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Return of Private Foundation

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

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2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation: **FELDMAN FOUNDATION CA**

Number and street (or P O box number if mail is not delivered to street address): **555 BRYANT STREET**

Room/suite: **260**

City or town, state or province, country, and ZIP or foreign postal code: **PALO ALTO, CA 94301**

A Employer identification number: **47-3798908**

B Telephone number: **650 326-4353**

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

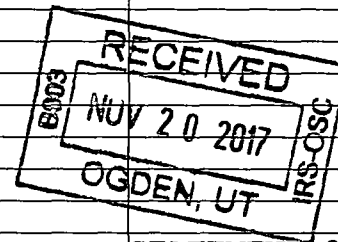
G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 37,368,387.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	529,248.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,165.	3,165.		STATEMENT 1
	4 Dividends and interest from securities	452,476.	452,476.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	172,501.			
	b Gross sales price for all assets on line 6a	1,833,591.			
	7 Capital gain net income (from Part IV, line 2)		172,501.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	9,977.	9,977.		STATEMENT 3	
12 Total. Add lines 1 through 11	1,167,367.	638,119.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	150,000.	0.		150,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	9,767.	0.		9,767.
	16a Legal fees STMT 4	15,209.	0.		15,209.
	b Accounting fees STMT 5	21,331.	0.		21,331.
	c Other professional fees STMT 6	144,430.	39,516.		104,914.
	17 Interest				
	18 Taxes STMT 7	22,421.	14,227.		0.
	19 Depreciation and depletion				
	20 Occupancy	19,158.	0.		19,158.
	21 Travel, conferences, and meetings	7,158.	0.		7,158.
	22 Printing and publications				
	23 Other expenses STMT 8	14,717.	12,060.		174,318.
	24 Total operating and administrative expenses Add lines 13 through 23	404,191.	65,803.		501,855.
25 Contributions, gifts, grants paid	1,383,950.			1,383,950.	
26 Total expenses and disbursements. Add lines 24 and 25	1,788,141.	65,803.		1,885,805.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-620,774.				
b Net investment income (if negative, enter -0-)		572,316.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments			3,382,415.	3,382,415.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 10	0.	22,175,801.	22,175,801.
	c	Investments - corporate bonds	STMT 11	0.	200,000.	200,000.
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 12	0.	11,610,171.	11,610,171.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		0.	37,368,387.	37,368,387.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)	STATEMENT 13	0.	2,684.	
23	Total liabilities (add lines 17 through 22)		0.	2,684.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		0.	17,268,836.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds...		0.	20,096,867.		
30	Total net assets or fund balances		0.	37,365,703.		
31	Total liabilities and net assets/fund balances		0.	37,368,387.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	0.
2	Enter amount from Part I, line 27a	2	-620,774.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	37,986,477.
4	Add lines 1, 2, and 3	4	37,365,703.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	37,365,703.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a LONGREACH CAPITAL PARTNERS 1, LP	P	01/01/16	12/31/16
b CHARLES SCHWAB	P	VARIOUS	VARIOUS
c CHARLES SCHWAB	P	VARIOUS	VARIOUS
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 11,414.			11,414.
b 170,166.			170,166.
c 1,652,011.		1,661,090.	-9,079.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			11,414.
b			170,166.
c			-9,079.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	172,501.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	1,722,957.	36,343,314.	.047408
2014	1,549,553.	37,499,703.	.041322
2013	1,759,321.	34,987,061.	.050285
2012	868,412.	18,887,566.	.045978
2011	1,083,591.	18,664,653.	.058056

2 Total of line 1, column (d)	2	.243049
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.	3	.048610
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	36,231,547.
5 Multiply line 4 by line 3	5	1,761,215.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,723.
7 Add lines 5 and 6	7	1,766,938.
8 Enter qualifying distributions from Part XII, line 4	8	1,885,805.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	5,723.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	5,723.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	5,723.
6	Credits/Payments:		
6a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,500.
6b	Exempt foreign organizations - tax withheld at source	6b	
6c	Tax paid with application for extension of time to file (Form 8868)	6c	7,000.
6d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	12,500.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	3.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,774.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 6,774. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>FOUNDATION SOURCE</u> Telephone no. ► <u>800-839-1754</u> Located at ► <u>55 WALLS DRIVE, 3RD FLOOR, FAIRFIELD, CT</u> ZIP+4 ► <u>06824</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		<input type="checkbox"/>
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	15 N/A	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No
 N/A 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SANDRA S. FELDMAN 555 BRYANT ST. #260 PALO ALTO, CA 94301	VP / SECRETARY 10.00	0.	0.	0.
DANIEL E. FELDMAN 555 BRYANT ST. #260 PALO ALTO, CA 94301	PRESIDENT 40.00	150,000.	0.	0.
DAVID W. FELDMAN 555 BRYANT ST. #260 PALO ALTO, CA 94301	DIRECTOR 0.00	0.	0.	0.
JONATHAN H. FELDMAN 555 BRYANT ST. #260 PALO ALTO, CA 94301	DIRECTOR 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	36,090,382.
b	Average of monthly cash balances	1b	692,140.
c	Fair market value of all other assets	1c	774.
d	Total (add lines 1a, b, and c)	1d	36,783,296.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	36,783,296.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	551,749.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,231,547.
6	Minimum investment return. Enter 5% of line 5	6	1,811,577.

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

1	Minimum investment return from Part X, line 6	1	1,811,577.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	5,723.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,723.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,805,854.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,805,854.
6	Deduction from distributable amount (see instructions)	6	32,638.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,773,216.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,885,805.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,885,805.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	5,723.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,880,082.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,773,216.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013	15,420.			
d From 2014				
e From 2015				
f Total of lines 3a through e	15,420.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 1,885,805.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				1,773,216.
e Remaining amount distributed out of corpus	112,589.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	128,009.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	128,009.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013	15,420.			
c Excess from 2014				
d Excess from 2015				
e Excess from 2016	112,589.			

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

N/A

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

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

2 a. Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 15

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

c. Any submission deadlines:

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

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMHERST COLLEGE TRUSTEES PO BOX 5000 AMHERST, MA 01002-5000	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	3,000.
AVENIDAS 450 BRYANT ST PALO ALTO, CA 94301-1701	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	100.
BAY AREA CANCER CONNECTIONS 2335 EL CAMINO REAL PALO ALTO, CA 94306-1620	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	500.
CENTER FOR COMMUNITY CHANGE 1536 U ST NW WASHINGTON, DC 20009-3912	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	25,000.
CENTER FOR JEWISH HISTORY INC 15 W 16TH ST NEW YORK, NY 10011-6301	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	500.
CONGREGATION BETH AM 26790 ARASTRADERO RD LOS ALTOS HLS, CA 94022-1916	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	2,000.
FACING HISTORY AND OURSELVES INC 16 HURD RD BROOKLINE, MA 02445-6919	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	50,000.
FOUNDATION FOR THE DEFENSE OF DEMOCRACIES INC 1800 M ST NW STE 800 S WASHINGTON, DC 20036-0036	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	25,000.
FRIENDS OF ISRAEL INITIATIVE INC 2950 SW 27TH AVE STE 100 MIAMI, FL 33133-3765	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	25,000.
FRIENDS OF THE PALO ALTO PUBLIC LIBRARY PO BOX 41 PALO ALTO, CA 94302-0041	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	200.
Total from continuation sheets				1,271,950.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF THE SAN RAFAEL PUBLIC LIBRARY 1100 E ST SAN RAFAEL, CA 94901-1900	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	250.
FUENTE LATINA INC 1395 BRICKELL AVE STE 800 MIAMI, FL 33131-3302	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	50,000.
ISRAEL PROJECT INC 1901 PENNSYLVANIA AVE NW STE 600 WASHINGTON, DC 20006-3454	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	50,000.
ISRAEL VENTURE NETWORK 540 COWPER ST STE 200 PALO ALTO, CA 94301-1806	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	33,000.
JERUSALEM FOUNDATION INC 420 LEXINGTON AVE STE 1645 NEW YORK, NY 10170-0170	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	25,000.
JEWISH COMMUNITY FEDERATION OF S F MARIN PENINSULA & SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO, CA 94105-4105	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	422,000.
JEWISH COMMUNITY RELATIONS COUNCIL OF SAN FRANCISCO MARIN & PENINSULA 121 STEUART ST STE 301 SAN FRANCISCO, CA 94105-1221	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	70,000.
KATHERINE DELMAR BURKE SCHOOL 7070 CALIFORNIA STREET SAN FRANCISCO, CA 94121-1798	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	11,000.
KQED INC 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	1,500.
NORCAL CREW 1450 MAPLE ST REDWOOD CITY, CA 94063-2719	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	200.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OREGON SHAKESPEARE FESTIVAL ASSOCIATION PO BOX 158 ASHLAND, OR 97520-0158	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	6,250.
OSHMAN FAMILY JEWISH COMMUNITY CENTER 3921 FABIAN WAY PALO ALTO, CA 94303-4606	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	2,000.
P E F ISRAEL ENDOWMENT FUNDS INC 630 THIRD AVENUE 15TH FLOOR NEW YORK, NY 10017-0017	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	236,250.
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT BERKELEY 201 SPROUL HALL #1960 BERKELEY, CA 94720-4720	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	35,000.
SHALEM FOUNDATION 845 THIRD AVE 6TH FL NEW YORK, NY 10022-0022	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	500.
STANFORD UNIVERSITY PO BOX 20466 STANFORD, CA 94309-4309	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	115,000.
THE CENTER FOR JEWISH CAMPUS LIFE INC 565 MAYFIELD AVE STANFORD, CA 94305-8456	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	10,000.
THE PALO ALTO COMMUNITY FUND 330 TWIN DOLPHIN DR STE 151 REDWOOD CITY, CA 94065-1455	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	500.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION P.O. BOX 45339 SAN FRANCISCO, CA 94145-0339	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	22,000.
WASHINGTON INSTITUTE FOR NEAR EAST POLICY 1111 19TH ST NW STE 500 WASHINGTON, DC 20036-3617	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	50,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY INC ONE BATTERY PARK PLAZA, 25TH FLOOR NEW YORK, NY 10004-1405	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	12,000.
AMERICAN FRIENDS OF THE REUT INSTITUTE 8383 WILSHIRE BLVD STE 400 BEVERLY HILLS, CA 90211-2400	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	25,000.
AMERICAN FRIENDS OF THE TEL AVIV UNIVERSITY INC 39 BROADWAY NEW YORK, NY 10006-3003	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	25,000.
AMERICAN ISRAEL EDUCATION FOUNDATION INC 251 H ST NW WASHINGTON, DC 20001-2604	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	37,500.
AMERICAN JEWISH COMMITTEE 165 E 56TH ST NEW YORK, NY 10022-2709	NONE	PUBLIC CHARITY	NON-SPECIFIC CHARITABLE PURPOSE	12,500.
Total	SEE CONTINUATION SHEET(S)			1,383,950.
b Approved for future payment				
NONE				
Total				0.

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2016

Name of the organization

FELDMAN FOUNDATION CA

Employer identification number

47-3798908

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization FELDMAN FOUNDATION CA	Employer identification number 47-3798908
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Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE FELDMAN FAMILY FOUNDATION 9101 LYNDON B JOHNSON FWY STE 440 DALLAS, TX 75243	\$ 529,248.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization FELDMAN FOUNDATION CA	Employer identification number 47-3798908
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed

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

Name of organization FELDMAN FOUNDATION CA	Employer identification number 47-3798908
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	8.	8.	
STATE OF ISRAEL	2,589.	2,589.	
STERLING NATIONAL BANK	568.	568.	
TOTAL TO PART I, LINE 3	3,165.	3,165.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB INTEREST PER K-1	450,173.	0.	450,173.	450,173.	
LONGREACH CAPITAL PARTNERS	2,303.	0.	2,303.	2,303.	
TO PART I, LINE 4	452,476.	0.	452,476.	452,476.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PER K-1 - LONGREACH CAPITAL PARTNERS 1, LP NONDIVIDEND DISTRIBUTIONS	3. 9,974.	3. 9,974.	
TOTAL TO FORM 990-PF, PART I, LINE 11	9,977.	9,977.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	15,209.	0.		15,209.
TO FM 990-PF, PG 1, LN 16A	15,209.	0.		15,209.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING PROFESSIONAL FEES - ADMINISTRATION	13,298.	0.		13,298.
	8,033.	0.		8,033.
TO FORM 990-PF, PG 1, LN 16B	21,331.	0.		21,331.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PHILANTHROPIC CONSULTING SERVICES	57,145.	0.		57,145.
INVESTMENT MANAGEMENT FEES	39,516.	39,516.		0.
ADMINISTRATIVE FEES	47,769.	0.		47,769.
TO FORM 990-PF, PG 1, LN 16C	144,430.	39,516.		104,914.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	8,194.	0.		0.
FOREIGN TAXES	14,227.	14,227.		0.
TO FORM 990-PF, PG 1, LN 18	22,421.	14,227.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PER K-1 - BRIDGE PARTNERS FUND II NET RENTAL REAL ESTATE	11,725.	11,725.		0.
PER K-1 - BRIDGE PARTNERS FUND II NONDEDUCTIBLE EXPENSES	2.	0.		0.
PER K-1 - LONGREACH CAPITAL PARTNERS 1 PORTFOLIO DEDUCTIONS	335.	335.		0.
OFFICE & SUPPLIES	1,816.	0.		1,816.
TRANSFER - CONTRIBUTIONS - THE FELDMAN FAMILY FOUNDATION	0.	0.		62,500.
TRANSFER - CHARITABLE EXPENSES - THE FELDMAN FAMILY FOUNDATION	0.	0.		109,163.
PAYROLL PROCESSING FEE	839.	0.		839.
TO FORM 990-PF, PG 1, LN 23	14,717.	12,060.		174,318.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
TRANSFER-THE FELDMAN FAM. FNDN-SEE STMT CONCERNING COMPLETE DIST. OF ASSETS	32,797,925.
FMV ADJUSTMENT	5,188,552.
TOTAL TO FORM 990-PF, PART III, LINE 3	37,986,477.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DOUBLELINE CORE FIXED INCOME I	2,505,458.	2,505,458.
FIRST EAGLE SOGEN OVERSEAS FUND CLASS I	2,585,101.	2,585,101.
ISHARES LEHMAN 20+ YR TREAS	684,283.	684,283.
PIMCO TOTAL RETURN FUND	1,261,855.	1,261,855.
SELECT SECTOR SPDR ENERGY FUND	1,611,095.	1,611,095.
VANGUARD DIVIDEND GROWTH FD	1,535,883.	1,535,883.
VANGUARD FTSE DEVELOPED MARKETS	2,642,938.	2,642,938.
VANGUARD FTSE EMERGING MARKETS	949,959.	949,959.
VANGUARD INTERMEDIATE TERM INVESTMENT GRD FD ADM	1,905,441.	1,905,441.
VANGUARD SF REIT ETF	1,010,167.	1,010,167.
VANGUARD TOTAL STOCK MARKET ETF	3,200,476.	3,200,476.
WFA EMERGING MARKETS EQUITY FUND INSTITUTIONAL CLASS	933,014.	933,014.
YACKTMAN FUND, INC. (THE)	1,350,131.	1,350,131.
TOTAL TO FORM 990-PF, PART II, LINE 10B	22,175,801.	22,175,801.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE OF ISRAEL	200,000.	200,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	200,000.	200,000.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BRIDGE PARTNERS FUND I LP	FMV	785,300.	785,300.
BRIDGE PARTNERS FUND II LP	FMV	379,139.	379,139.
DELOS INVESTMENT FUND LP	FMV	759,196.	759,196.
EDGESTREAM NIAS FUND LTD	FMV	704,927.	704,927.
ELLIOTT INTERNATIONAL LIMITED	FMV	4,634,668.	4,634,668.
HG CAPITAL IX LLC	FMV	702,000.	702,000.
JARGONNANT PARTNERS	FMV	1,244,837.	1,244,837.
LONGREACH CAPITAL PARTNERS 1, LP	FMV	278,404.	278,404.
PALOMA INTERNATIONAL LTD	FMV	1,297,541.	1,297,541.
SENTINEL CAPITAL PARTNERS III LP	FMV	2,412.	2,412.
SENTINEL CAPITAL PARTNERS IV LP	FMV	281,508.	281,508.
SENTINEL CAPITAL PARTNERS IV-A LP	FMV	282,383.	282,383.
SENTINEL CAPITAL PARTNERS V LP	FMV	257,856.	257,856.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,610,171.	11,610,171.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL EXCISE TAX PAYABLE	0.	2,684.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	2,684.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 14

NAME OF CONTRIBUTOR	ADDRESS
THE FELDMAN FAMILY FOUNDATION	9101 LYNDON B. JOHNSON FWY #440 DALLAS, TX 75243
DANIEL E. FELDMAN - PRESIDENT - THE FELDMAN FAMILY FOUNDATION	555 BRYANT ST. #260 PALO ALTO, CA 94301
SANDRA S. FELDMAN - DIRECTOR - THE FELDMAN FAMILY FOUNDATION	555 BRYANT ST. #260 PALO ALTO, CA 94301
DAVID W. FELDMAN - DIRECTOR - THE FELDMAN FAMILY FOUNDATION	555 BRYANT ST. #260 PALO ALTO, CA 94301
JONATHAN H. FELDMAN - DIRECTOR - THE FELDMAN FAMILY FOUNDATION	555 BRYANT ST. #260 PALO ALTO, CA 94301
ROBERT L. FELDMAN - VICE PRESIDENT - THE FELDMAN FAMILY FOUNDATION	9101 LYNDON B. JOHNSON FWY #440 DALLAS, TX 75243
CYNTHIA FELDMAN - DIRECTOR - THE FELDMAN FAMILY FOUNDATION	9101 LYNDON B. JOHNSON FWY #440 DALLAS, TX 75243

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DANIEL E. FELDMAN, FELDMAN FOUNDATION CA
555 BRYANT STREET, SUITE 260
PALO ALTO, CA 94301

TELEPHONE NUMBER

650 326-4353

FORM AND CONTENT OF APPLICATIONS

WRITTEN REQUEST WITH FULL PROGRAM INFORMATION, TAX-EXEMPT DETERMINATION
LETTER AND STATEMENT OF NEED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Feldman Foundation CA 47-3798908

Form 990-PF, Part XI, Distributable Amount

**Distributable Amount - Combined with Feldman Foundation CA and The Feldman Family Foundation
2016**

All assets of The Feldman Family Foundation (EIN 20-2098529) were transferred to Feldman Foundation TX and Feldman Foundation CA pursuant to IRC Sec 507(b)(2).

	Carryover from The Feldman Family Fndn*	Feldman Foundation CA	Total
Minimum Investment Return			
Avg monthly FMV securities	19,914,045	16,176,337	36,090,382
Avg monthly cash balance	273,737	418,403	692,140
Avg monthly other balance	774	-	774
Total	20,188,555	16,594,740	36,783,295
Cash deemed for charitable purposes 1.5%	302,828	248,921	551,749
Net value of non-charitable use assets	19,885,727	16,345,819	36,231,546
Minimum investment return 5%	994,286	817,291	1,811,577
Tax	32,638	5,723	38,361
Distributable amount	961,648	811,568	1,773,216

* see The Feldman Family Foundation 2016 Form 990-PF

The Feldman Family Foundation 20-2098529
 Form 990-PF, Part V - Qualification Under Sec 4940(e) for
 Reduced Tax on Net Investment Income
 Allocation to Successor Foundation
 2016

Per IRC Sec. 507, Feldman Foundation CA
 will succeed to a share of the tax attributes of
 The Feldman Family Foundation (EIN 20-2098529)

Amounts Allocated by The Feldman Family Foundation
Feldman Foundation CA
(Successor Foundation)

Base Period Year	<u>The Feldman Family Foundation</u>			Adjusted Qualifying Distributions	Net Value of Non-charitable- Use Assets	Distribution Ratio
	Adjusted Qualifying Distributions	Net Value of Non-charitable- Use Assets	Distribution Ratio			
2015	3,445,913	72,686,628	0 047408	1,722,957	36,343,314	0 047408
2014	3,099,106	74,999,406	0 041322	1,549,553	37,499,703	0 041322
2013	3,518,641	69,974,122	0 050285	1,759,321	34,987,061	0 050285
2012	1,736,823	37,775,131	0 045978	868,412	18,887,566	0 045978
2011	2,167,182	37,329,305	0 058056	1,083,591	18,664,653	0 058056

To be reported on 2017 Form 990-PF for 2016
 Qualifying distributions

Carryover from The Feldman Family Foundation	171,663
2016 qualifying distributions by Feldman Foundation CA	<u>1,714,142</u>
Total	<u>1,885,805</u>

Feldman Foundation CA 47-3798908
Form 990-PF, Part XII - Qualifying Distributions
2016

Line 1 - Amounts paid to accomplish charitable purposes	
Line 1 a - Expenses, contributions, gifts, etc -	
Transfer from The Feldman Foundaiton	171,663
2016 qualifying distributions by	
Feldman Foundation CA	<u>1,714,142</u>
 Total	 <u>1,885,805</u>