

Cushing MLP Total Return Fund
Form N-PX
August 19, 2011

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 811-22072

The Cushing MLP Total Return Fund
(Exact name of registrant as specified in charter)

8117 Preston Road, Suite 440
Dallas, TX 75225
(Address of principal executive offices) (Zip code)

Jerry V. Swank
8117 Preston Road, Suite 440
Dallas, TX 75225
(Name and address of agent for service)

Registrant's telephone number, including area code: 214-692-6334

Date of fiscal year end: November 30

Date of reporting period: June 30, 2011

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Item 1. Proxy Voting Record.

| Company Name | Meeting Date | CUSIP | Ticker |
|---------------------------------|--------------|--|---------------------------------------|
| Breitburn Energy Partners, L.P. | 7/29/2010 | 106776107 | BBEP |
| | MRV | Proposal | Proposed by Issuer or Security Holder |
| Vote | | 1. Election of Class I Directors | Issuer |
| For | For | John R. Butler, Jr. | |
| For | For | Gregory J. Moroney | |
| | | 2. Election of Class II Directors | |
| For | For | Walker C. Friedman | |
| For | For | Charles S. Weiss | |
| For | For | 3. Ratification of the appointment of PricewaterhouseCoopers LLP as the independent public accounting firm for the fiscal year ending December 31, 2010. | |

| Company Name | Meeting Date | CUSIP | Ticker |
|---------------------------------|--------------|--|---------------------------------------|
| Breitburn Energy Partners, L.P. | 6/23/2011 | 106776107 | BBEP |
| | MRV | Proposal | Proposed by Issuer or Security Holder |
| Vote | | 1. Election of Directors | Issuer |
| For | For | David B. Kilpatrick | |
| For | For | W. Yandell Rogers | |
| For | For | 2. Advisory vote on Executive Compensation (say-on-pay) | |
| Three Years | Three Years | 3. Advisory vote on the frequency of advisory votes on executive compensation (say-on-pay) | |
| For | For | | |

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4. Approval of the First Amendment to the First Amended and Restated Breitburn Energy Partners L.P. 2006 Long-Term Incentive Plan

For For 5. Ratification of the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm

| Company Name | Meeting Date | CUSIP | Ticker |
|----------------------|--------------|-----------|--------|
| Buckeye Partners, LP | 6/7/2011 | 118230101 | BPL |

| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|-------------|-------------|---|---------------------------------------|
| | | 1. Election of Directors | Issuer |
| For | For | Forrest E. Wylie | |
| For | For | Joseph A. Lasala, Jr | |
| For | For | Martin A. White | |
| For | For | 2. Ratification of selection of Deloitte & Touche LLP | |
| For | For | 3. Advisory Resolution on Executive Compensation (say-on-pay) | |
| Three Years | Three Years | 4. Advisory Vote on the Frequency of Future Advisory votes on Executive Compensation (say-on-pay) | |

| Company Name | Meeting Date | CUSIP | Ticker |
|---------------------|--------------|------------|--------|
| El Paso Corporation | 5/17/2011 | 28336L-109 | EP |

| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|------|-----|--------------------------|---------------------------------------|
| | | 1. Election of Directors | Issuer |
| For | For | Juan Carlos Braniff | |
| For | For | David W. Crane | |
| For | For | Douglas L. Foshee | |
| For | For | Robert W. Goldman | |

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| | | |
|--------|--------|---|
| For | For | Anthony W. Hall, Jr |
| For | For | Thomas R. Hix |
| For | For | Ferrell P. McClean |
| For | For | Timothy J. Probert |
| For | For | Steven J. Shapiro |
| For | For | J. Michael Talbert |
| For | For | Robert F. Vagt |
| For | For | John L. Whitmire |
| For | For | 2. Approval of the advisory vote on Executive Compensation |
| 1 Year | 1 Year | 3. Approval of the advisory vote on the frequency of the advisory vote on Executive Compensation |
| For | For | 4. Ratification of the Appointment of Ernst & Young, LLP as independent registered public accounting firm for the fiscal year ending December 31, 2011. |

| Company Name | Meeting Date | CUSIP | Ticker |
|--------------------------------------|--------------|-------|--------|
| The Empire District Electric Company | 4/28/2011 | | EDE |

| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|---------|---------|---|---------------------------------------|
| | | 1. Election of Directors | Issuer |
| For | For | Kenneth R. Allen | |
| For | For | Bradley P. Beecher | |
| For | For | William L. Gipson | |
| For | For | Thomas M. Ohlmacher | |
| For | For | 2. To ratify the appointment of PricewaterhouseCoopers, LLP as Empire's Independent registered public accounting firm for the fiscal year ending December 31, 2011. | |
| | | 3. To vote upon a non-binding advisory proposal to give the compensation of named executive officers as disclosed in the proxy statement. | |
| For | For | | |
| 3 Years | 3 Years | | |

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4. To vote upon a non-binding advisory proposal on whether the non-binding advisory vote on executive compensation should occur every one, two or three years.

| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------|--------------|--|---------------------------------------|
| Legacy Reserves | 5/11/2011 | 524707304 | LGCY |
| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
| | | 1. Election of Directors | Issuer |
| For | For | Cary D. Brown | |
| For | For | Kyle A. McGraw | |
| For | For | Dale A. Brown | |
| For | For | G. Larry Lawrence | |
| For | For | William D. Sullivan | |
| For | For | William R. Granberry | |
| For | For | Kyle D. Vann | |
| For | For | 2. Advisory resolution approving executive compensation | |
| 3 Yrs | 3 Yrs | 3. Advisory vote of frequency of advisory votes on executive compensation | |
| For | For | 4. Ratification of the appointment of BDO USA, LLP as independent registered public accounting firm for the fiscal year ending December 31, 2011 | |

| Company Name | Meeting Date | CUSIP | Ticker |
|------------------|--------------|--------------------------|---------------------------------------|
| Linn Energy, LLC | 4/26/2011 | 536020100 | LINE |
| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
| | | 1. Election of Directors | Issuer |
| For | For | Michael C. Linn | |
| For | For | Mark E. Ellis | |
| For | For | George A. Alcorn | |
| For | For | Terrence S. Jacobs | |
| For | For | Jeffrey C. Swoveland | |

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| | | |
|---------|---------|---|
| For | For | Joseph P. McCoy |
| For | For | 2. Ratification of appointment of KPMG LLP as independent auditors for the fiscal year ending December 31, 2011 |
| For | For | 3. To approve, by non-binding vote, executive compensation |
| 3 Years | 3 Years | 4. To recommend, by non-binding vote, the frequency of executive compensation votes |

| Company Name | Meeting Date | CUSIP | Ticker |
|---------------------------------|--------------|-----------|--------|
| Magellan Midstream Partners, LP | 4/27/2011 | 559080106 | MMP |

| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|-------|-------|---|---------------------------------------|
| | For | 1. Election of Directors | Issuer |
| For | | James C. Kempner | |
| For | | Michael N. Mears | |
| For | | James R. Montague | |
| For | For | 2. Proposal to Amend Long-term Incentive Plan | |
| For | For | 3. Advisory Vote on executive compensation | |
| 3 Yrs | 3 Yrs | 4. Advisory vote on frequency of vote on executive compensation | |

| Company Name | Meeting Date | CUSIP | Ticker |
|------------------------------|--------------|-----------|--------|
| Markwest Energy Partners, LP | 6/1/2011 | 570759100 | MWE |

| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|------|-----|--------------------------|---------------------------------------|
| | For | 1. Election of Directors | Issuer |
| For | For | Frank M. Semple | |
| For | For | Donald D. Wolf | |

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| | | |
|---------|---------|--|
| For | For | Keith E. Bailey |
| For | For | Michael L. Beatty |
| For | For | Charles K. Dempster |
| For | For | Donald C. Heppermann |
| For | For | William A. Kellstrom |
| For | For | Anne E. Fox Mounsey |
| For | For | William P. Niccoletti |
| | | 2. To approve, on an advisory basis, the compensation of the Partnership's named executive officers. |
| For | For | |
| | | 3. To recommend, on an advisory basis, the frequency of the advisory vote on the compensation of the Partnership's named executive officers. |
| 3 Years | 3 Years | |
| | | 4. Ratification of Deloitte & Touche LLP, as the Partnership's independent registered public accountants for the fiscal year ending December 31, 2011. |
| For | For | |

| Company Name | Meeting Date | CUSIP | Ticker |
|-------------------------|--------------|------------|--------|
| Nustar GP Holdings, LLC | 4/27/2011 | 67059L-102 | NSH |

| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|---------|---------|---|---------------------------------------|
| | | 1. Election of Directors | Issuer |
| For | For | Curtis V. Anastasio | |
| For | For | William B. Burnett | |
| | | 2. Ratify the appointment of KPMG LLP as Nustar Holdings, LLC Independent Registered Accounting firm for 2011 | |
| For | For | | |
| For | | | |
| | | 3. To approve, by non-binding vote, executive compensation. | |
| For | For | | |
| | | 4. To recommend, by non-binding vote, the frequency of future advisory votes on executive compensation. | |
| 3 Years | 3 Years | | |

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| Company Name | Meeting Date | CUSIP | Ticker |
|--------------|--------------|--|---------------------------------------|
| ONEOK, Inc | 5/25/2011 | 682680103 | OKE |
| | | | Proposed by Issuer or Security Holder |
| Vote | MRV | Proposal | Issuer |
| | | 1. Election of Directors | |
| For | For | James C. Day | |
| For | For | Julie H. Edwards | |
| For | For | William L. Ford | |
| For | For | John W. Gibson | |
| For | For | Bert H. Mackie | |
| For | For | Jim W. Mogg | |
| For | For | Pattye L. Moore | |
| For | For | Gary D. Parker | |
| For | For | Eduardo A. Rodriguez | |
| For | For | Gerald B. Smith | |
| For | For | David J. Tippeconnic | |
| | | 2. Ratification of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the year ending Dec 31, 2011. | |
| For | For | | |
| | | 3. Advisory vote on executive compensation. | |
| For | For | | |
| | | 4. Advisory vote on the frequency of holding the advisory vote on executive compensation | |
| 1 Year | 1 Year | | |

| Company Name | Meeting Date | CUSIP | Ticker |
|-------------------------------|--------------|---|---------------------------------------|
| Penn Virginia GP Holdings, LP | 2/16/2011 | 70788P105 | PVG |
| | | | Proposed by Issuer or Security Holder |
| Vote | MRV | Proposal | Issuer |
| Against | For | 1. To consider and vote upon the approval and adoption of (A) the agreement and plan of merger by and among Penn Virginia Resource Partners, LP, Penn Virginia Resource GP, LLC, PVR Radnor, LLC, Penn Virginia GP Holdings, LP and PVG GP, LLC, the general partner of Holdings, (B) the | |

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merger, and (C) the transactions contemplated thereby.

2. To consider and vote upon any proposal that may be presented to adjourn the holdings special meeting to a later date, if necessary, to solicit additional proxies in the event that there are insufficient votes in favor of the foregoing proposal.

Against

For

| Company Name | Meeting Date | CUSIP | Ticker |
|-------------------------------------|--------------|-----------|--------|
| Penn Virginia Resource Partners, LP | 6/22/2011 | 707884102 | PVR |

| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|------|-----|--------------------------|---------------------------------------|
| | | | Issuer |
| For | For | 1. Election of Directors | |
| For | For | Edward B. Cloues, II | |
| For | For | James L. Gardner | |
| For | For | Robert J. Hall | |
| For | For | Thomas W. Hofmann | |
| For | For | James R. Montague | |
| For | For | Marsha R. Perelman | |
| For | For | William H. Shea, Jr. | |
| For | For | John C. Van Roden, Jr. | |
| For | For | Jonathan B. Weller | |

| | | |
|-----|-----|--|
| For | For | 2. To approve, by advisory (non-binding) vote, executive compensation. |
|-----|-----|--|

| | | |
|--------|--------|---|
| 1 Year | 1 Year | 3. To recommend, by advisor (non-binding) vote, the frequency of future advisory votes on executive compensation. |
|--------|--------|---|

| Company Name | Meeting Date | CUSIP | Ticker |
|-----------------------------|--------------|-----------|--------|
| Targa Resources Corporation | 5/25/2011 | 87612G101 | NGLS |

| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|------|-----|--------------------------|---------------------------------------|
| | | | Issuer |
| | | 1. Election of Directors | |

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| | | |
|---------|---------|---|
| For | For | Charles R. Crisp |
| For | For | James W. Whalen |
| For | For | 2. Ratification of Selection of independent auditors |
| For | For | 3. Advisory vote on executive compensation |
| 3 Years | 3 Years | 4. Advisory vote on the frequency of the advisory vote on executive compensation. |

| | | | |
|----------------------------|--------------|-----------|--------|
| | Meeting Date | CUSIP | Ticker |
| Vanguard Natural Resources | 6/9/2011 | 92205F106 | VNR |

| | | | |
|---------|---------|---|---------------------------------------|
| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
| | | | Issuer |
| For | For | 1. Election of Directors | |
| | | W. Richard Anderson | |
| For | For | Loren Singletary | |
| For | For | Bruce W. McCullough | |
| For | For | John R. McGoldrick | |
| For | For | Scott W. Smith | |
| For | For | 2. To approve a non-binding vote on executive compensation. | |
| 3 Years | 3 Years | 3. To approve a non-binding vote on the frequency of holding the non-binding advisory vote on executive compensation. | |
| For | For | 4. To ratify the appointment of BDO Seidman, LLP as independent registered public accounting firm for 2011. | |

| | | | |
|-----------------------------|--------------|-----------|--------|
| | Meeting Date | CUSIP | Ticker |
| The Williams Companies, Inc | 5/19/2011 | 969457100 | WMB |

| | | | |
|------|-----|----------|---------------------------------------|
| Vote | MRV | Proposal | Proposed by Issuer or Security Holder |
|------|-----|----------|---------------------------------------|

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|--------|--------|--|--------|
| | | 1. Election of Directors | Issuer |
| For | For | Alan S. Armstrong | |
| For | For | Joseph R. Cleveland | |
| For | For | Juanita H. Hinshaw | |
| For | For | Frank T. MacInnis | |
| For | For | Janice D. Stoney | |
| For | For | Laura A. Sugg | |
| For | For | 2. Ratification of Ernst & Young, LLP as auditors for 2011 | |
| For | For | 3. Advisory vote on executive compensation | |
| 1 Year | 1 Year | 4. Advisory vote on the frequency of future advisory votes on executive compensation | |

| | | | |
|------------------|-----------|-----------|--------|
| | Meeting | | |
| Company Name | Date | CUSIP | Ticker |
| XCEL Energy, Inc | 5/18/2011 | 98389B100 | XEL |

| | | | |
|------|-----|--|---------------------------------------|
| | | | Proposed by Issuer or Security Holder |
| Vote | MRV | Proposal | Issuer |
| | | 1. Election of Directors | |
| For | For | Fredric W. Corrigan | |
| For | For | Richard K. Davis | |
| For | For | Benjamin G.S. Fowke III | |
| For | For | Richard C. Kelly | |
| For | For | Albert F. Moreno | |
| For | For | Christopher J. Policinski | |
| For | For | A. Patricia Sampson | |
| For | For | James J. Sheppard | |
| For | For | David A. Westerlund | |
| For | For | Kim Williams | |
| For | For | Timothy V. Wolf | |
| For | For | 2. Company proposal to approve and amendment to increase the number of shares under the Xcel Energy Inc. Non-employee Directors' Stock Equivalent Plan, as amended and restated. | |
| For | For | 3. Company proposal to approve and amend to Restated Articles of Incorporation to eliminate cumulative voting in the election of | |

directors

- | | | |
|--------|--------|--|
| For | For | 4. Company proposal to approve other amendments to, and the restatement of, Restated Articles of Incorporation. |
| 1 Year | 1 Year | 5. Company proposal to hold an advisory vote on the frequency of the advisory vote on executive compensation. |
| For | For | 6. Company proposal to hold an advisory vote on executive compensation. |
| For | For | 7. Company proposal to ratify the appointment of Deloitte & Touche LLP as Xcel Energy Inc.'s independent registered public accounting firm for 2011. |
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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) The Cushing MLP Total Return Fund

By (Signature and Title) /s/ Jerry V. Swank
Jerry V. Swank
Chief Executive Officer and President

Date August 19, 2011
