

WGL HOLDINGS INC  
Form 8-K  
December 07, 2010

**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 1, 2010**

<i>Commission File Number</i>	<i>Exact name of registrant as specified in its charter and principal office address and telephone number</i>	<i>State of Incorporation</i>	<i>I.R.S. Employer Identification No.</i>
1-16163	<b>WGL Holdings, Inc.</b> 101 Constitution Ave., N.W. Washington, D.C. 20080 (703) 750-2000	Virginia	52-2210912

Former name or former address, if changed since last report: None

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 CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS**

5.02(b) On December 1, 2010, Mrs. Karen Hastie Williams retired from the Board of Directors of WGL Holdings, Inc.

**ITEM 8.01 OTHER EVENTS**

Effective December 3, 2010, the Board of Directors of WGL Holdings, Inc. decreased the size of the Board of Directors from eight to seven persons.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant have duly caused this Report to be signed on their behalf by the undersigned hereunto duly authorized.

**WGL Holdings, Inc.**  
(Registrant)

Date: December 7, 2010

/s/ William R. Ford  
William R. Ford  
Controller  
(Principal Accounting Officer)