

vmware® PARTNER NETWORK

VMware Cloud Provider™ Program Guide

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THIS GUIDE SETS FORTH PROGRAM RULES AND POLICIES THAT GOVERN YOUR PARTICIPATION IN THE VMWARE CLOUD PROVIDER PROGRAM. THE VMWARE CLOUD PROVIDER PROGRAM WAS PREVIOUSLY CALLED THE VMWARE VCLOUD AIR NETWORK PROGRAM. ANY REFERENCES TO THE VCLOUD AIR NETWORK PROGRAM GUIDE IN YOUR SERVICE PROVIDER PROGRAM AGREEMENT NOW REFER TO THE VMWARE CLOUD PROVIDER PROGRAM AND THIS GUIDE RESPECTIVELY.

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Welcome to the VMware Partner Network

Our Partners — The Cornerstone to Our Success

The VMware Partner Network (VPN) is for our entire partner ecosystem that sells, builds, develops, or trains on VMware products and solutions. The VMware Partner Network is designed to recognize your expertise, reward you for the total impact you have in the marketplace, and deliver value to help your business thrive.

VMware Cloud Provider Program Overview

The VMware Cloud Provider Program was designed for Service Providers to facilitate a successful partnership with VMware through offering benefits such as subscription licensing, support, and tools through which partners can develop, promote, and sell their VMware-based products, services, and solutions (referred to as “license rental”). In addition, this program supports the option for partners to purchase VMware Subscription Services in order to become a Managed Services Provider (referred to as “MSP”).

Note: This program guide is subject to change. To receive updates, subscribe to this [document on Partner Central](#).

VMware Program Policies

Program Enrollment and Compliance

Enrolled Tier

When joining the VMware Partner Network, a partner joins at the Enrolled tier, and does not need to specify a specific Route-to-Market program. The Enrolled tier allows partners to:

- Learn more about the different Route-to-Market programs (e.g. Solution Provider, Service Provider, or Technology Alliance Partner).
- Take time to decide what Route-to-Market program is right for their business model, and start acquiring the needed sales & technical solution skills with free online training to accelerate their time to the first transaction.

Please note that partners in the Enrolled tier do NOT have resell rights.

To progress to a higher tier within the VMware Cloud Provider Program, a partner must (a) have declared its intent to participate in the Service Provider Route-to-Market and (b) enter into a VMware Cloud Provider Program agreement with a minimum point commitment of 360 points per month or a minimum VMware Air Level-1 Managed Services Provider commitment. Benefits and requirements vary by program membership level.

VMware Cloud Provider Program membership will renew automatically for successive one-year terms provided that the partner remains in compliance with all program requirements. VMware reviews program compliance at least once a year and reserves the right to re-level partners that do not meet the requirements of their current tier level.

Territorial Restrictions, Legal Entity and VMware Program Membership

Except as otherwise authorized by VMware:

- Partners desiring to operate entities in more than one country must join the VMware Cloud Provider Program by enrolling in each country from which partner desires to use VMware products or services to provide hosting services or purchase Subscription Services (defined below).
- Each operating entity must satisfy the program membership requirements on its own.
- Each authorized entity is permitted to deliver VMware-based offerings only from its appointed Territory. “Territory” means the country in which partner’s principal place of business is located. VMware will publish, from time to time, the exceptions to this policy.

- Each authorized entity must obtain products or services entitlements solely from Aggregators authorized by VMware to transact in the Territory. VMware Cloud Provider Service Providers may enter into supply relationships with these Aggregators directly.
- The foregoing provisions are without prejudice to the freedom of partners located in the European Economic Area (EEA) or Switzerland to purchase from and/or resell to other reseller or distribution partners authorized by VMware to deal in the EEA or Switzerland.

Parent companies, affiliates, subsidiaries, or acquired companies of a program member are not program members and do not qualify for program benefits unless they obtain authorization from VMware. Company name, DBA (Doing business as), or AKA (Also known as), or other naming convention identified by the program member can be used to establish distinct legal status.

In the case of acquisitions, mergers, and/or other business combinations, the existing membership level of the surviving entity and the operating status of the acquired or merged entity, as applicable, shall dictate the membership criteria applicable to the newly formed entity.

The territory restrictions are subject to change. Please check the [territory restrictions policy](#) on Partner Central.

Partner and Customer Information

By joining the VMware Partner Network, a partner consents to receiving program-related information from VMware for the following purposes:

- a) Administering the program;
- b) Providing information to the partner about the program, including events and training opportunities;
- c) Inviting partner to participate in surveys and research; and
- d) Providing the partner with information and materials to support its efforts to deliver VMware solutions, including security information, technical information, and sales and marketing materials and resources.

Partner agrees that VMware may publish partner's name and address in a listing of program members, may reference partner as a member of the program and may publish partner's VMware qualifications, in each case using partner's logo, subject to reasonable trademark and logo usage guidelines provided by partner and to the VMware Privacy Policy posted at www.vmware.com/help/privacy.html.

Information provided to VMware in connection with customer orders or engagements is subject to the VMware privacy policy located at <http://www.vmware.com/help/privacy.html>, and may be used for the following purposes: (i) identification of the appropriate sales/market segment and sales representative, (ii) internal revenue recognition, and (iii) determination and communication of associated VMware sales compensation.

Partner Integrity

At VMware, we are committed to helping our partners reduce business risks that result from noncompliant behavior and avoid unnecessary costs, reputational damage, and penalties, including government sanctions and legal action for violations.

Many local anti-corruption laws, and VMware internal policy, strictly prohibit bribery in any form and towards any recipient – either a government or commercial party. To increase compliance with anti-corruption laws, VMware has developed and administers comprehensive compliance programs that broadly address and minimize compliance risks and extend compliance responsibility to all individuals or entities involved in the downstream distribution, promotion or sale of products and services.

VMware has instituted a comprehensive Partner Integrity initiative which includes the following elements that direct and indirect partners must successfully complete as a prerequisite to being eligible to participate in the VMware Partner Network Partner Programs: pre-screening, ongoing qualification, partner vetting, self-certification and training requirements. Except as otherwise authorized by VMware:

- a) Partners must adhere to all terms contained in the [VMware Partner Code of Conduct](#).
- b) As part of the VPN application process, partners will be required to acknowledge that they will remain in compliance with the terms of this Program Guide, the VMware Partner Code of Conduct, and all applicable laws pertaining to their resale of VMware products/services.
- c) The prescreening process includes an internal business qualification process which will be conducted by VMware sales and finance teams. Formal acceptance in the VPN Program is contingent upon successful completion by partner of a detailed due diligence questionnaire where, amongst other items, the partner must self-disclose any current or pending compliance violations.
- d) All partners must self-certify at least every three years that they are in compliance with all applicable laws pertaining to their resale of VMware products and services.
- e) Partner must take mandatory ongoing training relating to anti-corruption regulations and partners' obligations with regard to US Export Control Laws that will be delivered via the VMware online "MyLearn" portal. Partners will be required to complete the first installment of training within 30 days after being on-boarded. Additional mandatory training modules may be identified from time to time. Parties whom have not completed the mandatory training may be downgraded or removed from the program.

Should partners have any questions about the VMware Partner Integrity Initiative, they should contact partnernetwork@VMware.com.

VMware Cloud Provider Program Installations

General Installation for License Rental

The VMware Cloud Provider Program allows for Service Providers to install and use VMware products as part of a Hosted IT Service. "Hosted IT Services" means Service Provider's internet, telephone or private network based, subscription computing service that allows third party companies to access the processing power, computing, or software applications from systems that are installed and operated by Service Provider. Service Providers may install software on systems located on an End User's premises solely to provide Hosted IT Services to the End User, provided that the Service Provider maintains day-to-day management and administrative control of the systems. Upon request, Service Provider will promptly identify the license keys installed on the systems located at each End User site. Service Provider shall not permit End User (or any third party agent providing service to the End User) to access, maintain, or otherwise use the software, except for the sole purpose of accessing the functionality of the software in the form of hosted IT Services in accordance with the terms of this Guide. Service Provider is responsible for usage reporting and all obligations of this Guide regardless of the physical location of the servers. Service Provider will be responsible to VMware for any unauthorized installation, use, copying or distribution of the software by the End User.

Hosted IT Services

To the extent that VMware Products are used by Service Provider under the VMware Cloud Provider Program to provide Hosted IT Services, the applicable end user license agreements are hereby amended as follows:

(a) the following language is added to the applicable license agreement: "Notwithstanding any other term in this EULA and subject to Your compliance with the EULA, solely to the extent necessary to exercise the rights granted in the VMware Cloud Provider Program, You may provide Hosted IT Services (as defined in the Cloud Provider Program Guide) to unaffiliated third parties and such third parties may install, upload, or uninstall computer application(s) to and from the Virtual Machine(s)."

(b) Term of License. Notwithstanding any other term in the applicable license agreement, the license shall be limited to the term that the Service Provider is a member of the VMware Cloud Provider Program and is operating under a valid rental agreement with a VMware Aggregator. Upon termination or expiration of the VMware Cloud Provider Program agreement for any reason, Service Provider shall cease using all VMware products licensed under the program, and will destroy or return to VMware all copies of the VMware products (including backup copies) in any and all media, and delete any such copies that are resident in the memory or hard disks of computers owned or controlled by Service Provider.

White Label Model for License Rental

The “White Label” model is a model whereby a Service Provider (a “Master Service Provider”) resells its Hosted IT Service to another Service Provider (a “Secondary Service Provider”) in a non-branded manner, whereby the Secondary Service Provider offers this same hosted service to its own hosting customers (“Hosting Customers”) under its own brand (a “White Labeled Service”). All use of White Labeled Service must meet the following criteria.

- All Secondary Service Providers must be minimally Enrolled members in the VMware Partner Network with the Service Provider route to market declared. This will ensure that the Secondary Service Provider has completed the Partner Central click through agreement (CTA) and is subject to the requirements of the VMware Cloud Provider Program.
- Production Support and Service (SnS) remains at the Master Service Provider only.
- Management of the hosted solution and software remains at the Master Service Provider only. Secondary Service Providers may not change or manage the system themselves.
- Secondary Service Providers that are reselling (or consuming) the Master Service Provider’s Hosted IT Service must abide by all the terms outlined in the VMware Cloud Provider Program Guide and VMware Cloud Provider Program Agreements.
- Secondary Service Providers must report all monthly usage data, including any monthly Hosting Customer usage, to the Master Service Provider in a timely manner to ensure the Master Service Provider is able to report to its VMware Aggregator on time.
- Any White Label Service must reside within the Master Service Provider’s owned or leased datacenter. Exceptions for residing in the Secondary Service Provider’s datacenter will be considered upon written request to the VMware Cloud Provider Program Office.
- Secondary Service Providers may only provide the White Label Service to the final Hosting Customers, and may NOT resell the White Label Service to any other interim users (i.e. additional service providers or resellers).
- Use of VMware logo(s) by Secondary Service Providers or Hosting Customers of the White Labeled Service will be governed by VMware’s logo guidelines. The Master Service Provider is not granted any rights to sub-license the use of VMware’s logo.
- Any benefits and program tiering under the VMware Cloud Provider Program will not be granted to Secondary Service Providers for any White Labeled Services.

Master Service Providers must ensure that the terms of the applicable VMware license agreement apply to all use of the White Labeled Services by the Secondary Service Provider regardless of the data center in which the White Labeled Service is operated.

Resale Model for License Rental

Service Providers are never permitted to resell or distribute the licenses obtained through the VMware Cloud Provider Program. However, it is acceptable for a Service Provider to enter into an agreement with a secondary partner such as a VMware Solution Provider to resell the Service Provider’s Hosted IT Service. All management, reporting (consumption and end-user) and legal relationship to the Aggregator remain with the Service Provider. VMware does not enter into or become involved with the relationship between the Service Provider and the Solution Provider in this endeavor.

License Rental Agreements

License Rental & End-User Reporting

- The VMware Cloud Provider Program Service Provider is required to report all monthly usage, by product, in the VMware Business Portal (described below), as monitored by the VMware usage reporting tool (the “Usage Meter”). The monthly usage data shall include the details of each VMware product used with the quantity and total points incurred by end-user customer, and end-user customer information. Specific calculation methods for each product are available in the [VMware Cloud Provider Product Usage Guide](#). Monthly reporting is to be submitted, via the Business Portal, by the 5th of each month, unless there are specific arrangements made with the VMware Aggregator. Product Usage Data will be shared with VMware and/or a VMware designated third party for audit and compliance purposes only.

- End-user customer Information includes Customer Name, Customer Country for consumption and Customer Zip or Postal code for consumption. VMware will treat Customer Information as Confidential under the Program Agreement and will use the Customer Information for internal revenue recognition, and determination and communication of associated VMware sales compensation.
- Partners who do not provide Customer Information for product usage may have Program Benefits removed and/or their contract terminated.
- Failure to report usage data on a monthly basis may result in the immediate termination of the SnS entitlement associated with the Service Provider's rental agreement.
- All use of the VMware vCloud Service Provider Bundles and other metered products require that the VMware Usage Meter be installed to monitor and report on Hosting Customers' usage of the products.
- All VMware Cloud Provider Program Service Providers must download, install and use for product reporting purposes the most current or generally available version of Usage Meter. VMware will endeavour to notify Service Provider of Usage Meter updates.
- Usage Meter reports to the Aggregator for information gathered in the Usage Meter must include the "License Summary Report" for vCloud Bundles, the "Customer Summary Report" for Hosting Customer reporting and the "Product Usage Report" for all non-Usage Meter monitored products. For Usage Meter version 3.2 and higher, include the "Monthly Product Report" in place of both the "License Summary Report" and the "Product Usage Report". See Usage Meter Guide for information on how to install and use the Usage Meter.
- Other VMware products that are not monitored by Usage Meter must be monitored and reported manually by the Service Provider, and usage information must be reported to the Aggregator in accordance with the Aggregator's reporting process.

Upgrade, Downgrade and Terminations

- License rental agreements have an initial term of one year and a provision for automatic renewal for successive one-year terms on each anniversary date. The terms of such agreement are with the VMware Aggregator, however they must follow certain Cloud Provider Program criteria.
- If Service Provider wishes to increase the contract level before reaching the anniversary date, Service Provider must ensure all monthly usage reports are completed and a new annual term will commence on the date of upgrade.
- Standard downgrade and termination are available only during the 60 days prior to the contract anniversary date and will take effect on anniversary date. Service Provider must complete all monthly usage reports under the original terms of the contract for the downgrade order to take effect or for termination process to complete. As part of a termination, VMware may request that the Service Provider provide evidence or acknowledgement of license key destruction.
- All upgrade or downgrades are on a prospective basis from the date the order processes in the Cloud Provider Business Portal. As part of an upgrade, VMware may request that the Service Provider remove old license keys and replace with new license keys.

Global License Rental Agreement

VMware Cloud Provider Service Providers in good standing who operate in at least 2 of the 3 VMware designated geographies (Americas, EMEA and APJ) and commit to a point plan for a minimum of 60,000 points per month may be eligible to enter into a Global License Rental Agreement. A Global License Rental Agreement is a single agreement between a Global Service Provider, including its eligible affiliates, and an authorized Global VMware Aggregator. The Global Service Provider's globally aggregated point consumption is applied towards the monthly minimum point commitment of 60,000 points. Please contact your VMware Business Development Manager if you have questions about Global Rental Agreements or to receive a detailed set of requirements to become authorized for a Global Rental Agreement.

Cancellation Policy

The VMware Cloud Provider Program Cancellation Policy allows Service Providers to cancel VMware Cloud Provider Program Product license point orders for both monthly rental licenses and prepaid points under the Program. To cancel an order(s), Service Providers must provide written notice to their Aggregator at any time during any month of the term of Service Provider's rental agreement with their Aggregator. More information about the Cancellation Policy requirements can be found [here](#).

VMware Subscription Services – Managed Services Provider (MSP) Agreements

MSP Commercial Model

- Partner must sign a VMware Air Managed Service Provider contract with a VMware Aggregator.
- Partner must commit to VMware a monthly MSRP spend for 12 months. The minimum monthly commitment amount will be collected regardless of actual usage.
- All Subscription Service-based consumption will be quoted and reported in MSRP, then the agreed contractual discount will be applied to derive the amount to be paid to VMware through the Aggregator. Any overage consumed will also be detailed at MSRP and the same contractual discount will be applied.
- The applicable discount levels are based on the monthly MSRP spend commitment and are available on the Partner Central website.
- Partners may sign a new MSP contract with VMware at any time if they are upgrading their contract (for example, moving from MSP Level-1 to MSP Level-2). Partners must sign a new contract for a 12 month period starting on the change date. Partners are not able to downgrade their contract during the 12 month term of their contract (for example, moving from MSP Level-2 to MSP Level-1).
- Partners may not change Aggregator during the 12-month term of their contract unless expressly approved in writing by the VMware Cloud Provider Program Office (at vcloudairnetwork@vmware.com). Following a permitted change in aggregators, any current Service IDs (SIDs) will continue to be processed by the original aggregator under the existing contract. New Service IDs (SIDs) will be processed by the new aggregator.
- Partners desiring to operate entities in more than one country must join the VMware Cloud Provider Program by enrolling in each country from which partner desires to procure Subscription Services. A separate commitment contract must be entered into with VMware by each entity. An enrolled entity can purchase Subscription Service capacity in any data center available on the applicable price list.
- Partners will be required to transact in the local currency as defined by VMware for the country in which they are authorized to offer managed services.
- Partners' discount level is defined by their committed monthly spend in the Cloud Provider Program.
- Partner may not resell VMware Subscription Services without additional Managed Services included in the offering (see the following section: MSP Terms of Service, Service Access and Required Managed Services).

MSP Terms of Service, Service Access and Required Managed Services

- Partner is required to adhere to the VMware Terms of Service for the applicable Subscription Service, which may be found at the [VMware End User License Agreements](#) as modified by Partner's Program enrollment agreement.
- Partners must provide their own terms of service to their end-user customer.
- Partners must provide managed services as part of the offering to the customer. At a minimum, this must include technical support for the service and all functions associated with service configuration, add-ons, renewals and anything pertaining to billing.

MSP Consumption Reporting and Approval

- Partner is required to acknowledge monthly consumption of VMware Subscription Services in the VMware Business Portal (described below), as monitored and provided by VMware. This data shall include the details of each VMware Service Identifier (SID) used with the quantity and total cost.

MSP End-User Reporting

- Partner will provide VMware with the Customer Information for each of its Service Identifiers (SIDs). VMware will treat Customer Information as Confidential under the Program Agreement and will use the Customer Information for internal revenue recognition, and determination and communication of associated VMware sales compensation.
- Customer Information includes Customer Name, Customer Country for consumption and Customer Zip or Postal code for consumption.

- Partners who do not provide Customer Information for each of its SIDs may have Program Benefits removed and/or their contract terminated.

MSP Support

- Partner will have access to VMware onboarding services at time of initial VMware Subscription Services provisioning. Subsequently, Partner may obtain technical support from VMware via Global Support Services with the following provisions.
- Partner Support Responsibilities.** Partner is responsible for all End User support, which includes but is not limited to End User communication, any managed services provided by Partner, and End User education questions related to the different components of the Subscription Services offering. Partner will be responsible for answering installation, configuration and usage questions, problem isolation and identification, determination if the problem is documented in VMware publications for known problem resolutions and attempting to re-create a customer's problem and provide an acceptable resolution or workaround.
- VMware Support Responsibilities.** VMware will provide support for the partner as it relates to the Subscription Services platform and any design engineering knowledge or expertise related to the platform or VMware Software to isolate a problem with the Platform or Software and effect a resolution. Any escalated issues that are determined to be caused by a piece of the infrastructure under Partner's area of responsibility will be escalated back to Partner through an agreed process.
- Escalation Process.** Partner may submit tickets via the telephone or electronically online through MyVMware, or through MyAirWatch for mobility services. The parties will mutually agree upon severity level categories. Severity response target times will be found at <https://www.vmware.com/support/services/iaas-production.html>, or <http://www.air-watch.com/downloads/AW-Production-Datasheet.pdf> for mobility services. Severity Level 1 issues must be reported via the telephone for response time SLAs to apply. Trouble shooting steps taken and results received must be fully documented before submitting the case.
- Partner Support Training.** VMware may provide Partner support staff with initial training on the features and functionalities of the Support Services via a remote delivery mechanism, and/or other mutually agreed upon methods, at no additional charge. For mobility services, training is required for participation in the MSP offering. Please visit [Partner Central](#) for a current list of required and recommended trainings.
- Administrators.** Partner shall appoint an appropriate number of people whom Partner will designate as Partner agents with the authority to perform certain administrative functions on the Subscription Services, serving as Partner's technical contact. For mobility services, the minimum number of technical contacts per contract is two, and the maximum is six. Partner is also solely responsible for keeping Partner account information current through MyVMware, as well as the respective service portal (vCloud Air, Horizon Air, MyAirWatch and so on).

MSP Service Offerings and Set Up

- Partners who sign a 12-month MSP contract with VMware through an Aggregator have the right to configure and provision Subscription services as defined by VMware and may change from time-to-time – please contact your VMware partner manager for a current service list. "Subscription Services" available include:
 - Enterprise Mobility Management as-a-Service**
 - VMware AirWatch
 - Desktop-as-a-Service**
 - VMware Horizon Cloud
 - VMware Horizon Air Desktops
 - VMware Horizon Air Apps
 - VMware Horizon Air Desktop Disaster Recovery
 - Infrastructure-as-a-Service**
 - VMware vCloud Air Virtual Private Cloud
 - VMware vCloud Air Dedicated Cloud
 - VMware vCloud Air Disaster Recovery
- Partner may not place more than one single end customer within a service environment (SID). This enables allocation, usage and billing information to be mapped to a single customer for simplified chargeback and management.
- Partner access to Subscription Service configuration and provisioning will be made available via the MyVMware portal. Partner access to monthly reporting will be made available via the VMware Business Portal.

MSP Service Demo/Test Capacity

- Partners may leverage free trials to do testing of certain services. Check www.vmware.com or www.air-watch.com for current offers.

- Alternatively, up to \$1,000 MSRP of test capacity may be made available at no charge for internal use only, by request. This is provided as a credit applied to the first month's usage of a given service. Any amount of the credit remaining after being applied to these charges at the end of the first billing cycle automatically expires.
- Demo capacity is available one-time only for each VPN Partner ID and is not provided again upon any contract renewal. Partners who have already received test environments or who have previously purchased the respective service are not eligible for additional capacity.
- Demo capacity is provided as a means for Partners to do proof of concept testing, demos or training on available services. Test capacity must be requested via email to mvp@vmware.com.

Service Provider Business Portal

The Business Portal is a cloud-based application that assists VMware Air Network Service Providers and Aggregators to provide and/or approve the required monthly license rental, VMware Subscription Service consumption and end user reporting information. This portal is the system of record for Service Provider contract levels and monthly customer usage information. Not later than the 5th of each month, Service Providers are required to submit and/or approve their monthly usage reports and VMware Subscription Service consumption to their Aggregator through the Business Portal. All data reported and/or approved in the Business Portal is subject to review, approval, and audit by VMware or VMware Aggregators. All data must be maintained for a minimum of 3 years.

Program Compliance

The VMware Cloud Provider Program maintains a compliance review campaign for Service Providers. The goal is to assist Partners with meeting the Program requirements. These reviews are not a formal audit under the VMware Cloud Provider Program enrollment agreement. However, failure to participate may result in VMware exercising its right to conduct a formal audit of the Service Provider's records. Based on the results of the initial review, VMware may ask for additional information regarding Usage Meter installation and configuration, as well as information used for monthly usage reporting related to the use of VMware's software.

VMware may request that a Service Provider's Aggregator conduct the compliance review. Service Providers are required to furnish requested information in a timely manner. Notification of a compliance review may come from either VMware or your Aggregator, acting at VMware's request.

Steps you should take to ensure you are prepared for a compliance check:

- Upgrade to the most current available version of the Usage Meter
- Validate the Usage Meter is configured appropriately
- Log in to the VMware Cloud Provider Business Portal and report usage no later than the 5th of every month
- Resolve any delinquent or overdue monthly usage reports
- Report all non-metered products in addition to the amounts captured by the Usage Meter
- Ensure you have met all the program tier requirements at each annual renewal cycle

Third Party Software

Subscription Services may permit Partners to make third party software available to Customers subject to the terms set forth in Partner's program enrollment agreement.

Program Requirements

The following outlines the specific program requirements for VMware Cloud Provider Service Provider partners.

All program requirements must be met in order to continue to receive program benefits as called out in the Benefits section of this guide and on VMware partner portal, [Partner Central](#).

PROGRAM REQUIREMENTS			
	PROFESSIONAL	ENTERPRISE	PREMIER
BUSINESS REQUIREMENTS AND REPORTING			
Program Agreement	✓		
Program Fee	None		
Commitment Contract	Sign a rental contract or a VMware Subscription Service Managed Services Provider contract with a VMware Aggregator committing to a minimum monthly consumption or spend monthly for 12 months. A minimum monthly fee will be collected regardless of actual usage. For Managed Services Provider contracts, there is a one-time initial 3-billing cycle grace period, during which time only actual consumption will be charged, and the minimum monthly contract commitment will not be enforced.		
Product Usage Reporting	For rental contracts, use the VMware Usage Meter to track VMware product usage on supported products and report monthly usage to Aggregator through the Business Portal. For VMware Subscription Service Managed Service Provider contracts, review and approve monthly consumption through the Business Portal.		
Customer Reporting	Report all customer usage or allocation for Hosting Customers and VMware Subscription Service Managed Service Provider Customers.		
PURCHASES			
Minimum ¹	<ul style="list-style-type: none"> • 360 point plan or higher OR <ul style="list-style-type: none"> • MSP Level-1 plan or higher 	<ul style="list-style-type: none"> • 10,800 point plan or higher; 3600 point plan for developing countries OR <ul style="list-style-type: none"> • MSP Level-3 plan or higher 	<ul style="list-style-type: none"> • 100,000 point plan or higher OR <ul style="list-style-type: none"> • MSP Level-5 plan or higher
TRAINING AND CERTIFICATION			
VMware Certified Professional (VCP) on Staff per country with hosting data center		Two (2) VCPs; One (1) for developing countries	Four (4) VCPs; Two (2) for developing countries
Solution Competency		Cloud Provider Competency	
TECHNICAL ALIGNMENT			
VMware Hybrid Cloud Powered Badge			✓ (Rental only, not required for MSP)

MARKETING		
Partner Profile & Partner Locator	✓ Requires Partner to complete VSP-CP Accreditation for listing	
VMware presence on partner's website – see guidelines	Post "VMware partner" logo	Post "VMware partner" logo and VMware services descriptions

¹ Service Providers may sign a new rental or MSP contract with their Aggregator at any time if they are committing to an increased minimum point level or VMware Subscription Service consumption contract (for example, moving from a 360 to an 1800 point contract or moving from MSP Level-1 to MSP Level-2). Service Providers must sign a new contract for a 12 month period starting on the change date. For rental contracts, new product keys and SnS numbers will be issued for the new commitment level. Service Providers are not able to sign a new contract with their Aggregator for a lower minimum commitment during the 12 month term of their contract.

· See the [VMware Developed vs Developing Countries](#) guide for details.

· VMware Hybrid Cloud Powered (formerly vCloud Powered): A technology badge for any public or hybrid cloud service based on VMware vSphere and VMware vCloud Director that exposes the VMware vCloud API and supports the Open Virtualization Format (OVF) for image upload and download. Service Providers holding an active, compliant 3600 point contract or higher are eligible to apply for a Hybrid Cloud Powered designated service. Refer to the Hybrid Cloud Powered Datasheet for additional information.

Program Benefits

To assist in the success of VMware partners, the VMware Cloud Provider Program offers a wide range of benefits. Benefits will vary depending upon the partnership type and level in the VMware Partner Network programs.

PROGRAM BENEFITS			
	PROFESSIONAL	ENTERPRISE	PREMIER
SOFTWARE LICENSES, SERVICES AND SUPPORT			
Authorization to Rent VMware Products or Consume VMware Subscription Services Through VMware Aggregators	✓		
Technical Support	Production level support included with rental contracts and VMware Subscription Service Managed Service Provider contracts		
Not for Resale Licenses (NFR) (for rental contracts only)	See VPN Sales Partner NFR Policy Guide for details.	See VPN Sales Partner NFR Policy Guide for details. 2 Support Codes / year	See VPN Sales Partner NFR Policy Guide for details. 5 Support Codes/ year
Service Credits for Demo/Test Capacity (for VMware MSP contracts only)	Up to \$1,000 in service credit at no charge		
Cloud Test Demonstration Environment ¹ (for rental contracts only)	Maximum of 100 GB Reserved RAM VMware vCloud® Service Provider Bundles, per country where Service Provider is authorized for participation based on criteria	Maximum of 500 GB Reserved RAM VMware vCloud® Service Provider Bundles, per country where Service Provider is authorized for participation based on criteria	Maximum of 2000 GB Reserved RAM VMware vCloud® Service Provider Bundles, per country where Service Provider is authorized for participation based on criteria
Internal Use Software Licenses (IUL)² (for rental contracts only)	✓		
Use of Hosted IT Services by Service Provider (for rental contracts only)		Up to 10% of monthly points or up to 100 points (whichever is greater) based on criteria.	
MARKETING			
VMware Partner Identifier and Logo Usage: Professional , Enterprise , Premier	VMware partners can promote their partnership by displaying the appropriate identifier on their websites, in advertisements and customer communications, and other marketing materials. Brand and logo usage guidelines and logo files can be accessed and downloaded from Partner Central. Logos are available in .EPS and .GIF formats		
VMware IaaS Powered Badge (for rental contracts only)	All authorized partners with an active rental contract with a VMware Aggregator can use the VMware IaaS Powered badge to promote their hosted infrastructure services.		

MARKETING			
Listing on vcloudproviders.vmware.com	✓		
Press Release Support – Progression in Level	VMware will supply news release templates, with Director- level quotes		
Press Release Support – VMware Hybrid Cloud Powered and Horizon DaaS Powered	VMware will supply news release template upon approval		
Development Fund (DF)	Pooled and by request based on approved marketing plan		Pooled and preferred access based on approved marketing plan
Option to be a Cloud Credits redemption partner (for rental contracts only)	✓		✓
Social Media Support			✓
Premier listing on vcloudproviders.vmware.com			✓
Lead Generation Programs			✓
Joint success stories/ case studies			1/year
Joint webcast			1/year
EDUCATION AND SUPPORT			
VMware Certified Professional (VCP)	20% discount on VMware-delivered courses (US locations only.) Courses are also available through VMware Authorized Training Centers. Contact Training Center for pricing.		
VMware Sales Professional (VSP) Training and Accreditation	No-charge, online introductory sales training designed to teach partners about virtualization basics and how to message VMware solutions to new and existing customers.		
VMware Sales Professional – Cloud Provider (VSP-CP) Training and Accreditation	No-charge, online introductory sales training enabling partners to have pertinent conversations with customers surrounding cloud computing and identify opportunities where partners can have immediate impact.		
VMware Operations Professional – Cloud Provider (VOP-CP) Training and Accreditation	No-charge, online operations training designed to enable VMware Cloud Provider Service Provider partners to successfully use key tools for managing vCloud operations-related tasks for their service offerings.		
VMware Technical Solution Professional (VTSP) Training and Accreditation	No-charge online, self-paced technical accreditation that uses guided tours, demonstrations and quizzes to teach technical pre-sales personnel about VMware products and solutions. Designed to be a springboard for technical people new to selling VMware and virtualization and cloud infrastructure		
Access to Service Provider Specific Learning Paths in Partner University	✓		

EDUCATION AND SUPPORT	
Partner Central	Web-based portal with content customized to the partner’s program, level and role with dedicated pages for products and solutions, promotions, sales tools and marketing tools to help develop your virtualization practice.
Partner Success Center (PSC) (partnernetwork@vmware.com)	A one-stop shop for VMware Partner Network program inquiries. As part of our ongoing efforts to improve ease of doing business with partners, the Partner Success Center provides real-time, around the clock program support in several languages. Production support is included for products rented through the VMware Cloud Provider Program subscription model. Note: VMware recommends that only VMware Certified Professionals (VCP) call VMware Tech Support. This ensures that incidents are handled as efficiently as possible.
ACCOUNT MANAGEMENT	
VMware Business Manager and Marketing Manager	May be assigned on a discretionary basis by VMware

¹ Cloud Test Demonstration: VMware Service Providers in good standing can use some of their licenses to establish a Cloud Test Demonstration Environment, if following criteria is met: a) Service Provider must configure the Usage Meter to report demonstration usage separately from production usage and report that monthly usage to Aggregator; b) the environment is used for no more than 30 hosting customer users at a time; c) Service Provider may not charge any fees; d) the demonstration ends upon the earlier of the date when the Service Provider converts the Hosting Customer trial into a billable service, or 90 days from the date Hosting Customer commences any use of, or access to the environment.

² IUL is NOT to be used for backend systems such as management of platform, DNS, billing and provisioning platforms etc.

³ VMware Service Providers in good standing at the Enterprise Level or higher have the ability to use up to 10% of their reported points monthly or up to 100 points (whichever is greater) for their own consumption, if following criteria is met: a) All points usage by the Service Provider of their Hosted IT Service must be reported through the hosting customer reporting process; b) payment for the usage will be at the same rate that the Service Provider incurs for their public Hosted IT Services; c) Service Provider may only use the same multi-tenant Hosted IT Services that their hosting customers are using, not a single tenant environment; and d) for purposes of this benefit, the Service Provider is considered itself, business units, parent companies, or affiliates associated with the Service Provider.

Professional Services Delivered by VMware

Benefit From Our Expertise. From strategy to implementation to optimization, VMware helps you get up and running fast, minimize risk, and delivers the business outcome you expect from your VMware investments. We bring deep experience to facilitate your evolution from legacy to emerging technology solutions – giving you an edge in today’s complex digital world. Professional Services that are available through the VMware Cloud Provider Program include Technical Account Managers (TAM), Professional Services such as Jump Starts, Technologies Engagements, data center design and optimization, and GSS Support services including extended Support and Enhanced Support. More information about these available services can be found on [Partner Central](#).

Partner Central Helpful Links

Advantage+	www.vmware.com/go/adplus
Development Funds (formerly MDF)	www.vmware.com/go/devfunds
Enterprise License Agreements (ELA) Preferred Pricing	www.vmware.com/go/ela
Enterprise Purchasing Program (EPP)	www.vmware.com/epp
Internal Use Licenses (IUL)	www.vmware.com/go/iul
Lead Sharing Program	www.vmware.com/go/marketingacademy
Marketing Academy	www.vmware.com/go/leads
Not for Resale Licenses (NFR)	www.vmware.com/go/nfr
Partner Central	www.vmware.com/go/partnercentral
Partner Link	www.vmware.com/go/partnerlink
Partner Locator	partnerlocator.vmware.com
Partner Marketing Bureau	www.vmware.com/go/marketingbureau
Partner Support Center	www.vmware.com/go/partnersupportcenter
Partner Technical Support	www.vmware.com/go/techsupport
Partner University	www.vmware.com/go/partneruniversity
Partner Technical Support	www.vmware.com/go/techsupport
Premier Rewards	www.vmware.com/go/premierrewards
Promotions	www.vmware.com/go/promotions
Renewals	www.vmware.com/go/renewals
Sales Rewards	www.vmware.com/go/salesrewards
Solution Competencies	www.vmware.com/go/solutioncompetencies
Solution Enablement Toolkits (SETs)	www.vmware.com/go/SET
Solution Rewards	www.vmware.com/go/solutionrewards
Specializations	www.vmware.com/go/specializations
Subscription Services	www.vmware.com/go/partnercentral/sdp
Twitter	Twitter.com/vmwarepartners
vmLIVE Schedule	www.vmware.com/go/vmlive
VMware Blogs	Blogs.vmware.com/partner
VMware GRID	www.vmwaregrid.com
VMware Certified Professional (VCP)	www.vmware.com/go/vcp
VMware Purchasing Program (VPP)	www.vmware.com/go/vpp
VMware Sales Professional (VSP)	www.vmware.com/go/vsp
VMware Technical Solutions Professional (VTSP)	www.vmware.com/go/vtsp
VSP Boot Camp (formerly SolutionTracks)	www.vmware.com/go/vspbootcamp
Website-in-a-Box	www.vmware.com/go/websiteinabox

APPENDIX - Operational Information

Unique Partner Identification Number

Upon program authorization, VMware will provide each VMware partner in a country with a unique Partner Identification Number. This VMware “Partner ID” is required for all orders, including registering opportunities and Internal Use Licenses (IUL). The VMware Partner ID is referenced in order to allocate proper discounts and to calculate specific program benefits, such as development funds, when applicable.

Service Identifier (SID)

A unique identifier for a group of related services that expire on the same date. Grouping is accomplished by purchasing “add-on” products and assigning them to an existing SID. Grouping add-on purchases around an initial purchase allows for the combining of service components, the aggregation of billing, and co-termining related items.

Academic Installations

Service Providers with rental contracts may install and operate VMware products for academic institutions. Specific Academic SKUs are not currently available in the VMware Cloud Provider Program. Contact your VMware Business Development Manager or the VMware Cloud Provider Program Office for assistance with Academic opportunities.

U.S. Government Sales

The VMware Cloud Provider Program enables Service Providers with rental contracts to sell into the U.S. Federal marketplace using VMware Federal License Keys. These Federal License Keys provide U.S. based Support for VMware products to help address the needs of the U.S. Federal government. All Service Providers with rental contracts that are in good standing, are currently registered in the VMware Partner Network, and have demonstrated an understanding of the U.S. Federal marketplace, are eligible to obtain Federal License Keys.

NOTE THAT IN THE EVENT A SERVICE PROVIDER USES NON-FEDERAL LICENSE KEYS TO PROVIDE A HOSTED IT SERVICE TO U.S. FEDERAL END-CUSTOMERS, that Service Provider expressly acknowledges and agrees they are waiving any right or ability to receive U.S. based support services or any other features offered by VMware Federal License Keys that are meant to address the needs of the U.S. Federal Government. Additionally, if a Service Provider uses a

commercial VMware product to provide or operate a service to U.S. Federal end-customers, the Service Provider must complete the Federal SKU Exception Form and email to govskuexception@vmware.com.

Disclaimer: VMware expressly disclaims that any VMware products or their use as part of any service provided by a Service Provider are compliant with any Federal Regulations, including but not limited to Section 508. The Federal Licenses that are ordered for a Service Provider through an Aggregator include the warranties provided at:

<http://www.vmware.com/solutions/industry/government/warranty.html>

Any warranties provided with these Federal License Keys are provided solely for the VMware products alone, and do not extend to any services provided by a Service Provider to any U.S. Federal Government End User or other government entity.

U.S. Government Reporting

In addition to the product usage reporting required for all VMware products consumed through the VMware Cloud Provider Program, regardless of whether a Service Provider uses a Commercial VMware product for State and Local Government and Education (“SLED”) or Federal License Keys, Service Providers providing a Hosted IT Service or Managed Service based on VMware vCloud Air to any United States Federal government or SLED entity as an End User must separately report government End User transactions (including End User names) to their VMware Aggregator on a monthly basis.

A United States Government End User is defined as:

- All U.S. Federal (executive, legislative or judicial) agencies, bureaus, departments, commissions, boards, offices, or councils.
- All U.S. Tribal Government entities and nations.
- All U.S. Federally Funded Research and Development Centers (FFRDCs).
- SLED: all state and local government entities, K-12 educational entities, and institutions of higher education.

If a Service Provider is delivering hosting services to any U.S. Government End Users on a shared platform, VMware considers this to be multi-tenant, and as such,

VMware products may only be used through the Cloud Provider Program, and not under any other VMware license.

All reporting requirements applicable in the VMware Cloud Provider Program will apply to U.S. Government End Users, including but not limited to the use of the VMware vCloud Usage Meter.

Reporting for U.S Government End User usage must be completely separate from the commercial End User usage reporting provided to the Aggregator.

U.S. Federal Support

To ensure Service Providers with rental contracts using Federal License Keys receive U.S. Citizen on U.S. Soil support, Service Providers must call the VMware dedicated U.S. Federal Support telephone number (1-877-869-2730 or 1-650-846-2060) for assistance with any licensing or technical support issue related to a Federal License Key. If a Service Provider requires speaking to someone with any type of government clearances, they must inform the representative immediately at the start of the call.

No additional support contract is necessary as U.S. Support and Subscription is included with Federal License Keys. VMware U.S. Federal Technical Support is provided to VMware Service Providers calling on behalf of U.S. Federal Government End Users, thus providing access to VMware technical support engineers who are physically located in, and are citizens of, the United States.

The above telephone number is for the exclusive use of Service Providers that have purchased Federal License Keys requesting VMware support on behalf of U.S. Federal Government End Users only. VMware will deny service to any unauthorized users and route them back to standard VMware contact avenues to receive technical support.

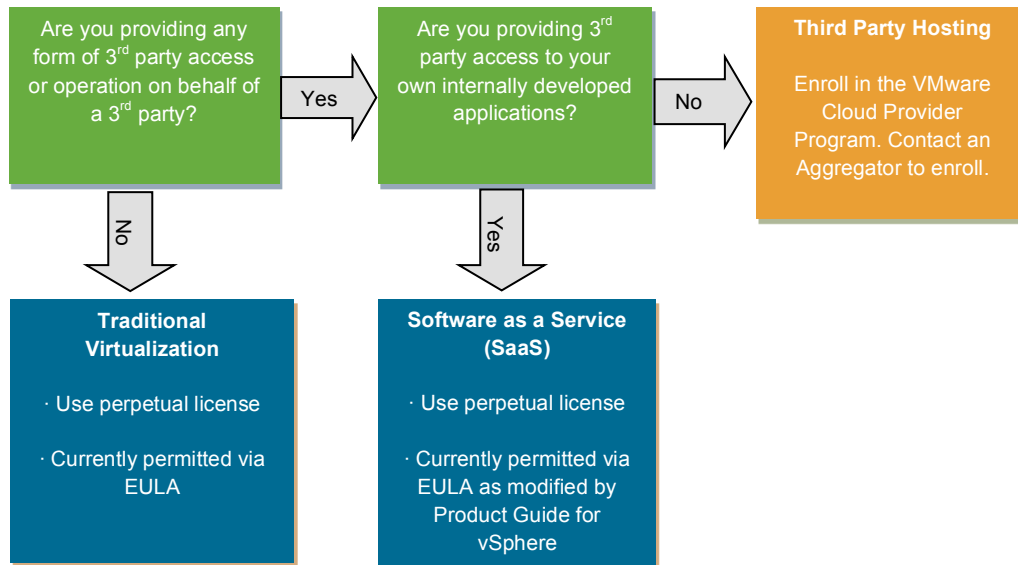
VMware cannot guarantee that support requests filed via the Internet will be assigned to a U.S. citizen on U.S. soil. Do not file support requests via the Internet; instead, file all support requests by telephone using the dedicated U.S. Federal Support telephone number.

For more information, see:

www.vmware.com/support/services/usfedsupport.html

Rental Licensing Model Overview

The following diagram illustrates the uses of VMware software permitted under the perpetual license EULA and the uses requiring the EULA amendment provided only through membership in the VMware Cloud Provider Program. The VMware Cloud Provider Program amendment is required to “rent” or “host” VMware software, which includes all elements of a partner’s hosted platform including management, and is required if any access to VMware software (including virtual machines or the virtualization layer) is provided to Third Parties. A “Third-Party” is any entity that is not an Affiliate (as defined in the VMware end user license agreement), department, division, or business group within the customer. For clarity, except as permitted under the Cloud Provider Program Guide, licenses acquired under the VMware Cloud Provider Program may not be used or installed for internal use.



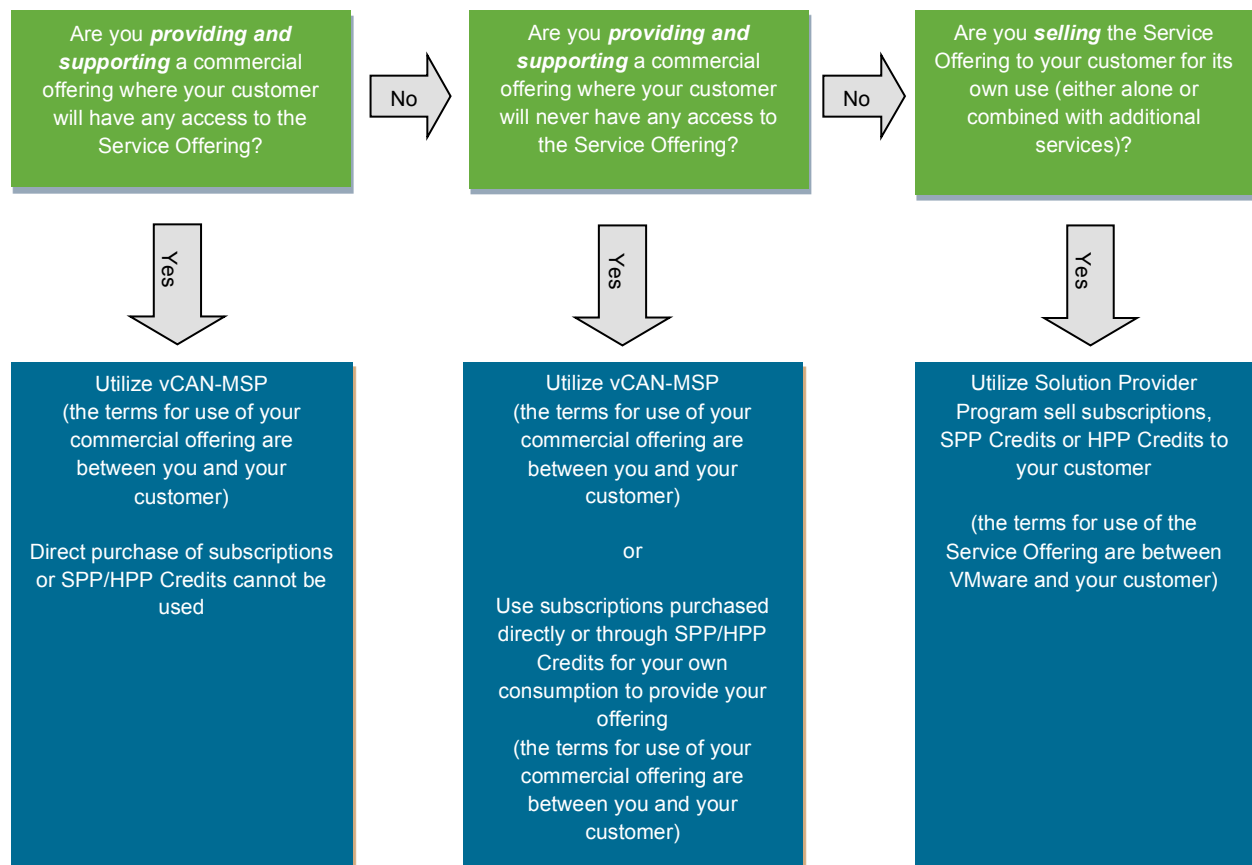
Software as a Service (SaaS) is an application delivery model where Third Parties access and use an application that is hosted and delivered by a customer using VMware software. If the SaaS offering is delivered by the Software Vendor (ISV) that developed application internally and owns the intellectual property rights in the application, a perpetual license for VMware software is likely appropriate— see the vSphere notes in the Product Guide to confirm that the “Internally Develop Applications” exception applies. If the SaaS offering is delivered by a customer that did not develop the software itself, VMware Cloud Provider Program licensing must be used. While ISVs may use perpetual licenses to deliver an internally developed application as a SaaS offering, they may also use licenses to VMware software procured under the VMware Cloud Provider Program.

Example:

- Company ABC internally develops an application that can be set up to be a SaaS environment using VMware vSphere – a perpetual license for vSphere is appropriate if the Internally Developed Application criteria are met.
- Service Provider XYZ hosts the application developed by Company ABC either with or without modifications - Service Provider XYZ must procure VMware licenses through the VMware Cloud Provider Program because the Internally Developed Application criteria are not met.

MSP Model Overview

The following diagram illustrates the uses of VMware subscription services (such as Airwatch) (the “Service Offering”) that are permitted under the standard Terms of Service and when the use requires the Terms of Service amendment provided under the Managed Service Provider (MSP) model through membership in the VMware Cloud Provider Program. Subscription services must be acquired through the MSP model under the VMware Cloud Provider Program for all commercial offerings that provide Third Party access to the Service Offering (i.e. the infrastructure layer or management capability). A “Third Party” is any person or entity that is not the customer (or a department, division, or business group of the customer).



Your Cloud Advantage

Accelerate IT. Accelerate Your Business

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