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Return of Private Foundation

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

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation

THE GENERATIONS FUND

Number and street (or P O box number if mail is not delivered to street address)

1751 LAKE COOK ROAD

400

City or town, state or province, country, and ZIP or foreign postal code

DEERFIELD, IL 60015

G Check all that apply

<input type="checkbox"/>	Initial return	<input type="checkbox"/>	Initial return of a former public charity
<input type="checkbox"/>	Final return	<input type="checkbox"/>	Amended return
<input checked="" type="checkbox"/>	Address change	<input type="checkbox"/>	Name change

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at J Accounting method Cash Accrual
end of year (from Part II, col. (c), line 16) ► \$ 3,285,609. (Part I, column (d) must be on cash basis)

A Employer identification number

77-0609737

B Telephone number (see instructions)

(847) 205-5000

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 ► **Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	2,509.	2,509.		ATCH 1
4 Dividends and interest from securities	74,385.	74,385.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	53,275.			
b Gross sales price for all assets on line 6a 1,036,467.				
7 Capital gain net income (from Part IV, line 2)		53,275.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH. 3	-823.	-823.		
12 Total. Add lines 1 through 11	129,346.	129,346.	0	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) ATCH. 4	996.	996.		
b Accounting fees (attach schedule) ATCH. 5	26,130.	22,210.		3,920.
c Other professional fees (attach schedule) [6]	16,011.	16,011.		
17 Interest				
18 Taxes (attach schedule) (see instructions) [7]	3,683.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 8	25.			15.
24 Total operating and administrative expenses	46,845.	39,217.		3,935.
Add lines 13 through 23				
25 Contributions, gifts, grants paid	161,843.			161,843.
26 Total expenses and disbursements (add lines 24 and 25)	208,688.	39,217.	0	165,778.
27 Subtract line 26 from line 12				
a Expense of revenue over expenses and disbursements	-79,342.			
b Net investment income (if negative, enter -0-)		90,125.		
c Adjusted net income (if negative, enter -0-)				

10/03

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	72,047.	112,330.	112,330.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule) [9]	45,328.	45,328.	11,244.
	b	Investments - corporate stock (attach schedule) ATCH 10	1,657,199.	1,571,609.	1,588,354.
	c	Investments - corporate bonds (attach schedule) ATCH 11	1,644,866.	1,603,595.	1,573,681.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ► (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ► (attach schedule)			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,419,440.	3,332,862.	3,285,609.
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 (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
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, . . . ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,419,440.	3,332,862.	
	30	Total net assets or fund balances (see instructions)	3,419,440.	3,332,862.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,419,440.	3,332,862.	

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	3,419,440
2	Enter amount from Part I, line 27a	2	-79,342.
3	Other increases not included in line 2 (itemize) ► ATCH 12	3	6,000.
4	Add lines 1, 2, and 3	4	3,346,098.
5	Decreases not included in line 2 (itemize) ► ATCH 13	5	13,236.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,332,862.

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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	53,275.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }		3	0	

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))
2013	172,447.	3,410,179.	0.050568
2012	171,568	3,034,338.	0.056542
2011	150,893.	3,099,012.	0.048691
2010	145,842.	3,025,688.	0.048201
2009	141,728.	2,632,333.	0.053841

2 Total of line 1, column (d) 2 0.257843

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 0.051569

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 4 3,403,054.

5 Multiply line 4 by line 3 5 175,492.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 901

7 Add lines 5 and 6 7 176,393.

8 Enter qualifying distributions from Part XII, line 4 8 165,778.
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)	1	1,803.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	1,803.
3	Add lines 1 and 2		
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-		
6	Credits/Payments	6a 6b 6c 6d	2,440. 500. 2,940.
a	2014 estimated tax payments and 2013 overpayment credited to 2014		
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d	7	2,940.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,137.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ► 1,137. Refunded ► 11		

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	X	
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL, _____		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► MILLER, COOPER & CO., LTD. Telephone no ► 847-205-5000 Located at ► 1751 LAKE COOK ROAD, SUITE 400 DEERFIELD, IL ZIP+4 ► 60015	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15	
16	At any time during calendar year 2014, 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, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ►	
	Yes	No
16	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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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 2014?		
1b		
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	<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)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
2b		
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 2014 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 2014)		
3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<i>If "Yes" to 6b, file Form 8870</i>					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 14		0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3 ►		

Form 990-PF (2014)

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	3,320,017.
b Average of monthly cash balances	1b	134,860.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	3,454,877.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	3,454,877.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	51,823.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,403,054.
6 Minimum investment return. Enter 5% of line 5	6	170,153.

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	170,153.
2a Tax on investment income for 2014 from Part VI, line 5	2a	1,803.
b Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,803.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	168,350.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	168,350.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	168,350.

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	165,778.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	165,778.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	165,778.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				168,350.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 12 ,20 11 ,20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009 11,506.				
b From 2010				
c From 2011				
d From 2012 22,145.				
e From 2013 4,341.				
f Total of lines 3a through e	37,992.			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 165,778.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				165,778.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	2,572.			2,572.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	35,420.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	8,934.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	26,486.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012 22,145.				
d Excess from 2013 4,341.				
e Excess from 2014				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)					NOT APPLICABLE
a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling	<input type="text"/>				
b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/>		4942(j)(3) or		<input type="checkbox"/> 4942(j)(5)
2a 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) 2014	(b) 2013	(c) 2012	(d) 2011	
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)(ii)					
(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))

BRUCE MORRIS AND ELLEN MORRIS

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

ATCH 15

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

BY LETTER

c Any submission deadlines

NONE

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

QUALIFIED CHARITIES UNDER IRC SECTION 170(C)

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
ATCH 16				
Total			► 3a	161,843.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,509.	
4 Dividends and interest from securities			14	74,385.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	53,275.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 17				-823.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				129,346.	
13 Total Add line 12, columns (b), (d), and (e)				13	129,346.

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)	X	
(2) Other assets	1a(2)	X	
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X	
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X	
(3) Rental of facilities, equipment, or other assets	1b(3)	X	
(4) Reimbursement arrangements	1b(4)	X	
(5) Loans or loan guarantees	1b(5)	X	
(6) Performance of services or membership or fundraising solicitations	1b(6)	X	
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X	
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

**Sign
Here**

Elle J. Morris

10/27/15

► Trustee / President

Signature of officer or trustee

Date

Titel

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name DAPHNE MCCOY	Preparer's signature <i>Daphne McCoy</i>	Date 10/27/15	Check <input type="checkbox"/> if self-employed	PTIN P00223571
	Firm's name ► MILLER, COOPER & CO., LTD.	Firm's EIN ► 36-2897372			
	Firm's address ► 1751 LAKE COOK ROAD, SUITE 400 DEERFIELD, IL	60015	Phone no	847-205-5000	

Form 990-PF (2014)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
			TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				- 4,790.	
			TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				- 7,186.	
			TOTAL CAPITAL GAIN DISTRIBUTIONS				62,290.	
63,623.			PUBLICLY TRADED SECURITIES 63,131.			VARIOUS	492.	VARIOUS
972,844.			PUBLICLY TRADED SECURITIES 970,375.			VARIOUS	2,469.	VARIOUS
TOTAL GAIN(LOSS)							<u>53,275.</u>	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
UBS CHARLES SCHWAB UNITED STATES COMMODITY INDEX FUND	2,457. 11. 41.	2,457. 11. 41.	2,457. 11. 41.
TOTAL	<u>2,509.</u>	<u>2,509.</u>	<u>2,509.</u>

ATTACHMENT 1

ATTACHMENT 1

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
UBS FINANCIAL SERVICES CHARLES SCHWAB	74,384.	74,384.	74,384.
TOTAL	<u>74,385.</u>	<u>74,385.</u>	<u>74,385.</u>

FORM 990PF, PART I - OTHER INCOME

ATTACHMENT 3

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
MISCELLANEOUS INCOME UNITED STATES COMMODITY INCOME / (LOSS)	5. -828.	5. -828.	
TOTALS		<u>-823.</u>	<u>-823.</u>

FORM 990PF, PART I - LEGAL FEES

ATTACHMENT 4

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	996.	<u>996.</u>	<u>996.</u>	<u>996.</u>
TOTALS				

FORM 990PF, PART I - ACCOUNTING FEES

ATTACHMENT 5

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	26,130.	22,210.		3,920.
TOTALS	<u>26,130.</u>	<u>22,210.</u>		<u>3,920.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
UBS FEES	245.	245.		
INVESTMENT MANAGEMENT FEES	15,766.	15,766.		
TOTALS	<u>16,011.</u>	<u>16,011.</u>		

FORM 990PF, PART I - TAXES

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL TAXES	3,683.			
TOTALS		<u>3,683.</u>		

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INCOME</u>	<u>INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FILING FEES	<u>25.</u>	<u>25.</u>	<u>25.</u>	<u>25.</u>	<u>15.</u>
TOTALS					

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
TOOMBS COUNTY GA DEV AUTH	45,328.	11,244.
US OBLIGATIONS TOTAL	<u>45,328.</u>	<u>11,244.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
ACADIAN EM	126,089.	128,705.
ALTAIR SMALLER COMPANIES FD		
ASTON/RIVER ROAD SCV	59,741.	53,674.
DRIEHAUS EMERGING MKTS		
HARBOR SCG		
GOOD HARBOR US TACTICAL	87,811.	73,821.
MANNING & NAPIER	336,548.	319,778.
OAKMARK SELECT	118,457.	152,034.
PIMCO GLOBAL MULTI	143,501.	134,536.
CREDIT SUISSE COMMODITY		
EPA CRESCENT	113,790.	136,553.
UNITED STATES COMMODITY ETF		
VANGUARD GLOBAL EX US	99,576.	71,807.
TOUCHSTONE SANDS CAPITAL	74,498.	77,493.
VAN ECK CM COMMODITY	125,476.	154,109.
VANGUARD REIT INDEX	82,914.	63,271.
AURORA HORIZONS	71,451.	88,770.
	131,757.	133,803.
TOTALS		<u>1,571,609.</u>
		<u>1,588,354.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 11

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
PIMCO TOTAL RETURN	349,578.	325,167.
TEMPLETON GLOBAL BD	457,554.	454,930.
VANGUARD BOND INDEX FUND	796,463.	793,584.
VANGUARD TOTAL BOND		
TOTALS	<u>1,603,595.</u>	<u>1,573,681.</u>

ATTACHMENT 12

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
2014 CONTRIBUTIONS PAID IN 2015	6,000.
TOTAL	<u>6,000.</u>

ATTACHMENT 13

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
US COMMODITY INDEX FUND K-1 ACTIVITY	12,763.
OTHER	473.
TOTAL	<u>13,236.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ELLEN MORRIS 2100 N. MAGNOLIA CHICAGO, IL 60614	PRESIDENT, SECRETARY, DIRECTOR 1.00	0	0	0
BRUCE MORRIS 428 NW ALBEMARLE PORTLAND, OR 97210	TREASURER & DIRECTOR 1.00	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

ELLEN MORRIS, THE GENERATIONS FUND
1751 LAKE COOK ROAD, SUITE 400
DEERFIELD, IL 60015
847-205-5000

ECFM SCOPE, PART XVI - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS

AND

RECIPIENT NAME AND ADDRESS

AMOUNT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHMENT A

GENERAL SUPPORT

N/A

501 (C) (3)

TOTAL CONTRIBUTIONS PAID

AMOUNT

161,843

161,843

ATTACHMENT 16

THE GENERATIONS FUND
FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING
EIN: 77-0609737
ATTACHMENT A
TAX YEAR 12/31/2014

2014 Contributions

ALEPH	Philadelphia, PA	\$1,000 00	Unrestricted
American Jewish World Services	New York, NY	\$1,000 00	Unrestricted
Body Wisdom	Oakland, CA	\$3,000 00	Unrestricted
Brigham & Women's Hospital	Boston, MA	\$3,225 00	Unrestricted
Care for Real Food Bank	Chicago, IL	\$1,125 00	Unrestricted
Chabad of Oregon	Portland, OR	\$500 00	Unrestricted
Chicago Police Memorial Foundation	Chicago, IL	\$500 00	Unrestricted
Chicago Symphony Orchestra	Chicago, IL	\$3,500 00	Unrestricted
Chicago Waldorf School	Chicago, IL	\$4,200 00	Unrestricted
Chicago Women's Health Center	Chicago, IL	\$1,000 00	Unrestricted
Cystic Fibrosis Foundation	Chicago, IL	\$500 00	Unrestricted
Emanuel Congregation	Chicago, IL	\$2,000 00	Unrestricted
Emanuel Congregation-Building Fund	Chicago, IL	\$6,000 00	Unrestricted
Evanston Community Foundation	Evanston, IL	\$3,000 00	Unrestricted
Evanston Symphony	Evanston, IL	\$1,500 00	Unrestricted
Greater Chicago Food Depository	Chicago, IL	\$2,000 00	Unrestricted
Hand In Hand	Portland, OR	\$1,000 00	Unrestricted
Harmony House for Cats	Chicago, IL	\$250 00	Unrestricted
Hebrew Union College-Jewish Inst. Of Religion	New York, NY	\$1,000 00	Unrestricted
Howard Brown Health Center	Chicago, IL	\$2,000 00	Unrestricted
Interlochen Center for the Arts	Interlochen, MI	\$3,000 00	Unrestricted
Ithaca College	Ithaca, NY	\$10,000 00	Unrestricted
J Street	Washington, DC	\$1,000 00	Unrestricted
Jewish Federation of Portland	Portland, OR	\$9,000 00	Unrestricted
Jewish United Fund	Chicago, IL	\$19,500 00	Unrestricted
KBY Congregations Together (Nava Tehila)	Brooklyn, NY	\$1,000 00	Unrestricted
Lambs Farm	Libertyville, IL	\$500 00	Unrestricted
Lync Opera	Chicago, IL	\$1,000 00	Unrestricted
Mazon	Los Angeles, CA	\$2,000 00	Unrestricted
Mercy Corps	Portland, OR	\$2,000 00	Unrestricted
Mittleman Jewish Community Center	Portland, OR	\$1,000 00	Unrestricted
National MS Society	Chicago, IL	\$3,000 00	Unrestricted
New CAJE Inc	Glen Head, NY	\$500 00	Unrestricted
New Israel Fund	Washington, DC	\$6,000 00	Unrestricted
Noble Network Of Charter Schools	Chicago, IL	\$3,000 00	Unrestricted
Northwestern Brain Tumor Institute	Chicago, IL	\$1,000 00	Unrestricted
Oregon Food Bank	Portland, OR	\$1,000 00	Unrestricted
OSRUI	Deerfield, IL	\$1,325 00	Unrestricted
P'nai Or of Portland	Portland, OR	\$14,843 00	Unrestricted
Planned Parenthood Columbia Willamette	Portland, OR	\$1,000 00	Unrestricted
Polyphony HS	Evanston, IL	\$400 00	Unrestricted
Ravinia Festival	Highland Park, IL	\$10,000 00	Unrestricted
Reclaiming Judaism	New Rochelle, NY	\$4,625 00	Unrestricted
Rush University Medical Center	Chicago, IL	\$7,000 00	Unrestricted
SHALVA	Chicago, IL	\$2,000 00	Unrestricted
Sisters of the Road	Portland, OR	\$1,000 00	Unrestricted
Southern Poverty Law Center	Montgomery, AL	\$1,000 00	Unrestricted
Umoja Student Development Corporation	Chicago, IL	\$3,500 00	Unrestricted
Union for Reform Judaism (URJ)	New York, NY	\$1,000 00	Unrestricted
Valley of the Kings	Sharon, WI	\$250 00	Unrestricted
WITS	Chicago, IL	\$100 00	Unrestricted
World Union	New York, NY	\$1,000 00	Unrestricted
Youth Build	North Chicago, IL	\$10,000 00	Unrestricted
 Total		\$161,843 00	

FORM 990-PE, PART XVI-A - ANALYSIS OF OTHER REVENUE

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
CLASS ACTION SETTLEMENT MECKLENBURGER UNITED STATES COMMODITY INCOME / (LOSS)		01	01	5.	
TOTALS				-828.	
				<u><u>-823.</u></u>	

ATTACHMENT 17