

# SUSSER PETROLEUM PARTNERS LP

## FORM 8-K (Current report filing)

Filed 09/12/13 for the Period Ending 09/12/13

Address 555 EAST AIRTEX DRIVE  
HOUSTON, TX 77073  
Telephone (832) 234-3600  
CIK 0001552275  
Symbol SUSP  
SIC Code 5172 - Petroleum and Petroleum Products Wholesalers, Except Bulk Stations and Terminals  
Industry Oil & Gas Operations  
Sector Energy  
Fiscal Year 12/31

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Act of 1934

**Date of Report (Date of Earliest Event Reported):**  
**September 12, 2013**

**Commission file number: 001-35653**

**SUSSER PETROLEUM PARTNERS LP**

*(Exact name of registrant as specified in its charter)*

**Delaware**

*(State or other jurisdiction of  
incorporation or organization)*

**30-0740483**

*(IRS Employer  
Identification No.)*

**555 East Airtex Drive  
Houston, Texas 77073**

*(Address of principal executive offices, including zip codes)*

**Registrant's telephone number, including area code: (832) 234-3600**

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 (17CFR 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 of Certain Officers: Election of Directors: Appointment of Certain Officers: Compensatory Arrangements of Certain Officers.**

**(b), (c)**    On September 11, 2013, the Board of Directors (“Board”) of Susser Petroleum Partners GP LLC (the “General Partner”), the general partner of Susser Petroleum Partners LP (the “Partnership”), voted to appoint Rocky Dewbre-previously the President and Chief Operating Officer of the General Partner-to the position of President and Chief Executive Officer of the General Partner. Sam L. Susser, who stepped down from the position of Chief Executive Officer immediately prior to Mr. Dewbre's appointment, will continue to serve as Chairman of the Board.

On that date, the Board appointed Gail S. Workman, 46, to the position of Senior Vice President and Chief Operating Officer. Ms. Workman joined the Partnership's predecessor, Susser Petroleum Company LLC, in May 2011 as a Senior Vice President of Sales and Operations. Prior to joining the company, she served as Regional Vice President of Sales for GDF Suez Energy from May 2006 to May 2011 where she led a multi-channel sales team focused on delivering energy solutions to retail, commercial, industrial, and government clients. The Partnership and Susser Holdings Corporation (“SUSS”) issued a joint news release on September 12, 2013 announcing, among other things, the foregoing promotions. A copy of that release is attached hereto as Exhibit 99.1.

**( d )**        SUSS, as the sole member of the General Partner, on September 11, 2013, increased the size of the Board to include seven directors and appointed Mr. Frank A. Risch to serve as a director and to the conflicts and audit committees of the Board. Mr. Risch joins the Board as an independent director.

As an independent director of the General Partner, Mr. Risch will receive compensation and reimbursement of expenses consistent with the General Partner's director compensation practices as described beginning on page 52 of the Partnership's annual report on Form 10-K for the 2012 fiscal year, including an initial grant of 3,674 phantom units under the Susser Petroleum Partners LP Long-Term Incentive Plan.

The Partnership issued a news release on September 12, 2013 announcing, among other things, Mr. Risch's appointment to the Board. A copy of that release is attached as Exhibit 99.2 hereto.

**Item 8.01      Other Events**

On September 11, 2013 the Board elected Mr. Rob. L. Jones to serve as lead independent director of the Board. Mr. Jones' election to that role was also announced in the September 12, 2013 joint news release attached hereto as Exhibit 99.2.

**Item 9.01      Financial Statements and Exhibits.**

**(d)      Exhibits**

The following exhibits are filed herewith:

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<u>Exhibit Number</u>	<u>Exhibit Description</u>
99.1	News Release of Susser Petroleum Partners LP, dated September 12, 2013.
99.2	Joint News Release of Susser Holdings Corporation and Susser Petroleum Partners, dated September 12, 2013.

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## **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.

### **SUSSER PETROLEUM PARTNERS LP**

Date: September 12, 2013

By: Susser Petroleum Partners GP LLC, its general partner

By: /s/ Mary E. Sullivan

Name: Mary E. Sullivan

Title: Executive Vice President and Chief Financial Officer

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## **Exhibit Index**

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99.2	Joint News Release of Susser Holdings Corporation and Susser Petroleum Partners, dated September 12, 2013.



FOR IMMEDIATE RELEASE

## ***NEWS RELEASE***

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### **Frank A. Risch Elected to Susser Petroleum Partners' Board of Directors**

**HOUSTON** , September 12, 2013 - Susser Petroleum Partners LP (NYSE: SUSP) announced today that Frank A. Risch, a retired Exxon Mobil Corporation executive, has been elected to the Board of Directors of Susser Petroleum Partners GP LLC, the general partner of Susser Petroleum Partners LP. Mr. Risch has been named to the Audit and Conflicts committees of the Board.

"Frank brings to our Company long experience in the petroleum business," said Sam L. Susser, Chairman of Susser Petroleum Partners. "His extensive knowledge and experience across finance, planning and marketing within our industry will be a major asset to our Board."

Mr. Risch served as Vice President, Treasurer and Principal Financial Officer of Exxon Mobil Corporation from January 1999 until his retirement in June 2004. Previously, he had served as Vice President and Treasurer of predecessor Exxon Corporation. Risch joined Exxon as a financial analyst and subsequently held positions as Manager of Corporate Finance, Executive Assistant to the Chairman, Assistant Controller and Assistant Treasurer.

He also serves on the Board of Directors of Pioneer Natural Resources Co. and on the Business Board of Advisors of the Tepper School of Business at Carnegie Mellon University and is active in civic and community organizations, including the Dallas Theater Center, Communities Foundation of Texas, the ATT Performing Arts Center and Dallas CASA (Court Appointed Special Advocates).

### **About Susser Petroleum Partners LP**

Houston-based **Susser Petroleum Partners LP** is a publicly traded partnership formed by **Susser Holdings Corporation** to engage in the primarily fee-based wholesale distribution of motor fuels to Susser Holdings and third parties. Susser Petroleum Partners distributes over 1.5 billion gallons of motor fuel annually from major oil companies and independent refiners to Susser Holdings' Stripes convenience stores, independently operated consignment locations, convenience stores and retail fuel outlets operated by independent operators and other commercial customers in Texas, New Mexico, Oklahoma and Louisiana.

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# NEWS RELEASE



## Susser Announces Board Appointments and Management Promotions

**CORPUS CHRISTI and HOUSTON, Texas** , September 12, 2013 - Susser Holdings Corporation (NYSE: SUSS) and Susser Petroleum Partners LP (NYSE: SUSP) today announced changes to their Boards of Directors and management promotions.

### Board Appointments

Sam L. Susser has been appointed Chairman of the Board of Directors of SUSS, effective immediately. Mr. Susser will retain his position as Chief Executive Officer of SUSS, which he has held since 1992. Bruce W. Krysiak, the current Chairman of the Board of Directors of SUSS, will become Lead Independent Director. Additionally, Rob L. Jones will become Lead Independent Director of Susser Petroleum Partners GP LLC, the general partner of SUSP.

As separately announced, Frank A. Risch has been elected to the Board of Directors of SUSP ' s general partner, and Andrew M. " Drew " Alexander has been elected to the SUSS Board of Directors.

" I ' m honored to be named Chairman ," commented Mr. Susser. " I ' d like to thank Bruce for his 13 years of service as our Chairman, and I look forward to working with him and our fellow directors in this new capacity. Bruce will continue to provide strategic counsel leveraging his distinguished career in retailing as the Lead Director at SUSS as he has in the past years . Rob joined the Board of SUSP concurrent with the IPO last September, and his deep financial experience and natural curiosity has only enhanced our Board discussions and processes. "

Mr. Krysiak stated, " Sam has led the growth of this Company since it was a chain of only five convenience stores in 1988. He has been, and continues to be, an excellent steward of the Company for all of our stakeholders. Now that we have active Boards at both SUSS and SUSP, we believe his appointment as Chairman of SUSS is a natural and appropriate progression as we position the Company for continued growth and success. I look forward to continuing to serve alongside Sam in my new role as Lead Director. "

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SUSS has seven Board members, five of whom are classified as independent. The SUSP general partner Board also has seven members, five of whom are classified as independent and three of whom also serve on the Conflicts Committee.

### **Management Promotions**

Rocky Dewbre has been named President and Chief Executive Officer of the general partner of SUSP. Mr. Dewbre joined Susser in 1992, most recently serving as President and Chief Operating Officer of SUSP ' s general partner. Sam L. Susser will relinquish his position as Chief Executive Officer of SUSP but will retain his position as Chairman of the Board of Directors of SUSP.

Gail Workman has been promoted to Senior Vice President and Chief Operating Officer at the general partner of SUSP, from her previous position as Senior Vice President, Sales and Operations. Ms. Workman joined Susser Petroleum Company, the predecessor of SUSP, in 2011. She has over 20 years of experience in senior sales and operations positions within the energy industry .

Kevin Mahany has been promoted to Senior Vice President, Merchandising at Stripes LLC, from his previous position of Vice President, Merchandising. Mr. Mahany has very successfully led our merchandising team since he joined the Company in 1989.

“ Rocky, Gail and Kevin have each been instrumental in making this Company what it is today, ” said Mr. Susser. “ Rocky ' s leadership in growing and developing the Wholesale Division positioned us to be able to create and spin off Susser Petroleum Partners LP, a transaction which has clearly unlocked and driven tremendous value for our shareholders.

“ Since joining the Company a little more than two years ago, Gail has enhanced our organizational capability and developed bandwidth to support our future growth. Kevin joined the Company shortly after I did, and he has provided the steady, intense leadership that has delivered 24 consecutive years of same store merchandise sales growth. ”

### **About Susser**

**Susser Holdings Corporation** is a third-generation family led business based in Corpus Christi, Texas that operates over 570 convenience stores in Texas, New Mexico and Oklahoma under the Stripes ® banner. Restaurant service is available in over 365 of its stores, primarily under the proprietary Laredo Taco Company ® brand. Susser Holdings also is majority owner and owns the general partner of **Susser Petroleum Partners LP** , which distributes over 1.5 billion gallons of motor fuel annually to Stripes ® stores, independently operated consignment locations, convenience stores and retail fuel outlets operated by independent operators and other commercial customers in Texas, New Mexico, Oklahoma and Louisiana.

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## Contacts:

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