CHAMBLISS DARRELL W

Form 4

February 15, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CHAMBLISS DARRELL W			2. Issuer Name and Ticker or Trading Symbol WASTE CONNECTIONS, INC. [WCN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 2295 IRON P 200	(First) OINT ROAI	(Middle) O, SUITE	3. Date of Earliest Transaction (Month/Day/Year) 02/11/2011	Director 10% Owner _X_ Officer (give title Other (specify below) EVP & COO		
FOLSOM, CA	(Street) A 95630		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative :	Securi	ities Acqu	iired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock (1)	02/11/2011		Code V F	Amount 2,177 (1)	(D)	Price \$ 29.24	(Instr. 3 and 4) 206,573	D	
Common Stock	02/11/2011		F	7 (1)	D	\$ 29.24	206,566	D	
Common Stock	02/11/2011		A	20,123 (2)	A	\$ 0	226,689	D	
Common Stock	02/11/2011		F	93 (1)	D	\$ 29.24	226,596	D	
Common Stock	02/14/2011		F	1,271 (1)	D	\$ 29.61	225,325	D	

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Common Stock 02/14/2011 F 4 (1) D \$ 225,321 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. T	Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Der	rivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ionNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Sec	urity	or Exercise		any	Code	of	(Month/Day/	/Year)	Underly	ying	Security	Secui
(Ins	str. 3)	Price of		(Month/Day/Year)	(Instr. 8	Derivativ	e		Securiti	ies	(Instr. 5)	Bene
		Derivative				Securities	S		(Instr. 3	3 and 4)		Own
		Security				Acquired						Follo
						(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						
						4, and 5)						
										Amount		
							Date	Expiration				
							Exercisable	Date				
					Code V	/ (A) (D)						
					Code V	4, and 5)	Exercisable	•	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

CHAMBLISS DARRELL W

2295 IRON POINT ROAD EVP & SUITE 200 COO FOLSOM, CA 95630

Signatures

Darrell 02/15/2011

**Signature of Date Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents shares withheld by the Company from an award of restricted stock units in satisfaction of the applicable withholding taxes due as a result of the vesting of those restricted stock units, through an automatic share withholding procedure. Pursuant to this procedure the Company withholds, as the units vest, a portion of the vested shares issuable under the award with a fair market value (measured as of the vesting date) equal to the amount of such withholding taxes.

Reporting Owners 2

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This represents an award of restricted stock units. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the award shall vest in four equal, annual installments, commencing on the first anniversary of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.