

exexchange news

We determine the Push-out Score™

7a.2018

Red cards for CEOs with bad behavior

(exchange) -- July 2, 2018 -- Public pressure on CEOs who reportedly show bad behavior has risen sharply. CEOs who behave inappropriately, therefore, are finding it harder than ever to stay.

In the period from January to June 2018, around 10 percent of the announced CEO changes at the 1,000 largest publicly traded companies in the U.S. were related to conduct issues, according to research provider exexchange (see Exhibit).

The following CEO departures in the Russell 1000 Index since the beginning of this year involved alleged or actual misconduct:

- Brian Krzanich, CEO of Intel Corp.
- Steve Wynn, CEO of Wynn Resorts Ltd.
- Laurent Potdevin, CEO of Lululemon Athletica Inc.
- Steve Smith, CEO of Equinix Inc.

Furthermore, the following CEO departures in the first six months of 2018 also came after alleged or actual bad behavior:

- Ron Black, CEO of Rambus Inc.
- Jonathan Bush, CEO of Athenahealth Inc.
- Martin Sorrell, CEO of WPP Plc.
- Louis Hernandez, CEO of Avid Technology Inc.

Focus on corporate governance

The manner in which the departures took place, however, is very different.

The fact that companies deal in various ways with their fallen CEOs may be related to the specific characteristics of their alleged misconduct. However, it may also highlight differences in corporate governance and raise questions about the independence of the board.

After allegedly or actually violating codes of conduct, CEOs were terminated or resigned "voluntarily." In some cases, they left with a golden parachute, in others not.

In a spectacular case, the board "reluctantly announced" that it had "accepted" the resignation of the CEO, chairman and main shareholder.

On the other hand, boards often take advantage of the opportunity to take the incident as a cautionary tale.

"It's not surprising that boards are holding CEOs more strictly accountable for personal misconduct," says Brian Tayan, a corporate governance researcher at the Stanford Graduate School of Business and co-author of the paper "Scoundrels in the C-Suite: How Should the Board Respond When a CEO's Bad Behavior Makes the News?" (<https://ssrn.com/abstract=2777692>).

Tayan added: "The public, including shareholders, are highly critical of CEOs who act immorally or unethically, particularly when they earn large financial awards along the way. Boards clearly have one ear tuned in to public sentiment, and we are seeing them hold management teams to higher levels of accountability."

Intel: "Consensual relationship with an Intel employee"

When Intel CEO Brian Krzanich resigned, the board clearly distanced itself from the disgraced leader.

Intel said on June 21, 2018, that the company "was recently informed that Mr. Krzanich had a past consensual relationship with an Intel employee" and that an "ongoing investigation by internal and external counsel has confirmed a violation of Intel's non-fraternization policy, which applies to all managers."

Intel made an example of Krzanich, stating: "Given the expectation that all employees will respect Intel's values and adhere to the company's code of conduct, the board has accepted Mr. Krzanich's resignation."

Wynn: "Beloved leader"

The case of Steve Wynn's departure from Wynn Resorts was completely different.

The departure of the 76-year-old Steve Wynn came after *The Wall Street Journal* reported that several women said the billionaire assaulted or harassed them. When asked about the allegations, Steve Wynn had told the newspaper: "The idea that I ever assaulted any woman is preposterous." Nevertheless, he resigned as CEO and chairman on February 6, 2018.

In its announcement on February 6, the board of Wynn Resorts made no effort to distance itself from the publicly disgraced chief executive, on the contrary: The board defiantly declared that it "reluctantly announced" that it had "accepted" Steve Wynn's resignation as CEO and chairman. At the time of the announcement, Steve Wynn controlled roughly a fifth of the company's shares.

In the February 6 announcement, Boone Wayson, the non-executive chairman of Wynn Resorts, said that it was "with a collective heavy heart" that the board accepted the resignation of "our founder, CEO and friend" and praised him as a "philanthropist" and "beloved leader." The company also insisted that Wynn Resorts remained "as committed as ever to upholding the highest standards and being an inclusive and supportive employer." The casino operator expressly pointed out that "more than 40 percent of all Wynn Las Vegas management are women." It is unclear whether this made things better or worse.

In the February 6 announcement, Steve Wynn clearly took on the role of the victim; perhaps he could not recognize his own mistakes and instead blamed others. He said that he found himself "the focus of an avalanche of negative publicity," and that as he has "reflected upon the environment this has created -- one in which a rush to judgment takes precedence over everything else, including the facts," he has "reached the conclusion" that he "cannot continue to be effective" in his current roles.

On February 16, Wynn Resorts said that Steve Wynn was not entitled to any severance payment or other compensation.

In March 2018, Steve Wynn sold the remainder of his stake in the company he founded in 2002.

Lululemon: "The right tone in our organization"

In the case of Lululemon CEO Laurent Potdevin, the company clearly distanced itself from the CEO, although the alleged misconduct of Potdevin remains obscure.

Lululemon said on February 5, 2018, that Potdevin had left his post three days earlier, bluntly stating: "Lululemon expects all employees to exemplify the highest levels of integrity and respect for one another, and Mr. Potdevin fell short of these standards of conduct."

Glenn Murphy, executive chairman, also used the case to make an example of Potdevin. In the announcement from February 5, he said: "Culture is at the core of Lululemon, and it is the responsibility of leaders to set the right tone in our organization. Protecting the organization's culture is one of the board's most important duties." Murphy further said that the board's move was "a difficult and considered decision."

On February 5, Lululemon also said that the CEO will receive payments totaling \$5 million as part of a separation agreement.

Potdevin himself did not comment on his departure in the announcement.

Equinix: "Poor judgment with respect to an employee matter"

Equinix CEO Steve Smith had also refrained from commenting on his sudden resignation in the January 25, 2018, announcement, and in his case it also remains unclear exactly what Smith did to prompt his departure.

Equinix said that Smith "has made the difficult decision" to resign as CEO, and from the Equinix board of directors, "after exercising poor judgment with respect to an employee matter."

Executive chairman Peter Van Camp said that the board "gave this matter the deepest consideration" and that the board, "in the best interests of the company, has accepted his resignation."

Rambus: "Conduct fell short of the company's standards"

Rambus CEO Ron Black did not resign voluntarily. On June 28, 2018, the board terminated Black as CEO, effective immediately, stating: "The termination follows an incident unrelated to the company's financial and business performance in which the board determined Dr. Black's conduct fell short of the company's standards."

Personal words for Black from a board member or a member of the management team were not contained in the statement, and in the announcement from Rambus, Black did not get a chance to speak.

Athenahealth: "The things that are in the way"

On June 6, 2018, Athenahealth CEO Jonathan Bush stepped down after a series of allegations about misconduct involving women, and there was obviously more than one reason for his exit.

While a reason for Bush's sudden departure from the CEO post was not explicitly given in the announcement, Athenahealth said that its board has initiated a process to explore "strategic alternatives" and would consider a sale or merger.

Athenahealth is under pressure from an activist investor. In May, Elliott Management Corp. proposed buying Athenahealth for \$160 a share and said that the company had been mismanaged.

Bush cryptically said in the announcement that "it's easy for me to see that the very things that made me useful to the company and cause in these past twenty-one years, are now exactly the things that are in the way."

Athenahealth said in a regulatory filing: "A separation agreement with Mr. Bush will be disclosed once finalized."

WPP: "The allegation did not involve amounts that are material"

The case of WPP CEO Martin Sorrell is strange. On April 14, 2018, WPP announced that "Sir Martin Sorrell has stepped down as chief executive officer of WPP with immediate effect."

Martin Sorrell said: "I believe it is in the best interests of the business if I step down now."

WPP said: "The previously announced investigation into an allegation of misconduct against Sir Martin has concluded. The allegation did not involve amounts that are material."

Sorrell quit WPP less than two weeks after the leak of a probe being conducted by WPP into allegations of personal misconduct and misuse of company assets, and just days before the board was set to publish the findings.

WPP further said in the announcement from April 14: "In accordance with his at-will employment agreement, Sir Martin will be treated as having retired on leaving WPP."

In June 2018, the *Financial Times* reported that it has spoken to more than 25 individuals who have worked closely with the former WPP boss. The *Financial Times* wrote: "What has emerged is a picture of routine verbal abuse of underlings and a blending of Sir Martin's corporate and private life that jarred with some colleagues -- particularly over his company expenditure, some of which was also extended to his wife, Lady Cristiana Sorrell."

Avid: "Violations of company policies related to workplace conduct"

Avid CEO Louis Hernandez was also terminated. On February 26, 2018, Avid said: "The company's board of directors has terminated the employment of Louis Hernandez, Jr., former chief executive officer, effective immediately, due to violations of company policies related to workplace conduct."

Avid further stated: "With the assistance of independent external legal counsel, a special committee comprising independent members of the board of directors conducted a thorough investigation into allegations of improper non-financially related workplace conduct by Mr. Hernandez. After reviewing the findings of the special committee's investigation, the board of directors unanimously concluded that the findings warranted immediate termination of Mr. Hernandez's employment."

In the announcement from Avid, Louis Hernandez did not get a chance to speak.

Risk of holding a protective hand over C-suite executives

"The sudden rise in CEO departures in connection with alleged or actual misdeeds is unlikely to mean that the behavior of top managers has suddenly deteriorated," says Daniel Schaubert, owner of the research firm *exchange*, which provides data and analysis on executive movements.

"It is more likely that top managers were able to stay in office with similar behavior in earlier times, when public pressure was not yet so high and when boards could take the risk of holding a protective hand over C-suite executives," Schaubert added.

In the past, if top managers with behavioral problems had to be removed from office, they were rarely publicly shown the red card. Many of them probably left "to pursue other opportunities" and to "spend more time with their family," or they may have resigned "for personal reasons."

About exchange

exchange is an independent research provider widely recognized as an important voice on executive changes. *exchange* determines the Push-out Score and was featured by *The Wall Street Journal*, *Harvard Business Review* and *Stanford University*. For more information, visit exchange.com.

Exhibit

CEO departures in the Russell 1000 Index (July 2017 to June 2018)				
Announced	Company	Name	Push-out Score *	Official reason given (source: news release or regulatory filing)
25-Jun-18	Hain Celestial Group Inc.	Irwin Simon	6	"now is the right time"
21-Jun-18	Intel Corp.	Brian Krzanich	10	"relationship with an Intel employee"
11-Jun-18	Adient Plc	Bruce McDonald	10	"now is the right time for a new leader with a fresh perspective"
8-Jun-18	Verizon Communications Inc.	Lowell McAdam	4	"the time for a change in leadership is now"
7-Jun-18	BorgWarner Inc.	James Verrier	5	"the right time to step down"
6-Jun-18	Athenahealth Inc.	Jonathan Bush	10	-
29-May-18	Brown-Forman Corp.	Paul Varga	3	"now is the right time"
29-May-18	Affiliated Managers Group Inc.	Sean Healey	-	health
18-May-18	Campbell Soup Co.	Denise Morrison	10	"accelerate our growth strategy, improve our execution and deliver shareholder value"
11-May-18	GameStop Corp.	Mike Mauler	9	"for personal reasons"
10-May-18	Tyler Technologies Inc.	John Marr	2	"continuation of the transition for Tyler's leadership team"
7-May-18	Monsanto Co.	Hugh Grant	-	merger
2-May-18	Sprint Corp.	Marcelo Claure	0	merger
1-May-18	Xerox Corp.	Jeff Jacobson	10	"agreement with Carl Icahn and Darwin Deason that will resolve the pending proxy contest"
30-Apr-18	TransDigm Group Inc.	Nick Howley	1	"orderly transition"
25-Apr-18	Regions Financial Corp.	Grayson Hall	0	"continuation of its succession planning"
19-Apr-18	Macerich Co.	Art Coppola	6	-
19-Apr-18	Mattel Inc.	Margo Georgiadis	9	"to pursue a new opportunity in the technology sector"
12-Apr-18	Lennar Corp.	Stuart Miller	5	-
2-Apr-18	Commerce Bancshares Inc.	David Kemper	0	"culmination of a thoughtful and deliberate multi-year succession plan"
26-Mar-18	Lowe's Cos.	Robert Niblock	7	"the right time to transition the company to its next generation of leadership"
22-Mar-18	NCR Corp.	Bill Nuti	-	health

CEO departures in the Russell 1000 Index (July 2017 to June 2018)				
Announced	Company	Name	Push-out Score *	Official reason given (source: news release or regulatory filing)
22-Mar-18	Alexandria Real Estate Equities Inc.	Joel Marcus	3	-
20-Mar-18	Dover Corp.	Bob Livingston	5	"this is the appropriate time for a transition given the anticipated early May completion of the Apergy spin"
15-Mar-18	EQT Corp.	Steve Schlotterbeck	9	"personal reasons"
12-Mar-18	Sempra Energy	Debbie Reed	3	"robust leadership succession planning"
8-Mar-18	Cooper Companies Inc.	Bob Weiss	2	"This is the perfect time"
5-Mar-18	3M Co.	Inge Thulin	0	"thorough and thoughtful succession planning process"
21-Feb-18	Tupperware Brands Corp.	Rick Goings	4	"planned succession process"
12-Feb-18	Dun & Bradstreet Corp.	Bob Carrigan	10	"the Board believes now is the right time to transition the Company's leadership"
7-Feb-18	O'Reilly Automotive Inc.	Greg Henslee	3	"his desire to transition into a new role"
6-Feb-18	Wynn Resorts, Ltd.	Steve Wynn	10	"avalanche of negative publicity"
5-Feb-18	Lululemon Athletica Inc.	Laurent Potdevin	10	"Mr. Potdevin fell short of these standards of conduct"
1-Feb-18	Altria Group Inc.	Marty Barrington	4	"the result of our long-term succession planning process"
1-Feb-18	Univar Inc.	Steve Newlin	0	"this is the right time"
26-Jan-18	Hill-Rom Holdings Inc.	John Greisch	4	"This is the right time for me personally, and for the company"
25-Jan-18	Equinix Inc.	Steve Smith	10	"poor judgment with respect to an employee matter"
18-Jan-18	Texas Instruments Inc.	Rich Templeton	0	"a well-planned succession"
9-Jan-18	Domino's Pizza Inc.	Patrick Doyle	2	-
9-Jan-18	Parsley Energy Inc.	Bryan Sheffield	4	"culmination of a thoughtful and thorough succession planning process"
5-Jan-18	Gentex Corp.	Fred Bauer	5	-

CEO departures in the Russell 1000 Index (July 2017 to June 2018)				
Announced	Company	Name	Push-out Score *	Official reason given (source: news release or regulatory filing)
4-Jan-18	Xilinx Inc.	Moshe Gavrielov	4	"bring to a close a remarkable career"
16-Dec-17	CSX Corp.	Hunter Harrison	-	death
17-Dec-17	M&T Bank Corp.	Bob Wilmers	-	death
18-Dec-17	Extended Stay America Inc.	Gerry Lopez	8	-
13-Dec-17	Spirit Airlines Inc.	Bob Fornaro	2	-
5-Dec-17	Dish Network Corp.	Charlie Ergen	5	"to devote more attention to the company's emerging wireless business"
29-Nov-17	Chipotle Mexican Grill Inc.	Steve Ells	7	"improve execution, build customer trust, and drive sales"
28-Nov-17	Sonoco Products Co.	Jack Sanders	1	-
21-Nov-17	Hewlett Packard Enterprise Co.	Meg Whitman	5	"Now is the right time"
16-Nov-17	Lear Corp.	Matt Simoncini	1	"now is the perfect time to implement our succession plan"
14-Nov-17	GameStop Corp.	Paul Raines	-	health
13-Nov-17	Madison Square Garden Co.	Doc O'Connor	7	-
7-Nov-17	State Street Corp.	Jay Hooley	3	-
6-Nov-17	Cardinal Health Inc.	George Barrett	6	-
6-Nov-17	Anthem Inc.	Joe Swedish	6	"[Gail Boudreaux, his successor,] brings the right skills for the times"
3-Nov-17	W.P. Carey Inc.	Mark DeCesaris	3	"This transition comes at a time of strength for W. P. Carey"
3-Nov-17	W.R. Grace & Co.	Fred Festa	4	-
31-Oct-17	Scana Corp.	Kevin Marsh	10	"some difficult issues to address"
23-Oct-17	Realogy Holdings Corp.	Richard Smith	5	"the right time to accelerate my retirement"
18-Oct-17	American Express Co.	Ken Chenault	0	"this is the right time to make the leadership transition"
17-Oct-17	Northern Trust Corp.	Rick Waddell	0	"the result of a robust and deliberate succession planning process"
12-Oct-17	WEC Energy Group	Allen Leverett	-	health
10-Oct-17	Hanover Insurance Group Inc.	Joe Zubretsky	3	"has accepted a career opportunity outside of the property and casualty industry"
5-Oct-17	Yum China Holdings Inc.	Micky Pant	3	-

CEO departures in the Russell 1000 Index (July 2017 to June 2018)

Announced	Company	Name	Push-out Score *	Official reason given (source: news release or regulatory filing)
2-Oct-17	Dentsply Sirona Inc.	Jeff Slovin	10	"to position the Company to achieve its potential"
28-Sep-17	Chevron Corp.	John Watson	3	-
28-Sep-17	Kellogg Co.	John Bryant	8	"the time is right"
26-Sep-17	Equifax Inc.	Rick Smith	8	"critical juncture"
26-Sep-17	Kohl's Corp.	Kevin Mansell	1	-
19-Sep-17	Webster Financial Corp.	Jim Smith	0	"culmination of a multi-year leadership succession planning process"
18-Sep-17	Ingredion Inc.	Ilene Gordon	0	"the board and I are confident that [Jim Zallie] is absolutely the right choice to lead the company going forward"
18-Sep-17	Dollar Tree Inc.	Bob Sasser	1	"planned leadership succession"
11-Sep-17	Macquarie Infrastructure Corp.	James Hooke	0	"desire to move back to Australia with his young family"
7-Sep-17	Sealed Air Corp.	Jerome Peribere	4	-
30-Aug-17	Expedia Inc.	Dara Khosrowshahi	0	career change
28-Aug-17	Santander Consumer USA Holdings Inc.	Jason Kulas	8	"to pursue other opportunities"
22-Aug-17	GoDaddy Inc.	Blake Irving	3	"it's time to retire and begin the next phase of my life"
16-Aug-17	UnitedHealth Group Inc.	Steve Hemsley	0	"to ensure continuity"
2-Aug-17	Mondelez International Inc.	Irene Rosenfeld	2	"thorough, multi-year succession process"
1-Aug-17	Match Group Inc.	Greg Blatt	4	"other areas for his future that interested him"
17-Jul-17	Signet Jewelers Limited	Mark Light	9	"Given the Company's positive direction and my need to address some health issues"
19-Jul-17	L3 Technologies Inc.	Mike Strianese	0	"now is the right time"
18-Jul-17	Six Flags Entertainment Corp.	John Duffey	7	-
17-Jul-17	Sysco Corp.	Bill DeLaney	0	"successful culmination of the board's long-range leadership succession planning process"

CEO departures in the Russell 1000 Index (July 2017 to June 2018)

Announced	Company	Name	Push-out Score *	Official reason given (source: news release or regulatory filing)
17-Jul-17	Bank of New York Mellon Corp.	Gerald Hassell	2	"culmination of the Board of Directors' robust and long-term succession planning process"
13-Jul-17	Choice Hotels International Inc.	Steve Joyce	1	"culmination of a thoughtful, deliberate, long-term succession planning process"
11-Jul-17	Zimmer Biomet Holdings Inc.	David Dvorak	6	-
10-Jul-17	Citrix Systems Inc.	Kirill Tatarinov	9	"to drive the company's long-term strategy and growth"

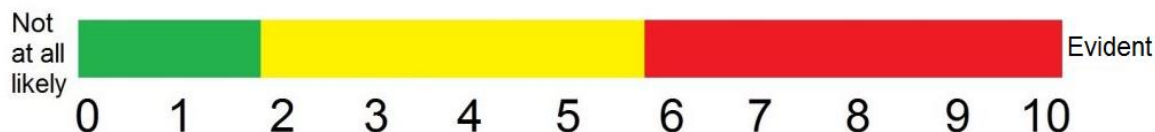
* The Push-out Score on a scale of 0 to 10 is a measure of the pressure on the departing CEO. Push-out Scores above 5 suggest strong pressure. Source: exexchange

Push-out Score™: The number you need to know

Forced or voluntary departure? The Push-out Score is the number you need to know.

Push-out Score™

How likely is it the manager was pushed out or felt pressure to leave the post?



© exexchange

How the scoring works

The Push-out Score is a measure of the pressure on the departing executive.

exexchange's Push-out Scoring System™ is based on the assumption that management changes are triggered by pull-out forces and push-out forces.

The higher the score, the more likely the manager was pushed out or felt pressure to leave the position.

When the manager is openly pushed out (e.g., "terminated for cause") or when there is absolutely no doubt that the manager left the position due to pressure, then 10 points are given.

If the manager was not openly pushed out and the reason for the departure is not health-related, one point is given for each of the following parameters (proxy variables) when certain criteria are fulfilled.

1. Form of the announcement
2. Language in the announcement
3. Age
4. Notice period
5. Tenure
6. Share price development
7. Official reason given
8. Circumstances of the management change
9. Succession

A Push-out Score of **0 to 1** suggests no significant signs for push-out forces.

A Push-out Score of **2 to 5** suggests significant signs for push-out forces.

A Push-out Score of **6 to 9** suggests strong signs for push-out forces.

Who comes. Who leaves.
Who wants to go. Who has to go.
Who is praised. Who is blamed.
Who wins. Who loses.
Who's in. Who's out.
Who is good. Who is well.
Who recovers. Who is bad.
Who advises. Who is well advised.
Who steps back. Who kicks back.
Who is appointed. Who is disappointed.
Who signs. Who resigns.
Who separates amicably. Who separates mutually.
Who escapes. Who is a scapegoat.
Who fits. Who quits.
Who's old. Who's obsolete.
Who's number 1. Who's number 2.
Who goes ahead. Who goes behind.
Who is there. Who is gone.
Who is right. Who is left.
Who fights for honor. Who fights for money.
Who is selected. Who is sorted out.
Who is honored. Who is humbled.
Who benefits. Who suffers.
Who goes through hell. Who keeps going.
Who gets a golden hello. Who gets a golden handshake.
Who bows. Who bows out.
Who is host. Who is hostile.
Who is goodman. Who is badman.
Who is a friend. Who is an enemy.
Who is hired. Who is fired.
Who steps up. Who steps down.
Who chairs. Who presides.
Who is over. Who is under.
Who gives in. Who gives up.
Who says thanks. Who says No thanks.
Who wishes all the best. Who wishes the best of luck.
Who prompts. Who repeats.
Who leaves early. Who leaves late.
Who designs. Who resigns.
Who excites. Who exits.
Who is first. Who is last.
Who throws his hat. Who throws in the towel.
Who ranks first. Who is the first available.
Who is successful. Who is successor.
Who congratulates. Who wishes luck.
Who packs in. Who packs out.
Who reigns. Who serves.
Who retires from office. Who retires from the world.
Who is in seventh heaven. Who is on cloud nine.

Who speaks. Who is silent.
Who sits. Who lies.
Who heals. Who hurts.
Who sees green. Who sees red.
Who soothes. Who scolds.
Who is sorry. Who is sad.
Who is thrilled. Who mourns.
Who is up. Who is down.
Who helps. Who betrays.
Who is not named. Who is shamed.
Who is missed. Who is dismissed.
Who commands. Who obeys.
Who is a leader. Who is a follower.
Who accepts. Who regrets.
Who is at C-level. Who is at eye level.
Who feels pity. Who feels schadenfreude.
Who shows grace. Who falls from grace.
Who tells the story. Whose fate is unknown.
Who is hero. Who is zero.
Who is welcomed. Who is ousted.
Who is severe. Who gets severance.
Who quits at the right time. Who says the time is right.
Who decides. Who departs.
Who is groomed. Who is doomed.
Who is major. Who is minor.
Who assists. Who stands by.
Who is refunded. Who is replaced.
Who contributes. Who distributes.
Who is family. Who is familiar.
Who is confident. Who is confidant.
Who has tailwind. Who has headwind.
Who makes a big deal. Who makes a big fuss.
Who is in quest. Who is at rest.
Who does well. Who means well.
Who will be back. Who leaves for good.
Who stumbles. Who crumbles.
Who topples. Who tumbles.
Who is victor. Who is victim.
Who pays. Who pays back.
Who earns it. Who deserves it.
Who is vested. Who is invested.
Who gives the last shirt. Who gives the last penny.
Who is personal. Who takes it personally.
Who is a big wheel. Who is a bigwig.
Who is chief. Who is big kahuna.
Who is a personality. Who is a person.
Who is Who. Who says what.
Who has a vote. Who has a say.
Who has the last word. Who can say it?

Copyright © exexchange. All rights reserved.

This report is not a recommendation or solicitation to buy or sell any of the securities referred to in this report. Information herein has been obtained from sources believed to be reliable, but we do not warrant its accuracy, timeliness and completeness. The content is provided on an "as is" basis. exexchange is not responsible for any errors or omissions (negligent or otherwise), regardless of the cause, for the results obtained from the use of the content. Analyses, including the Push-out Score™, and statements in the content are statements of opinion as of the date they are expressed and not statements of fact. exexchange assumes no obligation to update the content following publication in any form or format.

exexchange

We determine the Push-out Score™