Tammy LaBorde

From: Matthew Dregne <MDREGNE@staffordlaw.com>
Sent: Wednesday, May 2, 2018 12:06 PM
To: Tammy LaBorde
Cc: Tim Swadley
Subject: RE: RDA question

Tammy,

My comments on the proposed change to the RDA by-laws are as follows:

1. The RDA does not have the authority to *require*, in its by-laws, that the mayor or anyone else serve as its executive director.
2. The RDA by-laws can say that the RDA may (or must) appoint an executive director. The RDA can then appoint someone to serve as its executive director (so long as the person is willing to serve in that position).
3. There is a "compatibility of office" problem with the mayor serving as executive director of the RDA. The "compatibility" doctrine is a common law (court made) rule that makes it unlawful for the same person to serve in two positions, where the two positions are deemed incompatible. One type of incompatibility is present where a person holds two positions, where one position has power over the other position. The mayor appoints the members of the RDA. If the mayor serves as the RDA's executive director, that would give the executive director of the RDA the authority to appoint the members of the RDA for whom he works as executive director. For that reason, I think the two positions are likely incompatible.

Matt

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From: TLaBorde@ci.stoughton.wi.us <TLaBorde@ci.stoughton.wi.us>
Sent: Wednesday, May 2, 2018 9:47 AM
To: Matthew Dregne <MDREGNE@staffordlaw.com>
Subject: RDA question

The RDA and Mayor have new language they would like to put in the bylaws for the RDA related to the Executive Director on page 2. I have attached the proposed language. Could you please review and let me know if you have any concerns – thank you! Their next meeting is May 9th and the agenda would go out this Friday, so if there is any chance you can get back to me by noon on Friday that would be appreciated!