

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) April 7, 2009 (April 2, 2009)

Pope Resources, A Delaware Limited Partnership
(Exact name of registrant as specified in its charter)

Delaware ----- (State or other jurisdiction of incorporation or organization)	91-1313292 ----- (I.R.S. Employer Identification No.)
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19245 Tenth Avenue NE, Poulsbo, Washington 98370

(Address of principal executive offices) (ZIP Code)

Registrant's telephone number, including area code (360) 697-6626

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 (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-(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange
Act (17 CFR 240.13e-4(c))

INFORMATION TO BE INCLUDED IN THE REPORT

Item 5.02 Compensatory Arrangements of Certain Officers

On April 2, 2009 the Board of Directors for the Partnership's managing general
partner, Pope MGP, Inc., determined to award bonuses to two named executive
officers of the Partnership for performance during the Partnership's fiscal year
2008. The following table presents certain information regarding the
compensation of such officers including the payment of such awards for the years
2006 through 2008:

Name and Principal Position	Year	Salary (\$)	Bonus (\$)(1)	Unit Awards (\$)(2)	Non-equity Incentive Plan Compensation (\$)(3)	All Other Compensation (\$)(4)	Total (\$)
David L. Nunes President and CEO	2008	316,725	113,758	148,455	-	34,750	613,688
	2007	307,500	260,487	194,625	-	26,091	788,703
	2006	297,500	250,800	156,375	18,695	17,040	740,410
Thomas M. Ringo V.P. and CFO	2008	205,872	47,250	82,475	-	24,200	359,797
	2007	199,875	135,453	108,125	-	19,200	462,653
	2006	193,333	134,816	86,875	11,217	14,100	440,341

- (1) Amounts represent bonuses earned in the year indicated but paid in the subsequent year.
- (2) Amounts represent the market value on the date of grant of restricted units received during the year. These units are subject to a trading restriction until the units vest. Units ordinarily vest over four years with 50% vesting after three years and the remaining 50% vesting on the fourth anniversary of the grant date.
- (3) Amounts represent cash payment awards based upon performance of the Investor Portfolio Management Business (IPMB) during the award year and are contingent upon the officer's employment with the Partnership on the last day of the award year. These payments are made from Pope MGP's share of IPMB income, earned in the year indicated and paid in the subsequent year.
- (4) Amounts represent matching contributions to the Partnership's 401(k) plan made by the Partnership on behalf of the executive, and distributions received by the executive on restricted Partnership units (the value of the restricted units is described under footnote (2) above and not repeated here.)

SIGNATURES

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Pursuant to the requirements of Section 13 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.

POPE RESOURCES, A DELAWARE LIMITED PARTNERSHIP

DATE: April 7, 2009

BY: /s/ Thomas M. Ringo

Thomas M. Ringo
Vice President and Chief Financial Officer, Pope
Resources, A Delaware Limited Partnership, and
Pope MGP, Inc., General Partner