits, explain why on Schedule O and describe any steps taken to undergo such audits			3b		
			F	orm 9	9 90 ((2022)

Form **990** (2022)

60		Supplement	al Financial Statements		OMB No. 1545-0047			
	1EDULE D n 990)		anization answered "Yes" on Form 990,	2022				
(1 011		Part IV, line 6, 7, 8, 9, 10), 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.					
	ment of the Treasury Revenue Service		Attach to Form 990. 00 for instructions and the latest information.	Open to Public Inspection				
Nam	e of the organization	BARDEEN PARTNERS,	TNC.	Emp	loyer identification number 33-0465358			
Par	t I Organiza		d Funds or Other Similar Funds or Ac	coun				
		n answered "Yes" on Form 990, Part IV, lir						
			(a) Donor advised funds (I	b) Fund	is and other accounts			
1	Total number at er	nd of year						
2		f contributions to (during year)						
3	Aggregate value of	f grants from (during year)						
4		end of year						
5	-		writing that the assets held in donor advised fund					
	are the organizatio	n's property, subject to the organization's	exclusive legal control?		Yes No			
6	•	•	advisors in writing that grant funds can be used or					
	for charitable purp	oses and not for the benefit of the donor o	or donor advisor, or for any other purpose conferri	ng				
Der	impermissible priva				Yes No			
Par			ganization answered "Yes" on Form 990, Part IV,	line 7.				
1		ervation easements held by the organizati						
		of land for public use (for example, recrea		-	-			
		f natural habitat	Preservation of a certif	ied his	toric structure			
•		of open space	find					
2	day of the tax year		fied conservation contribution in the form of a cor	iservat	Held at the End of the Tax Year			
				20				
-				2a 2b				
b	•		ructure included in (a)	20 2c				
		vation easements included in (c) acquired		20				
u				2d				
3			leased, extinguished, or terminated by the organiz		luring the tax			
5	year	valion easements modified, transferred, re	leased, extinguished, or terminated by the organiz	auont				
4	-	where property subject to conservation ea	sement is located					
5		tion have a written policy regarding the pe						
		orcement of the conservation easements i			Yes No			
6	Staff and voluntee	r hours devoted to monitoring, inspecting,	handling of violations, and enforcing conservation					
7	Amount of expense	es incurred in monitoring, inspecting, hand	dling of violations, and enforcing conservation eas	ement	s during the year			
8	Does each conserv	vation easement reported on line 2(d) abov	ve satisfy the requirements of section 170(h)(4)(B)(i)				
	and section 170(h)	(4)(B)(ii)?			Yes No			
9	In Part XIII, describ	e how the organization reports conservation	ion easements in its revenue and expense stateme	ent and	1			
	balance sheet, and	include, if applicable, the text of the foot	note to the organization's financial statements tha	t desci	ribes the			
_		ounting for conservation easements.	· · · · · · · · · · · · · · · · · · ·		• •			
Par		•	f Art, Historical Treasures, or Other Si	milar	Assets.			
	Complete if	the organization answered "Yes" on Form	n 990, Part IV, line 8.					
1 a	If the organization	elected, as permitted under FASB ASC 95	58, not to report in its revenue statement and bala	nce sh	eet works			
		· ·	blic exhibition, education, or research in furtheran	ce of p	ublic			
	•		ncial statements that describes these items.					
b								
			c exhibition, education, or research in furtherance	of pub	lic service,			
	•	ng amounts relating to these items:						
					j			
-	.,				j			
2			easures, or other similar assets for financial gain, p	orovide				
	-	Ints required to be reported under FASB A	-		、			
					<u> </u>			
			c for Form 990) Sabadula D (Earm 000) 0000			
		eduction Act Notice, see the Instruction			Schedule D (Form 990) 2022			
232051	09-01-22		Δ-13					

A-13 13 2022.05040 bardeen partners, inc. 65358Q_1

		PARTNERS,				33-04			ige 2		
Par	t III Organizations Maintaining C						(continu	ied)			
3	Using the organization's acquisition, access	ion, and other record	s, check any of the	following that mak	e significant ι	use of its					
	collection items (check all that apply):										
a	Public exhibition	d		change program							
b	Scholarly research	e	Other								
_	c Preservation for future generations										
4	Provide a description of the organization's c	•		•		se in Part.	XIII.				
5	During the year, did the organization solicit of to be sold to raise funds rather than to be m										
Par	t IV Escrow and Custodial Arran						Yes		No		
. a	reported an amount on Form 990, Pa		ete il the organizati	on answered Tes	011101111990	, Fait IV, I	116 9, 01				
1a	Is the organization an agent, trustee, custod		iany for contribution	ns or other assets r	not included						
Ĩ	on Form 990, Part X?						Yes	X	No		
b	If "Yes," explain the arrangement in Part XIII					······ ∟]				
~			lowing table.				Amount				
с	Beginning balance				1c						
	Additions during the year										
	Distributions during the year										
f	Ending balance										
2a	Did the organization include an amount on F					X	Yes		No		
b	If "Yes," explain the arrangement in Part XIII.	. Check here if the ex	planation has beer	provided on Part >	<iii< td=""><td></td><td></td><td>X</td><td></td></iii<>			X			
Par	t V Endowment Funds. Complete	if the organization an	swered "Yes" on F	orm 990, Part IV, li	ne 10.						
		(a) Current year	(b) Prior year	(c) Two years bac	k (d) Three y	/ears back	(e) Four <u>:</u>	years t	Jack		
1a	Beginning of year balance										
b	Contributions										
с	Net investment earnings, gains, and losses										
d	Grants or scholarships			~							
е	Other expenditures for facilities										
	and programs										
f	Administrative expenses										
g	End of year balance										
2	Provide the estimated percentage of the cur	rent year end balance	e (line 1g, column (a	a)) held as:							
а	Board designated or quasi-endowment		_%								
b	Permanent endowment	%									
С	Term endowment	_%									
	The percentages on lines 2a, 2b, and 2c sho	•									
3a	Are there endowment funds not in the posse	ession of the organiza	tion that are held a	and administered fo	r the		5				
	organization by:							Yes	No		
	(i) Unrelated organizations						3a(i)				
L.	(ii) Related organizations		ad an Cabadula D0	• • • • • • • • • • • • • • • • • • • •			3a(ii)				
	If "Yes" on line 3a(ii), are the related organiza						3b				
4 Par	Describe in Part XIII the intended uses of the tVI Land, Buildings, and Equipm		wment tunas.								
	Complete if the organization answere) Part IV line 11a	See Form 990 Pad	X line 10						
	Description of property	(a) Cost or o) Accumulate	ad l		valuo			
	Description of property	basis (investr	• •	s (other)	depreciation		(d) Book	value	:		
19	Land										
	Buildings										
	Leasehold improvements										
	Equipment										
	Other										
	. Add lines 1a through 1e. (Column (d) must e		X column (R) line	10c)					0.		
		iqual i onn 000, i alt.									

Schedule D (Form 990) 2022

Schedule D (Form 990) 2022 BARDEEN PAR	TNERS, INC.	33-	0465358 Page 3
Part VII Investments - Other Securities.			
Complete if the organization answered "Yes"	on Form 990, Part IV, line	11b. See Form 990, Part X, line 12.	
(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-o	f-year market value
(1) Financial derivatives			
(2) Closely held equity interests			
(3) Other			
(A) INVESTMENT REAL ESTATE	228,275,942.	END-OF-YEAR MARKET V	/ALUE
(B)			
(C)			
(D)			
(E)			
(F)			
(G)			
(H)			
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	228,275,942.		
Part VIII Investments - Program Related.			
Complete if the organization answered "Yes"			
(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-o	f-year market value
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)			
Part IX Other Assets.	an Farm 000 Dark W lines	11d Cas Farm 000 Dart V line 15	
Complete if the organization answered "Yes"		The See Form 990, Part X, line 15.	
	Description		(b) Book value
(1)			
(2)			
(3)			
(4)(5)			
(5)			
(6)			
(7) (8)			
(9)			
Total. (Column (b) must equal Form 990, Part X, col. (B) line	15)		
Part X Other Liabilities.	, 1 .		
Complete if the organization answered "Yes"	on Form 990, Part IV, line	11e or 11f. See Form 990, Part X, line 25.	
1. (a) Description of liability	, , ,	, , ,	(b) Book value
(1) Federal income taxes			
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
Total. (Column (b) must equal Form 990. Part X. col. (B) line	25.)		
 Liability for uncertain tax positions. In Part XIII, provide 	,		t reports the
organization's liability for uncertain tax positions under		-	

Schedule D (Form 990) 2022

232053 09-01-22

Sche	dule D (Form 990) 2022 BARDEEN PARTNERS ,	INC.	33-0465358 Page 4
Par	t XI Reconciliation of Revenue per Audited Finance	cial Statements With Revenue pe	er Return.
	Complete if the organization answered "Yes" on Form 990,	Part IV, line 12a.	
1	Total revenue, gains, and other support per audited financial stater	nents	1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
а	Net unrealized gains (losses) on investments	2a	
b	Donated services and use of facilities	2b	
с	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
е	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
а	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
с	Add lines 4a and 4b		4c
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part	I. line 12.)	
Pa	t XII Reconciliation of Expenses per Audited Finar		per Return.
	Complete if the organization answered "Yes" on Form 990,		
1	Total expenses and losses per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
а	Donated services and use of facilities		
b	Prior year adjustments		
с	Other losses		
d	Other (Describe in Part XIII.)		
е			
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
а	Investment expenses not included on Form 990, Part VIII, line 7b		
b	Other (Describe in Part XIII.)		
С	Add lines 4a and 4b		
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Pa	ort I. line 18.)	5
Pal	t XIII Supplemental Information.		

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

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PART IV, LINE 2B:

TENANTS	WHO	RENT	OR	LEASE	FROM	BARDEEN	PARTNERS	MUST	PAY	А	SECURITY
---------	-----	------	----	-------	------	---------	----------	------	-----	---	----------

DEPOSIT. THE SECURITY DEPOSIT IS HELD AS A LIABILITY TO BARDEEN.

232054 09-01-22

2022.05040 BARDEEN PARTNERS, INC.

(Form 990) For certain Officers, Dreetors, Trustees, Key Employees, and Highest Complete if the organization answered 'Yes' on Form 90, Part IV, line 23. Attact to Form 90. Go to www.irs.gov/Form900 for instructions and the latest information. Epidoper Identification numbers of the organization BARDEEN PARTNERS, INC. Employer Identification numbers 33-04653358 Part I Question Regarding Complexation Employer Identification numbers 33-04653358 Part I Question Regarding Complexation Yes No. Part I Question Regarding Complexation Part II It provide any of the following to or for a person listed on Form 900. Part VII, Section A, line 1a. Complete Part III to provide any of the following to or for a person listed on Form 900. Part VII, Section A, line 1a. Complete Part III to provide any of the following to action is used of personal use in Frace I for companions Yes No. I have of the boxes on line 1a are checked, did the organization follow a written policy regarding these listens. 10 Did the organization regive subatination prior to embinaring or active guarks and underes, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a? 2 3 indicate which, if any, of the following the organization to the explain in Part III. Compensation commation committee Wittee employeed contract in the present service any organization to establish compensation committee 2 4 During the year, did any person listed on Form 900, Part VII, Section A, line 1a, with respect to the filing organization or a related organization. <	SC	HEDULE J	Compensation Information		OMB No. 1	545-004	47
Description Complete if the organization Attach to Form 900, Depart IV, line 23, Depart IV, line 23, Manne of the organization BARDEEN PARTINERS, INC. Employer identification number BARDEEN PARTINERS, INC. 33-0465358 Part I Questions Regarding Complexation 33-0465358 Part I Questions Regarding Complexation Yes Important of the organization Important of the organization provided any of the following to or for a person listed on Form 990. Yes Important of the organization and gross-up payments Personal services class and induction of the organization regarding these items. Yes Important or organization and gross-up payments Personal services class and induction for organization follow a written policy regarding these items. 10 Important of the bases on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No", complete Part III to explain 10 Indicate which, if any, of the following the organization used to establish the compensation of the comparization to establish organization committee 2 Indicate which, if any, of the following the organization used to establish the compensation of the comparization's CEO/Executive Director, the explain IPArt III. 2 Organization c	(Fo	rm 990)	-		20	ົງງ)
Deservation Attach to Form 990. Open 990. <td></td> <td></td> <td></td> <td colspan="4">Compensated Employees</td>				Compensated Employees			
Interview Co to wow.irs.gov/Form990 for instructions and the latest information. Impeddiom BARDERN PARTMERS, INC. Employer identification number 33 – 04 65 35 8 Part II Questions Regarding Compensation Yas Ia Check the appropriate box(es) if the organization provide any other following to or for a person listed on Form 990, Part VII, Section A, Ine 1a. Complete Part III to provide any relevant information regarding these items. Yas No Part UI, Section A, Ine 1a. Complete Part III to provide any relevant information regarding these items. Part VI, Section A, Ine 1a. Complete Part III to provide any relevant Parsmeters and chauffeur, cher) Yas No If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or rainbursement or provision of all of the expanses described aboxe? If 'No', Complete Part III to explain 1 1b 1b 2 Indicate which, if any, of the following the organization out or written policy regarding payment or rainbursement or provision of all of the expansization out on the stabilish the compensation organization's CEO/Executive Director, regarding the terms checked on line 1a? 2 1b 3 indicate which, if any, of the following the organization used to establish the compensation committee 2 2 2 4 During the year, did any person listed on Form 990, Part VII, Section A, Ine 1a, withrespect to the filling o	Dono	tmont of the Treesury			Open to	Publ	ic
BARDEEN PARTNERS, INC. 33-0465335 Part I Questions Regarding Compensation Yes No Image: Complete Part III complete Part					Inspe	ction	
Part I Questions Regarding Compensation Yes No. a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. Yes No. Instrictas or charter travel Pound allowance or residence for personal use Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding payment or reimbursement or provision of all of the expenses described above? If 'No.'' complete Part III to explain 1b b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No.'' complete Part III to explain 1b 2 Indicate which, if any, of the following the organization rule or allowing expreses incured by and lideretors, trustees, and officers, including the CEO/Executive Director, but explain in Part III. 2 3 Indicate which, if any, of the following the organization used to establish the compensation of the arganization to establish the ECO/Executive Director, but explain in Part III. 2 4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or releve payment from a supplemental nonqualified retirement plan? 4a X 4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organ	Nam	e of the organization					nber
a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. Yes No Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. Prist-class or charter travel Polusing allowance or residence for personal residence Tax indemnification and gross-up payments Personal services (such as maid, chauffeur, chef) Ib b if any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimburement or provision of all of the expresses described above? If 'No.' complete Part III to explain 1b 2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, topus boxes for methods used by a related organization to establish compensation or anitate 1b Compensation committee Organization are every or study 2 A buring the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization: 4a X 4b If 'Yes' to any of lines 4a-c, list the persons and provide the organization pay or accrue any compensation contingent or therese payment from a supplemental nonquelified reterment plan? 4a X 4c X 4b X 4b	_			33-0	046535	8	
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990. Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. Image: Comparison of the organization and gross-up payments on payments for business use of personal residence Travel for companions Payments for business use of personal residence Tavel for companions Payments for business use of personal residence Tavel for companions Personal services (such as maid, chauffeur, chef) b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No." complete Part III to explain 1b 2 Indicate which, if any, of the following the organization used to establish these boxes on interiors of the organization's CEO/Executive Director, but explain IP art III. Compensation ortime 1a? 2 1 Compensation committee Writhen employment contract 2 1 Indicate which, if any, of the following the organization used to establish compensation committee Writhen employment contract 2 1 Compensation committee Writhen employment contract 2 4 2 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or neceive payment from	Pa	rt I Question	s Regarding Compensation				
Part VII, Saction A, line 1a. Complete Part III to provide any relevant information regaring these items. Pirst-class or charter travel Pirst-class or charter travel Pirst-class or charter travel Pirst-class or charter travel Part of the companions Personal services (such as maid, chauffeur, chef) b if any of the boxes on line 1 a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 1\%, 'Complete Part III to explain b if any of the boxes on line 1 are checked, did the organization follow a written policy regarding the set inst. b if any of the boxes on line 1 are checked, did the organization follow a written policy regarding the set inst. b if any of the boxes on line 1 are checked, did the organization follow a written policy regarding the set inst. b if any of the boxes on line 1 are checked, did the organization following expenses incurred by all directors, trustees, and officers, including the CEQ/Executive Director, regarding the items checked on line 1a? c CEO/Executive Director, Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation consultant Compensation committee Compensation consultant Compensation consultant Approval by the board or compensation committee Participate in or receive payment from a supplemental nonqualified retrement plan? Ata X Participate in or receive payment from a supplemental nonqualified retrement plan? C Participate in or receive payment from a supplemental nonqualified retrement plan? Ata X Parorganization? Are organization?						Yes	No
Image: Second	1a	Check the appropri	ate box(es) if the organization provided any of the following to or for a person listed on Form	990,			
Image: Travel for companions Payments for business use of personal residence Image: Travel for companions Health or social club dues or initiation fees Image: Discretionary spending account Personal services (such as maid, chauffeur, chef) Image: Image: Travel for companions Personal services (such as maid, chauffeur, chef) Image: Image: Image: Travel for companization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a? Image: Travel for companization to cell the companization to cell the compensation of the organization to cell the compensation committee Image: Trustees, and officers, including the organization used to establish the compensation of the organization to cell the cell three composition committee Image: Trustees cell three components of the organization to cell three companisation committee Image: Dispertionation committee Image: Trustees cell three companisation committee Image: Trustees cell three companisation committee Image: Dispertionation committee Image: Trustees cell three companisation committee Image: Trustees cell three companisation committee Image: Dispertionation or a related organization: Image: Trustees cell three companisation committee Image: Trustees cell three companisation committee Image: Dispertion or a related organization: Image: Trustees cell threlates cell three companisation committee Image: T		Part VII, Section A,	line 1a. Complete Part III to provide any relevant information regarding these items.				
Tax indemnification and gross-up payments Health or social club dues or initiation fees Discretionary spending account Personal services (such as maid, chauffeur, chef) b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain 1b 2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directers, trustees, and officers, including the CEO/Executive Director, regarding payment or reimbursing or allowing expenses incurred by all directors, 1b 3 Indicate which, if any, of the following the organization used to establish the compensation of the organization to establish compensation committee 2 Gompensation committee Written employment contract 2 Indicate which, if any of the following the organization used to establish the compensation committee 2 Compensation committee Written employment contract 2 Independent compensation consultant Compensation survey or study 4a A During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization? 4a C Participate in or receive payment from a supplemental nonqualified reterement plan? 4a X Description of the receive as of store of the applicable amounts for each item in Part III. 5a		First-class or c	harter travel Housing allowance or residence for perso	nal use			
Discretionary spending account Personal services (such as maid, chauffeur, chef) b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain 10 2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a? 2 3 Indicate which, if any, of the following the organization used to establish the compensation of the organization to establish compensation committee 2 2 4 Indicate which, if any, of the following the Organization used to establish the compensation contract 2 2 1 Indicate which, if any, of the following the Organization used to establish the compensation committee 2 2 4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization: 4a X 5 Participate in or receive payment from an equity based compensation amagement? 4a X 4 During the year, bid dany person listed on form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation committee 5a X 5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay		Travel for com	panions Payments for business use of personal re	sidence			
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LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule J (Form 990) 2022	LHA					n 990)	2022

33-0465358

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

		(B) Breakdown of W	/-2 and/or 1099-MIS0 compensation	C and/or 1099-NEC	(C) Retirement and other deferred	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B)
(A) Name and Title		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation	compensation			reported as deferred on prior Form 990
(1) PAUL COOK	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	378,182.	32,100.	0.	28,152.	21,845.	460,279.	0.
(2) KEVIN BURTON	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	328,151.	1,750.	0.	24,723.	23,856.	378,480.	0.
(3) PAUL WEGHORST	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	298,878.	2,250.	0.	24,784.	26,186.	352,098.	0.
(4) CHERYL CLARY	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	288,089.	2,000.	0.	24,784.	10,056.	324,929.	0.
	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	267,588.	1,750.	0.	23,605.	23,856.	316,799.	0.
	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	263,943.	2,250.	0.	21,233.	20,093.	307,519.	0.
(7) JENNIFER DAVIS	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	172,009.	2,000.	0.	14,570.	20,883.	209,462.	0.
(8) LESLIE BONKOWSKI	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	166,497.	1,500.	0.	12,784.	10,056.	190,837.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 3:

ALL COMPENSATION IS PAID BY IRVINE RANCH WATER DISTRICT. EMPLOYEE REVIEWS

AND COMPENSATION ADJUSTMENTS ARE DONE ACCORDING TO IRVINE RANCH WATER

DISTRICT POLICIES AND PROCEDURES.

SCHEDULE	0
(Form 990)	

Internal Revenue Service

epartment of the Treasury

Name of the organization

Supplemental Information to Form 990 or 990-EZ

INC.

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information. Attach to Form 990 or Form 990-EZ. Go to www.irs.gov/Form990 for the latest information.



Employer identification number 33-0465358

FORM 990 PART I LINE 1

THE MISSION OF THE ORGANIZATION IS TO PROMOTE THE COMMON GOOD AND THE

GENERAL WELFARE OF THE RESIDENTS, PROPERTY OWNERS AND CUSTOMERS WHO

BARDEEN PARTNERS,

RESIDE WITHIN THE BOUNDARIES OF THE IRVINE RANCH WATER DISTRICT AND THE

GOVERNMENTAL ENTERPRISES IN THE DISTRICT AND THE SURROUNDING AREAS BY

ACQUIRING REAL AND PERSONAL PROPERTY TO THE BENEFIT OF THE DISTRICT AND

INDIVIDUALS HEREIN DESCRIBED.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

BY ACOUIRING REAL AND PERSONAL PROPERTY TO THE BENEFIT OF THE DISTRICT

AND INDIVIDUALS HEREIN DESCRIBED.

FORM 990, PART VI, SECTION B, LINE 11B:

COPY OF THE ORGANIZATION'S FORM 990 TAX RETURN IS DISTRIBUTED TO THE GOVERNING BOARD OF DIRECTORS PRIOR TO ITS FILING. THE FINANCE ACCOUNTANT ORGANIZATION TREASURER, AND BOARD OF DIRECTORS ALL REVIEW AND APPROVE BEFORE FILING. THIS FORMAL APPROVAL IS DOCUMENTED IN THE MINUTES OF THE BOARD OF DIRECTORS MEETING AND IS A REQUIRED PROCEDURE

FORM 990, PART VI, SECTION B, LINE 12C:

THE ORGANIZATION HAS A FORMAL CONFLICT OF INTEREST POLICY. THE FIVE

DISTRICT (IRWD) BOARD OF DIRECTORS ARE REQUIRED TO BE THE FIVE MEMBERS OF

THE BOARD OF DIRECTORS. ALL MEMBERS OF THE BOARD OF DIRECTORS OF THE

ORGANIZATION ARE REQUIRED TO SIGN THIS CONFLICT OF INTEREST POLICY ON AN

THE ORGANIZATION MONITORS THIS CONFLICT OF INTEREST POLICY BY ANNUAL BASIS. LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule O (Form 990) 2022 232211 10-28-22 A-20

08560130 149072 653580

Name of the organization	Employer identification number
BARDEEN PARTNERS, INC.	33-0465358
ENFORCING ITS IMPLEMENTATION AS POLICY TO MEM	IBERS OF THE BOARD OF
DIRECTORS.	
FORM 990, PART VI, SECTION C, LINE 19:	
COPIES OF THE GOVERNING DOCUMENTS, POLICIES A	ND PROCEDURES, AND ANNUAL
FEDERAL AND STATE EXEMPT TAX RETURNS ARE AVAI	LABLE TO ALL MEMBERS OF THE
ORGANIZATION AS WELL AS TO THE GENERAL PUBLIC	LIPON A REQUEST MADE TO THE
TREASURER OF THE ORGANIZATION.	
FORM 990 PART XII LINE 2C	
THE AUDIT OVERSIGHT PROCESS HAS NOT CHANGED S	TNCE THE PRIOR YEAR
232212 10-28-22	Schedule O (Form 990) 202
A_{21}^{22212} 10-28-22 A_{21}^{-21}	

SCHEDULE R

(Form 990)

Related Organizations and Unrelated Partnerships

Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

Attach to Form 990.

OMB No. 1545-0047

2022 Open to Public Inspection

Employer identification number 33 - 0465358

Department of the Treasury Internal Revenue Service

Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization

BARDEEN PARTNERS, INC.

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section	(f) Direct controlling entity	contr	g) 512(b)(13) rolled ity?
				501(c)(3))		Yes	No
IRVINE RANCH WATER DISTRICT - 95-2232918							
15600 SAND CANYON AVENUE							
IRVINE, CA 92618	WATER DISTRICT	CALIFORNIA	501(C)(4)		N/A		х
	-						
	-						
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For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2022

Schedule R (Form 990) 2022 BARDEEN PARTNERS, INC.

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

		-					<u> </u>				
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
Name, address, and EIN of related organization	Primary activity	Legal domicile (state or foreign	Direct controlling entity	Predominant income (related, unrelated, excluded from tax under	Share of total income	Share of end-of-year assets		ortionate itions?	Code V-UBI amount in box 20 of Schedule	Gener manag partn	^{I or} Percentage ^{ing} ownership
		country)		sections 512-514)		400010	Yes	No	K-1 (Form 1065)	Yes	No
	1										
	-										
	-										
	1										
	1										
	1										
	1										

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i Sec 512(b contr enti	i) ;tion b)(13) rolled tity?
		country)		01 (1000)				Yes	No

Schedule R (Form 990) 2022 BARDEEN PARTNERS, INC.

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Not	e: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.					Yes	No
1	During the tax year, did the organization engage in any of the following transactions	s with one or more re	elated organizations listed	in Parts II-IV?			
а	Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity	·			1a		X
	Gift, grant, or capital contribution to related organization(s)				1b		Х
	Gift, grant, or capital contribution from related organization(s)				1c		X X
	d Loans or loan guarantees to or for related organization(s)						
	Loans or loan guarantees by related organization(s)				1e		Х
f	Dividends from related organization(s)				1f		Х
g	Sale of assets to related organization(s)				1g		Х
h	Purchase of assets from related organization(s)				1h		Х
i	i Exchange of assets with related organization(s)						
j	Lease of facilities, equipment, or other assets to related organization(s)				1j		Х
k	Lease of facilities, equipment, or other assets from related organization(s)				1k		Х
	Performance of services or membership or fundraising solicitations for related organ				11		X
	Performance of services or membership or fundraising solicitations by related organ				1m		Х
	Sharing of facilities, equipment, mailing lists, or other assets with related organization				1n	X	
					10	X	
р	Reimbursement paid to related organization(s) for expenses				1p	X	
q	Reimbursement paid by related organization(s) for expenses				1q		Х
r	Other transfer of cash or property to related organization(s)				1r	X	
s					1s		Х
2	If the answer to any of the above is "Yes," see the instructions for information on w	ho must complete th	nis line, including covered i	relationships and transaction thresholds.			
	(a)	(b)	(c)	(d)			
	Name of related organization	Transaction	Amount involved	Method of determining amount in	nvolved		
		type (a-s)					
(1)	IRVINE RANCH WATER DISTRICT	R	8,507,881.	COST			
<u>(2)</u>							
(3)							
<u>(4)</u>							
(5)							

(6)



Schedule R (Form 990) 2022 BARDEEN PARTNERS, INC.

Part VI Unrelated Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a)	(b)	(c)	(d)	(e Are	e)	(f)	(g)	(h))	(i)	(j)	(k)
Name, address, and EIN	Primary activity	Legal domicile	Predominant income (related, unrelated, excluded from tax under sections 512-514)	partne 501(org	rs sec.	Share of	Share of	Dispro tiona	por- ite	Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	Gene	eral or	Percentage ownership
of entity		(state or foreign	excluded from tax under				end-of-year	allocatio	ons?	of Schedule K-1	part		ownership
		country)	sections 512-514)	Yes	No	income	assets	Yes	No	(Form 1065)	Yes	NO	
	_												
WESTERN NATIONAL PARTNERS XXI	_												
- 33-0472262, 8 EXECUTIVE	_												
CIRCLE, IRVINE, CA 92614	REAL ESTATE	CALIFORNIA	REAL ESTATE		Х	540,002.	36,246,127.		Х	N/A		X	1009
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Schedule R (Form 990) 2022



Schedule R (Form 990) 2022	BARDEEN	PARTNERS,	INC.	33-0465358	Page 5
Part VII	Supplemental Inform	nation				
	Provide additional informat	tion for response	es to questions on S	Schedule R. See instructions.		

232165 09-14-22	A-26 26	Schedule R (Form 990) 2022

California	Exempt Or	ganization	
A		·	

IRVINE CA 92619 Foreign country name Foreign province/state/county Foreign postal code A First return Yes No B Amended return Yes No C ID (di the organization have any changes to its guidelines not reported to the FTB? See instructions Image: Section 23701d, has the organization engaged in political activities? See instructions. Image: Section 23701d, has the organization engaged in political activities? See instructions. Image: Section 23701d, has the organization engaged in political activities? See instructions. Image: Section 23701d, has the organization engaged in political activities? See instructions. Image: Section 23701d, has the organization engaged in political activities? See instructions. Image: Section 23701d, has the organization exempt under R&TC Section 23701d? Yes No K Is the organization in the organization is the organization in the organization in the organization in the organization in a group exemption Yes No H Is this a group filing? See instructions Image: Yes No If 'Yes,' what is the parent's name? Yes No If 'Yes,' what is the parent's name? Yes No If 'Yes,' what is the parent's name? Yes No If 'Yes,' what is the parent's name? If 'Yes, 'Yes	TAXABLE			tion				FORM			
Corporation Crigatilation name Control Construction Control Comparison	202	2 Annual Inform	ation Return					199			
Corporation/Capatitation name Cational constraints	Calendar Yea	r 2022 or fiscal year beginning (mm/dd/yyyy	07/01/2	022 ,a	nd ending (mm/	dd/yyyy)	06	5/30/2023	-		
Additional internation. Beer instructions.			<u>, </u>	,							
Additional information.						1 1 - 1	7 2 1 0 0	`			
33-0465358 Bread address (public or norm) P-0. BOX 57000 Gity Bread address (public or norm) Foreign country norm CA 52519 Foreign country norm Foreign country norm Inst Section 447(a)(1) trust Inst Section 447(a)(1) trust <td></td> <td></td> <td></td> <td></td> <td></td> <td>_</td> <td>/3198</td> <td>3</td> <td></td>						_	/3198	3			
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P_O. BOX 57000 State	Street address (suite or room)				-)))))			
Only Date Description IRV INE Power province/state/county CA 22 eroset IRV INE CA 22 eroset Proverproverty name Proverproved/state/county Proverproved/state/county A First return Yes No B Amendad return Yes No C IRC Section 4947(a)(1) trust Organization have any changes to its guidelines not reported to the FIPS 2ee instructions Yes P Field information return? If exampt under RATC Section 23701(a), this the organization engaged in political activities? Section 23701(a) Yes P Field information return? If exampt under RATC Section 23701(a), this the organization in a group semption Yes F federal return led? (1) oscret (2) oscret (3) socret (3) F federal return led? (1) oscret (3) socret (3) the organization in the form 100 to form 100 to report taxable income? It is this organization in a group semption Yes No If it is the paront's name? No If arcs sales or receipts from other sources. From Side 2, Part II, line 6 1 If oroas snees of aceupts for members and affiliates 2 G coss onthubuok, gills, grants, and similar anounty is glowind 1 If orace sales or receipts for members and affiliates 1 G coss onthubuok, gills, grants,											
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A First return Image: Second Sec	IRVINE				C	A 926	519				
B Amended return	Foreign country	name	Foreign province/state/o	county		Forei	gn postal co	ode			
B Amended return ● Yes Yes No C IRC Section 4947(a)(1) trust ● Yes No D Incendent return? ● Incendent return? ● Incendent return? ● Yes No If the empt under RATC Section 23701(7) ● Yes No If exempt under RATC Section 23701(7) ● Yes No If the organization exempt under RATC Section 23701(7) ● Yes No	A First retu	In	Yes X No	Did the organ	ization have any	changes to	its quide	lines			
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D Final information return? • □ Desceived • □ De											
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E Check accounting method: (1) Cash (2) Accoust (3) Other F dedrai return field? (1) Bear (2) Bear (3) Cash (3) Cash (4) Cash (4	•	Dissolved Surrendered (Withdrawn)	Merged/Reorganized						No		
F federal return filed? (1) is oor (2) is over (3) is over (3) <td></td> <td></td> <td></td> <td>lf "Yes," enter</td> <td>the gross receipt</td> <td>ots from noi</td> <td>nmember</td> <td></td> <td></td>				lf "Yes," enter	the gross receipt	ots from noi	nmember				
(4)[X] Other 990 series • Yes Yes No G is this a group filing? See instructions • Yes No			. ,	L Is the organiz	ation a limited I	ability com	any?	• Yes X	No		
G is this a group filing? See instructions If ves, 'what is the parent's name? If ves, 'what is the parent's name? If seaderal prior year? If the seaderal prior year? If the seaderal prior year?		., .,	F (3) ● Sch H (990)	-					_		
H is this organization in a group exemption If S audited in a prior year? If S audit audi									No		
If "Yes," what is the parent's name? 0 Is federal Form 1023/1024 pending? Date filed with IRS Part I Complete Part I unless not required to file this form. See General Information B and C. 1 9, 301, 537 00. 2 Gross scales or receipts from other sources. From Side 2, Part II, line 8 2 00 3 Gross contributions, gifts, grants, and similar amounts received 4 1 9, 301, 537 00. 4 Total gross receipts for filing requirement test. Add line 1 through line 3. This line must be completed. If the result is less than \$50,000, see General Information B 4 9, 301, 537 00. 5 Cost of goods sold 5 000 5 000 6 Cost or other basis, and sales expenses of assets sold 6 00 6 7 Total gross income. Subtract line 7 from line 4 8 9, 301, 537 00. 6 8 9 Total gross income. Subtract line 7 from line 4 8 9, 301, 537 00. 6 8 9 Total gross income. Subtract line 7 from line 4 9 9 8, 6229, 993 00. 9 Total gross income. Subtract line 12 from line 12 11 00 671, 544 00. 11 Totala payments 11 <t< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>л</td></t<>									л		
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Preparer's Gr yours, if self- employed) DAVIS FARR LLP 47-3535842 Use Only 18201 VON KARMAN AVE, SUITE 1100 • Telephone		signature				self-employe					
Use Only employed 18201 VON KARMAN AVE, SUITE 1100 • Telephone		(or yours, DAVIC FADD T.T.)	D								
	•	if self-		י <u>ד</u> די							
	OSC ONLY							949-474-202	0		

I

• X Yes

Form 199 2022 Side 1

No

3651224 A-27

IRVINE, CA 92612

May the FTB discuss this return with the preparer shown above? See instructions

022

BARDEEN PARTNERS, INC.

Part II Organizations with gross receipts of more than \$50,000 and private foundations regardless of amount of gross receipts - complete Part II or furnish substitute information.

228951 01-10-23

			SEE PART II SUBST	ITUTE ATTACHMENT
	1 Gross sales or receipts from all	business activities. See instru-	ctions	• 1 00
	2 Interest			• 2 00
Receipts				
from	5 Gross royalties			• 5 00
Other	6 Gross amount received from sa	le of assets (See instructions)		• 6 00
Sources				
			nrough line 7. Enter here and on Side 1, Part I, li	
	9 Contributions, gifts, grants, and	similar amounts paid	-	• 9 00
	11 Compensation of officers, direc	tors, and trustees		• 11 0 00
Expense				
and				
Disburse				
ments	16 Depreciation and depletion (See	e instructions)	· · · · · · · · · · · · · · · · · · ·	• 16 00
			7. Enter here and on Side 1, Part I, line 9	
Schee	dule L Balance Sheet	Beginning of		End of taxable year
Assets		(a)	(b) (c)	(d)
1 Cas	h			•
2 Net	accounts receivable			•
	notes receivable			•
	entories			•
	eral and state government obligations			•
	estments in other bonds			•
	estments in stock			•
	rtgage loans			•
	er investments			•
	Depreciable assets			
.0 h	ess accumulated depreciation		()
11 Lan				•
	er assets			•
	al assets			
	es and net worth			
	counts payable			•
15 Con	ntributions, gifts, or grants payable			
				•
	nds and notes payable			•
	rtgages payable			
	er liabilities			•
	ital stock or principal fund			•
	I-in or capital surplus. Attach reconciliation			•
	ained earnings or income fund			
	al liabilities and net worth			
Jonet		per books with income per re edule if the amount on Schedul	eturn le L, line 13, column (d), is less than \$50,000.	
1 No+				r
	income per books		7 Income recorded on books this yea	
	eral income tax		not included in this return. Attach s	
	ess of capital losses over capital gains		8 Deductions in this return not charg	eu
	ome not recorded on books this year.		against book income this year.	•
	ach schedule		Attach schedule	
	enses recorded on books this year not		9 Total. Add line 7 and line 8	
	ucted in this return. Attach schedule		10 Net income per return.	
6 Tota	al. Add line 1 through line 5		Subtract line 9 from line 6	

022

3652224 A-28

Less than \$50,000 \$25 Between \$250,001 and \$1 million \$100 Between \$20,000,001 and \$100 million \$100 Between \$50,000 and \$100,000 \$50 Between \$1,000,001 and \$5 million \$200 Between \$20,000,001 and \$100 million \$300	
P.O. BOX 57000 State Charity Registration Number CT081413 Address (Number and Street) Corporation or Organization No. 1573198 IRVINE, CA 92619 Corporation or Organization No. 1573198 City or Town, State, and ZIP Code Federal Employer ID No. 33-0465358 Image: Composition of Department of Justice Federal Employer ID No. 33-0465358 Image: Composition of Justice Image: Composition of Justice Image: Composition of	
IRVINE, CA 92619 Corporation or Organization No. 1573198 City or Town, State, and ZIP Code (949) 453-5300 Image: Telephone Number E-mail Address ANNUAL REGISTRATION RENEWAL FEE SCHEDULE (11 Cal. Code Regs. sections 301-307, 311, and 312) Make Check Payable to Department of Justice Image: Total Revenue Fee Less than \$50,000 \$25 Between \$50,000 and \$100,000 \$50 Between \$100,001 and \$250,000 \$75 Between \$1,000,001 and \$5 million \$200 Between \$100,001 and \$250,000 \$75 For your most recent full accounting period (beginning 07/01/2022 ending _06/30/2023) list: 0 Total Revenue 9 , 301 , 537 Noncash Contributions \$	
(949) 453-5300 Telephone Number E-mail Address Federal Employer ID No. 33-0465358 ANNUAL REGISTRATION RENEWAL FEE SCHEDULE (11 Cal. Code Regs. sections 301-307, 311, and 312) Make Check Payable to Department of Justice Total Revenue Less than \$50,000 Between \$50,000 and \$100,000 Between \$100,001 and \$250,000 Fee Stop Total Revenue Between \$5,000,001 and \$1 million Between \$5,000,001 and \$200 Between \$100,001 and \$250,000 Fee Total Revenue Between \$5,000,001 and \$200 Between \$20,000,001 and \$500 million S200 Between \$100,002 S200 Between \$100,000 and \$200 Between \$5,000,001 and \$200 Between \$200,000,001 and \$200 Between \$200,0	
ANNUAL REGISTRATION RENEWAL FEE SCHEDULE (11 Cal. Code Regs. sections 301-307, 311, and 312) Make Check Payable to Department of Justice Total Revenue Fee Total Revenue Fee Total Revenue Fee Less than \$50,000 \$25 Between \$250,001 and \$1 million \$100 Between \$20,000,001 and \$100 million Between \$20,000,001 and \$100 million Between \$20,000,001 and \$500 million Between \$100,001 and \$500 million Between \$100,001 and \$500 million Between \$50,000,001 and \$500 million Between \$100,001 and \$500 million Between \$50,000,001 and \$500 million Between \$100,001 and \$500 million Between \$100,001 and \$500 million Between \$100,001 and \$200 million Between \$100,001 and \$500 million Between \$100,000,001 and \$500 million Between \$	
Total Revenue Less than \$50,000Fee \$25Total Revenue Between \$250,001 and \$1 million 	
PART A - ACTIVITIES For your most recent full accounting period (beginning 07/01/2022 ending 06/30/2023) list: Total Revenue (including noncash contributions) \$ 9,301,537 Noncash Contributions \$ 0 Total Assets \$ 229,094,	<u>Fee</u> \$800 \$1,000 \$1,200
Total Revenue (including noncash contributions) 9,301,537 Noncash Contributions 0 Total Assets 229,094,	φ1,200
PART B - STATEMENTS REGARDING ORGANIZATION DURING THE PERIOD OF THIS REPORT	<u>, 998</u>
Note: All questions must be answered. If you answer "yes" to any of the questions below, you must attach a separate page providing an explanation and details for each "yes" response. Please review RRF-1 instructions for information required.	es No
 During this reporting period, were there any contracts, loans, leases or other financial transactions between the organization and any officer, director or trustee thereof, either directly or with an entity in which any such officer, director or trustee had any financial interest? 	X
2. During this reporting period, was there any theft, embezzlement, diversion or misuse of the organization's charitable property or funds?	x
3. During this reporting period, were any organization funds used to pay any penalty, fine or judgment?	x
4. During this reporting period, were the services of a commercial fundraiser, fundraising counsel for charitable purposes, or commercial coventurer used?	x
5. During this reporting period, did the organization receive any governmental funding?	x
6. During this reporting period, did the organization hold a raffle for charitable purposes?	x
7. Does the organization conduct a vehicle donation program?	x
8. Did the organization conduct an independent audit and prepare audited financial statements in accordance with generally accepted accounting principles for this reporting period?	x
9. At the end of this reporting period, did the organization hold restricted net assets, while reporting negative unrestricted net assets?	
I declare under penalty of perjury that I have examined this report, including accompanying documents, and to the best of my knowled and belief, the content is true, correct and complete, and I am authorized to sign.	x
KENT MORRIS TREASURER Signature of Authorized Agent Printed Name Title Date	

Note: This page is intentionally left blank.