

Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

Cushing MLP Total Return Fund  
Form N-PX  
August 02, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-22072

NAME OF REGISTRANT: Cushing MLP Total Return  
Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 8117 Preston Road  
Suite 440  
Dallas, TX 75225

NAME AND ADDRESS OF AGENT FOR SERVICE: Cushing Asset Management  
LP  
8117 Preston Road  
Suite 440  
Dallas, TX 75225

REGISTRANT'S TELEPHONE NUMBER: 214-692-6334

DATE OF FISCAL YEAR END: 11/30

DATE OF REPORTING PERIOD: 07/01/2016 - 06/30/2017

Cushing MLP Total Return Fund

-----  
BUCKEYE PARTNERS, L.P.

-----  
Agen

-----  
Security: 118230101  
Meeting Type: Annual  
Meeting Date: 06-Jun-2017  
Ticker: BPL  
ISIN: US1182301010  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR BARBARA J. DUGANIER JOSEPH A. LASALA, JR. LARRY C. PAYNE MARTIN A. WHITE	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	THE APPROVAL OF THE AMENDMENTS TO THE	Mgmt	For

## Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

BUCKEYE PARTNERS, L.P. 2013 LONG-TERM INCENTIVE PLAN, AS DESCRIBED IN OUR PROXY STATEMENT.

- |    |  |      |        |
|----|--|------|--------|
| 3. | THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS BUCKEYE PARTNERS, L.P.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2017.                               | Mgmt | For    |
| 4. | THE APPROVAL, IN AN ADVISORY VOTE, OF THE COMPENSATION OF BUCKEYE'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN OUR PROXY STATEMENT PURSUANT TO ITEM 402 OF REGULATION S-K. | Mgmt | For    |
| 5. | THE VOTE, ON AN ADVISORY BASIS, ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.   | Mgmt | 1 Year |

---

ENERGY TRANSFER PARTNERS, L.P.

Agen

Security: 29273R109  
 Meeting Type: Special  
 Meeting Date: 26-Apr-2017  
 Ticker: ETP  
 ISIN: US29273R1095

---

- | Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1.     | TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 20, 2016, AS AMENDED BY AMENDMENT NO. 1 THERETO, DATED AS OF DECEMBER 16, 2016, BY AND AMONG SUNOCO LOGISTICS PARTNERS L.P. ("SXL"), SUNOCO PARTNERS LLC, THE GENERAL PARTNER OF SXL, SXL ACQUISITION SUB ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Mgmt          | For           |
| 2.     | TO CONSIDER AND VOTE ON A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE AGREEMENT AND PLAN OF MERGER, AS AMENDED, AND THE TRANSACTIONS CONTEMPLATED THERE BY AT THE TIME OF THE SPECIAL MEETING.   | Mgmt          | For           |
| 3.     | TO CONSIDER AND VOTE ON A PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE PAYMENTS THAT WILL OR MAY BE PAID BY ETP TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.  | Mgmt          | For           |

Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

-----  
 GASLOG PARTNERS LP

Agen

-----  
 Security: Y2687W108  
 Meeting Type: Annual  
 Meeting Date: 04-May-2017  
 Ticker: GLOP  
 ISIN: MHY2687W1084  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO ELECT PAMELA M. GIBSON AS A CLASS II DIRECTOR TO SERVE FOR A THREE-YEAR TERM UNTIL THE 2020 ANNUAL MEETING OR UNTIL HER SUCCESSOR HAS BEEN ELECTED OR APPOINTED.	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	Mgmt	For

-----  
 KINDER MORGAN, INC.

Agen

-----  
 Security: 49456B101  
 Meeting Type: Annual  
 Meeting Date: 10-May-2017  
 Ticker: KMI  
 ISIN: US49456B1017  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD D. KINDER	Mgmt	For
1B.	ELECTION OF DIRECTOR: STEVEN J. KEAN	Mgmt	For
1C.	ELECTION OF DIRECTOR: KIMBERLY A. DANG	Mgmt	For
1D.	ELECTION OF DIRECTOR: TED A. GARDNER	Mgmt	For
1E.	ELECTION OF DIRECTOR: ANTHONY W. HALL, JR.	Mgmt	For
1F.	ELECTION OF DIRECTOR: GARY L. HULTQUIST	Mgmt	For
1G.	ELECTION OF DIRECTOR: RONALD L. KUEHN, JR.	Mgmt	For
1H.	ELECTION OF DIRECTOR: DEBORAH A. MACDONALD	Mgmt	For
1I.	ELECTION OF DIRECTOR: MICHAEL C. MORGAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: ARTHUR C. REICHSTETTER	Mgmt	For

## Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

1K.	ELECTION OF DIRECTOR: FAYEZ SAROFIM	Mgmt	For
1L.	ELECTION OF DIRECTOR: C. PARK SHAPER	Mgmt	For
1M.	ELECTION OF DIRECTOR: WILLIAM A. SMITH	Mgmt	For
1N.	ELECTION OF DIRECTOR: JOEL V. STAFF	Mgmt	For
1O.	ELECTION OF DIRECTOR: ROBERT F. VAGT	Mgmt	For
1P.	ELECTION OF DIRECTOR: PERRY M. WAUGHTAL	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Mgmt	For
3.	STOCKHOLDER PROPOSAL RELATING TO A PROXY ACCESS BYLAW	Shr	Against
4.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS	Shr	Against
5.	STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT	Shr	Against
6.	STOCKHOLDER PROPOSAL RELATING TO AN ASSESSMENT OF THE MEDIUM- AND LONG-TERM PORTFOLIO IMPACTS OF TECHNOLOGICAL ADVANCES AND GLOBAL CLIMATE CHANGE POLICIES	Shr	Against

-----  
MAGELLAN MIDSTREAM PARTNERS, L.P.

Agen

-----  
Security: 559080106  
Meeting Type: Annual  
Meeting Date: 20-Apr-2017  
Ticker: MMP  
ISIN: US5590801065  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR LORI A. GOBILLOT EDWARD J. GUAY MICHAEL N. MEARS JAMES R. MONTAGUE	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION VOTE FREQUENCY	Mgmt	1 Year
4.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR	Mgmt	For

Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

ONEOK PARTNERS, L.P.

Agen

Security: 68268N103  
 Meeting Type: Special  
 Meeting Date: 30-Jun-2017  
 Ticker: OKS  
 ISIN: US68268N1037

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 31,2017, BY AND AMONG ONEOK, INC., NEW HOLDINGS SUBSIDIARY, LLC, ONEOK PARTNERS, L.P. ("ONEOK PARTNERS") AND ONEOK PARTNERS GP, L.L.C.	Mgmt	For
2.	TO APPROVE THE ADJOURNMENT OF THE ONEOK PARTNERS SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ABOVE PROPOSAL.	Mgmt	For

ONEOK, INC.

Agen

Security: 682680103  
 Meeting Type: Annual  
 Meeting Date: 24-May-2017  
 Ticker: OKE  
 ISIN: US6826801036

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: BRIAN L. DERKSEN	Mgmt	For
1B.	ELECTION OF DIRECTOR: JULIE H. EDWARDS	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN W. GIBSON	Mgmt	For
1D.	ELECTION OF DIRECTOR: RANDALL J. LARSON	Mgmt	For
1E.	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	Mgmt	For
1F.	ELECTION OF DIRECTOR: KEVIN S. MCCARTHY	Mgmt	For
1G.	ELECTION OF DIRECTOR: JIM W. MOGG	Mgmt	For
1H.	ELECTION OF DIRECTOR: PATTYE L. MOORE	Mgmt	For

## Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

1I.	ELECTION OF DIRECTOR: GARY D. PARKER	Mgmt	For
1J.	ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	Mgmt	For
1K.	ELECTION OF DIRECTOR: TERRY K. SPENCER	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS ONEOK, INC.'S INDEPENDENT AUDITOR FOR YEAR ENDING DEC 31 2017.	Mgmt	For
3.	AN ADVISORY VOTE TO APPROVE ONEOK, INC.'S EXECUTIVE COMPENSATION.	Mgmt	For
4.	AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING THE ADVISORY SHAREHOLDER VOTE ON ONEOK'S EXECUTIVE COMPENSATION.	Mgmt	1 Year

-----  
ONEOK, INC.

Agen

Security: 682680103  
Meeting Type: Special  
Meeting Date: 30-Jun-2017  
Ticker: OKE  
ISIN: US6826801036

-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF ONEOK, INC. ("ONEOK") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 31, 2017, BY AND AMONG ONEOK, NEW HOLDINGS SUBSIDIARY, LLC, ONEOK PARTNERS, L.P. AND ONEOK PARTNERS GP, L.L.C.	Mgmt	For
2.	TO APPROVE AN AMENDMENT OF ONEOK'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 600,000,000 TO 1,200,000,000.	Mgmt	For
3.	TO APPROVE THE ADJOURNMENT OF THE ONEOK SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ABOVE PROPOSALS.	Mgmt	For

-----  
PLAINS GP HOLDINGS, L.P.

Agen

Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

Security: 72651A108  
 Meeting Type: Special  
 Meeting Date: 15-Nov-2016  
 Ticker: PAGP  
 ISIN: US72651A1088

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	PROPOSAL TO APPROVE THE SIMPLIFICATION AGREEMENT, DATED AS OF JULY 11, 2016, BY AND AMONG PLAINS GP HOLDINGS, L.P., PAA GP HOLDINGS LLC, PLAINS AAP, L.P., PLAINS ALL AMERICAN GP LLC, PLAINS ALL AMERICAN PIPELINE, L.P., AND PAA GP LLC, AND THE TRANSACTIONS CONTEMPLATED BY THE SIMPLIFICATION AGREEMENT.	Mgmt	For
2.	PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR DATES, AT THE DISCRETION OF OUR GENERAL PARTNER, TO SOLICIT ADDITIONAL PROXIES TO APPROVE THE SIMPLIFICATION PROPOSAL.	Mgmt	For

ROSE ROCK MIDSTREAM L.P.

Agen

Security: 777149105  
 Meeting Type: Consent  
 Meeting Date: 29-Sep-2016  
 Ticker: RRMS  
 ISIN: US7771491054

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	WRITTEN CONSENT OF UNITHOLDERS OF ROSE ROCK MIDSTREAM, L.P. ("ROSE ROCK") TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 30, 2016, INCLUDING THE MERGER OF PBMS, LLC WITH AND INTO ROSE ROCK.	Mgmt	For

SEMGROUP CORPORATION

Agen

Security: 81663A105  
 Meeting Type: Special  
 Meeting Date: 29-Sep-2016  
 Ticker: SEMG  
 ISIN: US81663A1051

## Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE ISSUANCE OF CLASS A COMMON STOCK PURSUANT TO THE TERMS OF THE MERGER AGREEMENT IN CONNECTION WITH THE MERGER.	Mgmt	For
2.	TO APPROVE THE ADJOURNMENT OF THE SEMGROUP SPECIAL MEETING, FROM TIME TO TIME, IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES.	Mgmt	For

-----  
 SEMGROUP CORPORATION

Agen

-----  
 Security: 81663A105  
 Meeting Type: Annual  
 Meeting Date: 17-May-2017  
 Ticker: SEMG  
 ISIN: US81663A1051  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RONALD A. BALLSCHMIEDE SARAH M. BARPOULIS CARLIN G. CONNER KARL F. KURZ JAMES H. LYTAL WILLIAM J. MCADAM THOMAS R. MCDANIEL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO SELECT, ON A NON-BINDING ADVISORY BASIS, THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year
4.	RATIFICATION OF GRANT THORNTON LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Mgmt	For
5.	TO APPROVE AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO AUTHORIZE 4,000,000 SHARES OF PREFERRED STOCK.	Mgmt	For

-----  
 TARGA RESOURCES CORP.

Agen

-----  
 Security: 87612G101  
 -----



## Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

Meeting Type: Annual  
 Meeting Date: 22-May-2017  
 Ticker: TRGP  
 ISIN: US87612G1013

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: CHARLES R. CRISP	Mgmt	For
1B.	ELECTION OF DIRECTOR: LAURA C. FULTON	Mgmt	For
1C.	ELECTION OF DIRECTOR: MICHAEL A. HEIM	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAMES. W. WHALEN	Mgmt	For
2.	RATIFICATION OF SELECTION OF INDEPENDENT ACCOUNTANTS	Mgmt	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	1 Year
5.	ADOPTION OF THE AMENDED AND RESTATED TARGA RESOURCES CORP. 2010 STOCK INCENTIVE PLAN	Mgmt	For
6.	ISSUANCE OF SHARES OF COMMON STOCK UPON CONVERSION OF SERIES A PREFERRED STOCK AND EXERCISE OF WARRANTS	Mgmt	For

THE WILLIAMS COMPANIES, INC.

Agen

Security: 969457100  
 Meeting Type: Annual  
 Meeting Date: 23-Nov-2016  
 Ticker: WMB  
 ISIN: US9694571004

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ALAN S. ARMSTRONG	Mgmt	For
1B.	ELECTION OF DIRECTOR: STEPHEN W. BERGSTROM	Mgmt	For
1C.	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Mgmt	For
1D.	ELECTION OF DIRECTOR: KATHLEEN B. COOPER	Mgmt	For
1E.	ELECTION OF DIRECTOR: PETER A. RAGAUS	Mgmt	For
1F.	ELECTION OF DIRECTOR: SCOTT D. SHEFFIELD	Mgmt	For
1G.	ELECTION OF DIRECTOR: MURRAY D. SMITH	Mgmt	For

## Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

1H.	ELECTION OF DIRECTOR: WILLIAM H. SPENCE	Mgmt	For
1I.	ELECTION OF DIRECTOR: JANICE D. STONEY	Mgmt	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS FOR 2016.	Mgmt	For
3.	APPROVAL, BY NONBINDING ADVISORY VOTE, OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

---

THE WILLIAMS COMPANIES, INC.

Agen

Security: 969457100  
Meeting Type: Annual  
Meeting Date: 18-May-2017  
Ticker: WMB  
ISIN: US9694571004

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ALAN S. ARMSTRONG	Mgmt	For
1B.	ELECTION OF DIRECTOR: STEPHEN W. BERGSTROM	Mgmt	For
1C.	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Mgmt	For
1D.	ELECTION OF DIRECTOR: CHARLES I. COGUT	Mgmt	For
1E.	ELECTION OF DIRECTOR: KATHLEEN B. COOPER	Mgmt	For
1F.	ELECTION OF DIRECTOR: MICHAEL A. CREEL	Mgmt	For
1G.	ELECTION OF DIRECTOR: PETER A. RAGAUSS	Mgmt	For
1H.	ELECTION OF DIRECTOR: SCOTT D. SHEFFIELD	Mgmt	For
1I.	ELECTION OF DIRECTOR: MURRAY D. SMITH	Mgmt	For
1J.	ELECTION OF DIRECTOR: WILLIAM H. SPENCE	Mgmt	For
1K.	ELECTION OF DIRECTOR: JANICE D. STONEY	Mgmt	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS FOR 2017.	Mgmt	For
3.	APPROVAL, BY NONBINDING ADVISORY VOTE, OF THE COMPANY'S EXECUTIVE COMPENSATION	Mgmt	For
4.	AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	1 Year

\* Management position unknown

Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant)	Cushing MLP Total Return Fund
By (Signature)	/s/ Jerry V Swank
Name	Jerry V Swank
Title	President
Date	08/02/2017