

**Saginaw Covenant Academy**  
508 S. Washington Avenue  
Saginaw, MI 48607  
(989) 596-1100

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**BOARD MEETING**  
**SAGINAW COVENANT ACADEMY**  
**BOARD OF DIRECTORS**

Date: January 16, 2025  
Time: 4:00 P.M.  
Location: 999 S. Washington Ave, Saginaw, MI

**MINUTES**

MEETING TYPE:      Regular              X Special              Proposed              Approved

**A. Call to Order:** Meeting was called to order at 4:05 PM

**B. Roll Call:**

Ty Mier, President	x Present	o Absent
Dr. Elsa Olvera, Vice President	Present	x Absent
Becky Gerzseny, Treasurer	x Present	o Absent
Mike Jury, Secretary	x Present	o Absent
Carrie Schultz, Member	x Present	o Absent

**Other Attendees:**

Matthew Hyatt, School Leader	Dr. Matt Cawood, GVSU
Tim Ostrom, CAF Sr Dir of Mission & Admin	Mitchell Piper, Legal Counsel
Steven Killey, CAF Dir of Operational Services	Jeff Ichesco, Sr Advisor to CAF Board

**C. Mission Statement:** Ty read the mission statement

**D. Approval of Agenda:**

**Motion:** Mike Jury motioned to approve the agenda

**Support:** Becky Gerzseny seconded the motion              **Ayes: 4    Nays: 0**

**E. Approval/Acceptance of Standard Business:**

**a. Approval of the following board meeting minutes**

**i. Regular Board Meeting Minutes - December 4, 2024**

**Motion:** No action was taken. The Board will review the minutes and vote at the February regular meeting on February 26, 2025.

**Support:    Ayes:    Nays:**

**F. Board Resolutions:**

- a. Signatories on SCA Depository Institution Accounts - A discussion was had about who should be added or removed from the SCA bank accounts at Huntington Bank, what are the purposes of adding CAF employees to the accounts. Jeff Ichesco answered board questions regarding what roles Partner Solutions will take regarding accounts payable, reporting to the board, seeking review of invoices by the Board Treasurer, and oversight of the MILAF account. The Board and CAF team members discussed management agreement's language surrounding signatories on

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financial institution accounts.. The Board asked about logistics regarding school leader debit cards. Tim Ostrom detailed how said debit cards function, fund transfers to the card, and how receipts are collected. Mitchell Piper was asked to rewrite the proposed resolution to remove Tim Ostrom as a proposed signatory and to include a statement regarding the removal of Bailey Singh from all SCA financial accounts.

**Motion:** Carrie Schultz motioned to approve the rewritten resolution

**Support:** Mike Jury seconded the motion. Ayes: 4 Nays: 0

- b. Board Facsimile Authorization - The Board discussed the use of account signatory facsimile signatures. Mitchell Piper was asked to rewrite the proposed resolution to remove the following wording from the resolution, “Board Vice-President or Board Secretary, Additional Board Members, and named Covenant Academies Foundation employees, and denoting the Covenant Academies Foundation employee as referenced in the prior resolution.”

**Motion:** Mike Jury motioned to approve the rewritten resolution

**Support:** Becky Gerzseny seconded the motion. Ayes: 4 Nays: 0

- c. ACH Authorization - A discussion was held regarding the use of ACH Authorization by Partner Solutions to make payment for goods and services on behalf of Saginaw Covenant Academy. It was discussed that the Board Treasurer will be the ETO (Electronic Transaction Officer) and the Board requested a copy of Partner Solutions policy regarding internal accounting controls. Mitch Piper was asked to rewrite the proposed resolution to remove the following wording from the resolution: “the word Treasurer was removed from the sentence, Whereas, PA 738 authorized the Treasurer or the Electronic Transaction officer (ETO) to enter in an Automatic Clearing House (ACH) arrangement...” Letter “c” of the proposed resolution was changed to read, “The policy for internal controls used by Partner Solutions will be used to monitor the use of ACH transactions made by the Academy. Letter “d” was rewritten to read, “The ETO or designee shall approve ACH invoices before payment.”

**Motion:** Carrie motioned to approve the rewritten resolution

**Support:** Mike seconded the motion. Ayes: 4 Nays: 0

- d. CAF Temporary Expenditure Coverage and Reimbursement - Jeff Ichesco and the Board discussed CAF’s one-time coverage of SCA’s January 15, 2025 payroll and SCA’s accounts payable between December 20, 2024 and January 16, 2025. Further discussion included the request for SCA to repay CAF once board resolutions regarding new signers on SCA bank accounts, facsimile signature authorization, and ACH authorization were passed. The Board requested for review a list of vendors and amounts covered..

**Motion:** Carrie Schultz motioned to appoint Becky Gerzseny or Ty Mier to review expenses covered by CAF and finalize reimbursement for said expenses.

**Support:** Mike Jury seconded the motion. Ayes: 4 Nays: 0

**G. Board Membership:** The Board and Jeff Ichesco discussed board membership, including filling any future vacancies. The Board clarified prior actions taken regarding this matter to remain at five members. Matt Cawood confirmed the prior action taken.

**H. Public Comment:** Matthew Hyatt, SCA School Leader, informed the Board that he has received from the Michigan Department of Education his Administrators Certification.

**I. Adjournment** - Meeting was adjourned at 5:10 PM

**Motion:** Becky Gerzseny motioned to adjourn

**Support:** Carrie Schultz seconded the motion Ayes: 4 Nays: 0

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**Resolution of the  
Saginaw Covenant Academy  
Board of Directors**

AUTHORIZATION FOR THE USE OF FACSIMILE SIGNATURES

**WHEREAS**, the Board of Directors of Saginaw Covenant Academy, a corporation organized and existing under the laws of the State of Michigan, hereby certifies that a meeting of the Board of Directors of said Academy was duly held at which a quorum was present and acting throughout;

**BE IT RESOLVED**, that Huntington Bank are hereby authorized and directed to honor as authorized and genuine the instructions of the Academy as well as any and all checks, drafts, and/or other orders for the payment of money drawn in the name of the Academy and signed with the facsimile signature of any of any signer, now authorized or to be authorized in the future pursuant to a Resolution of the Board of Directors.

**BE IT FURTHER RESOLVED**, that the Academy is authorized to and hereby does assume full responsibility for any and all payments made by the said banking institution in reliance upon the facsimile signature of any person or persons named in this resolution.

**BE IT FURTHER RESOLVED**, that the President of Saginaw Covenant Academy Board of Directors be authorized to cause to be delivered to the aforementioned banking institution specimens of the facsimile signatures of the persons named herein.

Secretary's Certification:

I certify that the foregoing resolution was duly adopted by the Saginaw Covenant Academy Board of Directors at a properly noticed special meeting held on the 12<sup>th</sup> day of January, 2025, at which a quorum was present.

By:

Michael Jung  
Board Secretary

**Resolution of the  
Saginaw Covenant Academy  
Board of Directors**

SIGNATORIES ON ACADEMY DEPOSITORY INSTITUTION ACCOUNTS

**WHEREAS**, The Saginaw Covenant Academy Board of Directors desires to make changes to the signatories on its depository institution accounts maintained at Huntington Bank; and

**WHEREAS**, the Board deems it necessary and expedient to review and keep current the signatories on its accounts with Huntington Bank except as amended by this Resolution.

**NOW, THEREFORE, BE IT RESOLVED**, that the Saginaw Covenant Academy Board of Directors authorizes the addition of Steven Killey, Covenant Academies Foundation Director of Operational Services, as a signatory on all depository institution accounts maintained at Huntington Bank.

**BE IT FURTHER RESOLVED**, that Bailey Singh's authorization as a signatory on all depository institution accounts maintained at Huntington Bank is revoked, effective immediately.

**BE IT FURTHER RESOLVED**, that the authorization for any individual signatory will automatically terminate if that individual is no longer a director on the Saginaw Covenant Academy Board of Directors or an employee of Covenant Academies Foundation.

**BE IT FURTHER RESOLVED**, that Huntington Bank is hereby authorized to rely upon a copy of this Resolution certified by the Secretary of the Board of Education as evidence of the Board's action.

Secretary's Certification:

I certify that the foregoing resolution was duly adopted by the Saginaw Covenant Academy Board of Directors at a properly noticed special meeting held on the 16<sup>th</sup> day of January, 2025, at which a quorum was present.

By: Michael Jung  
Board Secretary

**Saginaw Covenant Academy  
Board of Directors**

**AUTOMATIC CLEARING HOUSE (ACH) RESOLUTION**

**WHEREAS**, Public Act 738 of 2002 ("PA 738"), effective December 30, 2002, authorizes the Academy to make electronic transactions involving public funds by electronic payment, debit, or credit transfer processed through an automated clearing house, and

**WHEREAS**, PA 738 authorizes the Electronic Transactions Officer (ETO) to enter into an Automatic Clearing House (ACH) arrangement for a national and governmental organization that has authority to process electronic payments, including, but not limited to, the National Automated Clearing House Association and the Federal Reserve System, through use of the accounting system in use at CS Partners, their Educational Service Provider, and

**WHEREAS**, The Board of Directors deems that it is in the best interest of the Academy to make certain school district financial transactions by electronic payments as described in PA 738.

**NOW, THEREFORE, BE IT RESOLVED**, that the Saginaw Covenant Academy Board Treasurer shall be the Electronic Transactions Officer.

**BE IT FURTHER RESOLVED**, that the following policy shall govern the use of electronic transactions:

- a) The ETO is responsible for the Academy's ACH agreements, including payment approval. The ETO designates Covenant Academies Foundation and CS Partners/Partner Solutions the responsibility for accounting, reporting, and generally for overseeing compliance with the ACH policy.
- b) Covenant Academies Foundation and CS Partners/Partner Solutions shall submit to the Saginaw Covenant Academy Board of Directors documentation detailing the goods or services purchased, the cost of the goods or services, the date of the payment, and the department level serviced by payment. This report can be contained in the electronic ledger software system or in a separate report to the Board of Directors.
- c) CS Partners/Partner Solutions' system of internal accounting controls, set forth in a written policy, are adopted by reference to monitor the use of ACH transactions.
- d) The ETO or her designee must approve ACH invoices before payment.
- e) The ETO may adopt other policies relating to ACH transactions that they deem necessary.

**NOW, THEREFORE, BE IT RESOLVED**, that the Academy Board approves by majority vote the resolution.

Secretary's Certification:

I certify that the foregoing resolution was duly adopted by Saginaw Covenant Academy Board of Directors at a properly noticed open meeting held on the 16<sup>TH</sup> day of JAN 2025, at which a quorum was present.

By: Michael Jung  
Board Secretary

MINUTES CERTIFICATION

*Steven Killey*

*January 21, 2025*

Board Secretary/Recording Secretary

Date

Approved by the Saginaw Covenant Academy Board of Directors on February 26, 2025

*Michael Perry*  
Board Secretary

*26 FEBRUARY 2025*  
Date

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