See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation COUSINS PROPERTIES FOUNDATION, INC.	**A** Employer identification number 20-3982777
Number and street (or P O box number if mail is not delivered to street address) C/O COUSINS PROPERTIES INCORPORATED 191 PEACHTREE STREET — Room/suite 500	**B** Telephone number (see instructions) (404) 407-1000
City or town, state or province, country, and ZIP or foreign postal code ATLANTA, GA 30303	**C** If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 4,249,700.

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

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)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	140,062.	140,062.		ATCH 1
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	46,517.			
b	Gross sales price for all assets on line 6a 1,727,331.				
7	Capital gain net income (from Part IV, line 2)		46,517.		
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	68.	68.		
12	**Total.** Add lines 1 through 11	186,647.	186,647.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 4				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 5	51,574.	51,574.		
24	**Total operating and administrative expenses.** Add lines 13 through 23	51,574.	51,574.		
25	Contributions, gifts, grants paid	558,333.			558,333.
26	**Total expenses and disbursements** Add lines 24 and 25	609,907.	51,574.		558,333.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-423,260.			
b	**Net investment income** (if negative, enter -0-)		135,073.		
c	**Adjusted net income** (if negative, enter -0-)				

SCANNED DEC 06 2016

RECEIVED DEC 2016 OGDEN, UT
E2-689

JSA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2015)
5E1410 1 000
5NN3TL 2591 V 15-7F

930 19

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing		356,756.	368,111.	368,111.
	2	Savings and temporary cash investments				
	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) ▶	*		* 34.	ATCH 4
		Less allowance for doubtful accounts ▶			34.	
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	ATCH 5	4,065,877.	3,716,723.	3,881,589.
	c	Investments - corporate bonds (attach schedule)				
	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)		4,422,633.	4,084,868.	4,249,700.
Liabilities	17	Accounts payable and accrued expenses		20,244.		
	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)		20,244.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ 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 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		5,500,000.	5,500,000.	
	29	Retained earnings, accumulated income, endowment, or other funds		-1,097,611.	-1,415,132.	
	30	Total net assets or fund balances (see instructions)		4,402,389.	4,084,868.	
	31	Total liabilities and net assets/fund balances (see instructions)		4,422,633.	4,084,868.	

Part III Analysis of Changes in Net Assets or Fund Balances

		Line	Amount
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	4,402,389.
2	Enter amount from Part I, line 27a	2	-423,260.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	105,739.
4	Add lines 1, 2, and 3	4	4,084,868.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,084,868.

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) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	46,517.
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))
2014	232,166.	4,664,098.	0.049777
2013	451,083.	4,503,909.	0.100154
2012	284,750.	4,389,349.	0.064873
2011	303,250.	4,560,552.	0.066494
2010	368,450.	4,403,171.	0.083678

2	**Total** of line 1, column (d)	2	0.364976
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	0.072995
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	4,436,816.
5	Multiply line 4 by line 3	5	323,865.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,351.
7	Add lines 5 and 6	7	325,216.
8	Enter qualifying distributions from Part XII, line 4	8	558,333.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b	1	1,351.
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	
3	Add lines 1 and 2	3	1,351.
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	1,351.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 4,526.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	4,526.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
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	3,175.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 3,175. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA,			
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? If "No," attach explanation*	8b	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	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)	11		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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ COUSINS PROPERTIES INC. Telephone no ▶ 404-407-1000

Located at ▶ 191 PEACHTREE STREET, SUITE 500 ATLANTA, GA ZIP+4 ▶ 30303

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

		Line	Yes	No
16	At any time during calendar year 2015, 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Line	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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☐ 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)	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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 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 2015)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		
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 2015?	4b		

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

			Yes	No
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 [X] 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 [X] No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) [ ] Yes [X] 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 [X] No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
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)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? [ ] Yes [X] No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? [ ] Yes [X] No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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 (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 9		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		0.

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 NONE	
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 . . . . ▶	

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	4,359,486.
b	Average of monthly cash balances	1b	156,259.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,515,745.
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	4,515,745.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	67,736.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,448,009.
6	**Minimum investment return.** Enter 5% of line 5	6	222,400.

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	222,400.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,351.		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,351.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	221,049.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	221,049.
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	221,049.

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	558,333.
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	558,333.
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	1,351.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	556,982.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7					221,049.
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only					
b Total for prior years 20 13 ,20 12 ,20 11					
3 Excess distributions carryover, if any, to 2015					
a From 2010	150,782.				
b From 2011	79,167.				
c From 2012	81,147.				
d From 2013	233,524.				
e From 2014	7,799.				
f Total of lines 3a through e		552,419.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 558,333.					
a Applied to 2014, 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 2015 distributable amount					221,049.
e Remaining amount distributed out of corpus		337,284.			
5 Excess distributions carryover applied to 2015 (*If an amount appears in column (d), the same amount must be shown in column (a)*)					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		889,703.			
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 2014 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016					
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 2010 not applied on line 5 or line 7 (see instructions)		150,782.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		738,921.			
10 Analysis of line 9					
a Excess from 2011	79,167.				
b Excess from 2012	81,147.				
c Excess from 2013	233,524.				
d Excess from 2014	7,799.				
e Excess from 2015	337,284.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 2015, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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					
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))

N/A

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

N/A

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 8

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

ATCH 9

c Any submission deadlines

ATCH 10

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

NONE

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*				
ATCH 11				
Total . . . . ▶ **3a**				558,333.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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					
4 Dividends and interest from securities	531120		14		
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	523000		18		
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 ______

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
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?			
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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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 [signature] | 11-14-16 | VP-TAX

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only				
Print/Type preparer's name: ANDREW K. MAUDE	Preparer's signature: [signature]	Date: 11/11/2016	Check ☐ if self-employed	PTIN: P00706613
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 191 PEACHTREE STREET, SUITE 2000 ATLANTA, GA 30303-1924			Phone no 404-220-1500	

COUSINS PROPERTIES FOUNDATION, INC. 20-3982777

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)	
		MERRILL LYNCH ACCT 706-03419						
103,696.		122,748.					-19,052.	
		MERRILL LYNCH ACCT 706-03419						
282,255.		305,192.					-22,937.	
		MERRILL LYNCH ACCT 706-03420						
1,038,661.		915,325.					123,336.	
		MERRILL LYNCH ACCT 706-03420						
302,719.		337,549.					-34,830.	
TOTAL GAIN(LOSS)							46,517.	

ATTACHMENT 1

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME		140,062.	140,062.
	TOTAL	140,062.	140,062.

COUSINS PROPERTIES FOUNDATION, INC. 20-3982777

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME		68.	68.
	TOTALS	68.	68.

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GENERAL & ADMINISTRATIVE		51,574.	51,574.
	TOTALS	51,574.	51,574.

ATTACHMENT 4

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: OTHER RECEIVABLES

ENDING BALANCE DUE	34.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	34.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MERRILL LYNCH ACCOUNTS	3,716,723.	3,881,589.
TOTALS	3,716,723.	3,881,589.

ATTACHMENT 6

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

DESCRIPTION		AMOUNT
FMV ADJUSTMENT		105,739.
	TOTAL	105,739.

COUSINS PROPERTIES FOUNDATION, INC. 20-3982777

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
LARRY L. GELLERSTEDT III 191 PEACHTREE STREET, STE 500 ATLANTA, GA 30303	PRESIDENT, CEO, DIRECTOR
GREGG ADZEMA 191 PEACHTREE STREET, STE 500 ATLANTA, GA 30303	EXECUTIVE VP, CFO, DIRECTOR

ATTACHMENT 8

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

PAMELA F. ROPER
191 PEACHTREE STREET, SUITE 500
ATLANTA, GA 30303
404-407-1000

ATTACHMENT 9

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

COUSINS PROPERTIES FOUNDATION, INC. DOES NOT USE A FORMAL APPLICATION FORM. SEE ATTACHMENT "NARRATIVE DESCRIPTION OF ACTIVITIES" FOR EXPLANATION OF GRANT REQUEST CONSIDERATION (ATTACHMENT 12).

ATTACHMENT 10

990PF, PART XV - SUBMISSION DEADLINES

GRANT REQUESTS ARE CONSIDERED ON A ROLLING BASIS THROUGHOUT THE FISCAL YEAR.

COUSINS PROPERTIES FOUNDATION, INC 20-3982777

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WOODRUFF ARTS CENTER 1280 PEACHTREE STREET NW SUITE 4074 ATLANTA, GA 30309	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	25,000
EAST LAKE COMMUNITY FOUNDATION 2606 ALSTON DRIVE SE ATLANTA, GA 30317	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	210,000
ATLANTA POLICE FOUNDATION 191 PEACHTREE STREET, SUITE 191 ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	5,000
GEORGIA COUNCIL ON ECONOMIC EDUCATION 165 COURTLAND STREET SUITE A-242 ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	2,500
ATLANTA BALLET INC 1695 MARIETTA BOULEVARD NW ATLANTA, GA 30318	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTION	30,000
GRADY HEALTH FOUNDATION 191 PEACHTREE ST NE, SUITE 820 ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTION	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ATLANTA BELTLINE PARTNERSHIP 250 WILLIAMS STREET NW SUITE 2115 ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTION	33,333
METRO ATLANTA CHAMBER 235 ANDREW YOUNG INTERNATIONAL BLVD NW ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTION	50,000
AMERICAN JEWISH COMMITTEE SIX PIEDMONT CENTER SUITE 510 ATLANTA, GA 30305	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	5,000
ATLANTA PARTNERS FOR EDUCATION 250 WILLIAMS STREET NW SUITE 2115 ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	25,000
BOYS & GIRLS CLUBS OF METRO ATLANTA 1275 PEACHTREE STREET NE SUITE 500 ATLANTA, GA 30309	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	5,000
BRIGHT FUTURES ATLANTA 64 EDWIN PLACE NW ATLANTA, GA 30318	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTRAL ATLANTA PROGRESS 84 WALTON STREET SUITE 500 ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	16,667
LEUKEMIA & LYMPHOMA SOCIETY 3715 NORTHSIDE PARKWAY BUILDING 400, SUITE 300 ATLANTA, GA 30327	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	500
EMORY PARKINSON'S DISEASE & MOVEMENT DISORDERS PROGRAM AND SHEPHERD CENTER 1440 CLIFTON ROAD, NW SUITE 170 ATLANTA, GA 30322	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	1,000
FERNBANK MUSEUM OF NATURAL HISTORY 767 CLIFTON ROAD NE ATLANTA, GA 30307	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	50,000
NATIONAL CENTER FOR CIVIL AND HUMAN RIGHTS 250 WILLIAMS STREET NW SUITE 2322 ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	5,000
OPPORTUNITY AUSTIN 535 EAST 5TH STREET AUSTIN, TX 78701	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RONALD MCDONALD HOUSE OF CHAPEL HILL, INC 101 OLD MASON FARM ROAD CHAPEL HILL, NC 27517	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	8,333
UNITED WAY OF METROPOLITAN ATLANTA 100 EDGEWOOD AVENUE, N E ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	27,500
UNITED WAY OF GREATER ATLANTA 100 EDGEWOOD AVENUE, N E ATLANTA, GA 30303	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	27,500
UNITED WAY OF GREATER HOUSTON 50 WAUGH DRIVE HOUSTON, TX 77007	NOT RELATED SEC 501(C)(3) EXEMPT ORGANIZATION	CHARITABLE CONTRIBUTIONS	5,000
		TOTAL CONTRIBUTIONS PAID	558,333

Narrative Description of Activities

The Cousins Properties Foundation (the "Foundation") was formed on December 23, 2005 as a Georgia non-profit corporation. The Foundation is a grant making organization that seeks to support qualified charitable organizations and initiatives that stabilize and sustain communities through social welfare programs. The Foundation intends to provide financial support to successful applicants, where applicants will be qualified 501(c)(3) organizations, except those organizations described in 509(a)(3) of the Internal Revenue Code. The Foundation is the product of the historical practice of charitable contributions by Cousins Properties Incorporated, a Georgia corporation, Cousins Real Estate Corporation, a Georgia corporation ("CREC"), Cousins TRS Services LLC ("TRS"), and their associated companies. It is intended that the Foundation will better organize the corporate practice of charitable contribution and will focus funds and energies on targeted efforts and issues.

The Foundation considers grant requests on a rolling basis throughout the fiscal year. Upon receipt of a grant application, the Foundation officers evaluate the grant requests and then review the request and evaluation with the President of the Foundation. The President of the Foundation then determines whether, when and how much to grant with respect to each request, taking into consideration the recommendation of the Foundation officers. Successful applicants will demonstrate substantive programming that improves the conditions and social welfare of the targeted communities. In addition, grant making criteria include demonstration that the activities selected for funding will result in a sustainable and measurable improvement in the target community. While unsolicited grants may be reviewed, the Foundation intends to focus its grant making on the Southeastern and Southwestern United States, but may make grants in other geographic areas. Since its formation, the Foundation has made grants to several 501(c)(3) organizations.

The Foundation is controlled by a board of directors designated by CREC until its liquidation on December 31, 2014. CREC was the sole contributor to the Foundation. After CREC's liquidation, TRS assumed CREC's role. The Foundation anticipates that TRS may make future grants to the Foundation. However, TRS is not obligated to make any future contributions, and the Foundation is not dependent upon any such future grants to pursue its mission. In addition, the Foundation does not intend to solicit or accept contributions from any other person.

The Foundation operated through the offices of CREC in Atlanta, Georgia. The officers of the Foundation were all also officers of CREC. The Foundation did not compensate or otherwise reimburse CREC for the cost of any service provided by the officers. Further, the Foundation did not compensate or reimburse CREC for the cost of the use of space or office overhead related to the Foundation acuities. The Foundation operates now through the offices of TRS in Atlanta, Georgia and has the same financial arrangement as it previously had with CREC.

The Foundation does not intend to engage in any direct service activities, and it will dedicate 100% of its time to the provision of grants to qualified organizations. Further, the Foundation does not intend to engage in any prohibited activities, including lobbying or otherwise influencing legislation. The Foundation does not discriminate in its determination of grant recipients nor will it support any organizations that discriminate on the basis of race, class, color, religion or national origin. The Foundation will not make grants to individuals.