

TORTOISE POWER & ENERGY INFRASTRUCTURE FUND INC

Form N-PX

August 16, 2010

---

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

Investment Company Act file number 811-22106

Tortoise Power and Energy Infrastructure Fund, Inc.  
(Exact Name of Registrant as specified in charter)

11550 Ash Street, Suite 300, Leawood, KS 66211  
(Address of Principal Executive Offices) (Zip code)

David J. Schulte, 11550 Ash Street, Suite 300, Leawood, KS 66211  
(Name and Address of Agent For Service)

Registrant's telephone number, including area code: 913-981-1020

Date of fiscal year end: November 30

Date of reporting period: June 30, 2010



Item 1. Proxy Voting Record

Company Name	Meeting Date	CUSIP	Ticker
Williams Pipeline Partners L.P.	8/31/2010	96950K103	WMZ

Vote	For/Against Management	Proposal	Proposed by Issuer or Security Holder
For	For	1. To approve and adopt the Agreement and Plan of Merger dated as of May 24, 2010 by and among Williams Partners L.P., Williams Partners GP LLC, Williams Partners Operating LLC, WPZ Operating Company Merger Sub LLC (the "Merger Sub"), Williams Pipeline Partners, L.P. and Williams Pipeline GP LLC, as it may be amended from time to time (the "Merger	

Agreement")  
 and the  
 merger of the  
 Merger Sub  
 with and into  
 Williams  
 Pipeline  
 Partners L.P.  
 contemplated  
 by the Merger  
 Agreement.

Company Name	Meeting Date	CUSIP	Ticker
MarkWest Energy Partners, L.P.	6/2/2010	570759100	MWE

Vote	For/Against Management	Proposal	Proposed by Issuer or Security Holder
For	For	1. To elect Frank M. Semple, Donald D. Wolf, Keith E. Bailey, Michael L. Beatty, Charles K. Dempster, Donald C. Heppermann, William A. Kellstrom, Anne E. Fox Mounsey and William P. Nicoletti as Directors of the general partner of MarkWest Energy Partners, L.P. for a one-year term to expire at the 2011	Issuer

		Annual Meeting of Unitholders.	
		2. To ratify the general partner's Audit Committee's appointment of Deloitte & Touche LLP as MarkWest Energy Partners, L.P.'s independent registered public accounting firm for the 2010 fiscal year.	Issuer
For	For		

Company Name	Meeting Date	CUSIP	Ticker
Copano Energy, L.L.C.	5/11/2010	217202100	CPNO

			Proposed by Issuer or Security Holder
Vote For	For/Against Management For	Proposal 1. To elect James G. Crump, Ernie L. Danner, Scott A. Griffiths, Michael L. Johnson, R. Bruce Northcutt, T. William Porter, and William L. Thacker to Copano's Board of Directors to	Issuer

serve until the  
2011 Annual  
Meeting of  
Unitholders.

2. To ratify  
the  
appointment  
of Deloitte &  
Touche LLP  
as Copano's  
independent  
registered  
public  
accounting  
firm for the  
fiscal year  
ending  
December 31,  
2010.

For

For

Issuer

Company Name	Meeting Date	CUSIP	Ticker
Magellan Midstream Partners, L.P.	4/21/2010	559080106	MMP

Proposed  
by Issuer  
or  
Security  
Holder  
Issuer

Vote  
For

For/Against  
Management  
For

Proposal  
1. To elect  
one Class I  
director  
(Barry R.  
Pearl) and  
two Class II  
directors  
(Walter R.  
Arnheim and  
Patrick C.  
Eilers) to the  
general  
partner's  
board of  
directors to  
serve until the  
2012 and  
2013 annual  
meeting of

limited  
partners,  
respectively.

---

Company Name	Meeting Date	CUSIP	Ticker
Targa Resources, Inc.	CONSENT SOLICITATION/TENDER OFFER	87611UAC5	N/A

Vote	For/Against Management	Proposal	Proposed by Issuer or Security Holder
For	For	<p>1. Tender offer to purchase from holders all of the 8.50% Senior Notes due 11/01/13 and solicitation of consent to certain proposed amendments to indenture.</p> <p>Terms: \$1,013.75 per 1,000 par, plus accrued interest. Also, there is a consent payment of \$30.00 per 1,000 par. All who tender must consent and all who consent must tender.</p>	Issuer

Company Name	Meeting Date	CUSIP	Ticker
Williams Companies, Inc.	TENDER OFFER	969457AW0	N/A

Vote Proposal

	For/Against Management		Proposed by Issuer or Security Holder Issuer
For	For	1. Tender offer to purchase from holders of all the Williams Companies, Inc.'s 7.625% Senior Notes due 7/15/19 and consent solicitation to amend certain provisions of indenture. Terms: \$1,170.00 (which includes a \$2.50 consent payment) per 1,000 par, plus accrued interest. All who tender must consent and all who consent must tender. Also, there is an early tender premium of \$30.00 per 1,000 par, but only for those who tender by 2/1/10, although the final tender deadline is not until 2/16/10.	

---

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.

TORTOISE POWER AND ENERGY  
INFRASTRUCTURE FUND, INC.

Date: August 16, 2010

By: /s/ David J. Schulte  
David J. Schulte  
President and Chief Executive  
Officer