Edgar Filing: SCHMITT DAVID L - Form 4

SCHMITT E Form 4	DAVID L										
July 06, 2009	9										
FORM	SECU	CURITIES AND EXCHANGE COMMISSION					NT	OMB APPROVAL			
Check th	UNITED	SIAILS		shington,			NGE	COMMISSIO	N OMB Number:	3235-0287	
if no long subject to Section 1 Form 4 o Form 5 obligation may cont See Instru 1(b).	6. Filed pur inue.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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								Expires: January 31 2005 Estimated average burden hours per response 0.5	
(Print or Type I	Responses)										
SCHMITT DAVID L Sy			2. Issuer Name and Ticker or Trading Symbol CASELLA WASTE SYSTEMS INC [CWST]					 5. Relationship of Reporting Person(s) to Issuer C (Check all applicable) 			
(M			(Month/	3. Date of Earliest Transaction (Month/Day/Year) 06/11/2009				Director 10% Owner X Officer (give title Other (specify below) General Counsel & VP			
				Amendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
RUTLAND	, VT 05701							Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securi	ties Ac	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect			
Reminder: Ren	ort on a separate line	e for each cla	ass of sec					r indirectly			

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sec (In
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(1)</u>	06/11/2009		А	14,295 (2)		(2)	(3)	Class A Common Stock	14,295	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SCHMITT DAVID L C/O CASELLA WASTE SYSTEMS, INC. 25 GREENS HILL LANE RUTLAND, VT 05701			General Counsel & VP				
Signatures							

Signatures

/s/David L. 07/06/2009 Schmitt

**Signature of Reporting Person Date

- **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 the award of Restricted Stock Units ("RSUs") under the Casella Waste Systems, Inc. ("Casella") 2006 Stock Incentive Plan. (1)Each RSU represents a contingent right to receive one share of Casella's Class A Common Stock.

RSUs reported on this Form 4 shall vest in three equal annual installments beginning on the first anniversary of the Grant Date. The grant to the Reporting Person reported on this Form 4 also includes RSUs that vest upon achievement by Casella of specified performance

- (2) measures. These RSUs will be reported upon vesting pursuant to Section 16(a) of the Securities Exchange Act of 1934 and applicable regulations thereunder.
- (3) Upon vesting, the Reporting Person is entitled to receive one share of Casella's Class A Common Stock per vested Restricted Stock Unit.

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.