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GOVERNANCE BOARD MEETING
December 18, 2025
Minutes

Board members in person: Mr. David Hill, Treasurer, Mr. Dan Rodgers Emeritus Board Chair, Ms. Jennifer Muntz, Secretary, Ms. Stephanie Larkin

Board members absent: Mr. Eric Austin Board Chair, Bishop Merton Clark

Others Attendance in Person: Mr. Phil Scarpelli, President and Chief Executive Officer, Ms. Laurie-Anna DeGennaro, Board Liaison

Board Guests Present: Dr. Valerie Holmes VP and COO, Mr. Don Johnson CFO, Ms. Stacy Peacock, CAO, Mr. John Hubbard, CLO

Board Guests online: Ms. Verricka Lamb, DCF Contract Manager entered at 9:15 am

Mr. Hill welcomed all in attendance and asked to stand for the Pledge of Allegiance.

Mr. Hill then asked everyone to state their names for the record beginning with board members in person and online to include the President and CEO, Board Liaison, then guests in person and online.

Motion: Ms. Larkin moved to approve the December 15, 2025 Agenda. This was seconded by Mr. Rodgers and without further discussion the motion passed.

Mr. Hill reminded members that if anyone had a real or perceived conflict of interest or a business relationship between two board members to please reach out to Ms. DeGennaro for a Conflict-of-Interest form. None were disclosed.

Public Comments: Mr. Hill reported public comments are limited to one minute per attendee for a combined total of three minutes and comments must be specific to agenda items. No public comments were expressed.

Motion: Ms. Muntz moved to approve the October 23, 2025 Board Meeting minutes. This was seconded by Mr. Rodgers and without further discussion the motion passed.

Unfinished Business

Community Advisory Boards (CAB) Vision and Restructure

Mr. Scarpelli presented a CAB overview emphasizing the need to step back and refocus on the original core vision; community engagement with residents who bring resources, awareness, and understanding of organizational impact. He further explained the goal is to empower volunteer community members rather than control them through heavy governance structures. CABs should facilitate awareness and resource-building, as significant work is needed to educate communities about community-based care agencies. Resources include funding, policymaker influence, and partnerships serving vulnerable children and families. Mr. Scarpelli questioned whether heavy governance oversight is necessary given recruitment difficulties.

Ms. Larkin raised concerns that the current CAB structure is too restrictive. She then noted the following points:

- Documents reviewed (guidelines, job descriptions, charters, reporting structures) appear to constrain what CABs can accomplish
- The board has discussed this for two years and lost sight of Mr. Scarpelli's original vision
- Quarterly meeting minimums may not align with actual community needs and event planning
- The CABs should not fall under Sunshine Law or report to the Governance Board; they should be aligned under the Foundation Board.
- Current structure creates another mini governance board rather than empowering volunteers

Ms. Larkin then warned over-structuring will "cripple" CABs from the start

- If CABs fall under board governance, Mr. Scarpelli would need to attend every CAB meeting, which is not feasible
- Extensive documentation requirements will discourage community volunteers from owning the mission
- CABs should be empowered to plan their own meeting schedules that align with community needs and event planning

Mr. Scarpelli expressed his concern with the reiterative process and continuous questions about control. He emphasized needing board support rather than pushback on his vision. He noted his commitment to building successful community relations without acting rashly, then asked the board not to "hide the hands" of volunteers; raising the stakes of empowerment will lead to greater ownership by community members.

Mr. Rodgers and Mr. Hill both agreed to fully support Mr. Scarpelli's vision, and noted he is the subject matter expert; he is owed the courtesy to implement what he believes will work for the agency.

Discussions ensued regarding CAB directors sitting on the Governance Board and creating Sunshine Law transparency issues. Ms. Muntz noted, original discussions had CAB chairs sitting on the Governance Board but later clarified they would initially attend board meetings as observers. Mr. Scarpelli proposed community members from each county discuss and nominate their CAB chair, subject to board approval.

Directors then discussed if CABs move under the Foundation, the foundation board chair Ms. Kristin Johnson should attend the Governance Board meetings to report on CAB activities. Ms. Muntz recommended careful management of reporting relationships to avoid gray areas. Mr. Scarpelli noted focus groups indicated community members want:

- Buy-in on county-specific activities, as every county wants recognition for unique needs
- Understanding of organizational mission and county needs before deciding how to contribute
- Representation from the foster adoptive community and possibly youth participants
- Recognition of different cultures and needs within each county

Directors then questioned whether lead agency representation across all counties is required. Mr. Scarpelli confirmed it is not a formal requirement.

Ms. Muntz suggested to hold a special board meeting within the first or second week of January to revisit CAB documentation and vision. She will create a Doodle poll to find a time that works for all board members. She noted the regular January board meeting is scheduled for January 22nd; the special meeting should precede this date, and she would like to have Mr. Hubbard attend to provide legal input and Ms. Kristen Johnson should attend since these discussions affect the Foundation Board.

Action Item: Ms. Muntz will update documents to reflect CABs falling under the Foundation and draft scenario-based presentations showing CAB functions, communication pipelines, and points of contact.

Mr. Hill recommended and the board directors agreed that the current agenda item CAB motion/approval process be deferred to the special board meeting and all decisions from the special meeting will be presented for approval at the January 22, 2026 Governance Board meeting.

Consent Agenda

The CEO Board Report, the DCF Contract measures, November Financials and Supplemental Narrative were posted to the Board Portal in advance of the meeting. No comments were expressed during the review period.

Motion: Ms. Larkin moved to approve the CEO Board Report, DCF Contract Measures, November Financials and Supplemental Narrative as presented under the Consent Agenda. This was seconded by Mr. Rodgers.

Discussion: Mr. Rogers inquired about five budget categories showing deficits. Mr. Johnson clarified negative numbers in parentheses indicate underspending, which is favorable. The only overspent category is adoption services indicating more adoptions than projected, which is a good thing. The Department will fully fund the overage.

Vote: The motion passed.

Board Self-Assessment

Ms. Muntz shared she will send the board self-assessment survey in the form of a SurveyMonkey tomorrow. She requested directors complete the survey within two weeks; before the special board meeting.

Annual Board Meeting

Mr. Scarpelli reminded board directors that the Annual board meeting planning is underway. The meeting will include self-assessment training, SWOT discussion, and officer terms/performance discussions. He proposed the meeting to run from 9:00 AM to 3:00 PM rather than 9:00 AM to 12:00 PM, with breakfast and lunch provided. Board members agreed to 9:00 am – 3:00 pm and offsite if possible.

Discussions ensued regarding Venue options being evaluated:

- FPOCF Rockledge Location
- Kennedy Space Center Visitor Complex office space with rocket garden view (offered by Ms. Muntz, includes free post-meeting access, requires catering from Orbital Cafe or delivery)
- Crane Creek fourth floor conference room (offered by Ms. Larkin, requires availability check, has full AV)
- Groundswell co-working space near downtown Melbourne (offered by Ms. Muntz, has conference rooms with AV and screens)

Mr. Scarpelli identified three key variables: price point, availability, and venue backdrop. He then noted IT should attend to provide technological support.

Board Donations

Mr. Scarpelli reminded directors the 2025 Organizational collective goal is \$50,000 and donations are due by December 31, 2025. He noted the following:

- Personal individual goal: \$1,000 per board member
- Contributions can be in-kind or cash per GOV005 policy and bylaws section 4.11

Motion: Ms. Muntz moved to adjourn. This was seconded by Ms. Larkin.

Respectfully Submitted,

Laurie-Anna DeGennaro
Board Liaison

Approved by the Family Partnerships of Central Florida Governance Board of Directors on January 22, 2026.