WASTE MANAGEMENT INC
Form 3
April 04, 2006

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â Harris Jeff M

(Last) (First) (Middle)

1001 FANNIN,Â SUITE 4000

(Street)

HOUSTON,Â TXÂ 77002

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
03/31/2006

3. Issuer Name **and** Ticker or Trading Symbol
WASTE MANAGEMENT INC [WMI]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Senior Vice President

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock (1)	8,587.1877	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		(I) (Instr. 5)	
Stock Option (Right to Buy) (2)	02/28/2001	02/28/2010	Common Stock	5,000	$ 14.8125	D	Â
Stock Option (Right to Buy) (2)	03/01/2002	03/01/2011	Common Stock	30,000	$ 24.01	D	Â
Stock Option (right to buy) (3)	03/07/2003	03/07/2012	Common Stock	20,000	$ 27.88	D	Â
Stock Option (right to buy) (3)	03/06/2004	03/06/2013	Common Stock	22,000	$ 19.61	D	Â
Stock Option (right to buy) (3)	03/04/2005	03/04/2014	Common Stock	16,000	$ 29.24	D	Â
Stock Option (right to buy) (4)	08/05/2000	08/05/2009	Common Stock	4,000	$ 21.5	D	Â
Stock Option (right to buy) (4)	11/03/2000	11/03/2009	Common Stock	11,000	$ 17.875	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Harris Jeff M 1001 FANNIN SUITE 4000 HOUSTON,Â TXÂ 77002	Â	Â	Â Senior Vice President	Â

Signatures

Linda J. Smith, attorney-in-fact	04/04/2006
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Includes 700 shares of restricted stock granted March 4, 2004, pursuant to the Waste Management, Inc. 2000 Stock Incentive Plan. Also includes 2,190 restricted stock units granted January 27, 2005 and 2,920 restricted stock units granted January 27, 2006, pursuant to the Waste Management, Inc. 2004 Stock Incentive Plan. The awards vest in 25% annual increments commencing on the first anniversay of the date of grant.

(2) Stock option granted pursuant to Waste Management, Inc. 1993 Stock Incentive Plan. Stock option vests in 25% annual increments, commencing on the first anniversary of the date of grant.

(3) Stock option granted pursuant to Waste Management, Inc. 2000 Stock Incentive Plan. The stock option originally vested in 25% annual increments commencing on the first anniversary of the date of grant. The Compensastion Committee of the Board of Directors accelerated the vesting of the Company's outstanding options effective December 28, 2005.

(4) Stock option granted pursuant to Waste Management, Inc. 1993 Stock Incentive Plan. Stock option vests in 20% annual increments, commencing on the first anniversary date 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.

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