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.microsoftvolumelicensing.com/userights/>.

# 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 2007, Microsoft Office Enterprise 2007, Windows Vista Enterprise, Microsoft Core Client Access License (CAL) Suite, and Microsoft Enterprise Client Access License (ECAL) Suite.
* 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® 2007 drawing and diagramming software, Microsoft Office Project, 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.
* For organizations that prefer to subscribe to, rather than purchase, software licenses, the Enterprise Subscription Agreement program is a lower-cost option available to eligible organizations. See the *Enterprise Subscription Agreement Program Guide* at [www.microsoft.com/licensing](http://www.microsoft.com/licensing).

# 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:

* Access to the latest technology—Microsoft Office Professional Plus 2007, Microsoft Office Enterprise 2007, Windows Vista Enterprise, Core CAL Suite, and ECAL Suite.
* 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 Professional Plus 2007 to Office Enterprise 2007 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/programs/sa/default.mspx>.

# Program Features

## Enterprise Products

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 Vista Enterprise upgrade
* Microsoft Office Professional Plus 2007 and/or Microsoft Office Enterprise 2007
* Microsoft Core CAL Suite or ECAL Suite

Beginning July 2009, 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.

**Why Consider Enrolling in 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 Vista Enterprise operating system upgrade, Office Professional Plus 2007 and/or Office Enterprise 2007, Core CAL Suite or ECAL Suite, and MDOP if applicable) receive an approximately 15 percent 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.

Examples of software products available as additional products include Office Visio, Microsoft Project, and Windows Server and Exchange Server. You can see a complete list of additional products on the Microsoft Product List at <http://www.microsoftvolumelicensing.com/userights/PL.aspx>.

To learn more about PUR, visit <http://www.microsoftvolumelicensing.com/userights/PUR.aspx>.

# 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](http://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.

|  |  |
| --- | --- |
| Scenario One: | With Enterprise Agreement: |
| 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. | 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 2007, and the Windows Vista 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. |

|  |  |
| --- | --- |
| Scenario Two: | With Enterprise Agreement: |
| 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. | 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, and Microsoft Systems Management Server (SMS) 2003 for its systems and configuration management activities. * 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).

|  |  |
| --- | --- |
| **Level** | **Desktop PCs** |
| A | 250-2,399 |
| B | 2,400-5,999 |
| C | 6,000-14,999 |
| D | 15,000+ |

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

If you choose to receive physical media for your licensed software, media kits are customized according to the languages specified on the Enterprise Agreement media form. Media is sent at no charge only for the licensed products ordered. The Welcome Kit and Update Kits are automatically provided to the contacts specified on the Enterprise Agreement enrollment. Use the *Product Fulfillment User’s Guide* Web site to help you manage the media kit. You can access these site features from the Microsoft Volume Licensing Service Center (VLSC) at <https://www.microsoft.com/licensing/servicecenter/>. You may also download the products from VLSC or order additional media via your designated LAR.

### cid:e0e941b7-ccb3-424b-a431-2fcab8540005Digital by Choice

Through the Digital by Choice initiative, you can access your licensed software digitally instead of receiving physical media. By choosing this option, you help Microsoft in our efforts to reduce our carbon footprint by reducing the need for discs, packaging, and shipping.

## Ordering Media and Documentation

Use the *Media Kit User’s Guide* Web site to manage the Media Kit. Access the site features via the link on: <http://licensing.microsoft.com/>.

## Groupings and Color Codes

Product pools (applications, systems, and servers) are divided into seven groupings and are color coded to make them easier to organize. The following chart shows the groups and colors.

|  |  |  |  |
| --- | --- | --- | --- |
| **Pool** | **Group** | **Color Code** | **Examples** |
| Applications | Microsoft Office Family | Blue | Microsoft Office 2007 suites and individual applications such as Microsoft Project, Microsoft Office Visio drawing and diagramming software, and so on |
| Developer Tools | Gold | Microsoft Visual Studio® development system, Microsoft SQL Server® Developer Edition database software, Microsoft Office Developer, and so on. |
| Training and Learning | Purple | Microsoft Press® titles (Step by Step, developer titles, and so on), Microsoft Encarta® multimedia encyclopedia, and so on. |
| Products for Macintosh | Olive | Microsoft Office suites and individual applications for Macintosh. |
| Systems | Windows Client: Business | Green | Windows NT® Workstation operating system, Windows 2000 Professional, Windows XP Professional, Windows Vista. |
| Servers | Server Applications | Red | SNA Server, Proxy Server, Site Server, Office Live Server, Microsoft SharePoint® Portal Server, SQL Server, and so on. |
| Windows Server | Aqua | Windows 2000 Server, Windows NT Server, and Microsoft Exchange Server. |

# Microsoft Volume Licensing Service Center

The online VLSC tool offers convenient online solutions 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. With this online tool, you can manage your licenses for Enterprise Agreement. 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/>

Details on the Enterprise Agreement

<http://www.microsoft.com/licensing/licensing-options/enterprise.aspx>

Microsoft Software Assurance

<http://www.microsoft.com/licensing/sa>

Product List

<http://www.microsoftvolumelicensing.com/userights/PL.aspx>

Product Use Rights

<http://www.microsoftvolumelicensing.com/userights/PUR.aspx>

Microsoft Volume Licensing Service Center

<https://www.microsoft.com/licensing/servicecenter/>

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