Mission
The Woodlands Operating Committee shall provide advice and guidance to AFF staff and AFF's Board of Trustees (Board), to advance AFF's mission, vision, and strategic priorities.

Purpose
The Woodlands Operating Committee is a standing committee established by the Board; it works closely with the staff in furtherance of AFF’s mission to sustain America's family forests for present and future generations in conjunction with our strategic partners. Vital to this effort is the commitment AFF makes to work with landowners to help accomplish the forest management goals that are important to them.

Specifically, the Woodlands Operating Committee assists AFF and its staff in the following ways:

- Provide advice and council to AFF staff and Board on matters relating to AFF’s Woodland Programs (including place-based work, American Tree Farm System (ATFS), policy, and communications).
- Review performance annually, in conjunction with staff, of AFF’s Woodland Programs, and provide suggestions for operational improvement.
- Serve as a voice for AFF’s Woodland Programs and a “door opener” to partners, stakeholders, and funders in collaboration with AFF staff.

Subcommittees
There are two subcommittees of the Woodland Committee.

1. **Steering Subcommittee.** A steering subcommittee shall be established in order to provide advice to staff and make decisions when it is unrealistic to engage the entire Woodlands Operating Committee in a timely manner. In addition, the steering subcommittee shall assist the Committee with all duties related to the nominations and consideration of Committee membership as well as all governance matters. The steering subcommittee shall be made up of the chair, vice chair, and immediate past chair. The steering subcommittee may invite other members of the Committee or others external to the Committee into its deliberations as needed. At the expense of AFF, the steering subcommittee may also invite individuals external to the Committee to participate in Committee meetings in order to provide additional insights and expertise.

2. **Policy Advisory Working Group.** The Policy Advisory Working Group (Working Group) shall be a subcommittee of the Woodlands Operating
Committee, consisting of Woodlands Operating Committee members with interest and expertise in policy and politics. This Working Group will provide advice to staff and the Woodlands Operating Committee on policy related issues impacting AFF's mission, review AFF policy positions, and assist in policy and strategy development. Members of the Policy Advisory Working Group shall be selected and approved by the Woodlands Operating Committee. The Committee may also ask non-Woodlands Operating Committee members to serve from time to time, as advisors on this Working Group, as needed and appropriate. The Working Group will meet as needed, to fulfill this purpose.

**Membership & Appointment**
The Committee shall be made up of at least 10 but not more than 12 members based on the following:

The chair of the AFF Certification Committee.

➢ Half of the Committee shall be landowners who participate or could participate in AFF programs (including but not limited to Tree Farmers). Such landowners shall reflect each of the four geographic regions (Northeast, South, Midwest, West), different size landowners from small to large, and reflect woodland owner categories described by the Sustaining Family Forest Initiative’s Woodland Owner Survey.

➢ With the other half of available memberships, the Woodlands Operating Committee shall strive to create an overall committee composition that is dedicated to the mission of AFF and committed to engaging with the Committee and staff during their tenure. Equally vital is creating a committee composition that has a wide diversity of representation, experience, and perspectives. In electing members, the Woodlands Operating Committee shall use the following criteria as *guidance* to help ensure this diversity is achieved.

- Consulting forester who works with non-industrial forest owners
- Contractor logger
- Conservation group
- Extension
- Academic
- State Departments of Natural Resources and/or Forestry
- Biologist
- Land trust manager
- Industry
- Natural Resources Conservation Service, the U.S. Forest Service, or other federal agency as appropriate.
- Independent Certification Group Manager
- Tree Farm Program co-sponsors, such as state forestry and landowner associations or commissions.

New members shall be elected by a vote of the Woodlands Operating Committee. The staff shall work with the Steering Subcommittee of the Woodlands Operating Committee to provide a slate of candidates for election.

**Officers**
The Woodlands Operating Committee shall elect one Chair and a Vice Chair. Consistent with the AFF Bylaws, the Chair and Vice Chair shall also serve as members of the Board. Following their election, the Woodlands Operating Committee Chair and Vice Chair must be approved by the Board before serving as Trustees. If not approved, the Committee shall nominate other Committee members for the Board of Trustees’ qualification. The Vice Chair shall automatically become the Chair of the Committee upon completion of the Chair’s full term. The immediate past Chair shall continue to serve on the Committee for a one-year term.

**Terms**
The length of service for members of the Woodlands Operating Committee and subcommittees shall be three (3) years. The terms shall be staggered such that approximately one-third (1/3) of the Committee is completing its term during any given calendar year. Committee and subcommittee members may be elected to additional three year terms. The length of service for the Chair, the Vice Chair, and the Immediate Past Chair shall be one year.

**Meetings & Business**
The Woodlands Operating Committee shall meet face to face at least twice annually. Other meetings, including teleconferences, may be called as needed by the Chair or Vice Chair. In order to conduct business, a quorum of 60 percent of members must be in attendance. Business shall be conducted using Roberts’ Rules of Order. Staff shall be responsible for taking minutes during meetings and communicating those minutes to all Committee members.

**Amendment**
This Charter and any provision contained herein may be amended or repealed at any time by a majority vote of the Board of Trustees.

AMENDED AND APPROVED:

By the Woodland Committee on October 2, 2012
By the Board of Trustees on March 12, 2013
Revised May 25, 2017, approved by the WOC and the Nominations and Governance Committee
Revised version approved by the Board of Trustees on July 18, 2017