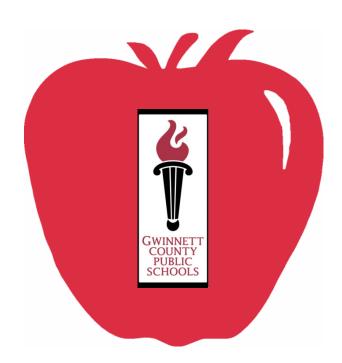
GWINNETT RETIREMENT SYSTEM

GWINNETT COUNTY BOARD OF EDUCATION
Suwanee, Georgia

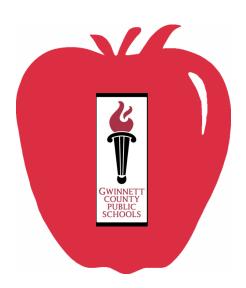


THIRTY-EIGHTH ANNUAL REPORT
Fiscal Year Ended December 31, 2020

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Introductory Section



Gwinnett Retirement System

GWINNETT COUNTY BOARD OF EDUCATION GWINNETT RETIREMENT SYSTEM

437 Old Peachtree Road, NW, Suwanee, GA 30024-2978

JOE HEFFRON, Chm.
DR. MONICA BATISTE, V. Chm.
TONY AGUIRRE
TRENT ALEXANDER
JEFF BURMESTER
SARA LEE
GARY PETMECKY
ERIC SPOTO
KEN YANT

BOARD OF EDUCATION

LOUISE RADLOFF, Chm CAROLE BOYCE, V. Chm STEVE KNUDSEN DR. MARY KAY MURPHY EVERTON BLAIR, JR.

J. ALVIN WILBANKS Superintendent

December 1, 2021

Dear Fellow Employees:

On behalf of the Administrative Committee, I am pleased to present the thirty-eighth Annual Report of the Gwinnett Retirement System (GRS). This report is intended to enhance your understanding of a valuable employee benefit plan and to serve as a report card on the operating results of GRS during 2020.

The GRS was established as an alternative to Social Security upon the request of the Gwinnett County Public School employees, on January 1, 1983. The Plan is funded through a combination of employer and employee contributions, and investment income. In accordance with Georgia law, periodic contributions to the retirement fund are made based on an independent actuary's calculation of the amount necessary to fund all benefits when due. The Plan provides benefits comparable to Social Security at a much-reduced contribution rate for employees.

Since inception, the Plan has grown significantly in terms of total participants. At the end of 2020, there were 21,059 active participants in the Plan, slightly down from 21,508 at the end of 2019. Retirements from the Plan are still increasing and are expected to continue to grow significantly over the next several years, as a greater percentage of school system employees reach retirement age. During 2020, the number of retirees and beneficiaries of the system increased from 9,834 to 10,422.

At the end of 2020, the market value of assets held in the GRS investment portfolio was \$2,479,304,515, and the actuarial funded ratio of the Plan was 93.1%. Since the inception of the Plan, assets have achieved an average annual rate of return of over 9 percent per year. These average annual returns compare quite favorably with those of other public pension plans. Detailed investment performance information is provided in the Investment Section of this report.

All members of the Committee welcome your input and questions at any time. Please feel free to contact any of us at your convenience.

In closing, I would like to express my appreciation to all of our advisors and staff whose diligent work continues to provide all GRS participants with a secure plan that can be counted on to provide all the benefits they expect and deserve. The quality of our plan is a tribute to their wisdom and efforts.

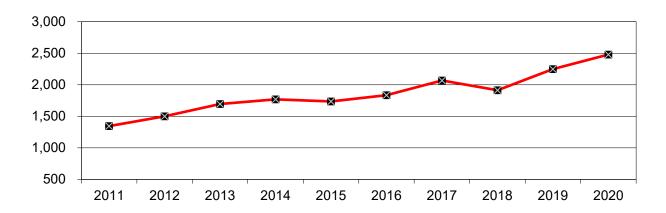
Sincerely,

Joseph P. Heffron

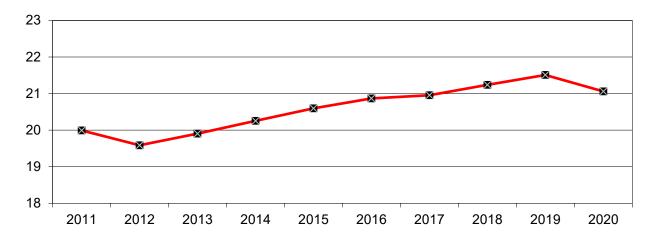
Joseph P. Heffron Chairman, Gwinnett Retirement System Administrative Committee

Gwinnett Retirement System Ten Year History

Plan Investments (\$'s, in Millions, as of 12/31)



Active Plan Participants (In Thousands, as of 12/31)



Gwinnett Retirement System 2020 Staff and Advisors

Gwinnett County Public Schools Board of Education

Louise Radloff, Chairman (District V)
Carole Boyce, Vice Chairman (District III)
Steven Knudsen (District II)
Dr. Mary Kay Murphy (District III)
Everton Blair, Jr. (District IV)

GRS Plan Administrative Committee

J. Alvin Wilbanks, Superintendent (Ex Officio)
Joe Heffron, Chief Financial Officer, Chairman
Dr. Monica Batiste, Chief Human Resources Officer, Vice Chairman
Tony Aguirre, School Business Manager, Collins Hill High School
Trent Alexander, Teacher, Lawrenceville Elementary School
Jeff Burmester, Teacher, Gwinnett School of Mathematics, Science, and Technology
Sara Lee, Retiree
Gary Petmecky, Teacher, Parkview High School

Gary Petmecky, Teacher, Parkview High School Eric Spoto, Executive Director, School Operations & Support Ken Yant, Executive Director, School Food & Nutrition

Administrative Staff

GRS Retirement Services Department

David Harris, Director

Susie Murray, Retirement Services Manager
Rebekah Massey, Retirement Specialist
Lynn Skinner, Retirement Specialist
Olga Ahrens, Retirement Specialist
Linda Batch, Retirement Specialist
Naomi Duncan, Retirement Specialist

Beth Schur, Assistant Director
Mary Beth Carpenter, Retirement Services Coordinator
Josh Cofield, Lead Financial Systems Specialist
Robin Roof, GRS Payroll Assistant
Cindy Bolton, Assistant
Traci Knowles, Assistant
Sigrid Osorio, Assistant

Office of the Chief Financial Officer
Pat Bowden, Recording Exec. Secretary

Investment Managers

Domestic Equity Fixed Income Alternatives BlackRock Standish Mellon Asset Management **AEA Investors** Parametric Balentine Taplin, Canida & Habacht Systematic Financial Management Mellon Capital Management CarVal Investors **HarbourVest** MC Credit Partners Real Estate Northstar Capital International Equity CenterSquare Partners Group State Street Global Advisors State Street Global Advisors Private Advisors

3

Administrative Section



Gwinnett Retirement System

Gwinnett Retirement System Plan Overview

Objective

The objective of the Gwinnett Retirement System is to hold in trust and soundly invest all funds contributed to the Plan in order to provide defined retirement and long-term disability benefits for all covered employees.

Eligibility

Covered employees may retire and elect to receive monthly retirement benefits upon attainment of age 65 with 9 months of service or upon attaining eligibility for early retirement under the appropriate State Plan (Teachers Retirement System of Georgia or Public School Employees Retirement System). Early retirement benefits are reduced by factors which have been established for each year of age under 65. Monthly disability benefits are payable after six months in which the employee remains on approved leave of absence as determined by Board policy, or upon determination of disability if later.

Coverage

All regular full-time employees are automatically covered by the GRS Plan. Full-time employees are those who are regularly scheduled to work at least twenty hours per week and are not student, seasonal or intermittent employees.

Administration

The GRS Plan Administrative Committee consists of nine voting members and one non-voting member. The Superintendent (non-voting), Chief Financial Officer, and the Chief Human Resources Officer are permanent members. The seven other rotating members consist of three school teachers, one local school administrator, one classified employee, one retiree drawing GRS benefits and one person in any position the Board chooses. As each rotating member's term expires, replacement members are recommended by the GRS Plan Administrative Committee to the Superintendent and Board of Education for approval. The rotating members serve a seven-year term. A complete listing of the 2020 GRS Committee is included on page 3.

Asset Management

In 2020 the GRS Plan Administrative Committee employed the firm of NEPC, LLC to provide independent investment consulting. NEPC assisted in the development of investment policies and the selection and employment of investment managers. On an ongoing basis, NEPC has assisted in revising these policies and in monitoring the investment manager results. Detailed information on the investments of the Plan is presented in the Investment Section of this report.

Actuarial

The GRS Plan Administrative Committee employs the firm of Cavanaugh Macdonald Consulting, LLC to perform annual actuarial valuations. A copy of the most recent actuarial valuation report may be viewed or downloaded from the GRS website at: https://www.gcpsk12.org/Page/24712

Audit

The accounting firm of Mauldin & Jenkins, LLP conducts annual audits of the Plan. The audit opinion and the two basic financial statements for 2020 are presented in the Financial Section of this report. A full copy of the financial report may be viewed or downloaded from the GRS website at: https://www.gcpsk12.org/Page/24712

Gwinnett Retirement System Retirement Services Department

Gwinnett Retirement Services Department Mission

The mission of the Retirement Services Department is to provide Gwinnett County Public Schools employees and retirees with the information, guidance, support, and service they need to plan and achieve a comfortable, secure, and independent retirement; and to manage the assets of the Plan to ensure the promise of life-long benefits.

Key Tasks and Responsibilities

Retirement Services

Provide Member Counseling Manage Enrollment Manage Benefits Manage Participant Data Provide Member Statements

Financial Operations

Manage Contributions
Provide Accounting Services
Provide Financial Statements
Manage Disbursements
Manage Banking Operations

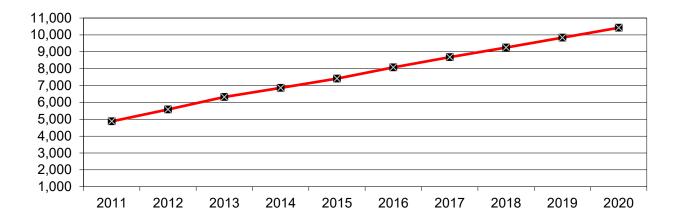
GRS Website

The GRS website was created to provide easy access to Plan information and answers to frequently asked questions. The goal of the website is to maintain continuous communication links between GRS and its customers. The current web address is https://www.gcpsk12.org/Page/24506

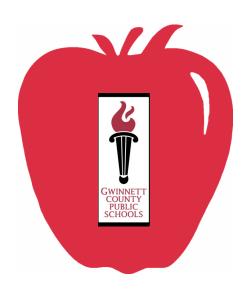
Benefit Recipients

The GRS Department is responsible for the retirement process of every employee who retires from the Plan. Since its inception in 1983, the GRS Plan has continued to experience rapid growth in the annual and overall numbers of retirees. The total number of people receiving monthly GRS benefits is now over 10,400. Over the next several years the number of employees eligible for retirement is expected to continue to grow rapidly.

Benefit Recipients



Financial Section



Gwinnett Retirement System



INDEPENDENT AUDITOR'S REPORT

To the Administrative Committee and Members
Gwinnett County Board of Education Retirement System
Suwanee, Georgia

Report on the Financial Statements

We have audited the accompanying financial statements of the **Gwinnett County Board of Education Retirement System** (the "System") as of and for the year ended December 31, 2020, and the related notes to the financial statements, which collectively comprise the System's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the fiduciary net position of the Gwinnett County Board of Education Retirement System, as of December 31, 2020, and the changes in fiduciary net position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis, the Schedule of Changes in the District's Net Pension Liability and Related Ratios, the Schedule of District's Contributions, and the Schedule of Investment Returns (on pages 3-6, 22, 23, and 24, respectively) be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated November 2, 2021 on our consideration of the System's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the System's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the System's internal control over financial reporting and compliance.

Mauldin & Jenkins, LLC

Atlanta, Georgia November 2, 2021

GWINNETT COUNTY BOARD OF EDUCATION RETIREMENT SYSTEM

STATEMENT OF FIDUCIARY NET POSITION

December 31, 2020

	2020
Assets	
Receivables:	
Accrued interest and dividends	\$ 2,543,395
Pending trades receivable	80,979
Total receivables	2,624,374
Investments, at fair value:	
Investments, at fair value: Common stocks	213,027,204
Preferred stocks	67
Mutual and commingled funds	1,686,037,352
Corporate bonds	92,287,401
Money market funds	16,994,001
Private equity	70,654,423
U.S. treasury inflation protected securities	386,252,737
Securities lending short-term collateral	
investment pool	153,428,987
Gold	11,807,432
Total investments	2,630,489,604
Total assets	2,633,113,979
Liabilities	
Accounts payable and accrued expenses	149,694
Pending trades payable	249,505
Loan payable for securities lending	153,410,265
Total liabilities	153,809,464
Net position restricted for pension benefits	\$ 2,479,304,515

See accompanying notes to financial statements.

GWINNETT COUNTY BOARD OF EDUCATION RETIREMENT SYSTEM

STATEMENT OF CHANGES IN FIDUCIARY NET POSITION

For the Year Ended December 31, 2020

	2020
Additions	
Contributions	
Employer	\$ 74,094,655
Members	11,269,565
Total Contributions	85,364,220
Investment income From investing activities	
Net appreciation in fair value of investments	235,370,286
Interest and dividends	14,435,425
Other investment income	20,810
	249,826,521
Less investment activity expenses	(3,881,152)
Net income from investing activities	245,945,369
From security lending activities	
Security lending income	220,909
Security lending expenses	(16,918)
Net appreciation in fair value short-term collateral	
investment pool	(47,715)
Net income from security lending activities	156,276
Net investment income	246,101,645
Total additions	331,465,865
Deductions	
Benefits paid to participants	
Retirement	96,255,094
Disability	3,864,337
Total benefits paid to participants	100,119,431
Administrative expenses	1,526,911
Total deductions	101,646,342
Net increase in fiduciary net position	229,819,523
Net position restricted for pension benefits	
Beginning of year	2,249,484,992
End of year	\$ 2,479,304,515

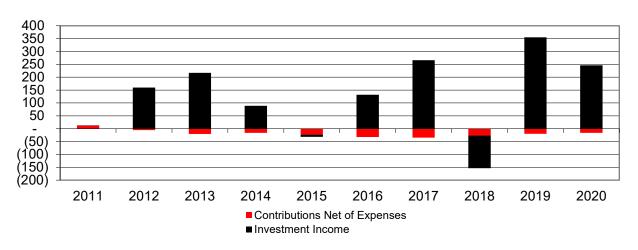
See accompanying notes to financial statements.

Gwinnett Retirement System Financial Highlights For the Year Ended December 31, 2020

Additions

Plan assets increased by a net \$230 million during the year. The increase was due to a combination of investment return and contributions to the plan. Positive investment return accounted for an increase of \$246 million to Plan asset value. Contributions net of expenses to the Plan accounted for a net decrease of \$16 million. Further detail on Plan investment performance is provided in the Investment Section of this report.

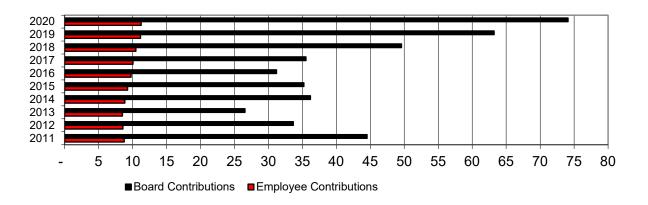
Components of Annual Growth (\$'s, in Millions)



Contributions

Employer and employee contributions have consistently added to asset value over the life of the Plan. Contributions totaled \$85.4 million for the year 2020. The Board contributed \$74.1 million for the benefit of 21,059 active employees. The remaining \$11.3 million was contributed by employees through payroll deduction.

Annual Contributions (\$'s, in Millions)

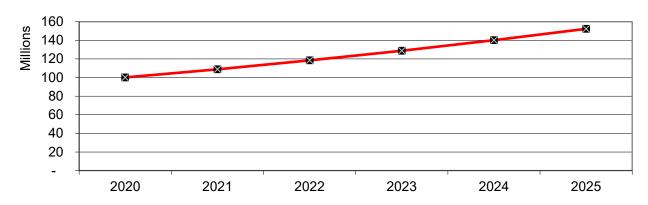


Gwinnett Retirement System Financial Highlights For the Year Ended December 31, 2020

Benefit Payments

Benefit payments of \$100,119,431 were disbursed from the Plan during 2020. This represents an increase of \$7.3 million over benefits disbursed in 2019. The level of benefit payments is expected to increase substantially over the next several years as the number of employees eligible for retirement increases.

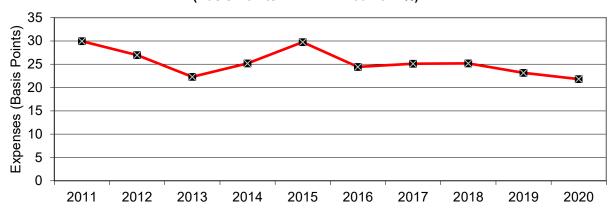
Projected Benefit Payments (\$'s, in Millions)



Plan Expenses

Investment and administrative expenses for the year totaled \$3,881,152 (16 bps) and \$1,526,911 (6 bps) respectively, for a total of \$5,408,063 (22 bps). Investment expenses increased marginally on an absolute basis but decreased as a percent of the value of Plan assets from the prior year. Administrative expenses decreased on both an absolute basis and as a percentage of assets. The 2020 GRS expense load of 22 basis points compares very favorably to the 2020 national public retirement system average of 60 basis points reported by the National Conference on Public Employee Retirement Systems (NCPERS).

Expenses as a % of Total Assets (Basis Points - 1 BP = 1/100th of 1%)



Investment Section



Gwinnett Retirement System

Investment Objectives

Investments will be made for the sole interest of the participants and beneficiaries of the Plan. Accordingly, the assets of the Plan shall be invested in accordance with these objectives:

- To ensure funds are available to meet current and future obligations of the plan when due.
- To maintain a fully funded Plan.
- To earn an investment return that, over a market cycle, meets or exceeds the Actuarial Assumed Rate of Return (currently 7.25%).
- To earn a risk-adjusted rate of return that, over a market cycle, is equal to or above the median plan of the public pension plan universe.
- To invest the assets in a cost effective manner.

Operating Procedures

- The Gwinnett County Board of Education shall be responsible for the overall management of the assets of the retirement system.
- The Board has established an Administrative Committee to carry out the terms of the Plan, including responsibility for the investment of funds.
- The Administrative Committee is responsible for establishing investment policy, hiring and firing of advisers, providing professional services to the Plan, and, in general, directing the Plan's investments in a manner most appropriate to meeting Plan goals.

Investment Guidelines

The policy of GRS is to seek out the best investment management available to provide participants with adequate and cost-effective disability coverage and retirees with an adequate and fully competitive retirement income at a reasonable cost. The Plan Administrative Committee may employ one or more investment managers to carry out investment policies.

As a local retirement system maintained by a political subdivision of the State of Georgia, investments made by the Plan are subject to the Official Code of Georgia Annotated. Every two years, the Plan is required to certify to the State Auditor that it has complied with the investment practices outlined in the Public Retirement Systems Investment Authority Law (O.C.G.A. 47-20-80 *et seq*) at all times. It is the Administrative Committee's decision to voluntarily abide by the provisions of the Employee Retirement Income Security Act (ERISA) of 1974 where applicable and feasible. It is also understood that the fund's managers will abide by ERISA.

The Plan includes two benefit plans that are managed as one portfolio – the Retirement Fund and the Disability Fund.

The Administrative Committee believes a broadly diversified portfolio of well-selected investments will be most successful in meeting the Fund's goals at the lowest level of risk. The Administrative Committee has adopted the following target asset mix for the fund. All asset classes are measured at cost.

Large Cap Equities	13.0 - 23.0%
Small Cap Equities	2.5 - 7.5%
Developed International Equities	13.0 - 23.0%
Emerging Markets Equities	5.0 - 10.0%
Fixed Income	16.5 - 26.5%
Global Asset Allocation	2.5 - 7.5%
Private Equity	0 - 5%
Real Assets	15 - 25%
Cash	0 - 5%

Investment Restrictions

Investments in corporations are permitted only if the corporation has a market capitalization equivalent to \$100 million.

Investments in obligations of corporations are permitted only if the obligations are listed as investment grade by a nationally recognized rating agency.

The following instruments may not be used in separately managed accounts:

- leverage techniques
- option techniques
- futures
- commodities
- private placements
- direct participation plans

Alternative investments are limited to the following:

• Private investment pools, including investments in private investment funds such as:

Leveraged buyout funds

Mezzanine funds

Workout funds

Debt funds

Venture capital funds

Merchant banking funds

Fund of funds; and

Secondary funds

• Private placements and other private investments such as:

Leveraged buyouts

Venture capital investments

Equity investments, including preferred and common stock

Warrants

Options

Private investments in public securities (PIPES)

Distressed debt and equity investments

Convertible securities

Receivables

Debt and equity derivative instruments

The Plan may enter into contracts, agreements, and other instruments designed to manage risk exposure.

Expected Annualized Return and Risk

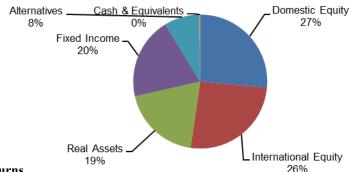
Based on 2020 projections for thirty years, the target allocation is expected to achieve an average annualized return of 6.5% The annual nominal return is expected to fall within a range of -4.5% and 17.5% two-thirds of the time. Risk tolerance is conservative to moderate. Capital preservation and funding ratio stability are important to the Plan.

Gwinnett Retirement System Investment Highlights

Asset Mix

The Plan investment portfolio was diversified at year end in accordance with the GRS investment policy.

Assets as of December 31, 2020

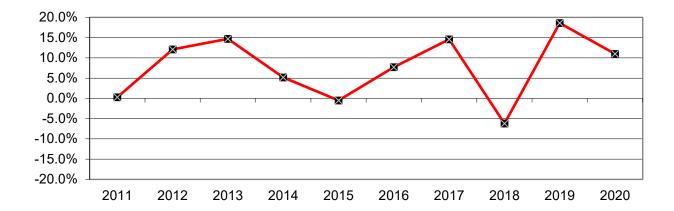


Investment Returns

In 2020 the Plan returned 11.0% (net of fees), underperforming its benchmark of 12.1%. Returns for individual asset classes and their performance against benchmarks are listed below:

Asset Class	Return	Benchmark	Performance versus benchmark
Large Cap Domestic Equity	18.0%	21.0%	Underperform
Small Cap Domestic Equity	13.6%	20.0%	Underperform
International Equity	6.2%	5.2%	Outperform
Emerging Markets	16.4%	18.3%	Underperform
Fixed Income	7.9%	7.5%	Outperform
Real Assets	6.0%	6.6%	Underperform
Global Asset Allocation	22.4%	14.3%	Outperform
Private Equity	14.7%	13.4%	Outperform

Annual Portfolio Investment Return

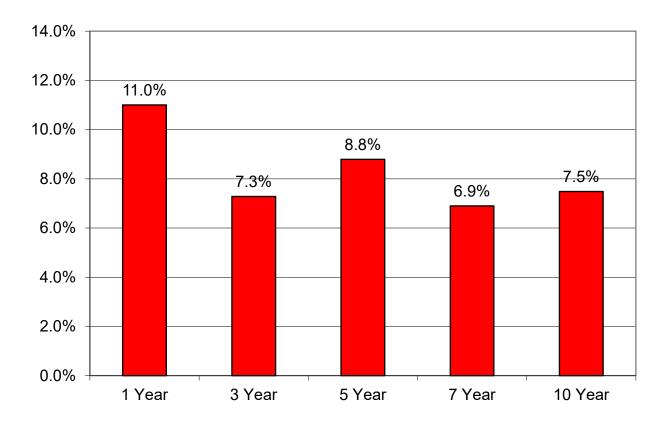


Gwinnett Retirement System Investment Highlights

Long Term Investment Return

The GRS Plan has a long term investment outlook due to the nature of the Plan and the characteristics of the participant base. The Plan has an assumed actuarial investment return rate of 7.25% in order to appropriately fund both current and future benefits. The one, three, five, seven and ten year returns are presented below.

Annualized Portfolio Investment Return

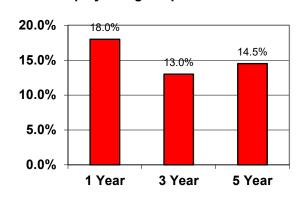


Detailed Investment Listing

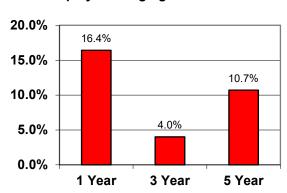
Investment Managers

GRS diversifies investments over a wide range of asset classes and investment styles in order to meet stated investment objectives. In order to achieve diversification, the GRS Administrative Committee employs a variety of investment managers. The performance of each manager is monitored by the Committee on a regular basis. One, three and five year returns are presented below for each asset class.

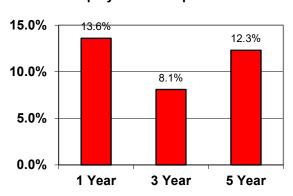
Equity - Large Cap Returns



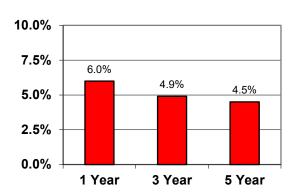
Equity - Emerging Markets Returns



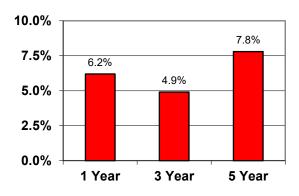
Equity - Small Cap Returns



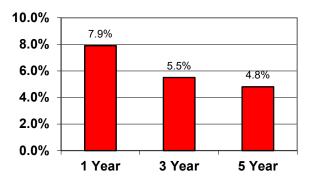
Real Assets Returns



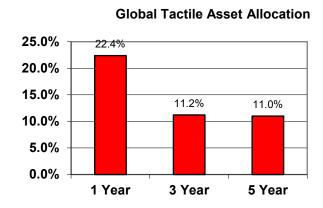
Equity - International Returns

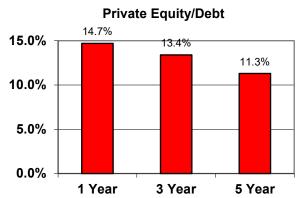


Fixed Income Return



Detailed Investment Listing





Ten Largest Equity Holdings

Company	Market Value
PROLOGIS INC	\$ 3,880,561
EQUINIX INC	3,742,303
APPLE INC	3,643,535
UDR INC	2,394,573
WELLTOWER INC	2,353,848
INVITATION HOMES INC	2,340,063
HEALTHPEAK PROPERTIES INC	2,236,808
EXXON MOBIL CORP	2,167,265
MICROSOFT CORP	2,165,259
JPMORGAN CHASE & CO	2,096,020
Total of 10 Largest Equity Holdings	\$ 27,020,235

Detailed Investment Listing

Ten Largest Fixed Income Holdings

Description	Maturity Date	Interest Rate	Market Value
U.S. Treasury Inflation Indexed	1/15/2029	2.500%	\$ 32,727,908
U.S. Treasury Inflation Indexed	7/15/2023	0.375%	31,124,129
U.S. Treasury Inflation Indexed	1/15/2026	2.000%	28,185,029
U.S. Treasury Inflation Indexed	1/15/2024	0.625%	25,456,260
U.S. Treasury Inflation Indexed	1/15/2028	1.750%	24,444,420
U.S. Treasury Inflation Indexed	7/15/2025	0.375%	18,299,539
U.S. Treasury Inflation Indexed	7/15/2027	0.375%	17,136,162
U.S. Treasury Inflation Indexed	7/15/2026	0.125%	16,395,343
U.S. Treasury Inflation Indexed	4/15/2029	3.875%	13,361,125
U.S. Treasury Inflation Indexed	1/15/2026	0.625%	13,008,017
Total of 10 Largest Fixed Income l	Holdings		\$ 220,137,933

A complete list of portfolio holdings is available upon request.