

**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): December 2, 2022 (December 1, 2022)**

**COMMUNITY HEALTH SYSTEMS, INC.**  
(Exact name of registrant as specified in its charter)

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

**001-15925**  
(Commission  
File Number)

**13-3893191**  
(IRS Employer  
Identification No.)

**4000 Meridian Boulevard  
Franklin, Tennessee 37067**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (615) 465-7000**

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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class            | Trading<br>Symbol(s) | Name of each exchange<br>on which registered |
|--------------------------------|----------------------|--|
| Common Stock, \$0.01 par value | CYH                  | New York Stock Exchange                      |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On December 1, 2022, Wayne T. Smith, Executive Chairman of the Board of Directors of Community Health Systems, Inc. (the “Company”) informed the Company that he will retire as Executive Chairman, an officer of the Company, on January 1, 2023. Mr. Smith will continue to serve as the non-executive Chairman of the Board of Directors following his retirement as Executive Chairman. A copy of the press release making this announcement is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference into this Item 5.02.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

The following items are included as Exhibits to this Form 8-K and incorporated herein by reference:

| <u>Exhibit No.</u> | <u>Description</u>   |
|--------------------|--|
| 99.1               | <a href="#">Community Health Systems, Inc. press release dated December 2, 2022.</a> |
| 104                | Cover Page Interactive Data File (embedded within the Inline XBRL document)          |

**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.

Date: December 2, 2022

COMMUNITY HEALTH SYSTEMS, INC.  
(Registrant)

By: /s/ Tim L. Hingtgen  
Tim L. Hingtgen  
Chief Executive Officer and Director  
(principal executive officer)



**COMMUNITY HEALTH SYSTEMS, INC. ANNOUNCES WAYNE T. SMITH  
TO RETIRE AS EXECUTIVE CHAIRMAN OF THE BOARD OF DIRECTORS**

*Smith will continue to serve as non-executive Chairman of the Board*

**FRANKLIN, Tenn.** (December 2, 2022) – Community Health Systems, Inc. (NYSE:CYH) announced today that Wayne T. Smith will retire from his role as Executive Chairman of the Board of Directors, effective January 1, 2023. Smith will continue to serve as the non-executive Chairman of the Board. This transition is the culmination of a leadership succession plan that began in January 2021 when Smith stepped down from his position as Chief Executive Officer and Tim L. Hingtgen was appointed Chief Executive Officer of the Company.

Over a tenure of nearly 26 years, Smith led Community Health Systems through its evolution from a small, rural hospital operator to become a leading provider of healthcare services in 47 distinct markets with more than 80 acute-care hospitals and 1,000 outpatient sites of care across 16 states. Smith joined Community Health Systems as President in 1997, became Chief Executive Officer three months later, and he was appointed Chairman of the Board of Directors in 2001.

“The Community Health Systems Board of Directors and our executive management team join me in expressing our heartfelt gratitude to Wayne Smith for his extraordinary leadership over more than a quarter of a century,” said Tim L. Hingtgen, Chief Executive Officer of Community Health Systems, Inc. “Wayne Smith is a titan of the healthcare industry - a bold, entrepreneurial and visionary leader who has left an indelible mark on our organization and who has always used his position and influence to advocate for healthcare providers and the patients we serve. We are fortunate that the Company will continue to benefit from Wayne’s expertise and guidance as the Chairman of our Board.”

**About Wayne T. Smith**

Wayne T. Smith joined Community Health Systems in January 1997 as President, a position he held until January 2014. In April 1997 he was named Chief Executive Officer and became a member of the Board of Directors. In 2001, Smith was elected Chairman of the Board. In January 2021, Smith stepped down as Chief Executive Officer and became Executive Chairman.

Prior to joining Community Health Systems, Smith was President and Chief Operating Officer of Humana Inc., where he served in various management positions during the 23 years he was with that company and as a director from 1993 to 1996.

Smith is also the former President Pro Tempore and a current Trustee of the Board of Auburn University. He previously served on the Board of Directors of several public companies, including, most recently, Praxair, Inc.

Smith is one of the most tenured executives in the healthcare industry. He is past-Chairman of the Board of the Federation of American Hospitals. He is also past-Chairman and a former board member of both the Nashville Area Chamber of Commerce and the Nashville Health Care Council. He has also served on a number of not-for-profit community boards.

Smith was named one of the 100 Most Influential People in Healthcare by *Modern Healthcare* for 18 years. *Institutional Investor* magazine named Smith a Top Chief Executive Officer for the healthcare facilities sector several times, and Smith has also been honored on several occasions as one of the top chief executive officers in the institutional provider segment of the healthcare sector.

-MORE-

December 2, 2022

Smith holds Bachelor of Science and Master of Science degrees from Auburn University and a Master of Science degree in healthcare administration from Trinity University. Smith also studied at the King's Fund College of Hospital Management in London, England, and spent four years as a captain in the U.S. Army Medical Services Corp.

**About Community Health Systems, Inc.**

Community Health Systems, Inc. is one of the nation's largest healthcare companies. The Company's affiliates are leading providers of healthcare services, developing and operating healthcare delivery systems in 47 distinct markets across 16 states. The Company's subsidiaries own or lease 81 affiliated hospitals with approximately 13,000 beds and operate more than 1,000 sites of care, including physician practices, urgent care centers, freestanding emergency departments, occupational medicine clinics, imaging centers, cancer centers and ambulatory surgery centers. Shares in Community Health Systems, Inc. are traded on the New York Stock Exchange under the symbol "CYH." The Company's headquarters are located in Franklin, Tennessee, a suburb south of Nashville. More information about the Company can be found on its website at [www.chs.net](http://www.chs.net).

**Forward-Looking Statements**

This press release may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, Section 21E of the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995 that involve risk and uncertainties. Actual future events or results may differ materially from these statements. Readers are referred to the documents filed by Community Health Systems, Inc. with the Securities and Exchange Commission, including the Company's annual report on Form 10-K, current reports on Form 8-K and quarterly reports on Form 10-Q. These filings identify important risk factors and other uncertainties that could cause actual results to differ from those contained in the forward-looking statements. The Company undertakes no obligation to revise or update any forward-looking statements, or to make any other forward-looking statements, whether as a result of new information, future events or otherwise.

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**Investor Contacts:**

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President and Chief Financial Officer  
or  
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Vice President, Investor Relations

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