



SPECIAL BOARD OF TRUSTEES MEETING
Tuesday, February 10, 2026 at 4 P.M. | Conference Room A | Lower Level

MEMBERS PRESENT: Jenifer Shassetz, Kevin Kessner, Rob Johnson, Ron Mischke, Richard Garber, Tobie Alsup, Anthony Spiegelberg

MEMBERS ABSENT:

OTHERS PRESENT: Mike McCafferty, CEO, Cody Sinclair, CDO, Joe Wright, COO, Brendon Kerns, legal counsel, and Weston Pope with The Sheridan Press

CALL MEETING TO ORDER

Jen Shassetz, Chairman called the meeting to order at 3:59 p.m.

PUBLIC COMMENTS, INTRODUCTIONS

None.

APPROVAL OF THE SPECIAL BOARD MEETING AGENDA (Action)

Mike McCafferty, CEO requests that the agenda be amended. Under Administration, there will be no action taken on the Resolution on contractual relationship today. The resolution was provided for board review only. Ron Mischke motioned to approve the amended agenda. Richard Garber seconded the motion. Motion carries.

ADMINISTRATION

Affiliation and Services Agreement - Mike McCafferty states that we have been in discussion regarding an affiliation for a while now. In October and November, 2025 he provided information relative to a terms sheet outlining high level elements of a relationship and structure with Billings Clinic. This was presented in public meetings to the County Commissioners and shared with the public in community forums. Today, Mike has provided the board with a Services Agreement for review and discussion. There is a redline version showing what has changed to this document, offering clarification on the time line associated with what we are doing. This board will continue to be the CMS designated governing body until transferred to Sheridan Health. Mike requests that the board review and provide him with any feedback and questions.

Mike also provided information to the board on hospital governance and the CMS designated governing body's responsibilities to insure they are doing the right things for the organization to meet our mission. Mike reviewed the 7 categories for the governing body responsibilities as outlined by CMS. This governing body is responsible for the management, operations and quality of the organization. Mike reviewed the potential future structure of the organization. Through the structure presented, we will retain a county memorial hospital status and local control. There will be lease agreements to review and be agreed upon in the future. Mike reminded the board that this is not an acquisition or a merger, but an affiliation. The operation and governance of the organization will remain local. Mike answered questions relevant to the vacancy of the CEO. Mike will remain an employee of SMH, until such time as he retires. When that happens, steps will be taken to fill the position, with the new CEO being approved by the governing body, and employed by Billings Clinic. The new CEO would be responsible for the management of SMH, working in tandem with the Sheridan Health governing body. Sheridan Health would be CMS accredited.

ADJOURNMENT

With no further matters to come before the board, Anthony Spiegelberg motioned to adjourn at 4:22 p.m. with no action taken. Tobie Alsup seconded the motion. Motion carries.

Patty Forister, Recorder

Ron Mischke, Secretary