

MAGELLAN MIDSTREAM PARTNERS LP  
Form 8-K  
May 29, 2015

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

FORM 8-K

CURRENT REPORT PURSUANT TO  
SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 29, 2015

MAGELLAN MIDSTREAM PARTNERS, L.P.  
(Exact Name of Registrant as Specified in Charter)

|   |                                     |   |
|---|-------------------------------------|---|
| DELAWARE<br>(State or Other Jurisdiction of<br>Incorporation) | 1-16335<br>(Commission File Number) | 73-1599053<br>(IRS Employer Identification No.) |
|---|-------------------------------------|---|

One Williams Center  
Tulsa, Oklahoma 74172  
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code (918) 574-7000

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) Magellan Midstream Partners, L.P. (the “Partnership”) and Michael P. Osborne, the former Senior Vice President and Chief Financial Officer of the Partnership’s general partner, have entered into a Separation and Release of Claims Agreement (the “Separation Agreement”) in connection with Mr. Osborne’s resignation, which was effective May 18, 2015. Pursuant to the Separation Agreement, the Partnership has agreed to pay Mr. Osborne a lump sum of \$1.8 million in cash and Mr. Osborne has agreed to customary general releases and waivers in favor of the Partnership and customary post-employment covenants with respect to confidential information of the Partnership.

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Magellan Midstream Partners, L.P.

By: Magellan GP, LLC,  
its general partner

Date: May 29, 2015

By: /s/ Suzanne H. Costin  
Name: Suzanne H. Costin  
Title: Corporate Secretary