

Constellation Energy Partners LLC
Form 8-K
January 22, 2013

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: January 22, 2013

Date of earliest event reported: January 18, 2013

Constellation Energy Partners LLC

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

1801 Main Street, Suite 1300

Houston, TX
(Address of principal executive offices)

77002
(Zip Code)

Registrant's telephone number, including area code: (832) 308-3700

Not applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation 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))

ITEM 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On January 18, 2013, Constellation Energy Partners LLC (the Company) notified Lisa J. Mellencamp, the Company's General Counsel and Corporate Secretary, that it was exercising its right to terminate her employment without cause effective immediately pursuant to Section 3.2(d) of her Amended and Restated Employment Agreement. This termination is part of the Company's previously announced effort to reduce general and administrative overhead expenses. Ms. Mellencamp is eligible for a severance payment pursuant to Section 5.2 of her employment agreement. The Company would like to thank Ms. Mellencamp for her service to the Company.

In the first quarter of 2013, the Company expects to incur a one-time expense of approximately \$0.8 million associated with Ms. Mellencamp's termination.

SIGNATURES

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.

CONSTELLATION ENERGY PARTNERS LLC

Date: January 22, 2013

By: /s/ Charles C. Ward
Charles C. Ward
Chief Financial Officer and Treasurer