

\_\_\_\_ NATIONAL ASSOCIATION OF \_\_\_\_  
PUBLICLY TRADED PARTNERSHIPS  
2013 ANNUAL MEETING

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**BOARD OF DIRECTORS ELECTION**

The members of the NAPTP Board of Directors are elected by the membership every year as part of the business portion of the Annual Meeting. Directors serve staggered three-year terms, so that a portion of the Board is up for election in any given year. The terms of five Board members expire this year:

Curt Anastasio	NuStar Energy L.P.
Chris Buckalew	PricewaterhouseCoopers LLP
John A. Ciolek	J. P. Morgan
Kim Dang	Kinder Morgan Energy Partners, L.P.
Pat Diamond	Plains All American Pipeline, L.P.

Four of the current incumbents--Chris Buckalew, John Ciolek, Kim Dang, and Pat Diamond--are running for another term. Curt Anastasio is stepping down from the Board and asked that Shay Bluntzer, Director of Government Affairs at NuStar, be nominated in his place. In addition, the Board has voted to create an additional Board seat, to be filled by a non-midstream MLP in order to better reflect the diversity of NAPTP's membership.

The Board of Directors, through its Nominating Committee, has selected a slate of candidates which it has nominated and recommends to the NAPTP membership. Under the membership allocation provisions of the Bylaws, four of the seats open in this election have been designated for MLP representatives, one for an accounting firm representative, and one for an investment bank representative. The candidates are listed below (those with a \* are incumbents).

**MLP Representatives**

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Kim Dang*	Chief Financial Officer	Kinder Morgan Energy Partners, L.P.
Pat Diamond*	Vice President	Plains All American Pipeline, L.P.
Shay Bluntzer	Director of Government Relations	NuStar Energy L.P.
Clay Jeansonne	Vice President, Investor Relations	Linn Energy, LLC

**Accounting Firm Representative**

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Chris Buckalew*	Partner	PricewaterhouseCoopers LLP
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**Investment Bank Representative**

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John A. Ciolek*	Managing Director	J. P. Morgan
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Association elections operate on a one member-one vote system, with each voting member company's vote cast by a designated voting representative. This slate was sent to each Association voting member on June 25, 2012 with instructions that the company could designate a different voting representative to receive its ballot if it so desired, and that additional nominations could be submitted through 11:59 p.m. on July 5. No further nominations were received by the deadline; therefore, the candidates above are the ones on the ballot.

On July 8, 2012, ballots were emailed to each voting representative, with instructions that they could return the ballot by e-mail any time until 6:00 p.m. Eastern time on July 17. On July 19, at the start of the business meeting, in-person voting will be opened for companies that have not yet voted. At the close of the July 19 meeting, votes will be counted and the final results recorded.

For those voting members who have not yet voted by e-mail, a ballot is included with this report and may be submitted at any time up until the close of the Annual Meeting. A list of the current Board members, officers, and committee chairs is also provided. The 2013-2014 Board will elect its officers at a future meeting.

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**BALLOT: 2013 BOARD OF DIRECTORS ELECTION**

To vote for a candidate, place an X in the column to the left of his or her name.

To write in a candidate, add the name in the empty row in the right column and place an X in the left.

<b>MLP Representatives – Vote for no more than 4</b>	
	Shay Bluntzer, Director of Government Relations, NuStar Energy L.P.
	Kim Dang, Chief Financial Officer, Kinder Morgan Energy Partners, L.P.*
	Pat Diamond, Vice President, Plains All American Pipeline, L.P.*
	Clay Jeansonne, Vice President, Investor Relations, Linn Energy, LLC
<b>Accounting Firm Representative – Vote for no more than 1</b>	
	Chris Buckalew, National MLP Tax Partner, PricewaterhouseCoopers LLP*
<b>Investment Bank Representative – Vote for no more than 1</b>	
	John Ciolek, Managing Director, J.P. Morgan*

\*Incumbent

Member Company: \_\_\_\_\_

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**NAPTP MEMBER COMPANY VOTING REPRESENTATIVES**

<b>Member Company</b>	<b>Voting Representative</b>
Access Midstream Partners, L.P.	Dave Shiels
Akin Gump Strauss Hauer & Feld, LLP	Christine LaFollette
Alliance Resource Partners, L.P. /Alliance Holdings GP, L.P.	Brian Cantrell
American Midstream Partners	Dan Campbell
Andrews Kurth LLP	Thomas Ford
Atlas Pipeline Partners, Atlas Resource Partners, Atlas Energy	Brian Begley
Baker Botts L.L.P.	Joshua Davidson
Bank of America Merrill Lynch	Michael Cannon
Barclays Capital, Inc.	Rick Gross
Bingham McCutchen	Brad Whitehurst
Blueknight Energy Partners, L.P.	Alex Stallings
Boardwalk Pipeline Partners, L.P.	James Jones
Bohr, Dahm, Greif & Associates, PC	Mike Greif
Bracewell & Giuliani, L.L.P	Greg Bopp
BreitBurn Energy Partners, L.P.	James Jackson
Buckeye Partners, L.P.	Clark Smith
Calumet Specialty Products Partners, L.P.	Jennifer Straumins
Capital Product Partners, L.P.	Ioannis Lazardis
Cheniere Energy Partners, L.P.	Katie Pipkin
Citi	Michael Jamieson
Compressco Partners, L.P.	James Rounsavall
Credit Suisse	John Edwards
Crestwood Midstream Partners LP	Mark Stockard
Crosstex Energy, L.P.	Michael Garberding
CVR Partners, L.P.	Wes Harris
CVR Refining, LP	Jay Finks
DCP Midstream Partners, L.P.	Steve Whitcomb
Deloitte Tax LLP	Amy Sutton
Dorchester Minerals, L.P.	Randy Hertz
Eagle Rock Energy Partners, L.P.	Jeff Wood
Emerge Energy Services LP	Robert Lane
Enbridge Energy Partners, L.P.	Mark Maki
Energy Transfer Partners, L.P.	Martin Salinas

Enterprise Products Partners L.P.	Randy Fowler
EQT Midstream Partners, L.P.	Nate Tetlow
Ernst & Young	Glenn Dance
EV Energy Partners, L.P.	Michael Mercer
Exterran Partners, L.P.	David Oatman
Ferrellgas Partners, L.P.	Cathy Brown
Genesis Energy, L.P.	Bob Deere
Global Partners LP	Chuck Rudinsky
Goldman Sachs	Will Bousquette
Grant Thornton	Noel Brock
Hi-Crush Partners LP	Laura C. Fulton
Holland & Hart LLP	Adam Cohen
Holly Energy Partners, L.P.	Leslie Simmons
Inergy, L.P. / Inergy Midstream, L.P.	Laura Ozenberger
Janney Montgomery Scott	Joe Culley
Jefferies LLC	Peter Bowden
JP Morgan	John Ciolek
Kinder Morgan Energy Partners, L.P.	Kim Dang
KPMG LLP	Joseph Scilio
Latham & Watkins LLP	Tim Fenn
Legacy Reserves LP	Jim Lawrence
Lehigh Gas Partners LP	Mark Miller
Linn Energy LLC	Clay Jeansonne
Locke Lord LLP	Dan Fleckman
LRR Energy, L.P.	Jaime Casas
Magellan Midstream Partners, L.P.	Jeff Holman
MarkWest Energy Partners	Frank Quintana
Martin Midstream Partners, L.P.	Ruben Martin
Memorial Production Partners LP	Drew Cozby
Mid-Con Energy Partners LP	Jeff Olmstead
MLV & Co. LLC	Seth Appel
Morgan Stanley	Brian McCabe
MPLX LP	Don Templin
Natural Resource Partners, L.P.	Kathy Roberts
Navios Maritime Partners, L.P.	Doris Tryfon
New Source Energy Partners L.P.	Nick Hodapp
Niska Gas Storage Partners LLC	Jason Dubchak
NuStar Energy, L.P / NuStar GP Holdings, LLC	Curt Anastasio
Oiltanking Partners, L.P.	Ken Owen
ONEOK Partners, L.P.	Tim Blake

Oxford Resource Partners, LP	Brad Harris
Paul Hastings LLP	Greg Nelson
PetroLogistics LP	Sharon Spurlin
Plains All American Pipeline, L.P. /PAA Natural Gas Storage, L.P.	Pat Diamond
PricewaterhouseCoopers LLP	Chris Buckalew
PVR Partners, L.P.	Steve Milbourne
QR Energy LP	Taylor Miele
Raymond James	Mark Huhndorff
RBC Capital Markets	TJ Schultz
Regency Energy Partners LP	Shannon Ming
Rentech Nitrogen Partners, L.P.	Julie Cafarella
Rhino Resource Partners LP	David Zatezalo
Robert W. Baird & Co.	Frank Murphy
Rose Rock Midstream, L.P.	Alisa Perkins
Sempra U.S. Gas & Power	Debra Urman-Botkin
Sidley Austin LLP	Tim Devetski
Simmons & Company International	Ira Green, Jr.
Spectra Energy Partners, L.P.	Julie A. Dill
Sprague Resources LP	Carlisle Sewell
StoneMor Partners, L.P.	Tim Yost
Suburban Propane Partners, L.P.	Elmer Dante
Summit Midstream Partners, LP	Marc Stratton
SunCoke Energy Partners, L.P.	Lisa Ciota
Sunoco Logistics Partners, L.P.	Peter Gvazdauskas
Susser Petroleum Partners LP	Mary Sullivan
Targa Resources Partners, L.P.	Matt Meloy
TC Pipelines, L.P.	Terry Ofremchuk
Teekay LNG Partners, L.P. /Teekay Offshore Partners, L.P.	Scott Gayton
Tesoro Logistics LP	Phillip Anderson
TransMontaigne Partners, L.P.	Fred Boutin
Tudor, Pickering & Co., LLC	Mike Davis
UBS Investment Bank	Rob Pierce
USA Compression Partners, LP	Eric Long
Valuation Research Corp.	Robert Schulte
Vanguard Natural Resources, LLC	Richard Robert
Vinson & Elkins LLP	David Oelman
Wells Fargo Securities, LLC	James Kipp
Western Gas Partners, L.P.	Benjamin Fink
Williams Partners, L.P.	Don Chappel

# NATIONAL ASSOCIATION OF PUBLICLY TRADED PARTNERSHIPS

## BOARD OF DIRECTORS

2012 - 2013

		<b>Term Expires</b>
Randy Fowler, Chair	Enterprise Products Partners, L.P.	2015
Mark Maki, Vice Chair	Enbridge Energy Partners, L.P.	2015
Curt Anastasio	NuStar Energy, L.P.	2013
Timothy Blake	ONEOK Partners, L.P.	2015
Chris Buckalew	PricewaterhouseCoopers LLP	2013
John A. Ciolek	J. P. Morgan	2013
Kimberly A. Dang	Kinder Morgan Energy Partners	2013
A. Patrick Diamond	Plains All American Pipeline, L.P.	2013
Michael Garberding	Crosstex Energy, L.P.	2015
Jeffrey Holman	Magellan Midstream Partners, L.P.	2014
Frank Murphy	Robert W. Baird & Co.	2015
David Oelman	Vinson & Elkins L.L.P.	2015
Tony Rackley	Williams Partners L.P.	2015
Kathy H. Roberts	Natural Resource Partners, L.P.	2014

## OFFICERS

Chairman	Randy Fowler	Enterprise Products Partners L.P.
Vice Chairman	Mark Maki	Enbridge Energy Partners, L.P.
Secretary	Frank Murphy	R.W. Baird & Co.
Treasurer	Michael Garberding	Crosstex Energy, L.P.

## COMMITTEE CHAIRS

Executive Committee	Randy Fowler	Enterprise Products Partners L.P.
Federal Affairs Committee	Bruce Heine	Magellan Midstream Partners, L.P.
State Affairs Committee	Delbert Fore	Enterprise Products Partners L.P.
Regulatory Committee	Chris Buckalew	PricewaterhouseCoopers LLP
Membership Committee	Pat Diamond	Plains All American Pipeline, L.P.
Public Relations Committee	Randy Burkhalter	Enterprise Products Partners L.P.