Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2018

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
GCPS INC 401(K) PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2008

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
GCPS INC

P.O. BOX 590002
HOUSTON, TX 77259

2b Employer Identification Number (EIN)
76-0661445

2c Plan Sponsor's telephone number
832-340-7692

2d Business code (see instructions)
541350

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/09/2019	LISA KINSEY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address [X] Same as Plan Sponsor

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:
a Sponsor's name
c Plan Name

4b EIN

4d PN

5 Total number of participants at the beginning of the plan year	**5**	200
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1) Total number of active participants at the beginning of the plan year	**6a(1)**	200
a(2) Total number of active participants at the end of the plan year	**6a(2)**	287
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	10
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	297
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f Total. Add lines **6d** and **6e**.	**6f**	297
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	51
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
3D 2K 2G 2F 2T 2E 2J

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1) Insurance	[ ]	**(1)** Insurance	[ ]
(2) Code section 412(e)(3) insurance contracts	[ ]	**(2)** Code section 412(e)(3) insurance contracts	[ ]
(3) Trust	[X]	**(3)** Trust	[X]
(4) General assets of the sponsor	[ ]	**(4)** General assets of the sponsor	[ ]

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1) [X] **R** (Retirement Plan Information)

(2) [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary

(3) [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1) [X] **H** (Financial Information)

(2) [ ] **I** (Financial Information – Small Plan)

(3) [ ] 0 **A** (Insurance Information)

(4) [ ] **C** (Service Provider Information)

(5) [ ] **D** (DFE/Participating Plan Information)

(6) [ ] **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2018 Form M-1 annual report. If the plan was not required to file the 2018 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
GCPS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GCPS INC

D Employer Identification Number (EIN)
76-0661445

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	4496	0
(3) Other	1b(3)	565	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	124554	145004
(2) U.S. Government securities	1c(2)	0	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	
(B) All other	1c(3)(B)	0	
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	
(B) Common	1c(4)(B)	0	
(5) Partnership/joint venture interests	1c(5)	0	
(6) Real estate (other than employer real property)	1c(6)	0	
(7) Loans (other than to participants)	1c(7)	0	
(8) Participant loans	1c(8)	22254	22396
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	913737	1095117
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	
	(2) Employer real property	1d(2)	0	
e	Buildings and other property used in plan operation	1e	0	
f	Total assets (add all amounts in lines 1a through 1e)	1f	1065606	1262517
	Liabilities			
g	Benefit claims payable	1g	0	
h	Operating payables	1h	0	
i	Acquisition indebtedness	1i	0	
j	Other liabilities	1j	0	
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	1065606	1262517

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	0	
	(B) Participants	2a(1)(B)	227198	
	(C) Others (including rollovers)	2a(1)(C)	0	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		227198
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	417	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	1174	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		1591
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	38371	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		38371
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-67343
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		199817
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2831	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		2831
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	75	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		75
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2906
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		196911
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: LAWRENCE BLACKBURN MEEK MAXEY CO PC **(2)** EIN: 76-0001095

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X		26
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		360000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m	X		
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n	X		

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
GCPS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GCPS INC

D Employer Identification Number (EIN)
76-0661445

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 16-1470238

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☒ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

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GCPS, Inc. 401(k) P/S PLAN

FINANCIAL STATEMENTS

December 31, 2018 and 2017

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GCPS, INC. 401(k) P/S PLAN
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Members American Institute of Certified Public Accountants

INDEPENDENT AUDITORS' REPORT

To the Trustees of
GCPS, Inc. 401(k) P/S Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of GCPS, Inc. 401(k) P/S Plan, which comprise the statements of net assets available for benefits - modified cash basis as of December 31, 2018 and 2017, and the related statement of changes in net assets available for benefits - modified cash basis for the year ended December 31, 2018 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 the modified cash basis of accounting described in Note 2; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements under the circumstances. Plan management is also responsible for 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 conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CRF 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Mid Atlantic Trust Company and Pai Trust Company, the trustees of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that Mid Atlantic Trust Company held the Plan's investment assets and executed investment transactions from January 1, 2018 to December 31, 2018 and that Pai Trust Company held the Plan's investment assets and executed investment transactions as of December 31, 2017, and for the period January 1, 2017 to December 31, 2017. The plan administrator has obtained certifications from the trustees as of and for the years ended December 31, 2018 and 2017, that the information provided to the plan administrator by the trustees is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Basis of Accounting

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements and supplemental schedules were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

Other Matter – Supplemental Schedules

The supplemental schedules of Delinquent Participant Contributions – Modified Cash Basis and Assets Held for Investment Purposes – Modified Cash Basis as of or for the year ended December 31, 2018 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules referred to above.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustees, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Lawrence, Blackburn, Meek, Maxey & Co., P.C.

Beaumont, Texas
September 18, 2019

GCPS, INC. 401(k) P/S PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS – MODIFIED CASH BASIS
December 31,

	2018	2017
ASSETS		
Investments at fair value	$ 1,240,114	$ 1,038,291
Receivables		
Participants' contributions	8,581	6,906
Notes receivable from participants	21,887	22,254
Total receivables	30,468	29,160
TOTAL ASSETS	1,270,582	1,067,451
NET ASSETS AVAILABLE FOR BENEFITS	$ 1,270,582	$ 1,067,451

The accompanying notes are an integral part of these financial statements.

GCPS, INC. 401(k) P/S PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
MODIFIED CASH BASIS
Year Ended December 31, 2018

ADDITIONS		
Additions to net assets attributed to:		
Investment Income:		
Net appreciation (depreciation) in fair value of investments	$	(67,350)
Interest and dividends		38,788
Participant loan interest		1,217
Total investment income		(27,345)
Contributions:		
Participants		233,382
Total contributions		233,382
TOTAL ADDITIONS		206,037
DEDUCTIONS		
Deductions from net assets attibuted to:		
Benefits paid to participants		2,831
Administrative expenses		75
TOTAL DEDUCTIONS		2,906
NET INCREASE		203,131
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year		1,067,451
End of year	$	1,270,582

The accompanying notes are an integral part of these financial statements.

GCPS, INC. 401(k) P/S PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 1: DESCRIPTION OF PLAN

The following description of GCPS, Inc. 401(k) P/S Plan, the ("Plan"), provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions. A copy of the Plan Document is at the Company's office.

General: The Plan is a defined contribution plan covering non-highly compensated employees of the Company who have reached the age of twenty-one and have one month of service. The Plan is a type of qualified retirement plan commonly referred to as a 401(k) Plan. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute as little as one percent of pretax annual compensation, as defined in the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan or self-directed accounts. The company, at the discretion of the company's board of directors, may contribute amounts based on the percentage of each contributing participant's elective deferral.

Participant Accounts: Each participant's account is credited with the participant's contribution and allocations of the Company's contribution, and Plan earnings (losses), and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting: Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching and discretionary contribution portion of their accounts, plus actual earnings thereon is based on years of continuous service. A participant is 100 percent vested after three years of credited service.

Notes Receivable from Participants: Participants may borrow from their fund accounts, a minimum of $1,000 up to a maximum of $50,000 or 50 percent of their vested account balance, whichever is less. The loans are secured by the balance in the participant's account and bear interest rates ranging from 4.25 percent to 6.00 percent, which is commensurate with local prevailing rates as determined by the Plan administrator. Participants are only allowed two outstanding loans at any time. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits: All distributions from the Plan will be in one lump-sum payment in cash. If the vested benefit under the Plan exceeds $5,000, then the participant must consent to the distribution before it may be made. If the vested benefit under the Plan does not exceed $5,000, then the benefit will be distributed as a direct rollover to an individual retirement account.

Forfeited Accounts: At December 31, 2018 and 2017, forfeited non-vested accounts totaled $-0- and $-0- respectively. These accounts can be used to reduce future employer contributions or applied to fees incurred by the plan.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The financial statements of the Plan are prepared under the modified cash basis of accounting. That is, the asset amounts are reflected on a cash basis except for the contributions. The contributions are reported on a plan year accrual basis.

Estimates: The preparation of financial statements in conformity with the modified cash basis of accounting requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Notes Receivable from Participants: Notes receivable from participants are measured at their unpaid principle balance plus any accrued but unpaid interest. Interest income is recorded on the modified cash basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2018, and 2017, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the plan administrator considers the participant loan to be in default, the loan balance is reduced and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Investment Valuation and Income Recognition: Investments are reported at fair value. 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. See Note 8 for discussion of fair value measurements. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation or depreciation includes the plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits: Benefits are recorded when paid

Costs of the Plan: Administrative costs of the Plan are paid by the plan sponsor.

Date of Managements Review of Subsequent Events: Subsequent events were evaluated through September 18, 2019, which is the date the financial statements were available to be issued.

NOTE 3: PLAN INVESTMENTS

During the plan year ended December 31, 2018, the Plan's investments (including gains and losses in investments bought and sold, as well as held during the year) depreciated $67,350.

NOTE 4: PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts.

NOTE 5: INFORMATION PREPARED AND CERTIFIED BY PLAN CUSTODIAN (UNAUDITED)

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the Plan's trustees in accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 as of December 31:

	2018	2017
Investments, at fair value		
In Mutual Funds	$ 1,240,114	$1,038,291
Employee contribution receivable	-	6,906
Notes Receivable from participants	-	22,254
	$ 1,240,114	$1,067,451

The information included in the financial statements and accompanying supplemental schedules was obtained from data that has been prepared and certified to as complete and accurate by Mid Atlantic Trust Company for January 1, 2018 to December 31, 2018 and PAi Trust Company, Inc for January 1, 2017 to December 31, 2017.

NOTE 6: TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated March 31, 2014, that the Plan is designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

NOTE 7: AMOUNTS ALLOCATED TO WITHDRAWN PARTICIPANTS WITH BALANCES

At December 31, 2018 and 2017, net assets available for plan benefits included $83,704 and $26,432, respectively for distributions to participants who have terminated employment from the Plan sponsor prior to the end of the Plan year, but have not received their distribution as of the Plan year.

NOTE 8: FAIR VALUE MEASUREMENTS

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels. Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority. Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1). Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, The Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence for fair value, and Level 3 inputs were only used when Level 1 or Level 2 inputs are not available. No Level 2 or 3 inputs were available to the Plan.

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the units held by the Plan at year-end. The mutual funds held by the Plan are open-end mutual funds registered with the U.S. Securities and Exchange Commission. The funds must publish their daily net asset value and transact at that price. The mutual funds held by the Plan are considered to be actively traded. The following tables set forth, by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2018 and 2017:

		Fair Value Measurements at the End of the Reporting Period Using
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)
December 31, 2018		
Mutual Funds	$ 1,240,114	$ 1,240,114
Total assets in the fair value hierarchy	$ 1,240,114	$ 1,240,114
December 31, 2017		
Mutual Funds	$ 1,038,291	$ 1,038,291
Total assets in the fair value hierarch	$ 1,038,291	$ 1,038,291

Gains and losses included in changes in net assets available for benefits for the year ended December 31, 2018 is reported in net appreciation/(depreciation) in fair value of investments.

NOTE 9: RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2018 and 2017, to Schedule H of Form 5500:

	2018	2017
Net assets available for benefits per the financial statement	$ 1,270,582	$ 1,067,451
Less amounts for employee receivable	(8,581)	(1,845)
Add amoounts for participant loan accrual	509	-
Add amounts for assets reconciliation	7	-
Net assets available for benefits per Schedule H to Form 5500	$ 1,262,517	$ 1,065,606

The following is a reconciliation of changes in net assets per the financial statements for the year ended December 31, 2018, to Schedule H of Form 5500:

Changes in nets assets per the financial statements	$ 203,131
Less: Amounts for employee receivable	(6,184)
Less: Amounts for participant loan interest	(43)
Add: Amounts to reconcile assets to trust statement	7
Changes in net assets per Schedule H of Form 5500	$ 196,911

NOTE 10: RISKS AND UNCERTAINTIES

The Plan invests 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 participants' account balances and the amounts reported in the statement of net assets available for benefits.

NOTE 11: PROHIBITED OR NON-EXEMPT TRANSACTIONS

During the year ended December 31, 2018, the Company discovered that participant contributions for all participants had not been contributed to the plan as required. These late remittances were in violation of the provisions of ERISA. The Plan's management and administrator are calculating the lost earnings to the participants and these costs and any penalties will be remitted by the sponsor of the Plan along with the missed deferrals.

NOTE 12: CHANGE OF TRUSTEE AND THIRD-PARTY ADMINISTRATORS

Effective January 1, 2018, the Plan changed trustee of PAi Trust Company and recordkeeper of PAi Retirement Services, Inc. to Mid Atlantic Trust Company as the trustee and Paychex, Inc. as the recordkeeper. During the period of transition there was a blackout period that lasted approximately twenty-eight days where participants had limited access to their accounts. Participants were provided notice of this blackout period by the Plan administrator as required by Department of Labor 29 CFR 2520.101-3

SUPPLEMENTAL INFORMATION

GCPS, INC. 401(k) P/S PLAN

SUPPLEMENTAL SCHEDULE

December 31, 2018

PLAN NUMBER: 001
EIN: 76-0661445

Schedule H--Line 4a--Schedule of Delinquent Participant Contributions - Modified Cash Basis

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected $26	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	

GCPS, INC. 401(k) P/S PLAN

SUPPLEMENTAL SCHEDULE

December 31, 2018

PLAN NUMBER: 001
EIN: 76-0661445

Schedule H--Line 4i--Schedule of Assets Held for Investment Purposes - Modified Cash Basis:

a)	b) Identity of Issuer	c) Description of Investment	d) Cost	e) Current Value
	Federated	Federated US Treasury Cash Reserves	N/A	1,616
	Federated	Federated Government Obligations	N/A	145,004
	Fidelity	Fidelity Mid Cap Value	N/A	29,872
	Fidelity	Fidelity Small Cap Growth	N/A	13,140
	MFS	MFS Growth R6	N/A	3,520
	Vanguard	Vanguard Real Estate Index Fund Admiral Shares	N/A	937
	Vanguard	Vanguard Mid Cap Index Fund	N/A	11,453
	Vanguard	Vanguard Small-Cap Index Fund	N/A	2,329
	Vanguard	Vanguard 500 Index Fund	N/A	47,247
	American Funds	American Funds New World Fund	N/A	1,536
	Oppenheimer	Oppenheimber International Growth Fund	N/A	46,439
	Franklin	Franklin Total Return Fund	N/A	772,876
	Pimco	Pimco High Yield Spectrum Fund	N/A	9,462
	Templeton	Templeton Global Bond Fund	N/A	14,903
	Vanguard	Vanguard Short-Term Bond Index Fund	N/A	26,934
	American Century	American Century Investments One Choice 2035	N/A	9,319
	American Century	American Century Investments One Choice 2040	N/A	8,496
	American Century	American Century Investments One Choice 2045	N/A	1,628
	American Century	American Century Investments One Choice 2050	N/A	1,031
	Putnam	Putnam Dynamic Asset Allocation Growth Fund	N/A	91,628
	Putnam	Putnam Dynamic Asset Allocation Balanced Fund	N/A	744
	Participant Loans	1 to 5 year amortization; 4.25% - 6.00%	- 0 -	22,396

* Party in interest

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GCPS, Inc. 401(k) P/S PLAN

FINANCIAL STATEMENTS

December 31, 2018 and 2017

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GCPS, INC. 401(k) P/S PLAN
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Members American Institute of Certified Public Accountants

INDEPENDENT AUDITORS' REPORT

To the Trustees of
GCPS, Inc. 401(k) P/S Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of GCPS, Inc. 401(k) P/S Plan, which comprise the statements of net assets available for benefits - modified cash basis as of December 31, 2018 and 2017, and the related statement of changes in net assets available for benefits - modified cash basis for the year ended December 31, 2018 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 the modified cash basis of accounting described in Note 2; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements under the circumstances. Plan management is also responsible for 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 conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CRF 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Mid Atlantic Trust Company and Pai Trust Company, the trustees of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that Mid Atlantic Trust Company held the Plan's investment assets and executed investment transactions from January 1, 2018 to December 31, 2018 and that Pai Trust Company held the Plan's investment assets and executed investment transactions as of December 31, 2017, and for the period January 1, 2017 to December 31, 2017. The plan administrator has obtained certifications from the trustees as of and for the years ended December 31, 2018 and 2017, that the information provided to the plan administrator by the trustees is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Basis of Accounting

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements and supplemental schedules were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

Other Matter – Supplemental Schedules

The supplemental schedules of Delinquent Participant Contributions – Modified Cash Basis and Assets Held for Investment Purposes – Modified Cash Basis as of or for the year ended December 31, 2018 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules referred to above.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustees, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Lawrence, Blackburn, Meek, Maxey & Co., P.C.

Beaumont, Texas
September 18, 2019

GCPS, INC. 401(k) P/S PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS – MODIFIED CASH BASIS
December 31,

	2018	2017
ASSETS		
Investments at fair value	$ 1,240,114	$ 1,038,291
Receivables		
Participants' contributions	8,581	6,906
Notes receivable from participants	21,887	22,254
Total receivables	30,468	29,160
TOTAL ASSETS	1,270,582	1,067,451
NET ASSETS AVAILABLE FOR BENEFITS	$ 1,270,582	$ 1,067,451

The accompanying notes are an integral part of these financial statements.

GCPS, INC. 401(k) P/S PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
MODIFIED CASH BASIS
Year Ended December 31, 2018

ADDITIONS		
Additions to net assets attributed to:		
Investment Income:		
Net appreciation (depreciation) in fair value of investments	$	(67,350)
Interest and dividends		38,788
Participant loan interest		1,217
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Contributions:		
Participants		233,382
Total contributions		233,382
TOTAL ADDITIONS		206,037
DEDUCTIONS		
Deductions from net assets attibuted to:		
Benefits paid to participants		2,831
Administrative expenses		75
TOTAL DEDUCTIONS		2,906
NET INCREASE		203,131
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year		1,067,451
End of year	$	1,270,582

The accompanying notes are an integral part of these financial statements.

GCPS, INC. 401(k) P/S PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 1: DESCRIPTION OF PLAN

The following description of GCPS, Inc. 401(k) P/S Plan, the ("Plan"), provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions. A copy of the Plan Document is at the Company's office.

General: The Plan is a defined contribution plan covering non-highly compensated employees of the Company who have reached the age of twenty-one and have one month of service. The Plan is a type of qualified retirement plan commonly referred to as a 401(k) Plan. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute as little as one percent of pretax annual compensation, as defined in the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan or self-directed accounts. The company, at the discretion of the company's board of directors, may contribute amounts based on the percentage of each contributing participant's elective deferral.

Participant Accounts: Each participant's account is credited with the participant's contribution and allocations of the Company's contribution, and Plan earnings (losses), and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting: Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching and discretionary contribution portion of their accounts, plus actual earnings thereon is based on years of continuous service. A participant is 100 percent vested after three years of credited service.

Notes Receivable from Participants: Participants may borrow from their fund accounts, a minimum of $1,000 up to a maximum of $50,000 or 50 percent of their vested account balance, whichever is less. The loans are secured by the balance in the participant's account and bear interest rates ranging from 4.25 percent to 6.00 percent, which is commensurate with local prevailing rates as determined by the Plan administrator. Participants are only allowed two outstanding loans at any time. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits: All distributions from the Plan will be in one lump-sum payment in cash. If the vested benefit under the Plan exceeds $5,000, then the participant must consent to the distribution before it may be made. If the vested benefit under the Plan does not exceed $5,000, then the benefit will be distributed as a direct rollover to an individual retirement account.

Forfeited Accounts: At December 31, 2018 and 2017, forfeited non-vested accounts totaled $-0- and $-0- respectively. These accounts can be used to reduce future employer contributions or applied to fees incurred by the plan.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The financial statements of the Plan are prepared under the modified cash basis of accounting. That is, the asset amounts are reflected on a cash basis except for the contributions. The contributions are reported on a plan year accrual basis.

Estimates: The preparation of financial statements in conformity with the modified cash basis of accounting requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Notes Receivable from Participants: Notes receivable from participants are measured at their unpaid principle balance plus any accrued but unpaid interest. Interest income is recorded on the modified cash basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2018, and 2017, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the plan administrator considers the participant loan to be in default, the loan balance is reduced and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Investment Valuation and Income Recognition: Investments are reported at fair value. 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. See Note 8 for discussion of fair value measurements. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation or depreciation includes the plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits: Benefits are recorded when paid

Costs of the Plan: Administrative costs of the Plan are paid by the plan sponsor.

Date of Managements Review of Subsequent Events: Subsequent events were evaluated through September 18, 2019, which is the date the financial statements were available to be issued.

NOTE 3: PLAN INVESTMENTS

During the plan year ended December 31, 2018, the Plan's investments (including gains and losses in investments bought and sold, as well as held during the year) depreciated $67,350.

NOTE 4: PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts.

NOTE 5: INFORMATION PREPARED AND CERTIFIED BY PLAN CUSTODIAN (UNAUDITED)

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the Plan's trustees in accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 as of December 31:

	2018	2017
Investments, at fair value		
In Mutual Funds	$ 1,240,114	$1,038,291
Employee contribution receivable	-	6,906
Notes Receivable from participants	-	22,254
	$ 1,240,114	$1,067,451

The information included in the financial statements and accompanying supplemental schedules was obtained from data that has been prepared and certified to as complete and accurate by Mid Atlantic Trust Company for January 1, 2018 to December 31, 2018 and PAi Trust Company, Inc for January 1, 2017 to December 31, 2017.

NOTE 6: TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated March 31, 2014, that the Plan is designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

NOTE 7: AMOUNTS ALLOCATED TO WITHDRAWN PARTICIPANTS WITH BALANCES

At December 31, 2018 and 2017, net assets available for plan benefits included $83,704 and $26,432, respectively for distributions to participants who have terminated employment from the Plan sponsor prior to the end of the Plan year, but have not received their distribution as of the Plan year.

NOTE 8: FAIR VALUE MEASUREMENTS

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels. Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority. Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1). Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, The Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence for fair value, and Level 3 inputs were only used when Level 1 or Level 2 inputs are not available. No Level 2 or 3 inputs were available to the Plan.

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the units held by the Plan at year-end. The mutual funds held by the Plan are open-end mutual funds registered with the U.S. Securities and Exchange Commission. The funds must publish their daily net asset value and transact at that price. The mutual funds held by the Plan are considered to be actively traded. The following tables set forth, by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2018 and 2017:

		Fair Value Measurements at the End of the Reporting Period Using
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)
December 31, 2018		
Mutual Funds	$ 1,240,114	$ 1,240,114
Total assets in the fair value hierarchy	$ 1,240,114	$ 1,240,114
December 31, 2017		
Mutual Funds	$ 1,038,291	$ 1,038,291
Total assets in the fair value hierarch	$ 1,038,291	$ 1,038,291

Gains and losses included in changes in net assets available for benefits for the year ended December 31, 2018 is reported in net appreciation/(depreciation) in fair value of investments.

NOTE 9: RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2018 and 2017, to Schedule H of Form 5500:

	2018	2017
Net assets available for benefits per the financial statement	$ 1,270,582	$ 1,067,451
Less amounts for employee receivable	(8,581)	(1,845)
Add amoounts for participant loan accrual	509	-
Add amounts for assets reconciliation	7	-
Net assets available for benefits per Schedule H to Form 5500	$ 1,262,517	$ 1,065,606

The following is a reconciliation of changes in net assets per the financial statements for the year ended December 31, 2018, to Schedule H of Form 5500:

Changes in nets assets per the financial statements	$ 203,131
Less: Amounts for employee receivable	(6,184)
Less: Amounts for participant loan interest	(43)
Add: Amounts to reconcile assets to trust statement	7
Changes in net assets per Schedule H of Form 5500	$ 196,911

NOTE 10: RISKS AND UNCERTAINTIES

The Plan invests 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 participants' account balances and the amounts reported in the statement of net assets available for benefits.

NOTE 11: PROHIBITED OR NON-EXEMPT TRANSACTIONS

During the year ended December 31, 2018, the Company discovered that participant contributions for all participants had not been contributed to the plan as required. These late remittances were in violation of the provisions of ERISA. The Plan's management and administrator are calculating the lost earnings to the participants and these costs and any penalties will be remitted by the sponsor of the Plan along with the missed deferrals.

NOTE 12: CHANGE OF TRUSTEE AND THIRD-PARTY ADMINISTRATORS

Effective January 1, 2018, the Plan changed trustee of PAi Trust Company and recordkeeper of PAi Retirement Services, Inc. to Mid Atlantic Trust Company as the trustee and Paychex, Inc. as the recordkeeper. During the period of transition there was a blackout period that lasted approximately twenty-eight days where participants had limited access to their accounts. Participants were provided notice of this blackout period by the Plan administrator as required by Department of Labor 29 CFR 2520.101-3

SUPPLEMENTAL INFORMATION

GCPS, INC. 401(k) P/S PLAN

SUPPLEMENTAL SCHEDULE

December 31, 2018

PLAN NUMBER: 001
EIN: 76-0661445

Schedule H--Line 4a--Schedule of Delinquent Participant Contributions - Modified Cash Basis

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected $26	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	

GCPS, INC. 401(k) P/S PLAN

SUPPLEMENTAL SCHEDULE

December 31, 2018

PLAN NUMBER: 001
EIN: 76-0661445

Schedule H--Line 4i--Schedule of Assets Held for Investment Purposes - Modified Cash Basis:

a)	b) Identity of Issuer	c) Description of Investment	d) Cost	e) Current Value
	Federated	Federated US Treasury Cash Reserves	N/A	1,616
	Federated	Federated Government Obligations	N/A	145,004
	Fidelity	Fidelity Mid Cap Value	N/A	29,872
	Fidelity	Fidelity Small Cap Growth	N/A	13,140
	MFS	MFS Growth R6	N/A	3,520
	Vanguard	Vanguard Real Estate Index Fund Admiral Shares	N/A	937
	Vanguard	Vanguard Mid Cap Index Fund	N/A	11,453
	Vanguard	Vanguard Small-Cap Index Fund	N/A	2,329
	Vanguard	Vanguard 500 Index Fund	N/A	47,247
	American Funds	American Funds New World Fund	N/A	1,536
	Oppenheimer	Oppenheimber International Growth Fund	N/A	46,439
	Franklin	Franklin Total Return Fund	N/A	772,876
	Pimco	Pimco High Yield Spectrum Fund	N/A	9,462
	Templeton	Templeton Global Bond Fund	N/A	14,903
	Vanguard	Vanguard Short-Term Bond Index Fund	N/A	26,934
	American Century	American Century Investments One Choice 2035	N/A	9,319
	American Century	American Century Investments One Choice 2040	N/A	8,496
	American Century	American Century Investments One Choice 2045	N/A	1,628
	American Century	American Century Investments One Choice 2050	N/A	1,031
	Putnam	Putnam Dynamic Asset Allocation Growth Fund	N/A	91,628
	Putnam	Putnam Dynamic Asset Allocation Balanced Fund	N/A	744
	Participant Loans	1 to 5 year amortization; 4.25% - 6.00%	- 0 -	22,396

* Party in interest