

Hiland Partners, LP
Form 8-K
December 08, 2009

**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): December 4, 2009

Hiland Partners, LP

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of
incorporation)

000-51120

(Commission File Number)

71-0972724

(IRS Employer Identification
No.)

205 West Maple, Suite 1100

Enid, Oklahoma 73701

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(580) 242-6040**

(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))
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Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers; Compensatory Arrangements of Certain Officers.

On December 4, 2009, Hiland Partners, LP (the Partnership) completed its merger (the Merger) with HLND MergerCo, LLC (Merger Sub) pursuant to which Merger Sub merged with and into the Partnership with the Partnership continuing as the surviving entity. The Merger was completed pursuant to the Agreement and Plan of Merger, dated as of June 1, 2009, as amended, among the Partnership, Hiland Partners GP, LLC, the general partner of the Partnership (the Company), HH GP Holding, LLC and Merger Sub.

In connection with the completion of the Merger, at the effective time of the Merger, each of Messrs. Edward D. Doherty, Michael L. Greenwood, Shelby E. Odell, John T. McNabb and Rayford T. Reid resigned as directors of the Company.

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.

HILAND PARTNERS, LP

**By: Hiland Partners GP, LLC,
its General Partner**

By: /s/ Matthew S. Harrison
Name: Matthew S. Harrison
Title: Chief Financial Officer, Vice
President
Finance and Secretary

December 8, 2009