

Atlas Resource Partners, L.P.  
Form 8-K  
April 14, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 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): April 13, 2015**

**Atlas Resource Partners, L.P.**

**(Exact name of registrant as specified in its chapter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**1-35317**  
**(Commission**  
  
**File Number)**

**45-3591625**  
**(IRS Employer**  
  
**Identification No.)**

**Park Place Corporate Center One**

**1000 Commerce Drive, Suite 400**

**Pittsburgh, PA**

**15275**

**(Address of principal executive offices)**

**(Zip Code)**

**Registrant's telephone number, including area code: 800-251-0171**

**(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 (see General Instruction A.2. below):

- .. 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 April 13, 2015, the board of directors of Atlas Energy Group, LLC (the General Partner), the general partner of Atlas Resource Partners, L.P. (ARP), appointed Daniel C. Herz, age 38, to serve as President of the General Partner effective as of April 14, 2015. Following Mr. Herz's appointment as President, Edward E. Cohen will no longer serve as President of the General Partner but will continue to serve as its Chief Executive Officer.

Prior to his appointment as President, Mr. Herz served as Senior Vice President of Corporate Development and Strategy of the General Partner since March 2012. Mr. Herz served as Senior Vice President of Corporate Development and Strategy of the general partner of Atlas Energy, L.P. from February 2011 until February 2015. Mr. Herz was Senior Vice President of Corporate Development of Atlas Pipeline Partners GP, LLC from August 2007 until February 2015. He also was Senior Vice President of Corporate Development of Atlas Energy, Inc. and Atlas Energy Resources, LLC from August 2007 until February 2011. Before that, Mr. Herz was Vice President of Corporate Development of Atlas Energy, Inc. and Atlas Pipeline Partners GP, LLC from December 2004 and of Atlas Energy, Inc.'s general partner from January 2006.

In February 2015, in connection with the General Partner's entry to two term loan facilities the lenders thereunder syndicated participations in loans underlying the facilities, and certain of the General Partner's officers participated in the loan syndication as well of the private placement of the General Partner's Series A preferred units. Mr. Herz purchased approximately \$889,000 in loans and \$1.2 million of Series A preferred units.

**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 thereunto duly authorized.

Dated: April 14, 2015

ATLAS RESOURCE PARTNERS, L.P.

By: Atlas Energy Group, LLC, its General Partner

By: /s/ Sean P. McGrath

Name: Sean P. McGrath

Its: Chief Financial Officer