Microsoft® Enterprise Agreement
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INTRODUCTION

This guide can help you understand the Microsoft® Enterprise Agreement Volume Licensing program for commercial organizations. It is provided for informational purposes only. Your software use is governed by the terms of your Microsoft licensing agreement.

The Microsoft Licensing Product Use Rights (PUR) document, which is updated regularly, has additional details regarding use rights for specific Microsoft licensed products acquired through Volume Licensing programs. For a copy of the current PUR, please go to http://www.microsoft.com/licensing/about-licensing/product-licensing.aspx.

ENTERPRISE AGREEMENT INTRODUCTION

The Microsoft Enterprise Agreement program offers simplicity in today's complex software environment. Designed for organizations that implement enterprise-wide standards to enhance productivity, the Enterprise Agreement can make software license acquisitions and management easier for enterprise organizations.

If your organization has a minimum of 250 desktop PCs and you want to license 100 percent of your qualified desktop PCs for a three-year period, you can initiate an Enterprise Agreement. The Enterprise Agreement offers the following:

- An affordable volume price based on the number of licenses and the rights to the latest Microsoft Enterprise software products, including Microsoft Office Professional Plus 2010, Windows 7 Enterprise, Microsoft Core Client Access License (CAL) Suite, and Microsoft Enterprise Client Access License (ECAL) Suite.
- Enrollments that support software innovation and a cost-effective way to standardize software purchases.
- Software Assurance; a powerful combination of benefits that include new version rights, the Home Use Program (HUP), and many other advantages, including support, tools, and training.
- Additional products with a broad selection of Microsoft business software products. Examples of products offered as additional products include Microsoft Office Visio® 2010 drawing and diagramming software, Microsoft Project 2010, the Windows Server® operating system, and Microsoft Exchange Server.
- A predictable, annual price per desktop PC for Enterprise products.
- An annual True Up so that organizations can run software on desktop PCs as they are acquired, then pay a predetermined price for the software licenses annually for the remaining term of the enrollment.
- Equal annual payments for a three-year enrollment term, with a renewal option of one year or three years.
- Step Ups so that you can migrate your software license, giving you the flexibility to upgrade software as your organization’s needs gradually increase.
ENTERPRISE AGREEMENT BENEFITS

Minimize Cost, Maximize Value
The Enterprise Agreement helps you reduce the cost of IT computing and get the most out of your software expenditure through benefits, including the following:

- The right tools and resources that can help your IT staff and employees be more productive.
- Upgrade rights to the latest technology through Software Assurance.
- The ability to standardize your IT choices across the organization, so you can tap into the latest technology at a substantial savings.
- Spread-out payments during a three-year term help streamline your budgeting process, giving you the flexibility you need to help improve your bottom line. You can also license additional software product as needed at the original order price covered under your agreement terms.
- Software Assurance benefits that offer a broad range of tools and solutions to help you get the most out of your software investment.

More Value by Design
Reduce the time spent managing your software licenses. With the Enterprise Agreement, you can do the following:

- Eliminate the need to count individual licenses; you just count your desktop PCs, making it easier to manage and track licenses.
- Streamline the procurement process; you only need to place one order annually for Enterprise products.
- Make administration and budgeting processes easier by centrally tracking purchases and managing licenses with online management tools.
- Centralize your purchasing so that you can share software products and extended benefits with qualified affiliates.

A Program that Keeps Pace with Your Needs
With the Enterprise Agreement, you can be confident that your IT infrastructure can adapt and grow with your organization’s evolving needs through benefits such as the following:

- The software, tools, and resources you need to build and maintain a responsive and flexible IT infrastructure.
- The opportunity to evaluate any software product for 60 days before you commit.
The ability to license additional software products under the terms of your original agreement to help you respond rapidly to changing business needs while keeping costs predictable.

Software Assurance facilitates simple migration of software products, such as Office Standard 2010 to Office Professional Plus 2010 by providing access to a Step Up License. This lets you upgrade the License & Software Assurance portion to the later edition, eliminating the need to license two separate software editions to benefit from the upgrade edition. For more details about how you can maximize your expenditure with Software Assurance benefits, visit http://www.microsoft.com/licensing/software-assurance/default.aspx.

PROGRAM FEATURES

Enterprise Products

Your organization can standardize on the latest Microsoft technology at a substantial savings with the Professional Desktop Platform and Enterprise Desktop Platform. These Platforms also include the Microsoft Desktop Optimization Pack (MDOP) as an available option.

The Enterprise Agreement offers organizations access to the most recent releases of the Professional Desktop Platform and Enterprise Desktop Platform products. The Enterprise Agreement Platform products are as follows:

- Windows 7 Enterprise upgrade
- Microsoft Office Professional Plus 2010
- Microsoft Core CAL Suite or ECAL Suite

Organizations can acquire the Microsoft Desktop Optimization Pack (MDOP) for Software Assurance as part of their Professional Desktop Platform or Enterprise Desktop Platform, making it easier for you to license MDOP that is consistent with the acquisition of the rest of your platform selection.

With the Professional Desktop and Enterprise Desktop Platform options, organizations can standardize on the latest Microsoft technology across their organization at substantial savings. Customers can choose from four desktop platforms:

- Professional Desktop Platform
- Professional Desktop Platform with MDOP
- Enterprise Desktop Platform
- Enterprise Desktop Platform with MDOP

Please note: The MDOP component is not eligible for the platform price savings.
The Value of the Full Desktop PC Platforms

Organizations benefit from building both simplicity and flexibility into their IT infrastructure. For many organizations, the first step toward achieving this is to adopt the Microsoft platform as the core of its software infrastructure.

The Professional and Enterprise Platforms offer products that are integrated and optimized to work seamlessly together. For example, a common programming model is used to improve information-sharing between applications.

The full platform takes advantage of a consistent interface for users, developers, and administrators that can help improve productivity and reduce costs. Common commands, menus, windows, and interchangeable models can help improve training and development. In addition, strong vendor and developer support offered by both Microsoft and our partners for software applications can help increase flexibility.

New customers who enroll in the Professional Desktop, Professional Desktop with MDOP, Enterprise Desktop, or Enterprise Desktop with MDOP Platforms (Windows 7 Enterprise operating system upgrade, Office Professional Plus 2010, Core CAL Suite or ECAL Suite, and MDOP if applicable) receive a platform savings on top of their already discounted enterprise software product for eligible organizations. Note: Although the Platform options with MDOP are included, the MDOP component is not eligible.

Additional Products

A broad selection of software titles is available as additional products. They provide the same License & Software Assurance coverage as enterprise products, but do not require an enterprise-wide commitment. For products licensed at signing, payments can be spread throughout three years in the same way that enterprise product payments are annualized. Spreading the cost of software licenses throughout three years can help organizations to refocus their critical IT budget and provide a predictable framework for budgeting. Also, additional products at signing have corresponding pricing for the use of the True Up ordering process, consolidating ordering annually.


Enrollments

Microsoft has extended the value of the Enterprise Agreement by creating enrollments that support software innovation and reflect customer purchasing preferences. The Enrollment for Application Platform (EAP) and Enrollment for Core Infrastructure (ECI) provide a convenient way to manage your server investments.
Enrollment for Application Platform

The Microsoft Application Platform is a set of integrated technologies and tools that support innovation by helping you maximize the value of your existing applications, rapidly develop new applications, and make significant gains in productivity while decreasing total cost of ownership.

Enrollment for Core Infrastructure

An optimized datacenter delivers services that are more efficient, more reliable, and more closely aligned to the changing needs of your business. Microsoft has a set of products and technologies that can help you with Core Infrastructure Optimization to get more value out of your existing datacenter resources.


MICROSOFT SOFTWARE ASSURANCE BENEFITS

Microsoft Software Assurance is a comprehensive maintenance offering. It offers a broad range of benefits that help you get the most out of your software license purchases. These benefits are available throughout the software management life cycle, so you can access them when you need them. Software Assurance benefits contribute to the return on your technology investment by helping you with budget predictability, minimized downtime, and improved productivity. And Software Assurance can help you lower the operating expenses for employee development, deployment, and support costs. This program also offers other advantages, depending on how you activate and use the benefits.

With Enterprise Agreement, Software Assurance is included with your software licenses. For information about Software Assurance benefits, please visit www.microsoft.com/licensing/software-assurance/default.aspx.

Software Assurance Renewal

To ensure the continued benefits provided by Software Assurance, you must renew all Software Assurance covered products within 30 days of an Enterprise Agreement enrollment expiration.

AGREEMENT DETAILS

Agreement Term

Each Enterprise Agreement enrollment term has a three-year term, providing you with a defined amount of time that the terms and prices of your purchasing relationship with Microsoft remains consistent for all products covered in the initial order. With this term, you can plan and budget for software license purchases up to three years in advance, reducing annual budget restrictions and easing fiscal year spending challenges. Each enrollment has the option for either a one- or three-year renewal term.

Pricing

The total quantity of initial qualified desktop PCs when you enroll in the Enterprise Agreement determines the price level of your enterprise products and any additional products that you license under the corresponding product pool.
Annual Price per Desktop PC
The annual price per desktop PC feature of the Enterprise Agreement provides a predictable budgeting framework that you can use to forecast desktop technology costs up to three years in advance. A payment (based on the pre-established price per desktop PC and initial order) is due each year at the anniversary date of your Enterprise Agreement enrollment. Because you pay for your software licenses once annually, the usual costs for acquiring software licenses are reduced. In most cases, the number of software license purchase orders made annually is reduced from hundreds to two or three total. The predetermined price paid for software licenses covered in your initial order protects you from unanticipated price increases, making it easier to stay within your software budget.

True Up
During the time you are enrolled in the Enterprise Agreement program, your organization may grow and you will add desktop PCs. When you add desktop PCs, they immediately get the same license coverage as the desktop PCs enrolled at the beginning of your agreement term. You just report added desktop PCs through an annual process called a “True Up” order. True Up orders consolidate orders for additional software licenses run during the year under one order annually (including the third year before any renewal). Customers can also true up multiple times throughout the year as an added benefit in managing costs. This feature is in addition to the annual True Up required each year.

The annual True Up feature helps reduce your licensing time and expense by consolidating the report of multiple additional software use under one purchase order.

Note: If you do not add desktop PCs during the year, an update statement is reported to alert Microsoft not to expect a True Up order.

Step Up
With an Enterprise Agreement, it is possible to migrate from Standard Edition software products to Professional Edition or Enterprise Edition software products while maintaining Software Assurance coverage on a given product. The Step Up License is available to make it easier to upgrade from a Standard Edition to Enterprise Edition without paying the full cost of licensing two separate editions of products.

Qualification to Obtain the Step Up License
To obtain the Enterprise Edition Step Up License for server software, Microsoft Project, and Microsoft Office Visio, you need an Enterprise Agreement that includes a Standard Edition License for the product.

Step Up License Pricing
The Step Up License price is the difference between the License and Software Assurance price of the Enterprise Edition software products and the Standard Edition software products. For a new Enterprise Enrollment, the Step Up price is spread out in equal annual billings during the customer’s enrollment term. For Enterprise Enrollment customers who step up part way through the enrollment term, they pay the billing at the time the Step Up is acquired.
Additional Value-Adds
Take advantage of these additional features in the Enterprise Agreement to help boost the value received by participating in the program:

Commitment on Use Rights provide Enterprise Agreement customers the security of knowing exactly what the use rights are for the products they license under their Enterprise Agreement enrollment. Microsoft agrees not to change the PUR for any version of a product after it becomes available. Furthermore, we make a commitment that we will not change use rights for Enterprise products during the term of an enrollment to be more restrictive or to the customers’ detriment (this commitment does not apply to new features and functionality).

Training and Evaluation Licenses help your budget for software training and evaluation go further by offering a limited number of complimentary training and evaluation copies of any product.

- 20 copies per software title for use in a dedicated training facility, and
- 10 copies per software title for a 60-day evaluation

Downgrade Rights give organizations with version standardization considerations the flexibility necessary to purchase a license for the latest software version available, but allow organizations to run an earlier version.

Re-Imaging Rights provide the use of certain software media for re-imaging and so add convenience during product rollouts.

Secondary Use Rights help employees to be more productive by sharing the same application license for all Non-Enterprise Products on a work PC and on a portable PC for work-related purposes only.
LICENSING SCENARIOS WITH ENTERPRISE AGREEMENT
The following scenarios can help you determine when Enterprise Agreement is right for your organization.

<table>
<thead>
<tr>
<th>Scenario One:</th>
<th>With Enterprise Agreement:</th>
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<tbody>
<tr>
<td>An organization has more than 900 employees and offices throughout the country. As projects come up, the agency purchases software licenses to support only immediate needs. The organization’s IT infrastructure includes open source solutions and other licensed software. This mixed environment taxes administrative and IT employees and does not scale with the agency’s desired level of employee collaboration and customer service.</td>
<td>To simplify creating an IT environment to support strategic business goals, the agency can standardize on a Microsoft solution and sign an Enterprise Agreement with the Microsoft Core CAL Suite, Office Professional Plus 2010, and the Windows 7 Enterprise operating system upgrade. + Use spread-out payments, training vouchers, and E-Learning, and the Home Use Program through Software Assurance to help deploy and manage licensed products. + For products licensed at signing, payments can be spread out across three years to help the organization refocus critical IT budget. + The ability to true up annually lets organizations run software on desktop PCs as they are acquired each year and pay a predetermined price for the licenses at each anniversary date.</td>
</tr>
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## Scenario Two:

An organization with more than 13,000 employees and growing. Teams have created ad hoc solutions during the years to resolve specific issues but without a unified design or approach, system failures cause work stoppages. The organization is losing productivity due to an unstable, fragmented, inconsistent, and complex technical infrastructure. This fragmented environment taxes administrative and IT employees and does not meet the organization’s goal to ensure strategic effectiveness 24 hours a day, 7 days a week.

## With Enterprise Agreement:

To simplify management, increase security and integration, easily upgrade to the latest version of software, and reduce management costs, the organization chose to standardize on a Microsoft solution and sign an Enterprise Agreement. With Windows Server at the core of its solution, the organization can consolidate its servers and improve systems.

- Consistent and predictable IT costs each year and for products licensed at signing, and payments can be spread out across three years.
- Can deploy Windows Server to take advantage of its Active Directory® service for managing identities.
- Use spread-out payments, training vouchers and E-Learning, and the Home Use Program through Software Assurance to help deploy and manage licensed products.

## AGREEMENT STRUCTURE

The Microsoft Volume Licensing agreement structure makes it easier to negotiate the terms and conditions of multiple agreements. An Enterprise Agreement agreement has three components: (1) the agreement; (2) the Enterprise Agreement enrollment form; and (3) the Microsoft Business and Services Agreement (MBSA).

**Enterprise Agreement Agreement.** This agreement enrolls your organization in the Volume Licensing program so that you can license products and services at volume discount prices. The Enterprise Agreement defines the terms for enterprise and additional product license acquisitions, subsequent orders, True Ups, and perpetual rights.

**Enterprise Agreement Enrollment.** The Enterprise Agreement enrollment establishes the basic information that your organization can use to buy product licenses under the EA. It defines purchase details like the term of the licensing arrangement, products, subsidiaries, language options, and Large Account Reseller (LAR).

**The Microsoft Business and Services Agreement.** An MBSA defines general terms and conditions common to the Enterprise Agreement and Microsoft Services. A separate license or agreement services work order is signed to cover the specific terms of the Enterprise Agreement or Services programs. This structure has flexible contract maintenance in the renewing of contracts and licensing Microsoft products. A key benefit to this structure is that the contract terms common to Microsoft licensing, service, and support agreements are signed once.
The MBSA is a perpetual agreement between the customer and Microsoft. It contains high-level terms and conditions that apply to all agreements signed under it. Terms and conditions such as use and ownership, confidentiality, warranties, and others are in the MBSA. It must be signed either with or prior to the Enterprise Agreement.

An Enterprise Agreement cannot be initiated without an MBSA, and an Enterprise Agreement enrollment cannot be initiated without an Enterprise Agreement. See your reseller for additional information.

**Agreement Renewal**

The initial term of the Enterprise Agreement enrollment is three years. At the end of the third year, organizations can renew the Enterprise Agreement enrollment one time for one or three years. Renewal pricing for existing desktop PCs is based on Software Assurance only. Contact your Enterprise Software Advisor or Large Account Reseller for additional information.

**Qualified Desktop PCs and Qualified Users**

As part of your enrollment, you are responsible for reporting the number of qualified desktop PCs in your organization. This number is the quantity you indicate on the initial order at signing, along with any desktop PCs you add throughout the term of your enrollment, which would be covered by submitting the annual True Up order.

Qualified desktop PCs are the personal desktop computers, portable computers, workstations, and similar devices that are used by or for the benefit of an enrolled affiliate (including affiliates in the enterprise) and meet the minimum requirements for running any of the Enterprise products included in your agreement.

The user count may be different from the quantity of the desktop PC, but the price level is determined by the desktop PC count. For example, a customer may have 500 desktop PCs and 400 users. The price level would be A for both, but the product order would indicate 500 for the Windows or Office product, and 400 users for the user CAL purchases.

Customers who sign an Enterprise Agreement enrollment are referred to as an “enrolled affiliate.” An enrollment is a standard option giving global companies greater flexibility in defining their enterprise. Each enterprise must consist of entire legal entities, not partial entities such as departments, divisions, or business units. Each affiliate must be entirely “in” or entirely “out.”

Qualified desktop PCs do not include any computers dedicated to run only line-of-business (LOB) software or any system running an embedded operating system (for example, the Windows 98 embedded or Windows XP embedded operating system).

For commercial pricing, there are four price levels for each of the enterprise products (both desktop & user based pricing).

<table>
<thead>
<tr>
<th>Level</th>
<th>Desktop PCs</th>
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<tbody>
<tr>
<td>A</td>
<td>250-2,399</td>
</tr>
<tr>
<td>B</td>
<td>2,400-5,999</td>
</tr>
<tr>
<td>C</td>
<td>6,000-14,999</td>
</tr>
<tr>
<td>D</td>
<td>15,000+</td>
</tr>
</tbody>
</table>

Government pricing is equivalent to level D in commercial pricing for eligible organizations.
If you are renewing your Enterprise Agreement, you can sign a renewal Enterprise Agreement for only the Software Assurance portion of your licenses.

PLACING AN ORDER
Contact Microsoft to find a Microsoft Authorized Enterprise Software Advisor (ESA) or a Microsoft Authorized Large Account Reseller (LAR) to help you with acquiring licenses under the Enterprise Agreement. For a Microsoft ESA or LAR near you, refer to http://solutionfinder.microsoft.com/.

Product Fulfillment
Microsoft licensed product families are available for download from the Microsoft Volume Licensing Service Center (VLSC). The VLSC lets you download licensed products, access product keys, and manage your Volume Licensing agreements and license acquisition activity—all in one online location.

In addition, Microsoft Volume Licensing Comprehensive Welcome kits (CDs/DVDs) are sent to new Enterprise Agreement customers if physical fulfillment is chosen. Periodic updates to these products are also provided in product subscription kits to customers with “disk kit” subscriptions.

Visit the VLSC: https://www.microsoft.com/licensing/servicecenter
(Note: Restricted access - prior registration required.)

For more information about Fulfillment visit: http://www.microsoft.com/licensing/existing-customers/fulfillment.aspx

MICROSOFT VOLUME LICENSING SERVICE CENTER
The online VLSC site offers convenient access for Volume Licensing customers to easily manage licensing agreements and products. VLSC is a password-protected Web site for viewing your license agreements and purchases. From the site, you can:

- Calculate current Microsoft License Statements to view an easy-to-understand, comprehensive license summary across programs and agreements.
- View license subscriptions and licenses purchased to date, including expired agreements.
- View and request Microsoft Volume License Keys (VLKs) and download software based on entitlements.
- Activate and use Microsoft Software Assurance benefits.
- Manage access rights for internal staff and Software Assurance administrators.

You can access the Microsoft Volume Licensing Service Center at https://www.microsoft.com/licensing/servicecenter.

ADDITIONAL RESOURCES
Microsoft Volume Licensing Web Site http://www.microsoft.com/licensing
Enterprise Agreement

Microsoft Software Assurance
http://www.microsoft.com/licensing/sa

Product List

Product Use Rights

Microsoft Volume Licensing Service Center
https://www.microsoft.com/licensing/servicecenter

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