

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

January 15, 2021



COMMISSION FILE NUMBER 1-6780 (Rayonier Inc.)
COMMISSION FILE NUMBER: 333-237246 (Rayonier, L.P.)

RAYONIER INC.

Incorporated in the State of North Carolina
I.R.S. Employer Identification Number 13-2607329

RAYONIER, L.P.

Incorporated in the State of Delaware
I.R.S. Employer Identification Number 91-1313292

1 Rayonier Way
Wildlight, Florida 32097
(Principal Executive Office)

Telephone Number: (904) 357-9100

Check the appropriate box below if the form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Securities Exchange Act of 1934:

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Exchange</u>
Common Shares, no par value, of Rayonier Inc.	RYN	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Rayonier Inc.:	Emerging growth company	<input type="checkbox"/>
Rayonier, L.P.:	Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Rayonier Inc.:	<input type="checkbox"/>
Rayonier, L.P.:	<input type="checkbox"/>

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	Signature

ITEM 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.*Retirement of Blanche L. Lincoln*

On January 15, 2021, Blanche L. Lincoln notified Rayonier Inc. (the “Company”) of her resignation from the Company’s Board of Directors (the “Board”), effective immediately. Ms. Lincoln’s decision to resign was not due to any disagreements with the Company on any matter relating to the Company’s operations, policies or practices.

Election of Meridee A. Moore and Matthew J. Rivers

On January 18, 2021, the Board elected Meridee A. Moore and Matthew J. Rivers to the Board, effective immediately. The Board also appointed Ms. Moore to serve on the Compensation and Management Development Committee and the Nominating and Corporate Governance Committee of the Board and Mr. Rivers to serve on the Audit Committee and the Nominating and Corporate Governance Committee of the Board. The new directors will be paid in accordance with the Company’s director compensation program, described in the section titled “Director Compensation” that begins on page 9 of the Company’s proxy statement that was filed with the Securities and Exchange Commission on April 1, 2020.

In connection with their election to the Board, Ms. Moore and Mr. Rivers will also enter into the Company’s form indemnification agreement for its officers and directors, which generally requires the Company to indemnify its officers and directors to the fullest extent permitted by law.

ITEM 8.01. Other Events.

On January 19, 2021, the Company issued a press release announcing Ms. Lincoln’s retirement and the new directors’ election, a copy of which is included as Exhibit 99.1 and is incorporated herein by reference.

ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	Press release dated January 19, 2021
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

RAYONIER INC.

BY: /s/ MARK R. BRIDWELL
Mark R. Bridwell
Vice President, General Counsel and Corporate Secretary

RAYONIER, L.P.

By: RAYONIER INC., its sole general partner

BY: /s/ MARK R. BRIDWELL
Mark R. Bridwell
Vice President, General Counsel and Corporate Secretary

January 19, 2021



**Rayonier Announces the Election of
Meridee A. Moore and Matthew J. Rivers to its Board of Directors**

Senator Blanche L. Lincoln retires from board

WILDLIGHT, Fla. – January 19, 2021 – Rayonier Inc. (NYSE:RYN) announced today that Meridee A. Moore and Matthew J. Rivers have been elected to its Board of Directors.

Senator Blanche L. Lincoln asked to retire from the board due to time constraints with family responsibilities and has resigned contemporaneously with these appointments.

Ms. Moore is Founder, Chief Executive and Chief Investment Officer of alternative asset manager Watershed Asset Management, LLC. Prior to founding Watershed Asset Management in 2002, Ms. Moore served as a Partner and Portfolio Manager for Farallon Capital Management, LLC from 1992 to 2002. She has been a member of the board of directors of Nextgen Climate America, a California-based climate policy non-profit, since 2014, and BlackRock Capital Investment Corporation since 2017. She previously served on the boards of PG&E Corporation, Northstar Capital Investment Corporation and AMF Bowling Worldwide. She received her bachelor's degree in philosophy and general studies from the University of Colorado and a J.D. from Yale Law School.

Mr. Rivers is currently Director of Alternative Fuel Origination at Drax Group plc, London. Prior to his current post, Mr. Rivers served as Drax Group Special Advisor from 2017 to 2020, as Director of Corporate Affairs from 2016 to 2017, and as Director of Fuel Procurement, Drax Power, Yorkshire and USA from 2011 to 2016. Mr. Rivers is a Fellow of the Institute of Chartered Foresters and a Chartered Environmentalist. He has extensive forestry, sustainability, biomass and wood supply chain experience in the United States, Europe and South America. Mr. Rivers received his bachelor's degree in forestry from Aberdeen University and an MBA from Strathclyde University.

“Meridee and Matthew will add breadth and perspective to the Rayonier board,” said Dod A. Fraser, Chairman of the Board. “With their addition, the board will gain extensive expertise in environmental sustainability, supply chain dynamics and a window on industry and environmental issues in Europe. These appointments are part of our ongoing efforts to enhance the board’s industry expertise and will provide valuable perspective as we continue to deliver on our long-term strategic objectives, including becoming the industry leader in transparent ESG disclosure.”

Mr. Fraser added, “We regret but respect Blanche’s desire to retire from the board and thank her for her significant contributions and dedication over the past six years. We will miss her and wish her well in her future endeavors.”

These elections fill the vacancies that result from Senator Lincoln’s resignation and the death of the Company’s former Chairman last year. The board now has nine members: eight independent members and the CEO. Ms. Moore has been appointed to serve on the Board’s Compensation Committee and Nominating and Corporate Governance Committee. Mr. Rivers has been appointed to serve on the Board’s Audit Committee and Nominating and Corporate Governance Committee.

About Rayonier

Rayonier is a leading timberland real estate investment trust with assets located in some of the most productive softwood timber growing regions in the United States and New Zealand. As of September 30, 2020, Rayonier owned or leased under long-term agreements approximately 2.7 million acres of timberlands located in the U.S. South (1.75 million acres), U.S. Pacific Northwest (507,000 acres) and New Zealand (416,000 acres). The Company also acts as the managing member in a private equity timber fund business with three funds comprising approximately 141,000 acres. On a “look-through basis”, the Company’s ownership in the timber fund business equates to approximately 17,000 acres. More information is available at www.rayonier.com.

Contacts:

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