

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

Salient MLP & Energy Infrastructure Fund
Form N-PX
August 14, 2014

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: 811-22530
NAME OF REGISTRANT: Salient MLP & Energy Infrastructure Fund
ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 4265 San Felipe, Suite 800
Houston, TX 77027
NAME AND ADDRESS OF AGENT FOR SERVICE: Gregory A. Reid
4265 San Felipe, Suite 800
Houston, TX 77027
REGISTRANT'S TELEPHONE NUMBER: (713) 993-4675
DATE OF FISCAL YEAR END: 11/30
DATE OF REPORTING PERIOD: 07/01/2013 to 06/30/2014

Salient MLP & Energy Infrastructure Fund

BUCKEYE PARTNERS, L.P.

Agen

Security: 118230101
Meeting Type: Annual
Meeting Date: 03-Jun-2014
Ticker: BPL
ISIN: US1182301010

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR FORREST E. WYLIE BARBARA J. DUGANIER JOSEPH A. LASALA, JR. MARTIN A. WHITE	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS BUCKEYE PARTNERS, L.P.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2014.	Mgmt	For

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

<p>3. 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.</p>	Mgmt	Against
--	------	---------

GOLAR LNG PARTNERS LP

Agen

Security: Y2745C102
 Meeting Type: Annual
 Meeting Date: 20-Sep-2013
 Ticker: GMLP
 ISIN: MHY2745C1021

Prop.#	Proposal	Proposal Type	Proposal Vote
1	TO ELECT BART VELDHUIZEN AS A CLASS I DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2016 ANNUAL MEETING OF LIMITED PARTNERS.	Mgmt	For

KINDER MORGAN, INC.

Agen

Security: 49456B101
 Meeting Type: Annual
 Meeting Date: 19-May-2014
 Ticker: KMI
 ISIN: US49456B1017

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RICHARD D. KINDER STEVEN J. KEAN ANTHONY W. HALL, JR. DEBORAH A. MACDONALD MICHAEL J. MILLER MICHAEL C. MORGAN FAYEZ SAROFIM C. PARK SHAPER JOEL V. STAFF JOHN M. STOKES ROBERT F. VAGT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Mgmt	For

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

3.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON OUR COMPANY'S RESPONSE TO CLIMATE CHANGE.	Shr	Against
4.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS AND PIPELINE MAINTENANCE.	Shr	Against
5.	STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT.	Shr	For

 LINNCO, LLC

Agen

 Security: 535782106
 Meeting Type: Annual
 Meeting Date: 16-Dec-2013
 Ticker: LNCO
 ISIN: US5357821066

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	APPROVAL OF THE ISSUANCE OF LINNCO, LLC ("LINNCO") COMMON SHARES TO THE STOCKHOLDERS OF BERRY PETROLEUM COMPANY ("BERRY"), PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 20, 2013, AS AMENDED BY AMENDMENT NO. 1 TO AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 3, 2013, AND AMENDMENT NO. 2 TO AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 13, 2013, BY AND AMONG BERRY, BACCHUS HOLDCO, INC., A DIRECT WHOLLY OWNED SUBSIDIARY OF BERRY ("HOLDCO"), BACCHUS ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Mgmt	For
2.	APPROVAL OF CERTAIN AMENDMENTS TO THE LIMITED LIABILITY COMPANY AGREEMENT OF LINNCO THAT WILL BE IN EFFECT ONLY FOR PURPOSES OF THE TRANSACTIONS DESCRIBED IN THE JOINT PROXY STATEMENT/ PROSPECTUS, INCLUDING (1) TO PERMIT LINNCO TO ACQUIRE MORE THAN ONE LINN UNIT FOR EACH LINNCO COMMON SHARE THAT IT ISSUES IN CONNECTION WITH THE TRANSACTIONS DESCRIBED IN THE JOINT PROXY STATEMENT/PROSPECTUS, (2) TO PROVIDE THAT THE CONTRIBUTION BY LINNCO TO LINN OF ASSETS THAT LINNCO RECEIVES IN SUCH ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Mgmt	For
3.	APPROVAL OF CERTAIN AMENDMENTS TO THE LIMITED LIABILITY COMPANY AGREEMENT OF LINNCO AS DESCRIBED ABOVE THAT WILL CONTINUE TO BE IN EFFECT AFTER THE CLOSING OF THE TRANSACTIONS DESCRIBED IN THE JOINT	Mgmt	For

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

PROXY STATEMENT/PROSPECTUS (INCLUDING FOR PURPOSES OF ANY SIMILAR TRANSACTIONS IN THE FUTURE) .

- | | | | |
|-----|---|--|--|
| 4. | DIRECTOR
GEORGE A. ALCORN
DAVID D. DUNLAP
MARK E. ELLIS
MICHAEL C. LINN
JOSEPH P. MCCOY
JEFFREY C. SWOVELAND | Mgmt
Mgmt
Mgmt
Mgmt
Mgmt
Mgmt | For
For
For
For
For
For |
| 5. | APPROVAL OF THE RATIFICATION OF THE SELECTION OF KPMG LLP AS INDEPENDENT PUBLIC ACCOUNTANT FOR LINN FOR 2013. | Mgmt | For |
| 6. | APPROVAL OF THE ISSUANCE OF LINN UNITS TO LINNCO IN EXCHANGE FOR THE CONTRIBUTION OF BERRY TO LINN PURSUANT TO THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT AND THE CONTRIBUTION AGREEMENT DATED FEBRUARY 20, 2013, BY AND BETWEEN LINNCO AND LINN, AS AMENDED BY AMENDMENT NO. 1 TO CONTRIBUTION AGREEMENT, DATED AS OF NOVEMBER 3, 2013. | Mgmt | For |
| 7. | APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE LINN ENERGY, LLC AMENDED AND RESTATED LONG-TERM INCENTIVE PLAN (THE "LTIP"), WHICH INCREASES THE TOTAL NUMBER OF LINN UNITS AUTHORIZED TO BE ISSUED UNDER THE LTIP FROM 12,200,000 UNITS TO 21,000,000 UNITS. | Mgmt | For |
| 8. | APPROVAL OF ANY ADJOURNMENT OF THE LINN ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF ALL OF THE PROPOSALS VOTED ON BY THE LINN UNITHOLDERS AT THE LINN ANNUAL MEETING. | Mgmt | For |
| 9. | APPROVAL OF THE RATIFICATION OF THE SELECTION OF KPMG LLP AS INDEPENDENT PUBLIC ACCOUNTANT FOR LINNCO FOR 2013. | Mgmt | For |
| 10. | APPROVAL OF ANY ADJOURNMENT OF THE LINNCO ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF ALL OF THE FOREGOING PROPOSALS. | Mgmt | For |

LINNCO, LLC

Agen

Security: 535782106
 Meeting Type: Annual
 Meeting Date: 22-Apr-2014
 Ticker: LNCO
 ISIN: US5357821066

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MARK E. ELLIS DAVID D. DUNLAP STEPHEN J. HADDEN MICHAEL C. LINN JOSEPH P. MCCOY JEFFREY C. SWOVELAND	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT PUBLIC ACCOUNTANT OF LINN FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Mgmt	For
3.	TO PROVIDE A NON-BINDING ADVISORY VOTE APPROVING LINN'S EXECUTIVE COMPENSATION PROGRAM.	Mgmt	Against
4.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT PUBLIC ACCOUNTANT OF LINNCO, LLC ("LINNCO") FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Mgmt	For

 MACQUARIE INFRASTRUCTURE CO. LLC

Agen

Security: 55608B105
 Meeting Type: Annual
 Meeting Date: 21-May-2014
 Ticker: MIC
 ISIN: US55608B1052

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR NORMAN H. BROWN, JR. GEORGE W. CARMANY, III H.E. (JACK) LENTZ OUMA SANANIKONE WILLIAM H. WEBB	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld
2.	THE RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Mgmt	For
3.	THE APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	THE APPROVAL OF THE 2014 INDEPENDENT DIRECTORS EQUITY PLAN.	Mgmt	For

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

MARKWEST ENERGY PARTNERS LP

Agen

Security: 570759100
 Meeting Type: Annual
 Meeting Date: 06-Jun-2014
 Ticker: MWE
 ISIN: US5707591005

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR FRANK M. SEMPLE DONALD D. WOLF W.A. BRUCKMANN III MICHAEL L. BEATTY CHARLES K. DEMPSTER DONALD C. HEPPERMAN RANDALL J. LARSON ANNE E. FOX MOUNSEY WILLIAM P. NICOLETTI	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE PARTNERSHIP'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PARTNERSHIP'S PROXY STATEMENT FOR THE 2014 ANNUAL MEETING OF COMMON UNITHOLDERS.	Mgmt	Against
3	RATIFICATION OF DELOITTE & TOUCHE LLP AS THE PARTNERSHIP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Mgmt	For

NAVIOS MARITIME PARTNERS L.P.

Agen

Security: Y62267102
 Meeting Type: Annual
 Meeting Date: 04-Dec-2013
 Ticker: NMM
 ISIN: MHY622671029

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR DIMITRIS P. GKOURAS	Mgmt	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2013.	Mgmt	For

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

NRG YIELD, INC.

Agen

Security: 62942X108
 Meeting Type: Annual
 Meeting Date: 06-May-2014
 Ticker: NYLD
 ISIN: US62942X1081

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR DAVID CRANE JOHN F. CHLEBOWSKI KIRKLAND B. ANDREWS BRIAN R. FORD MAURICIO GUTIERREZ FERRELL P. MCCLEAN CHRISTOPHER S. SOTOS	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	Withheld For Withheld For Withheld For Withheld
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Mgmt	For

THE WILLIAMS COMPANIES, INC.

Agen

Security: 969457100
 Meeting Type: Annual
 Meeting Date: 22-May-2014
 Ticker: WMB
 ISIN: US9694571004

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ALAN S. ARMSTRONG	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOSEPH R. CLEVELAND	Mgmt	For
1C.	ELECTION OF DIRECTOR: KATHLEEN B. COOPER	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOHN A. HAGG	Mgmt	For
1E.	ELECTION OF DIRECTOR: JUANITA H. HINSHAW	Mgmt	For
1F.	ELECTION OF DIRECTOR: RALPH IZZO	Mgmt	For
1G.	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Mgmt	For
1H.	ELECTION OF DIRECTOR: ERIC W. MANDELBLATT	Mgmt	For
1I.	ELECTION OF DIRECTOR: STEVEN W. NANCE	Mgmt	For
1J.	ELECTION OF DIRECTOR: MURRAY D. SMITH	Mgmt	For
1K.	ELECTION OF DIRECTOR: JANICE D. STONEY	Mgmt	For

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

1L.	ELECTION OF DIRECTOR: LAURA A. SUGG	Mgmt	For
2.	APPROVAL OF THE AMENDMENT TO THE WILLIAMS COMPANIES, INC. 2007 INCENTIVE PLAN.	Mgmt	For
3.	APPROVAL OF THE AMENDMENT TO THE WILLIAMS COMPANIES, INC. 2007 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
4.	RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS FOR 2014.	Mgmt	For
5.	APPROVAL, BY NONBINDING ADVISORY VOTE, OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

Salient MLP & Energy Infrastructure Fund - C-Corporation

 ENTERPRISE PRODUCTS PARTNERS L.P.

Agen

 Security: 293792107
 Meeting Type: Special
 Meeting Date: 30-Sep-2013
 Ticker: EPD
 ISIN: US2937921078

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 2008 ENTERPRISE PRODUCTS LONG-TERM INCENTIVE PLAN.	Mgmt	For
2.	PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE EPD UNIT PURCHASE PLAN.	Mgmt	For

 LINN ENERGY, LLC

Agen

 Security: 536020100
 Meeting Type: Annual
 Meeting Date: 16-Dec-2013
 Ticker: LINE
 ISIN: US5360201009

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR GEORGE A. ALCORN DAVID D. DUNLAP MARK E. ELLIS MICHAEL C. LINN JOSEPH P. MCCOY JEFFREY C. SWOVELAND	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

- | | | | |
|----|---|------|-----|
| 2. | RATIFICATION OF THE SELECTION OF KPMG LLP AS INDEPENDENT PUBLIC ACCOUNTANT FOR LINN FOR 2013. | Mgmt | For |
| 3. | APPROVAL OF THE ISSUANCE OF LINN UNITS TO LINNCO, LLC ("LINNCO") IN EXCHANGE FOR THE CONTRIBUTION OF BERRY PETROLEUM COMPANY ("BERRY") TO LINN PURSUANT TO THE TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 20, 2013, AS AMENDED BY AMENDMENT NO. 1 TO AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 3, 2013, AND AMENDMENT NO. 2 TO AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 13, 2013, BY AND AMONG BERRY, BACCHUS HOLDCO, INC., A DIRECT WHOLLY OWNED SUBSIDIARY OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Mgmt | For |
| 4. | APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE LINN ENERGY, LLC AMENDED AND RESTATED LONG-TERM INCENTIVE PLAN (THE "LTIP"), WHICH INCREASES THE TOTAL NUMBER OF LINN UNITS AUTHORIZED TO BE ISSUED UNDER THE LTIP FROM 12,200,000 UNITS TO 21,000,000 UNITS. | Mgmt | For |
| 5. | APPROVAL OF ANY ADJOURNMENT OF THE LINN ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF ALL OF THE PROPOSALS VOTED ON BY THE LINN UNITHOLDERS AT THE LINN ANNUAL MEETING. | Mgmt | For |

MAGELLAN MIDSTREAM PARTNERS, L.P.

Agen

Security: 559080106
Meeting Type: Annual
Meeting Date: 24-Apr-2014
Ticker: MMP
ISIN: US5590801065

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|----------------------|-------------------|
| 1. | DIRECTOR
JAMES C. KEMPNER
MICHAEL N. MEARS
JAMES R. MONTAGUE | Mgmt
Mgmt
Mgmt | For
For
For |
| 2. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION | Mgmt | For |
| 3. | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR | Mgmt | For |

Edgar Filing: Salient MLP & Energy Infrastructure Fund - Form N-PX

PLAINS ALL AMERICAN PIPELINE, L.P.

Agem

Security: 726503105
Meeting Type: Special
Meeting Date: 19-Nov-2013
Ticker: PAA
ISIN: US7265031051

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	PROPOSAL TO APPROVE THE PLAINS ALL AMERICAN 2013 LONG-TERM INCENTIVE PLAN.	Mgmt	For
2.	PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR DATES, IF DEEMED NECESSARY OR APPROPRIATE BY OUR GENERAL PARTNER, TO SOLICIT ADDITIONAL PROXIES.	Mgmt	For

* Management position unknown

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) Salient MLP & Energy Infrastructure Fund
By (Signature) /s/ Gregory A. Reid
Name Gregory A. Reid
Title President
Date 08/12/2014