Hand Composite Employee Benefit Trust FACETS Funds

Independent Auditor's Report and Financial Statements

December 31, 2019



December 31, 2019

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Supplemental Information



Independent Auditor's Report

Board of Directors Hand Composite Employee Benefit Trust Houston, Texas

We have audited the accompanying financial statements of selected funds (FACETS Target Retirement NOW Fund, FACETS Target Retirement 2020 Fund, FACETS Target Retirement 2030 Fund, FACETS Target Retirement 2040 Fund, FACETS Target Retirement 2050 Fund, FACETS Lifestyle Aggressive Fund, FACETS Lifestyle Moderate Fund and FACETS Lifestyle Conservative Fund) [eight funds] included in the Hand Composite Employee Benefit Trust ("Trust" or "Funds"), which statements comprise the statements of assets and liabilities, including the schedules of investments, as of December 31, 2019, and the related statements of operations and changes in net assets for the year then ended, and the related notes to the financial statements.

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 audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits 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.



Board of Directors Hand Composite Employee Benefit Trust Page 2

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 financial position of these selected funds included in the Hand Composite Employee Benefit Trust as of December 31, 2019, and the results of their operations and changes in their net assets for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The schedules of investment purchases and sales listed in the table of contents are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

BKD,LIP

Houston, Texas May 22, 2020

Statements of Assets and Liabilities – Selected Funds December 31, 2019

		FACETS Target Retirement NOW Fund		FACETS Target Retirement 2020 Fund	FACETS Target Retirement 2030 Fund		FACETS Target Retirement 2040 Fund
Assets							
Investments, at cost	\$	4,797	\$	1,535,676	\$ 444	\$	25,516
Investments, at fair value	\$	4,797	\$	1,867,707	\$ 444	\$	27,736
Cash		414		-	-		-
Receivable for:							
Advisory fees		-		-	265		-
Capital shares sold					 -		<u> </u>
Total assets	\$	5,211	\$	1,867,707	\$ 709	\$	27,736
Liabilities							
Payable for capital shares redeemed	\$	23	\$	-	\$ -	\$	-
Accounts payable and accrued liabilities		538		1,985	 679		275
Total liabilities	\$	561	\$	1,985	\$ 679	\$	275
Net assets held for participants:							
Class R5	\$	4,637	\$	1,865,709	\$ 15	\$	27,446
Class R6		13		13	 15		15
Total net assets held for participants	\$	4,650	\$	1,865,722	\$ 30	\$	27,461
Units outstanding:							
Class R5		363		142,416	1		1,906
Class R6		1		1	 1		1
Total units outstanding	_	364	_	142,417	 2	_	1,907
Net asset value per unit:							
Class R5	\$	12.78	\$	13.10	\$ 13.11	\$	14.40
Class R6	\$	12.95	\$	13.24	\$ 13.10	\$	14.56

Hand Composite Employee Benefit Trust Statements of Assets and Liabilities – Selected Funds (Continued) December 31, 2019

		FACETS Target Retirement 2050 Fund		FACETS Lifestyle Aggressive Fund		FACETS Lifestyle Moderate Fund		Lifestyle Moderate		Lifestyle Life Moderate Conse		FACETS Lifestyle Conservative Fund
Assets												
Investments, at cost	\$	31,611	\$	2,222,290	\$	3,585,412	\$	3,640,525				
Investments, at fair value	\$	34,390	\$	2,869,057	\$	4,376,991	\$	4,305,183				
Cash		-		-		-		-				
Receivable for:												
Investment securities sold		-		-		-		-				
Capital shares sold				748		1,033		1,320				
Total assets	\$	34,390	\$	2,869,805	\$	4,378,024	\$	4,306,503				
Liabilities												
Payable for capital shares redeemed	\$	-	\$	-	\$	-	\$	-				
Accounts payable and accrued liabilities		145		5,415		6,291		4,506				
Total liabilities	\$	145	\$	5,415	\$	6,291	\$	4,506				
Net assets held for participants:												
Class R5	\$	34,230	\$	2,809,449	\$	4,064,644	\$	3,843,908				
Class R6		15		54,941		307,089	_	458,089				
Total net assets held for participants	\$	34,245	\$	2,864,390	\$	4,371,733	\$	4,301,997				
Units outstanding:												
Class R5		2,299		163,095		260,188		266,293				
Class R6	_	1		3,158		19,316		31,217				
Total units outstanding	_	2,300	_	166,253		279,504	_	297,510				
Net asset value per unit:												
Class R5	\$	14.89	\$	17.22	\$	15.62	\$	14.43				
Class R6	\$	15.01	\$	17.39	\$	15.90	\$	14.67				

Schedules of Investments FACETS Target Retirement NOW Fund December 31, 2019

Number of Shares	Cost		Fai	r Value
Common Trust Fund				
Fixed Income				
4,797 HB&T Short Term Income Fund	\$	4,797	\$	4,797
Total Fixed Income	100.00%	4,797		4,797
Total Common Trust Fund	100.00%	4,797		4,797
Total Investments	100.00% _\$	4,797	\$	4,797

Schedules of Investments (Continued) FACETS Target Retirement 2020 Fund December 31, 2019

Number of Shares			Cost	Fa	ir Value
	Mutual Fund				
	Equity				
683	Vanguard Real Estate Index Fund Adm	\$	77,732	\$	89,806
	Total Equity	4.81%	77,732		89,806
	Total Mutual Fund	4.81%	77,732		89,806
	Common Trust Funds				
	Fixed Income				
55,707	Blackrock US Debt Index Fund M		614,312		678,412
6,553	Blackrock US Tips Fund M		66,072		71,699
	HB&T Short Term Income Fund		96,583		96,583
	Total Fixed Income	45.33%	776,967		846,694
	Equity				
12,472	Blackrock EAFE Equity Index Fund T		249,093		288,112
	Blackrock Emerging Markets Index M		47,597		49,726
2,961	Blackrock Midcap Equity Index Fund K		111,151		163,250
1,773	Blackrock Russell 2000 Index T		56,900		83,425
2,605	Blackrock US Equity Index T		216,236		346,694
	Total Equity	49.86%	680,977		931,207
	Total Common Trust Funds	95.19%	1,457,944		1,777,901
	Total Investments	100.00% _\$	1,535,676	\$	1,867,707

Schedules of Investments (Continued) FACETS Target Retirement 2030 Fund December 31, 2019

Number of Shares		Cost	Fair	Value
Common Trust Fund				
Fixed Income				
444 HB&T Short Term Income Fund	\$	444	\$	444
Total Fixed Income	100.00%	444		444
Total Common Trust Fund	100.00%	444		444
Total Investments	100.00% _\$	444	\$	444

Schedules of Investments (Continued) FACETS Target Retirement 2040 Fund December 31, 2019

Number of					
Shares			Cost	Fai	r Value
	<u>Mutual Fund</u>				
	Equity				
10	Vanguard Real Estate Index Fund Adm	\$	1,258	\$	1,314
	Total Equity	4.74%	1,258		1,314
	Total Mutual Fund	4.74%	1,258		1,314
	Common Trust Funds				
	Fixed Income				
383	Blackrock US Debt Index Fund M		4,553		4,670
716	HB&T Short Term Income Fund		716		716
	Total Fixed Income	19.42%	5,269		5,386
	Equity				
267	Blackrock EAFE Equity Index Fund T		5,634		6,172
78	Blackrock Emerging Markets Index M		908		1,008
69	Blackrock Midcap Equity Index Fund K		3,505		3,817
37	Blackrock Russell 2000 Index T		1,595		1,752
62	Blackrock US Equity Index T		7,347		8,287
	Total Equity	75.84%	18,989		21,036
	Total Common Trust Funds	95.26%	24,258		26,422
	Total Investments	100.00% _\$	25,516	\$	27,736

Schedules of Investments (Continued) FACETS Target Retirement 2050 Fund December 31, 2019

Number of Shares		Cost	Fair	r Value
<u>Mutual Fund</u>				
Equity				
12 Vanguard Real Estate Index Fund Adm	\$	1,522	\$	1,616
Total Equity	4.70%	1,522		1,616
Total Mutual Fund	4.70%	1,522		1,616
<u>Common Trust Funds</u>				
Fixed Income				
237 Blackrock US Debt Index Fund M		2,780		2,882
883 HB&T Short Term Income Fund		883		883
Total Fixed Income	10.95%	3,663		3,765
Equity				
366 Blackrock EAFE Equity Index Fund T		7,767		8,450
111 Blackrock Emerging Markets Index M		1,298		1,424
96 Blackrock Midcap Equity Index Fund K		4,917		5,295
52 Blackrock Russell 2000 Index T		2,260		2,438
86 Blackrock US Equity Index T		10,184		11,402
Total Equity	84.35%	26,426		29,009
Total Common Trust Funds	95.30%	30,089		32,774
Total Investments	100.00% \$	31,611	\$	34,390

Schedules of Investments (Continued) FACETS Lifestyle Aggressive Fund December 31, 2019

Number of Shares			Cost	Fa	ir Value
	Mutual Fund				
	Equity				
1,059	Vanguard Real Estate Index Fund Adm	\$	122,554	\$	139,338
	Total Equity	4.86%	122,554		139,338
	Total Mutual Fund	4.86%	122,554		139,338
	Common Trust Funds				
	Fixed Income				
26,765	Blackrock US Debt Index Fund M		300,156		325,952
110,901	HB&T Short Term Income Fund		110,901	_	110,901
	Total Fixed Income	15.23%	411,057		436,853
	Equity				
29,635	Blackrock EAFE Equity Index Fund T		585,022		684,592
9,136	Blackrock Emerging Markets Index M		109,518		117,675
	Blackrock Midcap Equity Index Fund K		301,333		420,508
,	Blackrock Russell 2000 Index T		139,531		188,913
6,621	Blackrock US Equity Index T		553,275		881,178
	Total Equity	79.91%	1,688,679		2,292,866
	Total Common Trust Funds	95.14%	2,099,736		2,729,719
	Total Investments	100.00% _\$	2,222,290	\$	2,869,057

Schedules of Investments (Continued) FACETS Lifestyle Moderate Fund December 31, 2019

Number of Shares			Cost	Fa	ir Value
	Mutual Fund				
	Equity				
1,657	Vanguard Real Estate Index Fund Adm	\$	192,527	\$	218,093
	Total Equity	4.98%	192,527		218,093
	Total Mutual Fund	4.98%	192,527		218,093
	Common Trust Funds				
	Fixed Income				
115,501	Blackrock US Debt Index Fund M		1,298,297		1,406,588
11,705	Blackrock US Tips Fund M		119,428		128,075
158,646	HB&T Short Term Income Fund		158,646		158,646
	Total Fixed Income	38.69%	1,576,371		1,693,309
	Equity				
32,854	Blackrock EAFE Equity Index Fund T		641,445		758,955
8,952	Blackrock Emerging Markets Index M		95,056		115,306
7,706	Blackrock Midcap Equity Index Fund K		288,589		424,816
4,566	Blackrock Russell 2000 Index T		149,678		214,832
7,150	Blackrock US Equity Index T		641,746		951,680
	Total Equity	56.33%	1,816,514		2,465,589
	Total Common Trust Funds	95.02%	3,392,885		4,158,898
	Total Investments	100.00% _\$	3,585,412	\$	4,376,991

Schedules of Investments (Continued) FACETS Lifestyle Conservative Fund December 31, 2019

Number of Shares			Cost	Fair Value
51101 65			0051	
	<u>Mutual Fund</u>			
	Equity			
1,633	Vanguard Real Estate Index Fund Adm	\$	185,163	\$ 214,873
	Total Equity	4.99%	185,163	214,873
	Total Mutual Fund	4.99%	185,163	214,873
	Common Trust Funds			
	Fixed Income			
162,404	Blackrock US Debt Index Fund M		1,787,550	1,977,778
34,657	Blackrock US Tips Fund M		348,554	379,218
275,119	HB&T Short Term Income Fund		275,119	275,119
	Total Fixed Income	61.14%	2,411,223	2,632,115
	Equity			
19,045	Blackrock EAFE Equity Index Fund T		347,061	439,960
	Blackrock Emerging Markets Index M		83,460	91,001
4,393	Blackrock Midcap Equity Index Fund K		166,883	242,187
2,342	Blackrock Russell 2000 Index T		78,474	110,207
4,319	Blackrock US Equity Index T		368,261	574,840
	Total Equity	33.87%	1,044,139	1,458,195
	Total Common Trust Funds	95.01%	3,455,362	4,090,310
	Total Investments	100.00% _\$	3,640,525	\$ 4,305,183

Statements of Operations – Selected Funds Year Ended December 31, 2019

	FACETS Target Retirement NOW Fund	FACETS Target Retirement 2020 Fund	FACETS Target Retirement 2030 Fund	FACETS Target Retirement 2040 Fund
Income				
Dividends	<u>\$ 497</u>	\$ 5,020	<u>\$ 712</u>	\$ 535
Expenses				
Investment management and administrative	307	1,716	467	302
Class R5 expenses	674	3,809	1,028	664
Audit	273	1,525	415	268
Other fees	12	15	99	50
Total expenses	1,266	7,065	2,009	1,284
Net Investment Loss	(769)	(2,045)	(1,297)	(749)
Net Realized and Unrealized Gains (Losses)				
on Investments				
Net realized gains on investments	84,730	89,804	252,949	148,123
Net change in unrealized appreciation/				
depreciation on investments	(530)	221,730	(91,137)	(35,421)
Net realized and unrealized gains	84,200	311,534	161,812	112,702
Net Increase in Net Assets Resulting				
From Operations	<u>\$ 83,431</u>	\$ 309,489	\$ 160,515	\$ 111,953

Statements of Operations – Selected Funds (Continued) Year Ended December 31, 2019

	FACETS Target Retirement 2050 Fund	FACETS Lifestyle Aggressive Fund	FACETS Lifestyle Moderate Fund	FACETS Lifestyle Conservative Fund
Income				
Dividends	\$ 450	<u>\$ 12,718</u>	\$ 16,009	\$ 12,977
Expenses				
Investment management and administrative	154	5,296	5,906	3,959
Class R5 expenses	340	5,685	11,311	7,558
Audit	136	4,707	5,250	3,520
Other fees	28	112	153	
Total expenses	658	3 15,800	22,620	15,037
Net Investment Loss	(202	(3,082)	(6,611)	(2,060)
Net Realized and Unrealized Gains				
on Investments				
Net realized gains on investments	22,918	3 1,118,472	926,258	147,041
Net change in unrealized appreciation/				
depreciation on investments	11,914	36,217	179,704	447,194
Net realized and unrealized gains	34,832	1,154,689	1,105,962	594,235
Net Increase in Net Assets Resulting				
From Operations	\$ 34,630	\$ 1,151,607	\$ 1,099,351	\$ 592,175

Hand Composite Employee Benefit Trust Statements of Changes in Net Assets – Selected Funds Year Ended December 31, 2019

	FACETSFACETSFACETSTargetTargetTargetRetirementRetirementRetirementNOW Fund2020 Fund2030 Fund				Target Retirement	FACETS Target Retirement 2040 Fund		
Operations								
Net investment loss	\$	(769)	\$	(2,045)	\$	(1,297)	\$	(749)
Net realized gains		84,730		89,804		252,949		148,123
Change in unrealized appreciation/depreciation		(530)		221,730		(91,137)		(35,421)
Net increase in net assets from operations		83,431		309,489		160,515		111,953
Net Decrease in Net Assets From Participant Transactions		(1,377,439)		(450,856)		(1,849,552)		(1,150,165)
Decrease in Net Assets		(1,294,008)		(141,367)		(1,689,037)		(1,038,212)
Net Assets								
Beginning of year		1,298,658		2,007,089		1,689,067		1,065,673
End of year	\$	4,650	\$	1,865,722	\$	30	\$	27,461

Hand Composite Employee Benefit Trust Statements of Changes in Net Assets – Selected Funds (Continued) Year Ended December 31, 2019

	FACETSFACETSFACETSTargetLifestyleLifestyleRetirementAggressiveModerate2050 FundFundFund			FACETS Lifestyle Conservative Fund			
Operations							
Net investment loss	\$	(202)	\$	(3,082)	\$ (6	6,611)	\$ (2,060)
Net realized gains		22,918		1,118,472	926	5,258	147,041
Change in unrealized appreciation/depreciation		11,914		36,217	179	9,704	447,194
Net increase in net assets from operations Net Decrease in Net Assets From		34,630		1,151,607	1,099),351	592,175
Participant Transactions		(210,774)		(4,122,041)	(3,379	9,73 <u>5</u>)	(322,904)
Increase (Decrease) in Net Assets		(176,144)		(2,970,434)	(2,280),384)	269,271
Net Assets							
Beginning of year		210,389		5,834,824	6,652	2,117	4,032,726
End of year	\$	34,245	\$	2,864,390	\$ 4,371	1,733	\$ 4,301,997

Note 1: Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

Hand Composite Employee Benefit Trust ("HB&T" or "the Trust") was created in order to provide broad and uniform diversification programs for pension and profit sharing plans which, having complied with the requirements of the Internal Revenue Code (the IRC), are exempt from taxation under the provisions of the IRC. The Trust is comprised of 76 funds (the Funds); the financial statements of eight of those funds are included in this report.

For those funds with more than one class of units, each class has equal rights as to earnings and assets except that each class bears different distribution, shareholder servicing and transfer agent expenses. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of units based on its relative net assets.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of investment income and expenses during the reporting period. Actual results could differ from those estimates.

Investment Valuation

All investments in securities are recorded at their estimated fair value. Transfers in and out of Level 1 (quoted market prices), Level 2 (significant other observable inputs) and Level 3 (significant unobservable inputs) are recognized on the period ending date.

Investment Transactions

Investment transactions are recorded on trade date. Realized gains and losses from investment transactions and unrealized appreciation or depreciation on investments are determined using the identified cost basis.

Investment Income and Distribution of Income

Dividend income less foreign taxes withheld, if any, is recorded on the ex-dividend date and interest income is recorded on the accrual basis. Investment income is allocated ratably on the valuation dates among all participants. No distributions are made to participants in the Funds until units owned are redeemed, at which time the market value of redeemed units is distributed. Investment income and realized gains (if any) earned by the Funds are reinvested, thereby increasing the respective unit values.

Valuation of Participants' Interest

Units of participation may be purchased or redeemed on the valuation dates at the fair value per unit on such valuation dates. All Funds are valued daily.

Federal Income Taxes

The Funds comply with the requirements under Section 501(a) of the IRC and apportion all of their taxable income to their participants. Therefore, no federal income tax provision is required.

Subsequent Events

As a result of the spread of the COVID-19 coronavirus, economic uncertainties have arisen which may negatively affect the financial position, results of operations and cash flows of the Funds. The duration of these uncertainties and the ultimate financial effects cannot be reasonably estimated at this time.

Subsequent events have been evaluated through May 22, 2020, which is the date the financial statements were available to be issued.

Investment Management Advisors

The investment management advisors for each Fund are as follows:

Fund	Investment Management Advisors
FACETS Target Retirement NOW Fund	Hand Benefits and Trust Company
FACETS Target Retirement 2020 Fund	Hand Benefits and Trust Company
FACETS Target Retirement 2030 Fund	Hand Benefits and Trust Company
FACETS Target Retirement 2040 Fund	Hand Benefits and Trust Company
FACETS Target Retirement 2050 Fund	Hand Benefits and Trust Company
FACETS Lifestyle Aggressive Fund	Hand Benefits and Trust Company
FACETS Lifestyle Aggressive Fund	Hand Benefits and Trust Company
FACETS Lifestyle Moderate Fund	Hand Benefits and Trust Company
FACETS Lifestyle Conservative Fund	Hand Benefits and Trust Company

Note 2: Investment Advisory Fees and Other Transactions With Affiliates

The Funds are charged an administrative fee by HB&T for trustee/administrative services (fund accounting services, transfer agency services, trustee services, etc.). The Funds have also entered into investment advisory and service agreements with various third-party advisors. These fees compensate the advisors for the services they provide and for expenses borne by the advisors under the various agreements.

The following table indicates the fees charged each of the Funds and the various classes of units within the Funds (as a percentage of net assets). These charges are calculated using each Fund's average daily net assets:

		Investment			
Fund	Administrative Fees	Advisory Fees	Service Fees	Other Fees	Total Fees
All FACETS Funds: Class R5 Class R6	0.09% 0.09%	0.00% 0.00%	0.20% 0.00%	0.08% 0.08%	0.37% 0.17%

Notes to Financial Statements

December 31, 2019

Note 3: Financial Highlights

		Class R5											
	FACETS Target Retirement NOW Fund	FACETS Target Retirement 2020 Fund	FACETS Target Retirement 2030 Fund	FACETS Target Retirement 2040 Fund	FACETS Target Retirement 2050 Fund	FACETS Lifestyle Aggressive Fund	FACETS Lifestyle Moderate Fund	FACETS Lifestyle Conservative Fund					
Net asset value, beginning of year	\$ 10.98	<u>\$ 11.18</u>	<u>\$ 11.49</u>	\$ 11.69	<u>\$ 12.00</u>	\$ 13.92	<u>\$ 13.14</u>	<u>\$ 12.59</u>					
Net investment loss	(0.03)	(0.01)	(0.02)	(0.03)	(0.02)	(0.02)	(0.02)	(0.01)					
Net realized and unrealized gains	1.83	1.93	1.64	2.74	2.91	3.32	2.50	1.85					
Net increase from investment operations	1.80	1.92	1.62	2.71	2.89	3.30	2.48	1.84					
Net asset value, end of year	\$ 12.78	\$ 13.10	\$ 13.11	\$ 14.40	\$ 14.89	\$ 17.22	\$ 15.62	\$ 14.43					
Total return	16.39%	17.17%	14.10%	23.18%	24.08%	23.71%	18.87%	14.61%					
Ratio to average net assets: Net investment loss Expenses	(0.25)% 0.41%	(0.11)% 0.37%	(0.20)% 0.30%	(0.26)% 0.45%	(0.13)% 0.43%	(0.16)% 0.38%	(0.13)% 0.38%	(0.07)% 0.37%					

Notes to Financial Statements December 31, 2019

								Clas	s R6							
	Re	ACETS Farget tirement OW Fund	۲ Re	ACETS Farget tirement 20 Fund	T Ret	ACETS arget irement 30 Fund	٦ Re	ACETS Farget tirement 40 Fund	T Ret	ACETS arget irement 50 Fund	L	ACETS ifestyle gressive Fund	L	FACETS ifestyle loderate Fund	Li Con:	ACETS festyle servative Fund
Net asset value, beginning of year	\$	11.08	\$	11.27	\$	11.59	\$	11.78	\$	12.08	\$	14.13	\$	13.33	\$	12.77
Net investment income		-		-		-		-		-		0.01		0.01		0.02
Net realized and unrealized gains		1.87		1.97		1.51		2.78		2.93		3.25		2.56		1.88
Net increase from investment operations		1.87		1.97		1.51		2.78		2.93		3.26		2.57		1.90
Net asset value, end of year	\$	12.95	\$	13.24	\$	13.10	\$	14.56	\$	15.01	\$	17.39	\$	15.90	\$	14.67
Total return		16.88%		17.48%		13.03%		23.60%		24.25%		23.07%		19.28%		14.88%
Ratio to average net assets: Net investment income (losses) Expenses		0.00% 0.00%		0.00% 0.00%		0.00% 0.00%		0.00% 0.00%		0.00% 0.00%		0.04% 0.17%		0.07% 0.17%		0.12% 0.17%

Notes to Financial Statements

December 31, 2019

Note 4: Participant Unit Transactions

	FACETS T Retiren NOW F	nent	FACETS T Retirem 2020 Fu	ent	FACETS T Retirem 2030 Fu	ent	FACETS T Retirem 2040 Fu	ent
	Units	Dollars	Units	Dollars	Units	Dollars	Units	Dollars
Class R5:								
Proceeds from sales of units	5,249 \$	62,761	10,905 \$	132,443	6,134 \$	76,929	6,199 \$	79,611
Cost of units redeemed	(123,117)	(1,440,200)	(48,069)	(583,299)	(153,110)	(1,926,481)	(95,473)	(1,229,776)
Net change in Class R5 from								
participant transactions	(117,868)	(1,377,439)	(37,164)	(450,856)	(146,976)	(1,849,552)	(89,274)	(1,150,165)
Net change in total net assets								
from participant transactions	<u>\$</u>	(1,377,439)	\$	(450,856)	\$	(1,849,552)	\$	(1,150,165)
	FACETS Retiren 2050 Fo	nent	FACETS Lit Aggressive		FACETS Lit Moderate		FACETS Li Conservativ	
	Units	Dollars	Units	Dollars	Units	Dollars	Units	Dollars
Class R5:								
Proceeds from sales of units	10,279 \$	140,096	20,655 \$	325,361	35,000 \$	508,052	21,385 \$	292,912
Cost of units redeemed	(25,508)	(350,870)	(47,746)	(754,849)	(217,488)	(3,216,769)	(32,155)	(446,439)
Net change in Class R5 from								
participant transactions	(15,229)	(210,774)	(27,091)	(429,488)	(182,488)	(2,708,717)	(10,770)	(153,527)
Class R6:								
Proceeds from sales of units	-	-	13,897	220,396	66,248	1,018,989	7,883	109,952
Cost of units redeemed	<u> </u>	<u> </u>	(236,320)	(3,912,949)	(109,658)	(1,690,007)	19,310	(279,329)
Net change in Class R6 from								
participant transactions	0	0	(222,423)	(3,692,553)	(43,410)	(671,018)	27,193	(169,377)
Net change in total net assets								
from participant transactions	\$	(210,774)	\$	(4,122,041)	\$	(3,379,735)	\$	(322,904)

Note 5: Disclosures About Fair Value of Financial Instruments

Fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- **Level 1:** Quoted prices in active markets for identical assets or liabilities that the Funds can access at the measurement date.
- **Level 2:** Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- **Level 3:** Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying statements of assets and liabilities, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended December 31, 2019.

Mutual Funds. Funds traded on a national securities exchange (or reported on the NASDAQ national market) are valued at the last reported sales price or official closing price as reported by an independent pricing service on the primary market or exchange on which they are traded and are categorized as Level 1 in the hierarchy.

The following tables present the fair value measurements of assets recognized in the accompanying statements of assets and liabilities measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2019:

		Fair Val	ue Measuremer	nts Using
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
FACETS Target Retirement NOW Fund Common Trust Funds - Fixed Income (A)	\$ 4,797	_		
Total	\$ 4,797	, _		

(A) Certain investments that are measured at fair value using net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts included above are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the statements of assets and liabilities.

				Fair Val	ue I	Measuremen	ts Us	ing
	Fair Value		Quoted Prices in Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)		Unc	ignificant observable Inputs Level 3)
FACETS Target Retirement 2020 Fund Mutual Fund - Equity	\$	89,806	\$	89,806	\$	-	\$	_
Common Trust Funds - Fixed Income (A)	Ψ	846,694	Ψ	07,000	Ψ		Ŷ	
Common Trust Funds - Equity (A)		931,207						
Total	\$	1,867,707	-					
FACETS Target Retirement 2030 Fund								
Common Trust Funds - Fixed Income (A)	\$	444						
Total	\$	444						
FACETS Target Retirement 2040 Fund Mutual Fund - Equity	\$	1,314	\$	1,314	\$	-	\$	-
Common Trust Funds - Fixed Income (A)		5,386		,				
Common Trust Funds - Equity (A)		21,036	_					
Total	\$	27,736	_					
FACETS Target Retirement 2050 Fund								
Mutual Fund - Equity	\$	1,616	\$	1,616	\$	-	\$	-
Common Trust Funds - Fixed Income (A)		3,765		,				
Common Trust Funds - Equity (A)		29,009	-					
Total	\$	34,390	-					
FACETS Lifestyle Aggressive Fund								
Mutual Fund - Equity	\$	139,338	\$	139,338	\$	-	\$	-
Common Trust Funds - Fixed Income (A)		436,853						
Common Trust Funds - Equity (A)		2,292,866	-					
Total	\$	2,869,057	_					

(A) Certain investments that are measured at fair value using net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts included above are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the statements of assets and liabilities.

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			Fair Value Measurements Using										
				Quoted Prices in									
	F	air Value		Active Iarkets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)						
FACETS Lifestyle Moderate Fund													
Mutual Fund - Equity	\$	218,093	\$	218,093	\$	-	\$	-					
Common Trust Funds - Fixed Income (A)		1,693,309											
Common Trust Funds - Equity (A)		2,465,589											
Total	\$	4,376,991											
FACETS Lifestyle Conservative Fund													
Mutual Fund - Equity	\$	214,873	\$	214,873	\$	-	\$	-					
Common Trust Funds - Fixed Income (A)		2,632,115											
Common Trust Funds - Equity (A)		1,458,195	-										
Total	\$	4,305,183	-										

(A) Certain investments that are measured at fair value using net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts included above are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the statements of assets and liabilities.

Note 6: Risk Factors

The Funds invest in various investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the accompanying statements of assets and liabilities.

Supplemental Information

Schedules of Investment Purchases and Sales – Selected Funds FACETS Target Retirement NOW Fund Year Ended December 31, 2019

Purchases					
Investment Class		Cost			
Mutual Funds - Equity Common Trust Funds - Fixed Income Common Trust Funds - Equity	\$	1,195 261,494 8,457			
Total Investments Purchased	\$	271,146			

Sales							
Investment Class	Investment Class Proceeds Cost					Gain	
Mutual Funds - Equity	\$	78,056	\$	73,992	\$	4,064	
Common Trust Funds - Fixed Income		1,069,084		1,039,601		29,483	
Common Trust Funds - Equity		503,699		452,516		51,183	
Total Investments Sold	\$	1,650,839	\$	1,566,109	\$	84,730	

Schedules of Investment Purchases and Sales – Selected Funds (Continued) FACETS Target Retirement 2020 Fund Year Ended December 31, 2019

Purchases					
Investment Class		Cost			
Mutual Funds - Equity Common Trust Funds - Fixed Income Common Trust Funds - Equity	\$	5,108 441,396 26,883			
Total Investments Purchased	\$	473,387			

Sales							
Investment Class	Р	roceeds		Cost		Gain	
Mutual Funds - Equity	\$	37,965	\$	36,615	\$	1,350	
Common Trust Funds - Fixed Income		604,271		588,287		15,984	
Common Trust Funds - Equity		285,268		212,798		72,470	
Total Investments Sold	\$	927,504	\$	837,700	\$	89,804	

Schedules of Investment Purchases and Sales – Selected Funds (Continued) FACETS Target Retirement 2030 Fund Year Ended December 31, 2019

Purchases					
Investment Class		Cost			
Mutual Funds - Equity	\$	1,223			
Common Trust Funds - Fixed Income		200,446			
Common Trust Funds - Equity		19,162			
Total Investments Purchased	\$	220,831			

Sales								
Investment Class Proceeds Cos		Cost		Gain				
Mutual Funds - Equity	\$	99,021	\$	91,488	\$	7,533		
Common Trust Funds - Fixed Income		756,567		729,530		27,037		
Common Trust Funds - Equity		1,218,090		999,711		218,379		
Total Investments Sold	\$	2,073,678	\$	1,820,729	\$	252,949		

Schedules of Investment Purchases and Sales – Selected Funds (Continued) FACETS Target Retirement 2040 Fund Year Ended December 31, 2019

Purchases					
Investment Class		Cost			
Mutual Funds - Equity	\$	4,385			
Common Trust Funds - Fixed Income		173,532			
Common Trust Funds - Equity		33,021			
Total Investments Purchased	\$	210,938			

Sales							
Investment Class Proceed				Cost	Gain		
Mutual Funds - Equity	\$	62,469	\$	58,263	\$	4,206	
Common Trust Funds - Fixed Income		407,611		397,505		10,106	
Common Trust Funds - Equity		892,920		759,109		133,811	
Total Investments Sold	\$	1,363,000	\$	1,214,877	\$	148,123	

Schedules of Investment Purchases and Sales – Selected Funds (Continued) FACETS Target Retirement 2050 Fund Year Ended December 31, 2019

Purchases					
Investment Class		Cost			
Mutual Funds - Equity	\$	6,595			
Common Trust Funds - Fixed Income		174,741			
Common Trust Funds - Equity		107,729			
Total Investments Purchased	\$	289,065			

Sales							
Investment Class Proceeds Cost			Gain				
Mutual Funds - Equity	\$	17,389	\$	16,139	\$	1,250	
Common Trust Funds - Fixed Income		198,925		197,285		1,640	
Common Trust Funds - Equity		283,913		263,885		20,028	
Total Investments Sold	\$	500,227	\$	477,309	\$	22,918	

Schedules of Investment Purchases and Sales – Selected Funds (Continued) FACETS Lifestyle Aggressive Fund Year Ended December 31, 2019

Purchases					
Investment Class		Cost			
Mutual Funds - Equity	\$	9,493			
Common Trust Funds - Fixed Income Common Trust Funds - Equity		1,340,662 85,918			
Total Investments Purchased	\$	1,436,073			

Sales								
Investment Class	F	Proceeds		Cost		Gain		
Mutual Funds - Equity	\$	228,979	\$	201,474	\$	27,505		
Common Trust Funds - Fixed Income		1,841,344		1,782,375		58,969		
Common Trust Funds - Equity		3,492,458		2,460,460		1,031,998		
Total Investments Sold	\$	5,562,781	\$	4,444,309	\$	1,118,472		

Schedules of Investment Purchases and Sales – Selected Funds (Continued) FACETS Lifestyle Moderate Fund Year Ended December 31, 2019

Purchases				
Investment Class		Cost		
Mutual Funds - Equity	\$	60,782		
Common Trust Funds - Fixed Income		2,636,043		
Common Trust Funds - Equity		381,585		
Total Investments Purchased	\$	3,078,410		

Sales								
Investment Class	Investment Class Proceeds Cost		Gain					
Mutual Funds - Equity	\$	251,847	\$	205,468	\$	46,379		
Common Trust Funds - Fixed Income		3,812,599		3,636,370		176,229		
Common Trust Funds - Equity		2,402,789		1,699,139		703,650		
Total Investments Sold	\$	6,467,235	\$	5,540,977	\$	926,258		

Schedules of Investment Purchases and Sales – Selected Funds (Continued) FACETS Lifestyle Conservative Fund Year Ended December 31, 2019

Purchases				
Investment Class		Cost		
Mutual Funds - Equity	\$	11,435		
Common Trust Funds - Fixed Income Common Trust Funds - Equity		1,027,747 107,425		
Total Investments Purchased	\$	1,146,607		

Sales							
Investment Class Mutual Funds - Equity	Investment Class Proceeds Cost		Gain				
	\$	46,246	\$	37,837	\$	8,409	
Common Trust Funds - Fixed Income		1,101,285		1,069,427		31,858	
Common Trust Funds - Equity		325,936		219,162		106,774	
Total Investments Sold	\$	1,473,467	\$	1,326,426	\$	147,041	